



Jan 27, 2023, 8:23 am

FORM 10A

MATERIAL CHANGE REPORT

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

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
CLICO Investment Fund

2. DATE OF MATERIAL CHANGE

Date of material change
January 24, 2023

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>CLICO Trust Corporation as Trustee of the CLICO Investment Fund (the "Fund") notified Unitholders that further to its Notice dated January 20, 2023, the Trustee commenced distribution of the 40,072,299 Republic Financial Holdings Limited (RFHL) Shares ("RFHL Shares") and the Government of the Republic of Trinidad and Tobago Series II, 4.25% 25 Year Fixed Rate Bonds due October 31, 2037 valued at \$702,867,000.00 (the "Government Bonds") on January 24, 2023 to Unitholders. A FAQs was included for Unitholders' information as follows:</p> <p>Unitholders will receive 0.19643284 RFHL Shares for each unit held, calculated as 40,072,299 shares divided by 204,000,000 CIF units. The Government Bonds, which are in multiples of \$1000.00, will be similarly pro-rated and Unitholders will be entitled to 3.44542647 bonds per unit held, calculated as \$702,867,000.00 divided by 204,000,000. Any residual amount due to Unitholders resulting from the above distribution will be paid in cash at the closing market value of RFHL Shares and the value of the Government Bonds at January 02, 2023, the redemption date via electronic bank transfer to the bank account registered on their brokerage account with the Trinidad & Tobago Central Depository. The Trustee will pay all costs related to the transfer of the RFHL Shares, Government Bonds and Cash to qualifying unitholders.</p> <p>Unitholders were advised that no dividends will be paid as the Fund was terminated on January 02, 2023 and any residual cash of the Fund, after completion of the deregistration and delisting process as well as payment of any other termination costs, will be distributed to the qualifying unitholders on a pro rata basis no later than February 28, 2023.</p> <p>Unitholders were further advised that the unaudited financial statements for the quarter ended December 31, 2022 and the audited financial statements for the year ended December 31, 2022 will be published within the stipulated timeframe in accordance with the rules and guidelines of the Trinidad and Tobago Securities and Exchange Commission and the Trinidad and Tobago Stock Exchange.</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/mmm/yyyy)	January 27, 2023
--	------------------

If “Yes”

State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Sharon Mohammed
Position in Organization	Director
Business Address	Level 16, Eric Williams Financial Complex Independence Square Port of Spain
Work Phone (1-xxx-xxx-xxxx)	(868) 612-9700 ext 2506
Fax Phone(1-xxx-xxx-xxxx)	
Email Address	Sharon.C.Mohammed@gov.tt

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.

Sharon Mohammed

S Mohammed

Director

January 27, 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) _____