

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

**RBTT BANK GRENADA LTD.**

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

Place and date of incorporation:

GRENADA JANUARY 19, 1983

Street and postal address of registered office:

**GRAND ANSE, P. O. BOX 4, ST. GEORGE'S, GRENADA**

Company telephone number: (473) 444-4919

Fax number: (473) 444-2807

Email address: kara.warner@rbc.com

Financial year-end: October 31 2019  
(month) (day) (year)

Contact person(s): Kara Warner

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

Fax number: (N/A)

Email address: N/A

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**

RBTT Bank Grenada Limited operates within the banking and financial services sector in the Eastern Caribbean which contains five banks and a number of credit unions. The bank offers a full suite of banking and financial services to its clients and is under the regulation of the Eastern Caribbean Central Bank.

**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

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	50,000,000

b) Issued

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	20,178,995

c) Outstanding

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	20,178,995

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

Position:

\_\_\_\_\_

Name: See attachment 'A'.

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.*

**7. DIRECTORS OF THE COMPANY**

Information concerning non-Executive Directors:

Name: See attachment 'A' 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*

**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:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>No. of Shares:</b>	<b>% of Total</b>
RBTT Bank Caribbean Limited 81 SOUTH RIVER ROAD, KINGSTOWN, ST. VINCENT	Ordinary	12,528,831	62%
National Insurance Scheme Melville Street, St. George's, Grenada	Ordinary	4,035,915	20%
Grenada Ports Authority The Carenage, St. George, Grenada	Ordinary	1,110,121	5.5%

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

**UPON CONVERSION:**

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

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

**9. Name and Address of Parent**

<b>Name:</b>	<b>Address:</b>	<b>Country of Incorporation:</b>	<b>Countries of Registration (where applicable)</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
RBTT Bank	81 South River	St. Vincent	St. Vincent	N/A
Caribbean	Road, Kingstown			
Limited	St. Vincent			

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

<b>Name:</b>	<b>Address:</b>	<b>Percentage Ownership:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
N/A			

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

<b>Name:</b>	<b>Address:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
As attachment 'B'		



**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:

**Kara Warner, Country Manager**



Signature

**February 17, 2020**

Date

Name of Director:

**Musa Jasat**



Signature

**February 17, 2020**

Date

Name of Corporate Secretary:

**Sharon Keshwah-Charles**



Signature

**February 17, 2020**

Date



**Appendix for Item 6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY**

Name: **Kara Warner**

Position: Country Manager /Executive Director

Age: 39

Mailing Address: Grand Anse Estate, Grand Anse, St. George's, Grenada

Telephone No.: (H) 869-466-6745 (C) 869-663-5214

• List jobs held during the past five years. Give brief description of responsibilities. Include names of employers.

Employed with RBTT Bank Grenada Limited. Positions held in the last 5 years:

**May 2019 to current - Country Manager, RBTT Bank Grenada Limited, Grand Anse, Grenada** Responsible for all bank operations including: Risk Management, Business Opportunity Assessment, Relationship Building & Client Retention, Credit Assessment, Cash Management, Team Leader, Recruitment of Staff .

**2014 – April 2019 Branch Manager, RBC/RBTT Bank Caribbean Limited, Wellington Road, St. Kitts** Responsible for all bank operations including: Risk Management, Business Opportunity Assessment, Relationship Building & Client Retention, Credit Assessment, Cash Management, Team Leader, Recruitment of Staff .

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

Ms. Warner holds a Bachelor of Science Degree in Management Studies from the University of The West Indies, Barbados, 2008.

