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LISTING MEMORANDUM

US$1,000,000,000

The Dominican Republic

5.875% Amortizing Bonds due 2024

We made an offer of US$1,000,000,000 aggregate principal amount of our 5.875% amortizing bonds due 2024, which we refer to as the "bonds." The bonds were offered as additional debt securities under an indenture dated May 11, 2005.

Interest on the bonds will accrue from April 18, 2013 and will be payable semiannually on April 18 and October 18 of each year. The first interest payment on the bonds will be made on October 18, 2013. Payments of principal on the bonds will be made in three equal installments on April 18, 2022, April 18, 2023 and April 18, 2024. The bonds are not redeemable prior to maturity.

The bonds are general, direct, unconditional, unsubordinated and unsecured obligations of the Republic and rank equally with all other existing and future unsubordinated and unsecured obligations of the Republic. The bonds are backed by the full faith and credit of the Republic.

The Republic has applied to list the bonds on the Official List of the Luxembourg Stock Exchange and for trading on the Euro MTF market of the Luxembourg Stock Exchange. The listing memorandum constitutes a prospectus for the purpose of the Luxembourg law dated July 10, 2005 on prospectuses for securities.

Investing in the bonds involves risks. See "Risk Factors" beginning on page 12.

The bonds have not been and will not be registered under the U.S. Securities Act of 1933, as amended, or the "Securities Act", or the securities laws of any other jurisdiction. The bonds will be offered only to qualified institutional buyers in the United States under Rule 144A of the Securities Act and to non-U.S. persons outside the United States under Regulation S of the Securities Act. Prospective purchasers that are qualified institutional buyers are hereby notified that the sellers of the bonds may be relying on an exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A under the Securities Act. Outside the United States, the offering is being made in reliance on Regulation S under the Securities Act.

Price for bonds: 100% plus accrued interest, if any, from April 18, 2013.

The initial purchasers expect to deliver the bonds to purchasers on April 18, 2013 only in book-entry form through the facilities of The Depository Trust Company, Euroclear and Clearstream, Luxembourg.

Citigroup **Deutsche Bank Securities**

April 29, 2013

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We are responsible for the information contained in this listing memorandum. We have not authorized anyone to give you any other information, and we take no responsibility for any other information that others may give you. You should not assume that the information contained in this listing memorandum is accurate as of any date other than the date on the front of this listing memorandum.

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This listing memorandum has been prepared by the Republic solely for use in connection with the proposed offering of the securities described in this listing memorandum. This listing memorandum does not constitute an offer to the public generally to subscribe for or otherwise acquire securities. You are authorized to use this listing memorandum solely for the purpose of considering the purchase of the Republic's bonds. Each prospective investor, by accepting delivery of this listing memorandum, agrees to the foregoing. This listing memorandum may only be used for the purpose for which it has been published.

After having made all reasonable inquiries, the Republic confirms that:

- the information contained in this listing memorandum is true and correct in all material respects and is not misleading as of the date of this listing memorandum;
- changes may occur in the Republic's affairs after the date of this listing memorandum;
- certain statistical, economic, financial and other information included in this listing memorandum reflects the most recent reliable data readily available to the Republic as of the date hereof;
- the Republic holds the opinions and intentions expressed in this listing memorandum;
- the Republic has not omitted other facts the omission of which makes this listing memorandum, as a whole, misleading in any material respect; and
- the Republic accepts responsibility for the information it has provided in this listing memorandum and assumes responsibility for the correct reproduction of the information contained herein.

In making an investment decision, prospective investors must rely on their own examination of the Republic and the terms of the offering, including the merits and risks involved. Prospective investors should not construe anything in this listing memorandum as legal, business or tax advice. Each prospective investor should consult its own advisors as needed to make its investment decision and to determine whether it is legally permitted to purchase the securities under applicable legal investment or similar laws or regulations.

The Republic has furnished the information in this listing memorandum. You acknowledge and agree that the initial purchasers make no representation or warranty, express or implied, as to the accuracy or completeness of such information, and nothing contained in this listing memorandum is, or shall be relied upon as, a promise or representation by the initial purchasers. This listing memorandum contains summaries believed to be accurate with respect to certain documents, but reference is made to the actual documents for complete information. All such summaries are qualified in their entirety by such reference. Copies of documents referred to herein will be made available to prospective investors upon request to us or the initial purchasers.

The distribution of this listing memorandum and the offering and sale of the bonds in certain jurisdictions may be restricted by law. The Republic and the initial purchasers require persons into whose possession this listing memorandum comes to inform themselves about and to observe any such restrictions. This listing memorandum does not constitute an offer of, or an invitation to purchase, any of the bonds in any jurisdiction in which such offer or sale would be unlawful.

NOTICE TO PROSPECTIVE INVESTORS IN THE UNITED STATES

Neither the U.S. Securities and Exchange Commission ("SEC") nor any state securities commission has approved or disapproved of these securities or determined if this listing memorandum is truthful or complete. Any representation to the contrary is a criminal offense.

The bonds are subject to restrictions on transferability and resale and may not be transferred or resold except as permitted under the Securities Act and applicable state securities laws pursuant to registration or exemption therefrom. As a prospective purchaser, you should be aware that you may be required to bear the financial risks of this

investment for an indefinite period of time. Please refer to the sections in this listing memorandum entitled "Plan of Distribution" and "Transfer Restrictions."

NOTICE TO NEW HAMPSHIRE RESIDENTS ONLY

NEITHER THE FACT THAT A REGISTRATION STATEMENT OR AN APPLICATION FOR A LICENSE HAS BEEN FILED UNDER CHAPTER 421-B OF THE NEW HAMPSHIRE REVISED STATUTES ("RSA") WITH THE STATE OF NEW HAMPSHIRE NOR THE FACT THAT A SECURITY IS EFFECTIVELY REGISTERED OR A PERSON IS LICENSED IN THE STATE OF NEW HAMPSHIRE IMPLIES THAT ANY DOCUMENT FILED UNDER RSA 421-B IS TRUE, COMPLETE AND NOT MISLEADING. NEITHER ANY SUCH FACT NOR THE FACT THAT ANY EXEMPTION OR EXCEPTION IS AVAILABLE FOR A SECURITY OR A TRANSACTION MEANS THAT THE SECRETARY OF STATE HAS PASSED IN ANY WAY UPON THE MERITS OR QUALIFICATIONS OF, OR RECOMMENDED OR GIVEN APPROVAL TO, ANY PERSON, SECURITY OR TRANSACTION. IT IS UNLAWFUL TO MAKE, OR CAUSE TO BE MADE, TO ANY PROSPECTIVE PURCHASER, CUSTOMER OR CLIENT ANY REPRESENTATION INCONSISTENT WITH THE PROVISIONS OF THIS PARAGRAPH.

NOTICE TO PROSPECTIVE INVESTORS IN THE EUROPEAN ECONOMIC AREA

In any EEA Member State that has implemented the Prospectus Directive, this communication is only addressed to and is only directed at qualified investors in that member state within the meaning of the Prospectus Directive.

This listing memorandum has been prepared on the basis that any offer of bonds in any Member State of the European Economic Area (each a Relevant Member State) will be made pursuant to an exemption under the Prospectus Directive from the requirement to publish a prospectus for offers of bonds. Accordingly any person making or intending to make any offer within the EEA of bonds which are the subject of the offering contemplated in this listing memorandum may only do so in circumstances in which no obligation arises for the issuer or any initial purchaser to publish a prospectus pursuant to Article 3 of the Prospectus Directive in relation to such offer. Neither the issuer nor the initial purchasers have authorized, nor do they authorize, the making of any offer (other than Permitted Public Offers) of bonds in circumstances in which an obligation arises for the issuer or an initial purchaser to publish a prospectus for such offer.

For the purposes of this provision, the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EU.

Buyer's Representation

Each person in a Member State of the European Economic Area which has implemented the Prospectus Directive (each a Relevant Member State) who receives any communication in respect of, or who acquires any bonds under the offer contemplated in this listing memorandum will be deemed to have represented, warranted and agreed to and with the issuer and each initial purchaser that:

- it is a qualified investor within the meaning of the law in that Member State implementing Article 2(1)(e) of the Prospectus Directive.

- In the case of any bonds acquired by it as a financial intermediary, as that term is used in Article 3(2) of the Prospectus Directive, (i) the bonds acquired by it in the offer have not been acquired on behalf of, nor have they been acquired with a view to their offer or resale to, persons in any Relevant Member State other than qualified investors, as that term is defined in the Prospectus Directive, or in circumstances in which the prior consent of an initial purchaser has been given to the offer or resale; or (ii) where bonds have been acquired by it on behalf of persons in any Relevant Member State

other than qualified investors, the offer of those bonds to it is not treated under the Prospectus Directive as having been made to such persons.

For the purposes of this representation, the expression an "offer to the public" in relation to any bonds in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the offer and any bonds to be offered so as to enable an investor to decide to purchase or subscribe for the bonds, as the same may be varied in that Relevant Member State by any measure implementing the Prospectus Directive in that Relevant Member State and the expression Prospectus Directive means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "2010 PD Amending Directive" means 2010/73/EU.

NOTICE TO PROSPECTIVE INVESTORS IN THE UNITED KINGDOM

This communication is only being distributed to and is only directed at (i) persons who are outside the United Kingdom or (ii) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the Order) or (iii) high net worth companies, and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as relevant persons). Any person who is not a relevant person should not act or rely on this document or any of its contents.

ENFORCEABILITY OF CIVIL LIABILITIES

The Republic is a sovereign state. Consequently, it may be difficult for investors to obtain or realize in the United States or elsewhere upon judgments against the Republic. To the fullest extent permitted by applicable law, including the limitation mandated by the Constitution of the Dominican Republic which submits to the courts and law of the Dominican Republic all agreements executed between the Government and foreign entities or individuals domiciled in the Republic, the Republic will irrevocably submit to the non-exclusive jurisdiction of any New York state or U.S. federal court sitting in The City of New York, Borough of Manhattan, and any appellate court thereof, in any suit, action or proceeding arising out of or relating to the bonds or the Republic's failure or alleged failure to perform any obligations under the bonds, and the Republic will irrevocably agree that all claims in respect of any such suit, action or proceeding may be heard and determined in such New York state or U.S. federal court. The Republic will irrevocably waive, to the fullest extent it may effectively do so, the defense of an inconvenient forum to the maintenance of any suit, action or proceeding and any objection to any proceeding whether on the grounds of venue, residence or domicile. To the extent the Republic has or hereafter may acquire any sovereign or other immunity from jurisdiction of such courts with respect to any suit, action or proceeding arising out of or relating to the bonds or the Republic's failure or alleged failure to perform any obligations under the bonds (whether through service of notice, attachment prior to judgment, attachment in aid of execution, execution or otherwise), the Republic has, to the fullest extent permitted under applicable law, including the U.S. Foreign Sovereign Immunities Act of 1976, irrevocably waived such immunity in respect of any such suit, action or proceeding; provided, however, that under the U.S. Foreign Sovereign Immunities Act of 1976, it may not be possible to enforce in the Republic a judgment based on such a U.S. judgment, and that under the laws of the Republic, the property and revenues of the Republic are exempt from attachment or other form of execution before or after judgment. See "Description of the Bonds —Governing Law" and "—Submission to Jurisdiction."

Notwithstanding the preceding paragraph, the Republic has not consented to service or waived sovereign immunity with respect to actions brought against it under the U.S. federal securities laws or any state securities laws. In the absence of a waiver of immunity by the Republic with respect to such actions, it would not be possible to obtain a judgment in such an action brought in a U.S. court against the Republic unless such court were to determine that the Republic is not entitled under the U.S. Foreign Sovereign Immunities Act of 1976 to sovereign immunity with respect to such action. Further, even if a U.S. judgment could be obtained in any such action under the U.S. Foreign Sovereign Immunities Act of 1976, it may not be possible to enforce in the Republic a judgment based on such a U.S. judgment. Execution upon property of the Republic located in the United States to enforce a U.S. judgment may not be possible except under the limited circumstances specified in the U.S. Foreign Sovereign Immunities Act of 1976.

DEFINED TERMS AND CONVENTIONS

Certain Defined Terms

All references in this listing memorandum to the "Republic" are to the issuer, and all references to the "Government" or the "Central Government" are to the central government of the Dominican Republic and its authorized representatives.

The terms set forth below have the following meanings for the purposes of this listing memorandum:

Gross domestic product, or "GDP", is a measure of the total value of final products and services produced in a country in a specific year. Nominal GDP measures the total value of final production in current prices. Real GDP measures the total value of final production in constant prices of a particular year, thus allowing historical GDP comparisons that exclude the effects of inflation. In this listing memorandum, real GDP figures are based on constant values referenced to their nominal level in 1991, the year used by the *Banco Central de la República Dominicana*, the Dominican Central Bank or the "Central Bank", for purposes of maintaining real GDP statistics. GDP growth rates and growth rates included in this listing memorandum for the various sectors of the Dominican economy are based on real figures.

For balance of payments purposes, imports and exports are calculated based upon statistics reported to the Republic's customs agency upon entry and departure of goods into the Dominican Republic on a free-on-board basis, or "FOB basis", at a given point of departure.

The inflation rate provides an aggregate measure of the rate of change in the prices of goods and services in the economy. The Republic measures the inflation rate by the percentage change between two periods in the consumer price index, or "CPI", unless otherwise specified. The CPI is based on a basket of goods and services identified by the Central Bank that reflects the pattern of consumption of Dominican households. The price for each good and service that makes up the basket is weighted according to its relative importance in order to calculate the CPI. The annual percentage change in the CPI is calculated by comparing the index as of a specific December against the index for the immediately preceding December. The annual average percentage change in the CPI is calculated by comparing the average index for a twelve-month period against the average index for the immediately preceding twelve-month period. The Republic does not compile statistics to calculate a producer price index or a wholesale price index, which are other indices often used to measure inflation.

Currency of Presentation and Exchange Rate

Unless we specify otherwise, references to "U.S. dollars," "dollars" and "US$" are to United States dollars, and references to "pesos" and "DOP" are to Dominican pesos. Unless otherwise indicated, we have calculated the exchange rate for each year in two ways: the end of period is the exchange rate reported by the Central Bank on the last day of such year, while the yearly average corresponds to the daily average exchange rate reported by the Central Bank for all working days during that year. This is consistent with the way that the International Monetary Fund or the "IMF" publishes the exchange rates. In all cases, exchange rate information derives from transactions in the spot market.

We have done all currency conversions, including conversions of pesos to U.S. dollars, for the convenience of the reader only and you should not interpret these conversions as a representation that the amounts in question have been, could have been or could be converted into any particular denomination, at any particular rate or at all.

At the close of business on December 31, 2011, the DOP/U.S. dollar purchase exchange rate on the spot market, as reported by the Central Bank, was DOP38.72 per US$1.00 and DOP40.26 per US$1.00 at the close of business on December 31, 2012. The spot market exchange rate reported by the Central Bank is used by the accounting departments of private companies and public entities in the Dominican Republic, including the Central Bank, for revaluation of assets and liabilities denominated in U.S. dollars.

Presentation of Financial and Economic Information

The Republic has presented all annual information in this listing memorandum based upon January 1 to December 31 periods, unless otherwise indicated. Totals in certain tables in this listing memorandum may differ from the sum of the individual items in such tables due to rounding.

The Central Bank conducts a review process of the Republic's official financial and economic statistics. Accordingly, certain financial and economic information presented in this listing memorandum may be subsequently adjusted or revised. The Government believes that this review process is substantially similar to the practices of industrialized nations. The Government does not expect revisions of the data contained in this listing memorandum to be material, although we cannot assure you that material changes will not be made.

FORWARD-LOOKING STATEMENTS

This listing memorandum contains forward-looking statements. Forward-looking statements are statements that are not historical facts, and include statements about the Republic's beliefs and expectations. These statements are based on current plans, estimates and projections, and, accordingly, you should not place undue reliance on them. Forward-looking statements speak only as of the date they are made. The Republic undertakes no obligation to update any of these statements in light of new information or future events.

Forward-looking statements involve inherent risks and uncertainties. The Republic cannot assure you that actual events or results will not differ materially from any forward-looking statements contained in this listing memorandum. In particular, a number of important factors could cause actual results to differ materially from the Republic's expectations. Such factors include, but are not limited to:

- adverse external factors, such as:
  - changes in the international prices of commodities and/or international interest rates, which could increase the Republic's current account deficit and budgetary expenditures;
  - changes in import tariffs and exchange rates, recession or low economic growth affecting the Republic's trading partners, all of which could lower the growth or the level of exports of the Dominican Republic, reduce the growth or the level of income from tourism of the Dominican Republic, reduce the growth rate or induce a contraction of the Dominican economy and, indirectly, reduce tax revenues and other public sector revenues, adversely affecting the Republic's fiscal accounts;
  - increased costs of crude oil resulting from increased international demand or from political or social instability or armed conflict in oil-producing states, including Venezuela and countries in the Middle East;
  - international financial uncertainty that reduces the Republic's ability to obtain loans to finance planned infrastructure projects; and
  - a decline in foreign direct investment, which could adversely affect the Republic's balance of payments, the stability of the exchange rate and the level of the Central Bank's international reserves, and a decrease in remittances from Dominicans residing and working abroad.
- adverse domestic factors, such as lower than expected fiscal revenues, which could result in higher domestic interest rates and an appreciation of the real exchange rate. These factors could lead to lower economic growth, a decline in exports and income from tourism and a decrease in the Central Bank's international reserves; and
- other adverse factors, such as climatic, geological or political events.

SUMMARY

This summary highlights information contained elsewhere in this listing memorandum. It is not complete and may not contain all of the information you should consider before purchasing the bonds. You should carefully read the entire listing memorandum, including "Risk Factors" before purchasing the bonds.

Selected Economic Information

(in millions of US$, except as otherwise indicated)

	As of, and for the year ended, December 31,				
	2007	2008	2009[1]	2010[1]	2011[1]
Domestic economy					
GDP (at current prices)	41,228	45,718	46,712	51,658	55,666
GDP (in millions of DOP, at current prices)	1,364,210	1,576,163	1,678,763	1,901,897	2,119,302
Real GDP (in millions of DOP, chained values referenced to 1991)	314,593	331,127	342,564	369,117	385,664
Real GDP growth rate[2]	8.5%	5.3%	3.5%	7.8%	4.5%
Consumer price index (annual rate of change)	8.9%	4.5%	5.8%	6.2%	7.8%
Unemployment rate[3]	15.6%	14.2%	14.9%	14.3%	14.6%
Open unemployment rate[4]	4.0%	4.7%	5.3%	4.0%	5.8%
Exchange rate (weighted end of period, in DOP)	33.52	35.26	36.09	37.31	38.55
Balance of payments[5]					
Total current account[5]	(2,166)	(4,519)	(2,331)	(4,329.5)	(4,408.9)
Of which:					
Trade balance	(6,437)	(9,245)	(6,813)	(8,735.6)	(8,823.8)
Income from tourism	4,064	4,166	4,049	4,209.1	4,352.4
Workers' remittances	3,046	3,222	3,042	2,998.1	3,200.0
Total capital and financial account[5]	2,381	4,209	2,866	5,347.8	4,348.4
Of which:					
Foreign direct investment	1,667	2,870	2,165	1,896.3	2,275.0
Errors and omissions[6]	412	(16)	(129)	(960.5)	214.5
Overall balance of payments, excluding impact of gold valuation adjustment[7]	627	(326)	406	57.8	154.0
Change in Central Bank gross international reserves (period end)	695	(284)	645	458.3	333.1
Central Bank net international reserves (period end)	2,395	2,165	2,852	3,342.7	3,637.9
Public sector balance					
Central government revenue[8]	7,308	7,246	6,392	7,051	7,487
As a % of GDP	17.7%	15.9%	13.7%	13.6%	13.5%
Central government expenditure[9]	7,274	8,842	8,022	8,356	8,945
As a % of GDP	17.6%	19.3%	17.2%	16.2%	16.1%
Of which, transfers to CDEEE	448	1,117	664	648	687
As a % of GDP	1.1%	2.4%	1.4%	1.3%	1.2%
Central government balance	34	(1,596)	(1,629)	(1,305)	(1,460)
As a % of GDP	0.1%	(3.5)%	(3.5)%	(2.5)%	(2.6)%
Overall non-financial public sector balance[10]	43	(1,747)	(1,483)	(1,500)	(1,771)
As a % of GDP	0.1%	(3.8)%	(3.2)%	(2.9)%	(3.2)%
Public sector debt[11]					
Public sector external debt[12]	7,595	8,173	9,376	11,058	12,767
As a % of GDP[2]	18.4%	17.9%	20.1%	21.4%	22.9%
Public sector domestic debt[13]	6,106	7,163	8,061	8,466	8,887
As a % of GDP	14.8%	15.7%	17.3%	16.4%	16.0%
Total public sector debt	13,701	15,336	17,437	19,524	21,654
As a % of GDP	33.2%	33.6%	37.4%	37.8%	38.9%
Public sector external debt service:					
Amortizations	981	1,496	908	940	1,004
Interest payments	428	376	323	333	399
Total external debt service	1,409	1,872	1,231	1,273	1,403
As a % of exports of goods and services	19.7%	27.7%	22.5%	19.3%	16.3%

(footnotes on next page)

(1) Preliminary data.
(2) Percentage change from previous year.
(3) Refers to population at or above the legal working age that is not employed and is willing to work (even if not actively seeking work), as a percentage of the total labor force.
(4) Revised data for 2000-2011. Refers to population at or above the legal working age that is not employed and is actively seeking work, as a percentage of the total labor force.
(5) Revised data for 2007-2009 and preliminary data for 2010 and 2011.
(6) Represents errors and omissions in compiling balance of payment accounts based on double-entry accounting resulting from incomplete or overlapping coverage, different prices and incomplete times of recording and conversion practices.
(7) As presented in the above table, gold reserves have been valued at their corresponding market prices as of December 31 of each year.
(8) Includes total revenue and foreign cash or in-kind transfers to support public sector expenditures.
(9) Includes unidentified expenditures that consist of non-cash items, such as food, clothing and other items received by the Government as aid. Also includes expenditures made in periods different from the current period and that were not currently registered.
(10) The non-financial public sector includes the Central Government and non-financial public sector institutions (such as state-owned enterprises and other decentralized government-owned institutions).
(11) Consolidated public sector debt. Excludes debt owed by *Banco de Reservas* to foreign creditors.
(12) External debt is defined as all public sector debt issued in foreign countries and under the jurisdiction of a foreign court, independent of the holder's nationality.
(13) Net of Central Government liabilities held by the Central Bank.

Sources: Central Bank, Ministry of Finance and IMF

Recent Developments

The Dominican Republic

2012 Presidential Election

On May 20, 2012, Danilo Medina of the Dominican Liberation Party ("PLD") was elected President of the Dominican Republic to a single four-year term, without the possibility to run for reelection in 2016. President Medina obtained 51.21% of the votes cast during the first ballot, against former President Hipólito Mejía's 46.95% of the Dominican Revolutionary Party (PRD). President Medina was inaugurated on August 16, 2012.

In accordance with the 2010 constitutional reform and for the first time in Dominican history, seven overseas deputies (lower chamber of the Legislative Branch) were elected in representation of the Dominican diaspora. Dominican nationals living abroad maintain personal and business ties with the Republic, including by sending remittances into the Republic, which accounts for a significant source of foreign exchange in the Republic. This constitutional reform allows these Dominicans to maintain an active political involvement as well. The PRD won four out of these seven newly created legislative seats.

Political Appointments

President Medina decided to continue with the majority of his predecessor's economic cabinet, who were particularly successful in maintaining macroeconomic stability and vigorous economic growth over the eight years prior to his inauguration. Mr. Juan Temistocles Montas and Mr. Héctor Valdez Albizu remain as Minister of the Economy and Governor of the Central Bank, respectively. Mr. Simón Lizardo, who served as Controller of the Republic under the Fernández Administration, was appointed as the new Minister of Finance.

President Medina's priorities include:

- attainment of macroeconomic stability and a favorable business environment that promotes investment;
- improving primary and secondary public education through increased public investment, with particular emphasis during the first year of the administration on the expansion and improvement of public education infrastructure, in part by the construction of approximately 10,000 additional classrooms;
- improving economic opportunities for lower-income communities by strengthening health sector policies, and expanding access to social security programs; and
- promotion of productive activities and job creation through economic revitalization, particularly in sectors including agriculture, tourism, as well as others that may promote growth of micro, small and medium enterprises.

Significant Litigation

The Central Government and the *Ministerio de Obras Públicas y Comunicaciones* (Ministry of Public Works) were party to an arbitration proceeding resulting from a suit filed by *Concesionaria Dominicana de Autopistas y Carreteras S.A.* (Dominican Road and Highway Concession), or CODACSA, before the International Chamber of Commerce of Paris on June 23, 2008. On May 25, 2012, the arbitral panel rendered a final award in favor of CODACSA in the amount of approximately US$42.8 million plus interest until payment in full. The Republic has provisioned for the payment of the award in its 2013 budget.

The Economy

Economic Growth

During 2012, real GDP grew 3.9%, as compared to growth of 4.5% during 2011. The slowdown in the growth rate is primarily the result of a preliminary 1.6% increase in private consumption during 2012 as compared to an increase of 3.9% during 2011. Real GDP growth for 2013 is estimated at 3.0%. The projected decrease in the growth rate is primarily attributable to a slowdown in public spending and the impact of the tax adjustment on consumption and private investment as a result of the 2012 Tax Reform (as defined below). This 2013 projection could be adjusted upward if credit to the private sector continues the trend registered over the last five months of 2012, which could result in a higher growth rate of consumption and private investment, and therefore, increase domestic demand.

In January 2012, the Dominican Congress enacted Law No. 1-12, which established the "National Development Strategy 2030" (*Estrategia Nacional de Desarrollo - END - 2030).* This long-term vision of the nation requires the need for political, economic and social forces to arrive at a fiscal pact designed to finance sustainable development and ensure fiscal sustainability through a comprehensive tax restructuring. Thus, in November 2012, a new tax reform was introduced by Law No. 253-12, which focuses on improving efficiency, transparency and fairness of the tax structure, as well as raising tax revenue as a percent of GDP. See "—2012 Tax Reform" below. For more information on the Republic's fiscal policies, see "Public Sector Finances."

The Electricity Sector

The Dominican Republic continues to make progress in reforming the electricity sector. The country's power generation continues to improve as it transitions to alternatives to fuel oil. In 2012, fuel oil consumption by the electricity sector decreased 5.6 percentage points (PP) (from 46.6% to 41.0% of the generating matrix) compared to 2011, and 12.7 PP during the five-year period beginning in 2008 (from 53.7% to 41.0% of the generating matrix), primarily as a result of increased use of gas and coal as well as the increase during 2012 in the availability of hydro-electric power and the first wind-powered generation facility.

As of September 2012, technical and non-technical losses in the electricity distribution network are estimated at 31.4%, as compared to 32.9% for the comparable period in 2011. In order to reduce these losses, the Dominican Republic has been conducting network rehabilitation projects, which have been funded by debt and equity investments from the World Bank, the Inter-American Development Bank (the "IDB") and the Organization of the Petroleum Exporting Countries ("OPEC") Fund for International Development ("OFID"). In 2012, total investments in these projects amounted to US$32.0 million, with an additional US$38.0 million expected to be invested in 2013 and further investments in future years.

During 2012, total expenditures on electricity increased 2.3% as compared to 2011, in part as a result of a 3.9% increase in the total amount of electricity purchased as compared to 2011. The increased cost of electricity was also driven by an increase of 3.8% in the price of fuel oil #6 which is the predominant fuel type used at power generation facilities in the Dominican Republic, and was partially offset by decreases in the prices of gas and coal of 31.6% and 24.7%, respectively. The 2012 results show a slight reduction in the average purchase price of electricity of approximately 1.5% compared to 2011, which resulted in savings, as compared to 2011 prices, of approximately US$30.0 million.

For the period 2008 to 2012, the ratio of distributable energy to energy purchased increased at an average of 1.3 PP per year, and in 2012, increased by 1.8 PP as compared to 2011, reaching 61.0%. In 2012, the distribution companies ("EDEs") collected 71.8% of the monetary value of the total expenditure on electricity, representing an increase of 3.4 PP compared to 2011.

The central government transferred US$933.0 million to the electricity sector as a tariff subsidy and to partially finance the current deficit of the EDEs in 2012, representing an increase in subsidies of 7.5% compared to 2011.

The *Superintendencia de Electricidad* or Electricity Superintendence ("SIE") is considering ways to increase the participation of customers in the cost of energy. In March 2011, the consulting firm INECON, SA, presented the

report "Study for the Determination and Adjustment of the Electric Tariffs Applicable to Regulated Customers (Technical Tariff) – and Design of a Progressive Implementation Scheme." The study was publicly tendered by SIE and sponsored by the World Bank. This study examined the use of a "technical tariff" in the electricity sector, and tied implementation to a transition period "glide path" which would make possible the objectives of the proposed tariff application. In 2012 a bill was presented to Congress to implement the technical tariff and the transition period definition. As of the date of this listing memorandum, the bill is awaiting ratification by Congress.

Balance of Payments and Foreign Trade

Balance of Payments

Preliminary figures for 2012 reflect a current account deficit of approximately US$4,240.3 million, as compared to a deficit of US$4,408.9 for 2011, a decrease of US$168.6 million. This deficit was financed mainly by foreign direct investment, which, according to preliminary figures, amounted to US$3,609.6 million during 2012. As a percentage of GDP, the preliminary current account deficit for 2012 was 0.7 percentage point lower than the current account deficit recorded in 2011, decreasing from 7.9% in 2011 to 7.2% in 2012. Notwithstanding this relative decrease, the Republic's current account deficit remains high compared to the US$2,166.3 million recorded in 2007, reflecting the effects of the slow recovery in the international markets from the global financial crisis of 2008 and 2009.

Based on preliminary data, the increase in foreign direct investment inflows during 2012 was largely directed towards the mining, commerce and manufacturing sectors, including the recent purchase by the Ambev Group of the Dominican Republic-based beer brewery, *Cervecería Nacional Dominicana,* for over US$1.2 billion. This significant capital inflow partially financed the current account deficit. The remainder of the current account deficit was financed by the Republic's net international reserves, which decreased 11.8% from US$3.6 billion as of December 31, 2011 to US$3.2 billion as of December 31, 2012. Notwithstanding this decrease, the Central Bank maintained sufficient net international reserves to comply with the minimum international reserves requirements established by various internationally accepted methodologies and standards. For more information on the Republic's net international reserves, see "The Monetary System—Foreign Exchange and International Reserves—International Reserves."

In addition, the nominal DOP/US$ exchange rate has increased gradually since the beginning of 2012, reaching DOP39.26 per dollar the last working day of September 2012, which represented a depreciation rate of 1.4% since the beginning of the year. This trend continued during the last quarter of 2012, closing with an annualized nominal depreciation of 4.0%, with the nominal exchange rate for purchase closing at DOP 40.26 per dollar at December 31,2012.

The capital and financial account balance reflected a surplus of US$3,833.8 million as of December 31, 2012, mainly due to a significant increase in foreign direct investment inflows, which grew by US$1,334.6 million compared to 2011. For further discussion on the Republic's balance of payments, see "Balance of Payments and Foreign Trade—Balance of Payments."

Monetary System

Monetary Policy

In 2012, the Central Bank adopted inflation targeting as its monetary policy framework. Under this framework, monetary policy decisions are designed to minimize deviations from the inflation target established by monetary authorities. The main instrument used by the Central Bank to implement its monetary policy goals is the monetary policy rate, which directly affects the interbank rate and, in turn, has an indirect effect on market interest rates, and therefore on the demand for goods and services in the economy that stimulate employment. The resulting stronger demand for goods and services tends to result in increased wages and higher costs, and monetary authorities closely monitor the monetary policy rate to control inflation. The Central Bank uses the monetary policy rate to influence consumption and investment decisions made by economic agents. Under inflation targeting, monetary

aggregates are indicative variables, as opposed to being control variables as was the case under the previous policy of monetary targeting.

The inflation target established by the Central Bank for 2012 was 5.5%, plus or minus 1.0%. For the first five months of 2012, the monetary policy rate remained at an annualized rate of 6.75%. As a result of low inflationary pressure and moderated economic growth, beginning in June 2012, the Central Bank gradually reduced the monetary policy rate, signaling an easing of monetary policy. In the period between June and December 2012, the monetary policy rate decreased by 1.75% reaching a level of 5.0%. As of the date of this listing memorandum, the rate remains at this level.

Inflation and Credit Growth

Inflation in 2012 was 3.91%, which was below the lower limit of the Central Bank's target, due to economic growth and a moderation of international oil prices. For the 2013 fiscal year, the Central Bank has established an inflation target of 5.0%, plus or minus 1%. In addition, the Central Bank has set the inflation targets for 2014 and 2015 at 4.5% and 4.0% plus or minus 1%, respectively. For more information on inflation in the Republic, see "The Monetary System—Inflation."

In the Dominican financial system, interest rates began to fall in response to the reductions in the monetary policy rate during the second half of 2012. As a result, private sector lending (in local and foreign currency) increased; reaching DOP$512,910.0 million for the year ended December 31, 2012, as compared to DOP$486,779.4 million for the year ended December 31, 2011, representing a year-over-year increase of 5.4%. For more information on inflation in the Republic, see "The Monetary System—Liquidity and Credit Aggregates."

Financial System Reforms

The Monetary Board, the Tax Authorities and the Executive Branch have approved a number of regulations to ensure the solvency of the financial system and strengthen the regulatory framework of the financial sector, such as:

- *Annual Submission of Business Plans by Financial Institutions*. On May 31, 2012, the Monetary Board approved a resolution establishing that, for fiscal years ending after December 31, 2012, commercial banks and financial intermediaries with assets over DOP500.0 million must submit to the Superintendency of Banks a business plan including audited financial information and financial projections for a minimum of two years. These business plans must be updated annually based on the audited financial statements at the end of each year. This resolution repeals the First and Second Resolution of the Monetary Board dated April 15 and December 29, 2004, respectively, which required commercial banks to submit audited financial statements twice a year.

- *Access to financial services*. On February 14, 2013, the Monetary Board approved the regulation for Banking Subagents, which establishes the regulatory framework applicable to use of banking subagents by commercial banks, savings and credit banks and savings and loans associations for the provision of certain banking operations and services, such as receiving payments on loans and credits cards, sending or receiving transfers within the Dominican Republic and processing certain requests for products and services, including loans and credit cards. Through the use of banking subagents, financial services can be made available to Dominicans that live in regions of the Dominican Republic that lack sufficient access to financial institutions, thus, improving financial inclusion in the Dominican Republic.

- *Securities Market.* The Executive Branch has approved Decree No. 664-12 dated December 7, 2012, which establishes new regulations for the application of the *Ley de Mercado de Valores* No. 19-00 (the "Securities Market Law"). The new regulations have replaced the previous regulations under the Securities Market Law, which were approved in 2004, and are designed to improve regulation of the Dominican securities market by aligning the Dominican securities regulatory regime with international standards.

