

## ISSUER REGISTRATION STATEMENT

**Sections 97(2), 97(3) and 97(4) of the Securities Act, 2001**

**Select One:** ☒ Annual Registration ☐ Issue of Securities

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

Street and postal address of registered office:

P.O. Box 271, Roseau, Dominica

Fax number: (767 ) 448-3982

Financial year-end: June 30 2025  
(month) (day) (year)

## Macina Bethel

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?

**M** 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	28,245,725

c) Outstanding

TYPE/CLASS	No. OF SHARES
Ordinary	11,754,275

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Managing Director

Name: Annette-Severin Lestrade

Age: 62

Mailing Address: P O Box 162, Roseau

Telephone No.: 767-275-3965

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

Manager of Basseterre Branch, Scotiabank, St Kitts and Nevis- 19 July 2012

Accountable for the overall management and operation of the branch, including the delivery of financial services, development of customer relationships and execution of business growth strategies.

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

Certified Anti Money-Laundering Specialist- ACAMS

Certified Financial Crime Specialist- Assoc. Of Certified Financial Crime Specialists

Associate of the Institute of Canadian Bankers- Asian Institute of Chartered Bankers

MBA Marketing- University of Liverpool

BBA Marketing- Columbus University

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: 20 hours

*Use additional sheets if necessary (See Appendix 1).*

## 7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Urania Williams

Position: Chairperson of the Board

Age: 58

Mailing Address: Castle Comfort

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.

National Telecommunications Regulatory Commission

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

- Coordinates and manages all Universal Service Fund (USF) activities and makes recommendations for the best use of funds.
- Liaises with all stakeholders, Gov't, telecommunication service providers, civic society and suppliers to implement projects that supports governments' strategic priorities

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

- Program on Utility Regulation and strategy- 2020-June  
PURC/World Bank International Training
- Master Certificate in Project Management- 2009- June  
Villanova University USA
- Emerging Leadership Training- 2008-June  
Cranfield University UK
- Director Education Accreditation Programme (DEAP)- 2020 Sep  
ICSA – Chartered Governance Institute of Canada
- Advance Certificate in Marketing- 1999 June  
Chartered Institute of Marketing, UK
- Certificate in Marketing- 1998 July  
Chartered Institute of Marketing, UK

*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:

Name: Address:	Class of Shares:	No. of Shares:	% of Total
Government of the Commonwealth of Dominica	Ordinary	14,666,010	51.92
Dominica Social Security	Ordinary	1,887,480	6.7

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

### UPON CONVERSION:

Name: Address:	Class of Shares:	Conversion Rate:	No. of Shares upon Conversion	% of Total*
N/A				

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

**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

Oct 13 2025

Name of Director:

Urania Williams

Signature



Date

October 13 2025

Name of Corporate Secretary:

Macina Bethel

Signature



October 13 2025

Date



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

Position: Executive Manager, Risk and Compliance

Name: Melvyn Baptiste Age: 34

Mailing Address: 64 Hillsborough Street, Roseau, Dominica

Telephone No.: 767-275-4502

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

Caribbean Information & Credit Rating Services T/T- 01st May 2023  Senior Credit Rating Analyst; developing skills and increasing productivity of the Ratings Team.  Stress test, scenario analyses and projections of credit fundamentals.
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Education (degrees or other academic qualifications, schools attended, and dates):

Sustainability & Climate Risk Certificate- 2020; Global Association of Risk Professionals Financial Risk Manager- 2020; GLoabl Association of Risk Professionals Master of Science: Economics- 2015; University of the West Indies, St Augustine Bachelor of Science: Economics/Finance-2014; University of the West Indies, St Augustine Associate Degree: AGricultural Science-2009; Dominica State College
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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: Executive Manager, Operations and Information Technology

Name: Sheldon Eugene Age: 39

Mailing Address: 64 Hillsborough Street, Roseau, Dominica

Telephone No.: 767-275-3361

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

National Bank of Dominica Ltd; 01st Jun 2020; Manager Information Systems

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

BSc Information Systems and Management; University of London

Certified Associate in Project Management (CAPM); 2021 Project Management Institute

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: Executive Manager  
Finance and Investments

Name: Kathleen Kanhai Bujhawan Age: 52

Mailing Address: Belfast, Dominica

Telephone No.: 767-275-3193

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

Trinidad and Tobago Police Credit Union- 01st Feb 2019

Finance Manager; provides support to the executive management team by offering insights and financial advice that will allow them to make the best assessment, budget analysis and management, financial modeling and reporting, cost benefit analysis, forecasting needs according to treasury operations and investment strategies.

