Schedule 2

ISSUER REGISTRATION STATEMENT Sections 97(2), 97(3) and 97(4) of the Securities Act, 2001

FORM RS – 2

| Select (| One: Ann | ual Registration | Issue of Sec | curities |
|--|---------------------|---------------------------|----------------------|----------|
| AN | TIGUA CO | MMERCIA | L BANK LT | D. |
| (Exact 1 | name of Company | as set forth in Ce | rtificate of Incorpo | oration) |
| Place and date of inc Antigua and Barbuda - Octob | - | | | |
| Street and postal add | ress of registered | office: | | |
| Thames & S | t. Mary's S | treets, P.O | . Box 95 | |
| St. John's, A | ntigua | | | |
| Company telephone i | number: (268) | 481-4200 | /1/2/3 | |
| | 481-422 | | | |
| Email address: ac | b@acbonli | ne.com | | |
| Financial year-end: | September | 30 | 202 | 20 |
| , , , , , , , , , , , , , , , , , , , | (month) | (day) | (y | vear) |
| Contact person(s): | Rhodette | F.C. Paige | | |
| • | Legal Counsel/0 | Corporate Secreta | ary | |
| Telephone number (i | f different from at | ove): (268 ₎ 4 | 81-4330 | |
| Fax number: (268 | 3, 481-433 | 6 | | - |
| | owne@acbonlir | | | |

| Did the company file all repoduring the preceding 12 mon | orts required to be filed by Section 98 of the Securities Act, 2001 ths? |
|--|--|
| ✓ Yes | No |
| Did the company file all repopreceding 12 months? | orts required to be filed by the Companies Act during the |
| ✓ Yes | No |

| Exchanges on which the Co | ompany's Securities are 1 | Listed | |
|--|---------------------------|---------------|------------|
| 0 | | No. of | |
| Exchange(s) | Securities Type | Shares | Valuation |
| Not Applicable | | | |
| | | | |
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| | | | |
| Description of Securities B | eing Offered (including | who is the Is | suer and w |
| Offeror of the Securities) | | | |
| lot Applicable | | | |
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| | | | |
| Territories in which Securi | | | |
| Territories in which Securi Territory | | Effective | Date |
| | y | Effective | Date |
| Territory | y | Effective | Date |

5. Description of Share Capital

a) Authorised

| TYPE/CLASS | No. OF SHARES |
|------------|---------------|
| Ordinary | 150,000,000 |
| | |
| | |
| | |
| | |

b) Issued

| TYPE/CLASS | No. OF SHARES |
|------------|---------------|
| Ordinary | 10,000,000 |
| | |
| | |
| | |
| | |

c) Outstanding

| TYPE/CLASS | No. OF SHARES |
|------------|---------------|
| Ordinary | 140,000,000 |
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80EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

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| MBA Finance- Manc | hester Business School 2006. 2007 |
| ACIB- (Associate Ch UK)-1996 -1999 | ance -University of Manchester 1996-1999 eartered Institute of Bankers)- IFS (institute of financial services |
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| • | ntigua Commercial Bank-responsible for the leading and directing operations of the implementation of its strategic priorities- October 1, 2018 to present |
| Current Role: | |
| Previous Roles 1. Deputy Managing ECFH - January 2015 to | g Director BOSL April 2017 to August, 2018; 2.Chief Operations Officer- GM Corporate Services March 2017; 3. Assistant GM- BOSL- October 2006 to December, 2014 |
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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Narcisse Moise Position: Senior Manager - Credit

Age: 47

Mailing Address: Friars Hill, St. John's, Antigua

Telephone No: (268) 481-4234; 464 4234

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

Corporate Manager – CIBC FirstCaribbean International Bank (February 2006 to January 2019) Responsibilities:

- Ensure that financial objectives are achieved by agreed timeline
- Ensure that all credit submissions are of the highest quality with all identified risks mitigated
- Visit customer's place of business at least twice annually
- Maintain credit conversion pipeline above 80%
- Ensure that total portfolio delinquency does not exceed 5%
- Consistently deliver exceptional customer experience
- Ensure that all customer complaints are addressed within 48 hours
- Ensure that all required documentation, security and risk management are in in place to ensure satisfactory audit rating

Senior Manager – Credit – Antigua Commercial Bank (February 2019) Current Responsibilities:

- 0 1 1 1 1
 - Contribute positively to ensure that all business targets are achieved
 - Ensure that Corporate, Commercial, Consumer, Credit Card and Recoveries portfolios are profitably managed within established risk parameters
 - Ensure that total delinquency does not exceed 5% of portfolio
 - Ensure that all required documentation, security and risk management systems are in place to ensure satisfactory audit rating
 - Ensure that all operational goals are achieved within agreed timelines
 - Ensure that all risk managements goals are achieved within agreed timelines
 - Responsible for the institutionalization and implementation of exceptional customer service standards
 - Engender the spirit of team work and a results-driven culture, equity in the distribution of tasks,

