

**FORM 10**

**MATERIAL CHANGE REPORT**

**Pursuant to section 64 of the Securities Act, 2012**

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
MASSY HOLDINGS LTD.

2. DATE OF MATERIAL CHANGE

Date of material change
OCTOBER 31, 2015

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Mr. Earl Boodasingh, an Executive Director of the Board of Directors of Massy Holdings Ltd. ("the Company") having attained the age of 60, retired from the Company and the Board of Directors, effective October 31, 2015.</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)	08/11/2015
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If "Yes"


State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (Salutation, First name, Last name)	WENDY KERRY
Position in Organization	CORPORATE SECRETARY & LEGAL ADVISOR
Business Address	63 PARK STREET, PORT-OF-SPAIN
Work Phone (1-xxx-xxx-xxxx)	1-868-625-3426
Fax Phone(1-xxx-xxx-xxxx)	1-868-627-9061
Email Address	wendy.kerry@massygroup.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.

Wendy Kerry		CORPORATE SECRETARY LEGAL ADVISOR	November 3, 2015
<b>Print Name</b>	<b>Signature</b>	<b>Position</b>	<b>Date</b>

**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) \_\_\_\_\_