For a discussion of other reforms of the Financial System, see "The Monetary System— Supervision of the Financial System— Reforms of the Financial System."

Public Sector Finances

Fiscal Policies

The Medina administration has announced a significant structural reform agenda aimed in particular at reforming government spending and the tax code. The principal goals of the reform are to gradually develop long-term fiscal sustainability and to reduce the percentage of GDP represented by public debt. The administration's reform program also seeks to improve the financial condition of the electricity sector by reducing transfers from the Central Government to the *Corporación Dominicana de Empresas Eléctricas Estatales* (Dominican Corporation of State Electric Entities or "CDEEE") and developing a broad program of social inclusion to alleviate poverty and create jobs, in particular by prioritizing social expenditures such as education. In late 2012, the administration began to carry out this reform agenda through the implementation of the 2013 State Budget Law and the 2012 Tax Reform (as defined below), each of which incorporates policies designed to encourage income growth, reducing public expenditure, and strengthening public institutions.

The Medina administration has begun to implement fiscal policies aimed at achieving macroeconomic stability, which will allow the administration to meet the objectives of the National Development Strategy 2030 and to comply with deficit and debt targets. Among these measures are the following:

- measures to reduce government spending;
- the suspension of contributions from public funds to plans and complementary pension funds;
- a tax reform which entails a restructuring of the tax system, the rationalization of tax incentives, and the strengthening of the tax administration (see "—2012 Tax Reform below"); and
- policies to reduce government expenditure by 2.0% of GDP for fiscal year 2013.

In December 2012, Law No. 309-12 was approved, which included, among other things, a tax amnesty program, which is designed to expand the tax base by (i) encouraging future compliance with the tax laws by persons and entities with outstanding unpaid taxes, and (ii) increasing collections from tax payers with assets that are disproportionately large compared to their reported income. This amnesty program pertains to taxes on income, inheritance, properties, transfer of properties, real estate, interest, penalties and surcharges relating to the importation of goods, as well as, excise taxes and Value Added Tax.

The 2013 budget projects fiscal revenues of DOP384.4 billion (US$9.2 billion) compared to DOP323.5 billion (US$8.2 billion) in 2012. This amount does not take into account external and internal financing resources. The budget projects public expenditures of DOP454.7 billion (US$10.9 billion), including grants compared to DOP471.9 billion (US$12.0 billion) in 2012. The budget projects for 2013 a central government deficit of 2.8% of GDP, with an overall consolidated public sector deficit of 4.3% of GDP.

The following table sets forth the principal macroeconomic assumptions on which the Government's 2013 budget is based:

Principal Budgetary Assumptions for 2013

Projected real GDP growth	3.0%
Projected inflation	5.0%
Projected external financing sources	US$2,390 million

Source: National Budget 2013

2012 Tax Reform

On November 9, 2012, the Congress approved a tax reform known as *Ley No. 253-12* (Law No. 253-12, or the "2012 Tax Reform") for the strengthening of revenue collection as a means to attain fiscal sustainability and sustainable development, in line with the goals articulated in the National Development Strategy 2030. The 2012 Tax Reform focuses on reducing tax expenditures, broadening the tax base, reducing tax avoidance and evasion by strengthening the tax administration, incorporating environmental considerations into the tax system, promoting business formalization, and augmenting tax progressivity. The 2012 Tax Reform is expected to generate additional revenues for the Government of 1.5% of the estimated GDP for 2013, or 1.8% if administrative measures are included.

The 2012 Tax Reform is designed to accomplish its objectives through the implementation of the following measures, among others:

- *Income tax:* maintain the current personal income tax brackets for the 2013 – 2015 period; establish limitations on deductible expenses; include unjustified increases in income or assets as taxable income; postpone the gradual reduction of the corporate income tax rate so that, by 2015, it is 27%; and establish an annual tax of DOP12,000.0 on small retailers when their sales exceed DOP50,000.0 per month;

- *Value Added Tax* ("VAT" or "ITBIS" for the Spanish acronym of *Impuesto sobre la Transferencia de Bienes Industrializados y Servicios*)*:* raise the VAT rate to 18% for the 2013 – 2015 period; and apply a reduced VAT rate of 8%, which will be gradually increased, on goods such as yogurt, butter, coffee, oil, margarine, sugar, among others;

- *Excise Tax:* increase the specific tax applied on cigarettes; increase the ad-valorem tax on alcoholic beverages to 10.0% and gradually increase the specific tax so that, by 2017, the applied rates are unified; establish a 10% tax on cable television services; reduce the ad-valorem tax on jet fuel to 6.5%; and establish an additional charge of DOP2.0 per gallon on gasoline and diesel fuel;

- *Other measures*:

  - increase withholding taxes on suppliers of the Dominican State, gambling and slot machines prizes to 5.0%, 25.0% and 10.0%, respectively;

  - apply a 3.5% tax on the gross local sales of companies under the Free Trade Zones regime;

  - modify Laws Nos. 57-07 and 108-10, eliminating certain deductions and credits thereunder;

  - change the specific tax for vehicle circulation to an ad-valorem tax of 1.0% on the value of the vehicle;

  - establish an emission tax payable upon registration of a vehicle;

  - replace the annual luxury property tax (*Impuesto sobre Viviendas Suntuarias y Solares*, "IVSS" for its Spanish acronym) with an annual real estate property tax (*Impuesto a la Propiedad Inmobiliaria*) of 1.0% over all real estate owned by an individual, applying a minimum exemption of DOP6.5 million;

  - establish a unified tax rate of 10.0% on interest payments and dividend distributions made locally or abroad; and

  - maintain the 1.0% tax on the net assets of banks until December 2013.

Public Sector Debt

As of December 31, 2012, the Republic's public external debt totaled approximately US$13.9 billion, compared to US$12.8 billion as of December 31, 2011. As of December 31, 2012, the Republic's public external debt was composed of the following:

- debt owed to official creditors, multilaterals and bilateral creditors in the amount of US$10.8 billion (as compared to US$9.6 billion as of December 31, 2011), which represented 77.7% of the Republic's total public external debt;
- outstanding public external bonds of approximately US$2.8 billion, which represented 20.0% of the Republic's total public external debt; and
- debt of the Republic to other private creditors of US$0.3 billion, which represented 2.3% of the Republic's total public external debt.

As of December 31, 2012, the Republic's domestic debt primarily consisted of:

- US$1.5 billion outstanding principal amount in commercial banks loans to the Central Government;
- US$2.6 billion outstanding principal amount in bonds issued by the Central Government in the local market;
- US$107.7 million outstanding principal amount in commercial bank loans to other public sector institutions;
- US$6.3 billion outstanding principal amount in certificates issued by the Central Bank; and
- US$2.1 billion in bonds issued by the Central Government for the Capitalization and Recapitalization of the Central Bank, each of which are considered intra-governmental debt.

Stand-by Arrangement with the IMF

On March 8, 2012, the IMF Stand-by Arrangement for the Republic, initially executed on November 9, 2009 in the amount of SDR 1,094.5 million (approximately US$1,754.1 million at the exchange rate of such date) expired. See "Public Sector Debt—External Debt—IMF." During the term of the Stand-by Arrangement, the Republic drew a total of US$1,206.4 million, of which US$547.7 million remains outstanding as of the date of this listing memorandum.

In September 2012, an IMF mission reviewed economic developments and lay the foundation for the annual "Article IV Consultation" between Dominican authorities and the IMF. The Article IV consultation was completed in November 2012.

The Dominican authorities, including the Central Bank, have had discussions with the IMF about the possibility of designing a new lending arrangement that will support the Government's efforts to balance its accounts and develop long-term macroeconomic stability. As of the date of this listing memorandum, it is uncertain whether the Republic and IMF will enter into a new agreement. See "Risk Factors—Risks Relating to the Republic—The Republic may be unable to obtain financing on satisfactory terms in the future, which could adversely affect its ability to service its public debt, including the bonds" and "Public Sector Debt—External Debt—IMF."

Loans from IDB

In 2012, the IDB approved an aggregate amount of US$134 million in loans to support the Republic's social protection program, national employment program, food sanitary system and prevention of natural disasters program. In January 2013, the IDB approved a US$130 million loan to support the consolidation of the Republic's social protection system.

THE OFFERING

The following summary contains basic information about the bonds and is not intended to be complete. It does not contain all the information that is important to you. For a more complete understanding of the bonds, see "Description of the Bonds."

Issuer	The Dominican Republic.
Securities Offered	US$1,000,000,000 principal amount of 5.875% Amortizing Bonds due 2024.
Issue Date	April 18, 2013.
Issue Price of the Bonds	100%, plus accrued interest from April 18, 2013.
Final Maturity Date	April 18, 2024.
Principal Amortization	The Republic will make payment of principal on the bonds in three equal installments on April 18, 2022, April 18, 2023 and April 18, 2024.
Interest Rate	Interest on the bonds will accrue from April 18, 2013, on the outstanding principal amount of the bonds, at a rate of 5.875% per year.
Interest Payment Dates	Each April 18 and October 18, commencing on October 18, 2013.
Form and Denominations	The Republic issued the bonds in the form of global bonds, without coupons, registered in the name of a nominee of DTC, as depositary, for the accounts of its participants (including Clearstream Banking and Euroclear). Bonds in definitive certificated form will not be issued in exchange for the global bonds except under limited circumstances. See "Book-Entry Settlement and Clearance." Any bonds sold outside the United States to non-U.S. persons in reliance on Regulation S under the Securities Act are in fully registered form, without interest coupons attached, only in minimum denominations of US$100,000 and in integral multiples of US$1,000 in excess thereof. Any bonds sold pursuant to Rule 144A of the Securities Act were issued in fully registered form in denominations of US$100,000 and integral multiples of US$1,000 in excess thereof.
Redemption or Sinking Fund	The Republic may not redeem the bonds prior to their scheduled maturity. The bonds do not have the benefit of any sinking fund.
Ranking	The bonds are general, direct, unconditional, unsubordinated and unsecured obligations of the Republic, rank equally in right of payment with all of the Republic's existing and future unsubordinated and unsecured Public External Debt (as defined) and are backed by the full faith and credit of the Republic. See "Description of the Bonds—Ranking."

Covenants	The Republic will not allow any Lien (other than Permitted Liens) on its assets or revenues as security for any of its Public External Debt, unless the Republic's obligations under the bonds are secured equally and ratably with that Public External Debt. See "Description of the Bonds—Negative Pledge Covenant" and "—Defined Terms." The Republic has agreed to comply with several other covenants as described under "Description of the Bonds."
Listing	Application has been made to list the bonds on the Official List of the Luxembourg Stock Exchange and to trade them on the Euro MTF market of the Luxembourg Stock Exchange.
Transfer Restrictions; Absence of a Public Market for the Bonds	The bonds have not been registered under the Securities Act and will be subject to restrictions on transferability and resale. The bonds are new securities, and there is currently no established market for the bonds. The Republic and the initial purchasers cannot assure you that a liquid market for the bonds will develop. The initial purchasers have advised the Republic that they currently intend to make a market in the bonds. However, they are not obligated to do so, and any market making with respect to the bonds may be discontinued without notice.
Risk Factors	An investment in the bonds involves a high degree of risk. Before deciding to purchase the bonds, you should read carefully all the information contained in this listing memorandum, including, in particular, the "Risk Factors" section beginning on page 12 of this listing memorandum.
Taxation	The Republic will make all interest payments on the bonds without withholding or deducting any Dominican taxes, unless required by law. If Dominican law requires the Republic to withhold or deduct taxes, the Republic will pay bondholders, subject to certain exceptions, additional amounts to provide the equivalent of full payment of interest to bondholders. See "Description of the Bonds—Additional Amounts" and "Taxation" for important information regarding possible tax consequences to holders of the bonds.
Trustee, Principal Paying Agent, Transfer Agent and Registrar	The Bank of New York Mellon.
Luxembourg Listing Agent, Paying Agent and Transfer Agent	The Bank of New York Mellon (Luxembourg) S.A.
Governing Law	State of New York.

RISK FACTORS

An investment in the bonds involves a high degree of risk. Before deciding to purchase the bonds, you should read carefully all of the information contained in this listing memorandum, including in particular, the following risk factors.

Risks Relating to the Republic

The effects of the global economic crisis may adversely affect the Republic's ability to make payments on its outstanding external and domestic debt, including the bonds.

Starting in September 2008, the global economy experienced a steep downturn, sparked by uncertainty in credit markets and deteriorating consumer confidence. This downturn resulted in lower levels of economic growth in the Dominican Republic, which in turn resulted in lower tax revenues. In addition, the downturn affected many of the countries that have traditionally imported goods from the Dominican Republic, such as the United States and the European Union, which resulted in, among other things, a decline in the percentage of GDP represented by exports and decreased remittances from Dominicans living abroad during 2009, 2010 and 2012. Although the global economy has since shown some signs of improvement, the Republic is not able to assure you that the global economy will recover in the near future, or that the Dominican economy will benefit from this recovery.

The Dominican economy may contract in the future, which could have a material adverse effect on public finances and on the market price of the bonds.

Economic growth depends on a variety of factors, including, among others, international demand for Dominican exports, the stability and competitiveness of the peso against foreign currencies, confidence among Dominican consumers and foreign and domestic investors and their rates of investment in the Republic, the willingness and ability of businesses to engage in new capital spending and the rate of inflation. Some of these factors are outside the Republic's control. An economic contraction could result in a material decrease in the Republic's revenues, which in turn would materially and adversely affect the ability of the Republic to service its public debt, including the bonds.

The Dominican economy has experienced positive GDP growth since the local banking crisis of 2003. However, since 2006, the rate of GDP growth has declined to levels experienced by the Republic prior to the 2003 banking crisis, which decline was exacerbated further by the global economic downturn beginning in 2008. The Republic cannot offer any assurance that the Dominican economy will continue to grow in the future

The Republic may be unable to obtain financing on satisfactory terms in the future, which could adversely affect its ability to service its public debt, including the bonds.

The Republic's future fiscal results (*i.e.*, tax receipts excluding interest payments on the Republic's public debt) may be insufficient to meet its debt service obligations and it may have to rely in part on additional financing from domestic and international capital markets in order to meet future debt service obligations. In the future, the Republic may not be able or willing to access international or domestic capital markets, and the Republic's ability to service the Republic's public debt, including the bonds, may be adversely affected.

Currently, Dominican authorities, including the Central Bank, consider the international economic environment and the fiscal condition of the Republic as significant challenges for the country. Although the Government has been working with the IMF to design and implement an economic program aimed to promote long-term fiscal sustainability, there can be no assurance that such a program will be established or, if established, that such program will be effective.

The Republic relies on multilateral lenders for financing certain projects and for budget support, including in particular the IMF and IDB, which was the Republic's second largest lender as of December 31, 2011. In certain cases, disbursements under these financing arrangements are subject to compliance by the Republic with specific fiscal, performance and other targets. Under the previous Stand-by Arrangement with the IMF, for example, the

Republic was prohibited from accumulating any public arrears to electricity generators and public external debt-holders. Failure to comply with these undertakings may result in the suspension of disbursements under the Stand-by Arrangement or future similar arrangements. The Republic's previous Stand-by Arrangement with the IMF expired in March 2012. Although the Republic and the IMF are currently collaborating to develop a new program, there can be no assurance that the development of such a program will be successful. If the Republic and the IMF fail to agree on a new stand-by arrangement, the Republic's access to financing on satisfactory terms could be materially and adversely affected, which could materially and adversely affect the Republic's ability to service its public debt, including the bonds. See "Summary—Recent Developments—Public Sector Debt—Stand-by Arrangement with the IMF."

A significant decrease in remittances from Dominicans living abroad may adversely affect the ability of the Republic to service its external debt, including the bonds.

Remittances from Dominicans living abroad are a significant source of foreign exchange to the Republic, providing a portion of the foreign currency required to purchase imports and service external debt, and are a source of net transfers to the Republic's current account. Remittances totaled US$3.0 billion in 2009 and in 2010 and US$3.2 billion in 2011. Preliminary data for 2012 suggests that remittances decreased by approximately 1.3%. The majority of remittances to the Republic originate from the United States. According to the Central Bank's internal estimates, for the year ended December 31, 2011, Spain and the rest of Europe represented 13.4% and 14.0% of the total remittances to the Republic, respectively. There can be no assurance that the level of remittances to the Republic will not decrease significantly in the future as a result of an economic contraction in the source market, or for any other reason. A significant decrease in remittances may lead to depreciation of the peso and negatively affect the ability of the Republic to meet its external debt obligations, including the bonds.

The Dominican economy remains vulnerable to external shocks, which could have a material adverse effect on economic growth and the Republic's ability to make payments on its debt, including the bonds.

A further decline in the economic growth of any of the Republic's major trading partners, especially the United States, could have a material adverse effect on the Republic's balance of trade and adversely affect the Republic's economic growth. The United States is the Republic's largest export market. The recent decline in demand for Dominican imports in the United States may have a material adverse effect on exports and the Republic's economic growth. In addition, because international investors' reactions to the events occurring in one emerging market economy sometimes appear to demonstrate a "contagion" effect, in which an entire region or class of investment is disfavored by international investors, the Republic could be adversely affected by negative economic or financial developments in other emerging market countries. In addition, the recession in the United States between 2007 and 2009 resulted in declines in tourism and foreign direct investment, which are important factors in the Republic's economy. The Republic cannot assure you that events affecting other markets will not have a material adverse effect on the Republic's growth and its ability to service its public debt, including the bonds.

The Dominican economy is also vulnerable to increases in oil prices. The budget for 2011 was prepared assuming an estimated price of US$101.80 per barrel. The average price for imports of oil into the Dominican Republic was US$88.10 per barrel during 2011. Increases in the cost of crude oil resulting from political or social instability or armed conflict in oil-producing states, such as Venezuela and countries in the Middle East, may adversely affect the feasibility of the budget.

A significant rise in interest rates in developed economies such as the United States could have a material adverse effect on the economies of the Dominican Republic's trading partners and adversely affect Dominican economic growth and the ability of the Republic to service its public debt, including the bonds.

If interest rates increase significantly in developed economies, including the United States, the Republic's trading partners could find it more difficult and expensive to borrow capital and refinance existing debt, which could adversely affect economic growth in those countries. Decreased growth on the part of the Republic's trading partners could have a material adverse effect on the markets for Dominican exports and, in turn, adversely affect the Dominican economy. An increase in interest rates in developed economies would also increase the Republic's debt service requirements with respect to its debt obligations that accrue interest at floating rates, which could adversely affect the ability of the Republic to service its public debt generally, including the bonds.

The on-going crisis in the electricity sector could have a material adverse impact on the Republic's economic growth and, ultimately, on the Republic's ability to service its public debt, including the bonds.

Electricity generators and distributors have been beset by financial problems that have resulted in frequent blackouts, widespread public protests and several temporary and permanent shutdowns of generating plants. Distributors, which have experienced financial difficulties because of late payments and collection problems, have been unable to meet all of their payment obligations to generators, which have consequently incurred significant debt to finance operations. In September 2003, the Government was forced to renationalize two of the Republic's three distribution companies (Ede Norte and Ede Sur) for a purchase price of US$699.6 million (including interest) and reassume their management due to severe financial and operating difficulties. In 2009, the Government repurchased the third distribution company (Ede Este). The repurchase followed a settlement of claims brought against CDEEE and the Republic by Société Générale and its affiliates based on a bilateral investment treaty with France. In recent years, the Government has provided an annual subsidy to the CDEEE to cover operating deficits resulting from increases in fuel costs and continued inefficiencies in collections and operations. The central government transferred US$933.0 million in 2012 to the electricity sector as a tariff subsidy and to partially finance the current deficit of the electricity distributors, representing an increase of 7.5% compared to transfers consummated in 2011.

The estimated deficit for the electricity sector was US$610.0 million in 2009, primarily due to increased fuel costs not recovered in the prevailing tariffs and inefficiencies in collections and operations. This deficit increased in 2010 to US$652.3 million. In 2011, the current deficit increased to US$848.2 million. The deficits of 2010 and 2011 also resulted from increased fuel oil #6 (the predominant fuel used in thermo-electric power generation in the Dominican Republic) prices and an increased demand for energy from end users.

Any revision to the Republic's official financial or economic data resulting from any subsequent review of such data by the Central Bank or other government entities could have a material adverse effect on the Republic's ability to service its public debt, including the bonds.

Certain financial and other information presented in this listing memorandum may subsequently be materially adjusted or revised to reflect new or more accurate data as a result of the periodic review of the Republic's official financial and economic statistics. Such revisions could reveal that the Republic's economic and financial conditions as of any particular date are materially different from those described in this listing memorandum. The Republic can offer no assurance that such adjustments or revisions will not have a material adverse effect on the interests of the Republic's creditors, including any purchasers of the bonds pursuant to this offer.

Future political support for the Government's economic reform program, including servicing of the external debt, is not assured.

The Medina administration's party, the *Partido de la Liberación Dominicana*, currently controls a majority in both houses of the Dominican Congress. However, future changes in the political environment and commodities prices may lead to a shift in economic policy and a resulting reduction in the proportion of the Government's budget devoted to debt service or have other adverse effects on the Republic's ability to meet its debt obligations in the future.

The Republic relies heavily on foreign oil supplies, which may be disrupted or experience an increase in cost in the future.

The Republic is dependent on oil imports to satisfy domestic energy consumption. In June 2005, the Republic entered into the PetroCaribe Agreement under which the government of Venezuela has agreed to supply oil to the Republic on financing terms that currently are more favorable than those generally available in the market. See "The Economy—Principal Sectors of the Economy—Secondary Production—Manufacturing—Free Trade Zones" and "Public Sector Debt—External Debt—Paris Club and Other Bilateral Lenders." The Republic cannot guarantee that this agreement, or any future agreement with Venezuela or any other country, will not be terminated. Furthermore, any disruption in oil supply or a significant increase in international oil prices may have a material adverse effect on the Dominican economy and could adversely affect the ability of the Republic to service its public debt generally, including the bonds.

Risks Relating to Owning the Bonds

There is no established trading market for the bonds, and the price at which the bonds will trade in the secondary market is uncertain.

The bonds are a new issue of securities with no established trading market. The Republic does not know the extent to which investor interest will lead to the development of an active trading market for the bonds or how liquid that market may become. If the bonds are traded after their initial issuance, they may trade at a price lower than their principal amount, depending upon prevailing interest rates, the market for similar securities and general economic conditions in the United States, the Dominican Republic and elsewhere.

The Republic has submitted an application to list the bonds on the Euro MTF market of the Luxembourg Stock Exchange. The Republic cannot assure you that a trading market for the bonds will develop or that the price at which the bonds will trade in the secondary market will be sustainable. If an active market for the bonds fails to develop or continue, this failure could harm the trading price of the bonds.

The ability of holders to transfer bonds in the United States and certain other jurisdictions will be limited.

The bonds issued pursuant to this offer will not be registered under the Securities Act and, therefore, may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act and applicable U.S. state securities laws. Offers and sales of the bonds may also be subject to transfer restrictions in other jurisdictions. You should consult your financial or legal advisors for advice concerning applicable transfer restrictions with respect to the bonds.

Any investment in securities of a sovereign issuer in an emerging market involves significant risks.

The Dominican Republic is an emerging market economy and investing in securities of emerging market issuers generally involves risks, including, among others, political, social and economic instability that may affect economic and fiscal results. Instability in the Dominican Republic and in other Latin American and emerging market countries has been caused by many different factors, including, among others, the following:

- high interest rates;
- devaluation or depreciation of the currency;
- inflation;
- changes in governmental economic, tax or other policies;
- the imposition of trade barriers;
- fluctuations in international fuel prices; and
- dependence on remittances and tourism.

Any of these factors, as well as volatility in the markets for securities similar to the bonds, may adversely affect the liquidity of, and trading market for, the bonds.

The Republic is a sovereign state and it may be difficult to obtain or enforce judgments against it.

The Republic is a sovereign state. Consequently, while the Republic has irrevocably submitted to the jurisdiction of U.S. state or federal courts sitting in the Borough of Manhattan, The City of New York, with respect to the bonds, which are governed by New York law, it may be difficult for holders of the bonds or the trustee to obtain or enforce judgments with respect to the bonds from courts in the United States or elsewhere against the Republic. No

treaty currently exists between the United States and the Dominican Republic providing for reciprocal enforcement of foreign judgments.

Additionally, while the Republic has, to the fullest extent permitted under applicable law, including the U.S. Foreign Sovereign Immunities Act of 1976 and including the limitation mandated by the Constitution of the Dominican Republic which submits to Dominican Law and Dominican Courts all agreements executed between the Dominican Government and foreign entities or individuals domiciled in the Dominican Republic, irrevocably waived sovereign or other immunity from jurisdiction with respect to any suit, action or proceeding arising from or relating to the bonds or the Republic's failure or alleged failure to perform any obligations under the bonds (whether through service of notice, attachment prior to judgment, attachment in aid of execution, execution or otherwise), there are important exceptions to this waiver. It may not be possible to enforce in the Republic a judgment based on such a U.S. judgment. In addition, under the laws of the Republic, the property and revenues of the Republic are exempt from attachment or other form of execution before or after judgment. See "Description of the Bonds—Governing Law" and "—Submission to Jurisdiction."

Moreover, the Republic has not consented to service or waived sovereign immunity with respect to actions brought against it under the U.S. federal securities laws or any state securities laws. In the absence of a waiver of immunity by the Republic with respect to such actions, it would not be possible to obtain a judgment in such an action brought in a U.S. court against the Republic unless such court were to determine that the Republic is not entitled under the U.S. Foreign Sovereign Immunities Act of 1976 to sovereign immunity with respect to such action. Further, even if a U.S. judgment could be obtained in any such action under the U.S. Foreign Sovereign Immunities Act of 1976, it may not be possible to enforce in the Republic a judgment based on such a U.S. judgment. Execution upon property of the Republic located in the United States to enforce a U.S. judgment may not be possible except under the limited circumstances specified in the U.S. Foreign Sovereign Immunities Act of 1976. See "Enforceability of Civil Liabilities."

USE OF PROCEEDS

The net proceeds from the sale of the bonds will be approximately US$998,500,000 less any offering expenses payable by the Republic. See "Plan of Distribution."

The Republic will use the net proceeds to finance infrastructure projects, as well as to provide economic support to other sectors of the economy.

THE DOMINICAN REPUBLIC

Territory and Population

The Dominican Republic is located on the eastern two-thirds of the Caribbean island of Hispaniola, which lies between the islands of Cuba to the west and Puerto Rico to the east, and is situated approximately 670 miles southeast of Florida. Its territory covers an area of approximately 48,442 square kilometers, including a 1,288-kilometer coastline and a 360-kilometer land frontier that it shares with Haiti, which occupies the western portion of the island. The Dominican Republic's major cities are Santo Domingo de Guzmán (the nation's capital), Santiago de los Caballeros, La Vega, San Pedro de Macorís, La Romana and Puerto Plata.

The Dominican Republic has a tropical maritime climate, with average annual temperatures of about 78 degrees Fahrenheit (equivalent to approximately 26 degrees Celsius) and only slight seasonal temperature variations throughout the year. The location of the Dominican Republic often puts it in the path of hurricanes that sweep the Caribbean region between the months of June and November. The occurrence of a major hurricane, and the threat of future hurricanes in the region, could adversely affect the Dominican economy.

The Dominican Republic's population of approximately 10.1 million is multi-racial and multi-cultural, with a predominant Spanish cultural influence. Slightly more than one quarter of the population resides in rural areas. According to the national census conducted in 2010, the population grew at an estimated average annual rate of 1.5% in the period from 2000 to 2010. The Dominican Republic's adult literacy rate is approximately 89.5%. The education system consists of public and private schools that offer pre-school (ages 3-5), primary (ages 6-13), and secondary (ages 14-17) education. There is one public university in the country – the Autonomous University of Santo Domingo, founded in 1538 and the oldest university in the Western Hemisphere – and 33 private universities, which offer undergraduate programs lasting three to five years. The Autonomous University of Santo Domingo and several private universities also offer graduate programs that typically last one to two years. In addition, various private and public institutions offer vocational programs for students who have not completed their secondary education.

The World Bank classifies the Dominican Republic as an upper middle-income developing country. The following table sets forth comparative GDP figures and selected other comparative statistics of the countries listed.

	Dominican Republic	Jamaica	Guatemala	El Salvador	Panama	Colombia	Costa Rica	Mexico	United States
Per capita GDP (PPP)	US$9,796	N/A	US$4,928	US$6,831	US$15,589	US$10,033	US$12,157	US$15,266	US$48,112
United Nations index of human development (world ranking)	98	79	131	105	58	87	69	57	4
Life expectancy at birth (in years).........	73.4	72.8	71.1	71.9	76.1	73.6	79.3	76.7	78.2
Adult literacy rate......	89.54%	86.62%	75.18%	84.49%	94.09%	93.37%	96.16%	93.07%	N/A
% of population below the poverty line[(1)]	9.9%	N/A	N/A	16.9%	13.8%	15.8%	6.0%	5.2%	N/A

(1) Poverty is defined as an income of US$2 a day per capita per household, adjusted by differences in purchasing power.

N/A = Not Available.

Source: 2011 World Bank Development Indicators and 2011 United Nations Human Development Report. Includes data as of the most recent year available at the time of publication (April 2012).

History, Government and Political Parties

History

Founded as a colony of Spain in 1492, the Dominican Republic was under Spanish rule until 1821, when it declared its independence from Spain. Following a month-long period of independence, the Dominican Republic was invaded by Haiti, which occupied the country until 1844. After successfully waging a battle for independence against Haiti, political factions within the Dominican Republic battled for control, and the country underwent various changes of government, including voluntary annexation to Spain in the 1860s. Factional infighting continued until the United

States occupied the country from 1916 to 1924. A democratic government established in 1924 was followed by the military dictatorship of Rafael Leonidas Trujillo, who ruled the Dominican Republic from 1930 until he was assassinated in 1961. A brief period of political instability followed during which the Dominican Republic was governed by a series of different factions and was subject to foreign military intervention under the auspices of the Organization of American States.

Juan Bosch, then leader of the *Partido Revolucionario Dominicano* (the Dominican Revolutionary Party, or the "PRD"), and a reformist social-democratic politician, was elected President in 1962. In September 1963, the military, backed by the business elite and factions of the Dominican Catholic Church unhappy with Bosch's reform agenda, deposed Bosch's government in favor of a civilian junta led by Donald Reid Cabral, a member of the country's business elite. The ruling junta soon became unpopular, and in April 1965, a civil-military coup attempted to return Bosch to power. The United States, propelled by fears of the spread of communism in the region, invaded the Dominican Republic four days after the attempted coup. Shortly thereafter, conservatives and PRD members signed an agreement that established a provisional government and called for new elections.

Conservative Joaquín Balaguer of the center-right *Partido Reformista*, later transformed into the *Partido Reformista Social Cristiano* (the Christian Social Reform Party, or the "PRSC"), was elected President in 1966. Balaguer governed for 12 years (1966-78) and went on to become a dominant political figure in the Dominican Republic for the following two decades. Balaguer's administration was based on a compromise among the traditional agrarian and industrial elites, the rising urban middle class and the military. The United States supported Balaguer's administration, guaranteeing its stability. In 1978, Antonio Guzmán of the PRD was elected President. Guzmán was followed in 1982 by Salvador Jorge Blanco, also of the PRD.

In 1986, Balaguer regained the presidency and was reelected in 1990 and again in 1994 after defeating José Francisco Peña Gómez, of the PRD, in a highly-contested election. Controversy surrounding the legitimacy of the reelection of Balaguer in 1994 and charges of election fraud led to a political compromise by which Balaguer agreed to shorten the term for which he was elected from four to two years. This compromise also led to major constitutional reforms that, among other things, instituted pivotal changes in the electoral and judicial systems. These changes secured the autonomy of the judiciary and enhanced the Dominican electoral process. For a description of the 1994 amendments to the Constitution, see "—Government."

In the 1996 presidential election, Leonel Fernández of the *Partido de la Liberación Dominicana* (the Dominican Liberation Party), or the "PLD", a party founded by Juan Bosch following his split from the PRD, defeated Peña Gomez as the result of an alliance with Balaguer and the PRSC. Fernández was succeeded as President in 2000 by Hipólito Mejía, of the PRD. In 2004, Fernández was again elected President after obtaining 57% of the votes cast (followed by Mejía with 33.6% and the PRSC candidate, Eduardo Estrella, with 8.7%). On August 16, 2004, Leonel Fernández was inaugurated as President for his second non-consecutive four-year term. President Fernández was re-elected in 2008 after obtaining 53.8% of the votes cast (followed by Miguel Vargas with 40.5% and Amable Aristy with 4.6%). In August 2012, President Leonel Fernández's term ended and President Danilo Medina, also a member of the PLD, was inaugurated as President of the Republic. See "Summary—Recent Developments—The Dominican Republic—2012 Presidential Election."

Government

The Dominican Republic is politically organized as a representative democratic government, and is geographically and administratively divided into 31 provinces and one national district, each with its own civil government. The 1966 Constitution, last amended on January 26, 2010, provides for a presidential system of government in which national powers are divided among independent executive, legislative and judicial branches.

Executive power is exercised by the President, who appoints the cabinet, enacts laws passed by the legislative branch, and is the commander-in-chief of the armed forces. The President and Vice President run for office on the same ticket and are elected by direct majority vote to one four-year term. The 1994 constitutional amendments require that a second electoral round be held if the first round does not result in a majority vote for any one presidential candidate (a majority in the first round constitutes at least 50% plus one vote of the total votes cast).

Pursuant to the 2010 amendments to the Constitution, a President is elected for a period of four years and may not be reelected for a consecutive term. Since the aforementioned constitutional amendments, presidential elections will be held during the same year as legislative and municipal elections.

The legislative branch is composed of a 32-member Senate and a 183-member Chamber of Deputies, which together constitute the Congress. Each province and the *Distrito Nacional* (the National District of the capital city, Santo Domingo) is represented by one senator and two or more deputies depending on the size of its population. Members of Congress are elected by popular vote to four-year terms, except members elected in May 2010 were elected for a six-year term, allowing for the next congressional elections to be carried out during the same year as the presidential election as determined by the 2010 amendment.

Most legislative initiatives originate with the executive branch. In matters of monetary policy and banking law, legislative initiatives that do not originate in the Central Bank must be approved by a qualified majority of senators and deputies.

As a result of the 2010 constitutional reforms, the 16 members of the Supreme Court are appointed for life, with a mandatory retirement age of 75 years, by the *Consejo Nacional de la Magistratura* (the National Council of the Judiciary), a body that was created solely for this purpose in the 1994 constitutional reforms. Pursuant to the 2010 constitutional reforms, the National Council of the Judiciary has the authority to appoint the President of the Supreme Court and the two substitute justices, all of whom hold office for a 7-year term and may be re-elected for one consecutive 7-year term. The National Council of the Judiciary is composed of the President of the Republic, the president of the Senate, a senator from a political party different from that of the president of the Senate, the president of the Chamber of Deputies, a deputy from a party different from that of the president of the Chamber of Deputies, the president of the Supreme Court, another Supreme Court judge appointed by the Supreme Court and the Attorney General (*Procurador General de la República*). The Supreme Court has exclusive jurisdiction over actions against the President, designated members of the cabinet and members of Congress as well as over cassation remedies (*recursos de casación*). The Supreme Court may also hear appeals from lower courts in certain cases.