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

Bsc Management & Sociology – University of the West Indies (1997 – 2000) Msc Finance – Leicester University (2004 -2010)

| Also a Director of the company | [] Yes | [X] No |
|---|------------------|---|
| If retained on a part time basis, indi- | cate amount of t | ime to be spent dealing with company matters: |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Peter N. As | Ashe Position: Manager - ACB Mortgage & Trust Company Limited | | |
|---|--|--|--|
| | Age: _56 | | |
| | years | | |
| Mailing Address: | Friars Hill Road. St. John's Antigua | | |
| | | | |
| Telephone No.: | (268) 481-4311/764-4315 | | |
| • | g past five years (including names of employers and dates of employment). on of current responsibilities. | | |
| Manager, ACB Mo | ortgage and Trust Company Limited- June 2006 to present | | |
| Provide strong sup | port to the Board of Directors by spearheading the planning and establishing of the | | |
| goals and targets of | of the Company to ensure the profitable and effective management, control and/or | | |
| growth of the asset | s of the Company; Responsible for the operations of the Company. | | |
| Education (degrees or other academic qualifications, schools attended, and dates): | | | |
| Bachelor's in Acco | ounting – State University , | | |
| Diploma in International Trust Management (ITM), TEP | | | |
| | | | |
| Also a Director of t | he company [] Yes [X] No | | |
| If retained on a part time basis, indicate amount of time to be spent dealing with company matters: | | | |
| Not Applicable | | | |
| Use additional she | ets if necessary. | | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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Chief Internal Auditor at Antigua Commercial Bank- August 2006 to present. Responsibilities are as follows:

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November 2011 - The Chartered Institute of Bankers in Scotland

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March 2009 – Florida International Bankers Association & Florida International University

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Sidlow Frank Position: Manager - Information Systems | | | |
|--|-------------------------------------|--|--|
| | Age:45 years | S | |
| Mailing Address:P.O. Box 365 | 50 , Herbert's Estate, St. John' | s, Antigua | |
| Telephone No.: <u>(268)764-4371 /481-43</u> | 371 | | |
| List jobs held during past five years (incl Give brief description of <u>current</u> respons | | ates of employment). | |
| Manager - Information Systems Network Administrator/LAN Analyst - responsible for communications and tec | _ | June 2016 to Present January 2006 to May 2016 etwork and systems support | |
| Education (degrees or other academic qu | alifications, schools attended, and | l dates): | |
| BSc Computer Information Systems - An | ndrews University Berrien Spring | gs, MI (1998 – 2002) | |
| Also a Director of the company [] If retained on a part time basis, indicate a Not Applicable | | g with company matters: | |
| Use additional sheets if necessary. | | | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: <u>Heidi Weste</u> | Position: Manager- Corporate Banking |
|--|--|
| | Age: <u>40</u> |
| Mailing Address: | P.O. Box W1762, Scott's Hill, St. John's, Antigua |
| Telephone No. | 268-481-4160/764-7401 |
| Give brief description | oast five years (including names of employers and dates of employment). of <u>current</u> responsibilities. |
| May 2019 to present- Corporate Banking De | Manager- Corporate Banking- Manages the Corporate Loans Portfolio and epartment |
| Experience August 2018- April, 2019 | Manager- Retail Lending & Recoveries |
| | To provide strong support to the Senior Manager Credit by managing the Consumer Lending, Securities and Maintenance and Recoveries Units profitably and effectively |
| April 2013- July 2018 | Corporate Accounts Executive |
| | |

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Cwi wwv4233 Certified Risk and Compliance Management Professional (CRCMP)

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Sharon Nathaniel Position: | Manager -Risk and Compliance |
|--|---|
| Age:5 | 4 years |
| Mailing Address: <u>Mount Pleasant, St. John's ,Antigua</u> | |
| Telephone No.: (268) 464-4181 /481-4195 | |
| List jobs held during past five years (including names of emplo Give brief description of <u>current</u> responsibilities. | oyers and dates of employment). |
| Manager- Risk & Compliance- December 2019 to present | w |
| -Manages the Risk & Compliance Department and exercises of Bank's Enterprise Risk Management Programme | oversight over the |
| Acting Manager- Risk & Compliance- May 2019 to November | er 2019 Corporate |
| Accounts Executive - July 2010 to April, 2019 | |
| Education (degrees or other academic qualifications, schools attend | led, and dates): |
| The University of Leicester - Masters in Business Ad The University of the West Indies - Diploma in Mana The University of the West Indies - Administrative (I (2000) Chartered Institute of Bankers Banking Certificate (19) | gement (Distinction) (2001) Professional) Secretaries Certificate |
| - Chartered institute of Dankers Danking Certificate (13 | 799) |
| Also a Director of the company [] Yes [X] No | |
| If retained on a part time basis, indicate amount of time to be s | pent dealing with company matters: |
| Not Applicable | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Sherene Bir | Position: <u>Human Resources Executive</u> |
|---|--|
| Mailing Address: | Age:53 years Friar's Hill, P.O. Box 2735, St. John's, Antigua |
| - | (268) 464-4240/481-4240 g past five years (including names of employers and dates of employment). |
| Give brief description | on of <u>current</u> responsibilities. |
| manager related i Training are develop | sources Executive- Antigua Commercial Bank - August, 2015 to present is the HR Department and is mainly responsible for dealing with HR and premises assues for the Group Ind Development Manager- Sandals Grande Resort - 2001 to July 2015 and deliver training programs; supervise internship Programs and Hospitality by Programs |
| Education (degrees | or other academic qualifications, schools attended, and dates): |
| MSc -Research and | Development Studies –University of the West Indies Jamaica |
| BSc-Government – | University of the West Indies –St. Augustine |
| If retained on a part | he company [] Yes [X] No time basis, indicate amount of time to be spent dealing with company matters: |
| | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

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Antigua Commercial Bank- Project Manager – March 1, 2017 to present

Responsible for ensuring the Bank's projects are managed within time and budget and that process adhere to acceptable project management methodologies such as PRINCE2 or PMI.

