

Schedule 1
FORM ECSRC – K
ANNUAL REPORT
PURSUANT TO SECTION 98(1) OF THE SECURITIES ACT, 2001

For the financial year ended
31st Mar 2024

Issuer Registration number
KN-SE-0001-04

Eastern Caribbean Securities Exchange Limited
(Exact name of reporting issuer as specified in its charter)

Saint Kitts and Nevis
(Territory of incorporation)

BIRD ROCK, BASSETERRE, ST KITTS
(Address of principal office)

REPORTING ISSUER'S:

Telephone number (including area code): (869) 466-7192

Fax number (including area code): (869) 466-3798

Email address: info@ecseonline.com

(Provide information stipulated in paragraphs 1 to 14 hereunder)

Indicate whether the reporting issuer has filed all reports required to be filed by section 98 of the Securities Act, 2001 during the preceding 12 months

X - Yes

No

Indicate the number of outstanding shares of each of the reporting issuers classes of common stock, as of the date of completion of this report.

CLASS	NUMBER
Ordinary	1000000

SIGNATURES

A Director, the Chief Executive Officer and Chief Financial Officer of the company shall sign this Annual Report 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.

The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the companys financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. The Chief Financial Officer further certifies that all financial statements submitted herewith are prepared in accordance with International Accounting Standards consistently applied (except as stated in the notes thereto) and (with respect to year-end figures) including all adjustments necessary for fair presentation under the circumstances.

Name of Chief Executive Officer

Trevor E Blake

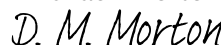


Signature

Date

Name of Director

D Michael Morton



D. M. Morton (Oct 22, 2024 14:35 EDT)

Signature

Date

Name of Chief Financial Officer

Bernadette Felix-Pemberton



Signature

21 October 2024

Date

INFORMATION TO BE INCLUDED IN FORM ECSRC-K

1. Business.

Provide a description of the developments in the main line of business including accomplishments and future plans. The discussion of the development of the reporting issuers business need only include developments since the beginning of the financial year for which this report is filed.

During the financial year ended 31 March 2024, the ECSE Group continued to pursue its vision to be the venue of choice for the raising of capital and for wealth creation in the region, in an economic climate that could be considered moderately favourable.

Market activity during the year was mixed with a reduction in the funds Governments raised on the Regional Government Securities Market (RGSM), while there was a significant increase in volume and value of securities traded in the secondary market.

The number of listings on the market increased by 3.4% to 182 securities; market capitalization expanded by 0.6% to \$2.3 billion; and the number of securities registers maintained by the ECCSD increased by 7.4% to 202. The number of corporate action transactions increased by 3.2% while the amount disbursed fell by 4%. The net profit for the year amounted to \$2.1 million, a 147.7% improvement in performance compared to the previous financial year.

The 2023-2024 financial year saw the launch of new collective investment schemes, and the expansion of existing schemes, in our region, which created demand for the Group's custody services business. Consequently, during this transitional year, the Group focused on developing this business line. Total assets under our custodianship now stand at \$136.8 million and this is expected to grow significantly, driven by the increased performance of these collective investment schemes and the anticipated expansion in our client base. As a corporate trustee, the Group has seen an increase in the number of funds onboarded during the review period. Total assets under our trusteeship at the end of the financial year stood at \$298.0 million, and we expect that this will grow in the ensuing year, as more funds are onboarded, and the vesting of assets completed.

Preparatory work continued during the year, in partnership with the Canadian fintech firm Blockstation, towards the imminent launch of the Group's tokenized securities market. The market will provide end-to-end functionalities for all stakeholders to list, trade, clear and settle tokenized securities as well as manage the compliant onboarding of issuers and investors in a regulated environment. During the year, work started on the marketing plan for the trading platform and discussions were held with potential issuers with the aim of launching the market during the next financial year.

2. Properties.

Provide a list of properties owned by the reporting entity, detailing the productive capacity and future prospects of the facilities. Identify properties acquired or disposed of since the beginning of the financial year for which this report is filed.

Title	Productivity Capacity	Future Prospects
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3. Legal Proceedings.

Furnish information on any proceedings that were commenced or were terminated during the current financial year. Information should include date of commencement or termination of proceedings. Also include a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

None

4. Submission of Matters to a Vote of Security Holders.

If any matter was submitted to a vote of security holders through the solicitation of proxies or otherwise during the financial year covered by this report, furnish the following information:

(a) The date of the meeting and whether it was an annual or special meeting.

