

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

FIRST CITIZENS INVESTMENT SERVICES LIMITED

(Exact name of Company as set forth in Certificate of Incorporation)

Place and date of incorporation: 15TH JUNE 1999

Street and postal address of registered office:

17 Wainwright Street, St. Clair, Port Of Spain, Trinidad And Tobago

Principal Address: John Compton Highway, Sans Souci, Castries, Saint Lucia

Company telephone number: (758) 458-6391

Fax number: (758) 451-7984

Email address: omar.burch-smith@firstcitizensslu.com

Financial year-end: September 30 2020
(month) (day) (year)

Contact person(s): Omar Burch-Smith (FCIS SLU)

Norlann Gabriel (FCIS Trinidad)

Telephone number (if different from above): (868) 622-3247 EXT 5948

Fax number: (868) 627-5496

Email address: norlann.gabriel@firstcitizenssvg.com

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

FCIS operates in the securities industry that sells Fixed Income, Equity and other Securities to clients, offer investment advice and arrange deals for issuers in capital markets.

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

Exchange(s)	Securities Type	No. of Shares	Valuation
N/A			

3. Description of Securities Being Offered (including who is the Issuer and who is the Offeror of the Securities)

FCIS issue Repurchase Agreement(repo) in minimum amounts of XCD5, 000 and/or USD10, 000 for each repo for tenors ranging from overnight to seven hundred and thirty four days in conformity with investor requests and agreements up to a total maximum offer amount of all repos issued of XCD575M and USD100M respectively over a period of one (1) year.

4. Territories in which Securities are Being Offered

Territory	Effective Date
OECS	
Wider Caribbean	

5. Description of Share Capital

a) Authorised

TYPE/CLASS	No. OF SHARES
Common	Unlimited

b) Issued

TYPE/CLASS	No. OF SHARES
Common	637,697

c) Outstanding

TYPE/CLASS	No. OF SHARES
Common	637,697

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: General Manager

Name: Richard Look Kin

Age: 42

Mailing Address: Lot 1 Kaia Lane, Moka Garden, Moka, Maraval

Telephone No.: 868-689-6629

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

First Citizens Investment Services Limited
General Manager 2020-current
Responsible for general oversight and leadership of FCIS group

First Citizens Bank Limited
Group Chief Risk Officer September 2015 - 2020
Responsible for identification, classification, measurement, monitoring, management and reporting of the risks faced by the FC Group.

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

Professional Risk Management (PRM) – Professional Risk Managers' International Association (PRMIA)
March 2016

Masters in Business Administration – Edinburgh Business School 2004-2006

Chartered Financial Analyst (CFA) 2003

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: Assistant General Manager

Name: Sacha Syne Age: 41

Mailing Address: Apt. 8, 9 Champs Elysees Place, Champs Elysees Rd, Maraval.

Telephone No.: 868-678-5266

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

First Citizens Investment Services Limited

- Assistant General Manager 2019-current
Oversight of Wealth Management, Brokerage & Advisory Services, Structuring and Advisory and Operations (regionally) of FCIS.

First Citizens Investment Services

- Head, Capital Markets – 2016-2019
- Head, Government Business – 2015 -2016
- Senior Manager, Capital Markets 2010 - 2015

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

Masters of Science Financial Management – University of London 2017

Bachelors of Business Administration – University of New Brunswick (Canada) 2001

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:

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Business Development Manager

Name: Omar Burch Smith Age: 36

Mailing Address: c/o First Citizens Investment Services Ltd.
John Compton Highway, Sans Souci, Castries, St. Lucia

Telephone No.: (758) 458-6378

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

Country Manager Ag.– FCIS – August 2018 – present - responsible for the overall growth, profitability and operational performance of the St. Lucia Branch. Charged with driving long-term profitability & growth, expanding the First Citizens brand & ensuring that the Country Office meets the highest standards of corporate governance & citizenship. The position manages the provision of Financial Performance Management, Brokerage Services, Capital Market Services, Regulatory and Statutory Compliance, Human Resource Management and Marketing and Branch Expansion.

