

**Schedule 2**

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

**FORM RS - 2**

Select One:  Annual Registration  Issue of Securities

**RBTT BANK (SKN) LIMITED**

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

Place and date of incorporation:

NEVIS, APRIL 01ST, 1955

Street and postal address of registered office:

**CHAPEL STREET, CHARLESTOWN**

**NEVIS**

Company telephone number: (869) 469-5277

Fax number: (869) 469-1493

Email address: **CHAD.ALLEN@RBC.COM**

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

Contact person(s): **CHAD ALLEN**  
**DEIDRE FUNG**

Telephone number (if different from above): (473) 435-0147

Fax number: (473) 440-4153

Email address: **deidre.fung@rbc.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**

The Bank operates within the banking and financial services sector amongst four other competitors in addition to two credit unions. As a commercial bank it offers a full suite of banking and financial services to clients both in St. Kitts and Nevis and is regulated by the Eastern Caribbean Central Bank.

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

<b>Exchange(s)</b>	<b>Securities Type</b>	<b>No. of Shares</b>	<b>Valuation</b>
NIL	NIL	NIL	NIL

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

NOT APPLICABLE

**4. Territories in which Securities are Being Offered**

<b>Territory</b>	<b>Effective Date</b>
NIL	NIL

**5. Description of Share Capital**

**a) Authorised**

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	UNLIMITED
CLASS 'A' ORDINARY SHARES" OF NO PAR VALUE	UNLIMITED
PREFERENCE SHARES OF NO PAR VALUE	UNLIMITED

**b) Issued**

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	5,001,222
CLASS 'A' ORDINARY SHARES" OF NO PAR VALUE	1000

**c) Outstanding**

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>
ORDINARY SHARES OF NO PAR VALUE	5,001,222
CLASS 'A' ORDINARY SHARES" OF NO PAR VALUE	1000

**6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY**

Position: \_\_\_\_\_

Name: SEE ATTACHED LISTING OF DIRECTORS Age: \_\_\_\_\_

Mailing Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Telephone No.: \_\_\_\_\_

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

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

Also a Director of the company  Yes  No

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

\_\_\_\_\_  
*Use additional sheets if necessary.*

**7. DIRECTORS OF THE COMPANY**

Information concerning non-Executive Directors:

Name: SEE ATTACHED LISTING OF DIRECTORS Position: \_\_\_\_\_

Age: \_\_\_\_\_

Mailing Address: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone No.:

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

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

*Use additional sheets if necessary*

**8. SUBSTANTIAL SHAREHOLDERS**

- (a) Principal owners of the company (those who beneficially own more than 5% of the common and preferred shares presently outstanding whether directly or indirectly) starting with the largest common shareholder. Indicate by endnote any transaction where the consideration was not cash. State the nature of any such consideration.

**SECURITIES NOW HELD:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>No. of Shares:</b>	<b>% of Total</b>
RBTT BANK CARIBBEAN LIMITED 81 SOUTH RIVER ROAD, KINGSTOWN, ST. VINCENT	ORDINARY	4,790,071	95.8
RBC FINANCIAL (CARIBBEAN) LIMITED 7-9 ST. CLAIR AVENUE, ST. CLAIR, PORT-OF-SPAIN, TRINIDAD & TOBAGO	CLASS 'A' ORDINARY SHARES	1000	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:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>Conversion Rate:</b>	<b>No. of Shares upon Conversion</b>	<b>% of Total*</b>

\* Current holding of shares if conversion option were exercised.

**9. Name and Address of Parent**

<b>Name:</b>	<b>Address:</b>	<b>Country of Incorporation:</b>	<b>Countries of Registration (where applicable)</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>
FBTT BANK CARIBBEAN LIMI	81 SOUTH RIVER ROAD, KIN	ST. VINCENT & THE GRENADINES	NOT APPLICABLE	NOT APPLICABLE

**10. Name(s) and Address(es) of Subsidiary(ies)**

<b>Name:</b>	<b>Address:</b>	<b>Percentage Ownership:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>

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

<b>Name:</b>	<b>Address:</b>	<b>Name of the Exchange(s) on which the company's securities are listed:</b>



**SIGNATURES**

A Director, the Chief Executive and Corporate Secretary shall sign this Registration Statement on behalf of the company. By so doing each certifies that he has made diligent efforts to verify the material accuracy and completeness of the information herein contained.

**CHAD ALLEN**

Name of Chief Executive Officer:

**CHAD ALLEN**

SIGNED AND CERTIFIED

Signature

**FEBRUARY 20, 2020**

Date

**ISAAC SOLOMON**

Name of Director:

**ISAAC SOLOMON**

SIGNED AND CERTIFIED

Signature

**FEBRUARY 20, 2020**

Date

Name of Corporate Secretary:  
**BRIONY CARTWRIGHT-SEYMOUR**  
**BRIONY CARTWRIGHT-SEYMOUR**

SIGNED AND CERTIFIED

Signature

**FEBRUARY 20, 2020**

Date

## OFFICERS AND KEY PERSONNEL OF THE COMPANY

Name Chad Allen

Position: : Country Manager – St. Kitts & Nevis

Age: **40 Years**

Mailing Address C/o RBTT Bank SKN Ltd,

Chapel Street, Charlestown, NEVIS

Telephone No.: (869) 662-4487

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

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**August 2015 to Present: RBC St. Kitts & RBTT Bank (SKN) - Country Manager – St. Kitts & Nevis**

The Country Manager directly manages the St. Kitts and Nevis operations and is responsible for building marketplace recognition and strengthen competitive position by accelerating revenue growth, through increased product penetration and market share.