LIAT (1974 Ltd-January 6, 2014 to February 24, 2017- Network Administrator

LIME/CW Jan 2009 to October 31, 2013- Regional Project Manager

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EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: LOIS TEAGUE | Position: ASSISTANT MANAGER – CUSTOMER |
|--|--|
| | RELATIONS & SERVICE QUALITY |
| | Age: 50 YEARS |
| Mailing Address: CROSBIES, ST. JOHN | i'S, ANTIGUA |
| Telephone No.: (268) 461-4197/ 464-41 | 97 |
| List jobs held during past five years (including Give brief description of <u>current</u> responsibility). | g names of employers and dates of employment). |
| 2016 to present 1. TO MANAGE ALL ASPECTS BRANCH; 2. TO BE THE "BANKER" OF T RESPONSIBLE FOR REVIEW OVERALL EFFICIENCY. | ER RELATIONS & SERVICE QUALITY- December, OF RETAIL BANKING AT THE VILLAGE WALK THE BUSINESS PROCESS RE-ENGINEERING TEAM- VING ALL CURRENT PROCESSES TO IMPROVE OR – ANTIGUA COMMERCIAL BANK- 2007 TO 2016 – |
| Education (degrees or other academic qualific | cations, schools attended, and dates): |
| POST GRADUATE DIPLOMA IN BANK UNIVERSITY OF LEICESTER. ENGLA | KING & FINANCIAL SERVICES FROM THE AND. |
| Also a Director of the company [] Yes | [X] No |
| If retained on a part time basis, indicate amou | ant of time to be spent dealing with company matters: |

NOT APPLICABLEUse additional sheets if necessary.

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: | Marketing & Corporate Communications Position: | s Manager |
|--------------------------------|---|-----------|
| | Age: | |
| Mailing Address: | | |
| _ | | |
| - | | |
| Telephone No.: | | |
| | ive years (including names of employers and dates of | |
| | escription of <u>current</u> responsibilities. | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| Education (degrees or other | r academic qualifications, schools attended, and dates): | |
| | | |
| | | |
| | | |
| | | |
| Also a Director of the comp | pany [] Yes [] No | |
| If retained on a part time ba | asis, indicate amount of time to be spent dealing with company matters: | |
| Use additional sheets if neces | ssary. | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: <u>Trevor Smith (Jr)</u> Position: <u>Finance & Accounting Officer</u>

Age: 28

Mailing Address:

Gray's Hill

St. John's

Antigua

Telephone No.: (268) 481-4241/(268) 464-4241

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

- 1. Aug 2014 Dec 2018 Grant Thornton Antigua LLP External Auditor
- 2. Jan 2019 Nov 2019 Grant Thornton UK LLP External Auditor
- 3. Nov 2019 Current Antigua Commercial Bank Finance & Accounting Officer

Current Responsibilities

- 1. Assist in monitoring the Company performance monthly and quarterly as required
- 2. Prepare management accounts on a monthly basis, conducting variance analysis, reviewing results and making recommendations before submission to the board.
- 3. Accurate and timely preparation and submission of financial reports for review by the Auditors/ECCB.
- 4. Closely monitoring and ensuring timely and profitable management of the bank's domestic and foreign cash resources and investments.
- 5. Ensure that the department's registers and logs are updated with all required information in accordance with the Bank's procedures and on a timely basis.
- 6. Monitor the efficient and effective use of the Bank's 4Sight system and ensure that all vouchers are filed.

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

Degrees and Academic Qualifications

- 1. Association of Chartered Certified Accountant (ACCA) Jan 2018
- 2. BSc. Accounting and Finance (First Class Honors) May 2014
- 3. Antigua State College Certificate 2011
- 4. CAPE Certificate 8 CAPE Subjects
- 5. CXC Certificate 8 CSEC Subjects

Schools Attended

- 1. University of the West Indies (Cavehill Campus) 2011 2014
- 2. Antigua State College 2009 2011
- 3. Antigua Grammar School 2004 2009

| Also a Director of the company | [] Yes | [✓] No |
|--|----------------|--|
| If retained on a part time basis, indi N/a | cate amount of | time to be spent dealing with company matters: |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: PATRICIA C. FARRELL Position: ASSISTANT MANAGER - RECOVERIES

Age: 49 YEARS

Mailing Address:

P.O.BOX 922

ST. JOHN'S.

<u>ANTIGUA</u>

Telephone No.: 268-764-4267

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

ANTIGUA COMMERCIAL BANK -

June 01, 2012 - January 31, 2019: Supervisor - Securities & Maintenance ACB

- Audit securities relative to newly booked loans, detecting and ensuring correction of loan security
 omissions and irregularities, and following for perfection in order to ensure that all documents are in
 place prior to disbursement.
- Function as the primary custodian of all security documents, ensuing that dual custody is maintained at all times in accordance with the Bank's policy and procedures.
- Ensure that loans are properly disbursed/processed to Customers' accounts in an accurate and timely manner once the pledged security is in place.
- Ensure that all insurance premiums are paid on a timely basis to minimize risk and loss, and to protect the Bank's interest should it become necessary.
- Assist the Recoveries Department with realization of securities.

