

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: musa.jasat@rbc.com

Financial year-end: October 31 2018
(month) (day) (year)

Contact person(s): Musa Jasat

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 Ltd. operates within the banking and financial services sector 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 | | | |
| | | | |
| | | | |
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| | | | |

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

| TYPE/CLASS | No. OF SHARES |
|---------------------------------|----------------------|
| ORDINARY SHARES OF NO PAR VALUE | 50,000,000 |
| | |
| | |
| | |

b) Issued

| TYPE/CLASS | No. OF SHARES |
|---------------------------------|----------------------|
| ORDINARY SHARES OF NO PAR VALUE | 20,178,995 |
| | |
| | |
| | |

c) Outstanding

| TYPE/CLASS | No. OF SHARES |
|---------------------------------|----------------------|
| 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:

| Name: Address: | Class of Shares: | No. of Shares: | % of Total |
|--|-------------------------|---------------------------|-------------------|
| RBTT Bank Caribbean Ltd 81 SOUTH RIVER ROAD, KINGSTOWN, ST. VINCENT | Ordinary | 12,526,771 | 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 | 6% |
| | | | |
| | | | |
| | | | |

- (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* |
|---------------------------|-----------------------------|-----------------------------|--|------------------------|
| N/A | | | | |
| | | | | |
| | | | | |
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* Current holding of shares if conversion option were exercised.

9. Name and Address of Parent

| Name: | Address: | Country of Incorporation: | Countries of Registration (where applicable) | Name of the Exchange(s) on which the company's securities are listed: |
|--------------|-----------------|----------------------------------|---|--|
| 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)

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

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

| Name: | Address: | Name of the Exchange(s) on which the company's securities are listed: |
|-------------------|-----------------|--|
| 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:

Musa Jasat

Musa Jasat

Digitally signed by Musa Jasat
Date: 2019.03.01 12:17:43 -04'00'

Signature

February 28, 2019

Date

Name of Director:

Richard Downie

Richard Downie

Signature

February 28, 2019

Date

Name of Corporate Secretary:

Sharon Keshwah-Charles

Sharon Keshwah-Charles

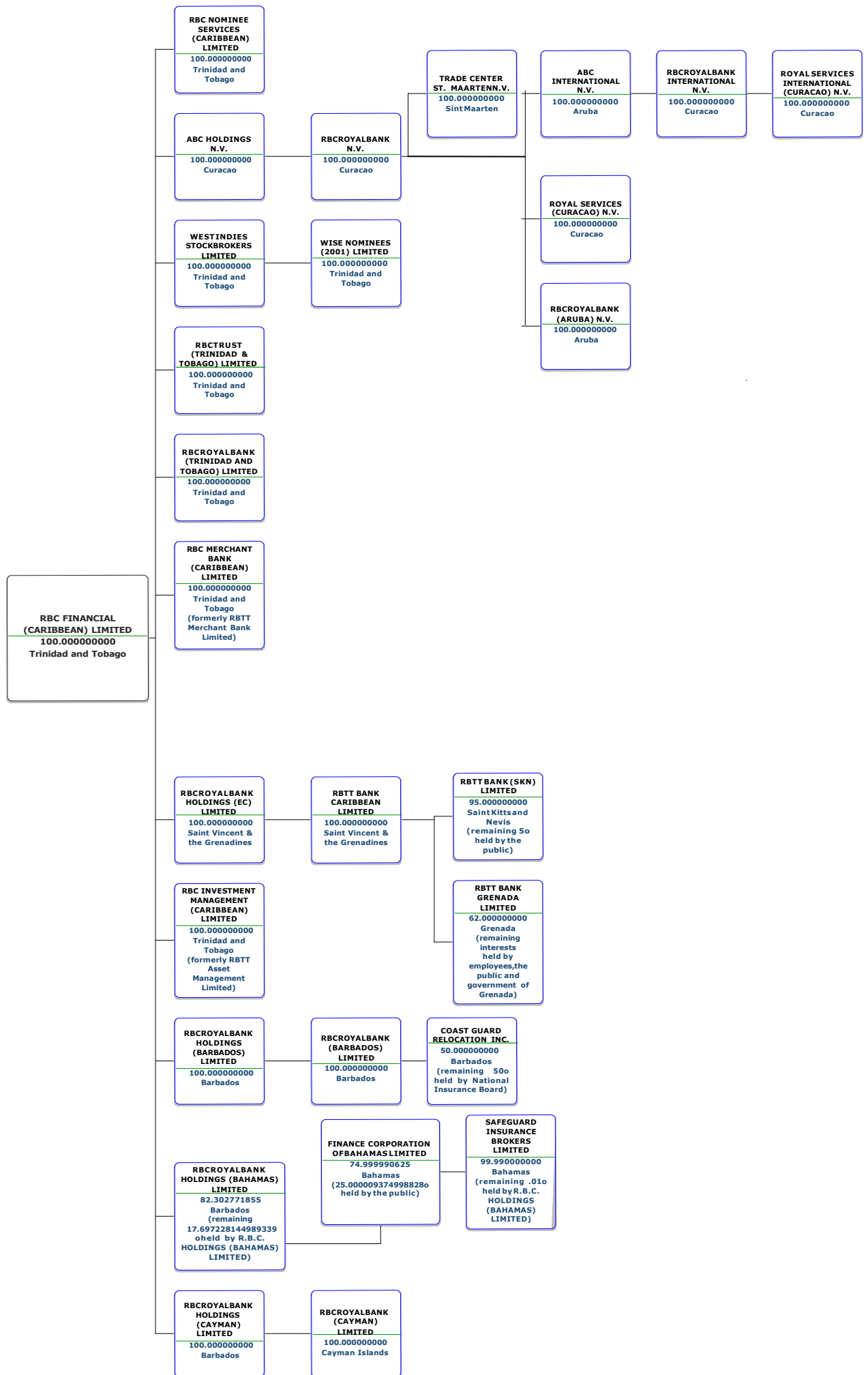
Signature

February 28, 2019

Date



**ORGANIZATIONAL STRUCTURE OF RBC
CARIBBEAN SUBSIDIARIES - as at February 28, 2019**



1. OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Country Manager

Name: **Mr. Musa Jasat**

Age: 45

Mailing Address: RBTT BANK GRENADA LIMITED

P O BOX 4,

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.

Nov 2015 to present - Country Manager – RBTT Bank Grenada Ltd

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

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

Midwestern State University(TX)/ St. George's University – Bachelors in Business Administration with a major in Accounting.

Institute of Canadian Bankers – Letters of Accomplishment with honors

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.

Name: **Isaac Solomon**

Position: Managing Director - Eastern Caribbean

Age: 54

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.

-
- 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

 - 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.

 - 2006-2011 – Country Head – RBTT Bank Caribbean Limited- St. Vincent & the Grenadines. Country Head’s role was to develop effective sales force and in market service capability to maximize revenue and provide superior client experience. The role also required leading the implementation of strategic initiatives and market opportunities.
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Education (degrees or other academic qualifications, schools attended, and dates):

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

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

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

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

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.

Name: **Karlene Thompson Bishop**

Position: Banker, Senior Manager - Service Delivery Operations Support – RBC Royal Bank (Trinidad and Tobago) Limited

Age: 51

Mailing Address: 6 Blue Diamond Villas, Off St. Lucien Road, Diego Martin, Trinidad

Telephone No.: (H) 868-318-8888 (C) 868-482-4750

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

Employed with RBC since 1989. Positions held in the last 5 years:

Aug 2017 – Current – Senior Manager Service Delivery Operations Support

Responsible for Operations and Service daily operations as well as special projects for Service Delivery – South. This position functions as the primary conversion coordinator, responsible for establishing service standards for new work, as well as the development and integration/implementation of new initiatives/activities (i.e. Service Level Agreements, planning/implementation guidelines). Leads and directs Operations initiatives with Service Delivery – South staff including Senior Management, managing Service Delivery – South’s business plan, operational risk mitigation and enhancing the client experience. Provides direction relative to the identification of process and efficiency improvements and is a source of expertise for the management of risk according to internal, local, and international regulatory guidelines.

November 2014 – July 2017 – Senior Manager Transaction Service Centre:

Leads a team responsible for consistent and effective day-to-day execution of a variety of activities consistent with a high volume processing operation. Responsible for providing a clear line of sight for the client experience, while ensuring adherence to operational risk, compliance and AML requirements.

June 2012 – October 2014 –Senior Manager Personal Service Centre:

Lead and manage Personal Service Centre Caribbean Banking processes and services. Directly responsible for consistent and effective day-to-day execution of the following activities: credit verification, credit processing, collateral verification and management, and other sundry Lending Service Centre Caribbean Banking processes.

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

Diploma – Business Administration from Wilfrid Laurier University – Roytec Campus 1994

Also a Director of the company [X] 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: **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: 71 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.

Currently : Deputy Chairman – National Insurance Scheme, Chairman – Housing Authority of Grenada

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

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

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

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

Name: **Ronald Anthony Peters**

Position: Non-Executive Director, RBTT Bank
Grenada Limited

Age: 63 Mailing Address: Hilltop, Calivigny, St Georges,
Grenada

Telephone No.: 473 407 2579

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

Currently - Assistant Professor – School of Arts and Science, St. Georges, Grenada

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

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

Use Additional Sheets if Necessary

Name: **Richard Downie**

Position: **Director/Chairman**

Age: **54**

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.

January 2012 – Present RBC Financial Caribbean Limited.

Head 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. Oversees operations in eight (8) service centres for transactional, personal, business banking services and cash operations across 4 jurisdictions. Ensure adherence to policies/procedures across regions; achievement of SLAs; oversees and supports effective communications between regions.

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

2006–2007 University of Wisconsin/BAI Madison, USA.

BAI Graduate School of Retail Banking – Diploma with *Great Distinction*.

1997–2000 Institute of Business - UWI St. Augustine.

Executive Masters in Business Administration.

1992–1995 University of the West Indies St. Augustine.

Masters of Science, Computer Science.

1984–1987 University of the West Indies St. Augustine.

Bachelor of Science, Computer Science & Mathematics, Upper Second Class Honors.

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.

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:

Not Applicable

Use additional sheets if necessary.