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**June 2014 – August 2015: RBC Antigua – Country Manager - Antigua**

The Country Manager directly manages the Antigua Branch. Acts as a single point of integration in country to manage clients, change, local relationships, risk and regulators; is the Lead Integrator accountable for end-to-end market business performance from sales delivery and after sales service through to regulatory management.

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**April 2011 – June 2014: RBC Jamaica – Branch Manager – Mandeville Branch**

Coaching the sales and service teams to consistently deliver a superior client experience by demonstrating the “Living the Client Experience” standards at every point of contact with all clients.

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

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**Chartered Banker MBA- Bangor University-Executive Education**

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**Training workshops- Coaching Excellence, Supervising to Improve Employee Experience, Personal Banker Workshop among others**

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**Certificate in Securities – Jamaica Institute of Management**

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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:

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*Use additional sheets if necessary.*

Name: **Isaac Solomon**

Position: **Managing Director - Eastern Caribbean**

Age: **56 Years**

Mailing Address: : c/o RBTT Bank Caribbean Limited, 81 South River Road, P O Box 118,  
Kingstown, St. Vincent & The Grenadines

Telephone No: (w) 1(758)457- 6320 (c) 1 (784)494-7656 1(758)724-7050

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

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- October 23, 2013 to Current - Managing Director- Eastern Caribbean - RBC Caribbean Group. The Managing Director (MD) serves as the senior leader in the Eastern Caribbean Market and steward of RBC Caribbean Banking clients, lines of business and functions, employees and communities.

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  - January 2012 to October 22, 2013 – Area Vice President – RBTT Bank Caribbean Limited.- St. Vincent & the Grenadines and St. Lucia. The Area vice President directly managed the Kingstown branch and had oversight of the Bequia branch.

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

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

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

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

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

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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:

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*Use additional sheets if necessary.*

Name: **Ms. Rae Debbie Skinner**

Position: : REGIONAL SALES ADVISOR –  
COMMERCIAL & CAPITAL MARKETS

Age: **62 Years**

Mailing Address: 9 Sunset Drive, Pine Gardens, St. Michael, Barbados

Telephone No.: (T) 246 457 4057 (C) 246 243 2074

(F) 246 426

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

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March 2015 to Present – Regional Sales Advisor – Commercial & Capital Markets

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January 2011 to March 2015 – Market Head - Business Banking, Barbados & Eastern Caribbean. Primarily responsible for growing and developing strong relationships with the Bank's business banking clients. Also to provide sound financial advice and solutions to clients, as well as understand and satisfy their needs and provide a high level of customer service

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2010 to 2011 – Vice President, Business Banking. Responsible for the commercial banking business of both RBTT and RBC Barbados.

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2008 to 2010 – Royal Bank of Canada - Manager, Commercial Financial Services

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

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Manchester College - Associates Degree – Accounting and Business Administration

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Yale University, CT USA - BA Economics (Hons)

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University of the West Indies –Institute of Business - EMBA

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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:

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*Use additional sheets if necessary.*

**7. DIRECTORS OF THE COMPANY**

**Information concerning non-Executive Directors:**

Name: Cartwright Farrell

Position: CEO, St. Kitts Electricity  
Company Limited

**Age: 58 Years**

Mailing Address: Cades bay, Clifton Estates, St. Thomas, Nevis

Telephone No.: : (869) 469 1801(h) (869) 762 4401 (c)

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

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Nov 2013 to present: Chief Executive Officer - St. Kitts Electricity Company Limited

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2000 to present: Partner - GECS Engineering and Consultancy Limited.

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2007 to 2013: General Manager – Nevis Electricity Company Limited

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

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MBA – Manchester Business School, Manchester University, 2008

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Bachelor of Engineering, Electrical and Electronics Engineering, Staffordshire University, 1991

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*Use additional sheets if necessary.*

Name: Morrice Tyrell

Position: Director of Trade

Age: 72 Years

Mailing Address: P. O. Box 7224

Charlestown, Nevis, West Indies

Telephone No.: (869) 469-2086 (H), (869) 662-5693 (c)

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

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Director of Trade, Nevis Island Administration – Responsible for developing government’s International Trade Policy.

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Auditor, Miami-Dade Transit – Responsible for internal audit functions, and liaison with external auditors as well as other County departments.

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

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Master of Business Administration – University of the Virgin Islands 2003

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Master of Accounting – Florida International University - 2002

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*Use additional sheets if necessary.*