

Schedule 1

FORM ECSRC – K

**ANNUAL REPORT
PURSUANT TO SECTION 98(1) OF THE SECURITIES ACT, 2001**

For the financial year ended
December 31, 2016

Issuer Registration number

Dominica Coconut Products Limited
(Exact name of reporting issuer as specified in its charter)

Dominica
(Territory of incorporation)

Belfast Main Road, Mahaut, Dominica
(Address of principal office)

REPORTING ISSUER'S:

Telephone number (including area code): 767 235 9169

Fax number: 767 449 1809

Email address: paula_bruney@colpal.com

(Provide information stipulated in paragraphs 1 to 14 hereunder)

Indicate whether the reporting issuer has filed all reports required to be filed by section 98 of the Securities Act, 2001 during the preceding 12 months

Yes X No

Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report.

CLASS	NUMBER
Ordinary Shares	948,245

SIGNATURES

A Director, the Chief Executive Officer and Chief Financial Officer of the company shall sign this Annual Report 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.

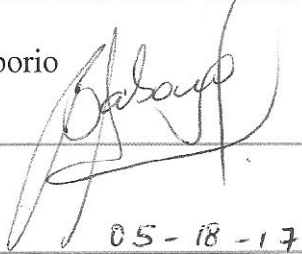
The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. The Chief Financial Officer further certifies that all financial statements submitted herewith are prepared in accordance with International Accounting Standards consistently applied (except as stated in the notes thereto) and (with respect to year-end figures) including all adjustments necessary for fair presentation under the circumstances.

Name of Chief Executive Officer:

Bernal Saborio

Signature

Date



05-18-17

Name of Director:

Edmund Baksh

Signature

Date



05-18-2017

Name of Chief Financial Officer:

Lisa Rivera

Signature

Date


05-16-17

INFORMATION TO BE INCLUDED IN FORM ECSRC-K

1. Business.

Provide a description of the developments in the main line of business including accomplishments and future plans. The discussion of the development of the reporting issuer's business need only include developments since the beginning of the financial year for which this report is filed.

The company operations were severely affected in August 2015 by Tropical Storm Erika. Management has since taken a decision to shut down all manufacturing operations. Plans are in place to sell the assets of the company.

2. Properties.

Provide a list of properties owned by the reporting entity, detailing the productive capacity and future prospects of the facilities. Identify properties acquired or disposed of since the beginning of the financial year for which this report is filed.

The August 2015 storm caused major damage to our machinery & equipment which have been written off our books. The remaining property owned are land and buildings.

3. Legal Proceedings.

Furnish information on any proceedings that were commenced or were terminated during the current financial year. Information should include date of commencement or termination of proceedings. Also include a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

No legal proceedings were commenced or terminated during the current financial year.

4. Submission of Matters to a Vote of Security Holders.

If any matter was submitted to a vote of security holders through the solicitation of proxies or otherwise during the financial year covered by this report, furnish the following information:

- (a) The date of the meeting and whether it was an annual or special meeting.

None

- (b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.

None

- (c) A brief description of each other matter voted upon at the meeting and a statement of the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.

None

- (d) A description of the terms of any settlement between the registrant and any other participant.

None

- (e) Relevant details of any matter where a decision was taken otherwise than at a meeting of such security holders.

None

5. Market for Reporting issuer's Common Equity and Related Stockholder Matters.

Furnish information regarding all equity securities of the reporting issuer sold by the reporting issuer during the period covered by the report.

No equity securities were sold during the financial year.

6. Financial Statements and Selected Financial Data.

Attach Audited Financial Statements, which comprise the following:

For the most recent financial year

- (i) Auditor's report; and
- (ii) Statement of Financial Position;

For the most recent financial year and for each of the two financial years preceding the date of the most recent audited Statement of Financial Position being filed

- (iii) Statement of Profit or Loss and other Comprehensive Income;
- (iv) Statement of Cash Flows;
- (v) Statement of Changes in Equity; and
- (vi) Notes to the Financial Statements.

External Audit from Grant Thornton for financial year 2016 is currently in progress. Audited Financial Statements for the year 2016 will be provided as soon as they are available

7. Disclosure about Risk Factors.

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalised statements. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

Natural events, like hurricanes and tropical storms, are risk factors that have an impact in our manufacturing operations. As discussed in section 1, our manufacturing facility in Dominica was severely impacted by Tropical Storm Erika in August 2015 and the company was not able to restore manufacturing operations. The company had evaluated a number of alternatives to continue the manufacturing of its products in Dominica with no success. After a very thorough and in-depth review the company reached the decision to close its manufacturing operations in Dominica, which was taken to the Board of Directors of the parent company in New York.

