

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

St Kitts Nevis Anguilla Trading and Development Company Limited
(Exact name of Company as set forth in Certificate of Incorporation)

Place and date of incorporation:
St Christopher and Nevis – January 08, 1973

Street and postal address of registered office:
P O Box 142, Fort Street, Basseterre, St Kitts

Company telephone number: **(869) 465-2511**

Fax number: **(869) 465-1099**

Email address: maritza.bowry@tdcgroupltd.com; earle.kelly@tdcgroupltd.com

Financial year-end: **January** **31** **2019**
(month) (day) (year)

Contact person(s): **Earle A. Kelly**
Maritza S. Bowry

Telephone number (if different from above): (____) _____

Fax number: (____) _____

Email address: _____

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**

Description of the Industry in which the Company Operates.

The Company was incorporated in 1973 to acquire and operate, as a going concern, the trading and other assets of JW Thurston and Company Limited and H F Wildy and Company Limited, companies associated with trading, development, agriculture and finance for over 150 years. In 1974, the Company purchased substantial trading stocks and agencies from A M Losada Limited, thereby consolidating its trading base.

The Company owns all of the land and buildings from which its trading businesses are conducted and has developed a wide range of businesses in construction materials, general hardware, vehicles and spares, agricultural products, home furnishings, school and office equipment and supplies and maritime services.

Over the years, the Company has purchased and established several subsidiaries through which it has diversified its operations. The Group includes subsidiary companies that provide specialized services such as aircraft handling, auto rentals and hire purchase financing, general and life insurances, real estate development, hotel operations, group tours and mortgage and consumer financing.

In addition to being a trader, the company is also a holding company for investments in various subsidiaries and associated companies.

The Company was re-registered under the Companies Act of 1996 and is permitted to increase or reduce its stated capital, redeem or purchase any of its shares, or issue any part of capital.

2. **Exchanges on which the Company's Securities are Listed**

Exchange(s)	Securities Type	No. of Shares	Valuation
Eastern Caribbean Securities Exchange	Ordinary	52,000,000	

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	N/A

5. Description of Share Capital

a) Authorised

TYPE/CLASS	No. OF SHARES
Ordinary	500,000,000 (EC\$1 each)

b) Issued

TYPE/CLASS	No. OF SHARES
Ordinary	52,000,000
(EC\$1.00 par)	

c) Outstanding

TYPE/CLASS	No. OF SHARES
N/A	N/A

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Earle A. Kelly
Age: 59
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Kelly was named Chairman/CEO effective February 01, 2014. He became Group Finance Director in 2002; Executive Director in 2000.

He is currently the Managing Director of St Kitts Masonry Products Limited.

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

Bachelor of Arts in Accounting -University of the Virgin Islands (1981-1984)
Masters in Business Administration – University of the West Indies, Cave Hill (1997-1999)

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Ernie A. France
Age: 51
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. France became a Group Director in 2007. He is the former General Manager of the company's operations in Nevis and a Director of several companies in the Group.

He is a Director on the Board of the Nevis Tourism Authority.

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

Bachelor in Business Administration -University of the Virgin Islands (1994)
Associates Degree in Data Processing – University of the Virgin Islands (1994)

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Glenville R. Jeffers
Age: 53
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Jeffers was appointed as a Group Executive Director, February 01, 2011 and is also a Director of several companies in the Group.
He is a past President of the St Kitts Amateur Athletic Association and is currently Secretary General of the St Kitts Nevis Olympic Committee.

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

Bachelor in Business Administration (with concentration in Public Accounting) – Pace University, New York

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Maritza S. Bowry
Age: 45
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Ms. Bowry is currently the Finance Director of the TDC Group and was appointed on June 15, 2015. On February 1, 2014 she was appointed as Chief Financial Officer.

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

Bachelor of Science in Accounting – University of the West Indies (1996)
Masters in Business Administration – UNCC, (2000)
Certified Public Accountant (CPA) (2014)

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.

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Director
Name: Nicolas N. Menon
Age: 50
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Menon became a Group Director in 2000. He is currently the President of the St Kitts Tourism Authority.