February 01, 2019 to present - Assistant Manager - Recoveries ACB

- Manage a collection strategy ensuring that routine credit operations inclusive of calls, visits, collecting
 payments, refinancing loans, taking new collateral, legal action, compiling and providing statistical
 reports etc. are carried out.
- Ensure that the unsatisfactory account portfolio is managed profitably to reduce the ratio of unsatisfactory accounts and minimize any potential loss.
- Ensure that all required documentation and security relative to unsatisfactory accounts are in place, and that any legal action taken is properly executed in order that ACB does not suffer any financial loss or negative exposure.
- Prepares Applications for Restoration of Non-Performing Accounts, where applicable.
- Prepares a history of each account with requests for Notices to Pay Off for accounts approved for foreclosure.

| Education (degrees or other academic qualifications, schools aftended, and dates): |
|---|
| Certificate of Achievement – The University of the West Indies Open Campus – Supervisory Management: July 2016 Associate to the Institute of Canadian Bankers: June 2003 Certificate of Achievement – Florida Atlantic University – Debt Collection and Customer Service Techniques: November 2001 Advanced Level Accounting – University of London/General Certificate of Education: June 1994 Graduate High School Diploma – Princess Margaret Secondary: 1981-1987 |
| Also a Director of the company [] Yes [X] No |
| If retained on a part time basis, indicate amount of time to be spent dealing with company matters: N/A |
| Use additional sheets if necessary. |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Ishawn James | Position: Compliance Specialist | |
|---|--|--|
| | Age: 41 years | |
| Mailing Address: P.O. Box W139, Bellevue | Estate, St. Peter's, Antigua | |
| | | |
| | | |
| Telephone No.: 1-268-481-4252/464-4252 | | |
| List jobs held during past five years (including Give brief description of <u>current</u> responsibiliti | g names of employers and dates of employment) ies. | |
| Antigua Commercial Bank- Compliance Sp Co-ordinate the compliance monitoring | | |
| Formulate and amend AML Policies and AML Poli | | |
| Conduct compliance reviews; | | |
| Monitor trends and transactions to determine | ect irregular activity | |
| Eastern Caribbean Central Bank – June 20 | 012 – June 2020 | |
| Examiner, Anti Money Laundering Unit — Ban | | |
| Monitored emerging AML/CFT risk; | | |
| · | sed AML/CFT supervisory framewor! | |
| Developed guidelines for the risk mana Assessed and monitored risk and risk r | _ | |
| Assessed and monitored risk and risk i | nanagement practices | |
| | | |
| Education (degrees or other academic qualifica | ations, schools attended, and dates): | |
| Baruch College - Zicklin School of Business — Ja Bachelors of Business Administration Accountin | | |
| | tte – Financial Risk and Regulation – December 2017 Laundering Specialist – Certified Anti- Money Laundering Specialist | |
| Also a Director of the company [] Yes | [X] No | |
| f retained on a part time basis, indicate amoun | at of time to be spent dealing with company matters: | |
| Ise additional sheets if necessary. | | |

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: <u>Stacey Ch</u> | eneau Forde | Position: Assistant HR Manager - Training & Development |
|------------------------|---------------------------|---|
| | | Age:38 |
| Mailing Address: | # 36 Rio Seco Drive, | Real Spring, Valsayn, Trinidad, W.I. |
| | - | |
| | | |
| Telephone No.: | 1-868-761-9327 | |
| | | |
| List jobs held during | g past five years (includ | ling names of employers and dates of employment). |

Antigua Commercial Bank - St. John's, Antigua W.I.

Give brief description of **current** responsibilities.

Assistant Human Resource Manager - Training and Development May 1, 2020 - Present

Responsible for ensuring that the organisation's strategic objectives are achieved by developing and delivering an effective training & development and talent management programme to build intellectual capacity and skill building for all employees.

**Duties:*

- 1.1 Designs and delivers training programmes
- 1.2 Prepares training audit for review by 30 May each year
- 1.3 Liaises with Unit Managers and Department Heads to update training needs and ensures input is received from all departments on a timely basis.
- 1.4 Prepares Training Plan and submits for approval by 30 June annually.
- 1.5 Prepares Training Catalogue and Training Schedule as part of Training Plan submission
- 1.6 Co-ordinates all training schedules including cross training, designs, customizes and conducts in-house training programmes.
- 1.7 Prepares and updates the Bank's Customer Service Charter
- 1.8 Maintains training library and equipment.
- 1.9 Recommends and evaluates external trainers, training programmes and the transfer of learning.
- 1.10 Reviews Performance Appraisals quarterly to ensure that training and development needs identified are addressed in an effective and timely manner.
- 1.11 Evaluates all requests for staff, checking against approved complement. Advertising and evaluating applications, interviewing applicants, checking references, recommending and confirming approval to hire. Making all necessary arrangements for salary payments in accordance with Recruitment Policy.
- 1.12Liaises with Schools. Tertiary and other institutions of higher learning to ensure an excellent selection of candidates for selection/recruitment.
- 1.13 Updates Bank's Orientation Programme and ensures that all new employees are properly socialised into the organisation.
- 1.14Prepares up-to-date vacancy matrix and prepares monthly staff-movement report.

Eastern Credit Union Cooperative Society Limited - La Joya

Human Resource Officer - Training and Development Jun 8, 2015 - Mar 27, 2020

Responsible for the selection, design and implementation of all the Credit Union's Training and Development activities in an effort to enhance employee Performance Management at all levels.

Maritime Preservation Limited - Port of Spain

Human Resource Manager Apr 7, 2014 - Jun 5, 2015

Responsible for managing all the company's Human Resources singlehandedly.

| Post Graduate | |
|--|--|
| Heriot-Watt University, Edinburgh Business School | |
| MSc Human Resource Management Jun 2015 | |
| Post Graduate Diploma Human Resource Management Jan 2014 | |
| Post Graduate Certificate Human Resource Management Jun 2013 | |
| Graduate | |
| University of the West Indies, St. Augustine | |
| BSc Public Sector Management (Second Class Honours) Jun 2006 | |
| Technical | |
| John S. Donaldson Technical Institute | |
| NEC Technician Diploma Telecommunications Engineering Jun 2004 | |
| Soft Skills | |
| Employers Solution Center – Employers Consultative Association | |
| Certificate of Labour Laws in Trinidad and Tobago Dec 2018 | |
| Certificate of Industrial Relations Management Jun 2018 | |
| CaribDE (Caribbean Development Educator) Oct 22, 2016 - Oct 29, 2016 | |
| Villa Santa Maria, Castries, St. Lucia | |

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

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

As much as the company requires and more where possible.

