

# Form of Proxy

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CH 81:01

[SECTION 143 (1)]

1. Name of Company: **GUARDIAN HOLDINGS LIMITED** Company No. G - 967 (C)
2. Particulars of Meeting: Annual Meeting of the Company to be held in the Boardroom, Guardian Corporate Centre, 1 Guardian Drive, Westmoorings, on Thursday 30<sup>th</sup> July 2020 at 4:30 in the afternoon, in a hybrid format whereby shareholders may attend and participate in the Meeting via a live webcast.

I/We (block capitals please) [NAME] \_\_\_\_\_ being Shareholder(s) in the above Company (or in the case of an owner whose shares are held in a Clearing Agency being authorised by the Clearing Agency to do so) appoint (s) the Chairman of the Meeting, or failing him, [NAME] \_\_\_\_\_ of [ADDRESS] \_\_\_\_\_ to be my/our Proxy to attend and vote for me/us on my/our behalf at the above meeting and any adjournment thereof as indicated below on the Resolutions to be proposed in the same manner, to the same extent and with the same powers as if I/we were present at the said meeting or such adjournment or adjournments thereof.

Please indicate with an "X" in the spaces below how you wish your Proxy to vote on the resolutions referred to. If no such indication is given the Proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains from voting:

	FOR	AGAINST
<b>RESOLUTION 1:</b> BE IT RESOLVED THAT the amendments to By-Law No. 1 of the Company effected by resolution of the Board of Directors on 25 <sup>th</sup> June 2020 and contained in Appendix 1 to the Notice of Meeting be and is hereby confirmed.		
<b>RESOLUTION 2:</b> BE IT RESOLVED THAT the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> December 2019 and the Reports of the Directors and Auditors thereon be received and adopted.		
<b>RESOLUTION 3:</b>		
<b>(a)</b> BE IT RESOLVED THAT the Directors to be re-elected be re-elected en bloc.		
<b>(b)</b> BE IT RESOLVED THAT Messrs. Henry Peter Ganteaume, David Philip Hamel-Smith and Antony Lancaster be and are hereby re-elected Directors of the Company for a term of one (1) year expiring at the close of the first Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1.		
<b>(c)</b> BE IT RESOLVED THAT Messrs. Dennis Cohen, Patrick Hylton, Michael Lee-Chin, Nicholas Lok Jack and Ravi Tewari be and are hereby re-elected Directors of the Company for a term of three (3) years expiring at the close of the third Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1.		
<b>RESOLUTION 4:</b> BE IT RESOLVED THAT Mr. Robert Almeida be and is hereby elected a Director of the Company for a term of three (3) years expiring at the close of the third Annual Meeting of the Company following this appointment subject to the provisions of Regulation 4.5 of By-Law No.1.		
<b>RESOLUTION 5:</b> BE IT RESOLVED THAT PricewaterhouseCoopers be re-appointed as Auditors of the Company and that the Directors be authorised to fix their remuneration for the ensuing year.		

Signature(s) \_\_\_\_\_

Date: \_\_\_\_\_





## Form of Proxy (continued)

### NOTES:

1. If it is desired to appoint a proxy other than the Chairman of the Meeting, the necessary deletion must be made and initialed and the name of the proxy inserted in the space provided.
2. In the case of joint holders, the signature of any holder is sufficient but the names of all joint holders should be stated.
3. If the appointor is a corporation this form must be under its common seal or under the hand of its attorney, in fact.

### Mail or deliver to:

The Corporate Secretary  
Guardian Holdings Limited  
P.O. Box 88  
1 Guardian Drive, Westmoorings, 110612  
Trinidad and Tobago

For official use only	
Folio Number	
No. of Shares	