



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

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 Disclosure Registration and Corporate Finance 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.

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

REPUBLIC BANK LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change

April 29, 2014

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3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change

Republic Bank Limited submitted an Offeror's Statement to HFC Bank and the Ghana Securities and Exchange Commission of the details of its offer to all shareholders of HFC Bank.

Ghana Securities and Exchange Commission Code on Takeovers and Mergers

In the Offeror's Statement, Republic Bank has increased the offer price from GHS1.30 per share to GHS1.60 per share. Accordingly the total purchase price has increased to GHS284,506,480 or USD102,259,536.

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?	☐	X

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If "No"

Date of Publication of Notice (dd/mm/yyyy)	30 April 2014
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If "Yes"

State the reasons for applying for the exemption

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Nigel Baptiste
Position in Organization	Executive Director
Residential Address	
Work Phone (1-xxx-xxx-xxxx)	1-868-625-3617
Fax Phone(1-xxx-xxx-xxxx)	1-868-623-5369
Mobile Phone (1-xxx-xxx-xxxx)	
Email Address	nmbaptiste@republictt.com

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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>Nigel Baptiste</u>	<u></u>	<u>Executive Director</u>	<u>30.4.14</u>
Print Name	Signature	Position	Date

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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)