

**Schedule 1**

**FORM ECSRC – K**

**ANNUAL REPORT PURSUANT TO SECTION 98 OF THE SECURITIES ACT OF 2001**

For the financial year ended September 30, 2012 \_\_\_\_\_

Issuer Registration number NCB 12101979 GR

Republic Bank (Grenada) Limited

(Exact name of reporting issuer as specified in its charter)

Grenada

(Territory of incorporation)

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

(Provide information stipulated in paragraphs 1 to 15 hereunder)

Indicate whether the reporting issuer has filed all reports required to be filed by Sections 98 of the Securities Act of 2001 during the preceding 12 months

Yes X No \_\_\_\_\_

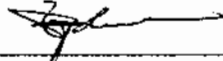
Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report.

CLASS	NUMBER
Common Stock	1,500,000

**SIGNATURES**

Name of Chief Executive Officer

Keith A. Johnson



Signature

December 31, 2012

Date

Name of Director:

Leon D. Charles



Signature

December 31, 2012

Date

## **REPUBLIC BANK (GRENADA) LIMITED**

### **Annual Report Pursuant to Section 98 of the Securities Act of 2001**

#### 1. Business

The Annual Report of the Bank for the financial year ended September 30, 2012 is enclosed. The reviews of the Chairman and Managing Director cover developments in the financial industry and as well the Bank's accomplishments and plans.

#### 2. Properties

The Bank owns freehold properties in:

Grand Anse  
Town of St. George's  
Gouyave

Leasehold interest is held for properties in:

Grenville, St. Andrew  
Sauteurs, St. Patrick's  
Carriacou  
Carenage, St. George's  
Grand Anse, St. George  
Cruise Port. St. George

All properties are utilized as offices of the Bank thus enabling our products and services to be widely distributed geographically.

#### 3. Legal Proceedings

No legal proceedings which may have a material effect on our business, financial condition or operations took place during the year.

#### 4. Submission of Matters to a Vote of Security Holders

- (a) The Annual Meeting of shareholders of Republic Bank (Grenada) Limited was held on December 13, 2012.
- (b) The Directors elected at the Annual Meeting were: Mr. Graham K. Williams, Mr. Ronald F. deC. Harford, Mr. Keith A. Johnson, Mr. Leon D. Charles, Mr. Nigel A. John and Ms. Isabelle S. V. Slinger. The term of office as a director continued after the meeting for Mr. Nigel Baptiste, Ms. Margaret Blackburn, Mr. Hugh Dolland CBE and Mr. Ian R. De Souza.
- (c) Matters voted upon at the Annual Meeting:

That the audited financial statements for the year ended September 30, 2012 and the report of the Directors and Auditors be and are hereby approved. There were 49 votes cast in favour, none against and no abstentions.

That the Directors retiring in accordance with By Law No. 1, paragraph 4.3.1 and being eligible, be re-elected en bloc. There were 49 votes cast in favour, none against and no abstentions.

That Messrs. Ronald F. deC. Harford, Keith A. Johnson, Leon D. Charles, Nigel A. John and Ms. Isabelle S. V. Slinger be re-elected Directors of the Bank. There were 44 votes cast in favour, none against and five abstentions.

That Mr. Graham K. Williams be elected a Director of the Bank. There were 48 votes cast in favour, none against and one abstention.

Shareholders also voted to re-appoint Ernst & Young as auditors until the expiration of the next Annual Meeting and authorised the Directors to fix their remunerations.

(d) and (e) Not applicable.

5. Marker for Reporting Issuer's Common Equity and Related Stockholder Matters

No equity securities of the Bank were sold by the Bank during the period covered by this report.

6. Financial Statements and Selected Financial Data

The Bank's Annual Report which is filed with this report contains the Audited Financial Statements for the year ended September 30, 2012 on pages 30 to 81 which includes:

- (i) Auditor's report.
- (ii) Statement of Financial Position for the years ended 2011 and 2012.
- (iii) Statement of income, statement of cash flows, statement of comprehensive income, and statement of stockholders' equity for 2011 and 2012.
- (iv) Notes to the Financial Statements.

7. Disclosure About Risk Factors

The Bank's Annual report also contains information about Risk Factors on pages 61 to 74.

8. Changes in Securities and Use of Proceeds

Not applicable.

9. Default upon Senior Securities

None

10. Management's Discussion and Analysis of Financial Condition and Results Operation

The issues of Liquidity, Capital Resources and Results of Operation are covered in the Bank's 2012 Annual Report.

11. Changes in and Disagreements with Auditors on Accounting and Financial Disclosure

None

12. Other Information

Not applicable

13. List of Exhibits

- Annual Report for the year ended 2012 including Notice of the Annual Meeting held on December 13, 2012.
- Schedule of Investments.

**Republic Bank (Grenada) Limited**

**Investment Portfolio as at September 30, 2012**

	CURR	MARKET VALUE SEPT. 2012	COUPON RATE	MATURITY DATE	PLACE
<b>EC\$ INVESTMENTS</b>		<b>(EC\$'000)</b>			
Govt of G/da EC Stepup Bonds	EC	\$4,872	4.50%	15-Sep-2025	Domestic
ProDev 10 year 8% bonds	EC	\$1,677	8.00%	21-Dec-2017	Regional
ECHMB Bonds 6% 12th issue	EC	\$2,610	6.00%	1-Jul-2013	Regional
ECHMB Bonds 4.497% 18th issue	EC	\$1,578	4.50%	26-Aug-2014	Regional
<b>Sub Total</b>		<b>\$10,737</b>			
<b>EQUITY INVESTMENTS</b>					
ECHMB	EC	\$350			Regional
Eastern C'bean Sec. Exchange	EC	\$147			Regional
VISA Inc Class C Shares	US	\$255			Int'l
REVALUATION EQUITY SHARES	US	\$523			Int'l
<b>Sub Total</b>		<b>\$1,275</b>			
<b>Total EC\$ Investment</b>		<b>\$12,012</b>			
<b>TT DOLLAR INVESTMENT</b>					
WASA FIXED RATE BONDS	TT\$	19,268	11.50%	21-Nov-2021	Regional
Govt of Trinidad & Tobago	TT\$	0	4.00%	27-Jul-2012	Regional
<b>Sub Total - TT Dollar Investments</b>		<b>19,268</b>			
<b>US\$ INVESTMENTS</b>					
Gov't of G/da US Stepup Bonds	US	\$4,198	4.50%	15-Sep-2025	Domestic
UWI Float rate bonds	US	\$561	6.50%	17-Mar-2015	Regional
FCB St.Lucia 2011 5.125%	US	\$5,670	4.90%	9-Feb-2016	Regional
Barbados National Oil Company bonds	US	\$2,820	5.75%	31-Dec-2014	Regional
APG-St.Johns Port Expansion	US	\$5,477	9.00%	30-Sep-2025	Regional
BNS Commercial Paper	US	\$8,106	2.25%	22-Jan-2013	Int'l
Govt of B/dos 2021 7.25%	US	\$5,497	7.25%	15-Dec-2021	Regional
Bank of Australia USD Bond	US	\$8,254	1.95%	16-Mar-2015	Int'l
HSBC USD Bond	US	\$5,492	2.38%	13-Feb-2015	Int'l
Citigroup USD Bond	US	\$5,482	2.25%	7-Aug-2015	Int'l
Goldman Sachs USD Bond	US	\$5,521	4.75%	15-Jul-2013	Int'l
ANZNS USD Bond	US	\$6,811	1.85%	15-Oct-2015	Int'l
Gov't of St. Kitts USD Bond	US	\$678	6.00%	18-Mar-2032	Regional
Gov't of St. Lucia 5% USD Bond	US	\$3,051	5.00%	26-Sep-2013	Regional
<b>Sub Total</b>		<b>\$67,618</b>			
<b>Total US\$ Investment</b>		<b>\$67,618</b>			
<b>Grand Total</b>		<b>\$98,898</b>			