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

Bachelor of Science in Accounting – University of Liverpool (1990)
Masters in Business Administration – Cranfield University, London (1990)

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: Wendell Lawrence	Position: Director
Age:	61
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Lawrence was appointed as a Director on January 01, 2019.
He is past Chairman of the Caribbean Governance Consultants Inc; former Financial Secretary of St Kitts and Nevis; Former Assistant Comptroller of Inland Revenue; Former Director of Audit (Auditor General of St Kitts and Nevis
Mr. Lawrence is an experienced policy adviser to institutions in the public and private sectors across the region

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

Master of Science (Financial Economics) – University of London (1999-2001)
Maser of Science (Accounting) – University of the West Indies (1980-1982)
Bachelor of Science (Management Studies) – University of the West Indies (1976-1979)
Certified Public Accountant (Colorado State 1987)

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Kachi Armony Position: Director
Age: 40
Mailing Address: P O Box 142, Fort Street, Basseterre
Telephone No.: 1-869-465-2511

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

Mr. Armony was appointed as a Director, January 01, 2019
Mr. Armony is a Strategic Consulting Team Lead at Dataprise Inc, USA and has considerable
experience in technology operations and program management.

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

Bachelor of Computer Science – Dalhousie University, Canada

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Owen N. Brisbane	Position: Director
Age:	54
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Brisbane was appointed as Director on November 21, 2014. He is an Architect and has established the firms of N Brisbane & Associates and Brisbane McGrath Engineering Consultants.

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

Bachelor of Science (Industrial Engineering) – University of the West Indies (1986)
Maser of Science (Construction Engineering) – Loughborough University of Technology, England (1989)
Institute of Civil Engineers, Law and Contract Procedure – (London 1989) Papers 1 & 2

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Dennis M. Morton	Position: Director
Age:	69
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Morton became a Group Executive Director in 1983. He retired as Chairman on February 01, 2014.
He is currently a Director of St Kitts Masonry Products Ltd and a Director on various boards within the TDC Group.
Mr Morton is also Deputy Chairman of the Eastern Caribbean Securities Exchange and Deputy Governor General.

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

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Melvin R. Edwards	Position: Director
Age: 67	
Mailing Address: P O Box 142, Fort Street, Basseterre	
Telephone No.: 1-869-465-2511	

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

Mr. Edwards became a Group Director in 2005. He is an experienced Management Consultant, a capacity in which he advises several regional and international institutions and governments.

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

Master of Science (Economics) – University of Wales, UK (1978)

Bachelor of Arts (Hons) – University of the West Indies (1971)

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Charles L.A. Wilkin	Position: Director
Age:	70
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Mr. Wilkin was appointed as a Director of the company in 1978. He became a Barrister at Law in 1971 and is a Senior Partner in the law firm of Kelsick Wilkin and Ferdinand since 1998.

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

Master of Arts – Cambridge University (1970)

Barrister at Law – Lincolns Inn London (1971)

Use additional sheets if necessary

7.

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Myrna R. Walwyn	Position: Director
Age:	64
Mailing Address:	P O Box 142, Fort Street, Basseterre
Telephone No.:	1-869-465-2511

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

Ms. Walwyn became a Group Director in 2000. She became a Barrister-at-Law in 1980 and is a Senior Partner at the law firm of Myrna Walwyn & Associates.

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

Bachelor of Science (Social Sciences)

Master of Arts— Law and Sociology

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
Jacques Cramer	Ordinary	5,040,960	9.69
(Mr. Cramer served as a Director Until his death on March 28, 2018)			

- (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	N/A	N/A	N/A	N/A

* 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:
St Kitts Nevis Anguilla Trading & Dev Co Ltd	Fort Street Basseterre	St Kitts	St Kitts	ECSE

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
			N/A
			N/A

(Please See Note 14 Pages 84 and 85 of the Annual Report)
The Subsidiary Companies are not listed on the Exchange.

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

Name:	Address:	Name of the Exchange(s) on which the company's securities are listed:
St Kitts Masonry Products Ltd	Canada Estate, St Kitts	N/A
Malliouhana-Anico Insurance Company Ltd	Anguilla	N/A
Port Services Ltd	Unit A11, The Sands Complex, Basseterre, St Kitts	N/A

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:

Name of Director:

Earle A. Kelly

Maritza S. Bowry

Signature



14, June 2019
Date

Signature



14 June 2019
Date

Name of Corporate Secretary:

Warren Z. Moving



Signature

14 June 2019
Date