



## 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

<b>General Instructions:</b>	<p>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.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>Completed reports should be submitted to:</p> <p style="padding-left: 40px;">The Director Market Regulation &amp; Surveillance Trinidad and Tobago Securities and Exchange Commission 57-59 Dundonald Street Port of Spain Trinidad</p>
<b>Item 1</b>	State the name of the reporting issuer, and include its business address.
<b>Item 2</b>	State the date on which the material change occurred.
<b>Item 3</b>	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.
<b>Item 4</b>	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.
<b>Item 5</b>	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.
<b>Item 6</b>	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
Scotiabank Trinidad and Tobago Limited

2. DATE OF MATERIAL CHANGE

Date of material change
14 <sup>th</sup> January, 2021

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
See Exhibit A

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"

Proposed Date of Publication of Notice	<u>Will be published in the Trinidad Guardian and Newsday newspapers on 18<sup>th</sup> January, 2021.</u>
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If "Yes"

State the reasons for applying for the exemption

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5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Kimi Rochard
Position in Organization	Senior Manager, Legal And Corporate Secretary
Business Address	56-58 Richmond Street Port of Spain
Work Phone (1-xxx-xxx-xxxx)	625-3566 ext. 2295
Fax Phone(1-xxx-xxx-xxxx)	624-2179
Email Address	kimi.rochard@scotiabank.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.

Kimi Rochard



Senior Manager, Legal  
and Corporate Secretary

15/01/2021

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)



EXHIBIT "A"



DESCRIPTION OF MATERIAL CHANGE

Effective 14<sup>th</sup> January, 2021, the By-Law No. 1 of Scotiabank Trinidad and Tobago Limited was amended as follows:

1. *By the renumbering of paragraphs 13.1 and 13.2 to new paragraphs 13.1.1 and 13.1.2 respectively;*
2. *By the insertion of a new paragraph 13.2 as follows –*

***Virtual Meetings***

Notwithstanding anything to the contrary in this by-law, shareholders' meetings may, at the discretion of the board of directors, be held virtually, in whole or in part, by means of a teleconference communication system or a video conference communication system or such other similar electronic communication facility that permits all shareholders participating in such meeting to hear the proceedings, and to communicate with the chairman. Participation by such communication facility shall constitute attendance at the said meeting.

3. *By the replacement of paragraph 13.8 with the following –*

***Votes***

Every question submitted to any meeting of shareholders shall be decided in the first instance by a show of hands unless a person entitled to vote at the meeting has demanded a ballot (either before or immediately after any vote by show of hands), and, if the articles so provide, in the case of an equality of votes the chairman of the meeting shall on a show of hands and upon a ballot have a second or casting vote in addition to any votes to which he may be otherwise entitled. Where a shareholder participates in a virtual meeting of shareholders in the manner set out in paragraph 13.2 above, a vote on any resolution shall be effected and recorded electronically by means of such electronic polling mechanism as may be employed for the conduct of the meeting, and any such vote shall be deemed valid and conclusive. Where the meeting is held virtually in the manner set out in paragraph 13.2 above, voting by such electronic means shall replace a vote by show of hands unless a ballot is called, in which case there will be one vote for every share held.