

**FORM 10**

**MATERIAL CHANGE REPORT**

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


1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
SAGICOR FINANCIAL COMPANY LTD.

2. DATE OF MATERIAL CHANGE

Date of material change
03-May-2021

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
 <p>Sagicor Financial Company Ltd. (“Sagicor” or the “Company”) announced an offer to purchase for cash any and all of the outstanding 8.875% senior notes (“the Tender”) due 2022 issued by its subsidiary Sagicor Finance (2015) Limited (“the Securities”). The obligation of the Company to accept and pay for Securities in the Tender offer is subject to the satisfaction or waiver of a number of conditions, including the receipt by the Company of proceeds from the proposed separate issuance of securities on terms satisfactory to the Company, generating net proceeds in an amount that is sufficient to effect the repurchase of the Securities pursuant to the Tender offer.</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)	05-May-2021
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If "Yes"

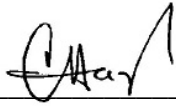
State the reasons for applying for the exemption


5. DETAILS OF SENIOR OFFICER

Name (Salutation, First name, Last name)	ALTHEA C HAZZARD
Position in Organization	GENERAL COUNSEL & CORPORATE SECRETARY
Business Address	CECIL F DE CAIRES BUILDING WILDEY ST MICHAEL BARBADOS
Work Phone (1-xxx-xxx-xxxx)	1-246-467-5255
Fax Phone(1-xxx-xxx-xxxx)	1-246-426-7907
Email Address	althea_hazzard@sagikor.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.

ALTHEA C HAZZARD  CORPORATE SECRETARY 03-May-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) \_\_\_\_\_