

SCHEDULE 4
FORM ECSRC - MC
Disclosure of Material Information

Date of Report April 18, 2016

Republic Bank (Grenada) Limited
(Exact name of reporting issuer as specified in its charter)

Territory and date of Incorporation Grenada, October 12, 1979

Issuer Registration Number NCB 12101979 GR

P.O. Box 857, Republic House, Grand Anse, St. George, Grenada

(Address of principal office)

Reporting issuer's:

Telephone number (including area code): 473-444-2265

Fax number: 473-444-5501

Email address: info@republicgrenada.com

(Former name or former address, if changed since last report)

Set out all relevant information relating to material change(s) in the company.

We advise that Ms. Janelle Bernard resigned as Corporate Secretary of Republic Bank (Grenada) Limited effective March 21, 2016. Consequently, the Board of Directors appointed Mrs. Kimberly Erriah-Ali LL.B. to replace Ms. Bernard as Corporate Secretary with effect from April 14, 2016. A copy of Mrs. Erriah-Ali's profile is attached.

SIGNATURES

Name of Chief Executive Officer:

KEITH A. JOHNSON

Signature

Date April 18, 2016

Name of Director:

LEON D. CHARLES

Signature

Date April 18, 2016

K I M B E R L Y E R R I A H
Attorney-at-Law
Unit 54 The Point Villas, Lange Park, Chaguanas, Trinidad, W.I.
Citizenship: Canadian/ Trinidadian
Phone: 1 868 665-8556
e-mail:erriah2001@yahoo.com

PROFESSIONAL EXPERIENCE

April 1st 2002 – December 31st 2013

Title Manager, Legal Services, Republic Bank Limited, Head Office.

March 2016 to date- Senior Manager Legal Services Republic Bank Limited, Head Office

Area of work : All legal aspects of banking practice for all Divisions of the Bank and its local and overseas Subsidiaries.

RESPONSIBILITIES :

- ❖ Initiate, draft, negotiate, review, analyze and approve contracts on behalf of the bank's operations in Trinidad and abroad for every facet of its business. These include but are not limited to leases, loans, credit lines, securities, SWAPS, bond and note issues, cross border facilities, credit card business, treasury, marketing, intellectual property, project finance, restructurings. To recommend amendments to parties' drafting the contracts to ensure that bank is protected and that risk is reduced.
- ❖ Legal Aspects of Mergers & Acquisitions - Due diligence, regulatory requirements, actual transfer of shareholding, assets, change in boards, locally and regionally.
- ❖ Attend meetings, negotiations locally and abroad to ensure that bank is protected.
- ❖ To ensure that the bank's litigation and potentially litigious matters are managed properly by liaising with the external attorneys both local and abroad. Provide all necessary information to the external attorneys for the conduct of the litigation.
- ❖ Assist the General Counsel in the dispatch of her advice on certain matters e.g. to assist in research for matters handled by her and to keep her informed

at all times of matters affecting the bank and department. In the absence of the General Counsel to ensure continued flow of advice and opinion by managing the distribution of excess/complex work to external attorneys.

- ❖ Participate in interest group meetings for legislative, policy reform affecting the bank and to ensure that bank is protected.
- ❖ Prepare policy documents internally on changes in business processes as it relates to compliance, anti-money laundering and general improvements.
- ❖ Responsibility for preparation of advice and opinions to all departments & branches of the bank on an urgent basis. These advices and opinions are to be delivered accurately and promptly.
- ❖ To provide immediate oral advice as and when requested by Branches and Subsidiaries- local and abroad.
- ❖ Ensure that all the information necessary for the giving of opinions/solutions/ advice is clearly communicated and that the advice received is reflective of the bank's business needs.
- ❖ Perform detailed legal research, examination and analysis to deliver the above.
- ❖ Perform training for internal clients.

January 1st 2014 –February 28th 2016 Senior Manger Compliance, Republic Bank Limited, Head Office

Areas of responsibility:

- ❖ Setting Enterprise AML/CTF Compliance policy;
- ❖ Advising on regulatory requirements;
- ❖ Providing independent oversight of the AML/CTF Compliance Program;
- ❖ Establish and implement a compliance program
- ❖ Monitoring the adequacy and effectiveness of AML controls;
- ❖ Co-ordinate and monitor the AML/CTF Compliance Program to ensure continuous compliance
- ❖ Assessing inherent risk;
- ❖ Advising on risk tolerance parameters;
- ❖ Monitoring exposure to risk;
- ❖ Receive and Review reports of suspicious transactions/activities made by staff to report to the FIU

- ❖ Maintain records of all reports received and reported to the FIU
 - ❖ Acting as the official liaison with the Bank's regulator and the FIU;
 - ❖ Advising on the sufficiency of AML resources;
 - ❖ Providing Enterprise AML training;
 - ❖ Reporting to the Board of Directors on the status of the Group AML/CTF Compliance Program
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April 2008 to January 2014

Corporate Secretary to Board of Republic Bank (Grenada) Limited

Carrying out of all duties incident to Corporate Secretary to board under the Companies Act Grenada and of Trinidad and Tobago.

December 2012 to January 2014

Corporate Secretary to Republic Finance and Merchant Bank limited

Corporate secretary to the board of London Street Project Company Limited

-The foregoing companies are wholly owned subsidiaries of Republic Bank Limited.

September 1998 - March 2002

Title: Associate - Messrs. Ashmead Ali & Co. Attorneys at Law, Trademark & Patent Agents, 36 Edward Street, Port of Spain Trinidad, W.I.

