

CERTIFICATION OF INSPECTORS OF ELECTION:

We, the undersigned, duly appointed to act as Inspectors of Election, certify:

1. The Annual Meeting of the stockholders of United-Guardian, Inc., was held at the Sheraton Long Island Hotel in Smithtown, NY on the 12th day of May, 2010, at 10:00 in the forenoon.

2. Before entering upon our duties as Inspectors at the meeting we took and subscribed the oath of office, which is annexed hereto.

3. A quorum of the shares entitled to vote was represented at the meeting.

4. The holders of 3,965,761 shares were present and entitled to vote on the election of Directors, and the appointment of auditors.

5. The following named persons received the number of votes set opposite their respective names, the same being a majority of the votes cast by holders of shares entitled to vote thereon for Directors of the Corporation of the ensuing year.

DIRECTOR		FOR	WITHHELD
Henry P. Globus	Scottsdale, AZ	2,723,416	191,396
Robert S. Rubinger	Dix Hills, NY	2,684,013	230,799
Kenneth H. Globus	Dix Hills, NY	2,735,773	181,039
Lawrence F. Maietta	W. Islip, NY	2,685,762	229,050
Arthur Dresner	New York, NY	2,853,633	61,179
Andrew A. Boccone	Naples, FL	2,847,788	67,024
Christopher W. Nolan, Sr.	Wayne, NJ	2,850,888	63,924

Vote on the appointment of Holtz Rubenstein Reminick LLP as auditors for the ensuing year:

For: 3,899,801 Against: 16,272 Abstain: 49,688

Dated: May 12, 2010

*Barbara Riccardi*

Inspector of Election

*Charles J. ...*

Inspector of Election