



FORM 10A - MATERIAL CHANGE REPORT

Pursuant to section 64(1)(a) of the Securities Act, 2012

Request ID 6183

Jan 26, 2023, 2:38 pm

1. REPORTING ISSUER INFORMATION

Name	1.1	Eppley Caribbean Property Fund Limited SCC
Street Address 1	1.2	Carlisle House
Street Address 2	1.3	Hincks Street
City	1.4	Bridgetown
Province/State	1.5	
Postal/Zip	1.6	
Country	1.7	Barbados

2. DATE OF MATERIAL CHANGE

Date	2.1	24-01-2023
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3. TYPE OF MATERIAL CHANGE

Type of Material Change	3.1	Take-over bids, issuer bids, or insider bids
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4. DESCRIPTION OF MATERIAL CHANGE

Description of Material Change	<p>Eppley Caribbean Property Fund Limited SCC - Development Fund (the "Development Fund") wishes to advise that it has received a Takeover Bid Circular from Eppley Fund Managers Limited, a wholly owned subsidiary of Eppley Limited and the investment manager of the Development Fund. The Development Fund trades on the Barbados Stock Exchange and the Trinidad and Tobago Stock Exchange under the symbol "CPFD". The Development Fund is a separate and distinct segregated cell from the Eppley Caribbean Property Fund Limited SCC - Value Fund, which currently trades on the Jamaica Stock Exchange, Barbados Stock Exchange, and the Trinidad and Tobago Stock Exchange under the symbol "CPFV".</p> <p>Eppley Fund Managers Limited is offering to purchase a minimum of 20% and up to a maximum of 60% of the Development Fund's shares at a price of \$0.21 Barbados currency per share.</p> <p>4.1 The offer price represents a 24% premium to the last traded share price of \$0.17 Barbados currency and a 34% premium to the average share price of the Development Fund shares over the last 12-months.</p> <p>The offer will be open for acceptance by Development Fund shareholders from January 27, 2023 until 3:00 p.m. (Barbados time) on March 27, 2023.</p> <p>Pursuant to the requirements of the take-over bid regulations which govern the offer, the Board of Directors issued a Directors' Circular containing relevant information</p>
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required for the consideration and benefit of Development Fund shareholders upon the recommendation of a special committee comprised solely of the independent directors of the company.

The Directors' Circular will be sent to the Development Fund shareholders and copies may be downloaded from Eppley's website at www.eppleylimited.com on January 27, 2023.

Attachment 4.2 TTSE - Material Disclosure Notice - ECPF DF - Takeover Bid (Jan 24 2023).pdf

5. DETAILS OF PUBLICATION OF MATERIAL CHANGE

Will you be seeking an exemption from publishing a notice in accordance with section 64(2) of the Securities Act 2012?	5.1	No
Date of Publication of Notice	5.1.2	26-01-2023

6. DETAILS OF SENIOR OFFICER

Name of Senior Officer	6.1	Watson, Jacquelin - 100708722
Position in Organization	6.2	Financial Controller
Email Address	6.3	watsonj@eppleylimited.com
Business Phone	6.4	18769298451

7. 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.

Certifying Officer

Nicholas Scott

Print Name

Chairman

Position

2023-01-25

Date



Signature

By affixing a signature to this filing, the respective senior officer certifies the content of this filing.

Download a completed copy of this form (Form 10A) for date, certification and signature by a Senior Officer of the company, sign same and attach the signed form to this filing.

Attachments

Upload a signed copy of the Form 10A with the completed Date, Certification and Signature Section. *

Additional Files