



FORM 10A

MATERIAL CHANGE REPORT

3:20 pm, Feb 07, 2023

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
ANSA Merchant Bank Limited

2. DATE OF MATERIAL CHANGE

Date of material change
February 6, 2023

3. DESCRIPTION OF MATERIAL CHANGE

<p>Provide a description of the material change</p> <p>Following the launch of an offer and take-over bid to the shareholders of Colonial Fire & General Insurance Company Limited (“Colfire”) on December 29, 2022 by Trinidad and Tobago Insurance Limited (“TATIL”), a wholly-owned subsidiary of ANSA Merchant Bank Limited (“AMBL”), whose ultimate parent is ANSA McAL Limited (“ANSA McAL”) (ANSA McAL owning 82.5% of AMBL shares), to acquire all the issued and outstanding ordinary shares in Colfire at a cash price of TT\$20.32 per ordinary share (the “Offer”), on February 6, 2023, TATIL initiated the process to take up and pay for 15,357,405 ordinary shares representing 97.5% of the total shareholding in Colfire, duly and validly deposited pursuant to the Offer.</p> <p>Since the Offer has been accepted by shareholders holding at least 90% of the total shareholding in Colfire, TATIL shall acquire from each shareholder in Colfire who did not accept the Offer, the shareholding in Colfire not deposited under the Offer, which represents 2.5% of the total shareholding, on the same terms of the Offer by compulsory acquisition pursuant to the provisions of Section 202 of the Companies Act Chap. 81:01 of the Laws of Trinidad and Tobago.</p>
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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)	09/02/2023
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If “Yes”

State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	ROBERT I. FERREIRA
Position in Organization	CORPORATE SECRETARY
Business Address	ANSA CENTRE, 11A MARAVAL ROAD, PORT OF SPAIN
Work Phone (1-xxx-xxx-xxxx)	1-868-623-8672 Ext.3177
Fax Phone(1-xxx-xxx-xxxx)	1-868-624-8763
Email Address	robert.ferreira@ansamcal.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.

Robert I. Ferreira  Corporate Secretary February 7, 2023

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) _____