

SCHEDULE 3
FORM ECSR-MC
Disclosure of Material Information

Date of Report: **June 7th 2018**

Name: **National Bank of Dominica Ltd**

Territory and date of Incorporation: **Commonwealth of Dominica, November 25th 2003**

Issuer Registration Number: **NBD25102003DM**

National Bank of Dominica Ltd
64 Hillsborough Street Roseau
Commonwealth of Dominica

Reporting issuer's:

Telephone number (including area code): **767-255-2300**

Fax Number: **767-448-3982**

Email address: customersupport@nbd.dm
mbethel@nbd.dm

-----N/A-----
(Former name or former address, if changed since last report)

Set out all relevant information relating to material change(s) in the company

The following represents the material change not already previously notified to the company from the financial year June 2017 to present:

Legal Suit/Proceedings:

DOMHCV 54 of 2018 – Ian Dorival v NBD & Chairman of the Board of Directors, Anthony John

Summary of the Facts:

The Claimant and Mr. Grayson Stedman were elected to the board of directors of the 1st Defendant (*the Board*) at the annual general meeting held on the 24th day of March, 2017.

The Human Resource and Corporate Governance Committee of the Board (*the Committee*) conducted an inquiry into the Claimant's eligibility to remain as director of the 1st Defendant, based on the information which was provided by Mr. Dorival.

The Committee determined to recommend to the Board that the Claimant was not eligible to serve as a director of the 1st Defendant, as he did not meet the fit and proper person criteria (*the Fitness Criteria*).

At a meeting of the Board of Directors held on the 10th day of May, 2017, the Board acknowledged that the Claimant was in a long standing romantic relationship with NBD's Executive Manager of Banking Services, Ms. Nellisa Anselm who is responsible for the core function of the Bank. The Board recognized there is a high level of co-operation and interaction between the Board and Executive Management and its oversight responsibility of the senior management team. The Board recognized this is a pervasive and material conflict of interest between his personal circumstance and duties as a director. The Board felt that this impugned the Claimant's competence, ability and soundness of judgement in fulfilling his responsibilities as a director of NBD Ltd and decided that the Claimant did not satisfy the Fitness Criteria and therefore cannot be a director of the Bank.

The Claimant, Mr. Dorival, avers that the said actions of the Committee and the Board were illegal or otherwise unauthorized by law.

Mr. Dorival claims amongst other things, damages inclusive of exemplary and aggravated damages for wrongful termination of his position as director; damages inclusive of exemplary and aggravated damages for defamation by innuendo and/or reputational injury; damages for libel and costs.

The parties appeared in a trial of the matter before the High Court Judge on the 28th, 29th and 30th days of May, 2018. Submissions are due to be filed by legal counsel for the parties by Wednesday, June 06, 2018. Subsequent thereto, the parties will await the decision of the Court.

Signatures

A Director and the Chief Executive Officer or Corporate Secretary shall sign the Disclosure of Material Information Report on behalf of the company. By so doing each certifies that he has made efforts to verify the material accuracy and completeness of the information herein contained.

Name of Corporate Secretary (Ag).
Marcus Bell

Name of Director: *Anthony C. Fern*

SIGNED AND CERTIFIED

SIGNED AND CERTIFIED

Signature
Date *June 8 2018*

Signature:
Date