#### Schedule 2

| Sec   |                            | GISTRATION S'<br>and 97(4) of the | TATEMENT<br>Securities Act, 20 | 01      |
|---|----------------------------|-----------------------------------|--------------------------------|---------|
|   |                            | FORM RS - 2                       |                                |         |
| Select  | One: 🖌 Ann                 | ual Registration                  | Issue of Sec                   | urities |
| Dominica Brewery Limited  | l                          |                                   |                                |         |
| (Exact  | name of Company            | as set forth in Ce                | ertificate of Incorpor         | ration) |
| Place and date of inc<br>Commonwealth of Dominic                    |                            |                                   |                                |         |
| Street and postal add<br>Snug Corner, Loubiere, Cor                 | -                          |                                   |                                |         |
| Company telephone<br>Fax number: ( <sup>767</sup><br>Email address: | number: ( <sup>767</sup> ) | 4482607                           |                                |         |
| Financial year-end:   | December<br>(month)        | 31<br>(day)                       | <u> </u>                       | ear)    |
| Contact person(s):  | frankie liverpool          | (;)                               |                                | ,       |
| Telephone number (i   | if different from a        | bove): ()                         |                                |         |
| Fax number: (   | _)                         |                                   |                                |         |
| Email address:  |                            |                                   |                                |         |

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 company is the only brewery on the island and competes mainly on a price basis with imports from St. Lucia and Trinidad

#### 2. Exchanges on which the Company's Securities are Listed

| Exchange(s) | Securities Type | No. of<br>Shares | Valuation |
|-------------|-----------------|------------------|-----------|
|             |                 |                  |           |
|             |                 |                  |           |
|             |                 |                  |           |
|             |                 |                  |           |
|             |                 |                  |           |
|             |                 |                  |           |
|             |                 |                  |           |

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

common shares

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

| Territory | Effective Date |  |  |
|-----------|----------------|--|--|
|           |                |  |  |
|           |                |  |  |
|           |                |  |  |
|           |                |  |  |
|           |                |  |  |

# 5. Description of Share Capital

## a) Authorised

| TYPE/CLASS      | No. OF SHARES |
|-----------------|---------------|
| Ordinary shares | Unlimited     |
|                 |               |
|                 |               |
|                 |               |
|                 |               |

## b) Issued

| TYPE/CLASS      | No. OF SHARES |
|-----------------|---------------|
| Ordinary shares | 208,791       |
|                 |               |
|                 |               |
|                 |               |
|                 |               |

## c) Outstanding

| TYPE/CLASS | No. OF SHARES |
|------------|---------------|
|            |               |
|            |               |
|            |               |
|            |               |
|            |               |

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

**Position:** 

| Name:            | Age: |  |
|------------------|------|--|
| Mailing Address: |      |  |
|                  |      |  |
|                  |      |  |
| Telephone No.:   |      |  |

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

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

| 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.

#### 7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

| Name:            | Position: |
|------------------|-----------|
|                  | Age:      |
| Mailing Address: |           |
|                  |           |
|                  |           |
|                  |           |

Telephone No.:

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

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

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:                               |                         |                   |            |  |  |
|--|-------------------------|-------------------|------------|--|--|
| Name:<br>Address:                                  | <b>Class of Shares:</b> | No.<br>of Shares: | % of Total |  |  |
| International Brewing Limited, Castries, St. Lucia | Common                  | 183,736           | 88%        |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |
|  |                         |                   |            |  |  |

#### **SECURITIES NOW HELD:**

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

#### **UPON CONVERSION:**

| Name:<br>Address: | Class of<br>Shares: | Conversion<br>Rate: | No. of<br>Shares upon<br>Conversion | % of<br>Total* |
|-------------------|---------------------|---------------------|-------------------------------------|----------------|
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |
|                   |                     |                     |                                     |                |

\* Current holding of shares if conversion option were exercised.

#### 9. Name and Address of Parent

| Name:                         | Address:             | Country of<br>Incorporation: | CountriesofRegistration(whereapplicable) | Name of the Exchange(s) on<br>which the company's securities<br>are listed: |
|-------------------------------|----------------------|------------------------------|--|---|
| International Brewing Limited | Castries , St. Lucia | St. Lucia                    |  |   |
|                               |                      |                              |  |   |
|                               |                      |                              |  |   |
|                               |                      |                              |  |   |

## 10. Name(s) and Address(es) of Subsidiary(ies)

| Name: | Address: | Percentage<br>Ownership: | Name of the<br>Exchange(s) on which<br>the company's<br>securities are listed: |
|-------|----------|--------------------------|--|
|       |          |                          |  |
|       |          |                          |  |
|       |          |                          |  |
|       |          |                          |  |
|       |          |                          |  |

## 11. Name(s) and Address(es) of Affiliate(s)

| Name: | Address: | Name of the Exchange(s) on which the company's securities are listed: |
|-------|----------|---|
|       |          |   |
|       |          |   |
|       |          |   |
|       |          |   |
|       |          |   |

#### SIGNATURES

| SIGNED AND CERTIFIED             | Corporate Secretary shall sign this Registration Statement<br>h certifies that he has made diligent efforts to verify<br>the information herein contained. |
|----------------------------------|--|
| Name of Chief Executive Officer: | Name of Director:  |
|                                  | Michael Caraballo  |
|                                  | SIGNED AND CERTIFIED   |
| Signature                        | 9/27/18  |
| Date                             | Date   |
| Name of Corporate Secretary:     |  |
| SIGNED AND CERTIFIED             |  |
| Signature                        |  |
| Date                             |  |