

Schedule 1

**ISSUER REGISTRATION STATEMENT
Sections 97(2) and 97(3) of the Securities Act, 2001**

FORM RS – 1

EASTERN CARIBBEAN HOME MORTGAGE BANK

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

Place and date of incorporation: GRENADA 27TH MAY 1994

Street and postal address of registered office:

C/O ECCB AGENCY OFFICE, MONCKTON STREET, ST. GEORGE'S, GRENADA

Company telephone number: (869) 466 7869

Fax number: (869) 466 7518

Email address: INFO@ECHMB.COM

Financial year-end: MARCH 31 2017
(month) (day) (year)

Contact person(s): RANDY LEWIS, CHIEF EXECUTIVE OFFICE (CEO)

SHANNA HERBERT, CHIEF FINANCIAL OFFICER (CFO)

Telephone number (if different from above): ()

Fax number: ()

Email address: RLEWIS@ECHMB.COM; SHERBERT@ECHMB.COM

This Company:

- Has never conducted operations.
- Is in the development stage.
- Is currently conducting operations.
- Has shown a profit in the last financial year.
- Other (Specify): _____
(Check at least one, as appropriate)

Has the company applied for listing on the Eastern Caribbean Securities Exchange [X] Yes [] No

Date of Issue of this Registration Statement: 23RD NOVEMBER 2016

THIS DISCLOSURE DOCUMENT CONTAINS ALL OF THE REPRESENTATIONS BY THE COMPANY CONCERNING THIS OFFERING, AND NO PERSON SHALL MAKE DIFFERENT OR BROADER STATEMENTS THAN THOSE CONTAINED HEREIN. INVESTORS ARE CAUTIONED NOT TO RELY UPON ANY INFORMATION NOT EXPRESSLY SET FORTH IN THIS DISCLOSURE DOCUMENT, OR THE PROSPECTUS PUBLISHED IN RESPECT OF THIS ISSUE. INVESTMENT IN BUSINESSES INVOLVES A CERTAIN DEGREE OF RISK, AND INVESTORS SHOULD NOT INVEST IN THIS OFFERING UNLESS THEY CAN AFFORD TO LOSE THEIR INVESTMENT IN ITS ENTIRETY. IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENCE.

This Disclosure Document, together with Financial Statements and other Attachments, consists of a total of ___ pages.

**PART I
OFFER STATISTICS FOR SECURITIES OFFERING**

Type of securities offered: _____ **CORPORATE PAPER** _____

Maximum number of securities offered _____ **184,096,700** _____

Minimum number of securities offered _____ **N/A** _____

Offer Price Per Share _____ **MAX. 3% COMPETITIVE BID UNIFORMED PRICE** _____

Total proceeds: If maximum sold: \$**184,096,700** If minimum sold: \$ _____ **N/A** _____

Offered Securities as a percentage of issued and outstanding Securities _____ **100%** _____

Market Capitalisation at Offer Price _____ **N/A** _____

Price Earnings Ratio _____ **N/A** _____

Date of Opening of Subscription List _____ **26TH JANUARY 2017** _____

Date of Closing of Subscription List _____ **28TH DECEMBER 2017** _____

Is a commissioned selling agent selling the securities in this offering? *Yes* *No*

If yes, what commission is charged? _____ **(Varies by Intermediaries listed in Appendix-5 of Prospectus)** _____%

Is there other compensation to selling agent(s)? *Yes* *No*

Is there an escrow of proceeds until minimum is obtained
and allocations made? *Yes* *No*

Copies of the Prospectus in respect of which this form is issued can be obtained from:

**EASTERN CARIBBEAN HOME MORTGAGE BANK – WWW.ECHMB.COM;
EASTERN CARIBBEAN SECURITIES EXCHANGE – WWW.ECSEONLINE.COM**

(name and address)

Person(s) to contact at the company with respect to this offering:

____ **RANDY LEWIS (CEO); SHANNA HERBERT (CFO)** _____

This offering has been registered for offer and sale in the following territories:

Territory	Effective Date
ANGUILLA	26TH JANUARY 2017
ANTIGUA & BARBUDA	26TH JANUARY 2017
DOMINICA	26TH JANUARY 2017
GRENADA	26TH JANUARY 2017
MONTserrat	26TH JANUARY 2017
ST. KITTS & NEVIS	26TH JANUARY 2017
ST. LUCIA	26TH JANUARY 2017
ST. VINCENT & GRENADINES	26TH JANUARY 2017

PART II
OFFERING PRICE FACTORS

1. If the securities offered are common stock, or are exercisable for or convertible into common stock, the following factors may be relevant to the price at which the securities are being offered. N/A
2. What were net, after-tax earnings for the last financial year? (If losses, show in parenthesis.) N/A

Total \$ _____ (\$ _____ per share)

3. If the company had profits, show offering price as a multiple of earnings. N/A

Offering Price per Share = (price/earnings)
Net After-Tax Earnings Last Year per Share

4. (a) What is the net tangible book value of the company? (If deficit, show in parenthesis.) For this purpose, net tangible book value means total assets (exclusive of copyrights, patents, goodwill, research and development costs and similar intangible items) minus total liabilities. N/A

\$ _____ (\$ _____ per share)

- (b) State the dates on which the company sold or otherwise issued securities during the last 12 months, the amount of such securities sold, the number of persons to whom they were sold, any relationship of such persons to the company at the time of sale, the price at which they were sold and, if not sold for cash, a concise description of the consideration. N/A

5. (a) What percentage of the outstanding securities of the company will the investors in this offering have? (Assume exercise of outstanding options, warrants or rights and conversion of convertible securities, if the respective exercise or conversion prices are at or less than the offering price). N/A

If the maximum is sold: _____%

If the minimum is sold: _____%.

- (b) What post-offering value is management implicitly attributing to the entire company by establishing the price per security set forth under Part I, or exercise or conversion price if common shares are not offered? (Total outstanding securities after offering times offering price, or exercise or conversion price if common shares are not offered.) N/A

If maximum is sold: _____%

If minimum is sold: _____%.

**PART III
DESCRIPTION OF SECURITIES**

1. Description of Share Capital

a) Authorised

TYPE/CLASS	AMOUNT
CLASS A	100,000
CLASS B	60,000
CLASS C	80,000
CLASS D	40,000
CLASS E	40,000
CLASS F	80,000

b) Issued

TYPE/CLASS	AMOUNT
CLASS A	66,812
CLASS B	51,178
CLASS C	80,181
CLASS D	70,578

2. The securities offered hereby are:

- | NUMBER | TYPE |
|---|---|
| <input type="checkbox"/> [] | Common Stock |
| <input type="checkbox"/> [] | Preferred or Preference Stock |
| <input type="checkbox"/> [] | Notes, Bonds or Debentures |
| <input checked="" type="checkbox"/> [X] | Other (specify): CORPORATE PAPER |

3. These securities have:

- | Yes | No | |
|--------------------------|-------------------------------------|--|
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Cumulative voting rights |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Other special voting rights |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Pre-emptive rights to purchase in new issues of securities |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Preference as to dividends or interest |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Preference upon liquidation |
| <input type="checkbox"/> | <input checked="" type="checkbox"/> | Other special rights or preferences (specify): |

Explain:

N/A

4. Are the securities convertible? Yes No

If so, state conversion price or formula. N/A

Date when conversion becomes effective: / /

Date when conversion expires: / /

5. Provide details of any bonus securities or share dividends in the last two years

There were no bonus securities or share dividends in the last two years.

**PART IV
USE OF PROCEEDS**

1. The following table sets forth the use of the proceeds from this offering:

	If Minimum		If Maximum	
	<u>Amount</u>	<u>%</u>	<u>Amount</u>	<u>%</u>
	\$ <u>N/A</u>	100%	\$ <u>184,096,700</u>	100%
Total Proceeds				
Less: Offering Expenses				
Commissions and Finders Fees	_____	_____	_____	_____
Legal & Accounting	_____	_____	_____	_____
Copying & Advertising	_____	_____	_____	_____
Other (Specify)*:	_____	_____	_____	_____
Net Proceeds from Offering	_____	_____	<u>\$184,096,700</u>	_____
Use of Net Proceeds	_____	_____	<u>\$184,096,700</u>	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
	_____	_____	_____	_____
Total Use of Net Proceeds	<u>N/A</u>	<u>100%</u>	<u>\$184,096,700</u>	<u>100%</u>