The Dominican judicial system is also composed of the following courts:

- Courts of First Instance, which have jurisdiction over all cases that do not have jurisdiction expressly granted to other courts;
- Courts of Appeals, which review judgments rendered by the Courts of First Instance; and
- Peace Courts, which handle a broad variety of minor cases.

In addition, specialized courts handle administrative, labor, traffic and land registration disputes. Under the 1994 constitutional amendments, lower court judges are appointed by the Supreme Court. Under the 2010 constitutional amendments, the *Tribunal Constitucional* (Constitutional Court) was created. It is composed of 13 judges elected by the National Council of the Judiciary who serve for a 9-year term. All decisions of this Court are final.

Political Parties

The principal political parties in the Dominican Republic are the *Partido de la Liberación Dominicana* or PLD (democratic left) and the *Partido Revolucionario Dominicano* or PRD (social democratic). The following is a brief explanation of the history and orientation of each principal party.

Partido de la Liberación Dominicana. The PLD has a democratic left social orientation and supports socially-oriented market policies. The PLD was founded by late former President Juan Bosch, who died in November 2001, after his split with the PRD. Its principal leader is former President Leonel Fernández. The PLD derives its political support primarily from the middle class and certain professional and intellectual circles. The PLD and its allies (known as the *Bloque Progresista* or "Progressive Bloc") have an absolute majority in the Senate and in the Chamber of Deputies.

Partido Revolucionario Dominicano. The PRD is a social democratic party. Its principal leader, José Francisco Peña Gómez, died in 1998. The party's current leaders are former Presidential candidate Mr. Miguel Vargas and former President Hipólito Mejía. The PRD derives its political support primarily from the lower and lower-middle classes. The PRD has no members in the Senate and is the minority bloc in the Chamber of Deputies.

The first Fernández administration (1996-2000) emphasized macroeconomic stability, modernization of the Dominican economy and of governmental institutions, economic and political integration with the Caribbean region and the global economy, strengthening of the judiciary, and modernization of the education system. The 2004-2008 Fernández administration faced considerable challenges when it took office, including stressed public finances and economic instability following a banking crisis and a downturn in GDP growth in 2003. In its first two years in office, the Fernández administration has focused on restoring order to public finances, fostering an economic recovery and tackling the structural problems that contributed to the 2003 crisis by adopting measures to strengthen state institutions, improve banking supervision and regulation and combat corruption. Several of the Fernández administration reforms have successfully been carried out, while others are still in the process of being implemented. See "The Economy—Economic Policies of the Fernández Administration" and "The Monetary System—Supervision of the Financial System—Reforms of the Financial System."

The priorities of the third Fernández administration (2008-2012) included the following:

- a reform of the Constitution to consolidate democracy, fortify state institutions, include social, environmental and cultural rights and transfer more power to citizens, which was approved by the Congress in January 2010; and

- execution of an ambitious infrastructure plan, including the first Santo Domingo subway line, which started commercial operations in January 2009.

Congressional representation of each of the political parties since the most recent election in May 2010 is as follows:

	Senate		Chamber of Deputies	
	Seats	**%**	**Seats**	**%**
Partido de la Liberación Dominicana and allied parties	31	96.9	96	52.5
Partido Revolucionario Dominicano and allied parties	0	0	76	41.5
Partido Reformista Social Cristiano (PRSC)[1]	1	3.1	11	6.0
Total	32	100.0%	183	100.0%

(1) The PRSC is a small conservative Christian democratic party that advocates free-market principles.
Source: *Junta Central Electoral*

Foreign Policy and Membership in International and Regional Organizations

The Dominican Republic maintains diplomatic relations with 129 countries and is a member of several regional and international organizations, including:

- the United Nations (founding member), including many of its specialized agencies;

- the Caribbean Forum of African, Caribbean and Pacific States;

- the Economic Commission for Latin America and the Caribbean;

- the IDB;

- the Inter-American Investment Corporation;

- the Caribbean Development Bank;

- the IMF;
- the World Bank;
- the International Centre for Settlement of Investment Disputes;
- the International Finance Corporation;
- the International Labour Organization;
- the Multilateral Investment Guaranty Agency;
- the Organization of American States;
- the World Trade Organization (the “WTO”);
- the Central American Integration System (the “SICA”);
- the Central American Monetary Council (the “CMCA”); and
- the Central American Bank for Economic Integration (the “CABEI”).

In addition, the Dominican Republic participates in several regional initiatives designed to promote trade and foreign investment. The most significant of these initiatives are the following:

- The Dominican Republic – Central America Free Trade Agreement, or “DR-CAFTA”, with the United States and several Central American countries (Costa Rica, El Salvador, Guatemala, Honduras and Nicaragua). DR-CAFTA, which replaced the prior U.S.-Caribbean Textile Parity Agreement, increases the percentage of Dominican exports to the United States that will be free of tariffs. DR-CAFTA became effective in 2007.

- Free trade agreements with the members of the Central American Common Market, Panama and the Caribbean Community (“Caricom”), each of which lowered tariffs and established trade rules in areas such as foreign investment, public procurement, rules of origin, customs procedures, safeguard measures, sanitary requirements, technical barriers to trade, unfair trade practices, promotion of competition, intellectual property and dispute resolution.

- The LOME IV Convention, which in 2000 became the Cotonou Agreement, pursuant to which the European Union offers economic cooperation and assistance to former colonies in Africa, the Caribbean and the Pacific. Under this agreement, the Republic benefits from donations, development loans and technical cooperation provided by the European Union.

- The Economic Partnership Agreement (the “EPA”), in effect since 2007, among the Caricom Countries and the European Union, pursuant to which all goods exported to the European Union (except for firearms) from Caricom Countries enter European markets free from import duties. In addition, the EPA provides a framework for liberalization in the services trade between the Dominican Republic and members of the European Union, liberalizes investment regulations, and strengthens protection of intellectual property rights.

- The Free Trade Agreement of the Americas, which seeks to create a free trade zone in the Western Hemisphere. Negotiations continue as to the implementation of this agreement, and the Republic has continued to participate in the periodic Summits of the Americas since 1998.

- The Association of Caribbean States, whose purpose is to promote regional economic integration and cooperation. Through its involvement in this association, the Republic has been able to establish dialogues and working relationships with its neighbors on a series of important issues, such as trade liberalization, tourism, disaster relief, transportation and foreign investment.

The Republic has also worked closely with the World Bank and the IDB to promote economic development and financial stability. Currently, these multilateral organizations are financing several projects in the Republic in areas such as education, agriculture, public sector reform, transportation, telecommunications, disaster relief, public health, environmental reform and financial sector reform. The aggregate amount of loans extended by the International Bank for Reconstruction and Development ("IBRD") under the World Bank and the IDB from 2007 until 2011 is approximately US$2,625.9 million. In 2009 the IDB granted a loan of US$300 million for a liquidity and growth sustainability program, and a US$500.0 million loan to support measures designed to strengthen the Republic's fiscal program, and both the IDB and the IBRD under the World Bank approved loans in 2009 for the electricity sector in an aggregate amount of US$82 million for the rehabilitation of the electricity distribution network. Also in 2009, the World Bank granted a loan of US$80 million intended for disaster prevention and emergency recovery. In 2010, the World Bank granted an aggregate amount of US$160 million in loans dedicated primarily to political and social protection, and the IDB granted loans in an aggregate amount of US$370 million for social protection, education and competitiveness programs. In 2011, the IDB approved a US$200 million loan for the electricity sector to improve the efficiency of the sector. The IDB's competitiveness program supports improved macroeconomic stability in combination with institutional and legal reforms that improve the productive efficiency of the real sectors of the economy.

Relations with Haiti

The Dominican Republic generally maintains friendly relations and close ties with Haiti. The two countries have entered into several bilateral agreements in areas of mutual interest such as immigration, reforestation of the border region, agriculture and livestock and education. In addition, Haiti and the Dominican Republic are seeking to develop free trade zones on the Dominican Republic-Haiti border. On April 8, 2002, the Presidents of these two countries inaugurated a binational free trade zone on that border.

According to the national census conducted in 2010, an estimated 312,000 Haitians currently live in the Dominican Republic. This population is generally comprised of three distinct subgroups: seasonal agricultural workers, undocumented immigrants and political refugees. Most Haitians living in the Dominican Republic are undocumented, and illegal immigration occasionally becomes a source of tension between the two countries.

Although the Government has not made any explicit commitment towards Haitian immigrants in terms of healthcare, education or social security, the Haitian population in the Dominican Republic generally benefits from the Government's social services, particularly with respect to healthcare. Additionally, the Government seeks to improve living conditions in the *bateyes*, which are communities within the sugar cane areas that are inhabited principally by Haitian immigrants.

Haitians in the Dominican Republic work mainly in the construction and agricultural sectors. The Haitian labor force is generally comprised of unskilled workers earning low wages. The increased availability of low-wage Haitian workers may have an adverse effect on the living conditions of low-wage Dominican workers with whom they compete.

On January 12, 2010, a devastating earthquake occurred approximately 16 miles west of Port-au-Prince, Haiti's capital, causing widespread destruction and an estimated 222,517 deaths and leaving an estimated 1.2 million people homeless. In addition, the earthquake severely damaged or destroyed numerous government buildings, provoking an institutional and security crisis in Haiti. The international community reacted quickly following the earthquake and mobilized to provide humanitarian relief and assistance in the reconstruction of the affected areas in Haiti. According to the United Nations Office for Coordination of Humanitarian Affairs (OCHA), as of February 2010 the main priorities for assistance continue to include the supply of shelter and sanitation, and the removal of rubble and clean-up of the affected areas. The Republic has actively participated in these relief efforts, playing an important role in particular in coordination and logistics of the relief efforts. The measures adopted by the Republic include opening

the border to allow free flow of aid to Haiti from the Dominican side, making Dominican hospitals located near the Haitian border available to assist victims of the earthquake as well as the donation of kitchen sets (*cocinas móviles*) to enable the continuance of feeding programs, among other humanitarian measures.

Before this earthquake, Haiti was the second most important destination for Dominican exports, which reached US$699.2 million in 2009. The political stabilization of Haiti in the period 2005-2009 had been creating more favorable conditions for productive economic activities. Damages caused by the earthquake have been estimated at US$7,754.2 million, representing 121% of Haiti's GDP. Financing needs are estimated to require a contribution of US$7,590.3 million in the next three years for the reconstruction of infrastructure, the environment, risk management and supporting the recovery of productive and institutional improvements, among other aspects.

The Dominican Republic's statistical agency has reported that exports to Haiti were US$869.2 million in 2010, approximately US$221.8 million more than in 2009, as conditions have improved in Haiti. In 2011, the Dominican Republic's exports to Haiti continued to increase compared to 2010 (16.6%) but to a lesser extent when compared 2010 to 2009 (34.3%). Exports to Haiti represented approximately 16.2% of all Dominican exports in 2010 and 2011. The growth in exports to Haiti decreased in 2011 as compared to 2010 primarily as a result of the impact the January 2010 earthquake had on basic needs of the Haitian population during 2010.

The on-going reconstruction of Haiti could have a favorable impact on Dominican exports in the immediate future, if certain conditions, such as the following, are met:

- Haiti manages to develop an institutional infrastructure that ensures at minimum security, legal certainty and transparency in the processes of allocation of resources for reconstruction. Dominican companies may be able to benefit from the Republic's geographic proximity that enables them to serve the Haitian market efficiently and promptly.

- Donations and resources from the international community for reconstruction efforts in Haiti and budget support are freely available for a quick recovery and strengthening of productive activities, employment and the financial system so that private consumption returns to pre-crisis levels.

- Non-tariff measures such as restrictions on the control of imports of eggs and chickens from the Dominican Republic to Haiti are eliminated.

- Haiti's government is capable of successfully managing the reconstruction efforts in the medium- and long-term so that recovery of production and poverty reduction measures are possible.

THE ECONOMY

History and Background

In the 1930s and after the end of World War II, many countries in Latin America pursued policies of industrialization through import substitution. These policies were based on the following tenets:

- state intervention in the economy through the creation of barriers to trade in order to protect domestic production from foreign competition and through the expansion of state-owned enterprises that provided large numbers of jobs;
- protection of certain local industries; and
- an expansion of domestic markets.

The policies of import substitution took place in the Dominican Republic approximately between 1945 and 1985. During this period, the Government promoted industrialization primarily through fiscal incentives and investments in infrastructure. The Dominican economy expanded due to growth in several industry sectors, improvements in education and increased government spending. This economic expansion, in turn, led to opportunities for upward social mobility and the rise of an urban middle class. At the same time, the urban working class expanded due to rural-urban migration.

In the late 1970s and 1980s, import substitution policies based on fiscal incentives to local industries generated significant structural economic weaknesses. These policies limited fiscal revenues and reduced productivity growth. The results were the following:

- fiscal deficits;
- current account deficits; and
- low economic growth as a result of limited domestic markets and lower productivity.

The oil crisis in 1979 exacerbated these fiscal and current account imbalances. The situation deteriorated further with the decline in prices of Dominican export commodities and a worldwide recession. The Dominican Republic, along with most other Latin American economies, plunged into a debt crisis that led to a shift in development policies.

In the mid-1980s, the Government adopted policies to increase exports and improve the fiscal balance. Liberalization of the exchange rate, combined with the imposition of new taxes, contributed to the improvement of the external accounts and the fiscal balance. The dynamism in tourism and export manufacturing in industrial parks called *zonas francas*, or "free trade zones," stimulated economic growth, employment and income. For a description of the free trade zones, see "—Secondary Production—Free Trade Zones." Workers' remittances also increased dramatically during the 1980s, becoming one of the Republic's main sources of foreign currency. By the late 1980s, however, high public spending on infrastructure projects (principally roads, highways, dams and tourism facilities) resulted in a public sector deficit that was domestically financed, and, in turn, resulted in an increase in inflation.

In 1990, the Government successfully implemented stabilization and economic reforms that resulted in a fiscal balance, and created the internal conditions for rapid and sustainable economic growth and price stability. The central elements of the Government's economic policy consisted of a series of structural reforms, including tariff, tax, financial and labor reforms, gradual adjustments in the price of oil and oil derivatives, interest rate liberalization and improved banking supervision. On the basis of these policies, the IMF and the Republic agreed on two stand-by loan arrangements.

The Government implemented further reforms in 1995, when the Dominican Congress passed a foreign investment law that dismantled various restrictions on foreign direct investment. Those restrictions had included:

- a ban on foreign investments in certain sectors of the economy; and
- a limit on the profits that foreign investors could repatriate.

The 1995 foreign investment law also ensured the equal treatment of investors regardless of nationality by eliminating requirements such as the need to obtain Central Bank approval before profits could be repatriated.

The various reforms that the Government adopted during the 1990s succeeded in curbing inflation and restoring growth, in part by controlling the expansion of public sector expenditures, reducing state intervention in the economy, increasing the competitiveness of the Dominican economy and rationalizing the Government's fiscal and monetary policies. Additionally, economic growth, higher employment, stable prices and rising real wages led to modest improvements in income distribution and a decline in poverty. Between 1992 and 1999, the Republic's real GDP grew at an average annual rate of 6.8%, which placed it among the fastest growing economies in Latin America.

The Republic continued to experience robust economic growth through 2000. However, from 2001 economic growth began to decline as a result of several external shocks, including the aftermath of the terrorist attacks of September 11, 2001 and the economic slowdown in the United States and the European Union. These shocks led to weakened demand for the export of Dominican goods and services, the depreciation of the euro and a further steady increase in oil prices which had started in the last quarter of 2000.

In 2003, the Dominican economy experienced severe setbacks that led to an acute crisis. The economic crisis was precipitated by the collapse of Baninter, the country's second largest commercial bank in terms of deposits, in May 2003. The Banking Superintendency intervened in Baninter in response to accusations of fraud and losses of approximately US$2.5 billion. Public confidence in the banking system severely eroded, leading many depositors to withdraw their deposits from banks, causing two other private domestic banks, Bancrédito and Banco Mercantil, to experience liquidity crises and near collapse. The Central Bank provided liquidity assistance to Bancrédito and Banco Mercantil of approximately DOP9.7 billion (US$278.0 million at the DOP/US$ exchange rate of DOP35.06 per US$1.00 as of December 31, 2003) and the Government financed the costs of the banking crisis, guaranteeing deposits and honoring interbank liabilities domestically and abroad. In order to cover the costs of this bailout, the Central Bank relaxed its monetary policy, increasing the money supply as it financed lost deposits. This led to an increase in inflation, a depreciation of the peso and an increase in domestic real interest rates.

The banking crisis provoked a broader deterioration of the economy, which included a decrease in real GDP (which declined 0.3% in 2003 compared to 2002), a substantial increase in the non-financial public sector deficit, a sharp depreciation of the peso, a substantial reduction in the levels of the Central Bank's net international reserves (from US$376 million at December 31, 2002 to US$123 million at December 31, 2003), an increase in domestic real interest rates as a result of the Central Bank's open-market operations to curb inflation, and an increase in unemployment. The economic crisis gave rise to social unrest as economic conditions deteriorated and labor strikes and street demonstrations became prevalent.

As a result of significant pressure on the peso and concerns over further economic deterioration, the Republic requested the assistance of the IMF and agreed to a US$600 million financing program in August 2003. As part of the program, the Government agreed to a package of economic reforms and political measures designed to strengthen the country's financial system, public finances and the Central Bank's monetary policy. The IMF suspended the facility in September 2003, after the Government deviated from the agreed economic program set forth in the IMF stand-by arrangement in effect at the time by re-purchasing two electrical distribution companies from Spanish company Unión Fenosa, which had previously been privatized by the Mejía administration. See "—Privatization and Role of the State in the Economy—Privatization" and "Public Sector Debt—External Debt—Debt Owed to Official Institutions—IMF."

The economic crisis negatively affected the Government's fiscal receipts and liquidity, resulting in arrears and the eventual restructuring of public sector external debt owed to multilateral institutions, bilateral lenders (both Paris Club and non-Paris Club members), private banks and suppliers. Nevertheless, although the economy as a whole contracted by 0.3% in 2003 compared to 2002, trade from the free trade zones grew by 2.1% and receipts from the

tourism sector grew 13.6%, primarily due to the depreciation of the peso that led to cheaper exports and tourism costs, which increased external demand for these goods and services.

During the first half of 2004, economic performance and the Government's public sector finances were adversely affected by the ongoing economic crisis and by the uncertainty surrounding the presidential election held in May 2004. In the second half of 2004, however, the Dominican economy started to show signs of improvement, particularly during the fourth quarter, with the peso appreciating against the dollar by 35.1% during the second half (compared to a depreciation of 2.2% in the first half), a decreased rate of inflation and an improved fiscal balance during this period. In 2004, real GDP increased by 1.3%, as compared with 2003, the Central Bank's net international reserves increased to US$602.2 million at December 31, 2004, from US$123.6 million at December 31, 2003 and the rate of inflation decreased to 28.7%, as compared to 42.7% in 2003.

The Republic's economic recovery from its 2003-2004 domestic financial crisis continued in 2005, reflecting continuing increases in economic activity and liquidity. In 2005, real GDP increased by 9.3%, the peso appreciated by 27.5% against the dollar, and the average private-market DOP/US$ exchange rate for the purchase of dollars in 2005 was DOP30.07 per US$1.00, compared to DOP41.45 per US$1.00 for 2004. The Central Bank's net international reserves increased by US$917.5 million in 2005 and inflation was 7.4%, as compared to 28.7% in 2004. The nominal domestic interest rate on deposits of the banking sector was 11.6% at December 31, 2005, compared to 21.2% at December 31, 2004.

On January 31, 2005, the IMF approved a new two-year Stand-by Arrangement (the "2005 Stand-by Arrangement") of approximately US$665.2 million, conditioned on the Republic's commitment to implementing measures designed to promote macroeconomic stabilization and structural reforms in the fiscal, monetary, financial and electricity sectors specified in the Stand-by Arrangement. On August 29, 2005, the IMF announced that the Republic's performance under the 2005 Stand-by Arrangement for the first and second quarters of 2005 had been met and that progress had been made in the area of structural reforms, including the drafting of legislation to enhance fiscal management and strengthen monetary and financial institutions. On September 29, 2005, the Republic submitted a letter of intent and technical memorandum of understanding to the IMF, requesting completion of the first and second reviews under the 2005 Stand-by Arrangement and waivers of certain structural reform requirements pending approval of these reforms by the Dominican Congress. The IMF announced the completion of the first and second reviews on October 18, 2005, which entitled the Republic to borrow up to approximately US$139.0 million under the 2005 Stand-by Arrangement.

The IMF and the Republic agreed on various quantitative measures of economic performance for 2006, including criteria regarding the performance of the electricity sector. The criteria established in the Stand-by Arrangement for 2005 were successfully met despite the accumulated financial deficit in the electricity sector. Dominican authorities intended to search for equilibrium in the finances of the non-financial public sector in order to lower the national debt as a percentage of GDP. Similarly, the government successfully implemented its monetary policies, achieving single-digit inflation and significantly increasing the international reserves of the Central Bank.

In December 2005, the Government approved a tax reform that sought to expand the goods that incurred value added tax (VAT) and increased income and excise taxes. See "Public Sector Finances – Tax Regime." As part of an institutional reform, Congress further approved new initiatives, including the creation of the Public Debt Office in January 2006. The Government created a single account administered by the Department of Treasury in order to promote efficiency and transparency regarding public assets. Finally, the gradual increase in international oil prices adversely impacted the electricity sector causing an increase in government subsidies.

In 2005, the Government successfully implemented its comprehensive strategy for the restructuring of its outstanding debt, including the exchange of approximately US$1.07 billion, or 97% of the aggregate outstanding principal amount of its 9.50% bonds due 2006 and 9.04% bonds due 2013, for new 9.50% amortizing bonds due 2011 and new 9.04% amortizing bonds due 2018; the rescheduling of past due supplier financing and debt service payments due in 2005 and 2006 to several international commercial banks and to members of the Paris Club; and the refinancing of the Republic's payment obligations in connection with the repurchase from Unión Fenosa of two electricity distribution companies in 2003. See "—Privatization and Role of the State in the Economy—Privatization."

2007-2011 Developments

The Republic's economy continued to grow during the period from 2007 through 2011. In 2007, real GDP grew at an annual rate of 8.5%, which was largely driven by an increase of 9.3% in the services sector, and to a lesser extent, increase in secondary and primary production at a rate of 2.9% and 1.0%, respectively. The peso appreciated against the US dollar by 0.21% in 2007, and the average private-market DOP/US$ exchange rate for the purchase of dollars in 2007 was DOP33.00 per US$1.00, compared to DOP33.07 per US$1.00 for 2006. The Central Bank's net international reserves increased by US$607.1 million in 2007, inflation was 8.9% in 2007, as compared to 5.0% in 2006; and the average nominal domestic interest rate on deposits of the banking sector was 7.0% in 2007, compared to 10.1% in 2006.

The Republic's real GDP grew by 5.3% in 2008, supported by an 8.1% growth in the services sector and a 2.5% increase in secondary production, which more than offset a 5.7% decrease in primary production, in each case compared to 2007. The peso depreciated by 4.3% against the dollar and the average private-market DOP/US$ exchange rate for the purchase of dollars in 2008 was DOP34.40 per US$1.00, compared to DOP33.00 per US$1.00 for 2007. The Central Bank's net international reserves decreased by US$229.5 million in 2008; inflation was 4.5% in 2008 as compared to 8.9% in 2007; and the nominal domestic interest rate on deposits of the banking sector was 10.5% at December 31, 2008, compared to 7.0% at December 31, 2007.

In 2009, real GDP grew by 3.5%, due primarily to growth in the final consumption category (4.9%) as a result of expansionary measures applied by the monetary authorities at the beginning of 2009 in order to lessen the negative effects of the global economic crisis. At December 31, 2009, cumulative inflation was 5.8% compared to 4.5% at December 31, 2008. Despite the global economic crisis, the balance of payments at December 31, 2009 reached an overall positive balance of US$406.0 million, compared to negative balance of US$325.8 million recorded at December 31, 2008. The current account deficit was US$2.3 billion at December 31, 2009, primarily due to the decline in export revenue, tourism and remittances as a result of the deteriorating world economy, which was more than offset by a greater reduction in the international market price of oil and other imports. The global economic crisis affected adversely the competitiveness of Dominican companies, which had a strong impact on tax revenues, contributing significantly to the deficit in the government accounts in 2009.

The Dominican economy grew by 7.8% in 2010 driven by the substantial recovery in secondary production, which grew by 7.7%, and growth in the primary production and the services sector, which increased by 5.4% and 7.4%, respectively, in each case compared to 2009. Real GDP growth resulted from the implementation of certain macroeconomic policies in connection with the Stand-by Arrangement with the IMF entered into in November 2009. The success of these policies and the achievement of certain goals established under the Stand-by Arrangement, along with a general worldwide recovery from the global economic crisis, resulted in sustained improvement in the Republic's economy during 2010, with GDP reaching a level comparable to that recorded in the period from 2006 to 2008 before the global economic crisis when GDP growth averaged 8.2% per year. In 2010, the rate of inflation was 6.2% compared to 5.8% in 2009.

In 2011, the Republic's real GDP grew by 4.5%, a lower annual rate compared to 2010, mainly because of the reorientation of monetary policy towards a more neutral stance, in order to promote economic activity, thus avoiding additional inflationary pressures, given prevailing high international prices for oil and other raw materials. Between March and May 2011, the Central Bank increased the monetary policy rate on short-term deposits from 5.0% to 6.75%, while maintaining the annual Lombard interest rate at 9.5%. These targeted measures were intended, in part, to slow the pace of growth in lending that had created inflationary pressures and threatened economic overheating as the Republic's economy experienced a marked recovery from the global economic crisis that began in 2008. In 2011, the rate of inflation rose to 7.8% compared to 6.2% in 2010, as a result of internal and external shocks suffered in the first semester, although there was an appreciable slowdown in price increases through the end of the year.

The Economic Policies of the Fernández Administration

The Fernández administration established the following objectives for its economic policy:

- promoting macroeconomic and structural policies aimed at stabilizing prices and ensuring the resumption of sustained growth;
- formulating a debt restructuring and liability management program to overcome the Government's financing gap and liquidity constraints;
- strengthening the financial system to improve the operating sufficiency, transparency and efficiency of domestic banks;
- improving the efficiency of the electricity sector to ensure its financial viability; and
- increasing the independence and accountability of the Central Bank and other government institutions in the financial sector.

These policy objectives form the basis for the various economic reforms and initiatives that the Fernández administration pursued in the period from 2004 to 2012, which included, among others, the following:

- the US$1.7 billion multiyear Stand-by Arrangement entered by the Republic with the IMF in November 2009 that made it possible for the Government to implement a response to the global economic crisis, in the form of a fiscal stimulus (see "Public Sector Debt—External Debt—Debt Owed to Official Institutions—IMF");
- the restructuring of substantially all of the Republic's portfolio of external debt (see "Public Sector Debt—Debt Restructuring");
- tax reforms designed to increase tax revenues and improve the fiscal balance, including an increase in the VAT, higher tax rates on luxury goods and a new 10% tax on telecommunications services (see "Public Sector Finances—Tax Regime");
- adoption of regulations to improve the governance and supervision of the Republic's banking sector and financial system (see "The Monetary System—Supervision of the Financial System—Reforms of the Financial System");
- the implementation of the DR-CAFTA (see "The Dominican Republic—Foreign Policy and Membership in International and Regional Organizations" and "Balance of Payments and Foreign Trade—Foreign Trade");
- the launch of a new food assistance program*, Comer es Primero* (Eating is First);
- the implementation of an educational program, *Incentivo a la Asistencia Escolar* (School Attendance Incentive), which, together with the Eating is First program, constitutes the Government's new economic assistance program, *Programa Solidaridad* (Solidarity Program);
- the establishment of a new system for identifying public aid beneficiaries;
- initiation of social security health insurance, *Seguro Nacional de Salud* (National Health Insurance), for persons employed in the formal sector of the economy and their family members; and
- construction and operation of the Santo Domingo subway.

As part of its economic stabilization and reform agenda, beginning in 2004 the Fernández administration introduced measures to improve the Government's fiscal health, including:

- measures to eliminate government subsidies on propane gas for industrial and commercial use;
- subsidy for transport and domestic use (*Bonogas*);
- limiting government subsidies for electricity consumption to families that consume less than 200 kilowatts of electricity per month, in conjunction with a plan to reform the electricity sector;
- implementing tax vouchers (*comprobantes fiscales*) to register transactions and reduce tax evasion; and
- implementing a simplified tax procedure (*Procedimiento Simplificado de Tributación*) for small businesses.

Gross Domestic Product and Structure of the Economy

The Dominican economy is driven primarily by private consumption, investment and exports. As of December 31, 2011, private consumption accounted for 86.4% of GDP, compared to government consumption of 7.4% of GDP.

The following tables set forth the Republic's GDP by expenditure for the periods indicated.

Gross Domestic Product by Expenditure
(in millions of US$ and as a % of total GDP at current prices)[1]

	As of December 31,									
	2007		2008		2009[2]		2010[2]		2011[2]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Government consumption	3,067.4	7.4	3,492.1	7.6	3,658.9	7.8	3,957.0	7.7	4,096.8	7.4
Private consumption	34,109.8	82.7	40,142.6	87.8	39,867.1	85.3	44,968.8	87.1	48,119.7	86.4
Total consumption	37,177.1	90.2	43,634.7	95.4	43,526.0	93.2	48,925.7	94.7	52,216.6	93.8
Total gross investment	7,801.4	18.9	8,370.3	18.3	6,924.5	14.8	8,510.2	16.5	9,147.7	16.4
Exports of goods and services	11,864.2	28.8	11,651.6	25.5	10,392.4	22.2	11,897.7	23.0	13,936.7	25.0
Imports of goods and services	(15,614.6)	(37.9)	(17,939.0)	(39.2)	(14,131.3)	(30.3)	(17,676.0)	(34.2)	(19,635.0)	(35.3)
Net imports	(3,750.5)	(9.1)	(6,287.4)	(13.8)	(3,738.9)	(8.0)	(5,778.3)	(11.2)	(5,698.3)	(10.2)
GDP	41,228.1	100.0	45,717.6	100.0	46,711.6	100.0	51,657.6	100.0	55,666.0	100.0

(1) Based on the weighted average exchange rate for each year.
(2) Preliminary data.
Source: Central Bank

Gross Domestic Product by Expenditure
(in millions of DOP and as % change from prior year, at current prices)

	As of December 31,									
	2007		2008		2009[(1)]		2010[(1)]		2011[(1)]	
	DOP	%	DOP	%	DOP	%	DOP	%	DOP	%
Government consumption	101,497.5	19.0	120,394.7	18.6	131,497.1	9.2	145,685.4	10.8	155,973.5	7.1
Private consumption	1,128,669.0	15.1	1,383,957.8	22.6	1,432,777.4	3.5	1,655,630.9	15.6	1,833,073.7	10.7
Total consumption	1,230,166.5	15.4	1,504,352.5	22.3	1,564,274.5	4.0	1,801,316.4	15.2	1,989,047.2	10.4
Total gross investment	258,143.8	17.9	288,574.0	11.8	248,858.8	(13.8)	313,322.3	25.9	348,270.3	11.2
Exports of goods and services	392,577.4	10.0	401,703.0	2.3	373,490.8	(7.0)	438,041.4	17.3	529,954.5	21.0
Imports of goods and services	(516,677.4)	14.4	(618,466.8)	19.7	(507,861.5)	(17.9)	(650,738.4)	28.1	(747,970.3)	14.9
Net exports (imports)	(124,100.0)	30.6	(216,763.8)	74.7	(134,370.7)	(38.0)	(212,742.0)	58.3	(218,015.7)	2.5
GDP	1,364,210.3	14.7	1,576,162.8	15.5	1,678,762.6	6.5	1,901,896.7	13.3	2,119,301.8	11.4

(1) Preliminary data.
Source: Central Bank

Gross Domestic Product by Expenditure
(in millions of DOP and as % change from prior year, chained values referenced to 1991)

	As of December 31,									
	2007		2008		2009[(1)]		2010[(1)]		2011[(1)]	
	DOP	%	DOP	%	DOP	%	DOP	%	DOP	%
Government consumption	11,074.7	10.0	11,923.6	7.7	11,522.3	(3.4)	11,897.1	3.3	11,939.8	0.4
Private consumption	271,083.3	8.9	292,293.8	7.8	307,601.5	5.2	331,380.5	7.7	344,295.5	3.9
Total consumption	282,158.0	8.9	304,217.4	7.8	319,123.8	4.9	343,277.6	7.6	356,235.3	3.8
Total gross investment	65,738.5	12.4	71,772.3	9.2	61,231.9	(14.7)	71,966.5	17.5	70,096.4	(2.6)
Exports of goods and services	114,334.7	3.2	109,737.2	(4.0)	101,589.9	(7.4)	113,356.3	11.6	123,373.5	8.8
Imports of goods and services	(147,638.2)	6.8	(154,600.1)	4.7	(139,381.5)	(9.8)	(159,483.5)	14.4	(164,040.9)	2.9
Net exports (imports)	(33,303.5)	21.4	(44,862.8)	34.7	(37,791.6)	(15.8)	(46,127.2)	22.1	(40,667.4)	(11.8)
Real GDP	314,592.9	8.5	331,126.8	5.3	342,564.1	3.5	369,117.0	7.8	385,664.2	4.5

(1) Preliminary data.
Source: Central Bank

From 2007 to 2011, economic growth was primarily a result of growth in capital investment and consumption.

From 2007 to 2008, the Dominican economy experienced an increase in total gross investment, primarily as a result of increased investment by the private sector and the construction of the first subway line in Santo Domingo. In 2009, however, total gross investment declined by 14.7% compared to 2008 due primarily to the effects of the global economic crisis. By December 2010, total gross investment increased by 17.5% compared to 2009, due to increases in the construction sector and in the import of capital goods. Nevertheless, in 2011 the total gross investment decreased by 2.6% compared to 2010, primarily as a result of a decrease in public expenditure on construction and in the import of capital goods.

Private consumption also increased from 2007 through 2010, largely as a result of an increase in employment from 2007 to 2008, exchange rate stability and reduced rates of inflation from 2007 to 2009, all of which contributed to increased economic activity. The increase in private consumption was also driven by an increase in bank lending and

an increase in the import of goods used for consumption. In 2010, private consumption increased by 7.7% compared to 2009, due to the recovery of economic activity, stimulated by an increase in bank lending. In 2011, private consumption increased by 3.9% compared to 2010, largely because of a slower growth in bank lending.

The following table sets forth investment and savings in U.S. dollars and as a percentage of total GDP at current prices for the periods indicated.