Use additional sheets if necessary.

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

| Name: Lenroy McAni | Position: <u>Information Security Officer</u> |
|---------------------|---|
| | Age:40 |
| Mailing Address: | Lot 115 |
| | Palm Circle, Magil Palm |
| | Spanish Town, St. Catherine |
| | <u>Jamaica</u> |
| | |
| | |
| Telephone No.: 1876 | 5899675 |
| | |

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

Name of Employer: Antigua Commercial Bank Dates of employment: July 2020 - Present Position: Information Security Officer

The Information Security Officer provides support to the Manager Information Systems (MIS) by overseeing camera surveillance monitoring; implementing the recommendations of internal and external auditors; ensuring and maintaining the Bank's PCI DSS compliance status; and identifying and reporting all IT Operational Risk matters to both the MIS and Manager - Risk and Compliance (MRC).

Name of Employer: Registrar General's Department Dates of employment: February 2012 – July 2020

Position: Information Systems Manager

The Information Systems Manager is required to manage all IT service operations, processes and procedures, to ensure that support, maintenance and upgrade activities are delivered effectively and in line with SLAs. The role also ensures that controls are in place to protect the Registrar General's Department from cyber-attacks and internal information security risks which includes data leak, system availability and system integrity. The role ensures security operational compliance to all appropriate standards and applicable regulations.

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

Isabel I University/European Business School of Barcelona Pending- MSc. Big Data and Business Intelligence [2019 -current] **Excelsior Community College** BSc. Management Information Systems [2006 -2010] Diploma in Science Electronic Engineering [1999-2003] National Council on Technical and Vocational Educational and Training Diploma: Business Management [December 2016] (ISC)² Certified Information System Security Professional (CISSP) [August 2019] Microsoft Microsoft Certified Solutions Expert (MCSE) [August 2017] Microsoft Certified Solutions Associate (MCSA) [July 2017] Microsoft Certified Professional (MCP) [April 2017] **Fortinet** Fortinet Network Security Professional (NSE-4) [March 2018]

[x] No

[] Yes

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

Also a Director of the company

Name: ANIKA L HENRY

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Age: 42 years

Position: Assistant Manager Banking Operations

| Mailing Address: P O Box W844 Upper Fort Road, St. John's Antigua | |
|---|--|
| Telephone No.: 268 723 0151 | |
| List jobs held during past five years (including names of employers and dates of employment). Give brief description of <u>current</u> responsibilities. Antigua Commercial Bank – Assistant Manager – Banking Operations – August 2020 to present Currently, the main responsibilities include: | |
| Manages the execution of ACB strategies for Back Office Operations and Electronic Banking; Leads the Banking Operations team to create and maintain a seamless integrated operating model across services and operating centres within the Bank Acts as internal point of escalation across Back Office Operations related to Treasury & Cash Management, Digital Banking, and Branch Support & Verification. Ensures that the regulatory framework of the functions in Banking Operations meets all regulatory requirements. Drives the implementation of technology in Banking Operations reviews and prepares reports within Banking Operations Supports the execution of the operations strategy of the Bank Ensures that the regulatory framework, policies and circulars are complied with in Banking Operations Antigua Commercial Bank-Supervisor/Assistant Accountant – January 2011 – July 2020 | |
| Education (degrees or other academic qualifications, schools attended, and dates): | |
| Association of Chartered Certified Accountants (ACCA) - CAT - Certified accounting Technician – 2009 ACCA – Knowledge & Professional Module completed | |
| 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

Use additional sheets if necessary

Information concerning non-Executive Directors

| Name: Lorraine Raeburn (formerly Headley) | PositionChairman |
|--|---|
| | Age:51 years |
| Mailing Address:P.O. Box 1568, Belle View Esta | · — · — — — |
| | |
| | |
| Telephone No.: 460-4683/764-2133 | |
| List jobs held during past five years (include names of | f employers and dates of employment). |
| - Director, Crystal Cay Ltd. | |
| - Chairman- Antigua and Barbuda Tourism Autho | ority |
| - Joint Owner of Keyonna Beach – All Inclusive - | - Johnson Point, Antigua – April 2008 - Present |
| Give brief description of <u>current</u> responsibilities | , |
| Chairman of the ACB Board | |
| Director of the ACB Mortgage & Trust Company Limit | ited's Board – appointed by ACB Board |
| Chairman of the following Board Sub-Committee: | |
| - Governance and Executive Committee | |
| | |
| Member of the following Board Sub-Committees: | |
| - Human Resources & Compensation Committee | |
| _ | |
| Note: Board Member - Caribbean Corporate Cr | redit Card Corporation |
| Education (degrees or other academic qualifications, s | chools attended, and dates): |
| - Masters in Business Administration – University of | of the West Indies, Barbados – 1997 |
| - Bachelor of Arts Degree – Mathematics & Econor England – 1990 | mics, Cirton College, Cambridge University, |
| - Accredited Director Certification – Institute of Ch | artered Secretaries Canada (ICSA) - 2013 |
| | |
| | |

DIRECTORS OF THE COMPANY:

Information concerning non- Executive Directors:

| Name: _Sharon A. Matthew-Edwards | Position:Vice-Chairman |
|---|--|
| | Age:49 years |
| Mailing Address:P.O. Box 2334, Royal Estate | |
| St. John's, Antigua | |
| | |
| | |
| Telephone No.: 764-5391/562-4222 | |
| List jobs held during past five years (include names of e | mployers and dates of employment). |
| - Owner/Manager - Concord Rusiness Associates | Chartered Accountants – 2010 – present |