8. Changes in Securities and Use of Proceeds.

- (a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.

None

- (b) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:

- Offer opening date (provide explanation if different from date disclosed in the registration statement)

None

- Offer closing date (provide explanation if different from date disclosed in the registration statement)

None

- Name and address of underwriter(s)

None

- Amount of expenses incurred in connection with the offer *None*

- Net proceeds of the issue and a schedule of its use

None

- Payments to associated persons and the purpose for such payments

None

- (c) Report any working capital restrictions and other limitations upon the payment of dividends.

None

9. Defaults upon Senior Securities.

- (a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund instalment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 per cent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund instalment, state the amount of the default and the total arrears on the date of filing this report.

None

- (b) If any material arrears in the payment of dividends have occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrears or delinquency.

None

10. Management's Discussion and Analysis of Financial Condition and Results of Operation.

Discuss the reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the financial year of the filing. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated.

The Management's Discussion and Analysis should disclose sufficient information to enable investors to judge:

1. The quality of earnings;
2. The likelihood that past performance is indicative of future performance; and
3. The issuer's general financial condition and outlook.

It should disclose information over and above that which is provided in the management accounts and should not be merely a description of the movements in the financial statements in narrative form or an otherwise uninformative series of technical responses. It should provide management's perspective of the company that enables investors to view the business from the vantage point of management.

The discussion should focus on aspects such as liquidity; capital resources; changes in financial condition; results of operations; material trends and uncertainties and measures taken or to be taken to address unfavourable trends; key performance indicators; and non-financial indicators.

General Discussion and Analysis of Financial Condition

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Liquidity and Capital Resources

Provide a narrative explanation of the following (but not limited to):

- i) The reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations.
- ii) Any known trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, the issuer's liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency.
- iii) The issuer's internal and external sources of liquidity and any material unused sources of liquid assets.
- iv) Provisions contained in financial guarantees or commitments, debt or lease agreements or other arrangements that could trigger a requirement for an early payment, additional collateral support, changes in terms, acceleration of maturity, or the creation of an additional financial obligation such as adverse changes in the issuer's financial ratios, earnings, cash flows or stock price or changes in the value of underlying, linked or indexed assets.
- v) Circumstances that could impair the issuer's ability to continue to engage in transactions that have been integral to historical operations or are financially or operationally essential or that could render that activity commercially impracticable such as the inability to maintain a specified level of earnings, earnings per share, financial ratios or collateral.
- vi) Factors specific to the issuer and its markets that the issuer expects will affect its ability to raise short-term and long-term financing, guarantees of debt or other commitment to third parties, and written options on non-financial assets.
- vii) The relevant maturity grouping of assets and liabilities based on the remaining period at the balance sheet date to the contractual maturity date. Commentary should provide information about effective periods and the way the risks associated with different maturity and interest profiles are managed and controlled.
- viii) The issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments.
- ix) Any known material trends, favorable or unfavorable, in the issuer's capital resources, including any expected material changes in the mix and relative cost of capital resources, considering changes between debt, equity and any off-balance sheet financing arrangements.

Discussion of Liquidity and Capital Resources

Liquidity is managed through regular reporting of cash resources and forecasting the cash flow requirements of the Company. Management does not believe significant liquidity risk exists at December 31, 2016. The company has continuously maintained good liquidity and we do not anticipate any material changes in liquidity position.

Off Balance Sheet Arrangements

Provide a narrative explanation of the following (but not limited to):

- i) Disclosures concerning transactions, arrangements and other relationships with unconsolidated entities or other persons that are reasonably likely to materially affect liquidity or the availability of, or requirements for capital resources.
- ii) The extent of the issuer's reliance on off-balance sheet arrangements should be described fully and clearly where those entities provide financing, liquidity, market or credit risk support, or expose the issuer to liability that is not reflected on the face of the financial statements.
- iii) Off-balance sheet arrangements such as their business purposes and activities, their economic substance, the key terms and conditions of any commitments, the initial on-going relationship with the issuer and its affiliates and the potential risk exposures resulting from its contractual or other commitments involving the off-balance sheet arrangements.
- iv) The effects on the issuer's business and financial condition of the entity's termination if it has a finite life or it is reasonably likely that the issuer's arrangements with the entity may be discontinued in the foreseeable future.

There are no off balance sheet arrangements

Results of Operations

In discussing results of operations, issuers should highlight the company's products and services, facilities and future direction. There should be a discussion of operating considerations and unusual events, which have influenced results for the reporting period. Additionally, any trends or uncertainties that might materially affect operating results in the future should be discussed.