Investment and Savings
(in millions of US$ and as a % of total GDP at current prices)

	As of December 31,									
	2007		2008		2009[(1)]		2010[(1)]		2011[(1)]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Domestic investment	7,801.4	18.9	8,370.3	18.3	6,924.5	14.8	8,510.2	16.5	9,147.7	16.4
Domestic savings:										
Public savings	1,775.5	4.3	503.2	1.1	N/A	N/A	N/A	N/A	N/A	N/A
Private savings	3,595.1	8.7	3,344.2	7.3	N/A	N/A	N/A	N/A	N/A	N/A
Total domestic savings	5,370.6	13.0	3,847.4	8.4	4,680.0	10.0	4,168.0	8.1	4,776.7	8.6
External savings[(2)]	2,430.8	5.9	4,522.9	9.9	2,244.5	4.8	4,342.1	8.4	4,399.2	7.9
Total savings	7,801.4	18.9	8,370.3	18.3	6,924.5	14.8	8,510.2	16.5	9,175.9	16.5

(1) Preliminary data.
(2) Calculated as the inverse negative of the current account balance.
N/A= Not Available.
Source: Central Bank

In 2008, domestic savings decreased sharply as a result of the increased demand for imports. In 2009, however, domestic savings increased 19.7% from 2008 levels. In 2010, total domestic savings decreased 10.9% due to a decrease in private savings. In 2011, total domestic savings increased by 14.6%.

The following table sets forth annual per capita GDP and per capita income in U.S. dollars for the periods indicated.

Per Capita GDP[(1)] and Per Capita Income[(2)]
(in US$ at current prices)[(3)]

	As of December 31,				
	2007	2008[(4)]	2009[(4)]	2010[(4)]	2011[(4)]
Per capita GDP	4,404.5	4,797.8	4,815.6	5,231.6	5,538.3
Per capita income	4,545.2	4,982.9	4,969.7	5,377.1	5,670.4

(1) Without adjustment to reflect changes in purchasing power.
(2) Per capita national disposable income, which is equal to GDP plus net investment and financial income from abroad plus foreign remittances, divided by the country's population for each year.
(3) Based on the weighted average exchange rate for each year.
(4) Preliminary data.
Source: Central Bank

During the 2007 to 2011 period, economic growth and the improved employment levels resulted in an expansion of per capita GDP and per capita income.

Principal Sectors of the Economy

The principal economic activities in the Dominican Republic are:

- manufacturing;
- agriculture and livestock;
- wholesale and retail trade;
- construction;
- communications;
- transportation;
- real estate; and
- tourism (which has secondary effects on various sectors of the economy).

The contribution of these sectors to GDP, coupled with the value they added to other sectors of the economy, contributed to the overall growth of the Dominican economy during the period from 2007 to 2011. The annual average growth rate of GDP for 2007-2011 was 5.9%.

The following table sets forth the principal sectors of the economy in 2011.

Sectors of the Dominican Economy
(as a % of GDP for 2011, at current prices)

	2011
Primary production[1]	6.0
Manufacturing[2]	22.9
Other Secondary Production[3]	7.6
Services[4]	57.0
Taxes (less subsidies)	6.6

(1) Includes agriculture, livestock, fishing and forestry, and mining.
(2) Includes traditional manufacturing and free trade zones.
(3) Includes electricity, gas and water, and construction.
(4) Includes wholesale and retail trade; communications; hotels, bars and restaurants; and other service industries.
Source: Central Bank

The following tables set forth the distribution of GDP in the Dominican economy, indicating for each sector its percentage contribution to GDP and its annual growth rate for the periods indicated, in each case as compared to the comparable period in the prior year.

Gross Domestic Product by Sector
(in millions of DOP and as a % of GDP, chained values referenced to 1991)

	As of December 31,									
	2007		2008[(1)]		2009[(1)]		2010[(1)]		2011[(1)]	
	DOP	%	DOP	%	DOP	%	DOP	%	DOP	%
Primary production:										
Agriculture, livestock, fishing and forestry	24,250.2	7.7	23,435.5	7.1	26,353.9	7.7	27,794.4	7.5	29,309.4	7.6
Mining	2,290.4	0.7	1,596.7	0.5	767.5	0.2	790.0	0.2	1,419.4	0.4
Total primary production	26,540.6	8.4	25,032.2	7.6	27,121.4	7.9	28,584.4	7.7	30,728.8	8.0
Secondary production:										
Manufacturing:										
Traditional	61,915.9	19.7	63,920.1	19.3	64,544.6	18.8	69,512.2	18.8	73,061.8	18.9
Free trade zones	10,338.3	3.3	10,223.7	3.1	8,730.6	2.5	9,030.5	2.4	10,307.9	2.7
Total manufacturing	72,254.2	23.0	74,143.8	22.4	73,275.2	21.4	78,542.7	21.3	83,369.7	21.6
Electricity, gas and water	4,382.8	1.4	4,834.9	1.5	4,980.3	1.5	5,250.7	1.4	5,059.7	1.3
Construction	15,017.5	4.8	14,951.5	4.5	14,362.1	4.2	15,934.9	4.3	16,152.0	4.2
Total secondary production	91,654.5	29.2	93,930.2	28.4	92,617.6	27.0	99,728.3	27.0	104,581.5	27.1
Services:										
Wholesale and retail trade	28,698.7	9.1	30,140.9	9.1	29,296.7	8.6	33,290.0	9.0	34,712.7	9.0
Hotels, bars and restaurants	21,618.6	6.9	22,359.6	6.8	21,582.7	6.3	22,603.4	6.1	23,689.3	6.1
Transportation	16,765.2	5.3	17,472.4	5.3	17,551.7	5.1	18,661.0	5.1	19,458.1	5.0
Communications	43,132.2	13.7	51,727.3	15.6	58,973.0	17.2	63,875.4	17.3	62,802.0	16.3
Financial services	10,697.9	3.4	12,167.1	3.7	13,173.5	3.8	14,822.3	4.0	15,419.9	4.0
Real estate	17,125.5	5.4	17,696.8	5.3	18,243.8	5.3	18,815.8	5.1	19,417.1	5.0
Public administration	3,665.0	1.2	3,689.7	1.1	3,785.8	1.1	3,829.7	1.0	3,878.1	1.0
Other	17,098.5	5.5	16,471.5	4.9	17,609.1	5.1	17,613.6	4.8	19,032.4	4.9
Total services	158,801.6	50.5	171,725.3	51.8	180,216.3	52.5	193,511.2	52.4	198,409.5	51.4
Total GDP	314,592.9	100.0	331,126.8	100.0	342,564.1	100.0	369,117.0	100.0	385,664.2	100.0

(1) Preliminary data.
Source: Central Bank

Gross Domestic Product by Sector
(% change from prior year, chained values referenced to 1991)

	As of December 31,				
	2007	2008	2009[(1)]	2010[(1)]	2011[(1)]
Primary production:					
Agriculture, livestock, fishing and forestry	1.2	(3.4)	12.5	5.5	5.5
Mining	(1.4)	(30.3)	(51.9)	2.9	79.7
Total primary production	1.0	(5.7)	8.3	5.4	7.5
Secondary production:					
Manufacturing:					
Traditional	4.8	3.2	1.0	7.7	5.1
Free trade zones	(10.0)	(1.1)	(14.6)	3.4	14.1
Total manufacturing	2.4	2.6	(1.2)	7.2	6.1
Electricity, gas and water	9.7	10.3	3.0	5.4	(3.6)
Construction	3.2	(0.4)	(3.9)	11.0	1.4
Total secondary production	2.9	2.5	(1.4)	7.7	4.9
Services:					
Wholesale and retail trade	13.9	5.0	(2.8)	13.6	4.3
Hotels, bars and restaurants	3.7	3.4	(3.5)	4.7	4.8
Transportation	6.8	4.2	0.5	6.3	4.3
Communications	14.9	19.9	14.0	8.3	(1.7)
Financial services	25.6	13.7	8.3	12.5	4.0
Real estate	3.5	3.3	3.1	3.1	3.2
Public administration	1.9	0.7	2.6	1.2	1.3
Other	(1.7)	(3.7)	6.9	0.0	8.1
Total services	9.3	8.1	4.9	7.4	2.5
Real GDP growth[(2)]	8.5	5.3	3.5	7.8	4.5

(1) Preliminary data.
(2) Includes taxes less subsidies.
Source: Central Bank

Primary Production

Agriculture, Livestock, Fishing and Forestry

The Dominican agriculture, livestock, fishing and forestry sector is dominated by small-scale producers of sugarcane, grains (such as rice and beans), coffee, cocoa, fruits, vegetables, root crops, milk, beef, eggs, pork and poultry. The sector exhibited a 4.3% average annual growth between 2007 and 2011. This sector grew 1.2% in 2007, but in 2008 decreased by 3.4% because of six tropical storms that hit the Dominican Republic between the end of 2007 and 2008, which had devastating effects on traditional export crops and other crops. In 2009, this sector recovered strongly, exhibiting a growth of 12.5%, and for the period between 2010 and 2011, this sector grew on average by 5.5% as a result of various assistance programs to support local producers implemented by the Government through the Ministry of Agriculture and the *Banco Agrícola de la República Dominicana* (Agricultural Bank of the Dominican Republic), such as:

- the incorporation of new areas and varieties of agricultural crops;
- the adoption of new technologies, technical assistance, preparation and clearing of land through the Program of Agricultural Machinery Services (PROSEMA);
- financial support and price stabilization policies;
- the distribution of certain inputs, including agricultural seeds, fertilizers and chemicals; and
- logistics support and training for farmers regarding cultivation and pest management practices in different areas of production.

The following table sets forth the production of selected primary goods for the years indicated.

Selected Primary Goods Production[1]
(in millions of US$, at current prices)

	As of December 31,				
	2007	**2008[2]**	**2009[2]**	**2010[2]**	**2011[2]**
Crops:					
Fruits	278.9	260.6	356.0	535.8	583.8
Rice	363.9	448.1	376.8	381.0	355.1
Root crops	150.4	178.3	154.3	194.1	187.8
Vegetables	133.4	182.2	212.7	232.3	224.7
Cocoa	50.0	102.2	96.9	155.8	152.9
Sugar cane	146.1	181.9	196.8	194.8	179.0
Coffee	104.2	96.1	94.0	70.9	122.8
Legumes	50.8	40.3	53.2	58.0	64.3
Corn	8.9	12.5	13.0	14.0	14.4
Tobacco	30.8	20.0	24.8	13.2	16.6
Oleaginous crops	2.0	2.1	3.3	3.0	3.7
Other agricultural (Plantains)	157.4	187.4	143.4	144.3	121.5
Total crops	1,476.8	1,711.7	1,725.2	1,990.8	2,026.5
Livestock:					
Poultry	389.8	389.5	336.9	401.6	398.4
Milk	232.0	249.9	255.3	274.4	298.5
Beef	483.2	480.1	484.9	481.8	496.3
Eggs	103.5	95.3	144.4	149.7	147.4
Pork	195.8	187.8	135.5	147.1	161.3
Lamb	N/A	N/A	N/A	N/A	N/A
Total livestock	1,404.3	1,402.6	1,357.0	1,454.6	1,501.9
Honey and bees' wax	N/A	N/A	N/A	N/A	N/A
Fishing and forestry	53.8	52.1	50.2	50.0	51.0

(1) Value of total production based on producer prices. Conversion to U.S. dollars based on the weighted average exchange rate for each year.
(2) Preliminary data.
N/A= Not Available.
Sources: Ministerio de Agricultura (Ministry of Agriculture) and Central Bank

The following table sets forth the annual percentage change in production of selected primary goods for the periods indicated, referenced to their nominal level in 1991.

Selected Primary Goods Production
(% change for the period indicated, chained values referenced to 1991)

	As of December 31,				
	2007	**2008**	**2009**[(1)]	**2010**[(1)]	**2011**[(1)]
Crops:					
Fruits	(7.3)	(15.7)	45.1	34.7	19.2
Rice	4.9	3.9	9.0	8.1	(7.5)
Root crops	7.1	(8.3)	22.3	15.0	(0.6)
Vegetables	(2.8)	0.9	14.2	1.6	15.9
Cocoa	(9.7)	7.2	10.3	5.6	3.0
Sugar cane	2.5	(1.9)	(0.5)	1.4	(5.0)
Coffee	(0.1)	(11.2)	(16.2)	(18.4)	14.7
Legumes	(7.4)	(20.7)	45.1	4.4	2.4
Corn	(4.8)	(6.4)	27.2	4.6	(3.3)
Tobacco	37.9	(32.3)	28.8	(39.8)	29.3
Oleaginous crops	24.8	(22.0)	59.6	(2.2)	11.0
Other agricultural (Plantains)	(7.0)	(30.3)	47.0	(5.0)	2.4
Livestock:					
Poultry	2.4	(9.9)	3.7	2.7	(2.2)
Milk	7.0	11.3	6.5	7.9	7.7
Beef	3.1	2.8	2.7	2.5	2.6
Eggs	6.2	(2.0)	5.5	15.0	0.8
Pork	7.2	(1.0)	4.2	3.8	16.3
Lamb	N/A	N/A	N/A	N/A	N/A
Honey and bees' wax	N/A	N/A	N/A	N/A	N/A
Fishing and forestry	3.5	1.5	(2.0)	1.2	1.3

(1) Preliminary data.
N/A= Not Available.
Sources: Ministerio de Agricultura (Ministry of Agriculture) and Central Bank

Mining

The mining sector is concentrated in the production of nickel-iron, marble and quarry products, such as sand, coarse sand and lime sulfate. The mining sector represents a relatively small component of the Dominican economy, accounting for only 0.4% of GDP in 2011. Between 2007 and 2010, the mining sector decreased an average of 20.2% per year, mainly due to the closure of the Falconbridge Dominicana nickel-iron mine located in Bonao, which occurred in response to the decrease in the international price of nickel-iron. However, in 2011 the mining sector experienced a noticeable recovery, growing by 79.7% compared to 2010 principally due to the reopening of the Falconbridge Dominicana nickel-iron mine.

Secondary Production

Manufacturing

The principal components of the manufacturing sector are:

- the manufacture of grain mill products, sugar, beverage and tobacco, and other manufacturing products, and;
- the manufacture and assembly in free trade zones, primarily of the textiles and other activities such as electronics, tobacco and its derivatives and footwear.

During the period 2007 to 2011 the manufacturing sector performed as follows:

- in 2007, the manufacturing sector grew 2.4% compared to 2006, with traditional manufacturing industries growing by 4.8%, due to the increased production of other manufacturing industries (7.2%) and the production of grain mill products (4.6%), which was partially offset by a decrease of 10.0% in manufacturing in the free trade zones resulting from a decrease in global demand, the closing of certain manufacturing companies and a decline in the production of textiles;

- in 2008, the manufacturing sector grew 2.6% compared to 2007, with traditional manufacturing industries increasing 3.2% due primarily to an increase in manufacturing of petroleum products (9.1%), other manufacturing industries (3.1%), manufacture of beverages and tobacco (4.3%), grain mill products (3.4%), and sugar production (0.7%). Free trade zone manufacturing declined by 1.1% in 2008;

- in 2009, the manufacturing sector contracted by 1.2%, in spite of the growth of 1.0% of the traditional manufacturing industries as a consequence of a 5.1% increase in grain mill products, a 4.5% increase in sugar production and a 2.4% increase in other manufacturing industries. Manufacturing in the free trade zones declined by 14.6% compared to 2008, reflecting the lower demand for textile goods from the United States principally as a result of the global financial crisis. See "—Secondary Production—Manufacturing—Free Trade Zones" and "Balance of Payments and Foreign Trade—Foreign Trade;"

- in 2010, the manufacturing sector grew 7.2% compared to 2009, influenced by the 7.7% growth in the traditional manufacturing industries due primarily to a 13.4% increase in the production of grain mill products, a 12.0% increase in the manufacture of beverages and tobacco, a 7.8% increase in the manufacturing of petroleum products, and a 7.3% increase in other manufacturing industries. Manufacturing in free trade zones showed signs of recovery at the end of 2010 and exhibited growth for the first time since 2005, increasing 3.4% compared to 2009; and

- in 2011, the manufacturing sector grew 6.1% compared to 2010, with traditional manufacturing industries growing at a 5.1% rate, driven mainly by the 5.9% expansion in other manufacturing industries, 3.1% growth in the production of sugar, and 1.2% growth in the manufacture of beverages and tobacco. Manufacturing in free trade zones grew by 14.1%, driven by the positive performance of textile manufacturing and other manufacturing industries. These increases were complemented by an increase in the value of exports in U.S. dollars of 15.8%, principally as a result of an increase of 31.7% in textile manufacturing, and an 8.7% increase in other manufacturing industries.

Between 2007 and 2011, the manufacturing sector accounted, on average, for approximately 22.0% of GDP.

The following tables set forth information regarding traditional manufacturing production for the periods indicated:

Production of Selected Manufacturing Goods
(in volumes as specified)

	As of December 31,				
	2007	2008	2009[1]	2010[1]	2011[1]
Raw sugar (in metric tons)	488,195.0	497,776.0	522,439.6	525,042.0	538,683.6
Refined sugar (in metric tons)	145,399.1	143,522.4	151,914.0	147,672.0	157,817.4
Beer (in thousands of liters)[2]	431,745.7	451,972.8	414,209.4	483,802.8	488,571.7
Cigarettes (in thousands of packs of 20 units)	124,511.9	128,455.0	107,947.9	107,705.4	111,098.6
Rum (in thousands of liters)	56,138.7	58,138.8	51,228.8	56,350.5	56,505.4
Milk (in thousands of liters)	68,298.8	75,268.4	81,470.9	87,859.7	91,930.8
Flour[3]	3,075,091.0	3,013,069.0	2,409,071.0	3,714,405.0	4,747,812.0
Cement (in metric tons)	4,077,337.0	4,206,611.6	3,852,176.1	4,105,657.4	3,996,502.5
Paint (in metric tons)	47,323.0	57,078.0	48,333.7	60,035.9	48,260.6

(1) Preliminary data.
(2) Includes light and dark beer.
(3) In *quintales* (unit of mass, equivalent to 45 kg.).
Sources: Muestra de Empresas Productoras de Bienes Manufacturados and Central Bank

Production of Selected Manufacturing Goods
(% change from prior year, by volume)

	As of December 31,				
	2007	2008	2009[1]	2010[1]	2011[1]
Raw sugar (in metric tons)	0.5	2.0	5.0	0.5	2.6
Refined sugar (in metric tons)	(4.2)	(1.3)	5.8	(2.8)	6.9
Beer (in thousands of liters)[2]	(11.7)	4.7	(8.4)	16.8	1.0
Cigarettes (in thousands of packs of 20 units)	(19.1)	3.2	(16.0)	(0.2)	3.2
Rum (in thousands of liters)	15.6	3.6	(11.9)	10.0	—
Milk (in thousands of liters)	(2.9)	10.2	8.2	7.8	4.6
Flour[3]	1.4	(2.0)	(20.0)	54.2	27.8
Cement (in metric tons)	10.0	3.2	(8.4)	6.6	(2.7)
Paint (in metric tons)	65.4	20.6	(15.3)	24.2	(19.6)

(1) Preliminary data.
(2) Includes light and dark beer.
(3) In *quintales* (unit of mass, equivalent to 45 kg.).
Sources: Muestra de Empresas Productoras de Bienes Manufacturados and Central Bank

Raw sugar production increased at an average annual rate of 2.1% from 2007 to 2011. In 2007 and 2008, raw sugar production recovered slightly, increasing by 0.5% and 2.0%, respectively, due to higher yields obtained in the milling process in 2007, higher levels of sucrose in the sugar cane being processed and investment in modern equipment and machinery, which has increased efficiency for 2008. In 2009, the production of raw sugar grew 5.0% compared to 2008 due to the 5.5% increase in yields, resulting from improvements in the production process. In 2010, raw sugar production grew 0.5% compared to 2009 primarily due to a 45.8% increase in production volume in the fourth quarter of 2010 compared to the fourth quarter of 2009, given the earlier start of the sugarcane harvest in November 2010. In 2011, production of raw sugar increased by 2.6% because of higher yields attributed to greater efficiency in the production process, which was the result of investment in machinery and equipment and the introduction of a new production company.

Refined sugar production grew at an average annual rate of 0.9% in the period from 2007 to 2011. In 2007, refined sugar production declined by 4.2% because of a delay in the beginning of the sugarcane harvest. In 2008, refined sugar production declined by 1.3%, primarily because existing refined sugar stocks were sufficient to ensure adequate supply to satisfy domestic demand. In 2009, refined sugar production grew 5.8%, due to the increase of raw sugar used for refining, in order to supply the domestic market. Raw sugar exports increased by 5.9% in 2009,

meeting the sugar quota and entering the European Union market. In 2010, refined sugar production decreased by 2.8% as a result of the limited availability of raw sugar for refining, although during December, production increased by 14.5% as compared to December 2009 due to the increased production of raw sugar, which partially compensated for diminished production during the rest of the year. In 2011, refined sugar production grew 6.9% due to an increased supply of raw sugar to refine.

Between 2007 and 2011, the increase in production of other manufactured goods resulted primarily from increased production of cement and paint, offsetting declines in beer and cigarette production. During 2010 the production of beer, rum, flour, cement and paint grew as a result of an increase in domestic demand. In 2011, the production of cement and paint decreased by 2.7% and 19.6%, respectively, primarily due to lower domestic demand for these products. Meanwhile, the production of beer and cigarettes grew 1.0% and 3.2%, respectively, due to higher volume sales of these goods.

Free Trade Zones

Free trade zones are industrial parks that are set aside for manufacturing of a variety of products almost exclusively for export. These industrial parks operate in a nearly free trade environment. Some of the manufacturing in the free trade zones consists of *maquiladoras* (assembly manufacturing), with the raw materials imported into the Republic free of import duties and then assembled to produce finished goods. Intermediate and capital goods entering the free trade zones are likewise not subject to import tariffs, and goods manufactured in the free trade zones enter the United States free of import duties or with preferential duties under the Caribbean Basin Initiative. As of December 31, 2011, there were 51 free trade zone parks located throughout the Republic, compared to 48 at December 31, 2010, and total employment in the free trade zones increased to 125,117 as of December 31, 2011, compared to 121,001 as of December 31, 2010.

Manufacturing in the free trade zones declined an average of 1.6% during the period from 2007 to 2011, attributable primarily to the expiration of the WTO Agreement on Textiles and Clothing in 2005, elimination of export quotas and an international environment in which Asian countries have comparative advantages with respect to textile manufacturing. The contribution of free trade zones to annual GDP has decreased from 9.9% in 2007 to 8.8% in 2011.

In 2009, free trade zone exports decreased by 12.9% as a result of a decrease in demand for products due to the effects of the global economic crisis. Exports from free trade zones totaled US$4.4 billion in 2008 and US$3.8 billion in 2009. According to U.S. Census Bureau statistics, the Republic's textile exports to the United States have declined gradually between 2005 and 2009, principally due to increased competition from China and other Asian countries, as well as Central America. During 2010 and 2011, this trend was reversed and free trade zone exports grew at an average annual rate of 3.2%. See "Balance of Payments and Foreign Trade—Foreign Trade." Total textile exports from free trade zones decreased at an annual average rate of 17.3% from 2007 to 2009. By 2011, textiles only accounted for 26.5% of total exports from free trade zones and 15% of total exports.

During 2011, based on preliminary figures, free trade zone exports increased by 15.8% compared to 2010. This increase during recent years is a result of greater export diversification, which now includes medical and surgical equipment, jewelry and related products, footwear and tobacco products, and the expansion of call centers, which was partially offset by a reduction in the production of textiles since 2007.

The following table sets forth the principal economic indicators for the free trade zones for the periods indicated.

Principal Economic Indicators of the Free Trade Zones

	As of December 31,				
	2007	**2008**	**2009**	**2010**	**2011**
Existing parks	53	48	47	48	51
Employees	128,002	124,517	112,618	121,001	125,117
Exports (in millions of US$)	4,525.1	4,354.1	3,793.6	4,217.4	4,884.4
As a percentage of GDP	9.9	9.3	7.3	8.2	8.8
Of which:					
Textile exports (in millions of US$)	1,366.9	1,165.7	933.5	983.9	1,295.6
Net foreign exchange earnings (in millions of US$)	2,025.4	1,925.2	1,443.8	1,753.6	1,984.1
Average monthly salary (in US$)[2]					
Technicians	378.9	410.7	411.3	418.1	420.5
Workers	179.4	192.1	202.8	199.1	207.0

(1) 2007-2009 revised data; 2010-2011 preliminary data.
(2) Calculated based on the weighted average exchange rate for each year.
Sources: Consejo Nacional de Zonas Francas de Exportación (National Council of Free Trade Zones) and Central Bank

Electricity, Gas and Water

From 2007 to 2011, the electricity, gas and water sectors collectively grew at an average annual rate of 5.0%, and contributed approximately 1.4% to GDP each year.

Electricity. In 2007, electricity production increased by 4.4% and electricity consumption increased by 3.0% compared to 2008. In 2008, electricity production increased by 4.2% and electricity consumption by 4.1%. In 2009, electricity production declined by 1.0%, while electricity consumption increased by 0.2%. In 2010, electricity production increased by 6.4%, while consumption increased by 8.3%. In 2011, electricity production increased by 5.6% and consumption increased by 3.8%.

In terms of service coverage, according to the most recent household survey (ENIGH 2007), 93.7% of Dominican households had access to electricity in 2007. At December 31, 2011, total installed generation capacity was 3,059.8 megawatts, which exceeded peak estimated demand by approximately 859.8 megawatts. Electricity generated during 2011, prior to the effects of losses and electricity consumed by generators, reached 12,960 gigawatt hours while estimated demand was 12,985 gigawatt hours. Net electricity generation, which accounts for losses and electricity consumed by generators, was 12,470 gigawatt hours, resulting in an electricity generation deficit during 2011 of 3.9%.

The electricity sector is divided into three sub-sectors: generation, transmission and distribution. The Government coordinates all three sub-sectors, primarily through the state-controlled electricity company CDEEE. The SIE is responsible for regulating the electricity sector.

There are six types of electricity generators in the Dominican Republic:

- independent private producers (IPP);
- thermoelectric plants operated by private companies holding a 50% ownership stake in the plants, with the remaining 50% owned by CDEEE;
- thermoelectric plants owned and operated by private companies;
- one wind plant owned and operated as a public-private partnership;

- hydroelectric plants operated and owned by *Empresa de Generación Hidroeléctrica Dominicana* (Hydroelectric Generation Company, known as EGEHID), a subsidiary of CDEEE; and

- back-up generators owned by private businesses and homeowners.

Of total electricity production during 2011, 88.2% was generated by thermoelectric plants that use gas, coal, heavy fuel oil or diesel oil, while the remaining 11.8% was generated by hydroelectric plants, which are owned by the public company EGEHID. The high voltage transmission company (known as ETED), which is a subsidiary of CDEEE, owns approximately 95% of the country's power grid and is the only company that offers transmission services; the remainder of the remaining power grid is privately owned. At December 31, 2011, ETED charged US$0.00708 per kilowatt/hour to transmit electricity produced by generation companies at high voltage through the country's power grid. Distribution is provided by companies that purchase electricity from electricity generators to sell in regulated and unregulated markets to end users. At present, 100% of distribution is controlled by CDEEE through three distribution companies: *Empresa Distribuidora de Electricidad del Norte*, *S.A.* or "Ede Norte", *Empresa Distribuidora de Electricidad del Sur*, *S.A*., or "Ede Sur" and *Empresa Distribuidora de Electricidad del Este*, *S.A.,* or "Ede Este".

Prior to 2000, the electricity sector suffered for many years from a severe lack of generation capacity due to poorly maintained plants and inadequate capital investment. To address this problem, many industries, retail businesses, hotel chains and private residences acquired back-up generators. CDEEE was solely responsible for distribution and provided approximately half of the Dominican Republic's generation, with the remainder provided by independent power producers, which began selling energy to CDEEE in 1993. These conditions led to frequent blackouts, which adversely impacted economic activity.

In 2000 and 2001, robust economic growth and the privatization of the electricity sector attracted considerable private investment that increased generation capacity and expansion of the distribution infrastructure. However, during this period, public institutions continued to accumulate arrears with the three partially-privatized distribution companies, which limited the cash flow available to distributors for payment to generation companies and transmission services. In addition, the financial condition of the electricity sector was adversely affected by the inability of distribution companies to improve collections from consumers.

During 2002, the electricity sector experienced further financial difficulties due to:

- losses incurred by CDEEE as a result of its agreements with independent power producers to purchase energy at prices higher than CDEEE's selling prices to distribution companies;

- a government subsidy regime which prohibited distribution companies from increasing prices to consumers to properly reflect their increased costs. This subsidy regime, in turn, led the distribution companies to deduct these cost increases from payments due by them to CDEEE. In addition, the inability to pass on increased costs to consumers caused distribution companies to accumulate arrears with generation companies; and

- the failure of public institutions to fully pay for their electricity consumption, which also caused distribution companies to withhold payments to CDEEE.

In order to resolve the financial crisis in the electricity sector, in May 2002 the Government established an electricity commission, which since then has taken the following key actions:

- with the exception of its power purchase agreements with *Compañía de Electricidad de San Pedro de Macorís* (the Electricity Company of San Pedro de Macorís), "CESPM" formerly "Cogentrix", and *Generadora San Felipe*, formerly Smith-Enron, CDEEE terminated substantially all of its remaining agreements with independent power producers and began paying its accrued debt to these producers. The re-negotiated contracts between distributors and generators (known collectively as the *Acuerdo de Madrid*) expire in 2016. The *Acuerdo de Madrid* was re-negotiated to extend its term and to change the

indexation necessary to reflect the cost of fuel used by each generation plant instead of having one sole fuel index for all plants;

- the Government and the distribution companies reached an agreement to adjust the indexation formula used to set electricity prices charged to consumers, which allowed price adjustments for changes in fuel costs, inflation and exchange rates; and

- CDEEE's role as the financial intermediary between public entities and distribution companies was eliminated. As a result, distribution companies began charging these public entities directly for their electricity consumption.

In 2003, the electricity sector suffered from the collective impact of rising oil prices and the depreciation of the peso, which significantly increased generation costs. In addition, severe economic problems, which affected the ability of privatized electricity distribution companies to reliably deliver energy to the country's power grid, forced the Government to renationalize Ede Norte and Ede Sur, two of the three distribution companies that had been privatized in 1999, for aggregate compensation of US$699.6 million (including accrued interest) and reassume their operational control in September 2003. See "—Privatization and Role of the State in the Economy—Privatization." However, both generators and distributors continued to face financial difficulties that have resulted in frequent blackouts, public protests and demonstrations, and several temporary and permanent shutdowns of generating plants. The financial strain on the Government caused by the 2003 economic crisis resulted in late and missed payments of subsidies by the Government to distributors. Distributors, already experiencing financial difficulties because of late payments and collection problems with customers, were unable to meet all of their payment obligations to generators.

In 2005, in an effort to alleviate these pressures, the Republic entered into the PetroCaribe Agreement, which replaced certain important provisions of the Caracas Energy Cooperation Agreement. Under the PetroCaribe Agreement, Venezuela has agreed to continue providing the Republic up to 50,000 barrels of oil per day at market prices and on favorable financing terms. See "Public Sector Debt—External Debt—Paris Club and Other Bilateral Lenders."

Since 2005, the Republic has made progress in improving circumstances in the electricity sector, including the following key measures:

- In 2009, the *Programa Nacional de Reducción de Apagones* (the National Blackout Reduction Program), or "PRA", consisting of a general subsidy to all consumers in selected areas, was replaced by the *Programa de Subsidio Eléctrico* (Electricity Subsidy Program), whereby the Government grants electricity subsidies targeted at low-income households. This program, also known as "Bonoluz", is designed to subsidize those people with the greatest economic need, focusing initially on people located in PRA areas, and secondarily, on people throughout the concession area of the distribution companies.

- The reduction of technical and non-technical energy losses in the distribution network, from 44.9% in 2005 (92.8% in PRA areas and 38.8% in non-PRA areas) to 32.9% in 2011.

- Improvements in the collections performance indicator (which measures electricity invoiced over distribution charges), which increased from 88.0% in 2005 to 89.3% in 2011.

- An increase in the cash recovery index (which is the collections performance indicator adjusted for different tariffs charged to end-users) from 48.5% in 2005 (7.2% in PRA areas and 53.8% in non-PRA areas) to 59.9% in 2011.

- The execution of various loan agreements with the World Bank, IDB and OPEC for projects in the electricity sector were approved in 2008 and 2009, for an aggregate amount of US$112.0 million. These projects are designed to reduce the distribution companies' technical and non-technical losses and to make better use of metering systems.

- The completion of projects to increase the generation capacity of the hydroelectric system, including the Pinalito (total capacity of 50 MW) and Palomino (total capacity of 80 MW) generation plants, which began operations in August 2009 and August 2012, respectively.

- The completion of projects to improve the transmission network, including most recently the connection backbone and substations related to the Santo Domingo – Santiago Project, which is expected to eliminate the current inability of the transmission system to carry electricity in the amounts demanded between the southern and the northern regions of the country. The Santo Domingo – Santiago Project is currently operating at 345kV.

- The adoption of the Renewable Energy Incentives Law, which has stimulated the development of several new fuel and power production projects (although it is expected that these projects will play a marginal role in meeting growing demand for power over the short to medium term).

- The diversification of sources of electricity generation to mitigate the reliance on any principal source of generation capacity. Currently, approximately 48% of generating plants in the Republic are thermoelectric plants that use fuel oil #6, which exposes the sector to fluctuations in the international price of oil. By 2016, the Republic expects to have expanded generation resources that use diverse sources of fuel.

However, historically the Government has been forced to continue the subsidies provided to the electricity sector to cover costs arising from increases in fuel prices that are not transferred to end users due to tariff structure and operational deficiencies of the sector. In 2007, subsidies were US$503.8 million, decreasing by 7.7% as compared to 2006. As a result of the spike in international fuel prices during 2008, the Government was forced to raise subsidies to the electricity sector to approximately US$1.2 billion, which represented an increase of 133.4% from 2007. In 2010, subsidies provided to the electricity sector amounted to US$663.8 million, an increase of 16.6% compared to subsidies of US$569.2 million in 2009. In 2011, subsidies increased by 30.8% to US$867.9 million.

The chart below shows the evolution of transfers made by the Central Government to the CDEEE from 2007 to 2011, as a percentage of GDP.

Transfers by the Central Government to CDEEE
(as a % of GDP)

As of December 31,	
2007	1.2
2008	2.7
2009	1.3
2010[(1)]	1.3
2011[(1)]	1.2

(1) Preliminary data.
Source: Ministry of Finance

In an effort to reduce subsidies to the electricity sector, the SIE agreed to an 11.5% increase in electricity tariffs (which had been frozen since January 2006) in June 2009, a 5.7% increase in July 2009, an 11% increase in December 2010, and an additional 8% increase in June 2011.

In 2009, the Republic acquired the 50% of Ede Este owned by TCW, an affiliate of Société Générale. The repurchase followed a settlement on May 26, 2009, of arbitration proceedings brought by TCW and Société Générale against various state entities of the Republic in 2007 and 2008 under bilateral investment treaties and private agreements among the parties. By settling the claims brought by TCW and Société Générale, the Republic sought to improve the quality of services (which the Republic believes had deteriorated under private ownership due to mismanagement and a lack of investment) and reduce uncertainty in the electricity sector created by the pending proceedings.

