

## ISSUER REGISTRATION STATEMENT Section 97(2) (3) (4) of the Securities Act 2001

## **REGISTRATION STATEMENT RS-1**

Select One: [ ]	Initial Registration	[X]	Annual Registration	[]	Issue of Securities
EASTE	ERN CARIBBEA	номі	E MORTGAGE BAN	K (EC	СНМВ)
(Exact	name of Company	y as set fo	orth in Certificate of I	ncorpo	oration)
Place and date of in	corporation:	GREN	IADA / 27 <sup>th</sup> May 1994	4	
Street and postal ad-	dress of registered	office:			
C/o ECCB AGENO	CY OFFICE, MO	NCKTO	ON STREET, ST. GE	ORGI	E'S, GRENADA
Company telephone Fax number:	number: (869) 46				
Email address: info	o@echmb.com				
Financial year-end:	March 31, 2015 (month) (day)	<b>;</b>			
Contact person(s):	Randy Lewis Mortgage Bar	•	eral Manager, Eas	tern	Caribbean Home
Telephone number Fax number: Email address: <u>rle</u>		·			
Did the company fi 2001 during the pre			e filed by Sections 98 of	of the S	Securities Act of
[ X ] Yes	[ ] No				
Did the company fi preceding 12 month		red to be	e filed by the Compani	es Act	during the
[X]Yes	[ ] No				

### 1. Description of the Industry in which the Company Operates

The principal activity of the Bank is to buy and sell mortgage loans on residential properties, in order to develop and maintain a secondary market in mortgages.

- (a) to promote and maintain the availability of affordable home financing and to assist primary lenders to promote and maintain the availability of affordable home financing in the territories of Anguilla, Antigua and Barbuda, Commonwealth of Dominica, Grenada, Montserrat, St. Christopher and Nevis, Saint Lucia, Saint Vincent and the Grenadines (collectively referred to as "the participating Governments");
- (b) to establish and maintain an organized regional secondary market for mortgages in the form of a Common Home Mortgage Bank to increase the availability of mortgage credit and provide liquidity and flexibility to primary lenders in the territories of the participating Governments;
- (c) to promote and increase the efficient mobilization and allocation of long-term savings for investment in housing and to further the economic development of the territories of the participating Governments;
- (d) to develop the housing and home finance industry and to promote services and benefits to the industry by improving the efficiency and effectiveness of the mortgage underwriting process; and
- (e) to promote the growth and development of the money and capital markets and to enhance the monetary integration of the territories of the participating Governments.

The financial system in the ECCU is dominated by commercial banks, which account for more than 70% of total assets. The majority of the banks function as branch operations of large international banks. Most of the countries also have indigenous banks, for which domestic deposits comprise the major source of funds. During the decade of the 1990's the indigenous commercial banks emerged as formidable participants in the banking sector. They have invested large amounts of their funds in residential mortgages for new home construction, existing homes and land acquisition, as well as major home improvements. As a result, most commercial banks witnessed an increase in the percentage of their assets invested in mortgages.

Residential mortgage loans are originated in transactions between home buyers and mortgage lenders in the primary mortgage market. Historically, commercial banks, development banks and mortgage companies have been the primary providers of mortgage capital. On average the commercial banks hold about 25% of their loan portfolios invested in the housing sector, with funding provided mainly from short-term customers' deposits. The average term to maturity of these mortgages is 15 to 25 years. The asset-liability mismatch between borrowing and lending presents tremendous risks for the liquidity of commercial banks. The secondary market presents an alternative source of funding for mortgages originated by commercial banks.

ECHMB was established as an independent shareholder-owned and privately managed institution. Its mandate is to operate the secondary mortgage market by mobilizing resources for housing finance and providing support to primary lenders. The secondary mortgage market helps to accomplish the following important housing objectives:

- Correcting cross country imbalances of mortgage credit within ECCU by making funds available to capital deficient areas to finance new mortgage origination;
- Allowing primary lenders to originate mortgages for sale rather than to be kept on their books as portfolio investment; and
- Standardizing mortgage loans thereby attracting investors who traditionally have not invested in the primary market, thus strengthening the market.

The underlying premise of ECHMB's business is to serve as a source of liquidity for commercial banks. But equally important, is the responsibility to serve as an avenue for facilitating home ownership. In that regard, ECHMB has established partnerships with some institutions that have a similar vision of making mortgages more affordable to borrowers.

1. Exchanges on which the Company's Securities are Listed

Exchange(s)	Securities Type	No. of Shares	Valuation
	Eastern Caribbean Securities Exchange	N/A	
	Bonds		
	23 <sup>rd</sup> Bond Issue Tranche 1		27,637,000
	23 <sup>rd</sup> Bond Issue Tranche 2		18,770,000
	24th Bond Issue Tranche 1		21,505,000
1, 50	24th Bond Issue Tranche 2		31,200,000
	24th Bond Issue Tranche 3		30,000,000
	25th Bond Issue Tranche 1		24,984,700
	25th Bond Issue Tranche 3		30,000,000

### 2. Description of Securities Being Offered

N/A

## 3. Territories in which Securities are Being Offered

Territory	Effective Date
N/A	
	W W

# 4. Description of Share Capital

### a) Authorised

TYPE/CLASS	No. OF SHARES
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	No. OF SHARES
Class A	66,812
Class B	51,178
Class C	80,181
Class D	70,578

## c) Outstanding

TYPE/CLASS	No. OF SHARES	
Class A	66,812	
Class B	51,178	
Class C	80,181	
Class D	70,578	

#### 5. OFFICERS AND KEY PERSONNEL OF THE COMPANY

#### **EXECUTIVE OFFICERS**

Name: Randy Lewis

Position: General Manager

Age: Forty-one (41) years

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 the last five years. Give brief description of responsibilities. Include names of employers.