Provide a narrative explanation of the following (but not limited to):

- i) Any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and, in each case, the extent to which income was so affected.
- ii) Significant components of revenues or expenses that should, in the company's judgment, be described in order to understand the issuer's results of operations.
- iii) Known trends or uncertainties that have had or that the issuer reasonably expects will have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
- iv) Known events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), and changes in relationships should be disclosed.
- v) The extent to which material increases in net sales or revenues are attributable to increases in prices or to increases in the volume or amount of goods or services being sold or to the introduction of new products or services.
- vi) Matters that will have an impact on future operations and have not had an impact in the past.
- vii) Matters that have had an impact on reported operations and are not expected to have an impact upon future operations
- viii) Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships that have or are reasonably likely to have a current or future effect on the registrant's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.
- ix) Performance goals, systems and, controls,

Overview of Results of Operations

The company has had no manufacturing operations since the passing of the storm on August 27th, 2015. Only cleanup activities were performed on the facility during the year 2016.

11. Changes in and Disagreements with Auditors on Accounting and Financial Disclosure.

Describe any changes in auditors or disagreements with auditors, if any, on financial disclosure.

None

12. Directors and Executive Officers of the Reporting Issuer. (Complete Biographical Data Form attached in Appendix 1 and Appendix 1(a) for each director and executive officer)

Furnish biographical information on directors and executive officers indicating the nature of their expertise.

13. Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report provided that the material change occurred within seven days of the due date of the Form ECSRC – K report. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC – MC report which would otherwise be required to be filed with respect to such information.

14. List of Exhibits

List all exhibits, financial statements, and all other documents filed with this report.

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Karla Gross Position: Director / Legal Director

Mailing Address: Dominica Coconut Products Ltd.
P.O. Box 18, Roseau
Dominica

Telephone No.: 809-726-2000

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

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

Give brief description of **current** responsibilities

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 special 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 (UNME) Dominican Republic
Bachelor in Law (Magna Cum Laude)
1998-2002

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Edmund Baksh Position: Director / Plant Manager

Mailing Address: Dominica Coconut Products Ltd.
P.O. Box 18, Roseau
Dominica

Telephone No.: 767-235-2334

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

Dominica Coconut Products Ltd
Plant Manager
2010 - Present

Give brief description of **current** responsibilities

Support, promote and enforce company safety regulations and operating policies and procedures ensuring a safe work environment for all employees

- Participate in the strategic planning, budgeting and long range planning process for the Business Unit
- Manage operations improvement efforts to reduce operating costs, improve quality, and reduce inventories
- Coordinate activities between all site departments including Production, Maintenance, EOHS, Purchasing, Quality, Customer Service, and Finance :
- Provide emphasis in promoting both cost reductions efforts and material price control with major vendors
- Implement the Company Business Process and develop operational measures to meet strategic and operating goals
- Prepare technical and progress reports and manage capital budget for site
- Facilitate teamwork and continuous improvement within Operations
- Maintain effective employee relations and establish effective communications resulting in high employee morale
- Focus on Root Cause and Counter Measures; develop corrective actions to eliminate issues

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

- City Guilds Craft & Technician certificates: Government Technical Institute 1979 -1982
- OTD-Ordinary Technical Diploma in mechanical engineering: University of Guyana 1982-1984
- HTD-Higher Technical Diploma in mechanical engineering: University of Guyana 1984-1986

APPENDIX 1 – BIOGRAPHICAL DATA FORMS

DIRECTORS OF THE COMPANY

Name: Lisa Rivera Position: Director / Finance Director

Mailing Address: Dominica Coconut Products Ltd.
P.O. Box 18, Roseau
Dominica

Telephone No.: 787-273-5044

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

Colgate-Palmolive Company Distr. LLC
2011 - Present: Finance Director

Give brief description of **current** responsibilities

Oversee Financials operations for Colgate's Puerto & CARICOM business units

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

Bachelor Degree in Business Administration, Accounting Major
University of Puerto Rico, Rio Piedras Campus
1989-1993

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Bernal Saborio Position: VP & General Manager

Mailing Address: Dominica Coconut Products Ltd.

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).

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)

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).

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:

Use additional sheets if necessary.

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Name: Paula Bruney Blanchard Position: Finance Manager

Mailing Address: Dominica Coconut Products Ltd.

P.O. Box 18, Roseau

Dominica

Telephone No.: 767-235-9169

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

Finance Manager, Dominica Coconut Products Ltd. for the past eight years.

Head of the finance department responsible for all financial functions including Accounts Payable, Cash and Inventory Management, Fixed Assets, Inter-company transactions, statutory reporting and coordination of both internal and external financial audit. Preparation and remitting of tax returns.

Signatory to the company

Give brief description of **current** responsibilities.

Finance related activities

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

1986 to 1989, University of the West Indies. BSc (Accounting)

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: