

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

**WINDWARD AND LEEWARD BREWERY LIMITED**

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

Place and date of incorporation:

CASTRIES, SAINT LUCIA; 11 MARCH 1974

Street and postal address of registered office:

ST JUDE'S HIGHWAY, VIEUX FORT INDUSTRIAL ESTATE,  
P. O. BOX 237, VIEUX FORT

Company telephone number: (758) 459-6200

Fax number: (758) 454-6301

Email address: marvin.joseph@heineken.com

Financial year-end: DECEMBER 31 2018  
(month) (day) (year)

Contact person(s): MARVIN JOSEPH

Telephone number (if different from above): ( )

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**

MANUFACTURING & DISTRIBUTION - WE PRODUCE, SELL AND DISTRIBUTE BEER, MALTA, STOUT, SHANDY AND SOFT DRINKS.

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

Exchange(s)	Securities Type	No. of Shares	Valuation

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

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

Territory	Effective Date

**5. Description of Share Capital**

a) Authorised

TYPE/CLASS	No. OF SHARES
ORDINARY	1,500,000

b) Issued

TYPE/CLASS	No. OF SHARES
ORDINARY	1,274,227

c) Outstanding

TYPE/CLASS	No. OF SHARES

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

Position: Managing Director

Name: Philippe Saintigny Age: 49

Mailing Address: Post Office Box 1271  
Castries  
St Lucia

Telephone No.: (758) 459-6232

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

2017, May - Aug 2018: Commercial Integration Leader, Heineken Brazil

2014, Nov - 2017 Apr: Marketing & Sales Director, Central Cervecera, Colombia

2011 Jan - 2014 Nov: General Manager, Brasserie Lorraine, Heineken French West Indies

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

MSc - University of Paris, European Studies/ Civilization

MBA - Kedge Business School; Ecole Superieure de Commerce De Bordeaux

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: David Lisle Chase Position: Chairman  
Age: 65  
Mailing Address: Pinnacle St Lucia  
Robin Kelton Building,  
Choc, Castries

Telephone No.: (758) 455-7700

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

Chief Executive Officer - Financial Centre Corporation

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

- ACCA
- FCCA

*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: Address:	Class of Shares:	No. of Shares:	% of Total
Heineken International, Tweede Weteringplantsoen 21, 1017 ZD Amsterdam, The Netherlands	ORDINARY	924,524	72.56
DBC Investments Limited, Bridge Street, Castries, St Lucia	ORDINARY	156,475	12.28
National Development Corporation, Block B, NIS Building, Waterfront, Castries	ORDINARY	100,000	7.85

- (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: Address:	Class of Shares:	Conversion Rate:	No. of Shares upon Conversion	% of Total*

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

**9. Name and Address of Parent**

Name:	Address:	Country of Incorporation:	Countries of Registration (where applicable)	Name of the Exchange(s) on which the company's securities are listed:
Heineken International BV	Twede, Weteringplanson 21	Netherlands		

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

Name:	Address:	Percentage Ownership:	Name of the Exchange(s) on which the company's securities are listed:
Du Boulay's Bottling Company Limited	Bridge Street, Castries	100%	

**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

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:

Philippe Saintigny



Signature

03/19/2019

Date

Name of Director:

David Lisle Chase



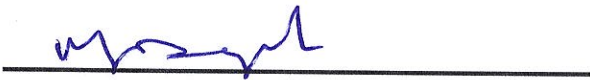
Signature

21/03/2019

Date

Name of Corporate Secretary:

Marvin Joseph



Signature

03/19/2019

Date

## BIOGRAPHICAL DATA FORMS

### EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Lanfrazee Cherubin Position: National Sales Manager

Age: 51

Mailing Address: c/o Windward & Leeward Brewery Limited  
Post Office Box 1271  
Castries, St Lucia

Telephone No.: 459-6239

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

April 2018 - Current: General Manager of Global Distribution, Brasserie Nationale d'Haiti, Port-A-Prince, Haiti

November 2012 - March 2018: National Sales Manager, Windward & Leeward Brewery Limited

April - November 2012: Project Manager, Windward & Leeward Brewery Limited & Caricom Markets

2007 - 2012: Commercial Manager, Heineken Trinidad & Tobago Limited

2016 - President, St Lucia Chamber of Commerce

2016 - Chairman, Cultural Development Foundation

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

BS: Computer Science & Biology, University of the West Indies

MBA: Durham Business School

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.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Dunstan Du Boulay Position: Retired Managing Director

Age: 74  
Mailing Address: c/o Du Boulay's Bottling Company Limited

Post Office Box 962

Castries

Telephone No.: 1 (758) 484-9182

List jobs held during past five years (include names of employers and dates of employment).

