

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

National Bank of Dominica Ltd

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

Place and date of incorporation:

25 November 2003, Roseau

Street and postal address of registered office:

64 Hillsborough Street, Roseau, Dominica

P.O.Box 271, Roseau, Dominica

Company telephone number: (767) 255-2300

Fax number: (767) 448-3982

Email address: customersupport@nbd.dm

Financial year-end: June 30 2021
(month) (day) (year)

Contact person(s): Annette Severin-Lestrade
Macina Bethel

Telephone number (if different from above): (767) 255 -2320

Fax number: (767) 448-3982

Email address: managingdirector@nbd.dm; companysecretary@nbd.dm

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

Banking

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

Exchange(s)	Securities Type	No. of Shares	Valuation
N/A			

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

N/A

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
Ordinary	40,000,000

b) Issued

TYPE/CLASS	No. OF SHARES
Ordinary	24,000,000

c) Outstanding

TYPE/CLASS	No. OF SHARES
Ordinary	16,000,000

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Urania Williams Position: Administrator - USF
Age: 53
Mailing Address: P. O Box 649
Roseau
Commonwealth of Dominica

Telephone No.: 767-275-1503

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

Universal Service Fund Administrator - April 2010 - Present
National Telecommunications Regulatory Commission

The Fund Administrator's duties include -

- (a) assisting the Commission in identifying potential projects for Fund support;
- (b) defining, preparing and distributing Bidding Documents and other documentation for projects approved for Fund financing and implementation;
- (c) supervising and monitoring Fund Projects;
- (d) participating in the selection of consultants to support Fund Project implementation;
- (e) sensitizing the public of Universal Service Fund matters;
- (f) supervising the preparation and monitoring of the Fund's Operating budget;
- (g) preparing progress reports on Fund Projects and overall Fund operations, and prepare or cause to be prepared the financial statements of the Fund for the approval of the Commission;

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

Diploma Accreditation Chartered Governance Institute of Canada Canada	2020
PURCHASER/BUYER BANK/INTERNATIONAL TRAINING PROGRAM ON UTILITY REGULATION AND STRATEGY University of Florida Gainesville, Florida USA	2020
Digital Marketing UDACITY USA	2017
Master Certificate in Project Management Villanova University USA	2008
Emerging Leadership Training Cardiff University United Kingdom	2008
Advanced Certificate in Marketing Chartered Institute of Marketing United Kingdom	1999
Certified General Accounting (Level 1) Canada	1990

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Jodie J. Luke Position: Director
Age: 32
Mailing Address: C/o PlatinumLaw Chambers
36 Great George Street
Roseau, Commonwealth of Dominica

Telephone No.: 17672857101

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

Attorney-at-Law - PlatinumLaw Chambers

Associate - 2018 to 2020

Partner- 2020 to present

Responsibilities:

All forms of legal services

Research/drafting/litigation etc

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

Legal Education Certificate - Hugh Wooding Law School (2016 to 2018)

Bachelor of Laws - UWI Cavehill (2013 to 2016)

Administrative Office Assistant Asc - Dominica State college (2006 to 2008)

Use additional sheets if necessary

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Gibbs Stephenson Position: Director

Age: 48

Mailing Address: Mahaut

Commonwealth of Dominica

Westindies

Telephone No.: 1-767-317-7776

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

April 01, 2009

PDV Caribe Dominica Ltd

General Manager

Manages PDV Caribe Dominica Ltd

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

-ACCA Affiliate
-Acc. Dir.
-ACC
-RCC

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:

Time is applied as required.

Use additional sheets if necessary.

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: OLIVER P HENDERSON

Position: DIRECTOR

Age: 51

Mailing Address: GIRAUDEL

ROSEAU

COMMONWEALTH OF DOMINICA

Telephone No.: 767 616 2586

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

Examiner - Dominica Cooperative Societies League Ltd - 2004 - 2018

Financial Controller - Dominica Air & Sea Ports Authority 2018 to date, responsible for ensuring the finances of the institution are managed in a prudent manner.

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

ACCA - Accountancy Tutors -1997 - 2001 (The school no longer exists)

Use additional sheets if necessary

BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: _____

Position: _____

Mailing Address: _____

Telephone No.:

List jobs held during past five years (include 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.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Claudette Dangleben Position: Director

Mailing Address: 123 Canefield East
123 Canefield East
Canefield Dominica

Telephone No.: 767-613-9303

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

Logistics & Inventory Manager July 2010 - Present

- Develop analysis of best practices to ensure efficiencies
- Manage logistics processes to ensure compliance and safety practices.
- Oversea ISO safety requirements, including leading and supporting business quality needs.
- Ensure & oversea product quality assurance prior to satisfying regional shipping.
- Support in managing company assets used in supply chain & logistic needs
- Supporting senior & regional management with supply chain strategic planning
- Successfully negotiating shipping rates with service providers.
- Support with budget planning and business forecasting
- Coordinate development, maintenance, and implementation of policies and procedures for compliance
- Perform risk assessments to identify potential liabilities, including implementing or suggesting corrective measures
- Analyzing export & import requirements that will affect business, including ensuring effective communication to team & senior management on impact to the business.
- Leading a team on all business needs and achieving goals.