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

MBA-2012; Anglia Ruskin Business School (UK)

ACCA-2004; Students Accountancy Center, Trinidad

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: Chief Internal Auditor

Name: Lambert Lewis

Age: 41

Mailing Address: P O Box 416 Roseau Dominica

Telephone No.: 767-275-4556

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

N2N Distributors Ltd 01st December 2022

Responsible for maintaining accurate financial records and overseeing all accounting related functions.

Prepared Financial statements in accordance with IFRS for submission to stakeholders, including Financial Institutions, Inland Revenue Services and company management.

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

Certified Internal Auditor- 2021 Jul; Institute of Internal Auditors

Certified Anti-Money Laundering Specialist 2016 Sep; Association of Certified Anti-Money Laundering Specialist

Bachelor of Arts in Accounting- 2010 May; University of the Virgin Islands

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: Executive Manager, Human Resources  
and Talent Management

Name: Tracey Joseph Age: 41

Mailing Address: 64 Hillsborough Street, Roseau, Dominica

Telephone No.: 767-275-4501

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

Eastern Caribbean Central Bank- 17th June 2019  Human Resource Officer II / Unit Head - Talent Management  Lead the Talent Management function of the Bank which includes areas such as training and development, performance management, processing staffing actions, managing job descriptions, developing staff engagement initiatives and reporting.
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Education (degrees or other academic qualifications, schools attended, and dates):

Master's- Human Resource Management- 2019 Jun; Walden University  Bachelor's Management- 2012 May; St George's University  Certified Human Resource Professional- 2020 Jan Inclusive Workplace Culture Speciality Credential- 2023 March Talent Acquisition: Creating Your Organization's Strategy Specialty Credential 2024- Feb People Analytics: Data Driven Action Speciality Credential- 2024 May Balance Scorecard Certification - 2024 Sep
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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:      0



## EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Executive Manager Operations and  
Position: Administration

Name: Gerlyn Moore-Hodges Age: 41

Mailing Address: 64 Hillsborough Street, Roseau

Telephone No.: 767-275-1791

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

Trinidad an Tobago Fire Service Credit Union- 15th March 2021

Managed an asset base in excess of TT\$400M, resulting in improved financial stability and growth opportunities for the credit union. Oversaw a Loan Portfolio exceeding TT\$240M, demonstrating strong financial management and growth strategies. Managed the Delinquency Portfolio, ensuring diligent oversight and maximized recovery efforts. Led Marketing and Advertising initiatives across Social Media.

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

Master of Business Administration- 2021 December; University of Bedfordshire

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**

Executive Manager Commercial and  
Position: Small Business

Name: Minerve Blanchard Age: 42

Mailing Address: 64 Hillsborough Street, Roseau, Dominica

Telephone No.: 767-275-1790

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

National Bank of Dominica Ltd- 01st Sept 2015; Manager Credit and Business Development

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

MSc International Business- 2020 University of London  
Bsc Manangement- 2010; University of the West Indies

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: Corporate Secretary

Name: Macina Bethel

Age: 42

Mailing Address: P O Box 443

Telephone No.: 767-275-2817

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

National Bank of Dominica Ltd. Corporate Secretary

Ensures compliance with regulatory requirements, governance standards, and board procedures.  
Manages board meetings, maintain corporate records, and serve as the primary liaison  
between the board of directors, management, and regulators.

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

GradCG-2022; Institute of Chartered Secretaries and Administrators

MSc International Business- 2015; UNiversity of London

ASc in Paralegal Studies- 2007; University of the West Indies Open Campus

BSc Management Studies-2010; University of the West Indies Open Campus

Accredited Director-2011; Institute of Chartered Secretaries and Administrators

Human Resource and Compensation Committee Certified- 2020; Caribbean Governance Training Institute

Certified Strategic Professional- 2024 Udemy

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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## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Hezron Seraphin Position: Deputy Chairperson

Age: 53

Mailing Address: P O Box 503

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Telephone No.: 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  
Insurance Sales and providing advice on insurance-related matters and aspects of financial planning.

Crown Island Consultants Ltd- Owner-  
Citizenship by Investment Agent Responsible for the Management and overall coordination of CBI agency operations

Bayat Migration & Citizenship Services- Owner -  
Bayat Migration & Citizenship Services: Citizenship by Investment Agent  
-2021 to Present.  
Responsible for the management and overall operations of the CBI agency.

