

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:

Saint 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@tdcgrouppltd.com

Financial year-end: January 31 2016
(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

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.

1. Description of the Industry in which the Company Operates

--

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

Exchange(s)	Securities Type	No. of Shares	Valuation
Eastern Caribbean Securities Exchange	Ordinary Shares	52 million	\$1 per share

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

--

4. Territories in which Securities are Being Offered

Territory	Effective Date

5. Description of Share Capital

a) Authorised

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

b) Issued

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

c) Outstanding

TYPE/CLASS	No. OF SHARES

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Earle A. Kelly Position: Chairman/CEO

Mailing Address: P O Box 142, Fort Street, Basseterre, St Kitts
P O Box 142, Fort Street, Basseterre, St Kitts

Telephone No.: 1-869-465-2511

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

Mr. Kelly was named Chairman/Chief Executive Officer effective February 01, 2014. He became a Group Executive Director in 2000; Group Finance Director in 2002; Director/Company Secretary of St Kitts Masonry Products Limited; Currently Managing Director of St Kitts Masonry Products Limited; Chairman of the Board of St Kitts Bottling Company Limited

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

Bachelor of Arts in Accounting
Masters in Business Administration

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Maritza S Bowry Position: Director

Mailing Address: Fort Street, Basseterre, St Kitts
Fort Street, Basseterre, St Kitts

Telephone No.: 1-869-465-2511

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

Ms Bowry was appointed Chief Financial Officer, February 01, 2014. She is currently the Finance Director of the company having been appointed on June 15, 2015

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

Bachelor of Science (BSc.) in Accounting and Economics
Masters in Business Administration (MBA)
Certified Public Accountant (CPA)

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Nicolas N. Menon Position: Director

Mailing Address: P O Box 142, Fort Street, Basseterre, St Kitts
P O Box 142, Fort Street, Basseterre, St Kitts

Telephone No.: 1-869-465-2511

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

Mr Menon became a Group Executive Director in 2000. He is a Director of St Kitts Bottling Company Limited. He is also the president of the Hotel and Tourism Association (HTA).

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

Bachelor of Science in Accounting
Masters in Business Administration

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Ernie A. France Position: Director

Mailing Address: P O Box 142, Fort Street, Basseterre, St Kitts
P O Box 142, Fort Street, Basseterre, St Kitts

Telephone No.: 1-869-465-2511

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

Mr France became a Group Executive Director in 2007. He is the former General Manager of the company's operations in Nevis and Director of several companies in the Group. Mr France is a Director of the Chamber of Industry and Commerce and the Hotel and Tourism Association.

He is currently the President of St Kitts Tourism Authority.

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

Bachelors Degree in Business Administration
Associates Degree in Data Processing

Use additional sheets if necessary.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Glenville R. Jeffers Position: Director

Mailing Address: Fort Street, Basseterre, St Kitts
Fort Street, Basseterre, St Kitts

Telephone No.: 1-869-465-2511

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

Mr Jeffers was named a Director February 01, 2011. He is currently responsible for the TDC Home and Building Depot, TDC Shipping and CDS (2005) Limited. He is President of St Kitts Nevis Amateur Athletic Association and is Secretary General of the St Kitts Nevis Olympic Committee.

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

Bachelors Degree in Business Administration (with concentration in public accounting)

Use additional sheets if necessary.

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Charles L A Wilkin Position: Director

Age: 67

Mailing Address: P O Box 142
Basseterre
St Kitts

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 became a Director of the Group in 1978. He became a Barrister-at-law in 1971. He has been a Senior Partner at the law firm of Kelsick Wilkin & Ferdinand since 1998

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

M A Degree - Cambridge University

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Clive E Ottley Position: Director

Age: 73

Mailing Address: P O Box 142
Basseterre
St Kitts

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.

Dr. Ottley became a Director in 1990. He is a retired Obstetrician/Gynaecologist and currently owns and manages a software development and consultancy firm.

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

M B Degree
BS (London, FRCOG)

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Melvin R. Edwards Position: Director

Age: 64

Mailing Address: P O Box 142
Basseterre
St Kitts

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):

Bachelors Degree (BA)
Mastor of Science (MSc.)

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Myrna R Walwyn Position: Director

Age: 61

Mailing Address: P O Box 142
Basseterre
St Kitts

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.

Mrs Walwyn became a Director in 2000. She became a Barrister-at-law in 1980. She is also Senior Partner at the law firm of Myrna Walwyn & Associates.

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

Bachelor of Science (Hons) in Social Sciences
M A Degree in Law and Sociology

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Owen N Brisbane Position: Director

Age: 51

Mailing Address: P O Box 142
Basseterre
St Kitts

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 became a 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 (BSc.) Industrial Engineering
Master of Science (MSc) Construction Engineering

Use additional sheets if necessary

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Dennis M Morton Position: Director

Age: 66

Mailing Address: P O Box 142
Basseterre
St Kitts

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 effective February 01, 2014.

He is currently a Director of St Kitts Masonry Products Limited and a Director on various boards within the TDC Group.

Mr Morton is also Deputy Chairman of the Eastern Caribbean Securities Exchange.

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

Use additional sheets if necessary

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position:

Company Secretary

Name: Warren Z Moving

Age: _____

Mailing Address: P O Box 142

Basseterre

St Kitts

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 Moving has been with the company (TDC Nevis Branch) since 1996 and served in various capacities as Accounts Clerk, Assistant Accountant, Chief Accountant, Company Secretary. He was appointed as Company Secretary for the Parent Company, TDC Limited on March 11, 2016.

Mr Moving is also a Director of Fidelis Management Company.

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

Diploma in Business Management (University of Leicester, UK (2005-2010)
Bachelor of Science in Economics and Accounts - UWI, Cave Hill (1998-2001)

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:

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
Michael King	Ordinary	3,130,697	6.02

- (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*

* 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:

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:

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

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

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:

Earle A. Kelly

Name of Director:

Nicolas N. Menon

SIGNED AND CERTIFIED

July 11, 2016

Date

SIGNED AND CERTIFIED

July 11, 2016

Date

Name of Corporate Secretary:

Warren Z. Moring

SIGNED AND CERTIFIED

Signature

July 11, 2016

Date