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

Human Resource and Compensation Committee Certified November 2021
Caribbean Governance Training Institute (CGTI)

Accredited Director
ICSA - Chartered Governance Institute of Canada September 2020

Certificate of Participation, University of the West Indies
Concentration: Developing Leadership Presence Graduation: July 2020

Lead Auditor, International Standard Organization
Concentration: Lead Auditor (ISO 9001:2015) Completion year: 2015

Asycuda Training, Customs and Excise Division, Commonwealth of Dominica Completion year: 2015

QMS Lead Auditor Training Course, American Quality and Environmental Group Ltd
Concentration: QMS Lead Auditor (ISO 9001:2000) Completion date: July 2008

Cambridge International Diploma- Advanced Level, Business Training Centre
Concentrations: Business Organization and Environment, Effective Business Communication, Marketing, Human Resource Management.
Graduation: May 2005

Use additional sheets if necessary.

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: HEZRON SERAPHIN Position: INDEPENDENT DIRECTOR
Age: 50
Mailing Address: C/o Pan-American Life Insurance Company
16 Kennedy Avenue, P O Box 503, Roseau
Dominica

Telephone No.: 1 767 277 6924

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

Pan-American Life Insurance Company Ltd. - 2013 to Present.
Insurance Agent. Responsible for advising clients on various insurance matters.

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

LIFE UNDERWRITERS TRAINING COUNCIL FELLOW
2006 - THE AMERICAN COLLEGE

FINANCIAL SERVICES SPECIALIST
2012 - THE AMERICAN COLLEGE

FINANCIAL SERVICES CERTIFIED PROFESSIONAL
2017 - THE AMERICAN COLLEGE

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Irving Thomas Williams Position: Director
Age: 63
Mailing Address: P O Box 96
Roseau
Dominica

Telephone No.: 767 235 4579

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

Comptroller Inland Revenue - 2007 to 2019
Government of Dominica

- Responsibilities:
- Administration of the Income Tax Act, Value Added Tax Act among other legislations
- Coordinate the activities of the Inland Revenue Division
- Advise Ministry of Finance on Tax matters

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

Master in Business Administration (MBA) University of Leicester, UK 2011
ACCA Certified Accounting Technician (CAT) - 2002
Caribbean Tax Administration Course for Technicians - 1991
Certificate in Income Tax Law and Practice - Trinidad & Tobago Board of Inland Revenue - 1984

Use additional sheets if necessary

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Linda Toussaint Peter Position: Deputy Managing Director

Mailing Address: Fond Baron
Loubiere
Dominica

Telephone No.: 1 767 275 1781

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

Deputy Managing Director, National Bank of Dominica Ltd - August 2021 to present
Chief Financial Officer, National Bank of Dominica Ltd - March 2016 - August 2021

Current key responsibilities

- Provide strong support to the Managing Director in the overall management of the bank
- Oversight of the investments function - growth of portfolio, generation of interest income and gains

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

ACCA, Bsc accounting. Curriculum Vitae attached.

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.

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Marilyn Lawrence-Edwards Position: Head of Internal Audit

Mailing Address: Apt 1 B Block 2 Riverside Apts,
Roseau
Dominica

Telephone No.: 1 767 235 7585

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

HEAD OF INTERNAL AUDIT - NATIONAL BANK OF DOMINICA -

Developing and managing the implementation of the Risk Based Annual Internal Audit Plan for the Bank
Reporting to the Board and Management on the state of Internal Controls and Risk Management
Reporting to the Board on the implementation of the audit plan
Liaising with the External Auditors and other assurance providers
Developing, Maintaining and reporting on the Internal Audit Quality Assurance and Improvement Program.
Monitoring the implementation of corrective actions coming from audit findings.
Managing the overall workflow of the Internal Audit department.
Ensuring that the individual and collective competencies of Internal Audit Department are built

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

Certified Internal Auditor The institute of Internal Auditing, September 2011

Master's in Business Administration University of Leicester, January 2007

Bachelor of Arts - Accounting (Summa Cum Laude), University of the Virgin Islands, St Thomas USVI, May 1995

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:

N/a

Use additional sheets if necessary.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: _____ Position: _____

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.

9. Name and Address of Parent

Name:	Address:	Country of Incorporation:	Countries of Registration (where applicable)	Name of the Exchange(s) on which the company's securities are listed:
N/A				

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

Name:	Address:	Percentage Ownership:	Name of the Exchange(s) on which the company's securities are listed:
National Investment Corporation Ltd	64 Hillsborough Street	100%	n/a

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

Name:	Address:	Name of the Exchange(s) on which the company's securities are listed:
n/a		

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:

Annette Severin-Lestrade



Signature



Date

Name of Director:

URANIA WILLIAMS



Signature




Date

Name of Corporate Secretary:

Macina Bethel



Signature



Date

2019-2020

1. The first part of the report is a summary of the work done during the year. This includes a list of the projects completed, a description of the work done on each project, and a summary of the results of the work.

2. The second part of the report is a detailed description of the work done on each project. This includes a description of the objectives of the project, a description of the methods used, and a description of the results of the work.

3. The third part of the report is a summary of the work done during the year. This includes a list of the projects completed, a description of the work done on each project, and a summary of the results of the work.

4. The fourth part of the report is a detailed description of the work done on each project. This includes a description of the objectives of the project, a description of the methods used, and a description of the results of the work.

5. The fifth part of the report is a summary of the work done during the year. This includes a list of the projects completed, a description of the work done on each project, and a summary of the results of the work.

6. The sixth part of the report is a detailed description of the work done on each project. This includes a description of the objectives of the project, a description of the methods used, and a description of the results of the work.

7. The seventh part of the report is a summary of the work done during the year. This includes a list of the projects completed, a description of the work done on each project, and a summary of the results of the work.

8. The eighth part of the report is a detailed description of the work done on each project. This includes a description of the objectives of the project, a description of the methods used, and a description of the results of the work.

9. The ninth part of the report is a summary of the work done during the year. This includes a list of the projects completed, a description of the work done on each project, and a summary of the results of the work.