

Schedule 1

FORM ECSRC – K

ANNUAL REPORT PURSUANT TO SECTION 98 OF THE SECURITIES ACT OF 2001

For the financial year ended

2017

Issuer Registration number

3240

NATIONAL INVESTMENT COMPANY OF ANGUILLA LIMITED (NICA)

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

ANGUILLA

(Territory of incorporation)

MASON'S COMPLEX, STONEY GROUND ROAD, ANGUILLA, P.O. Box 1401, AI-2640
THE VALLEY ANGUILLA.

(Address of principal office)

Reporting issuer's:

FELICIA HILL

Telephone number (including area code): (264)-497-5978

Fax number:

-

Email address:

hillcomspec@gmail.com

(Provide information stipulated in paragraphs 1 to 14 hereunder)

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

Yes

No X

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	4,600,205.00
FOUNDERS	100,000.00

SIGNATURES

A Director, the Chief Executive Officer and Chief Financial Officer of the company shall sign this Annual Report 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.

The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. The Chief Financial Officer further certifies that all financial statements submitted herewith are prepared in accordance with International Accounting Standards consistently applied (except as stated in the notes thereto) and (with respect to year-end figures) including all adjustments necessary for fair presentation under the circumstances.

Name of Chief Executive Officer:

None

Signature

Date

Name of Chief Financial Officer:

Felicia Hill

Signature

Date

Name of Director:

Seymour Hodge

Seymour Hodge

Signature

June 15, 2018

Date

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 future 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.

The company continues to earn revenues from the rental of property located at Sandy Ground amounting to EC# \$81,000. Revenues were also earned from the share investment in the Eastern Caribbean Home Mortgage Bank amounting to EC\$15,000.

The directors are still in contact with consultants who have prepared plans for the development of Gibbons Estate. These building plans include the establishment of a Nursing School and a Medical Complex. Management was unable mobilize the building plans, owing to delays in the passing of the nursing legislation by the Government of Anguilla. Obtaining financing is also a challenge, owing to the adverse economic climate on the island of Anguilla.

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 currently owns two (2) parcels of land. They are as follows:

- Section: Road/Sandy Ground
Block: 08513B
Parcel: 205
Acreage: 2
- Section: South Central
Block: 38511B
Parcel: 28
Acreage: 36.7

The land remains underdevelopment, owing to a lack of investment capital. The value of the land has not changed as compared to the year 2016. The land is valued at EC\$7,897,500 as at 31 December 2018.

There are future plans to build a Nursing School and Medical Complex on the property, once funding is approved.

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.

There were no legal proceedings brought before the company during the year 2017.

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.

The last annual general meeting was held on 8 November 2016.

- (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.

The directors were returned to office. Two directors resigned, namely Vida Lloyd-Richardson and Clara Richardson. They were not replaced by the shareholders.

- (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.

Fifty percent of the total shareholders were present at the annual general meeting. A quorum was present at the meeting. The directors were unsuccessful in obtaining a vote as it relates to the future of the company. Shareholders were of the view that the company should continue as a going concern, since liquidation will not benefit shareholders, given the adverse economic climate.

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

There were not terms of settlement.

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

Not applicable

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.

No Equity Securities were sold during the year 2017.

6. Financial Statements and Selected Financial Data.

Attach Audited Financial Statements, which comprise the following:

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 generalised 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.

There are no operating risk factors. However, there is a low risk as it relates to the receipt of returns on investment and the security of funds held at the Commercial Bank.

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.

No rights of holders of any class of registered securities have been materially modified.

- (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)
Not applicable.

- Offer closing date (provide explanation if different from date disclosed in the registration statement)
Not applicable.

- Name and address of underwriter(s)
Not applicable.

- Amount of expenses incurred in connection with the offer **Not applicable.**

- Net proceeds of the issue and a schedule of its use
Not applicable.

- Payments to associated persons and the purpose for such payments
Not applicable.

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

No dividends were paid.

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.

There were no defaults in the payments of securities.

- (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.

Not applicable.

10. Management's Discussion and Analysis of Financial Condition and Results of 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 unfavourable trends; key performance indicators; and non-financial indicators.

General Discussion and Analysis of Financial Condition

The recorded a profit of EC\$56,543 in 2017 as compared to EC\$38,708 in 2016. Income remained fixed over the years 2016 and 2017. Revenues were derived from the rental of property and investments held in the Eastern Caribbean Home Mortgage Bank. Expenses remained relatively stable with the exception of professional fees recording a 18% decrease.

The company remained liquid over the year 2017. Trade and other payables recorded amount of EC\$24,446 in 2016 as compared to EC\$22,084 in 2017. Trade payables were settled within 6 months of less over the period under review.

