

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

St. Lucia Electricity Services Limited

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

Place and date of incorporation:

St. Lucia, November 9, 1964

Street and postal address of registered office:

John Compton Highway, Sans Souci, Castries, Saint Lucia

P.O. Box 230, Castries, St. Lucia

Company telephone number: (758) 457-4400

Fax number: (758) 457-4409

Email address: lucelec@candw.lc

Financial year-end: 12 31 2015
(month) (day) (year)

Contact person(s): Trevor M. Louisy

Telephone number (if different from above): (758) 457-4401

Fax number: (758) 457-4409

Email address: tlouisy@lucelec.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

☐

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 operates under the electricity Supply Act, 1984 (as amended). The principal activities of the Company and its subsidiaries include the generation, transmission and distribution of electricity, the operation of a self insurance fund and the operation of a trust.

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

| Exchange(s) | Securities Type | No. of Shares | Valuation |
|---------------------------------------|-----------------|---------------|-------------|
| Eastern Caribbean Securities Exchange | Ordinary voting | 22,400,000 | 448,000,000 |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

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

N/A

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

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

5. Description of Share Capital

a) Authorised

| TYPE/CLASS | No. OF SHARES |
|---------------------------------|----------------------|
| Ordinary voting shares | 100,000,000 |
| 5% Redeemable Preference shares | 1,214,218 |
| Ordinary non-voting shares | 800,000 |
| | |
| | |

b) Issued

| TYPE/CLASS | No. OF SHARES |
|----------------------------|----------------------|
| Ordinary voting shares | 22,400,000 |
| Ordinary non-voting shares | 520,000 |
| | |
| | |
| | |

c) Outstanding

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

6. EXECUTIVE OFFICERS AND KEY PERSONNEL OF THE COMPANY

Position: Managing Director

Name: Trevor Louisy Age: 53 years

Mailing Address: P.O. Box 230,
Castries,
St. Lucia

Telephone No.: (758) 457-4400

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

Managing Director
St. Lucia Electricity Services Limited - Managing Director 2004 to present

Responsible of the management business operations and strategic positioning of
LUCELEC

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

B. Sc. Electrical Engineering

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: Stephen David Rupert McNamara Position: Director

Age: 64 years

Mailing Address: P. O. Box 189,
Castries,
Saint Lucia

Telephone No.: (758) 452-2662

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

Partner in the law firm of – McNamara & Company
Generally the responsibility of the Senior Partner

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

Lincoln's Inn – Inn's of Court School of Law, England – 1969 to 1972 Barrister-at-law

Use additional sheets if necessary

DIRECTORS OF THE COMPANY

Information concerning Non-executive Directors:

Position: Director Age: 64 years
Name: Stephen David Rupert McNamara
Mailing Address: P. O. Box 189, Castries, St. Lucia
Telephone No.: (758) 452-2662

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Partner in the law firm of – McNamara & Company
Generally the responsibility of the Senior Partner

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

Lincoln's Inn – Inn's of Court School of Law, England – 1969 to 1972 Barrister-at-law

Information concerning Non-executive Directors:

Name: Matthew Lincoln Mathurin

Age: 53 years

Position: Director

Mailing Address: C/o National Insurance Corporation

Francis Compton Building, Waterfront, Castries, St. Lucia

Telephone No.: (758) 452-2808

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

2007 – Present: Director/Chief Executive Officer – National Insurance Corporation – leading organization
Planning and ensuring realisation of organization's goals, performing role of member of NIC's Board, guiding the Board in matters of policy, managing 120 staff members.

Deputy Director NIC with responsibility for Finance Investment and Operations

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

2001-2002 MBA –Specialization in Finance (with Distinction) Edinburgh Business School of Heriott Watt University

1983-1985 FCCA Emile Woolf College of Accountancy

Information concerning Non-executive Directors:

Name: Dr. Trevor Byer Age: 74 years

Position: Chairman

Mailing address: Townhouse #5
Rockley New Road
Christ Church
Barbados

Telephone No.: 1-758-285-0377 (C) / 1-246-266-4385

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

Director/Partner – Association of Caribbean Energy Specialists (ACES) Energy Consultant

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

B.A. (Physics Tripos II (Upper Second) Cambridge University U. K

M.A . (Nuclear Physics) Cambridge University U.K

Ph. D (Nuclear Physics) Cambridge University U.K

Information concerning non-Executive Directors:

Name: Sarah McDonald

Age: 46 years

Position: Director

Mailing Address: P.O. Box F-40888
Pioneers Way & The Mall
Freeport, Grand Bahama, Bahamas
Telephone No: (242) 350-8911/8905

List jobs held during the past five years. Give brief description of responsibilities. Include name of employers.

