

**Schedule 2
FORM ECSRC – OR**

(Select One)

] **QUARTERLY FINANCIAL REPORT** for the period ended December 31, 2018
Pursuant to Section 98(2) of the Securities Act, 2001

OR

TRANSITION REPORT
for the transition period from _____ to _____
Pursuant to Section 98(2) of the Securities Act, 2001
(Applicable where there is a change in reporting issuer's financial year)

Issuer Registration Number: GCB26071932GR

Grenada Co-operative Bank Limited

(Exact name of reporting issuer as specified in its charter)

Grenada

(Territory or jurisdiction of incorporation)

No. 8 Church Street, St. George's, Grenada

(Address of principal executive Offices)

(Reporting issuer's:

Telephone number (including area code): 1 473 - 440 -2111

Fax number: 1 473 - 440 -6600

Email address: info@grenadaco-opbank.com

(Former name, former address and former financial year, if changed since last report)

(Provide information stipulated in paragraphs 1 to 8 hereunder)

Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report. _____

CLASS	NUMBER
Common stock	7,600,000

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 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:

Name of Director:

Richard Duncan

Leslie B. ...

SIGNED AND CERTIFIED

SIGNED AND CERTIFIED

Signature

Signature

January 29, 2019

January 29, 2019

Date

Date

Name of Chief Financial Officer:

Allana Joseph

SIGNED AND CERTIFIED

January 29, 2019

Date

INFORMATION TO BE INCLUDED IN FORM ECSRC-OR

1. Financial Statements

Provide Financial Statements for the period being reported in accordance with International Accounting Standards. The format of the financial statements should be similar to those provided with the registration statement. Include the following:

- (a) Condensed Balance Sheet as of the end of the most recent financial year and just concluded reporting period.
- (b) Condensed Statement of Income for the just concluded reporting period and the corresponding period in the previous financial year along with interim three, six and nine months of the current financial year and corresponding period in the previous financial year.
- (c) Condensed Statement of Cash Flows for the just concluded reporting period and the corresponding period in the previous financial year along with the interim three, six and nine months of the current financial year and the corresponding period in the previous financial year.
- (d) By way of *Notes to Condensed Financial Statements*, provide explanation of items in the financial statements and indicate any deviations from generally accepted accounting practices.

2. Management's Discussion and Analysis of Financial Condition and Results of Operation.

Discuss the reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the reporting period. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated. Discussion of material changes should be from the end of the preceding financial year to the date of the most recent interim report.

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 first quarter of the 2019 financial year, the Bank reported a Net Profit After Tax of \$2.3M; an improvement from prior year of \$1.8M and an excess of \$0.4M or 20.3% over the budget for the period.

Total revenue increased slightly by \$0.2M from \$15.4M in 2017 due primarily to increased interest income on Customer Loans (up by 11%). Despite this growth other income experienced a decline by 14% compared to 2017. In addition to these changes operating income was \$2.5M or 23% higher than prior year, also impacted by the fact that no additional loan loss provisioning was made for the quarter. Overall total revenue exceeded the budgeted target by \$1.2M.

Assets was down from the September 2018 position by 2% or \$25.1M, mainly due to decreases in investments of \$26.9M or 8%, a consequence of the non-renewal of maturing instruments, changes in fair value of international investments and liquidation of instruments to meet liquidity needs. Despite the decline in assets, Customer Loans increased by \$6.1M, with the largest dollar value growth realized in Mortgages.

Customers' deposits, the Bank's largest liability, decreased by \$19.3M or 2%, while other liabilities increased by \$1.2M or 4%.

The Bank's equity position at the end of the quarter was impacted by unrealized losses on the international investment portfolio, which translated into a decrease of \$7.5M or 10%. These losses represented changes in fair value (to a greater extent) and losses realized on the disposal of equity instruments (to lesser extent). This performance is analyze as a "market correction" and not in itself a signal of a recession and is expected to taper off the coming months.

The Capital Adequacy Ratio (CAR) dropped slightly to 9% from 9.2% while the Debt Exposure ratio remained at 87% compared to the same period last year. The Non-Performing Loans (NPL) ratio increase by 0.10 percentage points to 1.20%. The CAR, NPL and Debt Exposure ratios are all within prudential benchmark requirements.

