



Schedule 1

FORM ECSRC - K

For the financial year ended	5
ssuer Registration number	
ST KITTS-NEVIS-AN	GUILLA NATIONAL BANK LTD.
(Exact name of reporti	ng issuer as specified in its charter)
ST KITTS	
(Territo	ory of incorporation)
CENTRAL STREET 1	BASSETERRE, ST. KITTS
	ss of principal office)
Reporting issuer's:	(0.00) 4.05 2204
Telephone number (including area code): _	(869) 465 2204
Fax number:	(869) 465 1050
Email address:	webmaster@sknanb.com
×	
(Provide information stipulated in p	aragraphs 1 to 15 hereunder)
Indicate whether the reporting issuer has f Securities Act of 2001 during the preceding	iled all reports required to be filed by Sections 98 of the graph of the large transfer in the section of the large transfer is the section of the large transfer is the section of the large transfer is the large transfer in the large transfer is the large transfer in the large transfer is the large transfer in the large transfer in the large transfer is the large transfer in the large transfer
Yes X	No

NUMBER
135,000,000

SIGNATURES

Name of Chief Executive Officer	Name of Director:
DAWNE E. WILLIAMS	N. ANALDO BAILEY
Signature Signature	Signature
DECEMBER 3, 2015 Date	DECEMBER 4, 2015 Date

INFORMATION TO BE INCLUDED IN THE REPORT

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.

At the end of June 2015, total income earned was \$173.0 million, which was \$8.4 million or 4.6% lower than the \$181.4 million earned at the end of June 2014. This decrease resulted mainly from a decrease in interest income on loans and advances of \$18.0 million offset by an increase in fees and commission income of \$5.1 million and other income of \$4.5 million. In 2015 net interest income was \$27.1 million, compared with net interest income of \$35.2 million in 2014.

In the 2015-2016 financial year and beyond, we will continue to focus on the concerns that our customers have shared. New initiatives will be sought to further improve the overall end-to-end customer experience. Promotions are currently undertaken to increase awareness and usage of our Card products and other services. Providing greater security and assurance to our Debit and Credit Card users against fraud and Identity theft will continue to be a major goal.

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 off since the beginning of the financial year for which this report is filed.

- National Bank Headquarters, Central and West Square Streets
- <u>Branch Offices</u>
 Main Street, Charlestown Nevis
 Main Street, Sandy Point (Branch Office)
 Main Street, Saddlers
- Sandy Point Post Office
- <u>Land</u>
 West Square Street (Davis Property)
 Rosemary Lane (Queely Property)
 Rosemary Lane (Archibald Property)

Land is for future expansion of Head Quarters.

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.

Lynn Bass v. St. Kitts-Nevis-Anguilla National Bank Limited

High Court, Civil Appeal No. 4 of 2009

Lynn Bass, a former employee, filed a claim for wrongful dismissal against the Bank for special and general damages. The Bank was successful in Judgment received on March 23, 2009 (with costs). The above decision was appealed in High Court by way of Civil Appeal No. 4 of 2009 filed on April 28, 2009. The Appeal made in the High Court was since withdrawn by the claimant in 2015.

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

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

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

The Company held its Forty-fourth Annual General Meeting on Thursday December 18, 2014 and an Extraordinary Shareholders meeting on April 21, 2015.

(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.

At the 44th Annual General meeting, the following retiring Directors were re-elected. These Directors subsequently resigned effective February 28, 2015:

Mr. Mitchell Gumbs

Dr. Mervyn Laws

Ms. Sharylle Richardson

Other directors whose term in office was continued after the Annual General meeting were:

Mr. Linkon Maynard

Mr. Halva Hendrickson

Mrs. Mellicia Phillip

Mr. Hastings Daniel

Ms. Elsie Mills

Mr. Clement Williams

These Directors subsequently resigned effective February 28, 2015, with the exception of Hastings Daniel.

An Extraordinary Shareholders meeting was held on April 21, 2015 to elect a new Board of Directors. The following Directors were elected and approved by the Shareholders of the Company:

Mr. Howard Mc. Eachrane - Chairperson

Mr. Analdo Bailey - 1st Vice Chairperson
Mr. Alexis Nisbett - 2nd Vice Chairperson

Dr. Cardell Rawlins - Director
Mr. Lionel Benjamin - Director
Mrs. Elreter Simpson-Browne - Director
Ms. Talibah Byron - Director
Mr. Theodore Hobson - Director
Mr. Wallis Wilkin - Director

(c) A brief description of each other matter voted upon at the meeting and state 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.

