



FORM 10
MATERIAL CHANGE REPORT

**Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General)
By-Laws, 2013**

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer
TRINIDAD CEMENT LIMITED, SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD

2. DATE OF MATERIAL CHANGE

Date of material change
MAY 29, 2017

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>FURTHER INCREASE IN SHAREHOLDING OF TRINIDAD CEMENT LIMITED ('TCL/COMPANY') IN READYMIX (WEST INDIES) LIMITED ('READYMIX') VIA THE OFFER AND TAKE-OVER BID ISSUED BY TCL FOR READYMIX DATED MARCH 27, 2017, AS AMENDED ON MARCH 31, 2017 ('OFFER') AND THE "MOP-UP" PROVISIONS UNDER THE TAKE-OVER BY-LAWS</p> <p>TCL hereby advises that, as at May 29, 2017, it has acquired more than 90% of the outstanding ordinary shares in Readymix (not including shares held by TCL at the date of the Offer) pursuant to shares taken up under the Offer and acquisitions made on the same terms and conditions thereof on the Trinidad and Tobago Stock Exchange ('TTSE') under the "mop-up" provisions in By-Law 8(3) of the Securities Industry (Take-Over) By-Laws, 2005 (the 'By-Laws').</p> <p>Prior to the commencement of the Offer, TCL held 8,531,977 ordinary shares. The number of ordinary shares acquired to date pursuant to the Offer and to the acquisitions by TCL on the TTSE amount to 3,136,009 ordinary shares, which in aggregate amounts to approximately 97.23% of the outstanding ordinary shares in Readymix.</p> <p>In accordance with the obligations of TCL under Take-Over By-Law 26 and Section 202 of the Companies Act Ch. 81 No. 01, TCL intends to issue a notice to all remaining holders of ordinary shares in Readymix advising them of their statutory rights and exercising its statutory right to compulsorily acquire all outstanding shares in Readymix.</p>

4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

	YES	NO
Will you be seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012?		X

If "No"

Proposed Date of Publication of Notice (dd/mmm/yyyy)	JUNE 1, 2017
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If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	KATHRYNA BAPTISTE
Position in Organization	GROUP MANAGER LEGAL/ COMPANY SECRETARY
Business Address	SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD
Work Phone (1-xxx-xxx-xxxx)	(868) 225-8254
Fax Phone(1-xxx-xxx-xxxx)	(868) 659-0818
Email Address	kathrynab@tclgroup.com

6. DATE, CERTIFICATION AND SIGNATURE

I hereby certify that the statement and information contained in this form and any attachment hereto are true and correct to the best of my knowledge and belief and submitted in compliance with the provisions of the Securities Act, 2012. I understand that any misrepresentation, falsification or material omission of information on this application may result in a breach of the Securities Act, 2012.

KATHRYNA BAPTISTE

Print Name


Signature

GROUP MANAGER LEGAL/
COMPANY SECRETARY

Position

MAY 29, 2017

Date

FOR OFFICIAL USE ONLY

Tool	ID Information
Registrant's Number	
Director's Number	
Document / Record Number	
Record's Management Date Received (dd/mm/yyyy)	

Approved By :

Date (DD/MM/YYYY)