

**Schedule 1**

**FORM ECSRC - K**

**ANNUAL REPORT**

**PURSUANT TO SECTION 98(1) OF THE SECURITIES ACT, 2001**

For the financial year ended SEPTEMBER 30, 2021

Issuer Registration number

JONAS BROWNE & HUBBARD (GRENADA) LIMITED

(Exact name of reporting issuer as specified in its charter)

GRENADA

(Territory of incorporation)

MIDDLETON HOUSE, YOUNG ST. & CARENAGE, P.O.BOX 25, ST.GEORGE'S

(Address of principal office)

**REPORTING ISSUER'S:**

Telephone number (including area code): (473) 440 2087

Fax number: 473) 440 4008

Email address: info@hubbards.gd

(Provide information stipulated in paragraphs 1 to 14 hereunder)

Indicate whether the reporting issuer has filed all reports required to be filed by section 98 of the Securities Act, 2001 during the preceding 12 months

Yes  x

No

Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report.

CLASS	NUMBER
Ordinary, no par value	1,500,000

## SIGNATURES

A Director, the Chief Executive and Corporate Secretary shall sign this Registration Statement on behalf of the company. By so doing each certifies that he has made diligent efforts to verify the material accuracy and completeness of the information herein contained.

Name of Chief Executive Officer:

Philbert J. Lewis



A handwritten signature in blue ink, appearing to read 'P. Lewis', written over a horizontal line.

Signature

Date: January 28, 2022

Name of Director:

Marcus Joseph



A handwritten signature in blue ink, appearing to read 'Joel', written over a horizontal line.

Signature

Date: January 28, 2022

Name of Corporate Secretary:

Keith D. Guy-Renwick



A handwritten signature in blue ink, appearing to read 'Keith D. Guy-Renwick', written over a horizontal line.

Signature

Date: January 28, 2022

**INFORMATION TO BE INCLUDED IN FORM ECSRC-K**

**1. Business.**

Provide a description of the developments in the main line of business including accomplishments and plans. The discussion of the development of the reporting issuer's business need only include developments since the beginning of the financial year for which this report is filed.

See Directors' Review, pages 6 to 8 of Annual Report 2021 (exhibit)

**2. Properties.**

Provide a list of properties owned by the reporting entity, detailing the productive capacity and future prospects of the facilities. Identify properties acquired or disposed of since the beginning of the financial year for which this report is filed.

The Company owns substantial well-located properties on the Carenage in St. George's, at Kirani James Boulevard, at Grand Anse, and at Mt. Gay, all in the parish of St. George. These are :-  
The property bounded by the Carenage, Matthew and Young Streets, measuring 16,700 square feet housing a modern retail and administrative complex completed in December 2006.

The building known as "Middleton House" housing two modern retail selling areas and a Travel Agency on the ground floor, an Art Gallery on the first floor, bounded by the Carenage, Young and Scott Streets on approximately 7,218 square feet.

The building partially occupied by a licensee "Clear Vision Optical" with entrance on the Carenage, extending to Scott Street where there is the entrance to the Shipping Department, situated on the first floor. The building measures approximately 3,325 square feet.

The building known as the Produce Warehouse on the Carenage, extending back to Scott Street and used as warehouses for general merchandise and inventory of the Food Fair. This building measures approximately 4,530 square feet.

The property known as Number 12 Carenage, housing The Food Fair supermarket, Nutmeg Restaurant, an ice-cream parlor, and Dot's Plaza, situated on the Carenage and extending to Scott Street. A car park serving the Food Fair also extends from the Carenage to Scott Street. The buildings and car park measure approximately 15,627 square feet.

The renovated building housing the Lumber department on the Carenage, with premises extending to Scott Street, on the upper level incorporating offices of Grenadian General Insurance Company Ltd and customer parking, occupying an area of approximately 20,800 square feet.

The property known as Number 21 Carenage measuring approximately 12,000 square feet, with warehousing and appliance repair facilities on the ground floor, with tenanted occupancy and an employee recreation room on the first floor.

The building formerly housing the Motor Department located on the Carenage and used for warehousing, measuring approximately 8,600 square feet.

