

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 NATIONAL BANK LTD.***

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

Place and date of incorporation: 15 FEBRUARY 1971

Street and postal address of registered office:

CENTRAL STREET, BASSETERRE, ST KITTS

Company telephone number: ( 869 ) 465-2204

Fax number: ( 869 ) 465-1050

Email address: webmaster@sknanb.com

Financial year-end: JUNE                      30                      2017  
(month)    (day)    (year)

Contact person(s): MR. DONALD THOMPSON

MR. STEPHEN HECTOR

Telephone number (if different from above): ( \_\_\_\_\_ ) \_\_\_\_\_

Fax number: ( \_\_\_\_\_ ) \_\_\_\_\_

Email address: \_\_\_\_\_

Did the company file all reports required to be filed by Sections 98 of the Securities Act, of 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 retail banking industry in the Federation is comprised of six commercial banks, three credit unions and one finance company. The core products/services offered by the institutions include loans, foreign exchange services and deposit accounts.*

*The Bank encounters strong competition in attracting retail and business deposits and loans. National Bank's most direct competition for deposits historically has been from Commercial Banks, Credit Unions, finance companies, and other financial intermediaries. Additionally, hire purchase companies that aggressively target traditional Bank customers have made the marketplace even more competitive.*

*The Bank competes for loans principally through the interest rates and loan fees it charges, the range of services offered, the efficiency and quality of the services it provides borrowers and the convenient locations of its branch offices. Competition for deposits is primarily based on interest rates offered, convenience of branch offices and ATM's and ease of business transactions.*

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>
<i>Eastern Caribbean Securities Exchange (ECSE)</i>	<i>Shares/stock</i>	<i>135,000,000</i>	<i>\$2.50 per share</i>

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

*The Securities offered by National Bank are ordinary shares/common stock, which entitle the shareholders to share in the earnings of the company as and when they occur, and to vote at the company's annual general meetings.*

4. Territories in which Securities are Being Offered

Territory	Effective Date
<i>Anguilla</i>	
<i>Antigua and Barbuda</i>	
<i>Commonwealth of Dominica</i>	
<i>Grenada</i>	
<i>St Lucia</i>	
<i>St Vincent and the Grenadines</i>	

5. Description of Share Capital

a) Authorised

TYPE/CLASS	No. OF SHARES
<i>ORDINARY SHARES</i>	<i>270,000,000</i>

b) Issued

TYPE/CLASS	No. OF SHARES
<i>ORDINARY SHARES</i>	<i>135,000,000</i>

c) Outstanding

TYPE/CLASS	No. OF SHARES

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

Position: CHIEF EXECUTIVE OFFICER (Ag.)

Name: DONALD THOMPSON Age: 57

Mailing Address: P O BOX 957, BIRD ROCK EXTENSION

BASSETERRE

ST KITTS

Telephone No.: (869) 466-8203

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

<i>Employer</i>	<i>Position</i>	<i>Responsibilities</i>
<i>St Kitts-Nevis-Anguilla National Bank Ltd.</i>	<i>CEO (Ag.)</i>	<i>Manage and direct all aspects of operations of St Kitts-Nevis-Anguilla National Bank Group of Companies.</i>
	<i>Chief Retail Banking Officer</i>	<i>Lead all aspects of Retail Banking of St Kitts-Nevis-Anguilla National Bank</i>
	<i>Assistant Managing Director</i>	<i>Lead all aspects of General Banking Division of St Kitts-Nevis-Anguilla National Bank</i>

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

<i>Institution</i>	<i>Degree/Qualification</i>	<i>Year Qualification was awarded</i>
<i>ICSA, Canada</i>	<i>Accredited Director (ACC DIR)</i>	<i>2015</i>
<i>University of Manchester</i>	<i>International Diploma in Compliance</i>	<i>2006</i>
<i>Morehead State University</i>	<i>MBA</i>	<i>2004</i>
<i>IIA, Florida, USA</i>	<i>Certified Internal Auditor (CIA)</i>	<i>1999</i>
<i>AICPA, USA</i>	<i>Certified Public Accountant (CPA)</i>	<i>1995</i>
<i>San Francisco State University</i>	<i>BSc. Accounting</i>	<i>1992</i>

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: \_\_\_\_\_

Name: STEPHEN HECTOR

Position: COMPANY SECRETARY

Age: 45

Mailing Address: SOUTH PELICAN DRIVE  
BIRD ROCK  
BASSETERRE, ST. KITTS

Telephone No.: (869) 662-2733

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

<i>Employer</i>	<i>Position</i>	<i>Responsibilities</i>
<i>Law Office of Stephen O Hector</i>	<i>Lawyer/Owner</i>	<i>To provide legal services and legal counsel to clients</i>
<i>St. Kitts-Nevis-Anguilla National Bank Ltd</i>	<i>Chief Legal Counsel</i>	<i>To provide legal services and manage all aspects of operations of the Legal Unit</i>
<i>St Kitts-Nevis-Anguilla National Bank Ltd</i>	<i>Assistant Managing Director</i>	<i>To provide legal services and manage all aspects of operations of the Legal Unit</i>