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(b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.

Name	Position	Description
Timothy Antoine	Chairman	
Dennis Morton	Deputy Chairman	
Paul McDowill	Director	
Jennifer Nero	Director	
Aylmer Irish	Director	
Trevor Blake	Continuing as Managing Director	

(c) A brief description of each other matter voted upon at the meeting and a statement of the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.

Votes For	Votes Against	Abstentions	Nominees	Description
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(d) A description of the terms of any settlement between the registrant and any other participant.

Registrant	Other Participant	Description
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(e) Relevant details of any matter where a decision was taken otherwise than at a meeting of such security holders.

Matter brought Forward	Decision Taken	Description
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5. Market for Reporting issuers Common Equity and Related Stockholder Matters.

Furnish information regarding all equity securities of the reporting issuer sold by the reporting issuer during the period covered by the report

Equity Security	Details
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6. Financial Statements and Selected Financial Data.

Attach Audited Financial Statements, which comprise the following:

For the most recent financial year

- (i) Auditors report; and
- (ii) Statement of Financial Position;

For the most recent financial year and for each of the two financial years preceding the date of the most recent audited Statement of Financial Position being filed

- (iii) Statement of Profit or Loss and other Comprehensive Income;
- (iv) Statement of Cash Flows;
- (v) Statement of Changes in Equity; and
- (vi) Notes to the Financial Statements.

7. Disclosure about Risk Factors

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalised statements. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

Discussion	<p>The overall sustainability of the ECCSD is predicated on its ability to generate sufficient fee income from its core activities of clearing and settling primary and secondary market transactions.</p> <p>Transactions within the ECCSD continue to be dominated by primary market activity on the RGSM. In the financial year ended 31 March 2023, transactions in sovereign debt securities issued on the primary market accounted for 99% of total depository activity.</p> <p>The ECCSD's heavy reliance on sovereign issuers, requires an active RGSM. It is therefore important to the ECSE that regional Governments continue to issue securities on the RGSM and that there continues to be strong investor interest in these securities. It must be noted that investor interest can be negatively affected by political unrest in ECCU member countries or by concerns about the ability of Governments to make periodic principal and interest payments.</p>
Cash Flow	
Key Customer Dependence	
Management Inexperience	
Trading Market Absence	
Decreased	
Untested Products	
Liquidity Problems	

Key Supplier Dependence	
Business Nature	
Increased	

Discussion	<p>he overall sustainability of the ECSE Group is predicated on its ability to generate sufficient fee income from the ECSE's core activities of facilitating primary issues auctioned on its two platforms, the RGSM and the ECSM, and the secondary trading of securities; and very positive returns from the core activities of its subsidiary, the ECCSD.</p> <p>The ECSE relies on sovereign issues for the generation of most of its income. Sovereign debt securities account for 88% of total ECSE listings and for 83% of registers maintained by the ECCSD. It is therefore important to the ECSE that regional Governments continue to issue securities on the RGSM and that there continues to be strong investor interest in these securities. It must be noted that investor interest can be negatively affected by political unrest in ECCU member countries or by concerns about the ability of Governments to make periodic principal and interest payments.</p>
Cash Flow	
Key Customer Dependence	
Management Inexperience	
Trading Market Absence	
Decreased	
Untested Products	

Liquidity Problems	
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Cash Flow	
Key Customer Dependence	
Management Inexperience	
Trading Market Absence	
Decreased	

Untested Products	
Liquidity Problems	
Key Supplier Dependence	
Business Nature	
Increased	

8. Changes in Securities and Use of Proceeds.

(a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.

Security Involved	General Effect upon Holder's Rights
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(b) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:

Offer opening date (provide explanation if different from date disclosed in the registration statement)

Offer closing date (provide explanation if different from date disclosed in the registration statement)

Name and address of underwriter(s)

Name	Address
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Amount of expenses incurred in connection with the offer

Net proceeds of the issue and a schedule of its use

Amount	Scheduled Use
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Payments to associated persons and the purpose for such payments

Name	Amount	Purpose
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(c) Report any working capital restrictions and other limitations upon the payment of dividends.

Restriction

9. Defaults upon Senior Securities.

(a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund instalment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 per cent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund instalment, state the amount of the default and the total arrears on the date of filing this report.

Not applicable

(b) If any material arrears in the payment of dividends have occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrears or delinquency.