**Expenses for offering estimated at \$393,146, comprising ECSRC, Lead Broker, ECSE and Auditors Fees. These expenses are not paid from proceeds of offering.*

2. (a) If funds from sources other than this offering are to be used in conjunction with the proceeds from this offering, state the amounts and sources of such other funds, and whether the funds are firm or contingent. If contingent, explain.

N/A

(b) If any material part of the proceeds is to be used to discharge indebtedness, describe the terms of such indebtedness, including interest rates. If the indebtedness to be discharged was incurred within the current or previous financial year, describe the use of the proceeds of such indebtedness.

The proceeds from offering would be used to redeem existing bonds and corporate paper:

Bond	Tranche	Amount
Bond-24	1	\$21,505,000
Bond-25	1	\$24,984,700
CP	1	\$30,000,000
CP	2	\$30,000,000
CP	3	\$31,200,000
CP	4	\$18,770,000

- (c) If any material amount of the proceeds is to be used to acquire assets, other than in the ordinary course of business, briefly describe and state the cost of the assets and other material terms of the acquisitions. If the assets are to be acquired from senior officers, directors, employees or principal shareholders of the company or their associates, give the names of the persons from whom the assets are to be acquired and set forth the cost to the company, the method followed in determining the cost, and any profit to such persons.

N/A

- (d) If any amount of the proceeds is to be used to reimburse any senior officer, director, employee or shareholder for services already rendered, assets previously transferred, or monies loaned or advanced, or otherwise, provide the name(s) of employee(s) and shareholder(s) and the terms of the transaction.

N/A

**PART V
PLAN OF DISTRIBUTION**

1. Applications will be accepted for a minimum of 5,000 securities and thereafter in multiples of N/A

2. If Applications for securities exceed the number being offered, indicate how the allocations will be made:

In the case of oversubscription, allocations would be made using a competitive uniform price auction methodology.

3. If an application is not accepted or is accepted for a smaller number of securities than applied for, will the balance of the application money be returned with/without interest to the applicant.

If an application is not accepted or is accepted for a smaller number of securities than applied for, the balance of the application money will be returned without interest to the applicant.

4. The underwriter(s) or selling agent(s) (that is, the persons selling the securities as agent for the company for a commission or other compensation) in this offering are:

Name: _____	Name: _____
Address: _____	Address: _____
Telephone No.() _____	Telephone No.() _____
Fax No () _____	Fax No:() _____
Email Address: _____	Email Address _____

**The securities are sold via the licensed Intermediaries as listed in the ECSE's List of Intermediaries within Appendix-5 of the Prospectus. There are no underwriters of the issue.*

5. Underwriting Details (Commissions, Over-allotment Options, Responsibility for Unsold Securities, Services Provided, etc)

N/A

6. If this offering is not being made through selling agents, the names of persons at the company through which this offering is being made: N/A

Name: _____	Name: _____
Address: _____	Address: _____
Telephone No.() _____	Telephone No.() _____
Fax No () _____	Fax No:() _____

7. (a) If this offering is limited to a special group, such as employees of the company, describe the limitations and any restrictions on resale that apply:

There are no limitations or restrictions on resale.

(b) Will the securities offered be held in physical form or in a book-entry dematerialised form.

The securities offered will be held in a dematerialized form.

(c) Will the securities (if held in physical form) or the electronic record (if held as a book entry position in dematerialised format) bear a legend notifying holders of restrictions identified in Part V (7)(a)? N/A

Yes No

(d) Explain the nature of any resale restrictions on outstanding securities, and when those restrictions will terminate, if this can be determined:

There are no limitations or restrictions for resale of outstanding securities.

**PART VII
THE COMPANY**

1. (a) Provide brief history of the company since its inception to the present time.

