



FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer
GUARDIAN GROUP TRUST LIMITED (Trustee for the GAM Series of Mutual Funds) 1 Guardian Drive, Westmoorings, Trinidad

2. DATE OF MATERIAL CHANGE

Date Of Material Change
September 8, 2015

3. DESCRIPTION OF MATERIAL CHANGE

Description of Material Change
<p>By Notice dated July 23, 2015 Guardian Group Trust Limited (the Trustee of the below mentioned Guardian Asset Management Series of Mutual Funds) convened a unitholder meeting for the purpose of changing the auditors of the Mutual Funds. A copy of such Notice is attached for ease of reference. Guardian Asset Management Series of Mutual Funds are as follows:</p> <ul style="list-style-type: none"><li>• <b>INTERNATIONAL SERIES OF MUTUAL FUNDS</b> - The North American Equity Fund, The European Equity Fund, The Asia-Pacific Rim Equity Fund, BRIC Equity Fund, New Economy Equity Fund, Global Bond Fund;</li><li>• <b>CARBBEAN SERIES OF MUTUAL FUNDS</b> - The TTD Monthly Income Fund, The USD Monthly Income Fund, The Pan Caribbean Balanced Fund, Emerging Markets Bond Fund;</li><li>• <b>THE GLOBAL FUND SOLUTION</b> - The Conservative Fund, Moderate Fund and Aggressive Fund;</li></ul> <p>Section 25 of Part XIV of the SEC issued "Guidelines on Collective Investment Schemes (July 2008)" states that a change in auditor of a Collective Investment Schemes ("CIS") also referred to as mutual funds is considered a material change and once such a change is made to a mutual fund, a supplementary prospectus must be filed with the Commission and a press release disclosing the material change published and filed with the Commission.</p> <p>The meetings of the unitholders of the above mentioned Funds took place on September 8, 2015 and approved the proposed resolution to change the auditors from PricewaterhouseCoopers to Ernst and Young.</p> <p>Although the names of the auditors are referenced in the Trust Deeds for the above mentioned mutual funds it is not referenced in the Prospectuses of these Funds. A supplementary prospectus therefore need not be filed. A press release will however be published in two (2) daily newspapers as required by section 66 (4) of the Securities Act 2012. A copy of such Press Release has been enclosed for your approval.</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"

Date of Publication of Notice (dd/mmm/yyyy)
No later than September 17, 2015

If "Yes"

State the reasons for applying for the exemption
N/A

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Leon Ramdeen
Position in Organization	Vice President, Operations and Technology
Residential Address	
Work Phone (1-xxx-xxx-xxxx)	1-868-632-6000
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Mobile Phone (1-xxx-xxx-xxxx)	
Email Address	<a href="mailto:Leon.ramdeen@myguardiangroup.com">Leon.ramdeen@myguardiangroup.com</a>

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.

Leon Ramdeen



Vice President, Operations  
And Technology

Sept 10, 2015

Print Name

Signature

Position

Date

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<b>Tool</b>	<b>ID Information</b>
Registrant's number	
Director's Number	
Document/Record number	
Record's Management Date Received (dd/mm/yy)	

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