



FORM 10A

MATERIAL CHANGE REPORT

By nmar at 7:58:23 am, 2 May 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: 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 nmar at 7:59:18 am, 2 May 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
01/05/2025

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>PORT OF SPAIN, Trinidad – May 1, 2025. A.S. Bryden & Sons Holdings Limited (JSE: ASBH) (“ASBH”), a reporting issuer and company incorporated in Trinidad and Tobago, with offices located at 1 Ibis Avenue, San Juan, Trinidad today announced that it has received a Take Over Bid Circular (the “Offer Document”) issued by its parent company Seprod Limited (JSE:SEP) (“Seprod”).</p> <p>The Offer Document was issued by Seprod pursuant to Securities Industry (Take-Over) By-Laws, 2005 issued by the Trinidad and Tobago Securities and Exchange Commission under the Securities Act and contains an offer by Seprod to purchase up to 447,491,012 ordinary shares in ASBH in exchange for newly issued ordinary shares in Seprod, at a rate of 396.43 ordinary shares in Seprod per 1,000 ordinary shares of ASBH (disregarding fractions). Unless extended, the Offer period will expire on June 5, 2025. The Offer Document may be obtained on Seprod’s website (https://www.seprod.com/investor-relations/) or from Republic Wealth Management Limited.</p> <p>The Board of Directors of ASBH has appointed a special committee consisting solely of directors with no association to Seprod to independently consider the Offer Document and to issue a Director’s Circular addressed to all ASBH shareholders with respect this Offer.</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)	03/05/2025
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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	Corporate Secretary
Business Address	1 Ibis Avenue, San Juan, Trinidad
Work Phone (1-xxx-xxx-xxxx)	1-868-674-9191
Fax Phone(1-xxx-xxx-xxxx)	1-868-674-9191
Email Address	inquiry@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.

<u>Bernadette Sammy</u>	<u></u>	<u>Corporate Secretary</u>	<u>01/05/2025</u>
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) _____