Education (degrees, schools, and dates):

<i>Institution</i>	<i>Degree/Qualification</i>	<i>Year Qualification was awarded</i>
<i>ICSA, Canada</i>	<i>Accredited Director (ACC DIR)</i>	<i>2015</i>
<i>Norman Manley Law School, UWI Jamaica</i>	<i>Legal Education Certificate</i>	<i>2003</i>
<i>University of The West Indies, Barbados</i>	<i>LLB Honours</i>	<i>2001</i>
<i>University of the West Indies, Barbados</i>	<i>BA Honours History</i>	<i>1998</i>

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: HOWARD MC EACHRANE Position : CHAIRMAN

Age: 72

Mailing Address: 30 EDWARDS LANE, NEW POND SITE  
BASSETERRE  
ST KITTS

Telephone No.: (869) 465-9293

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

<i>Employer</i>	<i>Position(s)</i>	<i>Responsibilities</i>
<i>Self Employed</i>	<i>Financial Consultant</i>	
<i>P K F Chartered Accountants &amp; Business Advisers</i>	<i>Associate</i>	<i>Assisting with the execution of Audit of large enterprises and training of staff</i>

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

<i>Institution</i>	<i>Degree/Qualification</i>	<i>Year Qualification was awarded</i>
<i>Institute of Chartered Accountant in England &amp; Wales</i>	<i>Fellow</i>	<i>1970</i>

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.

Name: N. ANALDO BAILEY

Position: 1<sup>ST</sup> VICE CHAIRMAN

Age: 65

Mailing Address: PARADISE HEIGHTS  
BASSETERRE  
ST. KITTS

Telephone No.: (869) 465-8493

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
Eastern Caribbean Institute of Banking (ECIB)	CEO/Banker	Manage and direct all aspects of the operations of ECIB

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
ICSA, Canada	Accredited Director (ACC DIR)	2015
University of the West Indies, Cave Hill Campus	MBA	1999
University of the West Indies, Cave Hill Campus	EDM	1998



Name: ALEXIS NISBETT

Position: 2<sup>nd</sup> VICE CHAIRMAN

Age: 37

Mailing Address: P O BOX 1585, MATTINGLEY HEIGHTS  
BASSETERRE  
ST. KITTS

Telephone No.: (869) 465-7382

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

<b>Employer</b>	<b>Position(s)</b>	<b>Responsibilities</b>
<i>St. Kitts Bio-Medical Research Foundation</i>	<i>General Manager</i>	<i>Manage and direct all aspects of the operations of St Kitts Bio-Medical Research Foundation</i>

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
<i>Quinnipiac University</i>	<i>MSc. Accounting</i>	<i>2007</i>
<i>St Mary's University</i>	<i>B.Comm. Accounting</i>	<i>2004</i>

Name: LIONEL BENJAMIN

Title : MEMBER

Age: 61

Mailing Address: ROMNEY GROUND  
SANDY POINT  
ST KITTS

Telephone No.: (869) 465-4606

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
Self Employed	Businessman	Manage and direct all aspects of the operations of B's Enterprises

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
ICSA, Canada	Accredited Director (ACC DIR)	2015
Aldermaston College, England	Certificate – Business Management	1981

Name: TALIBAH BYRON

Title : MEMBER

Age: 30

Mailing Address: 12 MOUNT ROYAL CRESCENT  
FRIGATE BAY  
ST KITTS

Telephone No.: (869) 465-3434

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
<i>Byron &amp; Byron Barristers-At-Law &amp; Solicitors</i>	<i>Attorney-at-Law</i>	<i>To provide legal services and legal counsel to clients</i>

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
<i>ICSA, Canada</i>	<i>Accredited Director (ACC DIR)</i>	<i>2015</i>
<i>University of Bristol</i>	<i>LLM (Merit)</i>	<i>2012</i>
<i>Norman Manley Law School</i>	<i>Legal Education Certificate</i>	<i>2011</i>
<i>University of Leicester</i>	<i>LLB (Hons)</i>	<i>2009</i>

Name: **THEODORE HOBSON**

Title : **MEMBER**

Age: **86**

Mailing Address: **BRAZIER'S ESTATE**

**NEVIS**

Telephone No.: **(869) 469-5688**

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
<i>Theodore L Hobson &amp; Associates – Attorneys-at-Law &amp; Notary Public</i>	<i>Attorney-at-Law</i>	<i>To provide legal services and legal counsel to clients</i>