Other matters voted upon at the 44th Annual General Meeting are:

- The declaration of a dividend
- The appointment of Auditors for the year ended 30th June 2015

The votes were unanimous.

(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.

6. Financial Statements and Selected Financial Data.

Provide audited Financial Statements, Statement of Revenue Reserves, and Changes in Financial Position for the year ended. The relevant financial data items to be used in constructing the financial statements are provided in Parts A-D.

Include the following documents with the financial statement:

- (i) Auditor's report;
- (ii) A balance sheet as of the end of each of the two most recent financial years.
- (iii) Consolidated statements of income, statements of cash flows, and statements of other stockholders' equity for each of the two financial years preceding the date of the most recent audited balance sheet being filed.
- (iv) Financial statements for the most recent financial year.
- (v) Notes to Financial Statements

ENCLOSED

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 and only include factors that are unique to the company. 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 Group's activities expose it to a variety of financial risks, as taking risk is core to the commercial banking and insurance business. Management is aware that operational risks are an inevitable consequence of being in business, and hence risk management policies are designed to identify and analyse risks in order to set appropriate levels and controls to monitor and mitigate risks. Risk management is carried out by the Credit and Comptroller Divisions under policies approved by the Board of Directors. In addition, internal audit is responsible for the independent review of risk management and the control environment.

The types of risks that affect the Group are credit risk, liquidity risk, market risk (interest rate and currency risk), insurance risk and other operational risks. Credit risks can have a great impact on the results from operations or on financial conditions due to the industry in which we operate. The Group takes on exposure to credit risk, which is the risk that counterparties will cause financial losses for the Group by failing to discharge their obligations. Credit exposure arises principally in lending activities that lead to loans and advances and investment activities that bring debt securities and other

bills into the Group's asset portfolio. The Group's exposure to credit risk is managed through regular analysis of the ability of its borrowers to meet obligations as well as taking collateral and corporate and personal guarantees as securities on advances.

The Group is exposed to market risk, which is the risk that fair values or future cash flows will fluctuate because of changes in market prices. The Group holds investments in open positions in interest rate and equity products, all of which are exposed to general and specific market movements and changes in market rates or prices such as interest rates, equity prices and foreign exchange rates. Exposure to market risk is managed by diversifying the investment portfolio.

Liquidity risk, to which the Group is also exposed, is the risk that the Group is unable to meet its payment obligations when they fall due and fulfil commitments to lend. Sources of liquidity are regularly monitored and the Group holds a diversified portfolio of cash and investment securities to support payment obligations.

The Group also manages insurance risk, the risk of an insured event occurring, by limiting its exposure to potential loss on insurance policies by ceding certain levels of risk to reinsurers.

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.

NOT APPLICABLE

- (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)
 - Offer closing date (provide explanation if different from date disclosed in the registration statement)
 - Name and address of underwriter(s)
 - Amount of expenses incurred in connection with the offer
 - Net proceeds of the issue and a schedule of its use
 - 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.

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 percent 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 has 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

10. Management's Discussion and Analysis of Financial Condition and Results of Operation.

Provide a discussion of the results of operation covering aspects such as liquidity, capital resources and results of operations. Discuss reporting issuer's financial condition, 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.

(i) Liquidity

Identify any known trends, commitments, demands, events that will result in or that are reasonably likely to result in the reporting 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.

The Group's liquidity is managed and monitored on a daily basis by management to ensure that there is sufficient liquidity to meet its liabilities when they fall due, both under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group maintains a portfolio of marketable assets that can be easily liquidated as protection against unforeseen liquidity problems, as well as cash and balances with the Central Bank and other financial institutions.

Over the review period, cash and cash equivalents increased from \$762.7 million at June 2014 to \$1.2 billion at June 2015, which represents a significant increase of \$421.0 million or 55.2%, indicating that the National Group has

substantial liquidity to meet its obligations and for investing in lucrative opportunities.

(ii) Capital Resources

Describe the reporting 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 Schemes needed to fulfil such commitments. Describe any material trends, favourable or unfavourable in the reporting issuer's capital resources and any expected change in mix. The discussion should consider changes between equity, debt and any off-balance sheet financing arrangements.

The Group's policy is to manage the capital levels based on the underlying risk of its business. Capital adequacy is monitored to ensure compliance with the ECCB's risk based capital guidelines, which require a minimum ratio for Tier 1 or core capital of 4% to risk weighted assets. Tier 1 Capital is comprised of share capital, statutory reserves, general reserves and retained earnings. At June 30, 2015, the Group was in compliance with the capital adequacy requirements, reporting a Tier 1 capital ratio of 42%. At June 30, 2015 Total shareholders' equity was \$487.6 million, an increase of \$2.2 million (0.46%), compared with \$485.4 million at June 2014.

