

**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

**ANTIGUA PRINTING AND PUBLISHING LIMITED**

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

Place and date of incorporation:

ANTIGUA & BARBUDA, 25<sup>TH</sup> APRIL, 1970

Street and postal address of registered office:

FACTORY ROAD, ST. JOHN’S  
ANTIGUA & BARBUDA

\*Company telephone number: (1268) 481-1500

Fax number: (1268) 481-1515

Email address: antprint@candw.ag

Financial year-end:	<u>JUNE</u>	<u>30<sup>th</sup></u>	<u>2017</u>
	(month)	(day)	(year)

Contact person(s):    \*EUSTACE PARKER

      \*\*FRANCIS HENRY

\*\*Telephone number (if different from above): (1268) 462-1571

Fax number: (1268) 560-1042

Email address: mehenry21@hotmail.com

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

**1. Description of the Industry in which the Company Operates**

The printing industry consists of a large number of operators, small and large, producing high quality products. There are a number of well-known commercial operators which include Observer Printery, original printer, Antigua Times, Ideal Printers, Business Printers and Supplies (BSS) etc.

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**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>
APP is not listed			

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

No securities were offered on the market.

**4. Territories in which Securities are Being Offered**

<b>Territory</b>	<b>Effective Date</b>
Presently, no securities are offered.	

**Description of the Industry in which the Company operates continued:**

A highly competitive industry, most of the well-known printing operators are equipped with state-of-the-art digital equipment and can deliver customers' requests in a timely manner. An increasing number of small digital-based businesses have gained market entrance using a niche market competitive strategy to take market share from major operators. Some of them operate part-time and process jobs on a demand basis by utilizing a flexible, highly skilled workforce.

APP and The Original Printery do both offset and digital printing. Because of the highly competitive nature of the business, it is not usual for high volume customers to seek quotations from multiple operators before deciding which printer will process their work. Customer loyalty has therefore shifted from *historical relationships* to *the lowest price on offer*, provided the work quality is acceptable. This demand side price pressure tends to constrict gross profit margins and ultimately the net earnings of operators.

Another industry norm, customers, especially high volume ones, expect to, and do indeed receive credit from operators. And although it is normal to extend 30-day credit terms, it is not usual for the Company to extend payment terms to satisfy the cash flow priorities of preferential customers. Walk-in customers pay 50% down and the balance on delivery of the job.

**5. Description of Share Capital**

a) Authorized 1900 @\$100 per share

TYPE/CLASS	No. OF SHARES
Ordinary Shares	1900

b) Issued Authorized Capital fully subscribed

TYPE/CLASS	No. OF SHARES

c) Outstanding None; No shares available from the Company

TYPE/CLASS	No. OF SHARES

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

Position:

General Manager

Name: Eustace Parker

Age: 74

Mailing Address: c/o Antigua Printing & Publishing Company Limited

Factory Road, St. John's

Antigua & Barbuda

Telephone No.: 268-481-1500

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

Mr. Eustace Parker has been with the Company for 33 years.

He was Acting General Manager from September 1, 1999 to March 31, 2001. He has been General Manager since May 1, 2002.

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

St. John's Boys' School, School Certificate 1960

Kodak Caribbean Limited, Certificate of Achievement Graphic Art, 1974

Printing experience, over 35 years

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:

Mr. Eustace Parker, General Manager, is a fulltime officer.

*Use additional sheets if necessary.*

## 7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Londel Benjamin

Position: Chairman

Age: 68

Mailing Address: P. O. Box 337

St. John's

Antigua & Barbuda

Telephone No.: C: (+1268) 464-5046; W: (+1268) 562-8665; H: (+1268) 460-2448

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

Principal, Accounting & Financial Services (accounting firm)  
Parliamentary Secretary, Ministry of Social Transformation & Human Resource  
Development, Government of Antigua & Barbuda  
Financial Controller, 1<sup>st</sup> Choice Foods (Mitchell A. Michael)

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

Bachelor of Science in Accounting & commerce  
Member of Institute of Chartered Accountants of the Eastern Caribbean  
Numerous CPE courses

*Use additional sheets if necessary*

Name: Garfield Smith

Position: Acting Plant Manager

Age: 68

Mailing Address: P. O. Box 292

St. John's

Antigua & Barbuda

Telephone No.: H: (+1268) 463-2157

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

Assistant Production Manager, Antigua Printing & Publishing Company Limited

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

Secondary Education: Hill Secondary School, 1962-1966

*Use additional sheets if necessary*



Name: Ethlyn Ermina Gilead

Position: Accounting Assistant

Age: 58

Mailing Address:

St. Paul

Antigua & Barbuda

Telephone No.: H: (+1268) 460-3893

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

Accounting Assistant at Antigua Printing & Publishing Company Limited (past 34 years)  
Duties: preparation of wages and salaries, balancing wages and salaries records, submit statutory deductions to the appropriate statutory bodies, accounts receivable and payable records balancing, daily deposits and secretarial duties

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

Greenbay Primary School, 1967-1968  
Princess Margaret School, 1969-1974  
Atlantic Union College, Part-time A.D.P. Programme, July 1997 (student) Business Administration

*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>
<b>Express Printers</b> Factory Road, St. John's, Antigua & Barbuda	Ordinary	888	46.74%
<b>Bridget Harris</b> Hodges Bay, St. John's, Antigua & Barbuda	Ordinary	349	18.37%
<b>Edmund Jarvis</b> Upper Gambles, St. John's, Antigua and Barbuda	Ordinary	110	5.79%
<b>Gwendolyn Henry</b> McKinnons, St. John's, Antigua & Barbuda	Ordinary	100	5.27%
<b>Total</b>	<b>Ordinary</b>	<b>1447</b>	<b>76.16%</b>

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- (b) Include all common shares issuable upon conversion of convertible securities and show conversion rate per share as if conversion has occurred.

**UPON CONVERSION: \*No conversion to date**

<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.

**SECURITIES NOW HELD continued:**

Express Printers is a company formed after the principal owners (Observer Publications Limited) of APP donated the shares they held in APP to the workers of the Company for a consideration of \$1. The donation was done in two transfers of 570 shares during August 2002 and 318 shares during December 2002, respectively.

Mr. Edmund Jarvis is deceased and apparently left his estate to sundry persons. A request for transfer of shares to Mr. Roland Walker was made some time ago, but the documentation was never completed by the solicitor, the late Mr. Alfred James. The shares remain in the name of Edmund Jarvis.

Mrs. Gwendolyn Henry was the wife of Mr. John Rowan Henry, the founder of the Company. Both husband and wife were murdered. No representation was made for transmission.

**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>
Not applicable				

**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>
No Subsidiary			

**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>
		The nearest affiliate is Express Limited

**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:

**Eustace Parker**

Name of Director:

**Londel Benjamin**

SIGNED AND CERTIFIED

SIGNED AND CERTIFIED

Date: **November 15, 2017**

Date: **November 15, 2017**

Name of Corporate Secretary

**Francis Henry**

SIGNED AND CERTIFIED

Signature

Date: **November 15, 2017**