Give brief description of **current** responsibilities

Vice- Chairman of the ACB Board

Vice- Chairman ACB Mortgage & Trust Company Limited's Board – appointed by ACB Board Chairman of the following Board Sub-Committee:

Audit & Risk Management Committee

Member of the following Board Sub-Committees:

- Governance & Executive Committee
- Credit Committee
- Board of Trustees- ACB Pension Scheme

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

- Continuing Professional Development Courses 1994 Present
- International Financial Reporting Standards Train the Trainer Course 2012
- Chartered Accountant Designation The Atlantic School of Chartered Accountants Nova Scotia, Canada – 1994
- Bachelor of Commerce Degree (cum laude) Double Major in Accounting & Finance St. Mary's University, Nova Scotia, Canada – 1992
- Accredited Director Certification Institute of Chartered Secretaries Canada (ICSA) 2016

DIRECTORS OF THE COMPANY:

Information concerning non-Executive Directors:

| | Age:54years |
|---|---|
| Mailing Address:P.O. | Box 359, |
| | St. John's, Antigua |
| | |
| | |
| Telephone No.: 764-5361 | |
| List jobs held during past f | ive years (include names of employers and dates of employment). |
| 2019 to present- Financial Co | onsultant |
| 2017 to 2019 Chief Financial (Corporation (ECAMC) | Officer (CFO) - Eastern Caribbean Asset Management |
| 2016- 2017- Financial Consulta | unt; |
| Give brief description of c | <u>irrent</u> responsibilities |
| | |

Position: Vice-Chairman

Vice- Chairman of the ACB Board

Name: Sandra Derrick

Director on the ACB Mortgage & Trust Company Limited's Board – appointed by ACB Board

Chairman of the following Board Sub-Committee:

- Technology Committee

Member of the following Board Sub-Committees:

- Human Resources & Compensation Committee
- Governance and Executive Committee
- Board of Trustees- ACB Pension Scheme

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

- MBA Finance, Marketing & Decision Sciences Kellogg School of Management Northwestern University, Evanston, Illinois 1993
- BSc. Industrial Engineering Stanford University, Stanford, California 1988
- Professional Certifications CFA Certified Financial Analyst 1999
- Accredited Director Certification Institute of Chartered Secretaries Canada (ICSA) 2016

Information concerning non- Executive Directors

| Name:Cassandra P. Simon | Position:Vice- Chairman |
|---|---|
| Mailing Address: Cane Drive, Jeffrey's Estate, Potto | Age: 53 years ers, Antigua |
| Telephone : No. 7205155 | |
| List jobs held during past five years (include names o | f employers and dates of employment). |
| - Principal- Accounting Solutions- 1999 to prese | ent |
| | |
| Give brief description of <u>current</u> responsibilities | |
| Principal- Accounting Solutions Audit, Accounting, Tax, Payroll, Software Installation, Staff Trai | ining and Financial Advisor to Businesses and Individuals |
| Vice- Chairman of the ACB Board Director of ACB Mortgage & Trust Company Limited's Board | – appointed by ACB Board |
| Chairman of the following Board Sub-Committee: -Credit Committee -Board of Trustees- ACB Pension Scheme | |

Member of the following Board Sub-Committees:

- Audit & Risk Management Committee
- Governance and Executive Committee

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

B.SC (Hons) Accounting 1991 –UWI, Cave Hill

ACCA, 1997 – Association of Certified Chartered Accountants;

Diploma, Computer Repair & networking 2001-Antigua & Barbuda Institute of Information Technology

Chartered Director - Caribbean Governance Institute- 2019

Information concerning non- Executive Directors

| Name: _C. Davidson Charles | Position:Director |
|--|-------------------------------------|
| | Age:56 years |
| Mailing Address: St. Clair's Heights, P.O. Box 370 | 1, |
| St. John's, Antigua _ | |
| Telephone No.: 480-4104(w)/ 464-7115(m) | |
| | |
| List jobs held during past five years (include names of | employers and dates of employment). |
| -General Manager / Director- at Hutchinson Antigua | a – April 2016 to present; |
| -Managing Director – Cable & Wireless Lee wards, E -General Manager Antigua -2002 through 2015. | SVI and TCI between 2010 and 2012. |
| Director of the ACB Board Director of ACB Mortgage & Trust Company Limited | I's Board -appointed by ACB Board |
| Member of the following Board Sub-Committees: | |
| - Governance & Executive Committee | |
| - Technology Committee | |
| - Scholarship Screening Committee | |
| | |
| | |
| | |
| | |

Give brief description of **<u>current</u>** responsibilities

-General Manager / Director at Hutchinson Antigua

• Oversee the daily operations;

-Owner and manage audit practice at CD Charles Chartered Accountants

- auditing for private companies , public and non-profit organisations to statutory authority;
- auditing and business advisory role including companies involved in wide range industries;
- preparation of financial forecast ,cash flow projects, assistance to clients in establishing accounting policies ,preparation of corporate tax returns, tax planning and consultation and preparation of annual returns.

-Directorships

- Director Eastern Caribbean Amalgamated Bank -October 2015 to present;
- Director Antigua Lions Club –July 2016 to present
- Director- Sagicor Life Insurance Inc.

