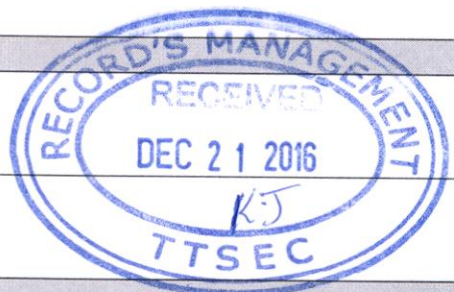


## MATERIAL CHANGE REPORT

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
GUARDIAN HOLDINGS LIMITED 1 Guardian Drive, Westmoorings, Trinidad



### 2. DATE OF MATERIAL CHANGE

Date Of Material Change
December 16, 2016

### 3. DESCRIPTION OF MATERIAL CHANGE

Description of Material Change
Mr. Larry Olton has tendered his resignation as a Senior Officer of Guardian Holdings Limited with effect from December 16, 2016 to pursue another personal opportunity.

### 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"

Date of Publication of Notice (dd/mmm/yyyy)
No later than December 29, 2016

If "Yes"

State the reasons for applying for the exemption
N/A

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Fe Lopez-Collymore
Position in Organization	Corporate Secretary and General Counsel
Residential Address	Unit 4C La Rive Development Chaconia Development Saddle Road Maraval
Work Phone (1-xxx-xxx-xxxx)	1-868-226-2606
Fax Phone(1-xxx-xxx-xxxx)	1-868-632-5695
Mobile Phone (1-xxx-xxx-xxxx)	1-868-678-3871
Email Address	Fe.Lopez-Collymore@myguardiangroup.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.

Fe Lopez-Collymore



Corporate Secretary  
& General Counsel

21/12/2016

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/yy)	

Approved By : \_\_\_\_\_ Date (DD/MM/YYYY) \_\_\_\_\_