

FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012



1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
GUARDIAN HOLDINGS LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
JANUARY 22, 2019

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Guardian Holdings Limited (GHL) filed a Disclosure of Additional Information dated January 22, 2019 in respect of GHL Directors' Circular dated January 14, 2019 in response to the Bid Circular dated December 31, 2018 from NCB Financial Group Limited sent to the Shareholders of GHL, offering to acquire up to 74, 230, 750 ordinary shares in GHL (the "GHL Shares") for US\$2.79 per GHL Share.</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"/>

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	25 JANUARY 2019
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If "Yes"

State the reasons for applying for the exemption	
NOT APPLICABLE	

5. DETAILS OF SENIOR OFFICER

Name (Salutation, First name, Last name)	MRS. KATHRYN ABDULLA
Position in Organization	CORPORATE SECRETARY
Business Address	1 GUARDIAN DRIVE, WESTMOORINGS, TRINIDAD
Work Phone (1-xxx-xxx-xxxx)	1-868-226-2043
Fax Phone(1-xxx-xxx-xxxx)	1-868-632-5695
Email Address	Kathryn.Abdulla@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.

KATHRYN ABDULLA



CORPORATE SECRETARY

JANUARY 25, 2019

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)