The most pressing problems currently facing the electricity sector include the following:

- higher international oil prices, partially offset by the PetroCaribe Agreement;

- the high prices of electricity resulting from the fact that the distribution companies purchase 49% of their electricity under contracts using the price of fuel oil # 6 as an index to calculate tariffs. Under these contracts, the purchase price is determined by a formula that takes into account different cost factors in a way that generally results in high levels of electricity prices. In addition, distribution companies buy an additional 12% of electricity in the spot market, where prices are even higher because of the impact of inefficient generators that drive costs up;

- the high financial losses caused by the energy purchase contract signed with CESPM (Cogentrix) which is one of the largest power producers in the Republic. Under the terms of its current contract with Cogentrix, CDEEE purchases electricity from Cogentrix at higher prices than those applied to consumers. CDEEE and Cogentrix are currently negotiating an agreement for the conversion of a power station to natural gas from the more costly diesel fuel that it currently uses and an amendment to the existing energy purchase contract in order to reduce losses;

- generation plants that principally use fossil fuels; and

- the need to further improve the management of distribution companies to reduce losses and increase collection levels to optimal levels.

The current and future measures to be taken by the Republic to address the problems of this sector, include, among others, the following:

- investing in distribution assets to reduce theft and implementing strong enforcement of the anti-theft provisions set forth in the Electricity Law, approved in 2007, to significantly improve the reasonable cash recovery index;

- to reduce transfers to CDEEE from the Government;

- complete regularization of supplies to unbilled and billed customers in all areas with subsidies targeted at low-income families pursuant to the Bonoluz scheme;

- reduction of generation costs by:

  - implementing new generation projects based mainly on coal and natural gas in order to diversify the mix of generation plants which has been dominated by petroleum- based fuels;

  - increasing utilization of natural gas through the conversion of existing generation plants purchasing natural gas at low prices in the market;

  - considering contracts at more favorable terms to the Republic with new electricity generation companies that are expected to enter the market prior to the end of the *Acuerdo de Madrid* contract periods;

  - completing construction of several hydro-electric plants currently in development; and

  - improving the operation of the wholesale (spot) market to eliminate inefficiencies;

- continued investments in the distribution network to reduce technical and non-technical losses, which investments are supported by the loan agreements with the World Bank, IDB and OPEC to finance:

- the Electricity Distribution Network Rehabilitation Project;
- the implementation of a robust technological platform for telemetry in industrial circuits, and commercial and large urban centers with appropriate networks;

- improvement of the transmission system to support the required demand and connect the new power plants; and
- improvement of the management of the Dominican electricity companies pursuant to the following strategies:
  - **commercial:** increasing revenues through non-traditional collection mechanisms, higher quality customer service and technical management through standardization and supply shielding;
  - **financial:** developing innovative mechanisms to maximize the sector's ability to obtain efficient financing with more flexible terms and conditions;
  - **technological:** based on the optimization and merger of technological structures for all companies within the sector, and the implementation of systems and management tools for distribution, loss control and administrative processes; and
  - **legal:** create an operational manual containing adequate and effective mechanisms to penalize electricity theft.

Principal Economic Indicators of the Electricity Sector[1]

	As of December 31,				
	2007	**2008[2]**	**2009[2]**	**2010[2]**	**2011[2]**
Production of electricity sector (in millions of US$)[3]	823.5	901.0	901.6	981.6	1,079.6
Energy Production:					
Generators and CDEEE (in MW/hr):					
Coal	1,876,666.0	1,897,624.0	1,927,337.8	1,854,480.8	1,989,413.0
Hydroelectric	1,547,067.7	1,298,750.6	1,465,941.3	1,434,452.8	1,527,928.6
Gas	2,100,754.4	2,267,309.8	2,229,086.8	3,343,332.3	3,444,919.9
Fuel oil (#6 and #2)	5,822,705.8	6,245,126.7	6,022,749.4	5,639,370.0	5,998,085.6
Total generators and CDEEE	11,347,193.9	11,708,811.1	11,645,115.3	12,271,635.9	12,960,347.1
Consumption by economic sector (in MW/hr):					
Residential	2,587,430.7	2,860,421.1	2,993,224.8	3,237,393.7	3,300,473.9
Commercial	526,919.4	574,837.8	607,507.1	679,771.5	758,305.5
Industrial	1,787,010.6	1,896,281.9	2,074,565.1	2,390,793.1	2,486,426.9
Government	571,370.4	617,901.9	690,758.6	727,322.3	758,519.9
Municipalities	160,420.8	165,205.2	154,775.5	152,064.2	160,312.2
Total consumption	5,633,152.0	6,114,648.0	6,520,831.0	7,187,344.7	7,464,038.5
Energy sale income (in millions of US$)	997.8	1,069.3	1,114.3	1,216.2	1,365.1
Distribution Efficiency Indicators:					
Energy delivered (GWh)					
PRA (GWh)	1,237.4	1,251.7	1,158.0	N/A	N/A
Non-PRA (GWh)	8,567.5	8,959.0	9,067.8	N/A	N/A
Total energy delivered (GWh)	9,804.9	10,210.7	10,225.8	11,091.7	11,122.6
Collection on billed amounts	90.1%	94.0%	91.8%	90.6%	89.3%
Cash Recovery Index (CRI)	52.9%	57.5%	59.7%	58.7%	59.9%
PRA	10.3%	10.8%	11.7%	N/A	N/A
Non-PRA	59.1%	64.1%	65.9%	N/A	N/A
Clients	1,217,339	1,317,358	1,378,508	1,881,019	2,117,410
PRA[4]	—	—	—	—	—
Non-PRA	1,217,339	1,317,358	1,378,508	1,881,019	2,117,410

(1) Based on the weighted average exchange rate for each year.
(2) Preliminary data.
(3) Calculated using electricity sector percentage share of real GDP, multiplied by nominal GDP in U.S. dollars.
(4) Electricity users in PRA areas are not considered "clients" because of the substantial difficulty of collecting payments from such users.
(5) The IPP´s are Generadora San Felipe and Consorcio Energético San Pedro de Macorís (CESPM).
N/A = Not Available.
Sources: Central Bank and CDEEE

Losses in the Electricity Sector

	As of December 31,				
	2007	**2008[1]**	**2009[1]**	**2010[1]**	**2011[1]**
Energy distribution losses	41.2%	38.8%	34.9%	35.2%	32.89%
PRA	89.7%	89.2%	88.3%	N/A	N/A
Non-PRA	34.2%	31.7%	28.1%	N/A	N/A

(1) Preliminary data.
N/A = Not available.
Source: CDEEE

Gas. Propane gas is a widely used energy source in the Republic. Propane gas is imported primarily through three terminals: *Refinería Dominicana de Petróleo*, *Operadora Puerto Viejo, S.A.* and *Coastal Petroleum Dominicana*. A large number of private companies distribute propane gas. In 2004, the Government eliminated propane gas subsidies for commercial and industrial use, but maintained propane gas subsidies for personal use and the transportation sector. The Government eliminated natural gas subsidies in 2001.

Water. The water sector is in need of significant investment. According to the most recent household survey (ENIGH 2007) 41.9% of all Dominican households had access to potable water in their homes. The Government has considered privatizing water distribution and has privatized the fee collection business for the water sector. However, the fact that the Government supplies water at subsidized prices poses a challenge to private sector participation, as customers are likely to object to the increase in rates that would necessarily accompany privatization of this sector. In 2001, *Corporación de Acueductos y Alcantarillados de Santo Domingo*, a state-owned company, began installing water meters in selected areas of Santo Domingo in order to increase collections.

Production in the water sector increased at an annual average rate of 0.6% for the period from 2007 to 2011. Production decreased from US$93.9 million as of December 31, 2010 to US$86.0 million as of December 31, 2011.

Construction

In 2007, the construction sector grew by 3.2%, fueled by substantial private and public investment. Private investment was directed mostly towards residential, commercial and hotel construction projects. The Government made significant investment in construction of transportation infrastructure, schools and hospitals, and low-cost single-unit housing. In 2007, the contribution of the public sector was 4.8% of GDP. Construction activity decreased by 0.4% in 2008 as a result of the global economic crisis and the accompanying decrease in foreign direct investment. Construction continued to decline by 3.9% in 2009 primarily as a result of the global economic crisis, which adversely affected buyers' confidence in the real estate market, but grew by 11.0% in 2010, compared to 2009, as a result of the economic recovery in the country. During 2011, construction activity grew by 1.4%, a lower rate of growth than in 2010.

Services

Wholesale and Retail Trade

Between 2007 and 2011, wholesale and retail trade grew at an average annual rate of 6.8% due to an increase in per capita income, among other factors. In the same period, wholesale and retail trade accounted for an average of 9.0% of GDP, making it the third largest component of the economy.

The composition of the Dominican retail market has changed in recent years, with the entrance of a number of multinational corporations, some through the use of franchises, and with a focus primarily on mega-store supermarkets and the fast food and clothing businesses, which has in turn spurred domestic investment in retail trade.

Hotels, Bars and Restaurants

Driven primarily by tourism, the hotel, bar and restaurant sector was an important contributor to the Dominican economy between 2007 and 2011, accounting on average for 6.4% of GDP, while the sector grew at an average annual rate of 2.6% during the period. This performance was due to an increase in the number of hotel rooms in the country. At December 31, 2011, there were approximately 66,790 hotel rooms in the country, an increase of 2.6% as compared to the total number of rooms at December 31, 2007.

In October 2001, the Government enacted the *Ley de Fomento al Desarrollo Turístico* (Tourism Development Incentive Law). The law grants tax exemptions to entities that develop tourism-oriented projects in the less-developed regions of the country with the objective of promoting investment and economic growth in the tourism sector.

Since 1985, tourism has been the primary source of foreign currency for the Dominican economy. In 2011, 3.7 million foreign tourists visited the Dominican Republic. See "Balance of Payments and Foreign Trade—Foreign Trade—Services Trade" for additional information regarding the tourism sector.

Transportation

The transportation sector, which consists of passenger and merchandise transportation by air, land and sea, grew at an average of 4.4% per year in the period from 2007 to 2011.

Communications

The Dominican Republic was one of the first countries in Latin America to have privatized telephone service. Privatization of the telecommunications sector took place in 1930. From 1930 to 1992, *Compañía Dominicana de Teléfonos* (the Dominican Telephone Company), currently a subsidiary of Mexican telecommunications company América Móvil, had a virtual monopoly in this sector. In 1992, the creation of Tricom introduced competition into the telephony market, and competition continued to increase in the 1990s with the entry of Turitel in 1993 and Economitel in 1997, both of which specialize in domestic and international long distance calling card services. In 2000, France Telecom (Orange) and Centennial Dominicana (a subsidiary of Centennial Communication Corporation) entered the domestic market for international long distance telephone and wireless services. Increased competition has expanded the variety of communication services offered and resulted in an appreciable reduction in rates.

Summary of Communications Sector Information

	As of December 31, unless otherwise indicated				
	2007	2008	2009	2010	2011
Lines (per 100 residents)					
Fixed wire	9.6	10.3	9.9	10.7	10.8
Cellular	58.1	75.0	88.6	94.2	92.9
Total lines	67.7	85.3	98.5	104.8	103.7
Internet accounts (number of accounts)	264,284	320,891	428,961	622,931	1,211,288

Source: *Instituto Dominicano de las Telecomunicaciones* (Dominican Telecommunications Institute)

Between 2007 and 2010, the communications sector registered one of the highest rates of growth in the Dominican economy, with an average annual growth rate over the period of 14.3%. During 2010, the communications sector grew 8.3%, as compared to the same period in 2009. In 2011 the communications sector decreased 1.7%. This sector's share of the economy as a percentage of GDP reached 16.3% in 2011, as compared to 13.7% in 2007.

Cellular phone service grew from 8.2 lines per 100 residents in 2000 to 92.9 lines per 100 residents in the first quarter of 2011, accounting for almost the entire increase in the total number of phone lines over this period. As of December 31, 2011, the total number of fixed and mobile telephone lines in the Republic was approximately 9.8 million. Among a variety of factors, telephone service has grown due to prominent advertising campaigns, the proliferation of prepaid cellular plans and handsets and significant growth of foreign direct investment in this sector. Internet access has also increased significantly in recent years, as computers and internet use have proliferated.

The Government has launched initiatives to enhance the communications sector, including:

- allocation of 60% of the 2% excise tax imposed on communication services to improve access to telephone and other communication services;
- development of programs to provide internet access in public schools; and
- development of programs to increase access to telecommunications in rural areas.

Financial Services

Between 2007 and 2011, the financial services sector grew at an average annual rate of 12.8%, which was higher than the average annual growth rate for the entire Dominican economy, due to growth in the granting of credit resulting from excess liquidity and an increased focus on consumer credit.

Public Administration

Between 2007 and 2011, the public administration sector exhibited an average growth rate of 1.5%, which was due to an increase in the Government's payroll. In 2011, the public administration sector grew by 1.3% as compared to the same period in 2010.

Real Estate and Other Services

Real estate expanded at a modest rate in the period from 2007 to 2011. The annual growth rate for this sector was 3.2% during this period. During 2011, the real estate sector grew by 3.2% as compared to the same period in 2010.

Other services supplied in the Dominican economy include personal services, cleaning services, services rendered to private companies and computer services.

Privatization and Role of the State in the Economy

Privatization

During the first Fernández administration from 1996 to 2000, the Government began a process of privatization in a number of sectors.

Pursuant to the *Ley General de Reforma de la Empresa Pública* (the Public Enterprise Reform Law), the privatization of state-owned companies in the Dominican Republic must be effected primarily through a process of share purchases (which is referred to under Dominican law as "capitalization"). Under the capitalization process, private sector companies contribute a sum equal to or greater than the value of the state-owned company subject to privatization to create a new company, 50% of which continues to be owned by the Government as required by law. This law also gives discretion to the *Comisión de la Reforma a la Empresa Pública* (the Commission for the Reform of Public Enterprises) to implement the Government's privatization initiatives through franchising, concessions, transfers of shares or assets, or the sale of assets. Under this law, funds obtained through the privatization process, including concession fees, are placed in the *Fondo Patrimonial* (the Privatization Fund).

The state-owned companies and assets that have been subject to privatization since the enactment of the Public Enterprise Reform Law include the following:

- *Corporación Dominicana de Electricidad* (CDE), CDEEE's legal predecessor;
- the sugar mills owned by the *Consejo Estatal del Azúcar* (National Sugar Board, or "CEA");
- companies owned by the *Corporación Dominicana de Empresas Estatales* (the Dominican State Enterprises Corporation, or "CORDE"), a holding company with interests in companies operating in a wide range of economic activities;
- hotels owned by the *Corporación de Fomento de la Industria Hotelera* (the Hotel Industry Promotion Corporation, or "CORPHOTELES");
- airports managed by the Government; and
- *Refinería Dominicana de Petróleo* ("REFIDOMSA").

The following summarizes the steps taken to privatize these companies:

- The privatization of CDEEE, in 1999, divided the company into three separate parts, each dealing with a different segment of the electricity market – generation, transmission and distribution. As a result of these measures, three new mixed (private and state-owned) companies – *Distribuidora de Electricidad del Norte* ("Ede Norte"), *Distribuidora de Electricidad del Sur* ("Ede Sur") and *Distribuidora de Electricidad del Este* ("Ede Este") – were established to assume the power distribution business. The Government sold 50% ownership interests and management control in Ede Norte and Ede Sur to Spanish company Unión Fenosa and in Ede Este to U.S.-based AES in separate transactions. In addition, two new mixed (private and state-owned) companies – *Empresa Generadora de Electricidad Itabo, S.A.* "EGE ITABO" and *Empresa Generadora de Electricidad Haina, S.A.*"EGE HAINA"– were established to assume the power generation business conducted through thermoelectric plants. In September 2003, however, the Republic repurchased Unión Fenosa's interest in Ede Norte and Ede Sur for US$699.6 million (including interest) and re-assumed operational control of the two distributors. The purchase price was payable in 144 monthly installments through September 2015. The Republic's payment obligations were secured by the assignment of customer receivables of Ede Norte and Ede Sur selected by Unión Fenosa representing 115% of each price installment. In August 2005, the Republic signed a memorandum of understanding with Unión Fenosa that granted the Republic the option, exercisable through March 31, 2006, to pre-pay all of the remaining purchase price installments for approximately US$294.1 million and release Ede Norte and Ede Sur from their obligations under the receivables assignment agreement. The Republic exercised this option in March 2006. In May 2009, the Republic repurchased the 50% of Ede Este owned by TCW, an affiliate of Société Générale, following a settlement of TCW and Société Générale's arbitration claims against the Republic. See "—Secondary Production—Electricity, Gas and Water—Electricity."
- In June 1999, the Government decided to lease the sugar mills owned by the National Sugar Board to private sector operators in an effort to improve their performance. To date, the National Sugar Board's ten sugar mills have been leased to four private consortia, which have invested resources to optimize the mills' production capabilities, and to improve the quality of the mills' facilities.
- The privatization of CORDE was launched in 1999 with the privatization of two of its subsidiaries, *Molinos Dominicanos* and *Molinos del Norte*. These two companies merged into *Molinos del Ozama*, which was capitalized by *Malla y Cía* (a privately-owned company). In December 1999, the Government authorized the lease of two CORDE subsidiaries, *Minas de Sal y Yeso* and *Marmolería Nacional*, to two privately-owned companies, *Cementos Nacionales* (a subsidiary of *CEMEX S.A.B. de C.V.*) and *Marmotech, S.A.* The privatization of CORDE continued in January 2000, when its three tobacco subsidiaries were merged into a single entity that was capitalized by *CITA Caribe* (a subsidiary

of *CITA Tabacos de Canarias*). All but three of the CORDE companies have been liquidated. The three that remain in existence are currently not in operation.

- Sixteen of the CORPHOTELES's 24 hotels have been leased to private operators. The remainder are either not in operation or have been donated to non-profit organizations.

- In 1999, the Government also privatized the management of four of the country's international airports. *Aeropuertos Dominicanos Siglo XXI, S.A*. (a private consortium known as "Aerodom") was selected though a competitive bidding process to operate the airports for a period of 25 years. In addition, Aerodom built an airport in La Isabela, near Santo Domingo, which began flight operations in February 2006 and an airport in El Catey, near the Samaná resort area, which began flight operations in November 2006.

- The Government is also promoting private sector investment in other public endeavors, such as the development of sulfide deposits and the construction and management of highways. During 2001 and 2002, the Government granted concessions for the construction or widening of highways. In February 2006, concessionaire *Autopistas del Nordeste*, issued US$163 million of bonds due 2026 to finance construction of a new toll road connecting Santo Domingo to Samaná. The bonds are secured by the concessionaire's rights under the concession agreement, including the right to receive from the Republic payment of (i) a US$29 million contribution to construction costs (of which US$15 million has already been contributed), (ii) a guaranteed minimum revenue amount in the event toll revenues fall below set targets in any operating quarter (which amounts range from approximately US$5.3 million to approximately US$13.6 million in constant U.S. dollars per quarter from June 2008 through February 2026) and (iii) a termination fee in the event the concession is terminated, which will be at least sufficient to cover the concessionaire's then outstanding liabilities. The highway, named the "Coral Highway" commenced operations in 2009 and is still under construction.

- In February 2005, the Government announced that it plans to auction concessions of cruise ship sea ports in four cities to improve tourism infrastructure. In that same year, a concession was granted for the Sans Souci port, the terms of which require the rehabilitation of the existing Sans Souci and Don Diego cruise ship terminals, which are located on the shores of the Ozama River in Santo Domingo. This project is expected to contribute to the clean-up of pollution and improvements to the navigation channel in that river.

- In May 2010, the Republic and Venezuela signed an agreement for the purchase by Venezuela's state oil company, PDVSA, of a 49% stake in REFIDOMSA, the national oil refinery, which is wholly owned by the Republic, following the Republic's acquisition of the 50% stake held by its former partner, royal Dutch Shell Plc. The purchase agreement, which reflected a purchase price of approximately US$133.4 million, was approved by the Dominican Congress on August 18, 2010 by Resolution No. 112-10.

The privatization process has encountered significant difficulties in the electricity sector due to the persistent cash flow problems arising from theft and non-payment of invoices by consumers. Both generators and distributors of electricity have been beset by financial losses that have resulted in frequent blackouts, widespread public protests, a persistent deficit in electricity output, and several temporary and permanent shutdowns of generating plants. See "—Secondary Production—Electricity, Gas and Water—Electricity." In November 2004, AES sold its ownership interest in Ede Este to U.S.-based TCW Energy Advisors, which sold the company back to the Government in 2009.

Role of the State in the Economy

Following enactment of the Public Enterprise Reform Law on June 24, 1997, the Government reduced its direct involvement in the Dominican economy. While in the early 1990s the Government maintained a 100% equity ownership in public enterprises, the Government has reduced its ownership stakes in many of those enterprises.

As of the date of this listing memorandum, the Government holds equity ownership interests in the following companies:

Company	Government Equity Ownership	Description
Empresa de Generación Hidroeléctrica Dominicana (EGEHID), which is a public institution under CDEEE's leadership and coordination, according to article 138 of the General Electricity Law and Decree No. 923-09, dated December 30, 2009	100%	Operates the Republic's generation plants
Empresa de Transmisión Eléctrica Dominicana (ETED), which is a public institution under CDEEE's leadership and coordination, according to article 138 of the General Electricity Law and Decree No. 923-09, dated December 30, 2009	100%	Operates the Republic's transmission lines
Ede Sur, Ede Norte and Ede Este, which are owned by the Republic, through FONPER and CDEEE	Approx. 99%	Owns distribution facilities
EGE ITABO and EGE HAINA, partially owned by the Republic, through FONPER	Approx. 50%	Operates power generation business through thermoelectric plants
Consejo Estatal del Azúcar (CEA, National Sugar Board)	100%	Owns the Dominican Republic's sugar mills and land. All sugar mills are leased to the private sector
Corporación de Acueducto y Alcantarillado de Santo Domingo (CAASD, Aqueduct and Sewer Corporation of Santo Domingo)	100%	Owns and operates the aqueducts and sewers of Santo Domingo
Corporación de Acueducto y Alcantarillado de Santiago (CORAASAN, Aqueduct and Sewer Corporation of Santiago)	100%	Owns and operates the aqueducts and sewers of Santiago
Banco de Reservas de la República Dominicana	100%	Commercial bank
Banco Agrícola (Agricultural Bank)	100%	Development bank that provides financing for small farmers
Compañia de Seguros San Rafael (San Rafael Insurance Company)	100%	Offers insurance services to the public
CORDE	100%	Holding company of the Government's interest in many companies
CORPHOTELES	100%	Owns 16 hotels throughout the Dominican Republic
Refinería Dominicana de Petróleo (REFIDOMSA, Dominican Petroleum Refinery)	51%	Imports oil and oil derivatives, operates the Dominican Republic's refinery, and sells gasoline and other fuel products to oil derivative distributors
Falconbridge Dominicana	10%	Operates the Dominican Republic's nickel-iron mines and exports nickel-iron to foreign markets

Employment and Labor

Employment

The principal sectors in terms of numbers of jobs are wholesale and retail trade, manufacturing, agriculture, transportation and other services.

The following table sets forth employment statistics as of the periods indicated.

Employment and Labor
(%)

	As of December 31,				
	2007	2008	2009	2010	2011
Participation rate[(1)]	56.1	55.6	53.8	55.0	56.2
Employment rate[(2)]	47.4	47.7	45.8	47.1	48.0
Unemployment rate[(3)]	15.6	14.1	14.9	14.3	14.6
Open unemployment rate[(4)]	5.0	4.7	5.3	5.0	5.8

(1) Labor force as a percentage of the total population at or above the minimum working age (including both active and inactive segments of the population).
(2) Employment as a percentage of the total population at or above the minimum working age.
(3) Refers to population at or above the minimum working age that is not employed and is willing to work (even if not actively seeking work), as a percentage of the total labor force.
(4) Refers to population at or above the minimum working age that is not employed and is actively seeking work, as a percentage of the total labor force.
Source: Central Bank

The following table sets forth information on employment by sector (as a percentage of total employment) as of the periods indicated.

Employment
(% by sector)

	As of December 31,				
	2007	2008	2009	2010	2011
Agriculture, livestock, fishing and forestry	14.5	14.0	14.9	14.6	14.7
Mining	0.2	0.3	0.2	0.3	0.5
Manufacturing	13.9	13.2	10.5	10.5	10.2
Construction	7.0	6.9	6.2	6.3	6.2
Electricity, gas and water	0.9	0.9	0.8	1.0	0.8
Transportation and communications	7.3	7.5	7.6	7.6	7.4
Wholesale and retail trade	20.6	21.2	21.8	21.5	21.9
Financial services	2.1	2.1	2.3	2.5	2.5
Public administration and defense	4.3	4.3	4.6	4.9	4.8
Hotels, bars and restaurants	6.3	6.3	6.1	6.1	5.9
Other services	23.1	23.5	24.8	24.8	25.1
Total	100.0	100.0	100.0	100.0	100.0

Sources: Encuesta Nacional de Fuerza de Trabajo (National Work Force Census) and Central Bank

The Dominican economy has a significant "informal sector" that provides employment to many people, including a significant number of women. The term "informal sector" refers to economic activities that take place outside of the formal norms for economic transactions established by the state or developed through formal business practices. The informal sector includes small businesses that are the result of individual or family initiatives. It generally involves the production and exchange of goods and services without the appropriate business permits, without reporting of tax liability, without complying with labor regulations and without legal guarantees for suppliers

and end users. The informal sector provides economic opportunities, albeit limited, for the urban poor. In 2011, the Central Bank estimated that more than half of the total labor force was employed in the informal sector.

Wages and Labor Productivity

The *Comité Nacional de Salarios* (the National Committee on Salaries) sets minimum wages by industry every two years in a process in which representatives from labor, management and the public sector participate. Effective January 2005, the National Committee on Salaries approved a 30% increase in the minimum wage for most sectors of the economy. At present, the minimum wage in the private sector is DOP6,162.7 per month (approximately US$174.4 per month).

In 2011, the real minimum wage recorded in the private sector for large, medium and small-sized companies increased by 2.0% from the levels recorded in 2010. The real minimum wage recorded in the free trade zone in 2011 decreased by 1.7% from the level recorded in 2010. In the public sector, the real minimum wage recorded in 2011 decreased by 7.2% from the wage recorded in 2010.

The following table sets forth information on real minimum wages by sector and labor productivity for the years indicated.

Index of Real Minimum Wages
(2010 = 100)

	As of December 31,				
	2007	**2008**	**2009**	**2010**	**2011**
Private sector wages:					
Large size companies[(1)]	98.8	97.7	100.5	100.0	102.0
Medium size companies[(2)]	98.8	97.7	100.5	100.0	102.0
Small size companies[(3)]	98.8	97.7	100.5	100.0	102.0
Free trade zone wages	106.7	111.2	106.2	100.0	98.3
Public sector wages	60.9	80.8	106.2	100.0	92.8

(1) Capitalization greater than DOP4.0 million.
(2) Capitalization greater than DOP2.0 million and lower than DOP4.0 million.
(3) Capitalization lower than DOP2.0 million.
Sources: *Ministerio de Trabajo* (Ministry of Labor) and Central Bank

Poverty and Income Distribution

The incidence of poverty in the Republic declined during the 1990s, primarily as a result of rapid economic growth during the period. Another factor that has helped to ameliorate poverty has been the considerable rise in remittances from workers living and working abroad, which has grown even during the global economic crisis. See "Balance of Payments and Foreign Trade—Remittances." Poverty in the Republic results primarily from unemployment and underemployment, marked class disparities in access to education, health care and jobs, and the significant differences in income between skilled and unskilled workers.

Nevertheless, since 2000 poverty in the Republic has increased significantly as a result of high inflation, the slowing economy and an increase in the unemployment rate. According to data from the *Ministerio de Economía, Planificación y Desarrollo* (Ministry of Economy, Planning and Development), approximately 8.9% of the population lived below the national extreme poverty line in 2011, as compared to 9.0% in 2000. Approximately 32.5% of Dominicans lived below the national poverty line in 2011, as compared to 27.7% in 2000.

The Republic's most important initiative to reduce poverty is the *Programa Solidaridad* (Solidarity Program). The Solidarity Program aims improve the income of families so as to enable them to invest in the education and health of their children. In this program, poor families receive cash transfers in exchange for meeting a series of requirements. The Solidarity Program has three basic components:

- *Comer es Primero* (Eating is First): In this component, each beneficiary family receives monthly financial assistance to purchase food, the amount of which is determined based on a basic basket of consumer and retail prices.

- *Incentivo a la Asistencia Escolar* (School Attendance Initiative): Through this component, each family with children and adolescents aged between 6 and 16 years (between the first and eighth grades of basic education) receives a monthly financial stipend which is conditioned on school attendance.

- *Dominicanos y Dominicanas con Nombre y Apellido* (Dominicans with First and Last Names): This component offers a free and preferential procedure to issue identity documents to families receiving conditional cash transfers.

In addition, in 2001 a social security law that overhauled the Republic's pension system went into effect. For a discussion of the Republic's social security reform, see "Public Sector Finances—Social Security."

The Government has also adopted a plan to improve the Dominican educational system, particularly as substandard education is considered to be one of the principal causes of poverty. The Dominican educational system has suffered from a lack of resources, out-of-date curricula and inadequate teacher training. The Government has taken steps to improve Dominican schools, including the following:

- continuing the *Plan Decenal de Educación* (the Decennial Plan for Education), a program started in 1992 with support from the IDB, the World Bank and private donors, which is aimed at increasing the efficiency of the school system and improving the coverage of public education for children;

- strengthening the student-breakfast program for children attending public schools;

- adopting a program to provide internet access in public schools;

- encouraging private companies to sponsor public schools; and

- implementing the School Attendance Initiative program.

Other measures the Government has implemented to combat poverty include:

- subsidizing selected households living in poverty (e.g., single-mother households and households where the wage earner is disabled or retired);

- investing in poor neighborhoods to improve sanitation, pave roads and repair sub-standard housing;

- subsidizing public transportation;

- providing credits for small businesses;

- reforming the public healthcare and workers' compensation systems;

- implementing the Eating is First program; and

- establishing the Unified Beneficiary System, which monitors the Government's poverty programs.

Environment

The most serious environmental problems currently confronting the Republic are water contamination and deforestation. The Government expects to address these environmental problems through greater supervision and regulation, as well as through community and private-sector awareness and involvement. In 2000, the Government

created the *Ministerio de Medio Ambiente y Recursos Naturales* (the Ministry of the Environment and Natural Resources) to centralize the various functions relating to the environment previously carried out by multiple governmental entities.

The Government requires environmental impact studies before authorizing any public or private construction project. The Government undertook reforestation projects, beginning in the late 1990s, which involved community groups and private and public organizations. The drive for reforestation yielded favorable results. While in the 1980s the annual rate of deforestation, as measured by the World Bank, reached 400 square kilometers per annum, that rate was reduced to 264 square kilometers per annum in the period from 1990 to 1995. In addition, a study has suggested that the total area covered by forest grew by 550 kilometers between 1980 and 1998, increasing the covered area from 19.6% to 27.5%. According to studies conducted by the Economic Commission for Latin America and the Caribbean in 2007, the Dominican Republic had 10,529.4 km^2 of protected areas.

BALANCE OF PAYMENTS AND FOREIGN TRADE

Balance of Payments

The balance of payments is used to record the value of the transactions carried out between a country's residents and the rest of the world. The balance of payments is composed of:

- the current account, which comprises:
  - net exports of goods and services (the difference in value of exports minus imports);
  - net financial and investment income; and
  - net transfers; and
- the capital and financial accounts, which comprise the difference between financial capital inflows and financial capital outflows.

Current Account

One of the most important components of the current account is the trade balance. The four primary factors that drive the trade balance are:

- the relative rate of economic growth of a country as compared to that of its trading partners – generally, if a country's economy grows faster than that of its trading partners, its relative level of consumption of goods and services will tend to rise, and its level of imports will tend to increase more rapidly than its level of exports;
- the relative level of domestic prices against foreign prices, as reflected by the real exchange rate – generally, if a country's domestic prices rise relative to those of its trading partners, there is a tendency for the country's level of exports to decline, and for its level of imports to increase;
- changes in production costs, technology, and worker skills – more efficient production will tend to lower production cost, which in turn will tend to lower prices. As prices fall, there will be a tendency for the country's level of exports to increase; and
- changes in consumer tastes, which may affect the demand for a country's goods and services abroad, and the demand for foreign products in the domestic market.

Between 2007 and 2011, the Republic's current account registered annual deficits, which were offset by yearly surpluses in the capital and financial accounts. During this period, the current account deficit fluctuated between 5.3% (2007) and 7.9% (2011) of GDP.

The current account deficit in 2007 was due primarily to strong domestic demand for imported goods, driven in part by economic growth. The higher current account deficit in 2008 reflects the significant increase in oil and commodity prices experienced during the first half of the year.

In 2009, the current account registered a deficit of US$2.3 billion, compared to a current account deficit of US$4.5 billion in 2008. The reduction in the current account deficit in 2009 is the result of lower demand for oil and reduced oil prices in the international markets and continued uncertainty as to the length and depth of the global economic crisis, which resulted in slower growth in demand for goods and services.

In 2010, the current account registered a deficit of US$4.3 billion, a US$2.0 billion increase when compared to the current account deficit of US$2.3 billion recorded in 2009. This increase in the current account deficit resulted from higher domestic demand in response to monetary and fiscal policy driving the economy. As expected, this

growth resulted in greater demand for imported goods in an environment in which external demand of the Republic's major trading partners was sluggish.

In 2011, the current account deficit reached US$4.4 billion, similar to the deficit recorded in 2010, but lower as a percentage of GDP, decreasing from 8.4% GDP in 2010 to 7.9% GDP in 2011. This improvement resulted primarily from a decrease in energy costs during 2011 due to lower oil import prices.

Capital and Financial Accounts

The capital and financial accounts quantify foreign direct investment and monetary flows into and out of a nation's financial markets.

From 2007 to 2008, the Republic attracted a considerable amount of foreign direct investment, which is reflected in capital and financial account surpluses which grew from approximately US$2.4 billion in 2007 to approximately US$4.2 billion in 2008. Portfolio investment, which was US$949.1 million in 2007, also contributed to the capital account surpluses in this year. In 2006, the private sector made its first entry into the international debt capital markets, with a private firm issuing bonds for US$421.9 million, which encouraged other private firms to issue bonds in 2007. These amounts represented approximately 27.4% and 18.5%, respectively, of the capital and financial accounts for 2006 and 2007, respectively.

In 2008, the capital and financial accounts registered a historically high level of surplus primarily due to foreign direct investment inflows of US$2.9 billion and all-terms net debt payments of US$873.4 million, which increased other medium- and long-term capital.

