

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

DOMINICA COCONUT PRODUCTS LIMITED

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

Place and date of incorporation:

DOMINICA APRIL 8th 1965.

Street and postal address of registered office:

BELFAST MAIN ROAD, MAHAUT, DOMINICA

P.O. BOX 18, ROSEAU, DOMINICA

Company telephone number: () **767 235 9169**

Fax number: () _____

Email address: **bp_paula_bruney@colpal.com**

Financial year-end: **December 31, 2018**

(month) (day) (year)

Contact person(s): **Paula Bruney**

Rafael Rivera

Telephone number (if different from above): (**787**) **273 5011**

Fax number: () _____

Email address: rafael_rivera@colpal.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

Did the company file all reports required to be filed by the Companies Act during the preceding 12 months?

☒ Yes

1. Description of the Industry in which the Company Operates

MANUFACTURING

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) NONE

4. Territories in which Securities are Being Offered

Territory Effective Date

5. Description of Share Capital

a) Authorised

Type/Class	No. of shares
COMMON	1,000,000

b) Issued

Type / Class	No. of shares
COMMON	948, 245

c) Outstanding

Type / Class	No. of shares
COMMON	948,245

6(a). EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Name: Bernal Saborio

Position: VP & General Manager

Age: 60

Mailing Address: Dominica Coconut Products Limited

P.O. Box 18, Roseau, Dominica

Telephone No.: 809-726-2000

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

Colgate Palmolive Company

July 2012 - Present: Vice President and General Manager, Colgate Palmolive Greater Caribbean Region (Puerto Rico, Dominican Republic, CARICOM).

October 2010- Jun 2012: Vice President and General Manager, Colgate Palmolive Caribbean (Puerto Rico, CARICOM)

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

Industrial Engineering - Costa Rica University - 1977 to 1981

Also a Director of the company [] Yes [X] No

If retained on a part time basis, indicate amount of time to be spent dealing with company matters:

6(b). EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Name: Rafael Rivera Berrios

Position: Finance and Administration Manager

Age: 50

Mailing Address: Metro Office Park

Street 1, Building 8, Suite 400

Guaynabo, PR 00968

Telephone No.: 787 273 5011

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

Colgate-Palmolive Co. Distr. LLC - March 1998 to present

Finance and Administration Manager

- Lead the implementation of different projects like Credit to Cash (C2C) Transformation, Record to Report(R2R) Migration & Regional Tax projects.
- Ensure compliance with internal control and tax reporting.
- Responsible for the PR & Caricom Accounts Analysis monthly review
- Ensure on-time and complete reporting of all government and corporate tax requirements
- Lead the Greater Caribbean Hub alignment of legal entities and tax structure operations to the new global reality
- Lead the audit of financial statements of five legal entities including Guyana and Jamaica. Support 11K reporting and audit of the Savings and Investment plan and audit and reporting of Employees' Retirement Plan

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

1986 to 1991 - Bachelor Degree in Business Administration, Major in Accounting from the Universidad de Puerto Rico, Rio Piedras Campus

Also a Director of the company [] Yes [X] 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: Richard Quiroz

Position: Regional Finance Director

Age: 43

Mailing Address: Dominica Coconut Products Limited

P.O. Box 18, Roseau

Dominica

Telephone No.: 809 726 2000

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

Colgate Palmolive Company

May 2016 to Present: Regional Finance Director, Colgate Palmolive Greater Caribbean Region (Puerto Rico, Dominican Republic, Caricom)

March 2013 to May 2016: Associate Finance Director, GIT/CBS/Corporate, Colgate Palmolive Company

September 2011 to March 2013: Associate Director, Business Partnering in Global Financial Services, Colgate Palmolive Company

Oversee financial operations of Greater Caribbean Region.

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

B.S. in Accounting, Rutgers University, 1998

Certified Public Accountant in NY

Use additional sheets if necessary.

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Ingrid Elizabeth Garcia Ovalles

Position: Regional Human Resources Director

Age: 43

Mailing Address: Calle Rafael Augusto Sanchez No.38, Edificio Malaga VII, Ensanche Naco

Santo Domingo, Distrito Nacional

Republica Dominicana

Telephone No.: 809 726 2000

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

Colgate-Palmolive Company

Lead HR Function for Greater Caribbean Region

Responsible for leading HR role with experiences in Recruitment, Organizational and People Development, Lead Changes Strategies, Succession Planning, Compensation, Internal policies & procedures, Internal Communication, occupational health among others

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

Colgate Leadership Program - Stanford University

International Professional Certification -World at Work Compensation 2003

Post grade in Corporate Finance - PUCMM 1999-2000

Functional Management Program-PUCMM 1997-1998

Degree in Business Administration, UNPHU -1991-1996

Use additional sheets if necessary.

7. DIRECTORS OF THE COMPANY

Information concerning non-Executive Directors:

Name: Karla Gross

Position: Director / Legal Director

Age: 39

Mailing Address: Dominica Coconut Products Limited.

P.O. Box 18, Roseau

Dominica

Telephone No.: 809 726 2000

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

October 2015 - Present: Regional Legal Director for Greater Caribbean Region & Latin America Division Compliance. Colgate-Palmolive (Dominican Republic), Inc.

October 2012- September 2015: Legal & Compliance Office for Dominican Republic / Officer Compliance for Panama. Marsh & McLennan Companies Inc.

March 2011- December 2012: Senior Counsel. Barrick Pueblo Viejo Dominicana Corporation

Provide pro-active, practical and prompt legal advice to Regional Management in the design and execution of business Strategies and goals.

Active participate in Management Team Meetings in the Greater Caribbean Region, as well as in all others commercial meetings within the Region

Work with Division and Corporate Legal Specialists to maximize the legal assistance provided to the Region, with specific attention to maximizing product portfolio harmonization and standardization taking in consideration the US/FDA regulations and other applicable laws

Provide ongoing proactive support to Customer Development initiatives in compliance with the Competition Law and Colgate's CSP's

Provide continuous and proactive assistance to Human Resources Department in handling procedures and applying local regulations.

Negotiate and draft all Region's agreements with third parties to try and incorporate in the documentation all business terms and conditions expected and ensure compliance with Company's policies.

Determine the defense strategy in litigations and coordinate proper execution with outside counsel.

Maintain and control outside counsel consultation, in order to minimize their use for key matters only and avoid

Unnecessary external legal expenses.

Draft all shareholders and board of director's meeting minutes and request Corporate Legal approval to comply with local regulations and Corporate Requirements.

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

Anti-Money Laundering Certified Associate (AMLCA)

FmA (Florida International Bankers Association) in conjunction with Florida International University (Fill)
October 2014

Pontificia Universidad Catolica Madre y Maestra (PUCMM) Dominican Republic
Masters in Business and Economic Law
2004-2006

Universidad Iberoamericana (UNIBE) Dominican Republic
Bachelor in Law (Magna Cum Laude)
1998-2002

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
COLGATE-PALMOLIVE COMPANY	COMMON	948,840	99.746
300 PARK AVE. NY 10022			

(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 Exchange on which the company's securities are listed
Colgate- Palmolive Company	300 Park Avenue, New York	United States of America		NYSE

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

Name:	Address:	Percentage Ownership	Name of Exchange on which the company's securities are listed
Refresh Company Limited	Belfast Main Road, Mahaut, Dominica	100%	None

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

Name:	Address:	Name of Exchange 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:

Bernal Saborio

Signature

May 27, 2019

Date

Name of Director:

Richard Quiroz

Signature

May 27, 2019

Date

Name of Corporate Secretary:

Karla Gross

Signature

May 27, 2019

Date