

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt about the contents of this document and /or the action you should take, you are recommended to immediately seek your own financial advice from your stockbroker, bank manager, solicitor, accountant or other independent adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) ("FSMA") if you are in the United Kingdom or, if not, another appropriately authorised independent financial adviser.

If you have sold or transferred or otherwise intend to sell or transfer all of your shares in Guardian Global Security Plc prior to the Annual General Meeting on Wednesday 3rd of May 2023 at 11.00 a.m., please forward this document, together with the accompanying documents, as soon as possible either to the (intended) purchaser or transferee or to the person through whom the sale or transfer was or is to be effected for transmission to the (intended) purchaser or transferee.

Guardian Global Security PLC ***(Incorporated and registered in England and Wales with registered number 06370792)*** **Notice of Annual General Meeting**

Notice is hereby given that the Annual General Meeting ("Annual General Meeting") of Guardian Global Security PLC (the "Company") will be held at Riverbank House 2 Swan Lane London EC4R 3TT, **Wednesday 3rd May 2023 at 11:00 a.m.** in order to consider and, if thought fit, pass the following resolutions, numbers 1 to 5 of which will be proposed as Ordinary Resolutions and numbers 6 and 7 of which will be proposed as Special Resolutions:

ORDINARY RESOLUTIONS

1. To receive and adopt the Company's annual report and accounts for the eighteen months ended 31 December 2021.
2. To receive and adopt the directors' remuneration report for the eighteen months ended 31 December 2021.
3. To reappoint Andrew Dennan and Francis Jackson, who retire and offer themselves for reappointment in accordance with the Company's articles of association, as directors of the Company.
4. To re-appoint Crowe UK LLP as the Company's auditors to hold office from the conclusion of this meeting until the conclusion of the next annual general meeting at which the accounts are laid before the Company and to grant authority to the directors to determine the auditor's remuneration.
5. That the directors be and are hereby generally and unconditionally authorised (in substitution for any specific or general authority previously conferred on them but without prejudice to the allotment of securities under any such previous authority pursuant to any offer or agreement made prior to the date this resolution is passed) to exercise all the powers of the company to allot shares in the company or to grant rights to subscribe for, or to convert any security into, shares in the company, in accordance with section 551 of the Companies Act 2006 ("the Act"), up to an aggregate nominal amount of £10,000 to such persons and at such times and on such terms as they think proper, PROVIDED THAT this authority shall expire on the earlier of the conclusion of the next annual general meeting of the company after the passing of this resolution and a date being 18 months after the date of the passing of this resolution save that the company may before such expiry make an offer or agreement which would or might require equity securities (as defined below) to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTIONS

6. That, subject to the passing of resolution 5, the directors be and are hereby empowered, pursuant to section 570 of the Act, to allot:

a. equity securities (as defined by section 560 of the Act) for cash, either pursuant to the authority conferred by resolution 5 or by way of a sale of treasury shares, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities pursuant to an offer or issue by way of rights, open offer or other pre-emptive offer:

i. to the holders of Ordinary Shares of the Company and other persons entitled to participate therein in proportion (as nearly as may be practicable) to their respective holdings; and

ii. to holders of other equity securities as required by the rights of those securities or as the directors otherwise consider necessary,

but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body or stock exchange; and

b. (otherwise than pursuant to paragraph 6a. above) equity securities up to an aggregate nominal amount of £10,000 .

The power granted by this resolution will expire on the date which is 18 months after the date on which this resolution is passed or, if earlier, the conclusion of the Company's next annual general meeting (unless renewed, varied or revoked by the Company prior to or on such date) save that the Company may, before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This resolution revokes and replaces all unexercised powers previously granted to the directors to allot equity securities as if section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

7. That the company be re-registered as a private limited company under the Companies Act 2006 with the name of Guardian Global Security Limited and that the regulations contained in the document submitted to the meeting and for the purposes of identification signed by the chairperson be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association.

By order of the Board
F P Jackson
Director
85 Great Portland Street
First Floor
London W1W 7LT