

## 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
May 31, 2014

### 3. DESCRIPTION OF MATERIAL CHANGE

Description of Material Change
Mr. Neil Dingwall has tendered his resignation as a Senior Officer of Guardian Holdings Limited with effect from May 31, 2014 to pursue other personal opportunities. Mr. Dingwall remains on retainer as a consultant to the Guardian Group.

### 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 June 10, 2014

If "Yes"


State the reasons for applying for the exemption
N/A

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Ravi Tewari
Position in Organization	Group Chief Executive Officer
Residential Address	
Work Phone (1-xxx-xxx-xxxx)	1-868-632-5433 (ext. 2616)
Fax Phone(1-xxx-xxx-xxxx)	1-868-632-5695
Mobile Phone (1-xxx-xxx-xxxx)	
Email Address	Ravi.Tewari@gloc.biz

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.

Ravi Tewari  Group CEO June 4, 2014

**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) \_\_\_\_\_