

Schedule 2

ISSUER REGISTRATION STATEMENT  
Sections 97(2), 97(3) and 97(4) of the Securities Act, 2001

FORM RS - 2

Select One:  Annual Registration  Issue of Securities

**Republic Bank (Grenada) Limited**

(Exact name of Company as set forth in Certificate of Incorporation)

Place and date of incorporation: **Grenada - October 12, 1979**

Street and postal address of registered office:

**Head Office, Grand Anse, P.O. Box 857, St. George  
Grenada**

Company telephone number: (473) 444-2265

Fax number: (473) 444-5501

Email address: headoffice@republicgrenada.com

Financial year-end: September 30 2020  
(month) (day) (year)

Contact person(s): Keith A. Johnson  
Clifford Bailey

Telephone number (if different from above): ( ) N/A

Fax number: (473) 444-5501

Email address: kjohnson@republicgrenada.com

Did the company file all reports required to be filed by Section 98 of the Securities Act, 2001 during the preceding 12 months?

Yes

No

Did the company file all reports required to be filed by the Companies Act during the preceding 12 months?

Yes

No

**1. Description of the Industry in which the Company Operates**

The financial services industry in Grenada is very competitive, with five commercial banks (regulated by the ECCB), one development bank, several insurance companies and many co-operatives. In recent years, the co-operatives have been increasingly active as they seek to improve their share of business. The National Insurance Board is an active player in the mortgage market. Two money transfer companies are active players in the money transmission market. The regulation of all non-bank financial institutions in Grenada by Grenada Authority for the Regulation of Financial Institutions (Garfin), commenced in 2007.

**2. Exchanges on which the Company's Securities are Listed**

Exchange(s)	Securities Type	No. of Shares	Valuation
ECSE	Common Stock	3,774,145	\$45.00

**3. Description of Securities Being Offered (including who is the Issuer and who is the Offeror of the Securities)**

None

4. **Territories in which Securities are Being Offered**

Territory	Effective Date
N/A	

5. **Description of Share Capital**

a) Authorised

TYPE/CLASS	No. OF SHARES
Common Stock	Unlimited

b) Issued

TYPE/CLASS	No. OF SHARES
Common Stock	3,774,145

c) Outstanding

TYPE/CLASS	No. OF SHARES

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: \_\_\_\_\_

Name: **See Appendix 1** \_\_\_\_\_ Age: \_\_\_\_\_

Mailing Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone No.: \_\_\_\_\_

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

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

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 (See Appendix 1).*

**7. DIRECTORS OF THE COMPANY**

Information concerning non-Executive Directors:

Name: See Appendix 2 Position: \_\_\_\_\_

Age: \_\_\_\_\_

Mailing Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Telephone No.: \_\_\_\_\_

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

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

*Use additional sheets if necessary (See Appendix 2)*

**8. SUBSTANTIAL SHAREHOLDERS**

- (a) Principal owners of the company (those who beneficially own more than 5% of the common and preferred shares presently outstanding whether directly or indirectly) starting with the largest common shareholder. Indicate by endnote any transaction where the consideration was not cash. State the nature of any such consideration.

**SECURITIES NOW HELD:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>No. of Shares:</b>	<b>% of Total</b>
Republic Financial Holdings Co., Port of Spain, Trinidad	Ordinary Shares	3,204,206	84.90%
National Insurance Board - Grenada, St. George's, Grenada	Ordinary Shares	190,704	5.05%

- (b) Include all common shares issuable upon conversion of convertible securities and show conversion rate per share as if conversion has occurred.

**UPON CONVERSION:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>Conversion Rate:</b>	<b>No. of Shares upon Conversion</b>	<b>% of Total*</b>

\* Current holding of shares if conversion option were exercised.

