FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General) By-Laws, 2013

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer
INTERCOMMERCIAL BANK .LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
27th MAY 2014

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
MS. NAOMI ARJOONSINGH HAS BEEN APPOINTED COMPANY SECRETARY OF THE REPORTING ISSUER.

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Pursuant to Section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General) By-Laws, 2013

General Instructions:	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.
	
	This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.
	
	Completed reports should be submitted to:
	
	    The Director
	    Market Regulation & Surveillance
	    Trinidad and Tobago Securities and Exchange Commission
	    57-59 Dundonald Street
	    Port of Spain
	    Trinidad

Item 1	State the name of the reporting issuer, and include its business address.
Item 2	State the date on which the material change occurred.
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 matters that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, 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	State whether the issuer is seeking an exemption for publishing a notice in accordance with Section 64(2) of the Securities Act 2012, and complete the associated "yes" or "no" sections of the form accordingly.
Item 5	Give 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.

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?	☒	☐

If "No"

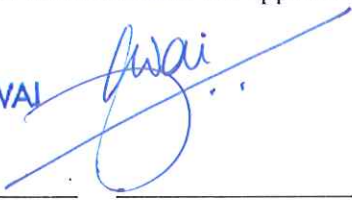| Proposed Date of Publication of Notice (dd/mmm/yyyy)	

If "Yes"

State the reasons for applying for the exemption
THE BANK IS OF THE VIEW THAT IN ACCORDANCE WITH SECTION 64 (1) WE NOTIFIED JMMB (TT) LIMITED OF THE MATERIAL CHANGE BY LETTER DATED 23rd MAY 2014. A COPY IS ENCLOSED FOR EASE OF REFERENCE. JMMB (TT) LIMITED IS THE BANK SOLE SHAREHOLDER. IN THE CIRCUMSTANCES WE WOULD BE GREATFUL IF PUBLIC NOTIFICATION CAN BE CONSIDERED UNWARRENTED CONSISTENT WITH SECTION 64(2) (b)

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	GARY AWAI
Position in Organization	DEPUTY CEO
Business Address	DSM PLAZA, OLD SOUTHERN MAIN ROAD CHAGUANAS
Work Phone (1-xxx-xxx-xxxx)	868-665-4425 ext. 271
Fax Phone (1-xxx-xxx-xxxx)	868-665-6663
Email Address	gawai@intercommercialtt.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.

GARY AWAI *(signature)*   DEPUTY CEO   5/6/2014

| **Print Name** | **Signature** | **Position** | **Date** |