



ONE CARIBBEAN...
ONE COMPANY

Southern Main Road, Claxton Bay, Port of Spain, Trinidad & Tobago
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June 3, 2015

Mr. Chandradath Maharaj
Director - Disclosure, Registration and Corporate Finance
Trinidad & Tobago Securities and Exchange Commission
57-59 Dundonald Street
PORT OF SPAIN

Dear Mr. Maharaj:

Re: Material Change Report – Resignation of Directors

Please find enclosed, a Material Change Report regarding resignation of Directors of Trinidad Cement Limited.

Kindly acknowledge receipt of the aforementioned report by signing and returning the attached copy of this letter.

Yours faithfully,
TRINIDAD CEMENT LIMITED


KATHRYNA BAPTISTE
Group Manager Legal/ Company Secretary

Encl:



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 |
| TRINIDAD CEMENT LIMITED, SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD |

2. DATE OF MATERIAL CHANGE

| |
|--------------------------------|
| Date of material change |
| MAY 29, 2015 and JUNE 01, 2015 |

3. DESCRIPTION OF MATERIAL CHANGE

| |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Provide a description of the material change |
| <p>RESIGNATION OF DIRECTORS</p> <p>By correspondence received on May 29, 2015 and June 01, 2015 respectively, <i>Mr. Michael Glenn Hamel-Smith</i> and <i>Mr. Carlos Alberto Palero</i> tendered their resignations from the Board of Directors of Trinidad Cement Limited effective as of the date and time on which the next shareholders' meeting of the Company is held (currently scheduled for July 20, 2015).</p> <p><i>Mr. Hamel-Smith</i> and <i>Mr. Palero</i>, will continue to serve as Directors of the Company until the effective date and time of resignation.</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? | | X |

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>KATHRYNA BAPTISTE</u> |  | <u>GROUP MANAGER LEGAL/ COMPANY SECRETARY</u> | <u>JUNE 02, 2015</u> |
| 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) _____

Nikita Deobhajan

From: Kevin Deopersad
Sent: Wednesday, 03 June 2015 06:04 PM
To: Records Mgt
Subject: FW: Material Change Report - Resignation of Directors
Attachments: 20150603145525963.pdf

Good afternoon RM,

Please see attached for logging and distribution.

Thanks and best regards,

Kevin Deopersad
Senior Financial Research Officer, DR&CF

-----Original Message-----

From: Stacy Victor [mailto:StacyV@tclgroup.com]
Sent: Wednesday, June 03, 2015 3:00 PM
To: Chandradath Maharaj; 6248232@tclfaxmaker.com
Cc: Kathryn Baptiste; Kevin Deopersad
Subject: Material Change Report - Resignation of Directors

Dear Mr. Maharaj,

Kindly refer to the attachment for details.

Thank you and kind regards,

Stacy Victor | Legal Assistant | TCL Group
T: +1 (868) 659-2381-8 Ext: 4631 | E: stacyv@tclgroup.com
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