January 2013 - President, Emera Caribbean Limited: Management oversight of all Emera's Caribbean Assets and business development

June 2011 President and CEO of Grand Bahama Power Company and ICD Utilities Limited

September 2010 CEO Emera Utility Services

September 2006 President & COO Emera Utility Services

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

M.B.A. St. Mary's, Halifax 2002

LL.B. Dalhousie Law School 1992

B.A. University of Kings College, Halifax

Information concerning non-Executive Directors:

Name: Sharon L Christopher Age: 59 years

Position: Deputy Chief Executive Officer/ Group Corporate Secretary

Mailing Address: #9 Queen's Park East, Port of Spain, Trinidad

Telephone Nos.: (868) 627 – 8620 (Office) (868) 678 – 7338 (Mobile)

**List jobs held during the past five years. Give brief description of responsibilities.
Include names of employers.**

First Citizens Bank Limited – Deputy Chief Executive Officer / Group Corporate Secretary.
Holds Executive Management responsibility for the following areas:
Legal, Group Operational Risk & Compliance, Human Resources, Group Facilities
Management Services, Security Services, Marketing and Information & Communication Technology

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

London School of Economics & Political Science, University of London – 1980-1981.
Masters of Laws (LLM) Corporate Law
Hugh Wooding Law School – 1978 – 1980, Legal Education of Certificate (LEC)
University of the West Indies, Faculty of Law, Cave Hill, Barbados – 1975-1978
Bachelors of Law (LL.B) Upper Second Class Honours

Information concerning non-Executive Directors:

Name: Andre Chastanet

Position: Director Age: 57 years

Mailing Address: P.O. BOX 1665
Castries, St. Lucia

Telephone No: (758)285-2400

List jobs held during the past five years. Give brief description of responsibilities. Include name of employers.

2004 - 2013

Managing Director Consolidated Foods Limited

Reports to the Board of Directors for operational and strategic direction of Company

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

Chartered Accountant - 1988

Information concerning non-Executive Directors:

Name: Mkabi Onika Walcott

Position: Director

Age: 44 years

Mailing Address: C/o P.O. Box GM 862
Gablewoods Post Office
Sunny Acres, Castries

Telephone No: (758) 720-4533

**List jobs held during the past five years. Give brief description of responsibilities.
Include name of employers.**

Saint Lucia Bureau of Standards - Head of Department - Development and implementation of standards, regulatory programs and management of the organization. (2004 – 2011)

Current – Managing Director of QSM Consulting – Quality and systems management and consultant

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

DVM – Doctor of Veterinary Medicine

PMP – Project Management Professional

1999-2005 University of Havana – Veterinary Medicine

2007 – Project Management (PMI)

Lead Auditor – Quality Management Systems Lead Auditor – Food Safety Management Systems

Information concerning Non-executive Directors:

Name: Carole Eleuthere-Jn Marie

Position: Director

Age: 47

Mailing address: P.O. Box 527, Castries, St. Lucia

Telephone No.: 758-450-2662 Ext. 4400, 758-285-4347

**List jobs held during past five years. Give a brief description of responsibilities
Include name of employers**

Regional Manager EC & Barbados – First Citizens Investment Services Limited

Responsibilities

- Lead and define a rapidly growing Caribbean Regional Investment Brokerage Operation which caters for the investment needs of a wide range of financial and non-bank financial institutions, large corporations and high net worth retail clients
- Lead and drive Capital Market transactions for Regional Caribbean Governments and Large corporations
- Coach and direct the Country Heads in Regional territories
- Lead and drive the execution of comprehensive business plans and strategies that create, develop, educate and nurture the Capital markets of the Eastern Caribbean and Barbados
- Maintain a highly driven, motivated and customer focused regional team with a customer centric and proactive sales culture
- Provide regional leadership and guidance with respect to HR, Brand and marketing policies, Compliance, etc.

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

FCCA – Emile Woolf College 1992

BSC (Hons) – UWI Cavehill 1987 - 1990

Information concerning non-Executive Directors:

Name: Reginald Darius (Dr)

Position: Director

Age: 45

Mailing Address: BW 331, Rodney Bay

Telephone No: (758) (468-5500), (285-0200)

**List jobs held during the past five years. Give brief description of responsibilities.
Include name of employers.**

Permanent Secretary – Ministry of Finance – Government of Saint Lucia (2009 to present)

International Monetary Fund: Sr. Economist (2009-2012) Economist (2005-09)

European Department, Desk Economist Croatia (2010-2012)

- Monitor, analyze and draft policy documents on external, real and monetary sector developments strategic Policy and Review Department (SPR), Advanced and Multilateral Issues Division, 2008-2010)
- Monitor developments, review and comment on country documents on a wide range of countries including; Japan, Philippines, United Kingdom, Portugal, Estonia, Latvia and the GCC
- Maintained modules on global liquidity and monetary policy conditions as input in the vulnerability Exercise for Advanced Economies
- Co-authored SPR policy review note entitled “Oil Price Risk and Outlook”
- Issues Note on Japan- provides background research and analysis of key economic issues.
- SPR Economist: Armenia (2008-2009) and Estonia (2009-2010)
- Participated in the negotiations of SBA program with Armenia with responsibility for the external sector African Department, Desk Economist on Rwanda, (2005-2007)
- Participated in program negotiations with responsibility for external sector (debt sustainability) and the real sector

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

PhD Economics University of Warwick (2006)

Macroeconomics of Open Economies (Exchange Rate Regime and Welfare)

M Phil Economics University of Cambridge (1995)

International Macroeconomics, Applied Econometrics

B.Sc. Economics (First class Hons.) University of the West Indies (1993)

APPENDIX 1(a) – BIOGRAPHICAL DATA FORMS

EXECUTIVE OFFICERS AND OTHER KEY PERSONNEL OF THE COMPANY

Position: Managing Director

Name: Trevor Louisy

Age: 53 years

Mailing Address: P.O. Box 230, Castries. St. Lucia

Telephone No.: (758) 457-4400

List of jobs held during past five years. Give brief description of responsibilities. Include names of employers.

