



FORM 10A

MATERIAL CHANGE REPORT

By sferreira at 7:53:42 am, 28 May 2024

Pursuant to Section 64 of the Securities Act, 2012

| | |
|------------------------------|---|
| General Instructions: | <p>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.</p> <p>This report and any attachments should be certified by a Senior Officer of the Reporting Issuer.</p> <p>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</p> |
| Item 1 | State the name of the reporting issuer as specified in its constituting documents, and include 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 YES NO 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. |

| | |
|---------------|--|
| | 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

By sferreira at 7:54:56 am, 28 May 2024

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

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|---------------------------------|
| Name of Reporting Issuer |
| Guardian Holdings Limited |

2. DATE OF MATERIAL CHANGE

| |
|--------------------------------|
| Date of material change |
| 31 May, 2024 |


3. DESCRIPTION OF MATERIAL CHANGE

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| Provide a description of the material change |
| <p>Guardian Holdings Limited ("GHL") hereby advises that by mutual agreement Mr. Richard Avey will transition out of his role as Group General Counsel effective 31st May, 2024.</p> <p>Mr. Avey joined the Group in 2012 and dedicated his years of service in multiple leadership roles within Group subsidiaries and GHL.</p> <p>The Guardian Group takes this opportunity to sincerely thank Mr. Avey for his invaluable contribution and wishes him well in the future.</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"/> |

| | |
|---|---------------------------|
| Date of Publication of Notice (dd/mmm/yyyy) | On or before June 3, 2024 |
|---|---------------------------|

| State the reasons for applying for the exemption |
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|  |

5. DETAILS OF SENIOR OFFICER

| | |
|------------------------------|--|
| Name (First name, Last name) | Krystal Baynes-Hoseinee |
| Position in Organization | Chief Governance Officer & Corporate Secretary |
| Business Address | 1 Guardian Drive, Westmoorings Trinidad |
| Work Phone (1-xxx-xxx-xxxx) | 868-226-2043 |
| Fax Phone(1-xxx-xxx-xxxx) | |
| Email Address | Krystal.Baynes-Hoseinee@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.

Krystal Baynes-Hoseinee



Chief Governance Officer
& Corporate Secretary

May 27, 2024

Print Name

Signature

Position

Date

FOR OFFICIAL USE ONLY

| Tool | ID Information |
|--------------------------|-----------------------|
| | |
| | |
| Document / Record Number | |
| | |

Approved By : _____

Date (DD/MM/YYYY) _____