Title of Class	Amount	Nature of Arrears
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10. Managements Discussion and Analysis of Financial Condition and Results of Operation.

Discuss the reporting issuers financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the financial year of the filing. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated.

The Management's Discussion and Analysis should disclose sufficient information to enable investors to judge:

1. The quality of earnings;
2. The likelihood that past performance is indicative of future performance; and
3. The issuer's general financial condition and outlook.

It should disclose information over and above that which is provided in the management accounts and should not be merely a description of the movements in the financial statements in narrative form or an otherwise uninformative series of technical responses. It should provide management's perspective of the company that enables investors to view the business from the vantage point of management.

The discussion should focus on aspects such as liquidity; capital resources; changes in financial condition; results of operations; material trends and uncertainties and measures taken or to be taken to address unfavourable trends; key performance indicators; and non-financial indicators.

General Discussion and Analysis of Financial Condition

For the financial year ended 31 March 2024, the ECSE Group realized a profit of \$2.1 million, resulting from revenues of \$6.2 million and operating expenses of \$4.1 million. This outcome represents a \$1.3 million or 146.7% increase over the results of the previous year. The result translates to an earnings per share (EPS) of \$2.12, which is \$1.26 above the previous year's EPS. A return on equity of 11.5% was recorded, compared to 5.1% in the previous year.

The performance this year was boosted by exceptional results in two areas, the extraordinary increase in seminar income and a writeback in the ECL provision. The calculation of the Expected Credit Loss (ECL) is a requirement of IFRS 9 which mandates recognition of impairment losses on a forward-looking basis, prior to any credit event occurring. The Group's assets falling within the scope of this guideline are its receivables and investment portfolio. The inputs into the calculation of the ECL are subject to management's perspective on the probability of default (PD) and the loss given default (LGD) especially as the securities within the portfolio are not credit rated. Management holds the position that, given the nature, term and history of the issuers and securities in the portfolio, its estimates are conservative. Notwithstanding, management commits to refining the current model going forward. The ECL calculation for the financial year resulted in a reversal of \$0.26 Million, favorably impacting the Group's net profits.

While the aforementioned are not expected to recur, Custody and Trustee services, a component of the Group's strategic focus on diversification and revenue growth, continued to experience steady growth during the financial year. The revenue contribution from this business line is expected to increase from the current 2.2% to 13.0% in the upcoming year, continuing to provide the ECSE with stable revenue generation and increased diversification. Seminar Income is expected to continue as a steady source of

income for the group in future years, albeit not at the current years' level.

Interest income, generated primarily from the Group's investment portfolio, increased by 3.5% over the financial year, and continued to make a strong contribution to Group revenues. Management pursues a conservative investment policy, with a portfolio comprising Treasury bills, corporate paper and certificates of deposits ranging from 91 to 365 days and yielding returns of 2% - 3.9%. Management is not considering any deviation from its current conservative posture.

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The financial statements for the year ended 31 March 2023 were restated to correct a material misstatement due to an error in the recognition of interest income. The sum of \$1.4 million, representing interest on bank balances, had been incorrectly recorded as a payable, materially understating interest income and overstating liabilities. The correction, which now recognizes this sum as income, affected the Escrow funds liability account, (disclosed in Accounts payables and accruals) and Retained earnings for 2022 and 2023. The impact of this correction on the Group's basic or diluted earnings per share was not material and there was no significant impact on the total operating, investing or financing cash flows for the years ended 31 March 2024 and 2023.

Liquidity and Capital Resources

Provide a narrative explanation of the following (but not limited to):

- i) The reporting issuers financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations.
- ii) Any known trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, the issuers liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency
- iii) The issuer's internal and external sources of liquidity and any material unused sources of liquid assets.
- iv) Provisions contained in financial guarantees or commitments, debt or lease agreements or other arrangements that could trigger a requirement for an early payment, additional collateral support, changes in terms, acceleration of maturity, or the creation of an additional financial obligation such as adverse changes in the issuer's financial ratios, earnings, cash flows or stock price or changes in the value of underlying, linked or indexed assets.
- v) Circumstances that could impair the issuer's ability to continue to engage in transactions that have been integral to historical operations or are financially or operationally essential or that could render that activity commercially impracticable such as the inability to maintain a specified level of earnings, earnings per share, financial ratios or collateral.
- vi) Factors specific to the issuer and its markets that the issuer expects will affect its ability to raise short-term and long-term financing, guarantees of debt or other commitment to third parties, and written options on non-financial assets.
- vii) The relevant maturity grouping of assets and liabilities based on the remaining period at the balance sheet date to the contractual maturity date. Commentary should provide information about effective periods and the way the risks associated with different maturity and interest profiles are managed and controlled.
- viii) The issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments.
- ix) Any known material trends, favorable or unfavorable, in the issuer's capital resources, including any expected material changes in the mix and relative cost of capital resources, considering changes between debt, equity and any off-balance sheet financing arrangements.