Noteworthy in this quarter is the application of the IFRS9 Accounting Standards for the classification of investment instruments and the accounting treatment therein. For this reporting period this change impacts in particular the recognition of the realized gains/ losses on equity instruments. Previously, realized gains/ losses on equity instruments were recognized through the Income Statement but is now being recognized through Other Comprehensive Income in the Balance Sheet, as required by the standard.

Liquidity and Capital Resources

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

- i) **The reporting issuer's 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 issuer's 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

The Loan to Deposit (LTD) ratio which is an indicator of the bank's liquidity position stood at 54% which is 21 percentage points below the minimum prudential guideline. This is a reflection of the excess liquidity in the banking system locally and regionally. The Bank's response to this situation is to utilize the excess funds for investment purposes. Anticipated growth in the local economy, manifesting itself in increased demand for credit, is expected to soak up the excess liquidity in the medium term.

The Bank's Capital Adequacy Ratio (CAR) decreased slightly to 9.0% by while the Debt Exposure ratio remained at 87%. While the CAR is above the prudential requirement, the Bank plans to strategically growth its capital position.

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 off-balance 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.

The Bank's Off-balance sheet arrangements pertain specifically to undrawn loan commitment, guarantees and letters of credit, as is common in the normal course of commercial banking. This exposure is considered and monitored in the management of the Bank's liquidity position. There were no unusual off balance sheet arrangements during the quarter.

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

There were no unusual events or transactions materially affecting the reported net income this reporting period.

The significant components of revenue this reporting period were interest income on loans and investments and other non-interest income earned on the Bank's services. For expenses, the significant components were activities driven by the Bank's operations.

There are no known uncertainties or trends that have occurred or is expected to occur to materially impact revenues from operations.

There are no known events that will cause a material change between revenues and costs.

No new products or services are expected within the remainder of the year neither were there any matters that are expected to have an impact on future operations that didn't do so before.

There are no off balance sheet arrangements or transactions that are expected to impact the financial position.

3. 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.

The following are the major risk factors:

Credit risk is the risk that counter-parties will cause a financial loss to the bank by failing to discharge their obligations. Credit exposures arise principally in lending activities that lead to loan and advances, and investing activities that bring debt and equity instruments on the banks asset portfolio. This risk is managed through regular analysis and review of counter-parties and obtaining adequate collateral. At reporting date, this risk is stable as indicated by a relatively low NPL ratio.

Market risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market price. The Bank's relatively large foreign investment portfolio exposes the Bank to market risk.

Liquidity risk is the risk of fluctuation in cash flow that can hinder the Bank's ability to honour its commitment when they are due. The Bank has been experiencing excessive liquidity in recent times and this is expected continue in the short run. The Bank's policy on liquidity sets out the process that guides the management of liquidity.

4. Legal Proceedings.

A legal proceeding need only be reported in the ECSRC – OR filed for the period in which it first became a reportable event and in subsequent interim reports in which there have been material developments. Subsequent Form ECSRC – OR filings in the same financial year in which a legal proceeding or a material development is reported should reference any previous reports in that year. Where proceedings have been terminated during the period covered by the report, provide similar information, including the date of termination and a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

Legal proceedings were those for entering judgments in the ordinary course of business, in respect of delinquent borrowers.

There were no proceedings commencing or being terminated during the financial year.

5. 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.

None

(a) 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)

Not applicable

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

Not applicable

- Name and address of underwriter(s)

Not applicable

- Amount of expenses incurred in connection with the offer Not applicable

- Net proceeds of the issue and a schedule of its use

Not applicable

- Payments to associated persons and the purpose for such payments

Not applicable

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

Not applicable

6. 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.

Not applicable

7. 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.

There were no shareholders' meetings during the period.

- (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.

Not applicable

- (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.

Not applicable

- (d) A description of the terms of any settlement between the registrant and any other participant.

None

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

None

8. Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report (used to report material changes), with respect to which information is not otherwise called for by this form, provided that the material change occurred within seven days of the due date of the Form ECSRC-OR 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 or in a subsequent Form ECSRC – OR report.

