

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:

Earle A. Kelly

Maritza S. Bowry

Signature



Signature



June 28, 2017
Date

June 28, 2017
Date

Name of Corporate Secretary: Warren Z. Moving

Signature



Date

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**

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

Exchange(s)	Securities Type	No. of Shares	Valuation
Eastern Caribbean Securities Exchange	Ordinary	52,000,000	

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

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

Territory	Effective Date

Description of the Industry in which the Company Operates.

The Company was incorporated in 1973 to acquire and operate, as a going concern, the trading and other assets of JW Thurston and Company Limited and H F Wildy and Company Limited, companies associated with trading, development, agriculture and finance for over 150 years. In 1974, the Company purchased substantial trading stocks and agencies from A M Losada Limited, thereby consolidating its trading base.

The Company owns all of the land and buildings from which its trading businesses are conducted and has developed a wide range of businesses in construction materials, general hardware, vehicles and spares, agricultural products, home furnishings, school and office equipment and supplies and maritime services.

Over the years, the Company has purchased and established several subsidiaries through which it has diversified its operations. The Group includes subsidiary companies that provide specialized services such as aircraft handling, auto rentals and hire purchase financing, general and life insurances, real estate development, hotel operations, group tours and mortgage and consumer financing.

In addition to being a trader, the company is also a holding company for investments in various subsidiaries and associated companies.

The Company was re-registered under the Companies Act of 1996 and is permitted to increase or reduce its stated capital, redeem or purchase any of its shares, or issue any part of capital.

5. Description of Share Capital

a) Authorised

TYPE/CLASS	No. OF SHARES
Ordinary	500,000,000 (EC\$1 each)

b) Issued

TYPE/CLASS	No. OF SHARES
Ordinary	52,000,000
(EC\$1.00 par)	

c) Outstanding

TYPE/CLASS	No. OF SHARES

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Chairman/CEO

Name: Earle A. Kelly Age: 57

Mailing Address: P O Box 142, Fort Street, Basseterre

Telephone No.: 1-869-465-2511

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

Mr. Kelly was named Chairman/Chief Executive Officer effective February 01, 2014. He became Group Finance Director in 2002; Executive Director in 2000. Currently managing Director of St Kitts Masonry Products Limited; Chairman of the Board of St Kitts Bottling Co Ltd.

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

Bachelor of Arts in Accounting
Masters in Business Administration

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Glenville R. Jeffers
Age: 51
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Jeffers was appointed as Director, February 01, 2011. He is currently responsible for the TDC Home and Building Depot, TDC Shipping and City Drug Store (2005) Ltd.
Mr Jeffers is also the President of the St Kitts Nevis Amateur Athletic Association and is Secretary General of the St Kitts-Nevis Olympic Committee.

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

Bachelor's Degree in Business Administration (with concentration in Public Accounting)

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Nicolas N. Menon
Age: 48
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Menon became a Group Executive Director in 2000. He is a Director of St Kitts Bottling Company Limited. He is currently the President of the Hotel and Tourism Association (HTA).

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

Bachelor of Science (BSc.) in Accounting
Masters in Business Administration (MBA)

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Ernie A. France
Age: 49
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. France became a Group Executive Director in 2017. He is the former General Manager of the company's operations in Nevis and Director of several companies in the Group. He is Chairman of the Nevis division of the Chamber of Industry and Commerce and a Director of the Nevis Tourism Authority.

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

Bachelor's Degree in Business Administration
Associates Degree in Data Processing

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Maritza S. Bowry
Age: 43
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Ms. Bowry was appointed Chief Financial Officer, February 01, 2014. She is currently the Group's Finance Director, having been appointed on June 15, 2015.

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

Bachelor of Science (BSc.) in Accounting and Economics
Masters in Business Administration (MBA)
Certified Public Accountant (CPA)

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.

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Dennis M. Morton	Position: Director
Age:	67
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Morton became a Group Executive Director in 1983. He retired as Chairman on February 01, 2014.

He is currently a Director of St Kitts Masonry Products Limited and a Director on various boards within the TDC Group.

Mr. Morton is also Deputy Chairman of the Eastern Caribbean Securities Exchange and Deputy Governor General.

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

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Charles L.A. Wilkin	Position: Director
Age:	68
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Wilkin became a Director of the Group in 1978. He became a Barrister-at-law in 1971. He has been a Senior Partner of the law firm of Kelsick Wilkin and Ferdinand, since 1998.

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

M A Degree – Cambridge University

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Melvin R. Edwards	Position: Director
Age:	65
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Edwards became a Director of the Group in 2005. He is an experienced Management Consultant, a capacity in which he advises several regional and international institutions and governments.

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

Bachelors Degree (BA)
Master of Science (MSc)

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Myrna R. Walwyn	Position: Director
Age:	62
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Ms. Walwyn became a Director in 2000. She became a Barrister-at-law in 1980, and is Senior Partner at the law firm of Myrna Walwyn & Associates.

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

Bachelor of Science (BSc. Hons.) in Social Sciences
M A Degree in Law and Sociology

Use additional sheets if necessary

SUBSTANTIAL SHAREHOLDERS

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Owen N. Brisbane	Position: Director
Age:	52
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Brisbane was appointed Director on November 21, 2014. He is Architect and has established the firms of N Brisbane & Associates and Brisbane McGrath Engineering Consultants.

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

Bachelor of Science (BSc. Hons.) in Industrial Engineering
Master of Science (MSc) in Construction Engineering

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Jacques A Cramer	Position: Director
Age:	83
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Cramer is a founding Director of the TDC Group; Principal of J Cramer Real Estate; Former Director of Brimstone Hill Fortress National Park; Former member of the Public Service Commission and Police Service Commission of St Kitts-Nevis; Former Director of Development and Finance Corp; Former Chairman of the Eastern Caribbean Currency Authority (now Eastern Caribbean Central Bank); Honorary Warden for Canada in St Kitts-Nevis; Honorary Consul for Israel in St Kitts-Nevis

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

Use additional sheets if necessary

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
Jacques Cramer	Ordinary	5,040,960	9.69

- (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*

* 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:

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:

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

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