

FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

| |
|---|
| Name of Reporting Issuer |
| MORTGAGE PARTICIPATION FUND SECOND FLOOR #14, 19 QUEEN'S PARK EAST, PORT OF SPAIN |

2. DATE OF MATERIAL CHANGE

| |
|-------------------------|
| Date of material change |
| September 10, 2020 |

3. DESCRIPTION OF MATERIAL CHANGE

| |
|--|
| Provide a description of the material change |
| <p>Trinidad and Tobago Mortgage Finance Company Limited as Trustee of the Reporting Issuer wishes to report that at a Unitholder's Meeting of the Reporting Issuer on September 10, 2020 it was unanimously agreed that EY Trinidad and Tobago be appointed as the new Auditors of the Mortgage Participation Fund and that the Supplemental Trust Deed of the Fund be executed to reflect this appointment.</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) | September 15, 2020 |
|---|--------------------|

If "Yes"

| State the reasons for applying for the exemption |
|---|
|  |

5. DETAILS OF SENIOR OFFICER

| | |
|--|--|
| Name (Salutation, First name, Last name) | Laurette Walker |
| Position in Organization | Secretary(Ag) of the Trustee |
| Business Address | 'Albion Court',61 Dundonald Street, Port Of Spain |
| Work Phone (1-xxx-xxx-xxxx) | 1-868-623-8863 |
| Fax Phone(1-xxx-xxx-xxxx) | 1-868-623-9212 |
| Email Address | lwalker@ttmf-mortgages.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>Laurette Walker</u> | <u><i>Laurette Walker</i></u> | <u>Secretary(Ag) of the Trustee</u> | <u>September 11, 2020</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) _____