



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
FEBRUARY 9, 2015

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>SPECIAL RESOLUTION PASSED TO AMEND ARTICLES OF CONTINUANCE</p> <p>At a Special Meeting of Shareholders of the Company held on February 9, 2015 at the La Boucan, Trinidad Hilton and Conference Centre, Lady Young Road, Port of Spain, Trinidad, the following Special Resolution was duly passed:</p> <p>Special Resolution</p> <p>"Be it Resolved that Article 5 of TCL's Articles of Continuance (Restrictions on Share Transfers and Share Ownership), including the details as outlined in Schedule 2 annexed thereto, be repealed in its entirety and replaced with the following:</p> <p>Share Transfers:</p> <p>The Directors may decline to register any transfer of shares on which the Company has a lien. If the directors refuse to register a transfer of any shares, they shall within thirty days after the date on which the transfer was lodged send to the transferee notice of the refusal."</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

If "No"

Proposed Date of Publication of Notice (dd/mmm/yyyy)	FEBRUARY 13, 2015
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If "Yes"


State the reasons for applying for the exemption	

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	KATHRYNA BAPTISTE
Position in Organization	GROUP MANAGER LEGAL/ COMPANY SECRETARY
Business Address	SOUTHERN MAIN ROAD, CLAXTON BAY, TRINIDAD
Work Phone (1-xxx-xxx-xxxx)	(868) 659-0787
Fax Phone(1-xxx-xxx-xxxx)	(868) 659-0818
Email Address	kathrynab@tclgroup.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.

KATHRYNA BAPTISTE _____	 _____	GROUP MANAGER LEGAL/ COMPANY SECRETARY _____	FEBRUARY 11, 2015 _____
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) _____