None

Grenada Co-operative Bank Limited
Statement of Financial Position
as at December 31, 2018

	UNAUDITED	UNAUDITED	AUDITED
	31-Dec-18	31-Dec-17	30-Sep-18
ASSETS			
Cash and cash equivalents	108,553,898	142,062,927	136,541,761
Loans and advances to customers	505,345,509	442,991,310	499,123,635
Investment securities	307,162,597	295,592,879	334,057,947
Other assets and prepayments	56,104,260	49,976,691	33,182,288
Property and equipment	55,789,922	53,795,733	55,179,090
Deferred tax asset	66,255	132,317	66,230
Total assets	1,033,022,440	984,551,856	1,058,150,951
LIABILITIES AND EQUITY			
Liabilities			
Deposits from customers	935,182,027	894,268,362	954,450,743
Trade and other payables	32,253,730	18,705,458	31,034,029
Income Tax payable	726,122	565,792	354,107
Total Liabilities	968,161,878	913,539,611	985,838,879
Shareholders' equity			
Stated Capital	24,871,739	24,871,739	24,871,739
Statutory Reserve	12,967,702	11,443,417	12,967,702
Other Reserves	7,885,613	24,198,426	17,667,931
Retained Earnings	19,135,507	10,498,663	16,804,700
Total shareholder's equity	64,860,561	71,012,245	72,312,072
TOTAL LIABILITIES AND EQUITY	1,033,022,440	984,551,856	1,058,150,951

Grenada Co-operative Bank Limited
Statement of Income
For the period ended December 31, 2018

	UNAUDITED THREE MONTHS ENDED	UNAUDITED THREE MONTHS ENDED	AUDITED YEAR ENDED	AUDITED YEAR ENDED
	31-Dec-18	31-Dec-17	30-Sep-18	30-Sep-17
Interest income	8,808,311	7,935,539	32,206,635	30,979,746
Interest expense	(1,921,968)	(1,960,787)	(7,767,765)	(8,886,848)
Net interest income	6,886,344	5,974,752	24,438,870	22,092,898
Other operating income	6,746,830	7,444,991	27,652,492	23,824,861
	13,633,174	13,419,744	52,091,362	45,917,759
Impairment charge for credit losses	-	2,325,796	5,161,453	5,135,265
Operating expenses	10,557,086	8,765,759	36,164,863	31,123,092
	10,557,086	11,091,554	41,326,316	36,258,357
Operating profit before income tax	3,076,088	2,328,189	10,765,046	9,659,402
Income tax expense	(745,280)	(565,792)	(3,143,607)	(2,926,601)
Net profit after tax	2,330,808	1,762,398	7,621,439	6,732,801

Grenada Co-operative Bank Limited
Statement of Comprehensive Income
For the period ended December 31, 2018

	UNAUDITED THREE MONTHS ENDED	UNAUDITED THREE MONTHS ENDED	AUDITED YEAR ENDED	AUDITED YEAR ENDED
	31-Dec-18	31-Dec-17	30-Sep-18	30-Sep-17
Net profit after tax	2,330,808	1,762,398	7,621,439	6,732,801
Items that are or may be reclassified subsequent to profit or loss				
Net movement in fair value reserve	(9,409,178)	1,677,367	(2,881,848)	3,888,643
Items that will not be reclassified to profit or loss				
Movement in re valuation reserve	-	-	-	10,271,959
Net loss on investments in equity instruments designated at fair value through other comprehensive income	(373,140)	-	-	-
Total comprehensive income	<u>(9,782,318)</u>	<u>1,677,367</u>	<u>(2,881,848)</u>	<u>14,160,602</u>
Total comprehensive income attributable to:				
Owners of company	<u>(7,451,510)</u>	<u>3,439,765</u>	<u>4,739,591</u>	<u>20,893,403</u>

Grenada Co-operative Bank Limited
Statement of Cashflows
Period ended December 31st, 2018