General Manager (Ag), ECHMB Manager, Corporate Finance, ECHMB **2012 - Present** 

2006 to 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):

Accredited Director, 2011 Institute of Chartered Secretaries and Administrators (ICSA) Associate of the Institute of Chartered Accountants 2011 The Institute of Chartered Accountants from England and Wales **Masters of Business Administration** 2009 University of Derby **Chartered Association of Certified Accountants (Fellow)** 2005 Association of Chartered Certified Accountants (ACCA) **Chartered Institute of Management Accountants (Associate)** 2004 Chartered Institute of Management Accountants (CIMA) **Chartered Association of Certified Accountants (Associate)** 2000

Also a Director of the company [ ] Yes [ X ] No

Association of Chartered Certified Accountants (ACCA)

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

Name: Shanna L. Herbert Position: Chief Financial Officer (Ag) Age: Thirty-one (31) Years 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 the past five years. Give brief description of responsibilities. Include names of employers. Chief Financial Officer (Ag), ECHMB December 2013 - Present September 2013 – December 2013 Accounting, ECHMB Financial Controller, ECHMB 2011 - 2013 Senior Auditor, PwC August 2008 - 2011 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): **Chartered Association of Certified Accountants (Associate)** 2008

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

Also a Director of the company [ ] Yes [ X ] No

#### 6. DIRECTORS OF THE COMPANY

Name: Hon Sir K Dwight Venner, KBE CBE Position: Governor, ECCB (1989 - Present)

Mailing Address:

Eastern Caribbean Central Bank, ECCB Complex, Bird Rock Road, Basseterre, St. Kitts

Telephone No.: (869) 465-2139

Positions held during the past five years.

Governor, Eastern Caribbean Central Bank

**Education:** 

BSc. Economics (Hons), UWI, Mona Campus, Jamaica 1969 MSc. Economics (Hons), UWI, Mona Campus, Jamaica 1970

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Name: Gordon Derrick Position: Managing Director, G.D.E.C. Ltd

(2004 - Present)

Mailing Address: P. O. Box 359, Lower Fort Road, St. John's, Antigua

Telephone No.: (268) 462 0471

Positions held during past five years.

General Secretary, Antigua and Barbuda Football Association

**Education:** 

MBA/Social Sciences, UWI Cave Hill, Barbados – 1999

B.Sc. /Mechanical Engineering, Florida Institute of Technology - 1990

Name: Dexter Ducreay Position: General Manager - A. C. Shillingford

& Co. Ltd. Dominica (2000- Present)

Mailing Address: P O Box 1870, Roseau, Dominica

Telephone No.: (767) 235 7788

**Education:** 

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

Positions held during past five years

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

Name: Sharmaine Francois Position: Asst General Manager, Bank of Montserrat Ltd

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)

### Positions held during past five years:

- Asst. General Manager BOML (2014- present)
- Corporate Diversification Manager/Consultant LUCELEC (2013-2014)
- Managing Director Financial Investment and Consultancy Services Limited (2011-2012)
- Business Development Manager OECS/Registered Principal First Citizens Investment Services (formerly CMMB) (2005-2010)

#### **Education:**

B.Sc Accounting & Statistics
Post Graduate Cert. Business Administration
Accredited Director

Name: Missi Pearl Henderson

Position: Chief Financial Officer, Dominica Social Security

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)

#### Positions held during past five years.

- Chief Financial Officer-Dominica Social Security
- Managing Director-Marpin 2K4 Ltd 2014 to Current
- Director-Marpin 2K4 Ltd Board-2014 to current.

#### **Education:**

**BA** in Accounting

### 7. SUBSTANTIAL SHAREHOLDERS

(a) Principal owners of the company (those who beneficially own more than 5% of the common and preferred stock 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:	Class of Shares:	No.	% of Total
Address:	Class of bliates:	of Shares:	70 OI 1 Ottai
Eastern Caribbean Central Bank	Class A	66,812	24.86
Central Co-operative Credit Union	Class D	20,500	7.63
CLICO International Life	Class D	20,000	7.44
Insurance Ltd			
Social Security Scheme, Dominica	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*
N/A				

<sup>\*</sup> Current holding of shares if conversion option were exercised.

8.	Name	and	Address	of Parent
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Name:	Address:	Country of Incorporation:	Countries of Registration (where applicable)	Name of the Exchange(s) on which the company's securities are listed:
N/A				
		·		

# 9. 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			
2000000000			

# 10. Name(s) and Address(es) of Affiliate(s)

Name:	Address:	Name of the Exchange(s) on which the company's securities are listed:
N/A		
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### **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.

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12/11/15
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Name of Corporate Secretary:

Ms Maria Barthelmy