(ii) Results of Operation.

Describe 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 indicate the extent the income was so affected. Describe any known trends or uncertainties that have had or that the reporting issuer reasonably expects will have a material favourable or unfavourable impact on net sales or revenues or income from continuing operations. If the reporting issuer knows of events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), the changes in relationship should be disclosed

There were no unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations. Results from usual and ordinary events and transactions of the Group for the financial year 2014-2015 lead to a report of total income of \$173.0 million and net income after tax of \$28.5 million.

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.

12. Directors and Executive Officers of the Reporting Issuer.

Furnish biographical information on directors and executive officers indicating the nature of their expertise and ability to contribute in the business development efforts of the reporting issuer.

Directors of the Company:

Name: <u>HOWARD MC EACHRANE</u> Position : <u>CHAIRMAN</u>

Age: <u>70</u>

Mailing Address: 30 EDWARDS LANE, NEW POND SITE

BASSETERRE

ST KITTS

Telephone No.: (869) 465-9293

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position(s)	Responsibilities
Self Employed	Financial Consultant	To provide consultancy services
PKF Chartered Accountants & Business Advisers	Associate	Assisting with the execution of Audit of large Enterprises and training of Staff

Institution	Degree/Qualification	Year Qualification was awarded
Institute of Chartered Accountants in England and	Fellow	1970
Wales		

Name: N. ANALDO BAILEY Position: 1ST VICE-CHAIRMAN

Age: <u>63</u>

Mailing Address: PARADISE HEIGHTS

BASSETERRE

ST. KITTS

Telephone No.:

(869) 465-8493

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Employer	Position	Responsibilities
Eastern Caribbean Institute of Banking (ECIB)	CEO/Banker	Manage and direct all aspects of the operations of ECIB.

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

Institution	Degree/Qualification	Year Qualification was awarded
University of the West Indies, Cave Hill Campus	MBA	1999
University of the West Indies, Cave Hill Campus	EDM	1998

Name: <u>ALEXIS NISBETT</u> Position: <u>2nd VICE CHAIRMAN</u>

Age: <u>35</u>

Mailing Address: P O BOX 1585

MATTINGLEY HEIGHTS

ST. KITTS

Telephone No.: (869) 465-7382

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Employer	Position	Responsibilities
St Kitts Bio-Medical Research Foundation	General Manager	Manage and direct all aspects of operations of St. Kitts Biomedical Research Foundation

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

Institution	Degree/Qualification	Year Qualification was awarded
Quinnipiac University	Msc. Accounting	2007
St. Mary's University	B.Comm. Accounting	2004

Name: <u>LIONEL BENJAMIN</u> Title: <u>MEMBER</u>

Age: <u>59</u>

Mailing Address: ROMNEY GROUND

SANDY POINT

ST KITTS

Telephone No.: (869) 465-4606

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

E	Employer	Position	Responsibilities
S	elf Employed	Businessman	Manage and direct all aspects of the operations of B's Enterprises

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

ear Qualification was awarded
81

Name: TALIBAH BYRON Position: MEMBER

Age: <u>28</u>

Mailing Address: 12 MOUNT ROYAL CRESCENT

FRIGATE BAY

ST. KITTS

Telephone No.:

(869) 465-3434

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position(s)	Responsibilities
Byron & Byron Barristers-At- Law & Solicitors	Attorney-At-Law	To provide legal services and legal counsel to clients

Degree/Qualification	Year Qualification was awarded
LLM (Merit)	2012
Legal Education Certificate	2011
LLB (Hons)	2009
	LLM (Merit) Legal Education Certificate

	Name:	THEODORE HOBSON	
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Title: MEMBER

Age: <u>84</u>

Mailing Address:

BRAZIER'S ESTATE

NEVIS

Telephone No.:

(869) 469-5688

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position	Responsibilities
Theodore L. Hobson & Associates – Attorney-At-Law & Notary Public	Attorney-At-Law	To provide legal services and legal counsel to clients

Institution	Degree/Qualification	Year Qualification was awarded
University of London	LLB	1963

Name: DR. CARDELL RAWLINS

Title: MEMBER

Age: <u>52</u>

Mailing Address:

P O BOX 95

CADES BAY

NEVIS

Telephone No.:

(869) 469-4020

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position	Responsibilities
Alexandra Hospital/Self Employed	Medical Doctor/Surgeon	To provide medical services

fication was awarded

Name:	HAST	INGS	DAN	IEL

Title: MEMBER

Age: <u>58</u>

Mailing Address:

P O BOX 532

HAMILTON ESTATE, ST. PAUL'S

NEVIS

Telephone No.:

(869) 469-5572, 662-8146

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position	Responsibilities
Hamoron Services Ltd	General Manager/President	Real Estate Consultancy

Institution	Degree/Qualification	Year Qualification was awarded
International Real Estate Institute	Senior Certified Valuator	1997

Name: <u>ELRETER SIMPSON-BROWNE</u> Title : <u>MEMBER</u>

Age: 46

Mailing Address: LOT#1 LEMON HILL HOUSING DEV.