**9. Name and Address of Parent**

<b>Name:</b>	<b>Address:</b>	<b>Country of Incorporation:</b>	<b>Countries of Registration (where applicable)</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
RFHL	Port of Spain, Trinidad	Trinidad & Tobago	Trinidad & Tobago	Trinidad & Tobago Stock Exchange

**10. Name(s) and Address(es) of Subsidiary(ies)**

<b>Name:</b>	<b>Address:</b>	<b>Percentage Ownership:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
None			

**11. Name(s) and Address(es) of Affiliate(s)**

<b>Name:</b>	<b>Address:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
See list attached		

**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:

Name of Director:

**Keith A. Johnson**

**Leon Charles**





Signature

Signature

January 28, 2021

January 27, 2021

Date

Date

Name of Corporate Secretary:

**Melissa Jankie**



Signature

January 27, 2021

Date

**APPENDIX 1**  
**EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY**

Position: Managing Director

Name: Keith A. Johnson Age: 62

Mailing Address: C/O: Republic Bank (Grenada) Ltd.  
Republic House, Grand Anse, St. George  
Grenada

Telephone No.: (473) 444-2265

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

Republic Bank (Grenada) Limited - Managing Director (January 2009 – Present) Current Responsibilities: <ul style="list-style-type: none"><li>• The development and implementation of strategy for sustained growth of the Bank in accordance with such directives as the Board may issue from time to time.</li><li>• To require the Bank to establish policies and procedures to discharge their administrative and accounting responsibilities so as to safeguard the Banks assets.</li><li>• To keep the Chairman and the Board of Directors of Republic Bank (Grenada) Ltd. informed on any issue of importance.</li></ul>
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Education (degrees or other academic qualifications, schools attended, and dates):

EMBA – University of the West Indies, Cave Hill, Barbados, 2003.  B. Sc. Accountancy - University of Guyana, 1996  AICB – 1987
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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:

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**EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY**

Position: General Manager - Credit

Name: Kalawatee Bickramsingh Age: 56

Mailing Address: C/O: Republic Bank (Grenada) Limited  
Republic House, Grand Anse, St. George  
Grenada

Telephone No.: (473) 444-2265

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

General Manager - Credit - April 2020.

Current Responsibilities:

To oversee the Credit Portfolio inclusive of Non-Performing Loans and Collateral Portfolio of the Bank. To attend all Executive meetings.

General Manager - Risk Management - Republic Bank (Ghana) Limited - March 2018 - 2020

Credit Manager - Risk Management - Republic Bank Limited - November 2013 - February 2018

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

Chartered Management Accountant - Society of Management Accountants of Nova Scotia - 2010 -2013

Masters Business Administration - Heriot Watt Business School - 2006-2009

Diploma in Financial Management - ACCA - 2003-2005

Business Program for Bankers - Institute of Canadian Bankers -1991-1994

GCE O' Level - Couva Government Secondary School - 1975 - 1980

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:

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**EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY**

Position: General Manager - Operations

Name: Clifford Bailey Age: 49

Mailing Address: C/O: Republic Bank (Grenada) Limited  
Republic House, Grand Anse  
St. George

Telephone No.: (473) 444-2265

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

Republic Bank (Grenada) Limited:- <ul style="list-style-type: none"><li>• General Manager – Operations - April 2015</li><li>• Manager Head Office – December 2012</li></ul> Current Responsibilities: To manage the development, implementation and monitoring of strategic plans and activities of the Bank, as they relate to Branch Retail Banking, Information Technology, Marketing, General Administration, Business Systems Process Improvement and Business Support Services with guidance from Group, to oversee the operations of the Operational Risk function.
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Education (degrees or other academic qualifications, schools attended, and dates):

MSc Information Technology – Aspen University, 2006  BSc Computing and Information Systems – University of London, 2001
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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:

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**APPENDIX 2**  
**DIRECTORS OF THE COMPANY**

Information concerning non-Executive Directors:

Name: Gregory I. Thomson Position: Director / Chairman  
Age: 68

Mailing Address: 42 The Park, La Horquette, Glencoe, Trinidad, W.I.