In 2009, the capital and financial account registered a surplus of US$2.9 billion, which is US$1.3 billion less than the surplus of US$4.2 billion registered in 2008. The lower capital and financial account surplus reflects the decrease in foreign direct investment as a result of the global economic slowdown and the reduction of investment flows towards emerging markets.

During 2010, the capital and financial account registered a surplus of US$5.3 billion, a US$2.5 billion increase compared to the surplus registered in 2009. The higher capital and financial account surplus reflects a greater inflow of foreign capital, mainly in the form of portfolio investment through the issuance of a sovereign bond in the international markets as well as higher private loan disbursements from multilateral lenders under the World Bank and IDB and amounts from the IMF under the Stand-by Arrangement.

In 2011, the surplus of the capital and financial account of the balance of payments reached US$4.3 billion, compared to US$5.3 billion in 2010. Although foreign direct investments increased by US$379 million during 2011, capital from the issuance of international bonds and the disbursements of loans from multilateral lenders was lower during 2011 as compared to 2010.

The following table sets forth information regarding the Republic's balance of payments for the periods indicated.

Balance of Payments
(in millions of US$)

	As of December 31,				
	2007[1]	**2008[1]**	**2009[2]**	**2010[2]**	**2011[2]**
Current account					
Trade balance:					
Exports:					
National	2,635.1	2,393.4	1,689.3	2,536.1	3,727.8
Free trade zones	4,525.1	4,354.1	3,793.6	4,217.4	4,884.4
Total exports	7,160.2	6,747.5	5,482.9	6,753.5	8,612.2
Imports:					
National	(11,097.3)	(13,564.0)	(9,946.1)	(13,025.3)	(14,535.7)
Free trade zones	(2,499.7)	(2,428.9)	(2,349.8)	(2,463.8)	(2,900.3)
Total imports	(13,597.0)	(15,992.9)	(12,295.9)	(15,489.1)	(17,436.0)
Trade balance	(6,436.8)	(9,245.4)	(6,813.0)	(8,735.6)	(8,823.8)
Services balance, net:					
Credits	4,797.5	4,922.1	4,811.7	5,153.9	5,339.7
Debits	(1,745.0)	(1,960.3)	(1,824.4)	(2,185.0)	(2,252.8)
Service balance	3,052.5	2,961.8	2,987.3	2,968.9	3,086.9
Income balance:					
Credits	828.6	728.7	461.1	496.6	505.5
Debits	(3,011.8)	(2,476.6)	(2,181.9)	(2,183.0)	(2,594.7)
Income balance	(2,183.2)	(1,747.9)	(1,720.8)	(1,686.4)	(2,089.2)
Net current transfers					
Workers' remittances	3,045.7	3,221.5	3,041.5	2,998.1	3,200.0
Social remittances	159.1	171.8	165.5	168.4	171.9
Insurance compensation	127.1	136.6	54.3	38.7	56.7
Other transfers	69.3	(17.0)	(45.7)	(81.6)	(11.4)
Total net current transfers	3,401.2	3,512.9	3,215.6	3,123.6	3,417.2
Current account balance	(2,166.3)	(4,518.6)	(2,330.9)	(4,329.5)	(4,408.9)
Capital and financial account					
Capital account[3]	195.1	135.0	106.5	81.9	57.8
Financial account:					
Foreign direct investment	1,667.4	2,870.0	2,165.4	1,896.3	2,275.0
Portfolio investment	949.1	(375.8)	(449.5)	759.5	745.6
Public and private debt, med. and LT (net)	179.5	495.7	758.6	1,518.9	1,189.7
Public and private debt, short term (net)	(115.8)	413.9	(178.4)	390.8	(368.5)
Currency and deposits	(9.8)	(1.7)	2.0	6.7	53.0
Other[4]	(484.6)	671.4	461.3	693.7	395.8
Financial account	2,185.8	4,073.5	2,759.4	5,265.9	4,290.6
Capital and financial account	2,380.9	4,208.5	2,865.9	5,347.8	4,348.4
Errors and omissions	412.0	(15.7)	(129.0)	(960.5)	214.5
Overall balance[5]	626.5	(325.8)	406.0	57.8	154.0
Financing:					
Foreign assets (increase)	(682.5)	309.2	(637.8)	(452.5)	(330.8)
Use of fund credit and loans	62.8	(41.7)	274.7	390.8	172.8
Transfers (debt relief)	10.8	9.4	300.7	4.8	4.0
Portfolio investment (liabilities)	—	—	—	—	—
Other investment-liabilities[6]	(17.6)	48.9	(343.6)	(402.4)	0.0
Financing	(626.5)	325.8	(406.0)	(57.8)	(154.0)

(1) Revised data. Import data presents a valuation change introduced by the *Dirección General de Aduanas* (Customs Agency) in 2006 as a result of which the variable and data are not comparable with prior years.
(2) Preliminary data.
(3) Excludes components classified under Financing in accordance with the Fifth Version of the IMF Balance of Payments Manual.
(4) Includes commercial credits and other.
(5) Represents the sum of current account balance, plus capital and financial account and errors and omissions.
(6) Includes disbursements on new loans and advanced reimbursements on loans.
Sources: International Department, Balance of Payments Sub-direction, Balance of Payments Division

Foreign Trade

In 2011, the combined value of the Republic's imports and exports of goods equaled 46.8% of the country's GDP, reflecting the high degree of openness of the Dominican economy to foreign trade.

In 2011:

- the trade deficit totaled US$8.8 billion, reflecting a slight increase of 1.0% as compared to US$8.7 billion in 2010;
- total exports were US$8.6 billion, as compared to US$6.8 billion for 2010, principally due to an increase in non-traditional exports, primarily to Haiti;
- imports totaled approximately US$17.4 billion, as compared to US$15.5 billion during 2010, which reflected an expansion of domestic demand for imported consumer goods during 2011;
- imports of durable goods decreased by 8.5% as compared to 2010, reflecting the slowdown in economic growth during 2011 as compared to 2010; and
- the value of imports of petroleum products increased by 35.9% as compared to 2010, reflecting economic growth and higher oil prices than in 2010.

The Republic maintains close commercial ties with the United States, its principal trading partner. During 2011, 46.6% of the Republic's total exports were bound for the United States and Puerto Rico, while 40.3% of total imports came from U.S. ports, compared to 51.2% and 38.1%, respectively, in 2010.

In August 2004, the Republic and the United States signed DR-CAFTA, which was subsequently ratified by the U.S. Congress in the summer of 2005 and by the Dominican Congress in March 2007. DR-CAFTA initially eliminated 80% of tariffs on goods imported into the Republic from the United States, with the remaining 20% to be phased out over a 5- to 20-year period (as of the date of this listing memorandum, 82.2% of all goods imported into the Republic from the United States are tariff-free). Furthermore, upon full implementation of DR-CAFTA, all Dominican exports to the United States are expected to enter the United States tariff-free (as of 2007, 99.2% of Dominican exports to the United States were tariff-free).

DR-CAFTA has helped mitigate the negative effects of the expiration of the WTO Textiles Agreement for the Republic because it grants Dominican textiles preferential access to the U.S. market. Prior to 2005, the Republic had benefited from preferential access to the U.S. market through the Textile Parity Agreement. See "The Economy—Principal Sectors of the Economy—Secondary Production—Manufacturing—Free Trade Zones." However, import quotas on textiles were eliminated in all WTO member countries on January 1, 2005, with the expiration of the WTO Agreement on Textiles and Clothing. As a result, the Republic's textiles exports to the United States and other markets have decreased significantly primarily as a result of greater competition from China and India.

In addition, since 2007, Haiti has become an increasingly important destination for Dominican exports of intermediate goods from free trade zones. These goods are typically finished in Haiti and re-exported.

In 2011, exports from the Republic consisted primarily of:

- exports from free trade zones (such as textiles, electronics and jewelry) valued at US$4.9 billion, accounting for 56.7% of total exports;
- traditional exports (consisting of products, such as sugar, tobacco, coffee and nickel-iron) valued at US$720.7 million accounting for 8.4% of total exports; and

- non-traditional exports (consisting of other products that the Republic currently exports, such as beer and fruits) valued at US$2.4 billion, accounting for 28.3% of total exports.

Despite the continued adverse impact of the global economic crisis, preliminary data for 2011 demonstrates that total exports increased by US$1.9 billion over the amount of exports recorded in 2010, due to greater foreign demand for organic products as well as increased demand of finished goods from Haiti, specifically construction inputs required following the earthquake in January 2010. In particular, sales of coffee increased 157.8% in 2011 as compared to 2010 due to a significant improvement in international demand, and nickel exports were reactivated after being suspended since 2009, reaching US$290 million for 2011.

The following tables set forth further information regarding exports for the periods indicated.

Exports
(in millions of US$ and as a % of total exports)

	As of December 31,									
	2007		**2008**		**2009**		**2010[(1)]**		**2011[(1)]**	
	US$	**%**	**US$**	**%**	**US$**	**%**	**US$**	**%**	**US$**	**%**
Free trade zones:										
Textiles	1,366.9	19.1	1,165.7	17.3	933.5	17.0	983.9	14.6	1,295.6	15.0
Footwear	258.7	3.6	234.7	3.5	201.1	3.7	312.8	4.6	389.1	4.5
Electronics	743.3	10.4	794.7	11.8	565.6	10.3	581.6	8.6	623.9	7.2
Tobacco manufacturing	393.6	5.5	429.9	6.4	403.1	7.4	426.6	6.3	424.7	4.9
Jewelry	678.4	9.5	505.4	7.5	435.7	7.9	466.2	6.9	527.2	6.1
Medical products	270.9	3.8	293.2	4.3	305.7	5.6	310.2	4.6	389.4	4.5
Other	813.3	11.4	930.5	13.8	948.9	17.3	1,136.1	16.8	1,234.5	14.3
Total free trade zones	4,525.1	63.2	4,354.1	64.5	3,793.6	69.2	4,217.4	62.4	4,884.4	56.7
Traditional:										
Sugar and related products	129.3	1.8	108.4	1.6	121.1	2.2	195.7	2.9	209.7	2.4
Coffee	13.2	0.2	16.9	0.3	19.6	0.4	10.2	0.2	26.3	0.3
Cocoa	91.1	1.3	106.5	1.6	164.0	3.0	187.4	2.8	183.9	2.1
Tobacco	16.5	0.2	13.4	0.2	11.8	0.2	11.2	0.2	15.6	0.2
Nickel-iron	1,098.8	15.3	492.4	7.3	4.1	0.1	—	—	290.2	3.4
Total traditional	1,348.9	18.8	737.6	10.9	320.6	5.8	404.5	6.0	720.7	8.4
Total non-traditional	871.6	12.2	1,113.3	16.5	1,032.9	18.8	1,710.0	25.3	2,438.6	28.3
Total other[(2)]	414.6	5.8	542.5	8.0	335.8	6.1	421.6	6.2	568.5	6.6
Total exports	7,160.2	100.0	6,747.5	100.0	5,482.9	100.0	6,753.5	100.0	8,612.2	100.0

(1) Preliminary data.
(2) Includes goods sold at port.
Source: Central Bank

Geographic Distribution of Exports
(% of total exports)

	As of December 31,				
	2007	**2008**	**2009**	**2010[2]**	**2011[2]**
United States[1]	60.2	57.3	59.4	51.2	46.6
Canada	0.6	0.6	0.5	0.5	0.5
Mexico	0.2	0.2	0.6	0.6	0.4
Total North America	61.0	58.2	60.5	52.3	47.6
Brazil	—	0.2	0.2	0.1	0.1
Colombia	—	0.1	0.1	0.1	0.1
Costa Rica	0.3	0.5	0.4	0.4	0.4
El Salvador	0.1	0.1	0.2	0.1	0.1
Guatemala	0.2	0.2	0.2	0.4	0.6
Haiti	7.7	9.3	12.8	17.7	18.6
Honduras	0.6	0.5	0.6	0.8	0.8
Jamaica	0.4	1.0	0.8	0.9	0.7
Venezuela	0.1	0.3	0.4	0.4	1.1
Other	3.0	4.4	3.8	4.0	4.2
Total Latin America and Caribbean	12.5	16.6	19.6	24.9	26.8
Belgium	1.9	2.6	1.8	2.0	1.8
France	0.2	0.6	0.3	0.2	0.5
Germany	0.8	0.8	1.1	1.0	0.8
Italy	0.5	0.5	0.4	0.6	0.6
The Netherlands	5.7	2.9	2.1	2.5	2.7
Spain	1.4	2.6	1.7	1.6	1.7
Other	2.1	2.1	2.4	3.2	3.6
Total Europe	12.7	12.1	9.8	11.1	11.7
Japan	1.4	0.6	0.4	0.2	0.6
Other	6.4	4.1	3.3	4.1	5.4
Total Asia	7.7	4.7	3.6	4.3	6.0
Africa	—	0.2	0.2	0.1	0.1
Unidentified	6.0	8.2	6.3	7.4	7.9
Total exports	100.0	100.0	100.0	100.0	100.0

(1) Includes Puerto Rico.
(2) Preliminary data, subject to revision.
Source: Central Bank

In 2011, imports into the Republic consisted of:

- consumer goods valued at US$7.7 billion, representing 44.0% of total imports;
- intermediate goods valued at US$4.8 billion, representing 27.4% of total imports;
- capital goods valued at US$2.1 billion, representing 12.0% of total imports; and
- imports into the free trade zones valued at US$2.9 billion, representing 16.6% of total imports.

In 2011, imports rose by 12.6%, generally reflecting the growth of the economy and higher prices and demand for fuels, which increased US$1.2 billion, or 35.9% compared to 2010, accounting for more than 63% of the total increase in imports.

Preliminary data for 2011 demonstrates growth of 14.9%, 19.0% and 17.7 % for the import of consumer goods, raw materials and free trade zones capital goods, respectively.

The following table sets forth further information regarding imports for the periods indicated.

Imports
(in millions of US$ and as a % of total imports)

	As of December 31,									
	2007		**2008**		**2009**		**2010**[(1)]		**2011**[(1)]	
	US$	**%**	**US$**	**%**	**US$**	**%**	**US$**	**%**	**US$**	**%**
Consumer goods:										
Durable goods	1,020.1	7.5	946.6	5.9	641.9	5.2	918.6	5.9	840.7	4.8
Refined petroleum products	2,303.7	16.9	2,999.8	18.8	2,048.3	16.7	2,663.8	17.2	3,638.8	20.9
Other	2,487.1	18.3	2,910.6	18.2	2,637.0	21.4	3,095.9	20.0	3,193.5	18.3
Total consumer goods	5,810.9	42.7	6,857.0	42.9	5,327.2	43.3	6,678.3	43.1	7,673.0	44.0
Intermediate goods:										
Crude oil and reconstituted fuel.	920.3	6.8	1,241.5	7.8	592.7	4.8	777.7	5.0	1,036.5	5.9
Other	2,569.2	18.9	3,333.2	20.8	2,433.6	19.8	3,230.4	20.9	3,734.2	21.4
Total intermediate goods	3,489.5	25.7	4,574.7	28.6	3,026.3	24.6	4,008.1	25.9	4,770.7	27.4
Capital goods	1,796.9	13.2	2,132.2	13.3	1,592.6	13.0	2,338.9	15.1	2092.0	12.0
Imports into the free trade zones	2,499.7	18.4	2,428.9	15.2	2,349.8	19.1	2,463.8	15.9	2,900.3	16.6
Total imports	13,597.0	100.0	15,992.8	100.0	12,295.9	100.0	15,489.1	100.0	17,436.0	100.0

(1) Preliminary data.
Source: Central Bank

Geographic Distribution of Imports[1]
(% of total imports)

	As of December 31,				
	2007	**2008**	**2009[2]**	**2010[2]**	**2011[2]**
United States[3]	43.4	39.2	41.	38.1	40.3
Canada	1.5	1.0	1.1	1.2	1.0
Mexico	6.0	5.4	4.7	5.8	6.4
Total North America	50.9	45.6	46.7	45.2	47.7
Argentina	1.2	1.0	1.5	1.0	1.3
Brazil	2.7	2.6	2.4	2.3	2.2
Chile	0.4	0.4	0.4	0.4	0.4
Colombia	4.7	5.0	4.5	3.7	4.1
Guatemala	0.6	0.7	0.9	0.9	0.7
Panama	1.8	1.2	1.0	0.6	0.6
Trinidad and Tobago	2.5	2.2	1.5	1.9	3.2
Venezuela	5.6	7.8	6.5	6.1	6.9
Other	5.0	6.0	7.1	7.6	7.5
Total Latin America and the Caribbean	24.5	26.9	25.9	24.6	27.1
Spain	2.5	2.6	2.1	1.7	2.2
Denmark	0.6	0.6	0.6	0.5	0.4
Germany	1.5	1.4	2.0	1.8	1.6
Italy	1.0	1.1	1.4	1.3	1.1
France	0.8	0.8	0.7	0.8	0.9
Belgium	0.4	0.4	0.3	0.4	0.4
Norway	0.2	0.2	0.3	0.3	0.3
Other	2.7	3.9	3.1	3.1	2.9
Total Europe	9.7	11.1	10.5	9.8	9.9
Japan	2.8	2.1	1.4	2.1	1.4
China and Taiwan	6.9	8.3	10.1	10.8	9.8
South Korea	0.4	0.4	0.2	0.1	0.1
Other	1.7	2.1	2.5	4.5	2.8
Total Asia	11.9	13.0	14.1	17.5	14.1
Africa	0.3	0.2	0.1	0.2	0.1
Others	2.5	3.2	2.6	2.7	1.1
Total imports	100.0%	100.0%	100.0%	100.0%	100.0%

(1) Based on the country of origin specified by the importer upon entry of goods into the Republic. The origin specified usually refers to the last port the merchandise came from prior to arrival in the Republic.
(2) Preliminary data.
(3) Includes Puerto Rico.
Source: Central Bank

For members of the DR-CAFTA, approximately 80% of imported consumer and industrial goods from DR-CAFTA members will be entitled to duty-free treatment, and the remaining tariffs on such goods will be phased out over a ten-year period. Over 50% of agricultural imports are duty-free for members of the DR-CAFTA and the remaining tariffs on such goods will be eliminated within 20 years from the date the treaty was ratified.

Before 2006, the Republic imposed a 13% foreign exchange commission on imported goods, which was calculated based on the CIF value of an imported good at the selling rate of foreign exchange. This commission was eliminated on June 30, 2006, in order for the Republic to fully implement the DR-CAFTA. In addition, the Republic had imposed a transitory tariff of 13% on certain imported products that expired on July 1, 2006. The transitory tariff was intended to help compensate for the projected tax revenue losses in the second half of 2006 resulting from the elimination of the foreign exchange commission.

Services Trade

The Republic's services trade consists primarily of tourism. Tourism is a principal source of foreign currency in the Dominican economy, and has contributed to annual surpluses in the Republic's services trade. Various sectors of the economy benefit from tourism, including agriculture, wholesale and retail trade, restaurants, bars and hotels, construction, real estate and transportation. Income from tourism increased from US$4.1 billion in 2007 (9.9% of GDP) to US$4.4 billion (7.8% of GDP) in 2011. This growth resulted primarily from greater investment in the tourism sector, which led to a 2.6% increase in the number of hotel rooms and a 9.0% increase in foreign non-resident arrivals as compared to 2007.

In 2009, income from tourism was US$4.1 billion, representing a decrease of 2.8% compared to 2008, mainly reflecting a 1.0% decrease in foreign non-resident arrivals. The lower number of foreign non-resident arrivals was primarily the result of a decrease in tourism resulting from the global economic crisis, and is consistent with the 4.0% reduction in international tourism as reported by the World Tourism Organization.

In 2010, income from tourism reached US$4.2 billion, an increase of US$160.3 million, or 4.0%, compared to 2009, due principally to a 3.1% increase in arrivals of non-resident visitors in 2010.

In 2011, income from tourism was US$4.4 billion, an increase of US$143.3 million, or 3.4%, compared with 2010. Arrivals of non-resident visitors increased by 181,887 visitors, representing a 5.2% increase over 2010.

As of December 31, 2011, according to the Caribbean Tourism Organization, the Republic ranks first among Caribbean tourist destinations in terms of arrivals. The Republic attracts visitors primarily from Europe, the United States, Canada and to a lesser extent, from Central and South America, as well as Dominicans visiting from abroad. New markets such as Brazil, Eastern Europe and Russia have also been increasing their share in the number of total arrivals. The following table sets forth certain additional information on tourism in the Republic for the periods indicated.

Tourism Statistics

	As of December 31,				
	2007	**2008**	**2009[(1)]**	**2010[(1)]**	**2011[(1)]**
Arrivals by airplane (number of passengers):					
Total arrivals	4,428,005	4,398,743	4,414,756	4,586,264	4,776,473
Foreign non-resident arrivals	3,398,374	3,447,730	3,415,616	3,521,110	3,702,997
Average length of stay (number of nights):					
Non-resident foreigners	9.3	9.2	9.2	9.2	8.9
Non-resident Dominicans	15.5	16.4	17.8	17.4	17.8
Hotel activity:					
Number of rooms	65,072	66,192	67,197	66,968	66,790
Occupancy rate (in %)	72.2%	70.4%	66.0%	66.6%	69.3%
Aggregate value of hotels, bars and restaurants (in millions of US$)	4,404.2	4,634.9	4,423.7	4,759.0	5,049.7
Income from tourism (in millions of US$)	4,064.2	4,165.9	4,048.8	4,209.1	4,352.4
Expenses from tourism (in millions of US$)	(325.9)	(327.0)	(340.6)	(395.2)	(418.3)
Balance (income less expenses)	3,738.3	3,838.9	3,708.2	3,813.9	3,934.1

(1) Preliminary data.
Source: Central Bank

Remittances

Remittances consist of funds sent to people and institutions in the Republic by Dominicans residing and working abroad. Remittances have grown in recent years, particularly from Dominicans living in the United States. According to the 2010 U.S. Census, over 1,400,000 people of Dominican origin live in the United States. Remittances are one of the most important sources of foreign exchange in the Republic's private currency exchange market and provide the foreign currency required to pay for imports that are not paid through the official currency exchange

market (i.e., all imports with the exception of crude oil). In addition, remittances have been one of the most stable variables in the Republic's balance of payments.

Total remittances have averaged between 5.7% and 7. 4% of GDP for the last five years. Between 2007 and 2008, remittances grew by 5.8%, from US$3 billion in 2007 to US$3.2 billion in 2008. In 2009, remittances totaled US$3.0 billion, a 5.6% decrease from 2008. In 2010, the Republic received US$2.9 billion in remittances, 1.4% less than in 2009, which was more than compensated by the increase in revenues generated by tourism and demonstrates a deceleration of the lowering of remittances. The reduction in remittances in 2009 and 2010 impacted most countries in the Republic's region and was a result of the contractions of the United States economy and the economies of European countries where most remittances originate. In particular, remittance behavior is consistent with the U.S. and Spanish labor markets, the two main countries of destination of Dominican migrants, whose unemployment rates for December 2011 were 9.0% and 21.7%, respectively. For 2011, remittance inflows grew by 6.7% compared to 2010 figures, reaching US$3.2 billion.

The following chart shows the evolution of workers' remittances for the period 2007-2011.

Workers' Remittances
(in millions of US$ and as a % of GDP)

	As of December 31,				
	2007(1)	**2008**(1)	**2009**(1)	**2010**(2)	**2011**(2)
Total remittances	3,045.7	3,221.5	3,041.5	2,998.1	3,200.0
% of GDP	7.4	7.0	5.9	5.8	5.7

(1) Revised data.
(2) Preliminary data.
Source: Central Bank

Foreign Investment

Foreign Direct Investment

Foreign direct investment in the Republic grew considerably after enactment of the foreign investment law in 1995, which dismantled barriers to foreign direct investment that had existed previously. For a discussion of this law, see "The Economy—History and Background." Between 2007 and 2011, annual foreign direct investment grew 45.6% from US$1.6 billion in 2007 to US$2.3 billion in 2011.

The increase in foreign direct investment is primarily a result of growth in the wholesale and retail trade, real estate and mining sectors. Between 2007 and 2008 the real estate sector, particularly real estate related to tourism, accounted for a significant portion of foreign direct investment. In addition, Barrick Corp.'s Pueblo Viejo gold mine contributed to high levels of foreign direct investment in 2008 and 2011.

In 2009, foreign direct investment decreased from US$2.9 billion at December 31, 2008, to US$2.2 billion at December 31, 2009, the largest decrease being in the wholesale and retail trade sector. Investment in the mining sector continued to increase, representing 35.0% of the total foreign direct investment in 2009. Foreign direct investment decreased by US$269.1 million in 2010, primarily due to declines in investment in the mining and real estate sectors, and increased in 2011 by US$379 million, mainly because of significant investments in the mining and electricity sectors.

The following table sets forth information on foreign direct investment by sector for the years indicated.

Foreign Direct Investment by Sector
(in millions of US$ and as a % of total foreign direct investment)

	As of December 31,									
	2007		2008[(1)]		2009[(1)]		2010[(1)]		2011[(1)]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Electricity	58.7	3.8	113.0	3.9	121.2	5.6	108.0	5.7	258.8	11.4
Communications	(144.9)	(9.3)	213.0	7.4	180.5	8.3	500.2	26.4	53.6	2.4
Wholesale and retail trade	184.0	11.8	574.3	20.0	280.3	12.9	465.7	24.6	355.2	15.6
Tourism	540.9	34.6	228.4	8.0	186.0	8.6	94.6	5.0	107.8	4.7
Financial services	27.9	1.8	167.6	5.8	136.9	6.3	93.6	4.9	134.3	5.9
Free trade zones	70.4	4.5	44.5	1.6	66.7	3.1	71.8	3.8	147.8	6.5
Mining	(74.4)	(4.8)	357.4	12.5	757.6	35.0	298.3	15.7	1,059.7	46.6
Real estate	900.3	57.6	526.9	18.4	436.2	20.1	264.1	13.9	157.8	6.9
Transport	–	–	645.0	22.5	–	–	–	–	–	–
Other	–	–	–	–	–	–	–	–	–	–
Total	1,562.9	100.0	2,870.0	100.0	2,165.4	100.0	1,896.3	100.0	2,275.0	100.0

(1) Preliminary data.
Source: Central Bank

The following table sets forth information on foreign direct investment by country of origin (and as a percentage of total foreign direct investment) for the years indicated.

Foreign Direct Investment by Country of Origin
(in millions of US$ and as a % of total foreign direct investment)

	As of December 31,									
	2007		2008		2009		2010[(1)]		2011[(1)]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Mexico	(123.8)	(7.4)	1,055.2	36.8	273.2	12.6	369.2	19.5	72.9	3.2
Canada	113.2	6.8	383.3	13.4	773.3	35.7	329.2	17.4	1,067.2	46.9
United States	535.5	32.1	359.9	12.5	455.3	21.0	306.8	16.2	459.1	20.2
Spain	604.6	36.3	180.9	6.3	150.8	7.0	299.3	15.8	192.4	8.5
Venezuela	52.5	3.1	10.9	0.4	31.1	1.4	140.4	7.4	1.7	0.1
The Netherlands	53.6	3.2	(72.9)	(2.5)	96.0	4.4	62.1	3.3	62.9	2.8
Panama	39.9	2.4	33.5	1.2	162.4	7.5	38.0	2.0	65.0	2.9
Cayman Islands	4.4	0.3	1.0	0.0	(44.4)	(2.1)	35.3	1.9	65.5	2.9
Virgin Islands	21.4	1.3	59.3	2.1	23.1	1.1	30.2	1.6	50.1	2.2
France	110.2	6.6	87.8	3.1	69.6	3.2	26.3	1.4	23.4	1.0
Denmark	2.4	0.1	8.1	0.3	8.3	0.4	8.6	0.5	10.6	0.5
Italy	32.0	1.9	10.7	0.4	15.8	0.7	7.6	0.4	1.0	0.0
Germany	4.0	0.2	6.6	0.2	3.5	0.2	4.7	0.2	1.8	0.1
Switzerland	(14.1)	(0.8)	30.9	1.1	3.1	0.1	(0.7)	(0.0)	5.8	0.3
United Kingdom	60.1	3.6	590.8	20.6	(2.9)	(0.1)	(6.1)	(0.3)	(5.0)	(0.2)
Other	171.5	10.3	124.0	4.3	147.2	6.8	245.4	12.9	200.6	8.8
Total	1,667.4	100.0	2,870.0	100.0	2,165.4	100.0	1,896.3	100.0	2,275.0	100.0

(1) Preliminary data.
Source: Central Bank

Foreign direct investment in the Republic has mainly originated from the United States, Spain and Canada, although in 2008, England and Mexico accounted for 20.6% and 36.8%, respectively, of foreign direct investment in the Republic, reflecting significant investments in the communications and other sectors (in the case of Mexico) and the purchase of an alcoholic beverage company (in the case of the United Kingdom). In 2011, while the four main investor markets remained unchanged, Canada represented a significant 46.9% of total foreign direct investment

principally as a result of investments in the mining industry, particularly Barrick Corp's investment in the Pueblo Viejo gold mine.

Foreign Portfolio Investment

With respect to portfolio investment, the Republic has not been a significant recipient of short-term speculative capital, mainly as a result of its relatively new stock market. To discourage speculative capital from entering the country, the Central Bank has established a minimum reserve requirement with respect to foreign capital deposited in Dominican banks.

During 2011, the Republic received US$745.6 million of portfolio investment compared to US$759.5 million registered in 2010.

THE MONETARY SYSTEM

The Monetary and Financial Administration

The *Ley Monetaria y Financiera* (Monetary and Financial Law) was enacted in November 2002 and sets forth the rules and policies governing the Republic's monetary and financial systems. The primary goal of the Monetary and Financial Law is to maintain a stable currency and a sound financial system. The Monetary and Financial Law also created the Monetary and Financial Administration, which regulates the monetary and financial system. The Monetary and Financial Administration is composed of the *Junta Monetaria* (Monetary Board), the Central Bank and the *Superintendencia de Bancos* (Banking Superintendency).

As a result of the banking crisis in 2003 and to facilitate future economic growth and stability, the Fernández administration has developed a number of policy changes and institutional reforms to strengthen the monetary system and the regulatory framework of the financial sector.

The Monetary Board

The role of the Monetary Board is to establish the monetary, exchange rate and financial policies that are implemented by the Central Bank. The Monetary Board oversees the Central Bank and the Banking Superintendency and consists of nine members, specifically:

- three *ex-officio* members (the Governor of the Central Bank, the Ministry of Finance and the Banking Superintendent); and

- six members selected by the President on the basis of their experience and knowledge of the monetary and banking system.

Central Bank

The Central Bank was established in 1947 pursuant to the *Ley Orgánica del Banco Central* (Organic Law of the Central Bank), as restated in 1962 and subsequently amended. The Central Bank is the only entity that can print and issue Dominican currency and is responsible for implementing monetary policy, managing the country's international reserves and supervising foreign exchange. The Fernández administration has made reform of the Central Bank a key policy issue, specifically targeting new measures to ensure the Central Bank's independence and accountability.

Under the Monetary and Financial Law, Central Bank loans to the Government or any other public institution are prohibited, except in the case of national emergencies.

To maintain the Central Bank's international reserves, the Government has implemented a variety of measures, including the issuance of certificates of participation (COPs) to the private sector and the allocation of special drawing rights ("SDRs") from the International Monetary Fund. In 2009, however, the sale of COPs to the public was temporarily suspended, and indirect instruments, such as *letras* and *notas* issued by the Central Bank, have been used to control monetary expansion. In August 2009, the Central Bank received an allocation of SDRs from the IMF equivalent to US$275.3 million, increasing its reserves to US$2.7 billion and liquid reserves to US$1.5 billion.

Reform of the Monetary System and Banking Sector

Following the collapse of Baninter and its subsequent takeover by the Banking Superintendency in 2003, the financial system experienced severe instability provoked by a run on banks by depositors. In the aftermath of the collapse of Baninter and the near insolvency of other financial institutions, the Government moved to rescue depositors, which in turn strained public finances and monetary policy. The broad impact of the financial crisis underscored the necessity of imposing discipline on monetary policy and strengthening the regulatory framework of the financial sector as part of a comprehensive economic reform program. Reform of the monetary and financial systems has been a key policy objective of the Fernández administration.

The following sections provide information about the various inter-related facets of the Dominican monetary and financial system, including detailed information regarding the Fernández administration's numerous policy changes and institutional reforms.

The *Superintendencia de Bancos* currently complies with the recommendations of the IMF and the World Bank under the Financial Sector Assessment Program, or FSAP, conducted in the Republic at the beginning of 2009 and is working to achieve full compliance with FSAP guidelines, having introduced those recommendations in its strategic plan for the period 2009-2011. Furthermore, it is working to achieve compliance with the 25 Basel Core Principles as well as improve and strengthen the practices of the Risk Based Supervision of the financial sector.

Monetary Policy

The Central Bank's monetary policy is intended to control inflation and foster a stable macroeconomic environment. Although the Central Bank does not have direct control over the pace of economic growth or over other economic factors (such as the value of the currency or price levels) it uses various policy tools to accomplish its goals. The Central Bank's policies with respect to the exchange rate are also an important part of the implementation of monetary policy. See "—Foreign Exchange and International Reserves."

From 2007 to 2010, the Central Bank's policy was focused on price stability, while facing several challenges, including the following:

- fostering economic growth;
- maintaining currency values that permitted the Republic's exports and services to be priced competitively against those of Mexico and other countries in Central America and the Caribbean;
- setting banking reserves at levels that safeguarded the health and strength of the financial system while ensuring enough liquidity to foster economic growth;
- increasing net international reserves to support the Peso and expanding the money supply; and
- maintaining the Lombard and overnight rates at levels that can increase credit and foster economic growth.

During 2007, monetary policy decisions were impacted by adverse international financial shocks that affected the economy through the increase of oil and food prices, particularly in the second half of the year. At the same time, the Republic suffered the impact of two storms that destroyed agriculture plantations and vital infrastructure, increasing inflationary pressures. Despite these unfavorable events, inflation ended the year at 8.9% primarily as a result of the active use of open market operations. The quasi-fiscal deficit of the Central Bank continued to decrease, ending 2007 at 1.8% of GDP.

In 2008, monetary policy was more restrictive due to the increase in inflationary pressures as a result of higher commodities prices. The Central Bank increased its policy rate from 7.0% in December 2007 to 9.5% in August 2008 and tightened the reserve requirements for financial intermediaries. These measures provoked an increase of market lending interest rates of 8.6 percentage points and an increase of 6.9 percentage points in savings rates.

In 2009, the global economic crisis changed the economic landscape, creating liquidity constraints and reducing international trade. These changes in international conditions and the deterioration of domestic demand resulted in the relaxation of monetary policy. The policy rate was reduced by 5.5% from 9.5% to 4.0%, the reserve requirement ratio for financial intermediaries was lowered by 2.5 percentage points, from 20.0% to 17% of aggregate deposits and the Central Bank was less active in the weekly auction of bills and reduced significantly the interest rates of COPs issued through the direct window, and later temporarily closed it. These measures led to a reduction of market lending interest rates of 10.1 percentage points and recovery of credit to the private sector, which increased by 9.23% at the end of 2009 as compared to 2008.

