



## NOTICE TO SHAREHOLDERS OF GUARDIAN MEDIA LIMITED

### AMENDED NOTICE OF ANNUAL MEETING OF GUARDIAN MEDIA LIMITED

Guardian Media Limited (“the Company”) wishes to advise its shareholders that the **One Hundredth and Fourth Annual Meeting** of the Company is now scheduled to take place on Monday 28<sup>th</sup> September, 2020 at 8:30 a.m.

**The Annual Meeting will however take place in a virtual only format via online live webcast.** In keeping with the Company’s commitment to ensuring the safety and well-being of our shareholders, employees and other stakeholders, and with the latest directives from Public Health and Government officials in connection with the COVID-19 pandemic, facilities will not be available for shareholders to attend in person.

Shareholders and duly appointed proxyholders who wish to attend, participate and vote at the meeting are requested to pre-register by providing their full name (as listed on the Share Register), address, identification number, contact number and e-mail address by September 21, 2020 via email at [agm.registration@guardian.co.tt](mailto:agm.registration@guardian.co.tt). Once pre-registered, the credentials to join the meeting will be provided on or before September 25, 2020.

The meeting is being held for the following purposes:

#### **Special Business:**

1. To amend the Company’s By-Law No. 1 by inserting paragraph 13.11 Meetings by Telephone as follows:

#### **“13.11 Meetings by Telephone**

A meeting of shareholders may be held by means of such telephone, or other communication facilities as permit persons participating in the meeting to hear each other and every reference in this By-Law to a show of hands shall be construed in the case of such a meeting as requiring an oral or written indication by a shareholder of his vote.”

#### **Ordinary Business:**

1. To receive and consider the audited Financial Statements for the year ended December 31st, 2019 and the report of the Directors and Auditors thereon.
2. To re-elect Directors.
3. To elect Directors.
4. To re-appoint Auditors and to authorise the Directors to fix their remuneration in respect of the period ending at the conclusion of the next Annual Meeting.
5. To transact any other ordinary business.

Dated this 4th day of September, 2020

#### **By Order of the Board**

Hema Ramdass-Chatoor  
Company Secretary

#### **NOTES:**

1. A member entitled to attend and vote may appoint one or more proxies to attend and vote instead of him. A proxy need not also be a member. Please visit the website [www.guardianmedia.co.tt](http://www.guardianmedia.co.tt) to obtain a copy of the Form of Proxy and Management Proxy Circular as well as instructions on how to appoint a proxy.
2. No service contracts were entered into between the Company and any of its Directors.
3. A shareholder which is a body corporate may, in lieu of appointing a proxy, authorise an individual by resolution of its directors or its governing body to represent it at the Annual Meeting.
4. The Directors of the Company have not fixed a record date for the determination of shareholders who are entitled to receive notice of the Annual Meeting. In accordance with Section 111(a)(i) of the Companies Act, Chap. 81:01, the statutory record date applies. Only shareholders of record at the close of business on Thursday September 3rd, 2020, the date immediately preceding the date on which the Notice is given, are entitled to receive Notice of the Annual Meeting.