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

Financial Services Certified Professional (FSCP) Designation-2017  
The American College

Financial Services Specialist (FSS) Designation- 2012  
The American College

Life Underwriter Training Council (LUTCF)-2006  
The American College

Acc.Dir. Accredited Director-2020  
ICSA- Chartered Governance Institute of Canada

Risk Committee Certification Programme- 2021-  
Caribbean Governance Training Institute

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

Information concerning non-Executive Directors:

Name: Shon Savarin Position: Director  
Age: 42  
Mailing Address: 64 Hillsborough Street, Roseau, Dominica  
  
  
Telephone No.: 767-616-9412

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

Government of Dominica- Financial Management Specialist 2023-present  
Management of financial implementation arrangements for the World Bank Funded Projects

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

ACCA Certified Accounting Technician 2004-2006  
Accredited Director; ICSA- Chartered Governance Institute of Canada 2020  
Master of Science Degree (Corporate Finance)- University of the West Indies 2018  
Postgraduate Diploma in Finance- University of Leicester 2013  
Diploma in Management- University of Leicester 2007

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Anne-Lynn Andrew Roberts Position: Director

Age: 48

Mailing Address: 64 Hillsborough Street, Roseau, Dominica

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Telephone No.: 767-235-6612

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

<p>Dominica National Lottery- Human Resources Manager 2006-present</p> <p>Oversee and manage all related staff matters, accounts payable and payroll. Responsible for the development and implementation of operational policies and procedures.</p>
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Education (degrees or other academic qualifications, schools attended, and dates):

<p>University of the West Indies;</p> <p>Human Resource Management-2022</p> <p>Business Adaption Management - 2021</p> <p>Canadian Bank Note Co Ltd;</p> <p>Ethics Compliance Declaration Course- 2024</p> <p>Anti-Bribery Training Course- 2024</p> <p>Conflicts of Interest Course- 2023</p>
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## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Avondale Paul Position: Director

Age: 58

Mailing Address: P.O.Box 4438

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Telephone No.: 971-058-550-4237

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

Spotify/Megaphone; Financial Director January 2020-2022

Creation of monthly and quarterly analysis of online content usage. Development of automated reports using Tableau and Adaptive Software etc.

Government of Dominica; Ambassador- United Arab Emirates 2022-Present

Build and maintain strong diplomatic and economic ties with the United Arab emirates. Oversee the day to day operations of the embassy and all the diplomats and employees within it. Promote Dominica's interests in the United Arab Emirates. Oversee consular services for Dominica's citizens in the GCC region.

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

University of Missouri, Columbia

Master of Business Administration- 1995

Bachelor of Science- Accounting - 1992

Bachelor of Science- Finance and Banking - 1991



## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Mandra Fagan

Position: Director

Age: 52

Mailing Address: 64 Hillsborough Street, Roseau

Telephone No.: 767-618-3450

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

Government of Dominica; Permanent Secretary January 2020 to December 2022  
Ministry of Environment, Rural Modernisation and Kalinago Upliftment

Consultant- January 2023 to present

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

Masters in Professional Accountancy- May 2006; Stephen F Austin State University

BSC in Business Management- May 1997; University of the West Indies

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Shane Carriere

Position: Director

Age: 42

Mailing Address: Bourne, Portsmouth  
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Telephone No.: 767-245-8229

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

Carriere Systems; Owner

A company which provides tech solutions to companies in the areas of IT, surveillance, Fire Detection Systems and access control.

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

Certified Technology Specialist- 2011  
Infocomm

Extrin Control Specialist- 2017  
Extron

Lead Installation Technician Certification  
Infocomm

Risk Committee Certified- 2021  
Caribbean Governance Training Institute (CGTI)

Director Education Accreditation Programme (DEAP)- 2021

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Jodie Luke

Position: Director

Age: 35

Mailing Address: 2nd Floor, 36 Great George Street

Telephone No.: 767-225-7193

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

Platinum Law Chambers- Partner in Chambers; Practicing Attorney (Litigation, drafting etc)

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

Legal Education Certificate- 2018, Hugh Wooding Law School

Bachelor of Laws-2016; University of the West Indies, Cavehill

Director's Education and Accreditation Certification-2021; ICSA Chartered Governance Institute of Canada