Telephone No.: (868) 620-6683

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

Republic Bank Limited - Director - Aug.1, 2014 - present  
Republic Financial Holdings Limited - Director - Dec.16, 2015 - present  
One Caribbean Media Ltd - Director - June 2016 – present  
Republic Bank (Grenada) Limited – Chairman – December 2017 - present  
Caribbean Information & Credit Rating Services Limited - Chairman - January 2020 - present

Current Responsibilities:

Mr. Thomson is a member of the Republic Group Board of Directors. As a Director of the Boards of both Republic Bank Limited (RBL) and Republic Financial Holdings Limited (RFHL), the current responsibilities are to provide leadership, enterprise, integrity, and good judgement in guiding the Group to achieve growth and deliver long term sustainable shareholder value. Mr. Thomson is also a member of the Board of Directors at One Caribbean Media Ltd and is Chairman of the Board of Directors of Caribbean Information & credit Rating Services Limited

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

- B.Sc (Maths & Physics) - University of the West Indies, St Augustine - 1974
- MBA - University of Western Ontario, Canada – 1987

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Leon D. Charles Position: Director

Age: 62

Mailing Address: P.O. Box 10

St. George's

Grenada

Telephone No.: (473) 442-4681

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

Consultant – Charles & Associates, Inc. (self-employed).

Current Responsibilities:

Mr. Charles is actively involved in a wide range of business and sustainable development fields at the local, regional and international levels. His core activities in business include strategic planning, project development and evaluation, management training, and facilitation; while activities in sustainable development include climate change advisory services, high level national representation at the United Nations climate change negotiations, poverty reduction, and early childhood development programming.

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

- MBA - University of Western Ontario, Canada (1987)
- B.Sc. Management (First Class Honours) - University of the West Indies, Trinidad (1982)

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Karen Yip Chuck Position: Director  
Age: 52  
Mailing Address: C/O: Republic Bank Limited  
9-17 Park Street, Port Of Spain  
Trinidad

Telephone No.: (868) 625-4411

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

<p>Republic Bank Limited:-</p> <p>General Manager, Trust &amp; Asset Management Division (January 1, 2011 to June 30, 2014)</p> <p>General Manager, Wealth Management (July 1, 2014 to February 10, 2016)</p> <p>General Manager, Corporate &amp; Investment Banking (February 11, 2016 to October 11, 2019)</p> <p>General Manager, Commercial &amp; Retail Banking (October 14, 2019 to present)</p> <p>Current Responsibilities:</p> <p>Karen Yip Chuck, General Manager, Commercial and Retail Banking, has been a banker for more than 30 years, and has served in a number of senior management positions within the Bank. She currently serves on the Boards of Republic Bank (Grenada) Limited, Republic Bank (St. Maarten) N.V., Trintrust Limited, London Street Project Company Limited, and the Trinidad and Tobago Chamber of Industry and Commerce. She is a graduate of The University of the West Indies (UWI), the Heriot Watt University of Edinburgh, is a Certified Internal Auditor and an Associate of the Chartered Institute of Banking (ACIB).</p> <p>As the General Manager Commercial and Retail Banking, she has oversight of the branch network in Trinidad and Tobago which comprises 40 branches and represents nearly 50% of the 3000 staff in Republic Bank Limited T&amp;T. She is also responsible for the Credit Card Centre which has responsibility for credit card issuing and merchant acquiring in Trinidad and Tobago, and processing for the region.</p>
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Education (degrees or other academic qualifications, schools attended, and dates):

<p>B.Sc. (Hons.) - Economics – University of the West Indies (1990)</p> <p>A.C.I.B. - Associate of the Chartered Institute in Banking (1995)</p> <p>MBA – Heriot Watt University, Edinburgh, England (2005)</p> <p>CIA - Certified Internal Auditor (2007)</p> <p>Advanced Management Programme – Harvard Business School (2014)</p>
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## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Graham Williams Position: Director  
Age: 56  
Mailing Address: P.O.Box 575  
St. George's  
Grenada

Telephone No.: (473) 443-5477/5423

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

- Director of Island Ice Co. Ltd ( 1995 to present)
- Managing Director and Chairman of Westerhall Estate Ltd. (1986 to present)
- Chairman of the BOD - Umbrella Beach Bar Ltd ( 2010 to present)
- Executive Director of Renegade Rum Distillery Group Ltd. (2016 to present)
- Chairman of the BOD - Guardian General Insurance OECS Ltd. (2017 to present)

Current Responsibilities:

- Westerhall Estate Ltd.  
Manage the overall daily administration of the company.  
As Chairman, report to the directors and secretary of the company quarterly.