Managing Director and Co founder of Du Boulay's bottling Company Limited for 45 years, until retirement in March 2017

Managing Director Du Boulay's Bottling Company Limited, a local soft drink manufacturing company with approximately 110 employees.

He is also:

1. Director/Co-Founder CPJ (St. Lucia) Ltd., an integrated food service distributor to the hospitality industry.
2. Former Senator and Minister of Trade, Industry and Commerce.
3. Served on many Government Statutory Boards

Give brief description of **current** responsibilities

Retired - Managing Director/ Businessman

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

**No tertiary level or higher qualification**

*Use additional sheets if necessary.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Richard Du Boulay Position: General Manager

Age: 50  
Mailing Address: c/o CPJ Limited  
Post Office Box 962  
Cul-de-Sac, Castries

Telephone No.: 1 (758) 458-7551

List jobs held during past five years (include names of employers and dates of employment).

1. CPJ St Lucia Limited - General Manager - From January 2017
2. Du Boulay's Bottling Company - General Manager (Aug 2011 to December 2016)
3. Carib Cable, Finance Manager (Aug 2010 - Aug 2011)
4. PKF, Auditor (Aug 2009 - Aug 2010)

General Manager of Du Boulay's Bottling Company Limited, a local soft drink manufacturing company with approximately 110 employees.

Also serves as:

1. President of the St. Lucia Manufacturers Association
2. Chairman of TEPA (Trade Export Promotions Agency)
3. Chairman of CPJ Saint Lucia, an integrated food service distributor to the hospitality industry.
4. Board member of Tapion Hospital

Give brief description of **current** responsibilities

Set policies, operations, create and maintain budgets, and evaluate company performance and efficiencies

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

**BSc Economics, University of Western Ontario, 1993**

**ACCA, 2000**

*Use additional sheets if necessary.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Pinkley Francis Position: Chairman - Invest St Lucia

Age: 49

Mailing Address: Invest St Lucia  
Heraldine Rock Building  
Castries

Telephone No.: 1 (758) 457-3400

List jobs held during past five years (include names of employers and dates of employment).

Chairman - Invest St Lucia  
CEO/Owner - SIXT Car Rental St Lucia  
CEO/Owner - Innovative Business Solutions

Give brief description of **current** responsibilities

Manage the functions to ensure sustainable and efficient operations of the organization.

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

***MSc - Information Systems Management specialising in New Business Development, Telecommunications, Negotiations, Strategic Planning, Project Management; Change Management, University of Sheffield***

*Use additional sheets if necessary.*

## BIOGRAPHICAL DATA FORMS

### EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Marvin Joseph Position: Finance Manager

Age: 45

Mailing Address: c/o Windward & Leeward Brewery Limited  
Post Office Box 237  
Vieux Fort, St Lucia

Telephone No.: 459-6228

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

2010: Finance Manager, Windward & Leeward Brewery Limited

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

BS - Computer Science & Biology, University of the West Indies  
MBA - Durham Business School

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.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Eugene Ubalijoro Position: Managing Director, Heineken Americas

Age: 54

Mailing Address: 245 Park Avenue  
40th Floor, New York  
NY, 10167, USA

Telephone No.: 1 (305) 808 9529

List jobs held during past five years (include names of employers and dates of employment).

2010 - Managing Director, Heineken Caribbean & Americas Exports  
2006 - General Manager, Brasseries de Bourbon, Heineken subsidiary, Reunion Island, Indian Ocean

Give brief description of **current** responsibilities

Consultant and marketing expert for Heineken export within the Caribbean and Americas region (Production, marketing and distribution).

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

1986 - BS: Business Administration, Georgetown University, Washington, DC  
1989 - MBA: Sherbrooke University, Quebec, Canada

*Use additional sheets if necessary.*

## BIOGRAPHICAL DATA FORMS

### DIRECTORS OF THE COMPANY

Name: Andrea Vogliazzo Position: Managing Director, Heineken Americas

Age: 48  
Mailing Address: 256 Monroe Street, Brooklyn

NY 11216

USA

Telephone No.: 1 786 701 7168

List jobs held during past five years (include names of employers and dates of employment).

Managing Director - Heineken Americas Export  
General Manager, Heineken Canada

Give brief description of **current** responsibilities

Carry out market research; conduct surveys and analyse trends to develop sales plans and strategies to assist with growth and development of the organisation.

- Identify business opportunities
- Plan, design and develop sales activities
- Prepare budget and setting targets
- Constantly review and monitor performance

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

**BSc - Macro Economics, University of Turin, Italy**

*Use additional sheets if necessary.*