The Grand Anse Shopping Centre, situated on 2.68 acres of prime property at Grand Anse, featuring another Food Fair supermarket, offices, shops, a restaurant and Western Union money transfer service.

The 4.0-acre property at Grand Anse where the Building Supplies department is located. Our main warehouses there provide more than 60,000 square feet of storage.

The building at Kirani James Boulevard located on a 1.06-acre site housing the Agency department in an area where there has been extensive marina development.

The 1.09-acre property at Mt. Gay purchased in late 2004, developed for the re-location of the Motor department completed in December 2011 to take advantage of its site on the trans-insular road to Grenville.

**3. Legal Proceedings.**

Furnish information on any proceedings that were commenced or were terminated during the current financial year. Information should include date of commencement or termination of proceedings. Also include a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

None      apart      from      routine      debt      collection      matters.

4. **Submission of Matters to a Vote of Security Holders.**

If any matter was submitted to a vote of security holders through the solicitation of proxies or otherwise during the financial year covered by this report, furnish the following information:

- (a) The date of the meeting and whether it was an annual or special meeting.

Annual Meeting February 25, 2021

- (b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.

Messrs. A. Ali and A. Andall and Ian Alleyne continued in office

Messrs. M. Joseph and L. Taylor re-elected

- (c) A brief description of each other matter voted upon at the meeting and a statement of the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.

Messrs. PKF Accountants & Business Advisers offer themselves and was re-appointed Auditors.

- (d) A description of the terms of any settlement between the registrant and any other participant.

None.

- (e) Relevant details of any matter where a decision was taken otherwise than at a meeting of such security holders.

None.

**5. Market for Reporting issuer's Common Equity and Related Stockholder Matters.**

Furnish information regarding all equity securities of the reporting issuer sold by the reporting issuer during the period covered by the report.

N/A

**6. Financial Statements and Selected Financial Data.**

Attach Audited Financial Statements, which comprise the following:

See Annual Report 2021 attached, Annual Report 2020 previously submitted with prior year's return\*

**For the most recent financial year**

- (i) Auditor's report; and
- (ii) Statement of Financial Position;

**For the most recent financial year and for each of the two financial years\* preceding the date of the most recent audited Statement of Financial Position being filed**

- (iii) Statement of Profit or Loss and other Comprehensive Income;
- (iv) Statement of Cash Flows;
- (v) Statement of Changes in Equity; and
- (vi) Notes to the Financial Statements.

**7. Disclosure about Risk Factors.**

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalized statements. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

The treat of Covid-19 on the operations of the business



**8. Changes in Securities and Use of Proceeds.**

- (a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.

None

- (b) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:

- Offer opening date (provide explanation if different from date disclosed in the registration statement)

N/A

- Offer closing date (provide explanation if different from date disclosed in the registration statement)

N/A

- Name and address of underwriter(s)

N/A

N/A

- Amount of expenses incurred in connection with the offer N/A

- Net proceeds of the issue and a schedule of its use

N/A

- Payments to associated persons and the purpose for such payments

N/A

- (c) Report any working capital restrictions and other limitations upon the payment of dividends.

None

**9. Defaults upon Senior Securities.**

- (a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund instalment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 per cent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund instalment, state the amount of the default and the total arrears on the date of filing this report.

None

- (b) If any material arrears in the payment of dividends have occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrears or delinquency.

None

### **Operation.**

Discuss the reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the financial year of the filing. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated.

The Management's Discussion and Analysis should disclose sufficient information to enable investors to judge:

1. The quality of earnings;
2. The likelihood that past performance is indicative of future performance; and
3. The issuer's general financial condition and outlook.

**It should disclose information over and above that which is provided in the management accounts and should not be merely a description of the movements in the financial statements in narrative form or an otherwise uninformative series of technical responses. It should provide management's perspective of the company that enables investors to view the business from the vantage point of management.**

The discussion should focus on aspects such as liquidity; capital resources; changes in financial condition; results of operations; material trends and uncertainties and measures taken or to be taken to address unfavorable trends; key performance indicators; and non- financial indicators.