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

B.A. Economics - University of Windsor (1985)

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Richard Lewis Position: Director

Age: 68

Mailing Address: C/O: Label House Group Limited

24-25 Frederick Settlement Ind. Estate, Caroni

Trinidad

Telephone No.: (868) 645-5522

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

General Manager/Director - Label House Group Limited, 1986

The Label House Group is the leading supplier of packaging solutions within the Caribbean and South American region.

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

University of Western Ontario - Richard Ivey School of Business - H.B. Administration, 1974

Newcastle Institute of Technology, 1969

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Leslie-Ann Seon Position: Director

Age: 56

Mailing Address: C/O: Seon & Associates

Lucas Street, St. George's

Grenada

Telephone No.: (473) 435-1770

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

Principal of the law firm, Seon & Associates since November 01, 2000. Ms. Seon has been admitted to practice at the Bars of Grenada, Barbados, and the British Virgin Islands and has been practicing for 27 years.

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

University of the West Indies (B.A., Hons, 1988; LL.B., Hons, 1991)

Hugh Wooding Law School (Legal Education Certificate)

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Christopher Husbands Position: Director

Age: 51

Mailing Address: C/O: NAWASA

The Carenage, St. George's

Grenada

Telephone No.: (473) 440-2155

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

General Manager, National Water and Sewerage Authority (April 2008 – Present)

Current Responsibilities:

Implementing the strategic direction provided by the Board of Directors

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

- B. Sc. (Hons) Civil/Environmental Engineering, UWI St. Augustine, Trinidad
- M. Sc. Project Management, Florida International University, USA
- MBA Finance, University of Toronto, Ontario Canada

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Parasram Salickram Position: Director  
Age: 42  
Mailing Address: C/O: Republic Bank Limited  
9-17 Park Street, Port of Spain  
Trinidad

Telephone No.: (868) 625-4411

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

Republic Financial Holdings Limited (RFHL):-  
• Chief Risk Officer (January 2020 to present)

Republic Bank Limited:-  
• General Manager - Group Risk January, 2020 - Present  
• General Manager – Planning and Financial Control - January, 2014 - 2019  
• Senior Manager – Planning & Financial Control - June, 2013

Current Responsibilities:

1. Overall responsibility for risk management of Republic Group
2. Setting Risk Tolerance for approval of Executive Management and Board of Directors
3. Identifying, measuring, managing and reporting risks
4. Helping develop processes to better evaluate risk
5. Monitoring important as well as critical risk issues
6. Conducting risk and compliance reviews

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

- Fellow of the Association of Chartered Certified Accountants (ACCA) - 2001
- Chartered Institute of Management Accountants (CIMA) - 2011
- Chartered Global Management Accountant (CGMA) - 2012
- Chartered Financial Analyst (CFA) - 2015
- Financial Risk Manager (FRM) - 2017
- Harvard Business School - Advance Management Programme - 2017

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Isabelle Slinger Position: Director  
Age: 53

Mailing Address: The Tower, St. Paul's  
St. George  
Grenada

Telephone No.: (473) 435-0186

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

Managing Director of Comserv Limited (1999 – Present)

Current Responsibilities:

Managing Director – senior accountant and manager of the business. Comserv Ltd offers accounting and management consulting services, and Ms. Slinger has the overall responsibility for the day to day running of the operation.

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

- International Baccalaureate, St. Clare's, Oxford
- University of South Carolina, SC, Dean's List
- Centre for Management Development, Grenada
- School of Accounting and Management, Trinidad, B.S.C. Information Systems and Computers
- Quickbooks Pro Advisor Certification Course