In the first nine months of 2010, the Central Bank continued its policies introduced in 2009 in response to the ongoing uncertainty surrounding economic recovery and the global economic crisis. Consequently, the Central Bank did not change the policy rate and the reserve requirements ratio, which remained at 4.0% and 17%, respectively. During this period, market lending rates continued to decline while credit to the private sector surged to an annual rate approaching 19% at the end of September. However, in the fourth quarter of 2010, the Central Bank began to reverse monetary stimulus measures it had enacted, increasing the policy rate by 1% in an effort to reduce the estimated inflationary pressures in 2011 and to keep it within the target range.

In 2011, monetary policy was focused on neutralizing both internal and external inflationary pressures and creating conditions to aid the performance of the Dominican economy. The Central Bank continued with the process of withdrawing monetary stimulus by adjusting the monetary policy rate during the January-May period, from 5.00% in January to 6.75% in June, where it remained until December, seeking to moderate increases in the rate of inflation towards the end of the year. Nonetheless, the increase in international prices of basic goods (mainly food and oil), and adjustments to regulated goods and services, caused the inflation rate to end 2011 above the target range of 5.0% to 6.0%. On an annualized basis, inflation peaked at 10.2% in August and slowed to end the year at 7.8%. During 2011, the Central Bank managed liquidity through higher placements of securities that increased 7.9% compared to December 2010, and increased the outstanding principal balance of certificates to US$6,119.8 million at the end of 2011. Overnight deposits increased 14.2% during the period, reaching a total of US$480.5 million in December 2011. These monetary policy measures made it possible to achieve the consolidated net international reserves and net domestic assets targets set forth in the Stand-By Arrangement with the IMF for 2011.

Supervision of the Financial System

The Banking Superintendency was created in 1947 and forms part of the Monetary and Financial Administration. The Banking Superintendency supervises financial institutions in order to verify their compliance with regulations promulgated under the Monetary and Financial Law.

Rules Governing the Financial System

In 1992, the Banking Superintendency initiated a program with assistance from the IDB to reform its regulatory framework for banking supervision. As part of this program, the Banking Superintendency implemented measures that included the following:

- a capital adequacy ratio that requires capital and reserves as a percentage of risk-weighted assets to equal 10%;
- programs for regulatory on-site audits and periodic reporting requirements that are published in national newspapers, which are intended to ensure that banks comply with regulatory standards;
- uniform accounting rules for the financial system;
- evaluation of market risk based on:
    - liquidity risk, which derives from the incapacity of a financial institution to cover the requested resources generated by its liabilities and other obligations, in both local and foreign currency;
    - interest rate risk, which refers to the potential losses of net income or in the capital base due to the incapacity of the institution to adjust the return on its productive assets (loan portfolio and financial investment) with the fluctuation in the cost of its resources, produced by fluctuations in interest rates; and
    - exchange rate risk, which refers to potential losses that could occur due to short positions or term unbalance of assets and liabilities denominated in foreign currency, in the event of exchange rate movements;

- solvency indicators similar to those proposed under the Basel Accord; and
- a more rigorous method for classifying financial assets in terms of risk.

This method of risk-based classification reduced the number of risk categories and increased the amounts financial institutions are required to reserve in order to mitigate potential losses arising from certain loans ("loan-loss reserves"). With respect to loan-loss reserves, current regulations impose reserve requirements based on risk categories of financial assets. The Banking Superintendency revises its regulations in accordance with international standards and with the goal of increasing the average quality of the financial system's loan portfolio. The current legal reserve requirement mandates that all commercial banks deposit 17% of their aggregate deposits with the Central Bank.

The following tables set forth information regarding loans of the Republic's financial system by risk category and past-due loans by type of institution as of December 31, 2011:

The Dominican Financial System — Past-Due Loans
(as a % of total loans)

	As of December 31, 2011		
	Loans 31-90 days past due[1] [2]	**Loans >90 days past due[1]**	**Total past-due loans[1]**
Commercial banks	0.2%	2.5%	2.7%
Savings and loans associations	0.1%	3.2%	3.3%
Saving and credit banks	0.4%	3.2%	3.6%
Credit corporations	1.1%	11.7%	12.8%
Government-owned financial institution	0.2%	9.5%	9.7%
Total past-due loans	0.2%	2.7%	2.9%%

(1) Includes outstanding principal and interest.
Source: Central Bank

The Dominican Financial System — Loan-Loss Reserve by Type of Financial Institutions

	As of December 31, 2011	
	Loan-Loss reserve by type of financial institution	
	As a % of past-due loans[1]	**As a % of total loans[1]**
Commercial banks	129.2%	3.4%
Savings and loans associations	95.1%	3.1%
Saving and credit banks	121.6%	4.4%
Credit corporations	72.3%	4.4%
Government-owned financial institution	102.9%	10.0%
Total loan-loss reserves	122.2%	3.5%

(1) Includes only outstanding principal.
Source: Central Bank

The Monetary and Financial Law establishes the following minimum capital requirements for financial institutions:

- DOP163.0 million (US$4.4 million) for banks that offer multiple financial services;
- DOP33.0 million (US$0.9 million) for savings and loans; and
- DOP9.0 million (US$0.2 million) for credit corporations.

In addition, the Monetary and Financial Law establishes a contingency fund to be financed with mandatory contributions from financial institutions and managed by the Central Bank. On an annual basis, the contributions must amount to a minimum of 0.1% of each financial institution's total deposits. The fund will serve as insurance for deposits and will insure up to DOP500,000 (US$12,917) per depositor.

Moreover, the Monetary Board has set limits on the aggregate amount that financial institutions may lend to a single person (or group of related persons or institutions) or business, which for unsecured credits may not exceed 10% of the financial institution's total capital and reserves. This percentage increases to 20% for secured credits (e.g., where tangible goods serve as collateral).

Reforms of the Financial System

In response to the banking crisis of 2003, the Government instituted numerous reforms of the financial system. The purposes of these reforms are to strengthen the regulation of domestic banks and to ensure the solvency of the financial system. The reform program included the following measures:

- *Related-Party Lending*. The Monetary Board approved a resolution that regulates lending by financial institutions to related parties to prevent financial institutions from extending credit to related parties on more favorable terms (as measured in installment periods, interest rates and adequacy of collateral) than to non-related parties. "Related parties" are defined as shareholders, members of the board of directors, officers, managers, legal counsel, employees and any other entities that directly or indirectly control a financial institution. Under the resolution:
  - unsecured credit to related parties may not exceed 10% of a financial institution's total assets;
  - credit secured with a first mortgage or equivalent collateral may not exceed 20% of a financial institution's total assets; and
  - loans to managers and employees may not exceed 10% of a financial institution's total assets.
- *Off-Shore Entities*. The Monetary Board imposed requirements on banks that maintain or establish off-shore entities or foreign branches, agencies and offices. To establish a foreign operation, a domestic bank must obtain the authorization of the Monetary Board through the Banking Superintendency. In determining whether to grant such authorization, the Monetary Board considers the financial and operational sufficiency of the financial institution. In addition, domestic banks must provide financial and operating information for their off-shore entities, on an individual and collective basis.
- *Auditor Independence*. The Monetary Board established rules that govern external auditors and their independence with respect to financial institutions and exchange agents. Principal provisions include:
  - an external auditor may not maintain an economic interest in any financial institution that it audits nor provide consulting services to a financial institution that it has been engaged to audit;
  - a member of the audit team may not have served as a consultant or advisor for three years prior to auditing a financial institution;
  - external auditors must be registered with the Banking Superintendency, and a financial institution must notify the Banking Superintendency within 15 days of contracting the services of an external auditor;
  - external auditors must rotate the partners responsible for auditing a financial institution or exchange agency every three years; and
  - external auditors must conform with the International Standards on Auditing.

- *Internal Controls*. External auditors are required to evaluate the internal controls of financial institutions that they audit. Aspects and operations of a financial institution subject to review include:
  - corporate governance;
  - liquidity risk;
  - asset and credit risk assessment;
  - financial and market risk controls;
  - related party, inter-branch and inter-office activities;
  - derivative activities;
  - investment policy;
  - foreign currency transactions;
  - credit and debit cards;
  - registration of deposit instruments; and
  - asset valuation.
- *Capital Adequacy*. The Banking Superintendency established procedures for determining the net worth of domestic banks and re-capitalization. Banks are required to submit audited financial statements to prove compliance with a 10% capital adequacy ratio of risk-weighted assets. Credit market and liquidity risks, considered on a consolidated basis, are subject to this requirement. Any bank that is undercapitalized is required to submit and adhere to a remediation plan.
- *Liquidity Assistance*. The Banking Superintendency has implemented stricter regulation of liquidity assistance to banks. Under this plan, if a bank requests liquidity support exceeding:
  - 20% of its capital, the bank must suspend lending activities;
  - 50% of its capital, the bank must submit a plan to liquidate associated loans within two weeks; or
  - 100% of its capital, the bank's shareholders must pledge their shares as collateral.
- *Non-Bank Financial Institutions*. The Banking Superintendency implemented a plan to strengthen savings and loan associations, government-owned financial institutions and other non-bank financial institutions. As a result, five savings and loans institutions were acquired by other institutions and one institution was closed.
- *Consolidated Financial Statements*. Financial institutions that are part of an economic or financial group and financial intermediaries that directly or indirectly control other entities that provide related services are required to publish consolidated financial statements.
- *Consolidated Supervision*. The Monetary Board enacted measures regarding consolidated supervision with the purpose of assessing the risk of financial conglomerates to determine its capital needs at aggregate levels.

- *Systemic Risk Prevention*. The Monetary Board implemented an exceptional risk prevention program for financial institutions through the creation of a fund with the purpose of protecting depositors and minimizing systemic risk.

- *Financial Services Consumer Protection*. The Monetary Board has established a set of rules to protect consumers' rights in connection with services provided by financial institutions.

- *Banking Superintendency Risk Department*. The Banking Superintendency strengthened its Risk Department in order to provide updated information to financial institutions with respect to debtors' credit history and to reinforce the Banking Superintendency's supervisory authority.

- *Hiring and Training Initiatives*. The Banking Superintendency has implemented a program to train technical personnel and hire highly qualified professionals.

- *Sanctions*. A set of guidelines has been implemented that establishes a legal framework to be used by the Central Bank and the Banking Superintendency for applying and enforcing sanctions set forth in the Monetary and Financial Law. Both the Banking Superintendency and Central Bank are implementing the legal framework on sanctions and the Banking Superintendency is in the process of restructuring the sanctions department.

- *Operational Risks*. On April 2, 2009, the Monetary Board approved a resolution establishing the policies and minimum procedures that entities engaged in financial intermediation must perform to identify, measure, evaluate, monitor and control operational risk.

- *Interest and Charges for Credit Cards*. On December 27, 2011, the Banking Superintendency approved the "Instruction for Calculating Interest and Charges for Credit Cards", in order to establish a uniform methodology to be applied by the financial institutions in the calculation of the interest and fees that are generated by the use of credit cards to ensure equal treatment and protection for users of the payment instrument.

- *Regularization Plans*. On November 24, 2011, the Banking Superintendency approved the "Instruction for Regularization Plans", which provides the basis for the preparation and presentation of the regularization plans required, in compliance to the provisions of Articles 60 and 61 of the Monetary and Financial Law.

- *Risk Based Supervision*. The Banking Superintendency adopted a model of "Risk Based Supervision", establishing an effective system for evaluating the safety and soundness of financial institutions and preserving their financial health through a systematic analysis of their financial situation, the risks assumed, and the internal controls applied by management, in addition to monitoring regulatory compliance. The implementation process of the "Risk Based Supervision" began in 2009 with the adoption of the base model of the Office of the Superintendent of Financial Institutions of Canada (OSFI), and the effective application began in April 2010 through the calibration of the model in four financial institutions. Currently, the model is applied uniformly to all financial intermediaries, taking into consideration their relevant characteristics, nature, range, complexity and risk profile.

- *Development of the Mortgage Market.* Law No. 189-11 for the Development of Mortgage Market and Trust Fund in the Dominican Republic dated July 16, 2011, creates a unified legal framework to promote the development of the mortgage market and securities of the Dominican Republic and incorporates the Trusts, in order to complement the Dominican financial legislation. According to this law, the Monetary Board, the Tax Authorities and the Executive Branch have approved a number of regulations necessary for the law enforcement, such as:

    - Unified Regulation of Securities and Mortgage Instruments dated September 20, 2011.

- o Regulations for Scheduled Savings Accounts for the Acquisition of Affordable Housings dated September 20, 2011.
- o Regulations for Trust Funds dated October 6,2011.
- o Regulation of Collateral Agents dated November 24, 2011.
- o Mortgage Insurance Regulations and Certification of Guarantees dated December 15, 2011.

In January and February 2009, a joint mission of the IMF and the World Bank visited the Republic in order to update the Financial Sector Assessment for the Republic, which had been previously been conducted in 2001. The 2009 Financial Sector Assessment concluded that financial sector indicators show healthy capitalization, provisioning, liquidity and profitability ratios for commercial banks and that Dominican banks were resilient at that time to a moderate economic slowdown, but that some banks would require additional capital to meet regulatory requirements under a more severe economic scenario. In addition, the Financial Sector Assessment noted that substantial progress had been made on many regulatory issues.

Financial Sector

As of December 31, 2011, the Dominican financial sector comprised 72 financial institutions, including:

- 15 commercial banks;
- 25 savings and credit banks;
- 10 savings and loan associations;
- 21 credit corporations; and
- one government-owned financial institution.

As of December 31, 2011, other participants in the financial sector include 33 insurance companies, including the state-owned insurance company *Seguros Banreservas*, five pension funds, including the state-owned pension fund *AFP Reservas*, and the Dominican Republic Stock Exchange.

Banco de Reservas is the state-owned commercial bank and, as of December 31, 2011, ranked first among Dominican commercial banks in terms of total assets. The Government acquired *Banco de Reservas* in 1941. *Banco de Reservas* is subject to the same regulations that govern other commercial banks and provides retail services similar to those provided by private commercial banks. In addition, *Banco de Reservas* receives all deposits of public sector entities and pays all checks issued by the Government. Mr. Vicente Bengoa Albizu is the General Administrator of *Banco de Reservas*.

The following table identifies the number of financial institutions and percentage of loans and deposits corresponding to each category as of the dates indicated.

Number of Financial Institutions and Percentage of Loans and Deposits[(1)]

	As of December 31,						
	2007	2008	2009	2010	2011	Loans	Deposits
Commercial banks	12	12	12	14	15	82.4%	84.8%
Development banks	—	—	—	—	—	—	—
Mortgage banks	—	—	—	—	—	—	—
Savings and loan associations	17	16	13	11	10	12.1	11.7
Financieras	—	—	—	—	—	—	—
Small lending institutions	—	—	—	—	—	—	—
Government-owned financial institutions	5	1	1	1	1	1.1	1.3
Savings and credit banks	24	27	27	25	25	4.0	2.0
Credit corporations	28	23	22	22	21	0.4	0.3
Credit card issuing entities	—	—	—	—	—	—	—
Total	86	79	75	73	72	100.0%	100.0%

(1) Excludes insurance companies and reinsurance companies, private pension funds and the Dominican Republic Stock Exchange.
Source: Banking Superintendency

The following table shows the percentage interest in total assets of the financial system held by various categories of financial institutions as of the dates indicated.

Number of Financial Institutions in Operation and Share of Total Assets of the Financial System[(1)]

	Number of Institutions					Share of Total Assets
	As of December 31,					As of December 31, 2011
	2007	2008	2009	2010	2011	
Commercial banks	11	11	11	14	15	83.02%
Of which:						
Banco de Reservas	1	1	1	1	1	26.84
Savings and loan associations	17	16	13	11	10	12.02
Development banks	—	—	—	—	—	—
Mortgage banks	—	—	—	—	—	—
Financieras	—	—	—	—	—	—
Small lending institutions	—	—	—	—	—	—
Government-owned financial	5	1	1	1	1	1.8
Savings and credit banks	24	27	27	25	25	2.87
Corporate credit	28	23	22	22	21	0.29
Total	86	79	75	74	72	100.0%

(1) Excludes insurance and reinsurance companies, private pensions funds and the Dominican Republic Stock Exchange.
Source: Banking Superintendency

Since 2000, the banking system has experienced significant consolidation, driven principally by the need to increase the range of product offerings and benefits through economies of scale. The most significant acquisitions have included the following (dates refer to the approval of the acquisition by the Monetary Board):

- Banco del Exterior Dominicano by Banco Intercontinental (June 2000);
- Banco Gerencial y Fiduciario by Banco BHD (November 2000);
- Banco Metropolitano by Banco Dominicano del Progreso (December 2000);

- Banco Osaka by Banco Intercontinental (November 2001);
- Banco Global by Banco Mercantil (June 2002); and
- Banco BHD acquired significant assets and liabilities from Republic Bank Limited (October 2006).

After the collapse of Baninter in 2003, two other domestic commercial banks, Bancrédito and Banco Mercantil, experienced severe liquidity problems and were later acquired by other banks. Bancrédito was acquired by Banco Profesional and Banco Mercantil by Trinidad and Tobago-based Republic Bank Limited, which was later acquired by Banco BHD in October 2006.

There are no restrictions for foreign direct investment in the banking system if a foreign bank establishes a branch or subsidiary in the Dominican Republic. Currently, Citibank and Bank of Nova Scotia are the only foreign banks with branches in the Dominican Republic and Banesco Banco Multiple S.A. is the only foreign bank with a subsidiary in the Dominican Republic, although several Dominican banks, such as Bancamérica, BellBank, Empire Bank and Promérica have foreign investors as majority shareholders.

The following table sets forth the total gross assets of the Dominican financial system for the periods indicated:

Total Gross Assets of Dominican Financial System[(1)]
(in millions of current DOP and % change from prior year)

	Financial System		Commercial Banks	
As of December 31,	**DOP**	**Growth rate (%)**	**DOP**	**Growth rate (%)**
2007	536,455.47	14.26	438,578.44	17.31
2008	597,727.51	11.42	486,748.56	10.98
2009	675,416.84	13.00	548,015.02	12.59
2010	777,016.69	15.04	637,652.25	16.36
2011	890,222.68	14.57	739,081.93	15.91

(1) Excludes insurance companies and reinsurance companies, private pension funds and the Dominican Republic Stock Exchange.
Source: Banking Superintendency

Total Gross Assets of Dominican Financial System[(1)]
(in millions of US$ and % change from prior year)

	Financial System		Commercial Banks	
As of December 31,	**US$**	**Growth rate (%)**	**US$**	**Growth rate (%)**
2007	15,920.5	13.5	13,015.7	16.6
2008	16,949.4	6.5	13,802.4	6.0
2009	18,696.3	10.3	15,169.6	9.9
2010	20,804.9	11.3	17,073.4	12.5
2011	22,988.7	10.5	19,085.7	11.8

(1) Based on the weighted exchange rate at period end. Excludes insurance companies, private pension funds and the Dominican Republic Stock Exchange.
Source: Banking Superintendency

In the period from 2007 to 2011, the private sector received on average 90.4% of the total loans issued by the financial system, while the public sector received the remaining 9.6%. Major private sector borrowers included companies engaged in wholesale and retail trade (20.1% of total loans from 2007 to 2011), construction (6.9% of total loans from 2007 to 2011) and manufacturing (5.8% of total loans from 2007 to 2011). The following tables set forth information regarding the allocation of loans to each sector of the economy.

Loans of the Financial System by Sector
(in millions of US$)

	As of December 31,				
	2007	2008	2009[(1)(2)]	2010[(2)]	2011[(2)]
Private Sector:					
Manufacturing	562.6	615.8	632.5	679.0	784.8
Mining	13.7	26.8	25.1	27.2	40.5
Agriculture	410.2	433.5	557.3	681.2	751.8
Construction	581.6	700.7	661.8	1,028.4	1,008.3
Electricity, gas and water	45.5	56.8	90.7	119.9	103.2
Wholesale and retail trade	1,986.9	1,928.1	2,079.1	2,515.5	2,981.6
Loans to individuals	4,178.8	4,524.8	5,068.3	5,641.7	6,194.2
Transportation, warehousing and communications	63.8	145.5	168.7	207.0	207.4
Other	479.8	563.9	507.3	498.6	463.6
Total private sector loans	8,322.8	8,996.0	9,790.8	11,398.6	12,535.4
Total public sector loans	685.2	1,207.9	1,562.9	1,052.9	866.7
Total loans	9,008.00	10,203.93	11,353.72	12,451.54	13,402.07

(1) Since 2009 includes information from Credit & Loans Cooperatives
(2) Preliminary data.
Source: Central Bank

Loans of the Financial System by Sector
(as a % of total loans)

	As of December 31,				
	2007	2008	2009[(1)(2)]	2010[(2)]	2011[(2)]
Private Sector:					
Manufacturing	6.2	6.0	5.6	5.5	5.9
Mining	0.2	0.3	0.2	0.2	0.3
Agriculture	4.6	4.2	4.9	5.5	5.6
Construction	6.5	6.9	5.8	8.3	7.5
Electricity, gas and water	0.5	0.6	0.8	1.0	0.8
Wholesale and retail trade	22.1	18.9	18.3	20.2	22.2
Loans to individuals	46.4	44.3	44.6	45.3	46.2
Transportation, warehousing and communications	0.7	1.4	1.5	1.7	1.5
Other	5.3	5.5	4.5	4.0	3.5
Total private sector loans	92.4	88.2	86.2	91.5	93.5
Total public sector loans	7.6	11.8	13.8	8.5	6.5
Total loans	100.0	100.0	100.0	100.0	100.0

(1) Since 2009 includes information from savings and loans associations.
(2) Preliminary data.
Source: Central Bank

The following table sets forth bank credit by currency for the years shown.

Bank Credit by Currency
(as a % of total credit)

As of December 31,	Private Commercial Banks		*Banco de Reservas*	
	DOP	Foreign Currency	DOP	Foreign Currency
2007	57.7	9.9	24.7	7.7
2008	51.5	13.1	26.5	8.9
2009	51.3	13.1	26.7	8.9
2010	55.6	12.6	21.5	10.3
2011	63.6	12.5	18.1	5.8

Source: Banking Superintendency

Foreign currency lending is extended mainly to sectors that generate foreign currency revenues, such as tourism, free-trade zones and export-oriented activities. As of December 31, 2011, foreign currency lending was 12.5% of total credit extended by private commercial banks.

Even though commercial lending usually is in the form of medium-term loans and short-term lines of credit in the Dominican Republic, private commercial banks also make available long-term financing to the private sector, primarily in foreign currency, with resources obtained from foreign development banks and multilateral lending institutions. Private development banks and the Agricultural Bank offer medium- and long-term loans to finance projects in some sectors, such as agriculture, tourism, manufacturing, services and transportation. Savings and loan associations provide medium and long-term loans for residential housing and also provide resources to the construction and tourism sectors.

The following tables set forth information regarding loans of the banking system by risk category and past-due loans by type of institution, as of as of December 31, 2011.

Classification of aggregate assets of the Dominican Financial System
(as a % of total loans)

	As of December 31, 2011			
Category	Commercial loans	Consumer loans	Mortgage loans	Total
A	50.41	91.82	91.84	67.12
B	17.86	3.16	3.82	12.05
C	14.20	1.94	2.36	9.33
D	12.36	1.58	0.83	7.88
E	5.18	1.51	1.16	3.63
Total	100.0%	100.0%	100.0%	100.0%

Source: Banking Superintendency

Solvency Index in the Banking System
(values in %)

As of December 31,	
2007	12.8
2008	13.4
2009	13.8
2010	13.0
2011	14.6

Source: Banking Superintendency

Since 1991, interest rates in the Republic have floated freely based on supply and demand, although the Central Bank engages in open market operations to influence interest rates in accordance with its monetary policy. For a discussion of the Central Bank's activities in this regard, see "—Monetary Policy."

During 2011, liquidity in the financial sector decreased due to the rise in interest rates discussed under "The Monetary System—Monetary Policy." As a result, the annual rate of private credit growth in local currency decreased from approximately 19.5% at the end of 2010 to approximately 14.0% at the end of 2011.

The following table sets forth information on interest rates charged by commercial banks on loans for the periods indicated.

Interest Rates on Commercial Bank Loans[(1)]
(in annual %, nominal unless otherwise indicated)

	As of December 31				
	2007	**2008**	**2009**	**2010**	**2011**
Loans of:					
0-90 days	14.4	17.9	16.5	9.4	12.7
91-180 days	14.7	18.2	16.1	9.8	13.1
181-360 days	16.0	20.2	16.6	11.0	15.0
Weighted average	15.7	20.0	17.7	12.2	15.7
Real	6.8	15.5	11.9	5.9	9.4
Prime rate	11.5	16.0	12.1	8.2	12.0

(1) Includes banks authorized to offer multiple banking services. Refers to annual average.
Source: Central Bank

The following table sets forth information on interest rates applicable to deposits for the periods indicated.

Interest Rates on Deposits Paid by Commercial Banks[(1)]
(in annual %, nominal unless otherwise indicated)

	As of December 31,				
	2007	**2008**	**2009**	**2010**	**2011**
Deposits for:					
30 days	6.3	8.7	7.0	3.6	6.5
60 days	6.6	11.2	7.8	4.9	7.2
90 days	7.0	10.8	7.5	4.8	8.0
180 days	7.5	12.1	7.9	5.2	8.2
360 days	7.7	11.2	6.9	5.6	8.2
Weighted average	7.0	10.5	7.5	4.8	7.6
Real	(1.9)	6.0	1.7	(1.4)	1.3
Savings	3.1	3.0	2.9	2.7	2.7

(1) Includes banks authorized to offer multiple banking services. Refers to annual average.
Source: Central Bank

Liquidity and Credit Aggregates

There are several money-supply measures currently in place in the Republic. The most significant are Ml, M2 and M3, which generally are composed of the following:

- Ml: currency held by the public plus demand deposits in domestic currency;
- M2: M1 plus savings and time deposits in domestic currency (including financial certificates); and
- M3: M2 plus savings and time deposits in foreign currency.

The sources for the monetary base are net international reserves plus net internal credit of the Central Bank and its uses are all reserves held by the Central Bank and all currency in circulation. Bank reserves are included in measure of the money supply published by the Central Bank.

The following table sets forth growth in M1, M2 and M3 according to new data released by the Central Bank in 2010 within the framework of an IMF data harmonization project for Central America and the Republic.

Selected Monetary Indicators
(% change from prior year)[1]

	As of December 31,				
	2007	2008	2009	2010	2011[2]
M1	26.5	(8.0)	18.2	9.4	4.9
M2	17.5	4.4	13.9	9.8	10.3
M3	16.9	5.1	13.2	12.3	12.7

(1) Changes based on figures in DOP.
(2) Preliminary data.
Source: Central Bank

From 2007 to 2011, the Republic's monetary base grew at an annual average rate of 7.7% . This increase was driven by the growth in net international reserves of the Central Bank, which increased from US$2,394.9 million in 2007 to US$3,637.9 million in 2011. M1, M2 and M3 increased sharply at an average annual rate of 10.3%, 11.2% and 12.0%, respectively, during this period. In 2009, these monetary aggregates fully recovered from the slowdown experienced in 2008, growing at rates of 18.1%, 13.9% and 13.2% respectively, due to the effects of expansive monetary measures taken by the Central Bank during the year. In 2010, these monetary aggregates grew at rates similar to those recorded in 2009. However, in 2011, they decelerated in connection with the change in the Central Bank's monetary policy targeting, growing at 4.9%, 10.3% and 12.7%, respectively.

The following table sets forth the composition of the Republic's monetary base (expressed in terms of the Central Bank's monetary liabilities) and international reserves as of the dates indicated.

Monetary Base and Central Bank's International Reserves

	As of December 31,				
	2007	2008	2009	2010	2011[1]
Monetary base (millions of DOP)	121,953.72	134,189.72	138,393.11	145,233.87	155,124.67
Currency in circulation and cash in vaults at banks (millions of DOP)	62,290.89	62,470.42	70,162.31	74,032.26	78,220.54
Commercial banks deposits at Central Bank (millions of DOP)	59,662.83	71,719.30	68,230.80	71,201.61	76,904.13
Broad monetary base (millions of DOP)	176,691.80	181,787.42	187,280.05	209,752.98	225,928.49
Gross international reserves (millions of US$) (2)	2,946.20	2,662.10	3,307.10	3,765.40	4,098.45
Net international reserves (millions of US$) (2)	2,394.90	2,175.52	2,851.90	3,342.70	3,637.90
Exchange rate (DOP/US$)	33.94	35.26	36.06	37.42	38.72

(1) Preliminary data.
(2) Based on the period-end exchange rate.
Source: Central Bank

The following table sets forth liquidity and credit aggregates as of the dates indicated.

Liquidity and Credit
(in millions of US$)[1]

	As of December 31,				
	2007	2008	2009[2]	2010[2]	2011[3]
Monetary aggregates[1]					
Monetary Base	3,593.22	3,805.72	3,838.13	3,880.92	4,005.87
Ml	4,107.17	3,638.29	4,205.28	4,434.33	4,497.04
M2	11,248.46	11,291.57	12,574.99	13,309.51	14,183.97
M3	13,856.07	14,019.01	15,515.68	16,785.84	18,273.61
Credit by sector[1]					
Public sector	685.18	1,207.93	1,562.94	1,052.95	866.68
Private sector	8,322.78	8,995.87	9,790.78	11,398.59	12,535.40
Total credit aggregates	9,007.96	10,203.80	11,353.72	12,451.54	13,402.07
Deposits[1]					
Local currency	6,342.59	6,024.97	7,164.15	7,835.93	8,562.50
Foreign currency	2,739.13	2,799.41	3,013.49	3,811.09	4,149.27
Total deposits	9,081.71	8,824.38	10,177.65	11,647.02	12,711.78

(1) Based on the official period-end exchange rate.
(2) Since 2009 includes information from Credit & Loans Cooperatives.
(3) Preliminary data.
Source: Central Bank

Inflation

In 2007, the inflation rate increased to 8.9% although it was still in the range of targets established by the IMF in the Stand-by Arrangement in effect at that time. At December 31, 2008, the rate of inflation was 4.5%, 5.8% at December 31, 2009, and 6.2% at December 31, 2010. The inflation rate for 2011 was 7.8%, which exceeded the Central Bank's target range of 5.0%–6.0% for the year, as established in the *Programa Monetario del Banco Central 2011* (Central Bank Monetary Program of 2011).

The following table shows changes in the CPI for the periods indicated.

	Consumer Price Index[1]	
	End of period	Average
	(% change)	
As of December 31,		
2007	8.9	6.1
2008	4.5	10.6
2009	5.8	1.4
2010	6.2	6.3
2011	7.8	8.5

(1) For a description of how the CPI and its rates of change are calculated, see "Defined Terms and Conventions—Certain Defined Terms."
Source: Central Bank

Foreign Exchange and International Reserves

Foreign Exchange

In 1991, the Republic adopted a flexible foreign exchange rate regime that remains in effect. Prior to 1991, the Republic fixed the official exchange rate but devalued the currency periodically. At present, pursuant to resolutions issued by the Monetary Board, the exchange rate system operates with a unified and flexible exchange rate and a foreign exchange market operated by the Central Bank, financial institutions and exchange agents.

When the Dominican peso came into existence in 1947, the Republic had a fixed exchange rate system with an exchange rate of DOP1.00/US$l.00. The refusal to devalue the currency in the 1960s stimulated the creation of a parallel foreign exchange market and the gradual transfer of current account transactions from the official market to the parallel market. In 1985, the exchange rates of both markets were aligned and the process of transferring the current account transactions from the official market to the parallel market continued. This transfer process was completed in 2003.

Since February 2003, the private foreign exchange market has performed all foreign exchange transactions.

The free market exchange rate reflects the supply and demand of foreign currency. The Central Bank does not impose limits on the extent to which the free market exchange rate can fluctuate.

Sources of foreign exchange for the private foreign exchange market include:

- tourism;
- free trade zones;
- remittances;
- exports of goods;
- foreign direct investment; and
- private-sector foreign-currency denominated loans.

The following table shows the peso/U.S. dollar exchange rates for the dates and periods indicated.

Exchange Rates
(DOP per US$)

	As of December 31,				
	2007	**2008**	**2009**	**2010**	**2011**
End of period (spot market)[1]	33.94	35.26	36.06	37.42	38.72
End of period (financial intermediaries)[2]	33.70	35.27	36.13	37.35	38.71
Exchange rate differential (in % of the financial intermediaries rate)	+0.71%	-0.03%	-0.19%	0.19%	0.03%
Year average (spot market) [3]	33.02	34.42	35.90	36.75	38.02
Year average (financial intermediaries) [4]	32.99	34.40	35.89	36.75	38.01
Exchange rate differential (in % of the financial intermediaries rate)	0.09%	0.06%	0.03%	0.00%	0.03%

(1) Exchange rate in the spot market (financial intermediaries, exchange agents and exchange and remittances agents) for the last business day of the year.
(2) Average of the daily purchase exchange rate by the financial intermediaries for the last month of the year.
(3) Average of the daily purchase exchange rate in the spot market (financial intermediaries, exchange agents and exchange and remittances agents) for the year.
(4) Average of the daily purchase exchange rate by financial intermediaries for the year.
Source: Central Bank

The spot market exchange rate reported by the Central Bank corresponds to the weighted average of the daily transactions made by authorized financial institutions, exchange agents and remittances agents. As a result, there is only a minor difference between the Central Bank exchange rate and the rate reported by financial intermediaries. The Central Bank expects to maintain a flexible floating exchange rate system and only intervenes in the foreign exchange market as necessary to achieve the Government's monetary policy and to avoid excessive volatility in the prevailing exchange rate.

The Dominican peso experienced the following trends in the period from 2007 to 2011:

- between 2007 and 2008, the peso depreciated against the dollar in a controlled and gradual manner;
- during 2009, the exchange rate remained relatively stable;
- during 2010, the peso depreciated 3.8% against the dollar due to financial and expansive monetary policies implemented by the Central Bank in the first three quarters of 2010; and
- during 2011, the peso depreciated 3.5% against the dollar in the context of an increase in the Central Bank's net international reserves and higher external inflation.

International Reserves

The Central Bank's net international reserves increased to US$3,637.9 million as of December 31, 2011 from US$2,394.9 million as of December 31, 2007.

The following table shows the composition of the international reserves of the Republic's banking system as of the dates indicated.

