

Guild Acquisitions plc

(Company Number 115234C - Incorporated and Registered in the Isle of Man)

NOTICE IS HEREBY GIVEN that the 2016 Annual General Meeting of the Company will be held on 23rd September 2016 at 10.00am at 4th Floor, Queen Victoria House, 41-43 Victoria Street, Douglas, Isle of Man IM1 2LF for the following purposes:

Ordinary Resolutions

To receive and consider the audited Annual Financial Statements for the Company for the year ended 31 December 2015.

To approve the Directors' recommendation that no dividend be paid on any class of issued capital.

To reappoint the auditors, Welbeck Associates and authorise the Directors to fix their remuneration.

To (re) elect Directors

Stephen Paul Corran
George McDonough
Jeremy Woodgate
Rupert Williams

To approve the change of name to Kryptonite 1 Plc

Special Resolution

That the directors of the Company be authorised and empowered to allot ordinary shares of £0.0001 each in the Company ("Ordinary Shares") and rights to subscribe for Ordinary Shares (together "equity securities") for cash in accordance with Article 5.1 of the Articles in respect of 550,000,000 (five hundred and fifty million) new ordinary shares in the capital of the Company as if the restrictions on the issue of equity securities in Article 5.2 of the Articles did not apply to any such allotment, such power shall expire on the date occurring 15 months from the date of this special resolution or (if earlier) the conclusion of the annual general meeting of the Company to be held in 2017, provided that the Company may, before the expiry of this power, make an offer or agreement which would or might require equity securities to be allotted after the expiry of this power and the directors may allot equity securities in pursuance of such an offer or agreement as if the power had not expired.

Dated the 30 August 2016

BY ORDER OF THE BOARD

Mr Stephen Corran
Secretary

NOTE: A Shareholder entitled to notice of the above Meeting is entitled to appoint a proxy, to attend and if entitled, to speak and to vote on his/her behalf. A proxy need not be a member of the Company. Proxy forms duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time fixed for holding the Meeting or, where applicable, adjourned Meeting.

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Proxy Form for the 2016 Annual General Meeting

I/We,

being a Shareholder of Guild Acquisitions plc hereby appoint

(full name) of

(address)

or failing him / her / them the Chairman of the meeting, as my/ our proxy to attend and, if entitled, to speak and to vote on my / our behalf at the 2016 Annual General Meeting of the Company to be held on Friday, the 23rd September 2016 at 10.00am and at any adjournment thereof.

I/We direct my/our proxy to vote on the following resolutions as I/we have indicated by marking the appropriate box with an 'X'. If no indication is given, my/our proxy will vote or abstain from voting at his or her discretion and I / we authorise my/our proxy to vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is properly put before the meeting.

This form to be used in respect of the resolutions mentioned below as follows:

Ordinary Resolution

	* FOR	* AGAINST	*VOTE WITHELD
Resolution re Financial statements			
Resolution re dividend			
Resolution re re-appointing Auditors			
Resolution re re-election of Mr Stephen Paul Corran			
Resolution (re) election of George McDonough			
Resolution (re) election of Jeremy Woodgate			
Resolution (re) election of Rupert Williams			
Resolution to approve the name change			

Special Resolution

	* FOR	* AGAINST	*VOTE WITHELD
To disapply the pre-emption rights in respect of 550,000,000 new ordinary shares in the capital of the Company, as further detailed in the resolution as set out in the Notice			

Dated this the _____

Notes to the proxy form

1. As a member of the Company you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at a general meeting of the Company. You can only appoint a proxy using the procedures set out in these notes.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
3. A proxy does not need to be a member of the Company but must attend the meeting to represent you. To appoint as your proxy a person other than the Chairman of the meeting, insert their full name in the box. If you sign and return this proxy form with no name inserted in the box, the Chairman of the meeting will be deemed to be your proxy. Where you appoint as your proxy someone other than the Chairman, you are responsible for ensuring that they attend the meeting and are aware of your voting intentions. If you wish your proxy to make any comments on your behalf, you will need to appoint someone other than the Chairman and give them the relevant instructions directly.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. To abstain from voting on a resolution, select the relevant "Vote withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. To appoint a proxy using this form, the form must be:
 - completed and signed;
 - sent or delivered to the Company's registered office at 4th Floor, Queen Victoria House 41- 43 Victoria Street Douglas Isle of Man IM1 2LF or;
 - sent via email to mail@bridgewaters.co.im
 - received by the Company no later than 10.00 am on 20th September 2016.
7. In the case of a member which is a company, this proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.
8. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
9. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
10. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
11. For details of how to change your proxy instructions or revoke your proxy appointment see the notes to the notice of meeting.