*Use additional sheets if necessary:*

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*Use additional sheets if necessary.*

**Appendix for Item 7. DIRECTORS OF THE COMPANY**

Name: **Mr. Musa Jasat**

Position: Executive Director

Age: 46

Mailing Address: **RBTT BANK GRENADA LIMITED**  
**P O BOX 4 , GRAND ANSE ,**  
**ST. GEORGE'S, GRENADA WI**

Telephone No.: (473) 444-4919

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

**May 2019 to current date** : Manager, Sales Incentive Programs: Monitoring, Reporting & Insights for RBC Financial (Caribbean) Limited. In this role, he oversees the effectiveness of programs for RBC Caribbean Banking geared towards enhancing employee sales performance.

**Nov 2015 to May 2019** - Country Manager – RBTT Bank Grenada Ltd. In this role he had responsibility for the Bank's Risk Management, Business Opportunity Assessment, Relationship Building & Client Retention, Credit Assessment, Cash Management, Team Leader and Recruitment of Staff.

**2005 to Oct 2015** – Manager Financial & Regulatory Reporting, RBTT EC Region

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

Mr. Jasat has a Bachelor's Degree in Business Administration with a major in Accounting from Midwestern State University (TX) / St George's University (2003) and attained a Letter of Accomplishment with Honors from Institute of Canadian Bankers (1998).

*Use additional sheets if necessary.*

**Appendix for Item 7. DIRECTORS OF THE COMPANY**

Name: **Isaac Solomon**

Position: Managing Director - Eastern Caribbean

Age: 55

Mailing Address: c/o RBTT Bank Caribbean Limited, 81 South River Road, P O Box 118,  
Kingstown, St. Vincent & The Grenadines

Telephone No.: (w) 1(758)457- 6320 (c) 1 (784)494-7656 1(758)724-7050

List jobs held during the past five years. Give brief description of responsibilities. Include names of employers. Employed with RBC Caribbean Banking

- 
- October 23, 2013 to Current - Managing Director- Eastern Caribbean - RBC Caribbean Group. The Managing Director (MD) serves as the senior leader in the Eastern Caribbean Market and steward of RBC Caribbean Banking clients, lines of business and functions, employees and communities. The MD will also manage the Personal Banking business and will report directly to Harriet Thornhill, Regional President, Personal Banking

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  - January 2012 to October 22, 2013 – Area Vice President – RBTT Bank Caribbean Limited.- St. Vincent & the Grenadines and St. Lucia. The Area vice President directly managed the Kingstown branch and had oversight of the Bequia branch.

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

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2008- Association of Certified Fraud Examiners – Forensic Accounting – Certified Fraud Examiner

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2002- New York State Education Department – Public Accounting - CPA

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1994-1996 - University of London – Financial Management – Master of Science

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1985-1988 - University of the West Indies – Management Studies – Bachelor of Science

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2019 - Chartered Director designation from the Caribbean Governance Training Institute

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*Use additional sheets if necessary.*

**Appendix for Item 7. DIRECTORS OF THE COMPANY**

**7. DIRECTORS OF THE COMPANY**

**Information concerning non-Executive Directors:**

**Name: Ashton Frame**

**Position: Non-Executive Director, RBTT Bank Grenada Limited (representing The National Insurance Scheme's interest as a substantial interest shareholder of RBTT Bank Grenada Limited)**

**Age: 72 Mailing Address: Golf Course, St. Georges, Grenada**

**Telephone No.: : 1 (473) 444-1702/ 1 (473) 410-2288**

List jobs held during the past five years. Give brief description of responsibilities. Include names of employers.

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**Currently : Retired/Former Deputy Chairman – National Insurance Scheme, Chairman – Housing Authority of Grenada**

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1984-2008 – National Insurance Scheme (served as a Director from 1998-2008)

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

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**Certificate** -Executive Development and Management Planning, Waterloo Lutheran University, Canada

**Diploma** – American Institute of Banking, U.S.A.

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*Use additional sheets if necessary:*

**Appendix for Item 7. DIRECTORS OF THE COMPANY**

Name: **Ronald Anthony Peters**

Position: Non-Executive Director, RBTT Bank  
Grenada Limited

Age: 65

Telephone No.: 473 407 2579

Mailing Address: Hilltop, Calivigny, St Georges, Grenada

List jobs held during the past five years. Give brief description of responsibilities. Include names of employers.