### **General Discussion and Analysis of Financial Condition**

The challenges brought about by the Covid-19 pandemic over the last twelve months assumed far greater proportions. Some of the fallouts included supply chain disruption, increased cost of goods for resale and high level of absenteeism affecting delivery of customer service.

Notwithstanding the complexity of the operating environment, the Jonas Browne Hubbard (Grenada) Limited Group performed creditably with an increase of total revenue by \$10.5m or 8.6 percent (\$133.1 million compared to \$122.6 million) for the year ended September 30, 2021. The Building Supplies division, which was particularly affected in the last financial year during the period March 27 to May 16, 2020 when the country was under lockdown, accounted for 59% of the \$10.7m revenue improvement. Profit before taxation fell by 2% (\$8.6 million compared to \$8.7 million in 2020) principally due to heighten credit risk, which resulted in a significant increase in the provision for Expected Credit Loss on Trade Receivables.

Despite the lower revenue levels Grenadian General Insurance Company, a wholly owned subsidiary recorded healthy profits before tax of \$3.5 million and accounted for 40.2 percent of the Group's profit.

Returns before tax on total assets (\$134.3 million) increased by 6.4 percent, while Retained Earnings of \$60.4 million increased by the same percentage year-on-year.

Jonas Browne Hubbard (Grenada) Limited ordinary shares most recently traded at \$20 per share and has a 5.06 price-to-earnings multiple. The book value per share as of September 30, 2021, is \$78.03.

The directors have declared a dividend of \$1.65 per share, (2020 - \$1.50) to be paid during the financial year ending September 30, 2022

The company has transferred all borrowing facilities that existed as of September 30, 2020 from CIBC FirstCaribbean International Bank (Grenada) Limited to the Grenada Co-operative Bank Limited. Additionally, a 3.5%, EC\$4,500,000 loan was successfully negotiated with the Grenada Co-operative Bank Limited to finance the expansion and modernization of the company's Building Supplies location located in Grand Anse. As of September 30, 2021 EC\$1,680,741 was drawn down.

- i) The reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations.
- ii) Any known trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, the issuer's liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency.
- iii) The issuer's internal and external sources of liquidity and any material unused sources of liquid assets.
- iv) Provisions contained in financial guarantees or commitments, debt or lease agreements or other arrangements that could trigger a requirement for an early payment, additional collateral support, changes in terms, acceleration of maturity, or the creation of an additional financial obligation such as adverse changes in the issuer's financial ratios, earnings, cash flows or stock price or changes in the value of underlying, linked or indexed assets.
- v) Circumstances that could impair the issuer's ability to continue to engage in transactions that have been integral to historical operations or are financially or operationally essential or that could render that activity commercially impracticable such as the inability to maintain a specified level of earnings, earnings per share, financial ratios or collateral.
- vi) Factors specific to the issuer and its markets that the issuer expects will affect its ability to raise short-term and long-term financing, guarantees of debt or other commitment to third parties, and written options on non-financial assets.
- vii) The relevant maturity grouping of assets and liabilities based on the remaining period at the balance sheet date to the contractual maturity date. Commentary should provide information about effective periods and the way the risks associated with different maturity and interest profiles are managed and controlled.
- viii) The issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments.
- ix) Any known material trends, favorable or unfavorable, in the issuer's capital resources, including any expected material changes in the mix and relative cost of capital resources, considering changes between debt, equity and any off-balance sheet financing arrangements.

### **Off Balance Sheet arrangements**

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- i) Disclosures concerning transactions, arrangements and other relationships with unconsolidated entities or other persons that are reasonably likely to materially affect liquidity or the availability of, or requirements for capital resources.
- ii) The extent of the issuer's reliance on off-balance sheet arrangements should be described fully and clearly where those entities provide financing, liquidity, market or credit risk support, or expose the issuer to liability that is not reflected on the face of the financial statements.
- iii) Off-balance sheet arrangements such as their business purposes and activities, their economic substance, the key terms and conditions of any commitments, the initial on-going relationship with the issuer and its affiliates and the potential risk exposures resulting from its contractual or other commitments involving the off- balance sheet arrangements.
- iv) The effects on the issuer's business and financial condition of the entity's termination if it has a finite life or it is reasonably likely that the issuer's arrangements with the entity may be discontinued in the foreseeable future.

