



By nmar at 12:40:46 pm, 16/09/2026

FORM 10A

MATERIAL CHANGE REPORT

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
MPC Caribbean Clean Energy Limited (MPCCEL)

2. DATE OF MATERIAL CHANGE

Date of material change
11 September 2026

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
Please be notified that on 11th September 2026 ("Economic Transfer Date") MPCCEL, through its subsidiary MPC Renewables Central America and Caribbean, S.A. (100% owned by MPCCEL), and MPC Oceanic Investments GmbH (formerly MPC Capital GmbH), entered into a Sale Purchase Agreement ("SPA") to sell its indirect shareholding in San Isidro Fotovoltaica, S.A. de C.V. ("the Project") to Potenza Holdings, S.A. de C.V. The agreed purchase price for the transaction is US\$3.27 million, subject to customary post-signing and closing adjustments. Completion of the transaction remains subject to the satisfaction or waiver of customary conditions precedent and is expected to be achieved by the end first quarter of 2027. The SPA contains customary representations, warranties, indemnities and termination provisions for a transaction of this nature. Please note, in December 2020, the Company acquired shareholding (indirect) in the Project, a 5 MWac solar PV plant located in Cabañas, El Salvador. The Project reached Commercial Operation Date in early 2021.

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?	☐	☒

If “No”

Date of Publication of Notice (dd/mm/yyyy)	18 September 2026
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If “Yes”

State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	GREGORY SMITH
Position in Organization	CORPORATE ADMINISTRATOR
Business Address	Suite 1, Ground Floor, The Financial Services Centre Bishop's Court Hill, St Michael Barbados, BB14004
Work Phone (1-xxx-xxx-xxxx)	1-246-621-076
Fax Phone(1-xxx-xxx-xxxx)	1-246-431-0591
Email Address	barbados@tridenttrust.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.

Jose Fernando Zuniga Galindo Jose Fernando Zuniga G Director 16 September 2026

Print Name **Signature** **Position** **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) _____