

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 2023  
(month) (day) (year)

Contact person(s): Naomi E. De Allie  
Clifford Bailey

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

Fax number: (473) 444-5501

Email address: naomi.deallie@rfhl.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 four 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:

Name: Address:	Class of Shares:	No. of Shares:	% of Total
Republic Financial Holdings Co., Port of Spain, Trinidad	Ordinary Shares	3,204,156	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:

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:
RFHL	Port of Spain, Trinidad	Trinidad & Tobago	Trinidad & Tobago	Trinidad & Tobago Stock Exchange

**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:
None			

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

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

Naomi De Allie

Signature

January 30, 2024

Date

Name of Director:

Graham Williams

Signature

January 30, 2024

Date

Name of Corporate Secretary:

Andrea De Matas

Signature

January 30, 2024

Date



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

Position: Managing Director

Name: Naomi E. De Allie Age: 58

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 July 2012 - January 2018
Republic Bank (Barbados) Limited March 2018 - March 2021
Republic Bank (Grenada) Limited - Managing Director April 2021 - Present
Current Responsibilities:
• 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.
• To require the Bank to establish policies and procedures to discharge their administrative and accounting responsibilities so as to safeguard the Bank's assets.
• To keep the Chairman and the Board of Directors of Republic Bank (Grenada) Ltd. informed on any issue of importance.

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

Qualifications:
• 2023 - Chartered Director, Caribbean Governance Training Institute
• 2013 - 2015 - University of London Masters of Science in Finance (Financial Sector Management) with Merit
• 1998 - 2003 - IFS School of Finance (formerly Chartered Institute of Bankers, UK) /UMIST BSc Hons (Financial Services /Professional designation ACIB - joint qualification with the University of Manchester
• 1996 - 1998 - Chartered Institute of Banking, UK Certificate in Banking (foundation to the Degree programme)

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:

\_\_\_\_\_



## EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: General Manager - Credit

Name: Kalawatee Bickramsingh Age: 59

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.

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

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

General Manager - Credit, Republic Bank (Grenada) Limited  
April 2020 - Present

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

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:

\_\_\_\_\_

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

Position: General Manager - Operations

Name: Clifford Bailey Age: 52

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.

<p>Republic Bank (Grenada) Limited:-</p> <ul style="list-style-type: none"><li>• Manager Head Office – December 2012</li><li>• General Manager – Operations - April 2015 - Present</li></ul> <p>Current Responsibilities:</p> <p>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.</p>
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Education (degrees or other academic qualifications, schools attended, and dates):

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

\_\_\_\_\_

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Marsha Mc Leod-Marshall Position: Director  
Age: 49  
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 Bank Limited

January 2014 to February 2019 - Senior Manager, Finance, Planning & Financial Control, Republic Bank Limited

March to October 2019 - General Manager, Group Enterprise Risk, Republic Bank Limited

November 2019 to present - General Manager, Planning & Financial Control, Republic Bank Limited

Current Responsibilities

Responsibility for the Group's financial and regulatory reporting, including Strategic Planning, Budgeting and acquisition activities.

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

DECEMBER 2014 MASTERS IN INTERNATIONAL FINANCE (WITH DISTINCTION) –  
ARTHUR LOK JACK GRADUATE SCHOOL OF BUSINESS

DECEMBER 2002 ASSOCIATION OF CHARTERED CERTIFIED ACCOUNTANTS (ACCA) -  
(FULL MEMBERSHIP ATTAINED IN APRIL 2003)

JUNE 1993 ST. JOSEPH'S CONVENT, ST. JOSEPH - GCE ADVANCED LEVELS

JUNE 1991 ST. JOSEPH'S CONVENT, ST. JOSEPH - CXC ORDINARY LEVELS



## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Leon D. Charles Position: Director  
Age: 65  
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.

Chief Executive Officer and Owner of Charles and Associates (CAA) Inc. consulting firm

### Current Responsibilities:

Provides consulting services in business and sustainable development fields at the local, regional, and international levels

Business activities include strategic planning, human resource development, project development and evaluation, management training, and facilitation

Sustainable development focus includes 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):

- Bachelor of Science in Agriculture Management with First Class Honours, University of the West Indies (1982)
- Master of Business Administration, University of Western Ontario (1987)
- United Nations Institute for Training and Research - International Environmental Law Certificate (2007)
- Accredited Director, Chartered Governance Institute of Canada (2008)
- United Nations Institute for Training and Research - Overcoming Negotiation Deadlocks (2015)

## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Isabelle Slinger

Position: Director

Age: 56

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.

- Principal of Comserv Limited (1999 – Present)
- Managing Director of The Tower Estate (Grenada) Limited

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, offering financial and information technology advisory services for more than 30 years.

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
- Bachelor of Science in Computers and Information Systems with Honours, London Metropolitan University
- Practicing Member, Institute of Chartered Accountants of the Eastern Caribbean



## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Karen Yip Chuck Position: Chairperson  
Age: 55  
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 Bank Limited:- General Manager, Trust & Asset Management Division (January 1, 2011 to June 30, 2014) General Manager, Wealth Management (July 1, 2014 to February 10, 2016) General Manager, Corporate & Investment Banking (February 11, 2016 to October 11, 2019) General Manager, Commercial & Retail Banking (October 14, 2019 to November 14, 2022) Group Vice President - Republic Financial Holdings Limited (2022 - Present)  Current Responsibilities: Vice President with responsibility for the following units/subsidiaries:  Trinidad Shared Services Division Corporate & Investment Banking Group Business Transformation Unit  Subsidiaries Republic Bank Grenada Ltd Republic Bank Barbados Ltd Republic Bank EC Ltd
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Education (degrees or other academic qualifications, schools attended, and dates):

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

Information concerning non-Executive Directors:

Name: Graham Williams

Position: Director

Age: 59

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)

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: 71

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.

Executive Chairman, Label House Group Ltd. (September 1986 – Present)

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

Current Responsibilities:

- Executive Chairman of the Family-owned company, providing leadership at the board for Governance, and at the leadership team in terms of coaching and advice on a day to day basis.
- Direct responsibilities for new investments for the business and family investments.
- Chairman, Prestige Business Publications; The Beacon Insurance Company Limited

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: 59

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 1, 2000.  
Ms. Seon has been admitted to practice at the Bars of Grenada, Barbados, and the British Virgin Islands and has been practicing for 28 years.

### Current Responsibilities:

Responsible for the provision of general legal counsel; and also manages the law firm, and its client base.

Ms. Seon also serves as the Honorary Consul in Grenada for Chile, and is a member of the General Legal Council

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: 54

Mailing Address: P.O. Box 114

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:

Responsible for implementing the strategic direction provided by the Board of Directors

Mr. Husbands is also the President of Caribbean Water and Sewerage Association, and Director, Planning and Development Authority.

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
- Accredited Director, Eastern Caribbean Securities Exchange Directors' Education and Accreditation Programme



## DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Carlene Seudat

Position: Director

Age: 50

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 Bank Limited:

- General Manager, Shared Services Division, Republic Bank Limited. February 10th 2020 to Current.
- Vice President International Operations, Scotiabank July 2017 to January 2020.

Current Responsibilities

Develop the operational aspects of the Shared Services Division to provide centralized services for the support functions of territories within the Republic Financial Holdings Group.

Restructure existing and create additional units to promote end to end efficiency and optimal client service

Establish an Operating Model geared toward optimizing service standards, continuous improvement with a strong risk and governance foundation.

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

BSc Accounting and Business Management, University of the West Indies, St. Augustine Campus 1996 to 1999