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**2008 - Current date - Associate Professor – School of Arts and Science, St. Georges, Grenada**

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**April 2000 – Jun 2008 - Financial Controller & Corporate Secretary at Liberty Club Limited (T/A La Source Resort) St Georges, Grenada**

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

1982                      **ACCA (Associate of Chartered Association of Certified Accountants)**  
London School of Accountancy  
London, England

1986                      **FCCA (Fellow of the Chartered Association of Certified Accountants)**

1991                      **MBA (Warwick)**  
Warwick Business School (WBS)  
University of Warwick Business School  
Warwick, England

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*Use Additional Sheets if Necessary*

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## Appendix for Item 7. DIRECTORS OF THE COMPANY

Name: **Richard Downie**

Position: **Executive Director/Chairman**

Age: **56**

Mailing Address: **4 Tobago Avenue, Federation Park, St Clair, Trinidad**

Telephone No.: **(868) 685-7587**

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

**May 2018 – Present RBC Financial Caribbean Limited.**

Regional Operating Officer - High Net Worth & TT

Provides key support to the Regional Vice-President of the High Net Worth Line of Business in maximizing performance across all key business performance measures (business results, client loyalty, volume growth and employee engagement). Responsible for developing and executing regional and geographical strategies that ensures RBC grows profitability

**November 2017 – April 2018 RBC Financial Caribbean Limited.**

Senior Director Service Delivery - Caribbean Banking

Responsible for the effective leadership and management of all Service Delivery centers across the Caribbean. Oversee operations covering Transaction processing, Personal Banking, Business Banking, Corporate Banking, Trust, Investment Banking and Brokerage services. Ensure adherence to policies/procedures across regions; achievement of SLAs and productivity benchmarks.

**January 2012 – October 2017 RBC Financial Caribbean Limited.**

Head / Senior Director Service Delivery - South (Caribbean)

Responsible for the effective leadership and management of Service Delivery functions in Trinidad & Tobago, Dutch Caribbean and other support roles for the rest of the Caribbean.

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

Richard holds an Executive Masters in Business Administration from the Institute of Business (UWI) St. Augustine (2000); Masters of Science, Computer Science from the University of the West Indies, St. Augustine (1995) and a Bachelor of Science, Computer Science & Mathematics from the University of the West Indies, St. Augustine. **Company Training Programmes:**

Several Leadership programmes under RBC; Executive Leadership development programmes from EuroMoney and LMI; Project

Management; Supervision; Treasury Management; Asset Liability Management; and numerous seminars/courses on related business and IT topics.

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*Use additional sheets if necessary.*



**Appendix for Item 7. DIRECTORS OF THE COMPANY**

Name: **Ron Antoine**

Position: **Non-Executive Director**

Age: **45**

Mailing Address: **L'Anse aux Epines, St. George, Grenada**

Telephone No.: **1.473.419.0400**

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

**2007 - Current date: Managing Director/CEO of Grenada Breweries Ltd in Grenada.**

In this role, Mr. Antoine has responsibility for all aspects of the Company's overall business management and performance. Mr. Antoine also has extensive experience in financial management having held several senior positions in the area of finance and business management. He also worked in the area of engineering over his twenty-four year business career.

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

Mr. Antoine holds a Bachelor of Science in Mechanical Engineering, Honors Degree, (1996) from the University of the West Indies, St. Augustine, he also holds a Masters in Business Administration (2001) from the Johnson Graduate School of Management and attained the designation of Fellow from the Organization of American States for Corporate Finance in 2001.