	UNAUDITED THREE MONTHS ENDED 31-Dec-18	UNAUDITED THREE MONTHS ENDED 31-Dec-17	AUDITED YEAR ENDED 30-Sep-18	AUDITED YEAR ENDED 30-Sep-17
Cash flows from Operating Activities				
Net profit for the year	2,330,808	1,762,398	7,621,439	6,732,801
Adjustments for:				
Depreciation	730,078	644,374	2,844,135	2,568,710
Net interest income	(6,927,649)	(5,974,752)	(24,438,870)	(22,092,898)
Net impairment loss on loans and advances to customers	-	2,325,796	5,161,453	5,135,265
Gain/loss on disposal of property and equipment	-	(35,099)	54,141	-
Dividend income	(192,038)	-	(1,169,409)	(915,543)
Income tax	726,122	565,792	3,143,607	2,926,601
	(3,332,679)	(711,491)	(6,783,504)	(5,645,064)
Change in other assets and prepayments	(6,143,293)	(20,487,401)	(3,985,260)	(10,164,614)
Change in loans and advances to customers	(22,921,972)	(12,076,588)	(72,767,530)	(31,154,020)
Change in deposits from customers	(19,228,503)	5,570,755	66,162,367	121,229,178
Change in trade and other payables	1,219,700	8,621,837	20,950,408	2,520,065
Cash generated from operations	(50,406,747)	(19,082,889)	3,576,481	76,785,545
Interest received	8,771,035	6,740,794	34,120,910	30,023,453
Interest paid	(1,962,181)	(1,753,941)	(8,383,842)	(9,810,247)
Income tax paid	(354,107)	(2,676,247)	(4,893,045)	(784,923)
Net cash from operating activities	(43,952,000)	(16,772,283)	24,420,504	96,213,828
Cash flows from investing activities				
Acquisition of investment securities	17,113,032	(18,486,638)	(61,521,829)	(93,820,608)
Dividends received	192,038	-	1,169,409	915,543
Proceeds from sale of property and equipment	-	35,100	(6,063,702)	(3,340,584)
Acquisition of property and equipment	(1,340,933)	(2,328,723)	61,907	-
Net cash used in investing activities	15,964,137	(20,780,261)	(66,354,215)	(96,245,649)
Cash flows from financing activity				
Dividends paid	-	-	(1,140,000)	(836,000)
Net cash used in financing activity	-	-	(1,140,000)	(836,000)
Net decrease in cash and cash equivalents	(27,987,863)	(37,552,544)	(43,073,711)	(867,821)
Cash and cash equivalents - beginning of year	136,541,761	179,615,472	179,615,472	180,483,293
Cash and cash equivalents - end of year	108,553,898	142,062,928	136,541,761	179,615,472

Grenada Co-operative Bank Limited
Statement of Changes in Equity
For the period ended December 31, 2018

	Stated Capital	Statutory Reserve	Other Reserves	Retained Earnings	Total Equity
Unaudited period ended December 31, 2018					
Balance at October 1, 2018	24,871,739	12,967,702	17,667,931	16,804,700	72,312,072
Total comprehensive income for the period	-	-	(9,782,318)	-	(9,782,318)
Net profit for the period	-	-	-	2,330,808	2,330,808
Balance at December 31, 2018	24,871,739	12,967,702	7,885,613	19,135,508	64,860,562
Unaudited period ended December 31, 2017					
Balance at October 1, 2017	24,871,739	11,443,417	22,521,059	9,876,266	68,712,481
Total comprehensive income for the period	-	-	1,677,367	-	1,677,367
Net profit for the period	-	-	-	1,762,397	1,762,397
Dividends paid	-	-	-	(1,140,000)	(1,140,000)
Balance at December 31, 2017	24,871,739	11,443,417	24,198,426	10,498,663	71,012,245
Audited year ended September 30, 2018					
Balance at October 1, 2017	24,871,739	11,443,417	22,521,059	9,876,266	68,712,481
Total comprehensive income for the period	-	-	(2,881,848)	-	(2,881,848)
Net profit for the period	-	-	-	7,621,439	7,621,439
Increase in statutory reserve	-	1,524,285	-	(1,524,285)	-
Net movement in other reserves	-	-	(1,971,280)	1,971,280	-
Dividends paid	-	-	-	(1,140,000)	(1,140,000)
Balance at September 30, 2018	24,871,739	12,967,702	17,667,931	16,804,700	72,312,072