**No such off-balance sheet arrangements.**

### Results of Operations

In discussing results of operations, issuers should highlight the company's products and services, facilities and future direction. There should be a discussion of operating considerations and unusual events, which have influenced results for the reporting period. Additionally, any trends or uncertainties that might materially affect operating results in the future should be discussed.

Provide a narrative explanation of the following (but not limited to):

- i) Any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and, in each case, the extent to which income was so affected.
- ii) Significant components of revenues or expenses that should, in the company's judgment, be described in order to understand the issuer's results of operations.
- iii) Known trends or uncertainties that have had or that the issuer reasonably expects will have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
- iv) Known events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labor or materials), and changes in relationships should be disclosed.
- v) The extent to which material increases in net sales or revenues are attributable to increases in prices or to increases in the volume or amount of goods or services being sold or to the introduction of new products or services.
- vi) Matters that will have an impact on future operations and have not had an impact in the past.
- vii) Matters that have had an impact on reported operations and are not expected to have an impact upon future operations
- viii) Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships that have or are reasonably likely to have a current or future effect on the registrant's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.
- ix) Performance goals, systems and, controls

**See Directors Review 2021 attached.**

**11. Changes in or Disagreements with Auditors on Accounting and Financial Disclosure.**

Describe any changes in auditors or disagreements with auditors, if any, on financial disclosure.

None.

**12. Directors and Executive Officers of the Reporting Issuer. (Complete Biographical Data Form attached in Appendix 1 and Appendix 1(a) for each director and executive officer)**

Furnish biographical information on directors and executive officers indicating the nature of their expertise.

**13. Other Information.**

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report provided that the material change occurred within seven days of the due date of the Form ECSRC – K report. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC – MC report which would otherwise be required to be filed with respect to such information.

None.

**14. List of Exhibits**

List all exhibits, financial statements, and all other documents filed with this report.

- (a) Form ECSRC-K for the financial year ended September 30, 2021
- (b) Directors' review
- (c) Biographical data forms (4) of Directors and Key Personnel (3)
- (d) Annual Report 2021 – (PDF file included for electronic submission)



**APPENDIX 1 – BIOGRAPHICAL DATA FORMS**

**DIRECTORS OF THE COMPANY**

Name: Lisa Taylor, B.A., LL.B.

Position: Non-executive Director

Mailing Address: Mardigras, St. George's, Grenada

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Telephone No.:

List jobs held during past five years (include names of employers and dates of employment).  
Give brief description of **current** responsibilities

Attorney-at-Law and Principal, Lisa Taylor & Co  
Responsibilities includes: -  
Litigation and management of the firm

Education (degrees or other academic qualifications, schools attended, and dates):

City University of New York (Brooklyn College) 1988 – B.A.  
University of the West Indies - Cave Hill 1994 - LL.B.  
Hugh Wooding Law School 1996 - LEC

**APPENDIX 1 – BIOGRAPHICAL DATA FORMS**

**DIRECTORS OF THE COMPANY**

Name: Marcus Joseph, LLB

Position: Non-executive Director

Mailing Address: P.O. Box 1090, Castries, St Lucia

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Telephone No.: (758 ) 724 5801

List jobs held during past five years (include names of employers and dates of employment).  
Give brief description of **current** responsibilities

CFO, Goddard Enterprises Limited- Auto, Building Supplies and Services Division

Responsibilities includes: -

Oversight of the division's financial affairs and internal controls

Preparation of annual budgets

Liaison with internal and external auditors

Ensure member companies are compliance with legal and tax requirements

Education (degrees or other academic qualifications, schools attended, and dates):

Bar Professional Course - Manchester Metropolitan University between 2011-2012

## APPENDIX 1 – BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Anthony Ali, BSc, MBA

Position: Chairman of the Board of Director

Mailing Address: The Goddard Building, Haggatt Hall, St Michael, Barbados, WI

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Telephone No.: ( 246 ) 430 5706

List jobs held during past five years (include names of employers and dates of employment).  
Give brief description of **current** responsibilities

