

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 2019  
(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, CIDER, MALTA, STOUT, SHANDY AND SOFT DRINKS

**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>

**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**

<b>Territory</b>	<b>Effective Date</b>

**5. Description of Share Capital**

a) Authorised

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

b) Issued

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

c) Outstanding

<b>TYPE/CLASS</b>	<b>No. OF SHARES</b>

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

Position:

Managing Director

Name: Thibault Mesqui

Age: 37

Mailing Address: c/o 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.

- Marketing Manager HEINEKEN CROATIA / Heineken Croatia (Jul 2012 to Jan 2016)
- Global Innovation Manager Heineken® / HEINEKEN INTERNATIONAL - Amsterdam (from Feb 15th 2016 to Sept. 2017)
- Global Business Manager Innovation / HEINEKEN INTERNATIONAL - Amsterdam (Oct 2017 / Sept 2019)

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

- Master of Science in Management - HEC Paris (graduated in 2006 - attended from 2002 to 2006)
- Master of Science in International Business Management - CEMS (graduated in 2006)

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:

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*Use additional sheets if necessary.*

**7. DIRECTORS OF THE COMPANY**

Information concerning non-Executive Directors:

Name: David Lisle Chase Position: Chairman

Age: 66

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:**

<b>Name: Address:</b>	<b>Class of Shares:</b>	<b>No. of Shares:</b>	<b>% of Total</b>
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:**

<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.

**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>
Heineken International BV	Tweede Wateringplantsoen 21	Netherlands		

**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>
Du Boulay's Bottling Company Limited	Bridge Street, Castries	100%	

**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>



**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:

**Thibault Mesqui**

SIGNED AND CERTIFIED

Signature

**16 March 2020**

Date

Name of Director:

**David Lisle Chase**

SIGNED AND CERTIFIED

Signature

**16 March 2020**

Date

Name of Corporate Secretary:

**Marvin Joseph**

SIGNED AND CERTIFIED

Signature

**16 March 2020**

Date