Credit risk exposure amounted to EC\$747,404 in 2017 as compared to EC\$679,132 in 2016. Available-for-sale investment securities risk recorded an amount of EC\$570,25. in 2017 as compared to EC\$570,420 in 2016. The credit exposure of the company's assets held within the Caribbean amounted to EC\$628,107 in 2017 as compared to EC\$628,107 in 2016. Accounts receivable recorded a decrease of EC\$12,453 in 2017, owing to the timely payment of rent. Cash at bank held at the National Commercial bank of Anguilla Ltd increased in 2017 as compared to 2016. Cash at bank recorded an amount of EC\$170,029 in 2017 as compared to EC\$570,420 in 2016.

Liquidity and Capital Resources

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

- 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.

Discussion of Liquidity and Capital Resources

The Company records a healthy liquidity during the year 2017. Current liabilities is 71% of cash and cash equivalents.

There are no debt obligations, financial guarentees and commitments to financial institutions.

Off Balance Sheet Arrangements

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

- 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.

There were no off-Balance Sheet transactions.

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 labour 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,

Overview of Results of Operations

The company performed creditably over the period under review. Rent income remained fixed as compared to 2016. Expenses increased by 32% percent and dividend income decreased by 17%. Non-current assets remained fairly stable, while total current assets recorded a slight increase of EC\$ 0.7%. Available-for-sale investment remained at EC\$570,625 over the years 2016 and 2017.

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

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

There were no disagreements with the auditors

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.

N/A

14. List of Exhibits

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

1) 2017 Audited Financial Statement

2) Biographical Data Forms/ CV's

3) FORM ECSRC-K

4) FORM RS-2

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: SEYMOUR A. HODGE Position: DIRECTOR

Mailing Address: PO BOX 146, THE VALLEY, ANGUILLA
PO BOX 146, THE VALLEY, ANGUILLA
Email: sahodge8238@gmail.com

Telephone No.: 264-476-3574

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

2013 to Present- Liaison Officer / Consultant- SOF 82 Anguilla Ltd.
2006 to 2013- Government Liaison Officer- Government of Anguilla
Responsibilities: Arrange meetings with Government offices and the Management of Four Seasons Resort Facilitate issues with Immigration, Labour and Customs Department

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

1972- Bachelor of Arts in Economics/Political Science- Queens College of the City University of New York
1974- Masters of Arts in Urban Affairs- Queens College of the City University of New York

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: CARYL CONNOR Position: DIRECTOR

Mailing Address: PO BOX 1200, THE VALLEY, ANGUILLA
PO BOX 1200, THE VALLEY, ANGUILLA
Email: caryl_connor@hotmail.com

Telephone No.: 264-497-3047 OR 264-476-3047

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

January 2007- Present- Project Manager - CSC Services (Construction)

Responsibilities:

Manage staff, materials, tools and equipment on Construction site.

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

June 1972- Bachelors Degree in Business Administration- University of the Virgin Islands

May 1980- Masters Degree in Business Administration- University of the Virgin Islands

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Anne J. Edwards-Gumbs Position: Corporate Secretary

Mailing Address: P.O Box 1401, THE VALLEY, ANGUILLA
P.O Box 1401, THE VALLEY, ANGUILLA
Email: sydans@hotmail.com

Telephone No.: 264-581-3707

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

2005- Present- Manager/ Owner- Sydan's Apt. Hotel & Villas (Grocery & Guest House) Responsibilities: Schedule staff Manage reservations Manage purchasing Manage overall day to day operations	
---	--

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

1962-1968- GCE's- Valley Secondary School 1973-1975- BA, General special emphasis in Economics-University of the West Indies, Cavehill Campus 1989- Diploma in Education special emphasis on Remedial Reading- Edge College of Higher Education, Ormskirk Holds a Certificate- Canadian Secretaries Association, Canada	
--	--

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: CALVERT CARTY Position: CHAIRMAN

Mailing Address: PW5278, THE VALLEY, ANGUILLA
PW5278, THE VALLEY, ANGUILLA
Email: Calvert.Carty9@gmail.com

Telephone No.:

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

2015 to Present- Restaurant Manager - NICO's Restaurant	
Responsibilities: Manage day to day restaurant operations Schedule staff Purchasing	

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

1967-1971- 5 G.C.E O Level Subjects	
1971-1973- Qualified Teacher Training Certificate	
1978- Certificate Contract Law	
2006- Certificate of Qualified Directors	

Use additional sheets if necessary.

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: FELICIA HILL Position: Contracted Accountant

Mailing Address: P.O Box 823, The Valley
Anguilla

Telephone No.: 264-497-5978

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

Self employed- CEO of Hillcomspec Consultancy Ltd
Engaged in the provision of accounting, book-keeping and business services.

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

Business Administration (BBA) - Andrews University, USA (1995)
Business Administration (MBA) - Durham University, UK (2008)
Certified Forensic Accounting Specialist - Institute of Forensic Accountants

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.