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

-Canadian Institute of Chartered Accountants -CA

• Institute of Chartered accountants of Eastern Caribbean (ICAEC)-CA -1986

Dual Degree of St. Mary's University – Halifax, Nova Scotia, Canada

- Bachelor of Commerce, B.Comm-Major in Accounting- St. Mary's University 1984;
- Bachelor of Arts ,BA –Major in Economics -1984

Accredited Director Certification - Institute of Chartered Secretaries Canada (ICSA) - 2008

Information concerning non-Executive Directors:

Name: <u>C. Kevin Silston</u> Position: <u>Director</u>

Age: 45 years

Mailing Address: Old Popeshead Road, Mount Pleasant

St. John's, Antigua

Telephone No.: 764-6649(m), 561-8381 (h)

List jobs held during past five years (include names of employers and dates of employment).

- Medical Benefits Scheme (MBS), Nevis Street, St. John's, Antigua.
 Chief'(Executive Officer- October 2017 to Present
- International Monetary Fund, Washington, D.C.. USA

 Advisor to Executive Director for Canada. 1 reland and the Caribbean Sept. 2013 to Feb. 2017.

Give brief description of <u>current</u> responsibilities

- · managing a Public Corporation primarily responsible for financing healthcare in Antigua and Barbuda with specific tasks including:-
 - > managing 175 employees;
 - > overseeing the operation of six pharmacies;
- managing the Antigua and Barbuda Central Procurement Unit (ABCPU).

Director of the ACB Board -Member of the following Board Sub-Committees: - Credit Committee; Human Resources and Compensation Committee (Chairman); Technology Committee; Board of Trustees- ACB Pension Scheme

• Accredited Director Certification - Chartered Governance Institute of Canada - 2020

Directorships

• Mount St. John's Medical Centre Board of Directors

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

- The University of the West Indies, Mona Campus, Kingston, Jamaica Masters of Science in Economics (2002)-(UWI Fellowship)
- The University of the West Indies, Mona Campus, Kingston, Jamaica Bachelor of Science in Economics and Accounting (1997)

Information concerning non- Executive Directors:

Name: C. Kamilah Roberts Position: Director

Age: 38 years

Mailing Address: # 12 Deep Bay Heights.

St. John's, Antigua

Telephone No.: 1-268-464-5265(m)

List jobs held during past five years (include names of employers and dates of employment).

Roberts & Co.- Attorneys-at-Law & Notaries Public -April, 2005 -present

Current position: Senior Partner

Give brief description of current responsibilities

- Actively participate in the management of the Law Firm and heads the Firm's Litigation Department and the Banking, Finance and Securities Department to include but not limited to:
 - providing legal advice on a range of corporate and banking matters including lending and securities, disputes arising from the bank-customer relationship, contract law disputes, debt recovery challenges and a range of employment disputes;
 - acting on behalf of financial institutions in debt recovery matters, civil proceedings and in labour proceedings before the Industrial Court.
- Practicing Law in the following main areas :- Banking and Commercial Law; Civil Litigation; Real Estate Law; Employment Law; Family Law; Probate; Medical Negligence.

Directorships

- Roberts & Co. Inc. Director (company engaged in the provision of legal and related services)
- CMT Corporate Services Ltd. -director (corporate management service provider)
- CMT International Ltd. director (corporate management service provider)
 Director of the ACB Board -Member of the following Board Sub-Committees:
 - Credit Committee; Human Resources and Compensation Committee; Audit & Risk Management Committee; Scholarship Screening Committee (Chairman)

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

- Bachelor of Laws (Hons) University of Leicester, UK, 2003
- Bar Vocational Course- BPP Law School, UK 2004
- Legal Education Certificate (LEC)- Norman Manley Law School, Jamaica, 2005
- Master of Laws- Kings College ,London (Intellectual Property), UK, 2012.
- Accredited Director Certification Institute of Chartered Secretaries Canada (ICSA)- 2019

Information concerning non -Executive Directors: Name: _ Desiree A. Zachariah _ ____ Position: _ _ Director _ ____ Age: __57 years _ ____ Mailing Address: _ P.O. Box 2101, McKinnons, _____ St. John's, Antigua _____ Telephone No.: 736-7205 (m) List jobs held during past five years (include names of employers and dates of employment). Information Technology (IT) Consultant by profession

Give brief description of current responsibilities

- Project Management
- Business Analysis
- Software Design
- Lead the procurement process for the supply of the Cabinet Dashboard which will be used by the Cabinet of the Government of Antigua and Barbuda. Activities included gathering the user requirements, creating the software system specification, creating the associated request for proposal (RFP) and evaluating the proposals submitted by vendors in response to the RFP
- Director of the ACB Board -Member of the following Board Sub-Committees:
 Credit Committee; Audit & Risk Management Committee; Technology Committee; Scholarship Screening Committee

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

- Certificate in Project Management from the University of the West Indies, (2019)
- CVQ Certification from the Government of Grenada through the National Training Agency of Antigua and Barbuda (2015)
- Master of Arts in Contemporary Diplomacy with a concentration in Internet Governance (pass
- with merit) from the University of Malta (Diplo Foundation), Malta (2015)
- MBA courses in Human Resource Management, Management Information Systems, and Management
 - Economics, Management Accounting from the University of the West Indies, Barbados
- BSc Computer Science (summa cum laude), Long Island University, New York.
- Accredited Director Certification Chartered Governance Institute of Canada 2020

Information concerning non-Executive Directors:

| Name: _ Eric E. Joseph | Position:Director |
|--|---|
| | Age:56 years |
| Mailing Address: 13 Croton Lane, Fit | ches Creek |
| St. Geor | ge's, Antigua |
| Telephone No.: 764-5647(m) ,462-7780 | (h) |
| List jobs held during past five years (inclu | ide names of employers and dates of employment). |
| , | onsultant-Ministry of Information, Broadcasting, and Information Technology |
| | |