Business Development Manager –FCIS – January 2017 – August 2018 – Overall responsibility for the Business Development Team in the Region with a focus on creating new business connections, driving revenue growth and maintaining existing client relationships. A key function also includes role as ECSRC Licensed Principal with responsibility for oversight of the firm's Broker Dealer Operations in the ECCU.

Corporate Relationship Manager – Bank of Saint Lucia – February 2010 – December 2016
Tasked with the managing of the banking affairs of a portfolio of the Bank's Corporate Clients with a key focus on the credit activities. Functions also included driving revenue growth through portfolio expansion and opportunities for fee income and providing leadership to the Unit's support team.

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

MSc. Banking and Finance – University of the West Indies, Cave Hill Campus, Bridgetown Barbados – 2008-2009

BSc. Banking and Finance – university of the West Indies, Mona Campus, Kingston, Jamaica – 2005-2008

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:

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Head – Regional Operations

Name: Norlann Gabriel Age: 47

Mailing Address: 189 Tragarete Rd,
One Woodbrook Place, Apt BT2L15
Port of Spain
Trinidad

Telephone No.: 868-791-8187

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

Head – Regional Operations, FCIS January 2, 2020 - Present

- responsible for the general oversight and leadership of the operations in St. Lucia, St. Vincent & the Grenadines and Barbados with additional responsibilities for the expansion of the FCIS brand.

Country Manager– FCIS Barbados – September 5, 2017 – January 1, 2020 - responsible for the overall growth, profitability and operational performance of the Barbados Branch. Charged with driving long-term profitability & growth, expanding the First Citizens brand & ensuring that the Country Office meets the highest standards of corporate governance & citizenship. The position manages the provision of Financial Performance Management, Brokerage Services, Capital Market Services, Regulatory and Statutory Compliance, Human Resource Management and Marketing and Branch Expansion.

Country Manager– FCIS St. Vincent & the Grenadines – July 1, 2010 -September 4, 2017 responsible for the overall growth, profitability and operational performance of the St. Vincent Branch. Charged with driving long-term profitability & growth, expanding the First Citizens brand & ensuring that the Country Office meets the highest standards of corporate governance & citizenship. The position manages the provision of Financial Performance Management, Brokerage Services, Capital Market Services, Regulatory and Statutory Compliance, Human Resource Management and Marketing and Branch Expansion.

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

University of NTexas, Texas, USA
M.B.A. Major: Finance (May 2002)

Midwestern State University Texas, USA
B.B.A. Major: Finance, Conc. Economics (Dec 2000)

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:

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Anthony Isidore Smart**

Position: **Chairman**

Age: 74

Mailing Address: #3 Moka Townhouse, Moka Road, Maraval

Telephone No.: (868) 681 0600 or 623 9540

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

Gittens Smart & Company – Partner

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

BA (General) Majoring in Economics, University of Toronto, Canada, 1968

Solicitors' Qualifying Examinations Parts I and II, 1970 and 1971, College of Law,
Surrey, England

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Ryan Proudfoot**

Position: **Director**

Age: 49

Mailing Address: 32 Westpark Villas, Western Circle, Westmoorings

Telephone No.: (868) 310 3106

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

Total Office (creation of office spaces) – Managing Director & Majority Shareholder
(2007 – Present)

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

MBA – International Management, University of Exeter, 1994 – 1995

BA (Hons.) Accounting - University of Kent at Canterbury, 1991 – 1994

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Karen Darbasie**

Position: **Director**

Age: 56

Mailing Address: 105 Golf Course Road, Fairways, Maraval

Telephone No.: (868) 621 5333

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

First Citizens Group – Chief Executive Officer 2015 - present

Citibank – Country Treasurer and Local Markets Head (Financial Sector) 2005-2015

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

MBA Dist. - University of Warwick, 1990-1991

MSc. (Dist.) Telecommunications and Information System – University of Essex, 1986 – 1987