On 27th May 1994, the Eastern Caribbean Currency Union (ECCU) Governments signed an agreement to establish the Eastern Caribbean Home Mortgage Bank (ECHMB). The ECHMB was formally established on 19th August 1994, in accordance with Article 40 of the ECHMB Agreement, which was incorporated in the Eastern Caribbean Home Mortgage Bank Agreement Act, and subsequently passed in the member territories of the ECCU. The Bank's primary office is located at Bird Rock, Basseterre, St. Kitts and Nevis.

The Bank began with Shareholder capital of EC\$10 million, with the Eastern Caribbean Central Bank (ECCB) as its biggest shareholder. Today, ECHMB has grown from a pioneering institution into a formidable business in the secondary mortgage market.

- (b) Provide a description of the developments in the company's main line of business including accomplishments and future plans.

The ECHMB's principal remit is the development of the secondary market for residential mortgages in member territories of the Eastern Caribbean Currency Union (ECCU). Consistent with FY 2014 and FY 2015, financial intermediaries reported low growth in their loans portfolio in FY 2016. This contributed to the retention of high liquidity in the banking system and hence, precluded the need for financial intermediaries to access funding on the secondary mortgage market to bankroll growth in their mortgage portfolio. Faced with excess liquidity and limited bankable loans, financial intermediaries augmented their interest income by repurchasing their pools of mortgages from the ECHMB.

The ECHMB had to manage significant cash inflows in an environment characterized by high liquidity and declining yields on cash and investments. The mortgage market in the ECCU is likely to remain "soft" for the foreseeable future. Hence, high liquidity is likely to remain a feature of the banking system. It is therefore conceivable that financial intermediaries will not be required to access the secondary mortgage market to fund growth in their mortgage loans portfolio. As long as these conditions persist on the primary market, the secondary market is likely to remain fragile. The high liquidity in the banking system will also induce financial intermediaries to lower the coupon rate offered on customers' deposits. The aforementioned factors have combined to trigger the diminution in ECHMB's financial outturn.

- (c) Describe in detail what business the company does and proposes to do, including what products or goods are or will be produced or services that are or will be rendered.

The main business of the Bank includes:-

- **Developing and maintaining a secondary market for residential mortgages in the member territories;**
- **Contributing to the mobilization and allocation of long-term savings for investment in housing;**
- **Supporting the development of a system of housing finance and provide leadership in the housing and home finance industry;**
- **Promoting the growth and development of the money and capital market;**
- **Improving underwriting practices and efficiency in processing mortgages and promoting services and benefits related to such mortgages.**

- (d) Describe how these products or services are to be produced or rendered and how and when the company intends to carry out its activities. If the company plans to offer a new product(s), state the present stage of development, including whether or not a working prototype(s) is in existence. Indicate if completion of development of the product would require a material amount of the resources of the company, and the estimated amount.

The Bank continues to purchase and sell mortgages via the Secondary Market. The Bank currently offers bonds and corporate paper instruments via the Eastern Caribbean Securities Market. However, in an effort to extend its product offerings, the Bank intends to offer additional investment products in the near future.

- (e) Describe specifically the marketing strategies the company is employing or will employ in penetrating its market or in developing a new market. Indicate how and by whom, its product or services are or will be marketed (such as advertising, personal contact by sales representative, etc.), how its marketing structure operates or will operate and the basis of its marketing approach including any marketing studies.

Marketing strategies employed include telemarketing, face to face marketing and the distribution of the prospectus by licensed intermediaries. Telemarketing is also done. The current offerings are made available to the general public.

- (f) Describe generally the principal properties (such as real estate, plant and equipment, patents, etc.) that the company owns, indicating also what properties it leases and a summary of the terms under those leases, including the amount of payments, expiration dates and the terms of any renewal options. Indicate what properties the company intends to acquire in the immediate future, the cost of such acquisitions and the sources of financing it expects to use in obtaining these properties, whether by purchase, lease or otherwise.

The Bank owns no principal properties. It leases its office space in St. Kitts from the Eastern Caribbean Central Bank (ECCB) at \$15,000 per month.

There is no intention to acquire properties in the immediate future.

- (g) Description of the industry in which the company sells its products or services. (Where applicable, include any recognised trends within that industry. Describe that part of the industry and the territory in which the business competes).

