



**FORM 10A**

**MATERIAL CHANGE REPORT**

*By kdematas at 8:37:29 AM, 7/11/2025*

**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
JULY 09, 2025

**3. DESCRIPTION OF MATERIAL CHANGE**

Provide a description of the material change
AT A SPECIAL MEETING OF THE SHAREHOLDERS OF AGOSTINI LIMITED HELD ON JULY 9, 2025, SHAREHOLDERS APPROVED THE ISSUANCE TO THE SHAREHOLDERS OF PRESTIGE HOLDINGS LIMITED ("PHL") 13,022,334 NEW COMMON SHARES IN THE CAPITAL OF AGOSTINI IN CONSIDERATION FOR THE ACQUISITION OF 100% OF THE ISSUED AND OUTSTANDING COMMON SHARES OF PHL VIA A SHARE SWAP OF 4.8 PHL SHARES IN EXCHANGE FOR 1.0 AGOSTINI SHARE AND ALL ACTIONS TO BE DONE FURTHER TO THE OFFER AND TAKE-OVER BID ISSUED ON JUNE 17, 2025. THE ISSUANCE OF THESE NEW COMMON SHARES WILL TAKE EFFECT UPON THE SUCCESSFUL OUTCOME OF THE OFFER AND TAKE-OVER BID.


#### 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	JULY 12, 2025
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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	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@agostinislimited.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 Nadia Reyes Tineo COMPANY SECRETARY JULY 10, 2025

**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) \_\_\_\_\_