BOURRYEAU

ST KITTS

Telephone Nos.:

(869) 466-1780, 660-7726

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position	Responsibilities
National Housing Corporation (NHC)	General Manager (2015)	Manage and direct all aspects of the operations of NHC
National Housing Corporation (NHC)	Manager – Customer Services Dept.	To provide exemplary service to customers

Institution	Degree/Qualification	Year Qualification was awarded
University of the West Indies, Mona Campus	BSc. Management (Major in HRM)	2012

Name: <u>WALLIS WILKIN</u> Title : <u>MEMBER</u>

Age: 41

Mailing Address: HARBOUR VIEW

BIRD ROCK

ST KITTS

Telephone Nos.:

(869) 465-8269

Name of employers, titles and dates of positions held during past five years with an indication of job responsibilities.

Employer	Position	Responsibilities
S L Horsford & Co Ltd	Marketing Manager	Responsible for all marketing and other related activities for the entire group of companies

Institution	Degree/Qualification	Year Qualification was awarded	
Wentworth Institute of Technology, Boston	BSc. Management Studies	2002	
Wentworth Institute of Technology, Boston	Professional Certificate - Communications	2002	
Wentworth Institute of Technology, Boston	AAS – Architectural Engineering	1999	

EXECUTIVE OFFICERS

Name DAWNE E. WILLIAMS Position: CHIEF EXECUTIVE OFFICER

Age: <u>57</u>

Mailing Address: 79 GROUPER LANE, P O BOX 1145

HALF MOON HEIGHTS, ST KITTS

Telephone No: (869) 466-4583

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Responsibilities
Manage and direct all aspects of operations of St. Kitts-Nevis-Anguilla National Bank Group of Companies.
Lead all aspects of Retail Banking, Small Business & Wealth Management in Barbados, Belize & the OECS.

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

Institution	Degree/Qualification	Year Qualification was awarded
University of Wharton	Leadership Programme	2007
UMIST/IFS	Diploma in Management Studies (Financial Services)	2003
Chartered Institute of Banking	Certificate in Banking	1996

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

Name STEPHEN O. HECTOR

Position: **CORPORATE SECRETARY**

Age:

<u>43</u>

Mailing Address:

SOUTH PELICAN DRIVE

BIRD ROCK, BASSETERRE

Telephone No:

(869) 662-2733

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Employer	Position	Responsibilities
Law Office of Stephen O Hector	Lawyer/Owner	Provision of Legal Services and legal counsel to clients
SKNA National Bank Ltd	Chief Legal Counsel	Provision of legal services and manage all aspects of operations of the Legal unit
SKNA National Bank Ltd	Assistant Managing Director	Provision of legal services and manage all aspects of operations of the Legal unit

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

Institution	Degree/Qualification	Year Qualification was awarded
Norman Manley Law School, UWI Jamaica	Legal Education Certificate	2003
University of the West Indies	LLB (Honors), LEC	2001
University of the West Indies	Bachelor of Arts - BA (Honors)	1998

Also a Director of the company

[]Yes

[X] No

13. Security Ownership of Certain Beneficial Owners and Management.

Furnish percentage shareholdings of beneficial owners and management with holdings in excess of 5%.

SECURITIES NOW HELD:

Name: Address:	Class of Securities:	No. of Securities:	% of Total
Government of St Kitts & Nevis Church Street, Basseterre, St Kitts	Ordinary Shares	68,850,000	51.00
Caribbean Commercial Bank (Anguilla Ltd) PO Box 23, The Valley Anguilla	Ordinary Shares	8,560,348	6.34
Social Security Board (St Kitts & Nevis)	Ordinary Shares	8,598,506	6.37

14. Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC - MC report (related to disclosure of material information), with respect to which information is not otherwise called for by this form. 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 or in a subsequent Form ECSRC - K report.

15. List of Exhibits

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

- 1. Auditor's report
- 2. Consolidated balance sheet as of the end 2015 and 2014
- 3. Consolidated Statements of Income, Statements of Cash flows, and Statements of other Shareholders' equity for 2015 and 2014
- 4. Notes to Financial Statements