Discussion of Liquidity and Capital Resources

Assets

Total Assets on 31 March 2024 stood at \$98.1 million, increasing by \$19.9 million or 25.4% from the position at the previous year's end. The main contributor to this increment was a \$17.0 million or 36.9% growth in Cash and Cash Equivalents.

Liabilities

The Group's current and non-current Liabilities totaled \$79.58 million, reflecting a growth of \$18.1 million or 29.5% over the previous year. This increment is attributable, in the main, to securities holders' payables, which grew by \$18.3 million or 31.6%.

Shareholder's Equity

On 31 March 2024, the ECSE's capital base stood at \$18.5 million, comprising shareholders' subscribed capital of \$10.0 million and an accumulated surplus of \$8.5 million.

Off Balance Sheet Arrangements

Provide a narrative explanation of the following (but not limited to):

- i) Disclosures concerning transactions, arrangements and other relationships with unconsolidated entities or other persons that are reasonably likely to materially affect liquidity or the availability of, or requirements for capital resources.
- ii) The extent of the issuer’s reliance on off-balance sheet arrangements should be described fully and clearly where those entities provide financing, liquidity, market or credit risk support, or expose the issuer to liability that is not reflected on the face of the financial statements
- iii) Off-balance sheet arrangements such as their business purposes and activities, their economic substance, the key terms and conditions of any commitments, the initial on-going relationship with the issuer and its affiliates and the potential risk exposures resulting from its contractual or other commitments involving the offbalance sheet arrangements.
- iv) The effects on the issuer’s business and financial condition of the entity’s termination if it has a finite life or it is reasonably likely that the issuer’s arrangements with the entity may be discontinued in the foreseeable future.

None

Results of Operations

In discussing results of operations, issuers should highlight the company's products and services, facilities and future direction. There should be a discussion of operating considerations and unusual events, which have influenced results for the reporting period. Additionally, any trends or uncertainties that might materially affect operating results in the future should be discussed.

Provide a narrative explanation of the following (but not limited to):

- i) Any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and, in each case, the extent to which income was so affected.
- ii) Significant components of revenues or expenses that should, in the company's judgment, be described in order to understand the issuer's results of operations.
- iii) Known trends or uncertainties that have had or that the issuer reasonably expects will have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
- iv) Known events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), and changes in relationships should be disclosed.
- v) The extent to which material increases in net sales or revenues are attributable to increases in prices or to increases in the volume or amount of goods or services being sold or to the introduction of new products or services.
- vi) Matters that will have an impact on future operations and have not had an impact in the past.
- vii) Matters that have had an impact on reported operations and are not expected to have an impact upon future operations
- viii) Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships that have or are reasonably likely to have a current or future effect on the registrant's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.
- ix) Performance goals, systems and, controls,

Overview of Results of Operations

As above for Management discussion and Analysis

11. Changes in and Disagreements with Auditors on Accounting and Financial Disclosure.

Describe any changes in auditors or disagreements with auditors, if any, on financial disclosure.

New External auditors were appointed for the audit of 2024. there were no disagreements on financial disclosure

12. Directors and Executive Officers of the Reporting Issuer.

(Complete Biographical Data Form attached in Appendix 1 and Appendix 1(a) for each director and executive officer)

Furnish biographical information on directors and executive officers indicating the nature of their expertise.

13. Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report provided that the material change occurred within seven days of the due date of the Form ECSRC – K report. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC – MC report which would otherwise be required to be filed with respect to such information.

None

14. List of Exhibits

List all exhibits, financial statements, and all other documents filed with this report.

Appendix 1 Bio data of Directors and executive staff

Appendix 2 Financial statements ECSE 2024










UPDATED ECSE- ECSRC-K 2024)

Final Audit Report

2024-10-22

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"UPDATED ECSE- ECSRC-K 2024)" History

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-  Signer dmichael.morton@gmail.com entered name at signing as D. M. Morton
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-  Document e-signed by D. M. Morton (dmichael.morton@gmail.com)
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