FORM 10A

MATERIAL CHANGE REPORT

| | Pursuant to Section 64 of the Securities Act, 2012 |
|--------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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 Market Regulation and Surveillance Division Trinidad and Tobago Securities and Exchange Commission Levels 22 – 23, Tower D, International Waterfront Centre, 1 Wrightson Road, Port of Spain, Trinidad and Tobago |
| Item 1 | State the name of the reporting issuer as specified in its constituting documents, and include the issuer's primary business address. |
| Item 2 | State the exact date of the material change. Please note that only one date is to be included in this field. |
| 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 relevant information that would be subject to disclosure include: dates, parties, terms and conditions, effect on financial condition, value, consideration paid for purchases/investments, sources of financing or funding, 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 from publishing a notice in accordance with Section 64(2) of the Securities Act 2012, by completing the associated "YES" or "NO" sections of the form accordingly. |
| | If the issuer is not seeking an exemption, state the scheduled date(s) for the publication of the Notices and the associated daily newspapers of general circulation. |

Pursuant to Section 64 of the Securities Act, 2012

| | If the issuer is seeking an exemption, state the issuer's reason(s) for applying for the exemption. |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Item 5 | State 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 10A

MATERIAL CHANGE REPORT JUN 21, 2021, 9:22 am

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer

SCOTIA TRINIDAD AND TOBAGO GROWTH AND INCOME FUND

2. DATE OF MATERIAL CHANGE

Date of material change

8th June, 2021

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change

Effective 8th June, 2021, Ms. Camille Chatoor was appointed to the Board of Directors of Scotiabank Trinidad and Tobago Limited, the Trustee of the Scotia Trinidad and Tobago Growth and Income Fund.

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? | \boxtimes | | |

If "No"

| Date of Publication of Notice | |
|-------------------------------|--|
| (dd/mmm/yyyy) | |

If "Yes"

State the reasons for applying for the exemption

The Fund was registered as a reporting issuer with effect from 2nd June 2021, however, distribution of units of the Fund has not yet commenced. At this juncture, therefore, the change is not suitable for disclosure as there are no investors in the Fund for whom this information will be relevant in making investment decisions. We shall undertake to publish the relevant notice within seven (7) days from the date of the Fund's launch which is scheduled to take place on or around 11th June 2021

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-xxxxxx) | 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.

Senior Manager, Legal ______and Corporate Secretary_____

9th June, 2021

Print Name

KIMI ROCHARD

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) |