Bsc. (Hons), Electrical Engineering - University of the West Indies,
1982 – 1985

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Troy Garcia**

Position: **Director**

Age: 48

Mailing Address: 33 Sandown Road, Goodwood Park

Telephone No. : (868) 680-7278

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

Parts World Limited – Chief Executive Officer – 1997 to date
United Bearings & Equipment Agencies – Director – 1998 to date
Parts World Limited – Chief Executive Officer – 1997 to date
High Performance Coatings – Managing Director – 2003 to date

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

Bachelor of Business Administration - Stetson University, Florida, USA, 1991 to 1995

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Idrees Omardeen**

Position: **Director**

Age: 48

Mailing Address: 315 Soogrim Street, Gulf View

Telephone No.: (868) 680-9657

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

Omardeen School of Accounting Limited – Managing Director – May 1995 to present

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

Association of Accounting Technicians (AAT)

Became a member after completing the examination and obtaining relevant work experience
- 1996

Association of Chartered Certified Accountants (ACCA)

Became a member after completing the examination and obtaining relevant work experience,
- 2004

Association of Chartered Certified Accountants (ACCA)

Grant Fellow Membership Status - 2009

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **Jayselle McFarlane**

Position: **Director**

Age: 50

Mailing Address: #25 Third Street, St. Joseph Village, San Fernando

Telephone No.: 868-685-6938

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

Trinidad Bulk Traders – Financial Controller	2008-2012
Tobago Hilton Golf & Spa – Financial Controller	2007-2008
Business Owner – Bookstore	current

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

Students Accountancy Centre - ACCA

Heriott-Watt University – MBA

Caribbean Institute of Forensic Accounting (CFA) – Forensic Certified Public Accountant

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: **David Inglefield**

Position: **Director**

Age: 70

Mailing Address: 224 Tangerine Drive, Haleland Park, Maraval

Telephone No.: (868) 290-3449

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

Inglefield, Ogilvy & Mather - Chief Executive Officer and Founder – 1993-2003
Ansa McAl Group – Group Marketing Director – 2003-2005
Ansa McAl Group – Sector Head, Distribution – 2005-2007
Ansa McAl (Barbados) – President/CEO – 2007-2011
Ansa McAl Group – Sector Head (Retail, Media & Services) – 2011-2015
Business Consultant – July 2015 to present
Vice President – Trinidad and Tobago Olympic Committee
Non-Executive Chairman – Inglefield, Ogilvy & Mather

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

n/a

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Sterling Frost

Position: Director

Age: 57

Mailing Address: Apt 19C Tower 1, One Woodbrook Place

Telephone No.: 868-681-6666

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

Deputy Chief Executive Officer – Operations & Administration - August 2017 to present

Deputy Chief Executive Officer – Operations & Administration Designate - June 2016 to August 2016

Director – Human Resources, Citibank NA - December 2013 to June 2016

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

Doctorate in Business Management (UWI) - 2018

Master in Business Administration – 1999

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
First Citizens Bank Limited	Common	637697	100

- (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				

* 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:
First Citizens Bank Limited.	9 Queens Park East Port of Spain	Trinidad	Trinidad	Trinidad and Tobago Stock Exchange

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:
First Citizens Brokerage And Advisory Services	17 Wainwright St. St Clair, Trinidad	100	N/A
First Citizens Portfolio and Investment Management Services	17 Wainwright St. St Clair, Trinidad	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:
FIRST CITIZENS FINANCIAL SERVICES	St. Lucia	N/A
FIRST CITIZENS DEPOSITORY SERVICES	Trinidad	N/A
FIRST CITIZENS COSTA RICA SA	Costa Rica	N/A
FIRST CITIZENS BANK BARBADOS	Barbados	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:

RICHARD LOOK KIN

Name of Director:

JAYSELLE Mc FARLANE

SIGNED AND CERTIFIED

Signature

SIGNED AND CERTIFIED

Signature

Date

Date

Name of Corporate Secretary:

LINDI BALLAH-TULL

SIGNED AND CERTIFIED

Signature

Date

14/01/2021