Managing Director, Goddard Enterprises Limited Barbados, 2013 to present

Responsibility for the group:-  
Strategy development  
Executive development  
Maintaining relationship with key stakeholders  
Updating GEL parent board

Education (degrees or other academic qualifications, schools attended, and dates):

Hons BSc. University of Toronto 1984 - 1988

Executive MBA, Western Ontario 1990 - 1993

**APPENDIX 1 – BIOGRAPHICAL DATA FORMS**

**DIRECTORS OF THE COMPANY**

Name: Abraham Andall, MBA

Position: Non-executive Director

Mailing Address: The Goddard Building, Haggatt Hall, St Michael, Barbados, WI

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Telephone No.: ( 473 ) 536 8002

List jobs held during past five years (include names of employers and dates of employment).  
Give brief description of **current** responsibilities

Principal consultant- AMS – 2017 to present

General Manager/Corporate Secretary-Grenada Distillers 2014 to 2017

Responsibility for the group:-  
Strategy development  
Executive development  
Maintaining relationship with key stakeholders

Education (degrees or other academic qualifications, schools attended, and dates):

Presentation Brothers College (1969 -1971)  
Henley Management College 1993- General Management (MBA)  
University of Liverpool UK (2019) M.Res

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Keith D. Guy-Renwick \_\_\_\_\_ Position: Corporate Secretary \_\_\_\_\_

Mailing Address: C/o Grenadian General Insurance Co. Ltd, P.O. Box 47, St. George's

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\_\_\_\_\_

Telephone No.: ( 473 ) 444 3940/ 409 3940 \_\_\_\_\_

List jobs held during past five years (including names of employers and dates of employment).  
Give brief description of **current** responsibilities.

Former Director Grenadian General Ins. Co Ltd 1996- 2018  
Retired

Education (degrees or other academic qualifications, schools attended, and dates):

Presentation Brothers' College - 1969

Also a Director of the company [ ] Yes [ x ] No

If retained on a part time basis, indicate amount of time to be spent dealing with company matters:

*Use additional sheets if necessary.*

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**APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS  
EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE  
COMPANY**

Name: Philbert J. Lewis, MAAT, BBA, Acc Dir \_\_\_\_\_ Position: General Manager \_\_\_\_\_

Mailing Address: C/o Grenadian General Insurance Co. Ltd, P.O. Box 47, St. George's

\_\_\_\_\_

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Telephone No.: ( 473 ) 440 2087 \_\_\_\_\_

List jobs held during past five years (including names of employers and dates of employment).

Give brief description of **current** responsibilities.  
Responsibility for the division: -  
Strategy development  
Executive development  
Maintaining relationship with key stakeholders  
Updating Hubbard's board  
Manager Human Resources- Jonas Browne & Hubbard Grenada Limited

Education (degrees or other academic qualifications, schools attended, and dates):

University of the West Indies 1997  
University of Technology, Jamaica- 1991-1992

Also a Director of the company [ ] Yes [ x ] No

If retained on a part time basis, indicate amount of time to be spent dealing with company matters:

*Use additional sheets if necessary.*

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**APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS  
EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY**

Name: Clint O. Roberts, MSc, MA, FCCA, CA \_\_\_\_\_ Position: Financial Controller \_\_\_\_\_

Mailing Address: C/o Grenadian General Insurance Co. Ltd, P.O. Box 47, St. George's

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Telephone No.: ( 473 ) 440 2087

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List jobs held during past five years (including names of employers and dates of employment).  
Give brief description of **current** responsibilities.

Financial Controller- Jonas Browne & Hubbard Grenada Limited

Responsibilities includes: -

Oversight of the company's financial affairs and internal controls  
Preparation of annual budgets  
Liaison with internal and external auditors  
Ensure the group is compliance with legal and tax requirements

Education (degrees or other academic qualifications, schools attended, and dates):

Central High School	1986 – 1991
The Business School	1996-1998
PAT College	1999- 2003
London School of Business & Finance	2019-2021

Also a Director of the company     Yes     No

If retained on a part time basis, indicate amount of time to be spent dealing with company matters:

*Use additional sheets if necessary.*

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