

FORM 10
MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012




1. NAME OF REPORTING ISSUER

| |
|---------------------------|
| Name of Reporting Issuer |
| Prestige Holdings Limited |

2. DATE OF MATERIAL CHANGE

| |
|-------------------------|
| Date of material change |
| 03-Dec-2020 |

3. DESCRIPTION OF MATERIAL CHANGE

| |
|--|
| Provide a description of the material change |
| <p style="text-align: center;"></p> <p>The Company amended its By-Law No 1 to allow for virtual shareholders' meetings. See attached.</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-Dec-2020 |
|--|-------------|

If "Yes"

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


5. DETAILS OF SENIOR OFFICER

| | |
|--|---|
| Name (Salutation, First name, Last name) | Marlon Danglade |
| Position in Organization | Chief Financial Officer/Corporate Secretary |
| Business Address | 47-49 Sackville Street, Port of Spain |
| Work Phone (1-xxx-xxx-xxxx) | 1-868-623-2646 |
| Fax Phone(1-xxx-xxx-xxxx) | 1-868-623-6580 |
| Email Address | marlon.danglade@phil-tt.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.

Marlon Danglade



Corporate Secretary

04-Dec-2020

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)

TRINIDAD AND TOBAGO SECURITIES AND EXCHANGE COMMISSION

Prestige Holdings Limited

Appendix to Form 10 – Details of Change

Item 3

The Company amended its By-Laws to allow for virtual shareholders meetings as follows:

1. Amend Clause 6.4 to read:

6.4 Electronic Participation

Where the other directors attending a board meeting of the Company consent thereto (either before, at or after the meeting), a director may participate in a meeting of directors or of any committee of directors by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate adequately with each other during the meeting, and a director participating in a meeting by such means shall be deemed for the purposes of the Act to be present at that meeting.

2. Insert the following new Clause:

13.4 Electronic Participation in Meeting

A shareholder or any other person entitled to attend a meeting of shareholders may, if shareholders holding not less than seventy five percent (75%) of the issued shares of the Company consent (either before or at the meeting), participate by means of such telephone, electronic or other communication facilities that permits all participants to communicate adequately with each other during the meeting, if the Company makes available such communication facilities. A person participating in a meeting by such means is deemed for the purposes of the Act to be present at the meeting.

3. Re-number the existing Clauses 13.4 to 13.11 as Clauses 13.5 to 13.12.
4. Re-number the existing Clauses 13.8.1 to 13.8.5 as Clauses 13.9.1 to 13.9.5.
5. Insert the following new Clause:

13.9.6 Any vote referred to in this paragraph 13.9 may be held partly or entirely by means of telephone, electronic or other communication facilities, if the Company makes available such communication facilities. Any person participating in a meeting of shareholders under paragraph 13.4 above and entitled to vote at that meeting may vote by means of the telephone, electronic or other communication facilities that the Company has made available for that purpose."

6. Re-number the existing Clauses 13.9.1 to 13.9.8 as Clauses 13.10.1 to 13.10.8.

Dated this 4th day of December, 2020



Marlon Danglade
Chief Financial Officer/Corporate Secretary