



FORM 10A

MATERIAL CHANGE REPORT

By kdematas at 12:33:08 PM, 9/2/2025

Pursuant to Section 64 of the Securities Act, 2012

General Instructions:	<p>Please complete all relevant sections; where the allocated space is insufficient, you may continue on a separate page and attach to the completed form. All supporting information and attached pages should be appropriately numbered and referenced.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>Completed reports should be submitted to:</p> <p style="padding-left: 40px;">The Director Market Regulation and Surveillance Division Trinidad and Tobago Securities and Exchange Commission Levels 22 – 23, Tower D, International Waterfront Centre, 1 Wrightson Road, Port of Spain, Trinidad and Tobago</p>
Item 1	State the name of the reporting issuer as specified in its constituting documents, and include the issuer's primary business address.
Item 2	State the exact date of the material change. Please note that only one date is to be included in this field.
Item 3	Provide sufficient disclosure regarding the material change to enable a reader to appreciate the nature and substance of the material change without having to refer to any other sources. Examples of relevant information that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, consideration paid for purchases/investments, sources of financing or funding, reasons for the change, purpose of the change, and a general comment on the probable impact of the material change on the reporting issuer.
Item 4	<p>State whether the issuer is seeking an exemption from publishing a notice in accordance with Section 64(2) of the Securities Act 2012, by completing the associated "YES" or "NO" sections of the form accordingly.</p> <p>If the issuer is not seeking an exemption, state the scheduled date(s) for the publication of the Notices and the associated daily newspapers of general circulation.</p>

	If the issuer is seeking an exemption, state the issuer's reason(s) for applying for the exemption.
Item 5	State the name, position, business telephone number and email address of a senior officer of the reporting issuer who may be contacted to discuss further details regarding the material change.
Item 6	Include the signature of the Senior Officer identified in Item 5, confirming the material change report, and certifying the statement outlined.





FORM 10A

MATERIAL CHANGE REPORT

By *kdematas* at 12:35:22 PM, 9/2/2025

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
A.S. BRYDEN & SONS HOLDINGS LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
SEPTEMBER 01, 2025

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>A.S. Bryden & Sons Holdings Limited (ASBH) today announced that it has purchased a 50% interest in Armstrong Agencies Limited (AAL) creating a partnership between the two companies. This transaction was carried out through ASBH's subsidiary in Barbados, Retail Acquisition Company Limited (RACL), which also owns Stansfeld Scott (Barbados) Limited. In the transaction, RACL is both injecting additional capital into AAL to support future growth and purchasing shares from its existing shareholders. Armstrong Agencies Limited is a premier Barbadian distributor representing global brands across the food, beverage, confectionery, personal care, and pharmaceutical sectors. The family-owned enterprise has served the local market for over three decades.</p> <p>"This investment marks a significant milestone in our strategic vision for regional expansion," said Richard Pandohie, CEO of The Brydens Group. "Armstrong Agencies is a highly respected company with a deep-rooted presence in the Barbadian market. This partnership strengthens our portfolio and allows us to build upon our shared values and commitment to delivering quality products and services to the Caribbean."</p> <p>This agreement formalizes a long-standing relationship between ASBH and AAL, which previously saw the two entities jointly own and operate Armstrong Healthcare, an affiliate of Bryden pi in Barbados. This strategic investment is designed to enhance the existing partnership and enable ASBH to broaden its footprint in the Barbadian market by introducing the full range of its product portfolio.</p> <p>"We are thrilled to embark on this new chapter with A.S. Bryden & Sons Holdings," said Christopher Lambert, CEO of Armstrong Agencies Limited. "Their history of success and commitment to excellence aligns perfectly with our own. This collaboration ensures the continuity of our legacy while providing the resources and expertise needed to achieve new levels of growth and innovation. We are confident that this partnership will be a great benefit to our customers, suppliers, and employees."</p> <p>AAL's current leadership and operations team will remain in place, ensuring business continuity and a smooth transition. The acquired business will fall under the purview of Rakeesh Bernard, who serves as the CEO of the Barbados Business Unit for The Brydens Group.</p> <p>END/</p>


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/mm/yyyy)	By 07 September, 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)	Bernadette Sammy
Position in Organization	Chief Financial Officer and Corporate Secretary
Business Address	1 Ibis Avenue, San Juan, Trinidad and Tobago
Work Phone (1-xxx-xxx-xxxx)	868-674-9191 ext. 1135
Fax Phone(1-xxx-xxx-xxxx)	
Email Address	bernadette.sammy@brydenstt.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.

BERNADETTE SAMMY

Print Name


Signature

Corporate Secretary

Position

September 02, 2025

Date

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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)
