

## FORM 10A

## MATERIAL CHANGE REPORT

Feb 09, 2023, 10:22 am

## Pursuant to Section 64 of the Securities Act, 2012

#### 1. NAME OF REPORTING ISSUER

Name of Reporting Issuer ANSA McAL Limited

## 2. DATE OF MATERIAL CHANGE

Date of material change

February 6, 2023

## 3. DESCRIPTION OF MATERIAL CHANGE

## Provide a description of the material change

On December 29, 2022, TATIL, a wholly-owned subsidiary of ANSA Merchant Bank Limited ("AMBL"), whose ultimate parent is ANSA McAL (ANSA McAL owning 82.5% of AMBL shares), launched an offer and take-over bid to the shareholders of Colfire 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 issued shareholding in Colfire, duly and validly deposited pursuant to the Offer.

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.

## 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"

| Date of Publication of Notice | February 9, 2023 |
|-------------------------------|------------------|
| (dd/mmm/yyyy)                 |                  |

If "Yes"

| SEC NO | State the reasons for applying for the exemption |  |
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# 5. DETAILS OF SENIOR OFFICER

| Name (First name, Last name)    | FRANCES BAIN-CUMBERBATCH                                      |
|---------------------------------|---|
| Position in Organization        | CORPORATE SECRETARY   |
| Business Address                | 11TH FLOOR, TATIL BUILDING,<br>11 MARAVAL ROAD, PORT OF SPAIN |
| Work Phone (1-xxx-xxx-<br>xxxx) | 1-868-225-6225  |
| Fax Phone(1-xxx-xxx-xxxx)       | 1-868-624-8753  |
| Email Address                   | frances.bain-cumberbatch@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.

|                          | PB P             |                      |                  |
|--------------------------|------------------|----------------------|------------------|
| Frances Bain-Cumberbatch | A ain-lumbertick | _Corporate Secretary | February 6, 2023 |
| Print Name               | Signature        | Position             | Date             |

## FOR OFFICIAL USE ONLY

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| 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)                |                |