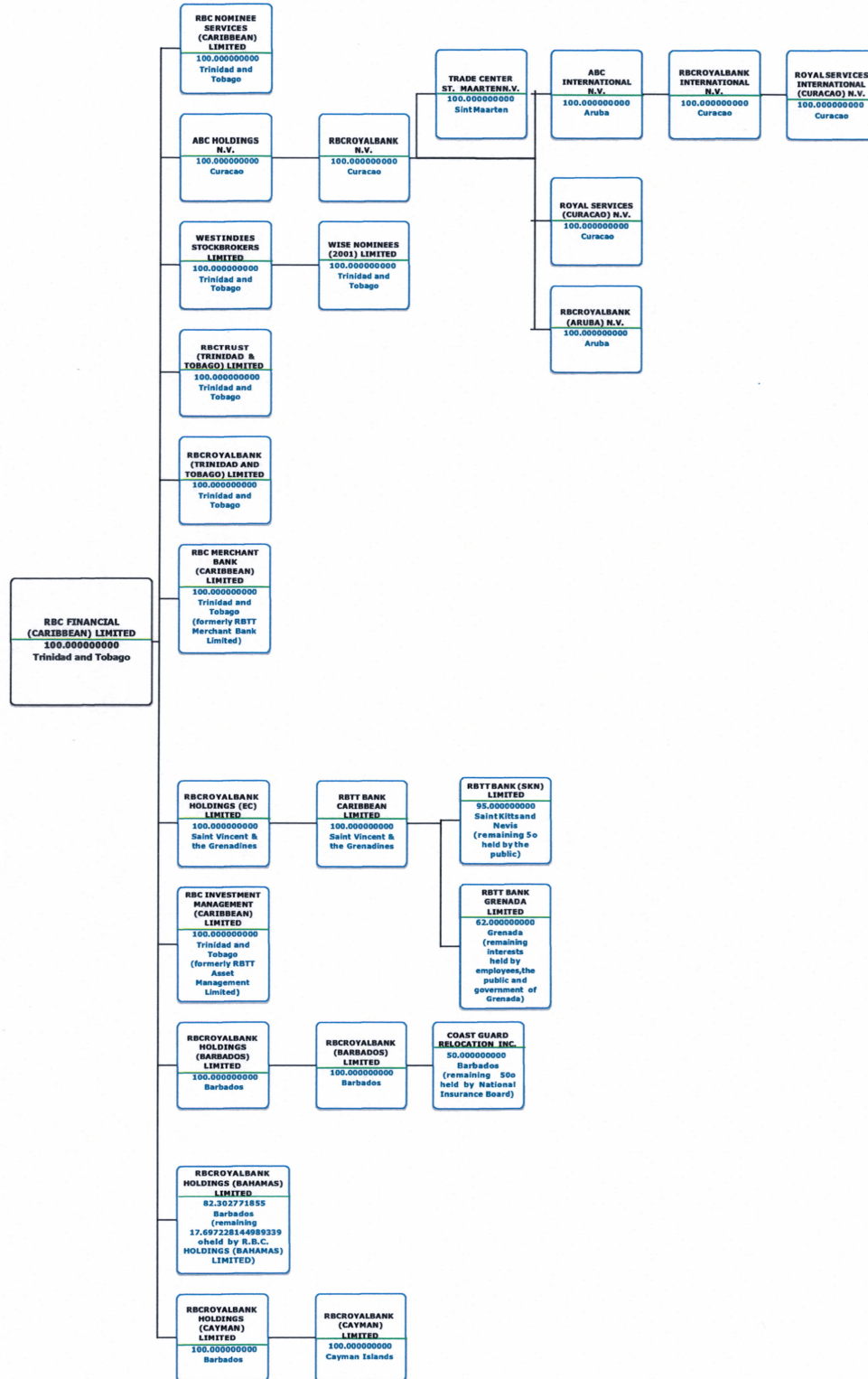
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*Use additional sheets if necessary.*





ORGANIZATIONAL STRUCTURE OF RBC CARIBBEAN BANKING SUBSIDIARIES -



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