St. Lucia Electricity Services Limited - Managing Director 2004 to present

Responsible of the management business operations and strategic positioning of LUCELEC

St. Lucia Electricity Services Ltd. - Chief Engineer - 1997- December 31, 2003

Responsible for all engineering functions.

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

B. Sc. Electrical Engineering, University of the West Indies_

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:
N/A

Position : Chief Financial Officer

Name: Ian Peter

Age: 47 years

Mailing Address: P.O. Box 230. Castries, St. Lucia

Telephone No.: (758) 457-4400

**List jobs held during past five years. Give brief description of responsibilities.
Include names of employers.**

St. Lucia Electricity Services Limited – Chief Financial Officer – January 2016 to present
Responsible for the financial management and fiscal integrity of the company

Unicomer (Saint Lucia) Limited formerly Courts (St. Lucia Limited) – OECS Director of Finance &
Technical Services - April 2014 to December 2015

Unicomer (Saint Lucia) Limited formerly Courts (St. Lucia) Ltd – OECS Director of Finance – January 2008
to March 2014

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

Fellow of the Association of Certified Chartered Accountants (FCCA)

BSc (Hons) Management Studies from the University of the West Indies, Cave Hill Campus – 1989 to 1992

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:

Position: Business Development Manager

Name: Victor E. Emmanuel

Age: 54 years

Mailing Address: P.O. Box 230, Castries. St. Lucia

Telephone No.: (758) 457-4400

List of jobs held during past five years. Give brief description of responsibilities. Include names of employers.

St. Lucia Electricity Services Limited – Business Development Manager – September 2008 to present
Responsible for the identification and development of new business ventures for the Company

St. Lucia Electricity Services Limited - Chief Engineer – January 2004 to August 2008
Responsible for all engineering functions

St. Lucia Electricity Services Limited - Generation Engineer - 1994 – 2003 - Responsible for the generation of electricity within the Company

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

B. Eng Electrical Engineering, Mc Gill University – 1981-1985

M.Sc. Information System Engineering – UMIST – 1994-1995

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:

Position: Chief Engineer

Name: Goodwin d' Auvergne

Age: 56 years

Mailing Address: P.O. Box 230, Castries, St. Lucia

Telephone No.: (758) 457-4400

List jobs held during past five years. Give brief description of responsibilities. Include names of employers.

St. Lucia Electricity Services Limited: Chief Engineer 2008 – Present - Responsible for coordinating the activities of the Engineering Division.

System Control Engineer (1997- 2008) Managed the department charged with ensuring delivery of a safe, efficient and reliable supply of electricity to LUCELEC's customers

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

Bachelor of Science - Electrical Engineering - University of Hartford (1984-1988)

Associates in Applied Science - Electronic Technology - University of Hartford (1982-1984)

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:

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

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 |
|--------------------------------|---------------------|-------------------|------------|
| Emera St. Lucia Ltd. | Ordinary voting | 4,480,000 | 20.00 |
| First Citizens Bank Limited | Ordinary voting | 4,480,000 | 20.00 |
| National Insurance Corporation | Ordinary voting | 3,760,720 | 16.79 |
| Castries City Council | Ordinary voting | 3,656,818 | 16.33 |
| Government of St. Lucia | Ordinary voting | 2,785,684 | 12.44 |
| Government of St. Lucia | Ordinary non-voting | 520,000 | 100% |
| | | | |
| | | | |
| | | | |

- (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: |
|--------------|-----------------|----------------------------------|-----------------------------------------------------|------------------------------------------------------------------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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: |
|----------------------------|----------------------|------------------------------|------------------------------------------------------------------------------|
| LUCELEC Cap Ins. Inc. | Sans Souci, Castries | 100% | None |
| LUCELEC Trust Company Inc. | Sans Souci, Castries | 100% | None |
| | | | |
| | | | |
| | | | |

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

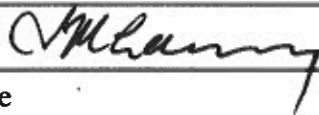
| Name: | Address: | Name of the Exchange(s) on which the company's securities are listed: |
|--------------|-----------------|------------------------------------------------------------------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

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:

Trevor M. Louisy


Signature


Date

Name of Director:

Dr. Mikasi Walcott

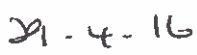

Signature


Date

Name of Corporate Secretary:

Gillian French


Signature


Date