The success of the ECHMB's business model is predicated on analyzing local, regional and international capital and money markets to identify market trends. One primary indicator used by the Bank is the trend in regional liquidity, which is measured by comparing the growth in total loans and advances versus that of total deposits

Based on information available to date, the growth of total deposits has surpassed that of loans and advances, illustrating an increasing liquidity trend in the current environment. As a result, in the current environment, it is anticipated that the growth of mortgages on the Primary Market would remain flat, thereby resulting in continued increases in liquidity within the regional financial market. This would cause downward pressure on interest rates within the regional financial markets.

- (h) Indicate current and future forms of competition, (whether by price, service or otherwise). Name the company's main actual and/or potential competitors. Indicate the relative size, financial and market strengths of the company's competitors and/or its anticipated competitors. State bases on which the company can effectively compete with these and other companies within the industry.

There is no direct competition.

- (i) Indicate the extent to which the company's operations have depended or are expected to depend upon patents, copyrights, trade secrets, know-how or other proprietary information. Describe the steps taken to secure and protect the company's intellectual property. (Include use of confidentiality agreements, covenants-not-to-compete and the like).

N/A

- (j) State whether the company's business, products or properties have been subject to material regulation (including environmental regulation). Indicate the nature and extent of regulation and its effect or potential effects upon the company and its operations.

N/A

- (k) State names of the company's subsidiaries. Outline their business purposes. Give names of primary owners. (Indicate whether this information is included in the Financial Statements attached hereto).

N/A

- (l) State whether the company is a subsidiary. If so, describe the business of the parent company. Indicate what percentage of the company is owned by the parent.

N/A

- (m) Summarise the material events in the development of the company including any material acquisitions or mergers during the past five years.

There were no material acquisitions or mergers during the past five years.

2. List in order of importance the factors, which are the most substantial risks to an investor (i.e., those factors which constitute the greatest threat that the investment will be lost in whole or in part, or will not provide an adequate return).

- (1) Credit Risk - Credit risk is the risk that because of default by the Issuer, the investor will not receive all or part of the scheduled interest and principal that the Issuer is obligated to pay. Payments on the instruments are to be made indirectly from collections on the mortgage loans that are secured by properties in the member territories. These payments may be adversely affected by, among other things, a failure by primary lending institutions to perform their servicing duties and their obligations to repurchase the mortgage loans that are in arrears. This could materially impair the servicing of the mortgage loans, resulting in losses on the mortgage loans and indirectly resulting in losses on the Corporate Paper.**
- (2) Liquidity Risk - Liquidity risk is the risk that an investor may not be able to find a buyer within a reasonable time, and any resale may occur on adverse terms. Liquidity may be an important consideration if ECHMB's instruments are bought with the intention of selling them before maturity. It is less important if investors intend to hold the instruments until maturity. The said ECHMB Corporate Paper will have the services of the ECCSR as Registrar, Transfer and Paying Agent. ECHMB cannot guarantee that the market for resale of the Corporate Paper will develop, and become sustainable with sufficient liquidity to allow investors to sell their Corporate Paper. Moreover, even if Corporate Paper holders were to be able to sell their Corporate Paper, the returns may not be comparable to similar investments that have a developed market. Licensed Intermediaries have agreed with the ECSE to use their best efforts to facilitate secondary market transactions in ECHMB's instruments, but the ECSE may discontinue this secondary market support. Consequently, there is no guarantee of liquidity.**
- (3) Economic Risk - The mortgage lending business in which ECHMB is engaged is affected by general economic conditions prevailing in the region and internationally. Movements in interest rates and especially the higher yields offered on Government Bonds, and a weakening of the economies of the region, may have adverse effects on the business of ECHMB.**

From time to time the economies of the region have shown signs of weakness in the fiscal and balance of payment positions. The rates of delinquencies, foreclosures and losses on mortgage loans could increase as a result of adverse changes in general economic conditions. Neither ECHMB nor its Board of Directors could provide assurances that future economic developments, over which ECHMB has no control, will not adversely affect payments on its issued debt instruments.

- (4) Market Risk - Market risk refers to the risk that a security will lose value because of changes in market conditions. The evaluation of market risk depends on an understanding of how an investment will respond to a variety of changes such as the level of interest rate, currency values, and other market factors.**
- (5) Interest Rate Risk - Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. It arises when there is a mismatch between interest-earning assets and interest-bearing liabilities which are subject to interest rate adjustment within a specified period. It can be reflected as a loss of future net interest income and/or a loss of current market values.**

(6)

Attach Additional Sheets if needed

3. Indicate whether the company is having or anticipates having within the next 12 months any cash flow or liquidity problems and whether or not it is in default or in breach of any note, loan, lease or other indebtedness or financing arrangement requiring the company to make payments.

There is no anticipation of cash flow or liquidity problems within the next 12 months.

4. Indicate whether proceeds from this offering will satisfy the company's cash requirements for the next 12 months, and whether it will be necessary to raise additional funds. State the source of additional funds, if known.

Proceeds from this offering will satisfy the Bank's cash requirements for maturing debt instruments.

**PART VIII
CAPITALIZATION**

1. Indicate the capitalisation of the company as of the most recent balance sheet date (adjusted to reflect any subsequent share splits, share dividends, recapitalisations or refinancings) and as adjusted to reflect the sale of the minimum and maximum amount of securities in this offering and the use of the net proceeds therefrom:

	Amount Outstanding		
	As of:	<u>As Adjusted</u>	
	<u>09/30/2016 (date)</u>	<u>Minimum</u>	<u>Maximum</u>
Debt:			
Short-term debt (average interest rate <u>2.46</u> %)	\$ <u>184,096,700</u>	\$ _____	\$ _____
Long-term debt (average interest rate _____%)	\$ _____	\$ _____	\$ _____
Total debt	\$ <u>184,096,700</u>	\$ _____	\$ _____
Shareholders' equity (deficit):			
Preferred shares - par or stated value (by class of preferred in order of preferences)			
	\$ <u>-</u>	\$ _____	\$ _____
	\$ _____	\$ _____	\$ _____
	\$ _____	\$ _____	\$ _____
Common stock--par or stated value	\$ <u>36,999,940</u>	\$ _____	\$ _____
Additional paid in capital	\$ <u>-</u>	\$ _____	\$ _____
Retained earnings (deficit)	\$ <u>13,540,634</u>	\$ _____	\$ _____
Total shareholders' equity (deficit)	\$ <u>59,503,408</u>	\$ _____	\$ _____
Total Capitalisation	\$ <u>243,600,108</u>	\$ _____	\$ _____

2. Capital Commitments and Contingent Liabilities

- a Unfunded Pension Liabilities **N/A**
- b Letters of Credit **N/A**
- c Performance bonds **N/A**
- d Guarantees and Warranties **N/A**
- e Undrawn commitments **N/A**
- f Letters of Comfort **N/A**
- g Capital Commitment **N/A**
- h Others

**PART IX
DIVIDEND POLICY**

3. If the company has within the last five years paid dividends, provide the following:

DATE	AMOUNT	% OF NET INCOME	DIVIDEND PER SHARE
2011	\$2,487,490	74.21%	\$10.00
2012	\$2,487,490	44.40%	\$10.00
2013	\$2,487,490	43.20%	\$10.00
2014	\$2,487,490	57.03%	\$10.00
2015	\$1,865,618	53.90%	\$7.50

4. Outline any projections or plans for payment of dividends over the next two years?

The annual dividend payments are expected to remain constant over the next two (2) years.

**PART X
EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY**

1. EXECUTIVE OFFICERS

Name: **Mr. Randy Lewis** _____

Position: **Chief Executive Officer**

Age: _____ **42** _____

Mailing Address: **C/o Eastern Caribbean Home Mortgage Bank (ECHMB), P.O. Box 753, ECCB**

Complex, Bird Rock Road, Basseterre, St. Kitts_

Telephone No.: **(869) 466-7869**

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

Chief Executive Officer	2015 - Present
General Manager (Ag), ECHMB	2012 - 2015
Chief Financial Officer	2010 - 2012

JOB SUMMARY:

Providing financial oversight to ensure the optimal utilization and management of the Bank's funds in accordance with established policies and procedures.

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

Diploma – Strategic Leadership Oxford SAID Business School	2016
Accredited Director Institute of Chartered Secretaries and Administrators (ICSA)	2012
The Institute of Chartered Accountants in England and Wales (Associate)	2011
Masters of Business Administration University of Derby	2009
Chartered Institute of Management Accountants (Associate)	2004
Chartered Association of Certified Accountants (Associate)	2000

If retained on a part time basis, indicate amount of time to be spent dealing with company matters:

Use additional sheets if necessary.

Name: Ms. Shanna Herbert _____

Position: Chief Financial Officer _____

Age: 33 _____

Mailing Address: P O Box 753, ECCB Complex, Bird Rock Road, Basseterre , St Kitts _____

Telephone No.: (869) 466-7869

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

Chief Financial Officer, ECHMB	June 2016- present
Chief Financial Officer (Ag), ECHMB	December 2013- May 2016
Accounting, ECHMB	September 2013-December 2013
Financial Controller, ECHMB	2011-2013
JOB SUMMARY	
Managing accounting, finance and budgeting processes, ensuring maintenance of appropriate financial and management accounting systems and procedures for the Bank.	
Ensuring that reporting is completed in accordance with international financial reporting standards	

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

Postgraduate Diploma in Management Studies	2016
Chartered Association of Certified Accountants (Associate)	2011

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.

2. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Timothy N. J. Antoine**

Position: **Governor, ECCB (February 2016 - present)**

Age: 45

Mailing Address: **C/o Eastern Caribbean Home Mortgage Bank** _____

ECCB Complex, Bird Rock Road, Basseterre, St Kitts _____

Telephone No.: **(869) 466-7869**

List jobs held during past five years (include names of employers and dates of employment).

Governor, Eastern Caribbean Central Bank	(February 2016 – present)
Permanent Secretary, Ministry of Finance, Grenada	(August 1999 – October 2005; January 2008 – January 2016)
Advisor to the Executive Director for Canada, Ireland and the Caribbean, World Bank Group	(November 2005 – November 2007)

Give brief description of **current** responsibilities

Governor, Eastern Caribbean Central Bank

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

M Sc. Social Policy and Planning in Development Countries, London School of Economics and Political Science,
B Sc. Economics with Management, University of West Indies
Small Countries Financial Management – Isle of Man
Training in Negotiations – SAID Business School, Oxford University
Certificate in Project Cycle Management – Caribbean Development Bank

Name: **Dexter Ducreay**

Position: **General Manager, A C Shillingford & Co Ltd, Dominica (2000-present)**

Age: 53

Mailing Address: **P O Box 1870, Roseau, Dominica**

Telephone No.: **(767) 235-7788**

List jobs held during past five years (include names of employers and dates of employment).

General Manager - A.C. Shillingford & Co. Ltd, Dominica

Give brief description of **current** responsibilities

To supervise the general operations of the group of company two (2) supermarkets, gas stations, shipping and insurance company. He is the Secretary to the Board of Directors for these companies.

To monitor and approve the Final accounts of these companies, which includes the authorization of large purchases of inventory and assets.

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

BSc. In Accounting (Honours) St. Johns University-Queens, New York-1990

Name: **Peter L. Blanchard**

Position: **Chairman/ Owner (1984-Present),
General Insurance Company Limited _____**

Age: _____ 64 _____

Mailing Address: **Upper Redcliffe Street, P.O. Box 340, St John's, Antigua _____**

Telephone No.: **(268) 462 2345/6; 562-0092**

List jobs held during past five years (include names of employers and dates of employment).

Chairman/Owner, General Insurance Company Limited

Give brief description of **current** responsibilities

Chairman/Owner, General Insurance Company Limited

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

Director's Accreditation

UWI Antigua

Insurance Institute of Trinidad

Name: **Missi Pearl Henderson**_

Position: **Chief Financial Officer,
Dominica Social Security Board**

Age: 45

Mailing Address: **P O Box 772, Cnr. Hanover and Hillsborough Street, Roseau, Dominica**

Telephone No.: **1 (767) 255-8324 (W), 1(767) 275-2674 (mobile)**

List jobs held during past five years (include names of employers and dates of employment).

Chief Financial Officer - Dominica Social Security (DSS)	2009 to present
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Give brief description of **current** responsibilities

Chief Financial Officer - Dominica Social Security	2009 to present
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Directing the accounting, financial and investing activities and reporting of the DSS Fund, to include strategic planning, budgeting and risk management.

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

BA in Accounting – Ashford University – completed in 2014

Currently pursuing Masters in Finance and Accounting – University of Liverpool
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Name: **Sharmaine Francois**

Position: **Asst. General Manager,
Bank of Montserrat Ltd** __

Age: 41 _____

Mailing Address: **C/o Bank of Montserrat, P O Box 10, Brades, Montserrat** _____

Telephone No.: **(664) 491 3843 (w), (664) 495 4030 (c), (664) 491 2405 (h)**

List jobs held during past five years (include names of employers and dates of employment).

Asst. General Manager Bank of Montserrat Limited (BOML)	(2014-present)
Corporate Diversification Manager/Consultant St. Lucia Electricity Company (LUCELEC)	(2013-2014)
Managing Director – Financial Investment and Consultancy Services Limited	(2011-2012)

Give brief description of **current** responsibilities

Asst. General Manager-BOML

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

B.Sc Accounting & Statistics - UWI Jamaica –	1996
Post Graduate Cert. Business Administration – Manchester Business School United Kingdom -	2008
Accredited Director – Institute of Chartered Secretaries Association (ICSA) -	2011

PART XI

SUBSTANTIAL SHAREHOLDERS

1. (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.

SHARES NOW HELD:

Name: Address:	Class of Shares:	No. of Shares:	% of Total
Eastern Caribbean Central Bank ECCB Complex, Bird Rock Road, Basseterre, St. Kitts	Class A	66,812	24.86
National Cooperative Credit Union 31-37 Independence Street, Roseau, Dominica	Class D	20,500	7.63
CLICO International Life Insurance Ltd C/o Deloitte Consulting Ltd, George Street, St. Michael, Barbados	Class D	20,000	7.44
Social Security Scheme, Dominica Cnr. Hanover & Hillsborough Streets, Roseau	Class B	15,008	5.58

- (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.

PART XII
LITIGATION

1. Describe any past litigation or administrative action which has had a material effect upon the company's business, financial condition, or operations, including any litigation or action involving the company's Officers, Directors or other key personnel. State the names of the principal parties, the judgement and amounts involved.

None.

PART XIII

MISCELLANEOUS FACTORS

1. Provide any additional information considered necessary to clarify any potentially misleading or incomplete information in this Registration Statement.

None.

PART XIV

FINANCIAL STATEMENTS

1. Attach Auditor's Report. Attach current audited financial statements, audited financial statements for the last three financial years and the most recent unaudited financial statement if next audited statement is due in less than six months; or the most recent unaudited quarterly statement if the next audited statement is due in more than six months, or pro-forma financial statements, whichever is applicable. If the company has acquired another business since the beginning of the last financial year the assets or net income of which were in excess of 20% of those for the company, show pro-forma combined financial statements as if the acquisition had occurred at the beginning of the company's last financial year.

**Please see Auditor's Report and Financial Statements included with Prospectus.*

**PART XV
SIGNATURES**

A Director, the Chief Executive Officer, and the Chief Financial Officer of the company 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. By submitting this Registration Statement to the ECSRC, each Director, the Chief Executive Officer and the Chief Financial Officer of the company agree to make himself available to each investor prior to the time of investment, and to respond to questions and otherwise confirm the information contained herein. The Directors, the Chief Executive Officer and the Chief Financial Officer hereby undertake to make the exhibits to this Registration Statement, or as is provided by law, available to each investor, prior to the making of any investment by such investor.

The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the company's 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:

Mr. Randy Lewis

Signature

Date

Name of Director:

Mr. Timothy N. J. Antoinette

Signature

Date

Name of Chief Financial Officer:

Ms. Shanna Herbert

Signature

Date