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By gcharles at 4:17:10 pm, 03/11/2026

FORM 10A

MATERIAL CHANGE REPORT

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
AGOSTINI LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
NOVEMBER 02, 2026

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
THE BOARD OF DIRECTORS WISHES TO INFORM SHAREHOLDERS THAT AGOSTINI LIMITED ("AGOSTINI") PURSUANT TO ITS NOTICE OF ACQUISITION OF SHARES OF PRESTIGE HOLDINGS LIMITED ("PHL"), ISSUED ON SEPTEMBER 3, 2026 UNDER BY-LAW 26 OF THE SECURITIES INDUSTRY (TAKE-OVER) BY-LAWS, 2005 (THE "BY-LAW 26 OFFER"), HAS FORMALLY CLOSED IN ACCORDANCE WITH ITS TERMS AT 4:00 P.M. ON NOVEMBER 2, 2026. THE BY-LAW 26 OFFER FOLLOWED THE CLOSURE, ON JUNE 23, 2026, OF AGOSTINI'S TAKE-OVER BID FOR THE ACQUISITION OF 100% OF THE ISSUED AND OUTSTANDING SHARES OF PHL. AT THE CLOSE OF THE TAKE-OVER BID, SHARES VALIDLY TENDERED PURSUANT TO THE BID REPRESENTED APPROXIMATELY 96.8% OF PHL'S ISSUED AND OUTSTANDING SHARES. AT THE CLOSE OF THE BY-LAW 26 OFFER, AGOSTINI HAD RECEIVED VALID ELECTIONS IN RESPECT OF 353,983 ADDITIONAL PHL SHARES. UPON COMPLETION OF THE ACQUISITION OF THOSE SHARES, AGOSTINI, ITS AFFILIATES AND ASSOCIATES WILL HOLD 60,875,623 PHL SHARES, REPRESENTING APPROXIMATELY 97.4% OF PHL'S ISSUED AND OUTSTANDING SHARES. COMPLETION OF THE ACQUISITION AND SETTLEMENT OF THE CASH CONSIDERATION PAYABLE TO PHL SHAREHOLDERS WHO VALIDLY ELECTED TO REQUIRE AGOSTINI TO ACQUIRE THEIR SHARES IS EXPECTED TO OCCUR WITHIN TEN (10) DAYS FOLLOWING THE CLOSE OF THE BY-LAW 26 OFFER, IN ACCORDANCE WITH ITS TERMS. THE CONSIDERATION PAYABLE IS TT$12.15 IN CASH PER PHL SHARE.

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/mmm/yyyy)	NOVEMBER 03, 2026

If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	NADIA JAMES - REYES TINEO
Position in Organization	CHIEF LEGAL AND COMPLIANCE OFFICER / COMPANY SECRETARY
Business Address	18 VICTORIA AVENUE, PORT OF SPAIN
Work Phone (1-xxx-xxx-xxxx)	1 868 623 4871
Fax Phone(1-xxx-xxx-xxxx)	
Email Address	Nadia.James-Reyestineo@agostinilimited.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.

NADIA JAMES - REYES TINEO		COMPANY SECRETARY	NOVEMBER 02, 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) _____