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
<i>University of London</i>	<i>LLB</i>	<i>1963</i>

Name: CARDELL RAWLINS

Title : MEMBER

Age: 54

Mailing Address: P O BOX 95  
CADES BAY  
NEVIS

Telephone No.: (869) 469-4020

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

<i>Employer</i>	<i>Position</i>	<i>Responsibilities</i>
<i>Alexandra Hospital/Self Employed</i>	<i>Medical Doctor/Surgeon</i>	<i>To provide Medical Services</i>

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

<i>Institution</i>	<i>Degree/Qualification</i>	<i>Year Qualification was awarded</i>
<i>New York Hospital, Queens</i>	<i>Bachelor of Surgery (B.S)</i>	<i>2000</i>
<i>Mount Sinai School of Medicine</i>	<i>Doctor of Medicine (M.D.)</i>	<i>1994</i>

Name: WILLIAM G. LIBURD

Title : MEMBER

Age: 72

Mailing Address: NORTH PELICAN DRIVE, P O BOX 1232  
BIRD ROCK  
ST KITTS

Telephone No.: (869) 465-8111

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

<i>Employer</i>	<i>Position</i>	<i>Responsibilities</i>
<i>Democrat Printing Co Ltd</i>	<i>Newspaper Consultant</i>	

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

<i>Institution</i>	<i>Degree/Qualification</i>	<i>Year Qualification was awarded</i>
<i>University of the West Indies</i>	<i>BSc. Economics and History</i>	<i>1969</i>

Name: ELRETER SIMPSON-BROWNE

Title: MEMBER

Age: 48

Mailing Address: LOT #1 LEMON HILL HOUSING DEVELOPMENT  
BOURRYEAU  
ST KITTS

Telephone No.: (869) 466-1780

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
National Housing Corporation (NHC)	General Manager	Manage and direct all aspects of the operations of NHC
National Housing Corporation (NHC)	Manager – Customer Services Dept.	To provide exemplary service to customers

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
ICSA, Canada	Accredited Director (ACC DIR)	2015
University of the West Indies, Mona Campus	BSc. Management – (Major in HRM)	2012

Name: WALLIS WILKIN

Title : MEMBER

Age: 43

Mailing Address: HARBOUR VIEW, BIRD ROCK  
BASSETERRE  
ST KITTS

Telephone No.: (869) 465-8269

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

<b>Employer</b>	<b>Position</b>	<b>Responsibilities</b>
S L Horsford & Co Ltd	Marketing Manager	Responsible for all marketing and related activities for the entire group of companies

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

<b>Institution</b>	<b>Degree/Qualification</b>	<b>Year Qualification was awarded</b>
ICSA, Canada	Accredited Director (ACC DIR)	2015
Wentworth Institute of Technology, Boston	BSc. Management Studies	2002
Wentworth Institute of Technology, Boston	Professional Certificate - Communications	2002
Wentworth Institute of Technology, Boston,	AAS – Architectural Engineering	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:

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>No. of Shares:</b>	<b>% of Total</b>
<i>Government of St Kitts &amp; Nevis, Church Street, Basseterre, St Kitts</i>	<i>Ordinary Shares</i>	<i>68,850,000</i>	<i>51.00</i>
<i>Caribbean Commercial Bank (Anguilla Ltd) P O Box 23, The Valley Anguilla</i>	<i>Ordinary Shares</i>	<i>8,510,348</i>	<i>6.30</i>
<i>Social Security Board (St Kitts &amp; Nevis), Bay Road, Basseterre, St Kitts</i>	<i>Ordinary Shares</i>	<i>8,598,506</i>	<i>6.37</i>

- (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>

**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>
<i>NATIONAL CARIBBEAN INSURANCE CO LTD</i>	<i>CHURCH ST. BASSETERRE, ST KITTS</i>	<i>90%</i>	<i>-</i>
<i>NATIONAL BANK TRUST CO LTD</i>	<i>ROSEMARY LANE, BASSETERRE, ST. KITTS</i>	<i>100%</i>	<i>-</i>
<i>ST KITTS AND NEVIS MORTGAGE AND INVESTMENT CO LTD</i>	<i>CENTRAL ST. BASSETERRE, ST KITTS</i>	<i>100%</i>	<i>-</i>

**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.

Name of Chief Executive Officer:

*Mr. Donald Thompson*

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Signature

*24<sup>th</sup> October 2017*

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Date

Name of Director:

*Mr. Alexis Nisbett*

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Signature

*24<sup>th</sup> October 2017*

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Date

Name of Corporate Secretary:

*Mr. Stephen O Hector*

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Signature

*24<sup>th</sup> October 2017*

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Date