Corporate and Commercial:

Incorporation and continuation of companies, interpretation of company and securities legislation, preparation of documents for the internal regulation of companies, compliance, drafting and review of commercial contracts for the supply of goods and services, preparation of promissory notes, powers of attorney, bills of sale, preparation and review of security documentation.

Conveyancing

Preparation of residential and industrial development schemes, agreements for sale and conveyances of real estate, mortgages, deeds and memoranda of assent, gifts, general advice on rights and obligations of mortgages.

Trusts

Creation of trusts, drafting deeds of removal and appointment of trustees, advice on the rights and obligations of landlords and tenants.

Landlord and Tenant

Preparation and review of residential and commercial leases, general advice on the rights and obligations of landlords and tenants.

Intellectual Property

Application, renewal, assignment and conduct of opposition of trademarks.

Estates

Preparation of wills, application for grants of probate and letters of administration.

Litigation

Instructing Attorney-at-Law with responsibility for advice to Counsel, preparation of affidavits, applications before the Registrar and the Master of the Supreme Court.

Pro Bono for several religious bodies and NGOs- Habitat for Humanity

June 1998 – August 1998

Judge’s Assistant to the then Honourable Mr. Justice Reginald T.A. Armour, S. C.

EDUCATION AND PROFESSIONAL CERTIFICATION

August 2014

ACAMS
Certified Anti-Money Laundering Specialist

March 2014

Florida Institute of Bankers Association *via* Florida International University
Certified Practitioner in Anti Money Laundering (CPAML)

June 2009 - December 2011

Heriot-Watt University, Edinburgh School of Business (United Kingdom)
Electives: Mergers & Acquisitions
Corporate Governance
Masters in Business Administration

September 1996 – June 1998

The Sir Hugh Wooding Law School, Trinidad
Legal Education Certificate

Admitted to practice as an Attorney-at-Law in the Supreme Court Trinidad and Tobago on September 23, 1998.

September 1993 – July 1996

The University of the West Indies
Bachelor of Laws (LL.B) (Hons.)

September 1986 – July 1993

St. Augustine Girls' High School, Trinidad

RESEARCH PAPERS

June 1999 – February 2000

Part time Legal Assistant to Sharon le Gall (L.L.M.) Attorney-at-Law and Lecturer at the Faculty of Law, The University of the West Indies, Cave Hill Campus, Barbados, W.I. for research papers on:

- ❖ Fair Competition Law – commissioned by The Caribbean Law Institute Centre.
- ❖ Protocol II – commissioned by The CARICOM Secretariat.

March 2001 – May 2001

Legal Counterpart to Dr. Noel Watson Ph.D., Economist on the Removal of Restrictions which offend Protocol II – commissioned by The CARICOM Secretariat.

PROFESSIONAL MEMBERSHIPS

The Law Association of Trinidad and Tobago

PROFESSIONAL TRAINING, CONFERENCES ATTENDED

Financial Services Conference, Sherbourne Center Barbados 2003

Caribbean Commercial Law Workshop, Miami, USA – 2003, 2005, 2007, 2008, 2009

Completed Spanish for Banking 2004.

Completed Euromoney Legal Training

- ❖ Loan Documentation New York City, USA, June 2004,
- ❖ Advanced Loan Documentation, Barbados, November 2004

Completed Euromoney Debt & Securities Markets, Trinidad, 2003

Diploma in Basic Word Perfect and Typing, proficient in Microsoft Word and Excel.

Institute of Business “Global Mindset Development Programme” – 2005

Attended Euromoney Summer School on International Financial Law, St Catherine's College, Oxford University, United Kingdom, August 2006.

Attended Euromoney Seminars Latin America Syndicated Loans – October 2007
Completed Euromoney International Project Finance, New York City, USA 2008
Banking on the Future Summit 2009 –Trinidad & Tobago
Risk Management Workshop- hosted by IFC- Antigua March 2010
Mediation workshop – hosted by Allen Overy – May 2011
ACAMS Financial crimes conference Las Vegas USA , 2013, Florida March 2014
Financial Intelligence Unit of Trinidad and Tobago workshop on SARS- September 2013
Securities Exchange Commission Trinidad and Tobago – compliance conference –
October 2013
Caribbean Financial Action Task Force Conference Trinidad November 2013
Florida Institute of Bankers Association– Risk assessment and Certified Practitioner in
Anti Money Laundering Workshop Trinidad January 2014, Miami 2015

AWARDS AND ACTIVITIES

Prize for the first place in Modern Studies Advanced Level Examinations, St. Augustine
Girls' High School.

Member of Sixth Form Student Council and Senior Prefect.

Member of The University of the West Indies inter-faculty cricket team.

Co-coordinator of activities for the Trinidad and Tobago Students' Association at the
Cave Hill Campus of The University of the West Indies.

Gym, Yoga and dance- Classical Odissi, Modern.

VOLUNTEER EXPERIENCE

The Sir Hugh Wooding Law School Legal Aid Clinic.

Drafting committee for the Trinidad and Tobago Red Cross Society for the development
of new constitution.

Secretary & Advisor to the Lange Park Security Management Company Ltd.- 2005,2008

Executive member of the Republic Bank Manager's Association -2005 to 2008

Member Rotary Club of Felicity/ Charlieville- 2009-2010

Director- The Point Villas Limited- service company to residential development- 2012-2013

Director- Telecommunications Authority of Trinidad and Tobago November 2015 to date

Director- The Think Pink Live Well Society- 2015-to date.

REFERENCES -

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