

FORM 10

MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

Name of Reporting Issuer

GUARDIAN MEDIA LIMITED

| 4. | DATE OF MATERIAL CHANGE |
|----|---|
| | Date of material change |
| | 30-Jun-2020 |
| 3. | DESCRIPTION OF MATERIAL CHANGE |
| | Provide a description of the material change |
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| | GUARDIAN MEDIA LIMITED wishes to announce that Mr. A. Nicholas Sabga has resigned from his position as Managing Director effective June 30th, 2020. |
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4. DETAILS OF PUBLICATION OF MATERIAL CHANGE

| | IES | NO |
|--|-------|-------|
| Will you be seeking an exemption from publishing a notice in | | X |
| accordance with section 64(2) of the Securities Act 2012? | | 12.23 |
| decordance with section of (2) of the Securities rice 2012. | | |
| | | |
| | | |
| If "No" | | |
| Date of Publication of Notice | | |
| (dd/mmm/yyyy) 01-Jul-2020 | | |
| (40/1111111/3/33) | | |
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| TCHX/ II | | |
| If "Yes" | | |
| State the reasons for applying for the exemption | 8 4 7 | 5 . 5 |
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| Not Applicable | | |
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| and the same | | |
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5. DETAILS OF SENIOR OFFICER

| Name (Salutation, First name, Last name) | MRS HEMA RAMDASS-CHATOOR |
|---|---|
| Position in Organization | CHIEF FINANCIAL OFFICER/COMPANY SECRETARY |
| Business Address | 22-24 ST, VINCENT STREET PORT OF SPAIN |
| Work Phone (1-xxx-xxx- xxxx) | 1-868-225-4465 |
| Fax Phone(1-xxx-xxx-xxxx) | 1-868-225-3154 |
| Email Address | hema.ramdass-chatoor@guardian.co.tt |

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.

| Print Name | Signature | Position | Date | |
|----------------------|-------------|--------------------------|-------------|--|
| HEMA RAMDASS-CHATOOR | andredation | CFO/COMPANY SECRETARY | 01-Jul-2020 | |

FOR OFFICIAL USE ONLY

| Tool | ID Information | |
|--|-------------------|-----|
| Registrant's Number | | |
| Director's Number | | |
| Document / Record Number | | |
| Record's Management Date Received (dd/mi | yyyy) | 800 |
| | | - |
| | | |
| Approved By : | Date (DD/MM/YYYY) | |
| Approved By : | | |
| Approved By : | | |