

SCHEDULE 4

FORM EC SRC - MC

Disclosure of Material Information

Date of Report January 17, 2014

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 Mrs. Kimberly Erriah-Ali resigned as Corporate Secretary of Republic Bank (Grenada) Limited effective January 16, 2014. Consequently, the Board of Directors appointed Ms. Janelle Bernard LL.B. to replace Mrs. Erriah-Ali as Corporate Secretary with effect from 16 January, 2014. A copy of Ms. Bernard's profile is attached.

SIGNATURES

Name of Chief Executive Officer:

KEITH A. JOHNSON

Signature



Date January 17, 2014

Name of Director:

LEON D. CHARLES

Signature



Date January 17, 2014

EDUCATION:

Executive Masters in Business Administration (MBA) Program
Arthur Lok Jack Graduate School of Business, UWI
September 2010

Legal Education Certificate
Hugh Wooding Law School, St. Augustine
September 2002

Bachelor of Laws (Upper Second Class Honors)
University of the West Indies, St. Augustine
September 2000

EXPERIENCE:

Republic Bank Limited, Legal Services Department and the Centralised Securities Unit

Manager
December '12 - present

- Function as In-house Attorney for the company and its subsidiaries (domestic and foreign) and represent the interests of the company at domestic and international forums
- Manage the Centralised Securities Unit i.e. the custodian of the securities of the company
- Project Manager on the FATCA Compliance project for the Republic Bank Group of Companies (domestic and foreign)

Republic Bank Limited, Legal Services Department

Legal Counsel / Assistant Manager (In-House Attorney)
December '05 - December '12

Legal Counsel / Management Associate (In-House Attorney)
August '02 - December '05

- Provide legal advice to the all business units of the company and to its domestic and foreign subsidiaries on diverse and complex legal issues:

Criminal; probate; Intellectual property; Information Technology; general contract, e.g., marketing, licenses, services; company law; complex borrowings; complex corporate structuring; employment; Mergers & Acquisitions; real estate; generally: corporate finance, project finance, banking, securities, trusts, international finance, industrial relations/trade union matters, and domestic / regional / international compliance, statutory and regulatory issues.

- Make decisions on cross-border legal issues using local counsel support.

- Formulate company policy and procedures and reviews to ensure policies are in keeping with domestic and or international regulatory practices/requirements.

- Represent the company at various forums in association with other interest groups with a view to protecting the interests of the company whilst balancing other stakeholder interests.

- Manage the litigation portfolio of the company with a view to containing costs and efficiently and effectively resolving disputes to the benefit of all stakeholders.

Janelle Bernard, LLB (Hons.), LEC, MBA

Attorney at Law

50C Garloch Road, Glenco, Trinidad, WI

Email: jbernard@republishct.com

Telephone: 868-724-9573

- Conduct extensive research and investigation into new legal developments with a view to creating innovative, efficient and profitable business opportunities for the company.
- Represent the company at domestic and international banking and law conferences.

ACHIEVEMENTS:

- **2005** - Formulated and Implemented statutory & regulatory compliance policy document for the Group which improved business efficiency and ensured the company operated within the legal framework.
- **2008** - Formulated and Implemented a Revised Group Anti Money Laundering & Terrorism Financing Policy and Procedures Manual which brought the company into compliance with international standards and improved its standings with its international correspondent bankers.
- **2009** - Formulated the company's Vendor Management Policy Document which resulted in a more efficient way of dealing with the company's suppliers and gave the company the ability to accurately measure and monitor the suppliers' performance and align same with the company's strategic objectives whilst benefiting from economies of scale.
- **2009** - Formulated a business strategy for expansion to the Eastern Caribbean and Jamaica with input from the economic intelligence unit. That strategy is currently in execution.
- **2010** - Represented the interests of the company in discussions with the securities market regulator which averted the imposition of excessive penalties, avoided legal fees and any consequential reputational damage or loss.
- **2011** - Facilitated the training session on Anti Money Laundering & Terrorism Financing regulatory and international practice for the Institute of Banking and Finance of Trinidad and Tobago
- **2011** - One of three feature speakers at a panel discussion on "Corporate Governance – Board of Director or Management Issue?" at a Conference hosted by the Caribbean Association of Banks
- **2012** - Advised, facilitated and led the successful execution of (1) the Amalgamation of Barbados Mortgage Finance and Company Limited and the Barbados National Bank Inc. (2) the Rebranding of Barbados National Bank Inc. to Republic Bank (Barbados) Limited and its subsidiaries, Barbados Funds Inc. to Republic Funds (Barbados) Inc. and Barbados Finance and Trust Corporation to Republic Finance and Trust (Barbados) Corporation (3) Acquisition of remaining shareholding in its subsidiary, a public company, Republic Bank (Barbados) Limited formerly Barbados National Bank Inc.
- **2013** - One of four feature speakers at a panel discussion on "The United States of America Foreign Account Tax Compliance Act (FATCA) - Impact Assessments on the Financial Services and Business Sectors in Trinidad and Tobago" at a Breakfast Meeting hosted by the Trinidad and Tobago Chamber of Industry and Commerce and the Association of Compliance Professionals of Trinidad and Tobago

BAR ADMISSIONS & ASSOCIATIONS:

- Admitted to bar of Barbados
 - Admitted to bar of Trinidad and Tobago
 - Member of the Law Association of Barbados
- October 2013
October 2002
October 2013

Member of the Law Association of Trinidad and Tobago

October 2002

TRAINING:

2003 Certificate in Fraud
Euromoney Legal Training, Miami, Florida

2003 - 2004 Certificate in Effective Personal Productivity

Awarded Professional Leader of the Year 2004

Leadership Management International, Inc., Waco, Texas

Parent to International Business Brokers,

Dere Street, Port of Spain, Trinidad

2004 Certificate in Business Spanish
The Spanish Training Centre for Business Communication, Glencoe, Trinidad

2004, 2008, 2012 Certificate in Anti-Money Laundering and USA Patriot Act Compliance

The Florida International Bankers' Association (FIBA) Inc. Conference,
Miami, Florida

2004 Certificate in the Changing Face of Anti-Money Laundering and
Combating the Financing of Terrorism Standards
in the Caribbean Basin Region Conference

Caribbean Financial Action Task Force Conference, Jamaica

2005 Certificate in Loan Documentation and Advanced Loan Documentation
Euromoney Legal Training, Port of Spain, Trinidad

2007 Certificate in Security Documentation
Euromoney Legal Training, Hastings, Barbados

2008 Private International Law (Conflict of Laws), Commercial Litigation,
Insurance Law, and Oil and Gas
Caribbean Commercial Law Workshop, Hyatt Regency, Trinidad

2009 The Practical Use of the 1999 FIDIC Conditions of Contract (Red & Yellow Books)
European Construction Ventures Limited in partnership with the JCC, Trinidad

2010 Governance, Regulation and Financial Crime Prevention Forum for the Caribbean
Basin
The International Governance & Risk Institute, Hyatt Regency, Trinidad

COMPUTER SKILLS:

Microsoft Office.

REFERENCES:

Available upon request.