Give brief description of <u>current</u> responsibilities

- Provide policy advice to the Minister of Telecommunications on a range of Telecoms and ICT issues and
 participate in the development of a comprehensive regulatory framework for the ICT sector including the
 drafting of supporting telecoms regulations and standards.
- Spectrum Management, licensing, numbering and enforcement of related technical standards
- Maintenance of the Government's Emergency Radio network and the E911 Centre.
- Director of the ACB Board -Member of the following Board Sub-Committees:
 Credit Committee; Audit & Risk Management Committee; Technology Committee and Scholarship Screening Committee

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

- 2012- 2014 Master of Business Administration (Distinction) University of the West Indies (Cavehill)
- Aug- October 2014 Project Management Framework University of the West Indies (Cavehill)
- 2001 2004 Cisco Certified Networking Professional (CCNP) Cisco Systems
- 2001 2004 Cisco Certified Design Professional (CCDP) Cisco Systems
- 1993 1995 BTEC Higher National Diploma (HND) in Electronics and Communications Engineering

The Cable and Wireless College, Coventry Midlands England Coventry University, Coventry Midlands England

• 1985 - 1988 BTEC National Diploma in Electronics and Communications Engineering The Cable and Wireless College, Porthcurno, Cornwall, England

Information concerning non-Executive Directors:irector

| Name: _ Dyn | a M. Harney - Barnes | Position:Director |
|--------------------|---|-------------------------------------|
| | | Age:45 years |
| Mailing Addr | ess: P.O. Box W840, Scott's Hill | · |
| _ | St. John's, Antigua | |
| Telephone No | o.: 464-5311 (m) 462-1062 (w) | |
| - | . , . , , , , , , , , , , , , , , , , , | |
| List jobs held o | during past five years (include names of e | mployers and dates of employment). |
| | | |
| 2001- present | General Manager -Harney Motors Ltd. (I and Real Estate Property Manager | IML) and Ace Enterprises Ltd. (ACE) |
| | and Real Estate Property Manager | |
| | | |

Give brief description of **<u>current</u>** responsibilities

Harney Motors Ltd (HML) and Ace Enterprises Ltd (ACE)

- Manage daily operations and long-term strategic activities for HML (the oldest car dealership
 established in 1970 and the authorized distributor for Toyota, Kia, Ford, Lexus and Hino
 trucks.) Oversee the operations for ACE (established in 1985 and the authorized distributor for
 Mitsubishi, Mazda, SsangYong, Jeep, Mercedes Benz and Fuso trucks:) Continuous
 communication with all manufacturers ensuring compliance with their respective, targets,
 policies and vision.
- Create and execute marketing campaigns, including new product introductions and existing product development.
- Manage 70 employees with an effort to ensure full productivity while fostering teamwork.
- Monitor all financial aspects of the business included accounts payable, accounts receivables, the hire purchase portfolio, spare parts and vehicle inventory levels.
- Maintaining strong relationship with all stakeholder to include all fleet and retail customers, financial institutions, insurance companies, government and employees.

Real Estate Property Management

- Own and operate several commercial and residential real estate properties
- Manage all day-to-day activities involving tenants, subcontractors and staff.
- Conduct annual re-examination appointments and monthly housekeeping inspections and invoicing.
- Regular updates of leasing and property status.

Director of the ACB Board -Member of the following Board Sub-Committees:

- Human Resources and Compensation Committee
- Audit & Risk Management Committee
- Scholarship Screening Committee

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

- Chartered Governance Institute of Canada 2020
- 1997 -University of Miami, Miami, FL. –

Master of Business Administration MBA Concentration in Strategic Management

• 1996 -Florida International University , Miami, FL.-

Bachelor of Arts in Finance and International Business Graduated Magna Cum Laude

1992 Christ the King High School St.]ohn's, Antigua
High School diploma
Graduated Best National Debator
Recipient of the most Outstanding Student of the Year Excelsior Award

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 |
|---|------------------|----------------|------------|
| Sir Clare K. Roberts & Lady Alice Roberts | Ordinary Shares | 811,718 | 8.12 |
| P.O. Box 1301, 60 Nevis Street | | | |
| St. John's, Antigua | | | |
| | | | |
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| | | | |
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| | | | |
| | | | |

(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* |
|-------------------|---------------------|------------------|-------------------------------------|----------------|
| Not applicable | | | | |
| | | | | |
| | | | | |
| | | | | |
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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: |
|-------|----------|---------------------------|--|---|
| N/A | | | | |
| | | | | |
| | | | | |
| | | | | |

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: |
|--------------------------------------|--|--------------------------|--|
| ACB Mortgage & Trust Company Limited | High & Temple Streets, St. John's, Antigua | 100% | N/A |
| ACB Investment Company Ltd. | Thames & St. Mary;s Streets, St John's, Antigua | 100% | N/A |
| ACB Holdings Ltd. | Thames & St. Many's Streets, St. John's, Antigua | 100% | N/A |
| | | | |
| | | | |

11. 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 | | |
| | | |
| | | |
| | | |
| | | |

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 Chairman: | | |
|----------------------------------|-------------------|--|--|
| Joanna Charles | Lorraine Raeburn | | |
| Red | Raebum Signature | | |
| Signature | | | |
| February 19, 2021 | February 19, 2021 | | |
| Date | Date | | |
| Name of Corporate Secretary: | | | |
| Rhodette Paige | | | |
| Thodeth of | | | |
| Signature | | | |
| February 19, 2021 | | | |
| Date | | | |