Net International Reserves of the Banking System
(in millions of US$ at period end)

	As of December 31,				
	2007	**2008**(1)	**2009**(1)	**2010**(1)	**2011**(1)
Central Bank					
Assets(2)	2,946.2	2,662.1	3,307.1	3,765.4	4,098.4
Liabilities	551.3	486.6	455.2	422.7	460.5
Total (assets less liabilities)	2,394.9	2,175.5	2,851.9	3,342.7	3,637.9
Banco de Reservas					
Assets	183.3	205.3	195.6	210.3	120.4
Liabilities	80.0	193.8	187.7	342.3	363.5
Total (assets less liabilities)	103.3	11.5	8.0	(132.0)	(243.1)
Private banks					
Assets	1,280.2	912.7	880.2	643.7	608.1
Liabilities	120.4	236.8	191.1	303.5	450.2
Total (assets less liabilities)	1,159.8	675.8	689.1	340.3	157.9
Net international reserves of the banking system	3,658.0	2,862.8	3,549.0	3,551.0	3,552.7
Memorandum items:					
Gross assets of the Central Bank	3,172.7	3,278.7	3,927.7	4,376.1	4,703.2
Gross reserves of commercial banks	1,463.4	1,118.0	1,075.9	854.0	728.5
Gross reserves of the banking system	4,636.1	4,396.7	5,003.6	5,230.1	5,431.7
Gross reserves of the Central Bank (in months of total imports)	2.8	2.5	3.8	3.4	3.2
Gross reserves of the banking system (in months of total imports)(3)	4.1	3.3	4.9	4.1	3.7

(1) Preliminary data.
(2) Gross international reserves.
(3) As a ratio of total gross reserves of the banking system (*i.e.*, Central Bank, *Banco de Reservas* and other commercial banks) to total monthly imports. Imports are imports of goods and non factor services.
Sources: IMF and Central Bank

The assets and liabilities of both the Central Bank and commercial banks are defined using residence criteria, following the methodology established in the Financial and Monetary Statistics Manual. Therefore, they do not include all assets and liabilities denominated in foreign currency, but instead all assets and liabilities in which the counterparty is a non-resident of the Dominican Republic (regardless of the currency).

In the period from 2007 to 2011, the Central Bank's gross international reserves, measured in terms of total monthly imports (*i.e*., the ratio of the Central Bank's gross reserves to total monthly imports of goods and non factor services) grew from 2.8 months at December 31, 2007 to 3.2 months at December 31, 2011. Since all balance of payment transactions are covered by financial institutions and exchange agents, a more relevant figure for the Dominican economy is the ratio of total gross reserves of the banking system (*i.e*., Central Bank, *Banco de Reservas* and other commercial banks) to monthly imports. This ratio was 3.7 to 1 times as of December 31, 2011.

Gold Reserves

At December 31, 2011, the total amount of gold reserves of the Central Bank was approximately US$28.0 million, as compared to US$15.3 million at December 31, 2007.

Securities Markets

The Securities Market Law, approved in 2000, created a regulatory framework for the Dominican securities market. In 2003, the *Superintendencia de Valores de la República Dominicana* (the "Dominican Securities

Superintendency”), established by the Securities Market Law, began operating. It is responsible for promoting, regulating and supervising the Dominican securities market.

The Republic has one securities exchange, the *Bolsa de Valores de la República Dominicana* (Dominican Republic Stock Exchange), which has been in operation since 1991. The Dominican Republic Stock Exchange is a private institution that has been subject to regulation by the Dominican Securities Superintendency since October 2003.

The primary activity of the Dominican Republic Stock Exchange has been the public trading of commercial paper and bond instruments. Since 1997, when the Dominican Republic Stock Exchange became a national exchange, only private sector commercial paper has traded on the Dominican Republic Stock Exchange. The trading volume in the Dominican Republic Stock Exchange has increased steadily since 2007, from approximately US$459.9 million at December 31, 2007 to US$1.8 billion at December 31, 2011.

PUBLIC SECTOR FINANCES

Consolidated Public Sector

The Dominican public sector consists of the Central Government, the provincial and municipal governments, non-financial public sector institutions, which include non-financial state-owned enterprises and government agencies such as the *Instituto Nacional de Estabilización de Precios* (National Institute for Price Stabilization), and financial public sector institutions, such as the Central Bank and *Banco de Reservas*.

The Fernández administration sought to impose fiscal discipline by adopting policies that addressed both the expenditure and revenue sides of the fiscal accounts. The Government committed to make several fiscal and monetary reforms, including:

- four tax reforms that went into effect from October 2004 through June 2011. See "—Tax Regime";
- improving the quality of public expenditures and tailoring subsidies to protect the most vulnerable sectors;
- reducing public indebtedness and implementation of a financing strategy to resolve short term liquidity problems experienced by the Government, including reducing subsidies to the electricity sector. See "The Economy— Principal Sectors of the Economy—Secondary Production—Electricity, Gas and Water—Electricity"; and
- reforms of the financial management system to improve accuracy of public information.

Central Government

The Central Government encompasses the executive branch, the ministries, and various government agencies such as the *Dirección General de Impuestos Internos* (Internal Revenue Agency) and the *Dirección General de Aduanas* (Customs Agency).

During the period from 2007 through 2011, the Central Government has generally recorded deficits in its fiscal balance, which generally have been covered with internal and external financing. In 2007, however, the Central Government reached a surplus of US$33.8 million, or 0.1% of GDP. However, in 2008 the fiscal balance deteriorated, reaching a deficit of US$1,595.6 million, or approximately 3.5% of GDP. This deterioration was the result of several factors, including lower economic growth which resulted in decreased tax revenue, high subsidies for propane gas, electricity and commodities due to higher international prices for these materials, and higher expenditures due in part to damage caused by six tropical storms. In 2009, the Central Government's fiscal deficit reached 3.5% of GDP. Total fiscal revenue, including grants, in 2009 was US$6.4 billion (13.7% of GDP) and expenditures totaled US$7.1 billion (15.3% of GDP). The 2009 deficit was mainly due to the fiscal stimulus adopted in the second half of 2009 to offset the effects of the global economic crisis, which led to a significant decrease in revenues in 2009. In 2010, total fiscal revenue, including grants, was US$7.1 billion (13.6% of GDP) and expenditures totaled US$7.4 billion (14.3% of GDP). In 2011, total fiscal revenue, including grants, reached US$7.5 billion (13.5% of GDP), while expenditures totaled US$7.8 billion (14.0% of GDP), for an overall deficit of US$1.5 billion (2.6% of GDP).

The Government derives its revenues primarily from tax collection and import tariffs. Although they are not recurrent revenue sources, the Government has also received transfers from the national lottery and dividends from companies in which the Government has an ownership interest.

Total Central Government revenues, including grants, decreased in 2008, reflecting a 1.9 percentage point reduction as a share of GDP compared to 2007 as a result of the deceleration of the Dominican economy in that year. In 2009, the Central Government's fiscal revenue was 2.2 percentage points lower as a share of GDP than in 2008. This decrease in revenues was due primarily to the tax collection rate, which was 1.9 percentage points lower than the rate recorded during 2008. In 2010, total revenue, including grants, was 10.3% higher than the revenue collected during 2009, although as a share of GDP it reflected a minimal increase of 0.1%. This slight improvement in revenue

collection corresponds with a recovery of economic activity, including increased revenues from international trade. In 2011, total fiscal revenue, including grants, increased 6.2% in comparison to 2010, while it decreased 0.1 percentage point as a percentage of GDP. The increase in revenue was mainly due to the series of measures, including the 2011 Tax Reform, which the Government implemented to achieve the tax revenue goal of 15.0% of GDP as agreed in the Stand-by Arrangement with the IMF. See "—Tax Regime."

In 2009, the Government registered tax revenues of US$6.1 billion compared to US$6.9 billion in 2008, representing a decrease of 10.5%. In 2010, tax revenue amounted to US$6.6 billion, 8.1% higher than the amount registered in 2009. In 2011, tax revenue was 8.3% higher than in 2010, amounting to US$7.2 billion. During 2011, the primary sources of tax revenue were:

- the VAT, which accounted for 32.0% of total revenue;
- income and property tax, including social security contributions, which accounted for 29.3% of total revenue;
- excise taxes, which accounted for 27.9% of total revenue; and
- taxes and tariffs on international trade, which accounted for 8.2% of total revenue.

It must be noted that as of June 30, 2006, the foreign exchange commission, which in 2005 had accounted for 52.9% of revenues from taxes on international trade, was eliminated in order for the Republic to qualify for membership in the DR-CAFTA. Along with the signing of other trade agreements and the elimination of tariffs, this measure triggered a shift in the Dominican tax system and collection passed from being highly dependent on taxes and tariffs on international trade to internal consumption taxes.

Government expenditures consist primarily of:

- wages and salaries paid to public sector employees;
- interest payments on debt;
- purchases of goods and services;
- public investment; and
- transfers to public sector entities (in particular CDEEE) and to the private sector (primarily in the form of consumer subsidies of propane gas and electricity).

Overall spending by the Central Government for 2008 totaled US$8.9 billion, or 19.5% of GDP. In 2009, overall spending by the Central Government totaled US$7.9 billion, approximately 9.3% lower than in 2008. In 2010, overall spending by the Central Government totaled US$8.5 billion, or 16.5% of GDP. In 2011, overall spending by the Central Government totaled US$9.0 billion, or 16.1% of GDP. The Government's long-term objectives to improve fiscal management include the following measures:

- continuing the Reform of Public Financial Administration laws;
- subjecting public purchases, contracts and other public procurement to strict public tender rules based on international standards, and introducing an electronic procurement system;
- establishing a single treasury account to improve cash-flow management and budgetary projections and execution;

- implementing the reforms of the Government's financial management system to improve the accuracy of budgetary information;

- adopting consolidated guidelines to consolidate certain functions currently shared by the *Ministerio de Hacienda* (Ministry of Finance) and the *Ministerio de Economía, Planificación y Desarrollo* (Ministry of Economy, Planning and Development) in matters of fiscal policy; and

- maintaining debt sustainability of between 30% and 35% of GDP.

The following table sets forth information regarding fiscal accounts for the periods indicated.

Fiscal Accounts
(in millions of US$ and as a % of GDP, at current prices)

	As of December 31,									
	2007		2008		2009		2010[1]		2011[1]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Central Government										
Total revenues and grants:										
Tax revenues	6,587.2	16.0	6,850.1	15.0	6,131.9	13.1	6,625.8	12.8	7,174.1	12.9
Income and property, *of which:* [2]	2,005.6	4.9	2,075.3	4.5	1,836.9	3.9	1,866.8	3.6	2,158.8	3.9
Income	1,695.2	4.1	1,722.8	3.8	1,534.2	3.3	1,507.1	2.9	1,747.6	3.1
Property	310.4	0.8	352.5	0.8	302.7	0.6	359.7	0.7	411.2	0.7
VAT	2,024.3	4.9	2,155.7	4.7	1,944.3	4.2	2,223.7	4.3	2,353.7	4.2
Excises, *of which:*	1,850.3	4.5	1,898.3	4.2	1,740.0	3.7	1,899.4	3.7	2,057.5	3.7
Fuel tax	906.2	2.2	983.4	2.2	845.1	1.8	939.7	1.8	1,058.6	1.9
International trade, *of which*:	704.3	1.7	720.2	1.6	610.5	1.3	635.8	1.2	604.2	1.1
Import duties	587.0	1.4	614.4	1.3	509.0	1.1	529.4	1.0	495.1	0.9
Export duties	2.5	–	3.7	–	3.7	–	4.0	–	4.8	–
F/X commission [3]	7.0	–	5.4	–	1.2	–	1.9	–	–	–
Other	107.7	0.3	96.7	0.2	96.6	0.2	100.5	0.2	104.3	0.2
Other taxes:	2.7	–	0.7	–	0.1	–	–	–	–	–
Non-tax revenue	545.2	1.3	311.6	0.7	162.2	0.3	302.3	0.6	192.2	0.3
Capital revenue	–	–	–	–	0.3	–	0.4	–	0.2	–
Total revenue	7,132.4	17.3	7,161.8	15.7	6,294.4	13.5	6,928.4	13.4	7,366.5	13.2
Grants	175.3	0.4	84.5	0.2	98.1	0.2	122.2	0.2	120.6	0.2
Total revenue and grants	7,307.7	17.7	7,246.3	15.9	6,392.5	13.7	7,050.6	13.6	7,487.1	13.5
Primary expenditures:										
Wages and salaries	1,465.3	3.6	1,705.2	3.7	1,905.9	4.1	1,962.5	3.8	2,078.0	3.7
Goods and services	1,019.3	2.5	923.1	2.0	823.4	1.8	937.3	1.8	891.7	1.6
Transfers, *of which*:	2,180.2	5.3	3,232.0	7.1	2,586.6	5.5	2,672.2	5.2	2,797.8	5.0
Electricity transfers	447.7	1.1	1,117.0	2.4	663.8	1.4	648.2	1.3	687.2	1.2
Capital expenditure	1,905.1	4.6	2,345.1	5.1	1,670.4	3.6	1,964.2	3.8	2,014.2	3.6
Domestically-financed	1,023.1	2.5	1,557.1	3.4	1,264.6	2.7	1,004.7	1.9	980.7	1.8
Externally-financed	881.4	2.1	788.0	1.7	405.8	0.9	959.5	1.9	1,033.5	1.9
Statistical discrepancy [4]	33.5	0.1	(95.2)	(0.2)	146.1	0.3	(153.0)	(0.3)	(11.8)	–
Primary expenditures[4]	6,603.4	16.0	8,110.2	17.7	7,132.4	15.3	7,383.2	14.3	7,769.9	14.0
Primary balance	704.3	1.7	(863.9)	(1.9)	(739.9)	(1.6)	(332.6)	(0.6)	(282.8)	(0.5)
Interest:										
Foreign	381.1	0.9	348.2	0.8	314.5	0.7	330.4	0.6	393.3	0.7
Domestic[5]	289.3	0.7	383.5	0.8	574.8	1.2	642.1	1.2	784.2	1.4
Interest	670.5	1.6	731.8	1.6	889.2	1.9	972.4	1.9	1,177.5	2.1
Overall balance	33.8	0.1	(1,595.6)	(3.5)	(1,629.1)	(3.5)	(1,305.0)	(2.5)	(1,460.4)	(2.6)
Rest of the non-financial public sector										
Overall balance rest of NFPS[6]	9.1	–	(151.6)	(0.3)	146.3	0.3	(194.9)	(0.4)	(310.4)	(0.6)
Non-financial public sector										
Overall balance NFPS:										
Primary balance	713.4	1.7	(1,015.4)	(2.2)	(593.6)	(1.3)	(527.5)	(1.0)	(593.2)	(1.1)
Interest	670.5	1.6	731.8	1.6	889.2	1.9	972.4	1.9	1,177.5	2.1
Overall balance NFPS	43.0	0.1	(1,747.2)	(3.8)	(1,482.8)	(3.2)	(1,499.9)	(2.9)	(1,770.7)	(3.2)
Financing NFPS:										
External financing	213.0	0.5	690.9	1.5	983.5	2.1	1,781.3	3.4	1,724.7	3.1
Domestic financing	(255.9)	(0.6)	1,056.3	2.3	499.3	1.1	(281.4)	(0.5)	46.0	0.1
Financing NFPS	(43.0)	(0.1)	1,747.2	3.8	1,482.8	3.2	1,499.9	2.9	1,770.7	3.2
Quasi-fiscal deficit of the Central Bank										
Quasi-fiscal balance of the central bank	(753.9)	(1.8)	(601.3)	(1.3)	(624.6)	(1.3)	(631.9)	(1.2)	(713.3)	(1.3)
of which non-interest	41.2	0.1	264.5	0.6	321.7	0.7	316.4	0.6	340.9	0.6
Combined public sector										
Primary balance	754.6	1.8	(750.9)	(1.6)	(271.9)	(0.6)	(211.1)	(0.4)	(252.3)	(0.5)
Interest	1,465.5	3.6	1,597.5	3.5	1,835.5	3.9	1,920.7	3.7	2,231.8	4.0
Combined public sector balance	(710.9)	(1.7)	(2,348.5)	(5.1)	(2,107.4)	(4.5)	(2,131.9)	(4.1)	(2,484.1)	(4.5)
Memorandum items:										
Interest for central bank recapitalization	177.8	0.4	266.5	0.6	360.3	0.8	393.4	0.8	495.4	0.9
Primary spending excl. electricity and gas	6,155.7	14.9	6,993.2	15.3	6,468.5	13.8	6,735.0	13.0	7,082.7	12.7
Overall spending by central government	7,240.3	17.6	8,937.1	19.5	7,875.5	16.9	8,508.7	16.5	8,959.2	16.1
GDP	41,228.1	—	45,717.6	—	46,711.6	—	51,657.6	—	55,666.0	—

(footnotes on next page)

(1) Preliminary data.
(2) Includes social security contributions. Amounts for 2007 and 2008 include the capital gains windfall from the sales of Verizon to Claro (0.5% of GDP) and of Brugal to Edgrinton (0.3% of GDP).
(3) The Foreign Exchange Commission was eliminated in 2006; thus any revenue the Government received from 2007 onward relates to surcharges for this commission.
(4) Primary expenditures include the difference between the financing below the line and the overall balance registered above the line.
(5) Includes interest payments on Central Bank recapitalization bonds.
(6) Including electricity distribution companies (Edenorte, Edesur and Edeeste).

Tax Regime

All taxes in the Republic are collected through three agencies: *Dirección General de Impuestos Internos* (Internal Revenue Agency, *Dirección General de Aduanas* (Customs Agency), and *Tesorería Nacional* (National Treasury). The following table sets forth the composition of the Republic's tax revenues for the periods indicated.

Current Revenue of the Republic
(excludes financing and grants)
(as a % of total revenue)

	As of December 31,				
	2007	**2008**	**2009**	**2010**	**2011[(1)]**
Tax revenue	92.4	95.6	97.4	95.6	97.4
Income tax[(2)]	23.8	24.1	24.4	21.8	23.7
Property tax	4.4	4.9	4.8	5.2	5.6
VAT	28.4	30.1	30.9	32.1	32.0
Excises	25.9	26.5	27.6	27.4	27.9
Taxes on international trade	9.9	10.1	9.7	9.2	8.2
Non-tax revenue	7.6	4.4	2.6	4.4	2.6

(1) Preliminary data.
(2) Includes social security contributions.
Sources: Ministry of Finance, Central Bank and IMF Staff estimates

In December 2005, Law No. 557-05 (the "2005 Tax Law") was enacted. The 2005 Tax Law implemented fiscal reforms contemplated by the IMF Stand-by Arrangement and measures intended to compensate for the foreign exchange commission and other sources of fiscal revenue that required to be eliminated pursuant to by the DR-CAFTA. In February 2006, the Central Bank eliminated the foreign exchange commission levied by the Central Bank and substituted it with a transitory 13% charge on the value of imported goods, which expired on July 1, 2006. In addition, the 2005 Tax Law provided for, among other things, the following:

- an increase from 2% to 5% in the withholding tax on payments from the Government;
- a decrease from 15% to 10% of the withholding tax on interest paid or credited in foreign institutions;
- establishment of a 1% assets tax (*Impuesto a los Activos*);
- amendment of the luxury property tax (*Impuesto sobre Viviendas Suntuarias y Solares*);
- introduction of a 17% tax on the CIF value (cost, insurance and freight) for the issuance of the first registration of motor vehicles;
- establishment of a 13% excise tax on the consumption of fossil fuels and oil products, except for electricity generation;
- an increase of the income tax rate from 25% to 30%, which would later be reduced gradually by year: 2007 (29%), 2008 (27%) and 2009 (25%);
- creation of a requirement that corporations and businesses make tax advance payments equal to 1.5% of their gross income;

- an increase of the excise tax rates imposed on the sale of certain appliances (such as microwaves, vacuum cleaners, toasters, radios and CD players);

- gradual removal of the tax on financial transfers and checks over a period of three years: 0.1% for 2007 (0.1%), 2008 (0.05%) and 2009 (zero);

- reduction of customs tariffs to zero on 2,903 tariff subheadings for raw materials, inputs, machinery and equipment once DR-CAFTA came into effect; and

- an increase to 10% of the tax on professional fees paid to individuals.

In December 2006, another fiscal reform was enacted by Law No. 495-06 (the "2006 Tax Law"), which was intended to counteract the fiscal imbalance which had resulted from lower-than-expected tax revenues and a lack of progress in reforming the electricity sector, which continued to require government subsidies to cover operating losses. Moreover, the 2006 Tax Law was intended to correct some of the shortcomings of the previous reform. The 2005 Tax Law did not compensate for the loss of revenue due to the elimination of the foreign exchange commission on imports and therefore, the fiscal target established in the IMF Stand-by Arrangement could not be achieved, leading to a deficit of GDP in 2006. The measures implemented in the 2006 Tax Law included:

- the substitution of the VAT on insurance services with a 16% excise tax;

- the indefinite postponement of the removal of the tax on checks and financial transfers;

- the establishment of an upper limit of US$30,000 on the FOB value of the exemptions on vehicles, except for those granted by special laws;

- the implementation of several administrative measures, including tax vouchers and advance pricing agreements between related companies (targeting the tourism sector);

- the inclusion of the excise tax in the tax base of the VAT on alcoholic beverages and cigarettes;

- the creation of a new excise tax on cigarettes and alcoholic beverages equal to 100% and 15%, respectively of the retail price of these products;

- an increase of DOP3.00 in the excise tax per gallon on diesel and DOP5.00 for regular gasoline;

- an increase in the tax on imported fuel from 13% to 16%;

- the introduction of a tax on vehicles based on the value of the automobile, replacing the tax on license plates;

- an increase of taxes on betting parlors, slot machines and casino gaming tables; and

- the establishment of a tax on lottery shops of DOP31,000 per year.

During 2009, the Republic's leading economic indicators weakened as a result of the global economic crisis. The Government implemented a program to stimulate recovery through short-term counter-cyclical policies of increased public spending and a reduction of the tax burden on consumers. Furthermore, the Government maintained the level of budgetary expenditures in those institutions that carry out infrastructure works, without neglecting social spending.

Some of the measures implemented since late 2008, were:

- elimination of the tariff per cargo paid by commercial airlines;

- granting of subsidies to the electricity sector, to the consumption of liquid petroleum gas (LPG), on fuel prices and to exporting companies established in free zones;

- exemptions from the payment of income tax advances, tax on assets and income tax withholding on payments made by the Government to the agricultural sector;

- tax incentives to bookstores and libraries;

- debt forgiveness to all employers with delays or omissions in the payment of the contributions to the Dominican Social Security System (SDSS);

- tax breaks for individuals on education expenses;

- 0.5% reduction in tax withholding on payments made by the Government for the procurement of goods and services and an exemption from the payment of the 2.0% ad-valorem tax for re-registration of a second mortgage and from excise taxes on insurance services to companies in the agricultural sector;

- creation of a DOP200.0 million fund for 2009 to meet requests for the compensation of the VAT on affordable housing bought by low income families; and

- changes to the incentives provided under the affordable housing project.

During 2010, fiscal policy measures were taken to maintain macroeconomic stability and strengthen tax revenues, in line with the IMF Stand-by Arrangement. Some of the measures implemented include the following:

- the establishment of General Standard No. 06-2010 by which taxpayers who make any payments in excess of DOP50,000 must make them through the financial system so they may be recognized as costs (tax deductible expenses) or credits in the VAT and income tax;

- the establishment of a monthly payment of DOP25,000 by casinos and DOP3,000 by lottery and sports betting locations as payment for the expected withholding of 15% of the income tax to be applied to all prizes won at these locations as required under General Standard No. 07-2010 of the Republic's Tax Code;

- the specification of certain costs, such as gaming and betting, beverages, entertainment, jewelry, etc., that do not constitute credits for value added tax payments and that, when determining taxable income, are considered non-deductible costs according to General Standard No. 05-2010 of the Republic's Tax Code; and

- the ongoing installation of fiscal printers, which are cash registers that transfer invoice data to a server in the headquarters of the Internal Revenue Agency of the Republic to assist in the prevention of tax evasion.

In 2011, the Government continued to implement measures to help achieve the tax revenue target of 15% of GDP, as set forth in the Stand-By Arrangement with the IMF. Among these measures were the following:

- centralization of the review and processing of all applications for tax exemptions covered in any law or concession with the Ministry of Finance, pursuant to Decree No.162-11;

- continuation of the inflation adjustments applicable to the excise tax per gallon of gasoline;

- payment of taxes by financial and non-financial public sector institutions for their purchases of goods and services, as per Decree No. 184-11;

- establishment of General Standard No. 04-2011 issued by the Tax Administration which sets the transfer pricing rules for transactions between related parties or affiliates; and

- approval of the tax reform known as *Ley No. 139-11* (Law No.139-11, or the "2011 Tax Reform"), which was designed to assist the Republic in meeting the fiscal targets set forth under the Stand-by Arrangement with the IMF. Although the 2011 Tax Reform was not an explicit requirement under the Stand-by Arrangement, it was the result of certain more general requirements set forth in the Stand-by Arrangement requiring the Republic to rationalize and limit tax exemptions, strengthen tax administration and modernize customs duties. The 2011 Tax Reform focused in particular on increasing tax revenues from the gambling industry, through the imposition of several new taxes on casinos and gambling-related activities, and the banking sector, through the imposition of a new 1% tax on the net assets of banks. Additionally, the 2011 Tax Reform modified the income tax rate on corporations from 25% to 29%, to be applicable for a two-year period, and introduced a 2.5% tax on the gross local sales of export free trade zones, among other reforms.

The 2011 Tax Reform allowed the Government to collect an additional US$122.5 million in revenue, equivalent to 0.2% of GDP; 2012 estimates reveal that additional tax revenue due to the reform will equal 0.6% of GDP.

In 2012, in an effort to reach fiscal targets and reduce the deficit, the Government approved the 2012 Tax Reform. For additional information see "Summary—Recent Developments—Public Sector Finances—2012 Tax Reform."

The following is a brief description of the main provisions of the Republic's Tax Code, as amended by the 2005 Tax Law and other more recent laws, followed by a brief description of the Republic's tax enforcement record.

Income Taxes

The Republic's tax laws provide for the following progressive personal income tax brackets, which are adjusted annually to reflect inflation:

Annual Income[(1)] (in DOP)	**Rate (%)**[(1)]
0 – 371,124.00	Exempt
371,124.01 – 556,685.00	15.0% of the surplus of DOP 371,124.00
556,685.01 – 773,173.00	DOP 27,834.00 plus 20.0% of the surplus of DOP 556,685.01
> 773,173.01	DOP 71,132.00 plus 25.0% of the surplus of DOP 773,173.01

(1) 2011 adjusted values by Internal Revenue Agency. As per the 2012 Tax Reform the value for the income brackets for 2012 will not be adjusted for inflation from 2013 until 2015.
Source: Law No. 172-07

Under the 2005 Tax Law, the highest marginal personal income tax rate had been 30% (and was scheduled to be reduced gradually to 25% in 2009) and was applied to annual income over DOP900,000. However, on June 21, 2007, Law No. 172-07 (the "2007 Tax Law") modified the annual income brackets and eliminated the gradual reduction of the highest marginal income tax rate, leaving it at 25% for annual income in excess of DOP604,672.01.

In addition, the 2005 Tax Law had set the corporate income tax rate at 30% (which was scheduled to be reduced gradually to 25% in 2009). However, the 2007 Tax Law eliminated the gradual reduction and set a 25% corporate income tax rate. The corporate income tax rate was increased again to 29% pursuant to the 2011 Tax Reform, which increase will be applicable for a two-year period. Pursuant to the 2012 Tax Reform, the corporate income tax rate will be reduced to 28% by 2014 and 27% by 2015. For additional information see "Summary—Recent Developments—Public Sector Finances—2012 Tax Reform."

All businesses and corporations must make advance tax payments in twelve equal monthly installments. In the case of taxpayers whose effective tax rate is less than or equal to 1.5%, the amount of the advance tax payment is calculated by applying the 1.5% rate to the gross income declared in the previous fiscal year. For taxpayers whose

effective tax rate is greater than 1.5%, the amount of the tax payment is equal to the tax paid on their previous tax statement. However, taxpayers that are considered small- and medium-sized enterprises are not required to make advance tax payments, but can make use of the special payment regime. In all cases, adjustments are made at year-end to reflect the changes in annual gross income for the current year.

The tax payment regime for businesses and legal entities was restructured on November 24, 2008, by Act No. 758-08, which approved the *Procedimiento Simplificado de Tributación* (Simplified Taxation Procedure). This procedure allows certain taxpayers to pay income tax based on their purchases or gross income, and to pay VAT based on the difference between their income and purchases. Business suppliers that sell in bulk or detail with purchases reaching a maximum of DOP30,000,000 annually, as well as those without organized accounting whose income does not exceed DOP6,532,800 annually may use the special payment regime.

In 2007 and 2008, the income tax, including social security contributions, generated revenues of US$1.7 billion in each year. During 2009, income tax revenues decreased by US$188.6 million to US$1.5 billion, as compared to revenues recorded in 2008. Similarly, in 2010 revenue from income tax decreased by US$27.0 million compared to 2009. In 2011 income tax revenues increased US$240.5 million compared to 2010, reaching US$1.7 billion. This improvement was due to the acceleration in economic growth in 2010, which corresponds to the amount of corporate income tax due in 2011, i.e. as companies whose fiscal year ended in December 2010 accumulated greater benefits their tax payments would be higher. In addition, there was an increase in tax on employees, prizes, fringe benefits, renting, and the tax paid by the self-employed.

Value-Added Tax

The Government imposes a VAT of 16% on all goods except for certain exempt consumer food products and services. The 2005 Tax Law eliminated exemptions for over 200 goods. VAT paid in respect of capital goods may be deducted from the total VAT owed on the goods produced with such capital goods.

In line with the 2012 Tax Reform, the VAT rate of 16% will be raised to 18% from 2013 until 2015, when it will be again reduced to 16%. Moreover, goods such as yogurt, butter, coffee, oil, margarine, sugar, among others, which were once exempt of VAT, will pay a reduced VAT rate of 8% which will be gradually increased according to the following schedule: 8% for 2013, 11% for 2014, 13% by 2015 and 16% from 2016 onward. In addition, producers of goods that are exempt from VAT will not receive compensation for the VAT paid during the production process. However, VAT exemptions for basic goods, capital goods, agricultural inputs, materials and educational services, medicines and medical services, will remain.

In 2008, VAT receipts generated US$2.2 billion in revenue. During 2009, VAT receipts generated US$1.9 billion in revenue, reflecting a decrease of 9.8% as compared to 2008. In 2010, VAT receipts reached US$2.2 billion in revenue, representing a 14.4% increase compared to 2009. This increase in 2010 reflects the recovery in economic activity driven by consumption, local commercial activities and imports. In 2011, VAT receipts continued to grow reaching a total of US$2.4 billion in revenue, mainly due to an increase in imports and withholding tax collected by the Customs Agency on imports from companies under the regime created to develop the local manufacturing sector, as per Law No. 392-07 (the "Proindustria regime").

Excise Taxes

The Government applies excise taxes on a variety of selected goods such as cigarettes, alcoholic beverages, fuels and certain luxury goods (*e.g.*, electronic appliances, caviar, rugs and yachts). The following table presents a sampling of the applicable excise tax rates for the fiscal years 2007 to 2011.

	For the fiscal year, (1)				
	2007	**2008**	**2009**	**2010**	**2011**
Product					
Whiskey(2)	279.1	303.9	317.6	335.9	356.8
Rum(2)	279.1	303.9	317.6	335.9	356.8
Wine(2)	342.2	372.6	389.4	411.9	437.6
Beer(2)	342.2	372.6	389.4	411.9	437.6
Cigarettes (in DOP per 10 unit box)	8.4	14.2	14.8	15.6	16.6
Cigarettes (in DOP per 20 unit box)	16.8	28.3	29.6	31.3	33.2

(1) Values adjusted for inflation recorded during the previous year.
(2) In DOP per absolute alcohol liter.
Source: Internal Revenue Agency and 2005 Tax Law

Cigarettes and alcoholic beverages pay a unit tax per liter of alcohol or per unit box, as per the table above; and an additional value-added tax on the retail price of each good.

On July 17, 2007, by Law No. 175-07, the Government decreased the excise tax applied to cigarettes and alcoholic beverages. The 100% excise tax on cigarettes was reduced to 20% and the 15% tax on alcoholic beverages to 7.5%. In addition, Law No. 288-04 of August 26, 2004 applied excise taxes on certain services, such as a 10.0% tax on telecommunication services, a 0.15% tax on the value of each transaction on checks and financial transfers, and a 16.0% tax on insurance services.

In accordance with the 2012 Tax Reform, as of 2013, there will be an increase in the tax applied on cigarettes so that by 2015 an effective tax rate of 70% is reached. Also, there will be an increase in the value-added tax on alcoholic beverages from 7.5% to 10.0%, as well as a gradual tax increase so that by 2017 the applied rates are unified. Furthermore, an excise tax of 10% will be applied on cable television services. For additional information see "Summary—Recent Developments—Public Sector Finances—2012 Tax Reform."

The fuel tax is the most important excise tax imposed by the Republic in terms of contribution to revenues, and as of January 2010, it is collected solely by the Internal Revenue Agency. It is an excise tax denominated in constant pesos per gallon and a 16.0% tax rate on the import parity price of fuel, each payable at the time of sale and which are required to be adjusted quarterly to reflect inflation. The following table sets forth the peso-denominated excise tax rates for gasoline products.

	Tax(1) (December 2009)	**Tax(1) (December 2010)**	**Tax(1) (December 2011)**
		(in DOP per gallon)	
Product			
Premium gasoline	59.2	63.4	80.3
Regular gasoline	53.5	57.3	72.3
Premium diesel	34.5	38.2	48.8
Regular diesel	30.1	33.5	42.9

(1) Tax on fuel includes both the 16.0% excise tax on the import parity price of fuel and the excise tax per gallon of gasoline.
Source: Fuel Tax Law, as amended by the 2005 Tax Law.

Gasoline prices are adjusted by the Ministry of Industry and Trade on a weekly basis, based on import prices for oil and the U.S. dollar/Dominican peso exchange rate.

The fuel tax generated revenues of US$983.4 million or 2.2% of GDP for 2008. In 2009, the fuel tax generated US$845.1 million, recording a decrease of 14.1% as compared to 2008, and representing 1.8% of GDP. In 2010, fuel tax revenues registered an increase of 11.2% compared to 2009, amounting to US$939.7 million, or 1.8% of GDP. This increase in fuel tax revenue is due to the increase in fuel consumption, as well as the growth in oil prices in the international market. Additionally, this increase reflects the gradual adjustment for inflation of the excise tax per

gallon of gasoline, which had not been adjusted since April 2007. In 2011, despite a reduction in fuel consumption, revenue from the fuel tax increased 12.7% compared to 2010, equivalent to 1.9% of GDP, reaching a total of US$1.1 billion, mainly due to an increase in international oil prices.

Currently, by law, certain percentages of fuel tax revenues must be directed towards the payment of the Republic's public sector external debt, transferred to the Republic's provinces and municipalities, invested in projects to promote or develop alternative energy and divided among the Republic's political parties.

The 2012 Tax Reform contemplates modifications to the taxes on fuels which include a reduction in the value-added tax on jet fuel from 16% to 6.5%, and the establishment of an additional DOP2.0 per gallon of gasoline and diesel. For additional information see "Summary—Recent Developments—Public Sector Finances—2012 Tax Reform."

Tax Amnesty

In July 2007, with Law No. 183-07, the Government offered amnesty with respect to unpaid taxes that had accrued until 2006 to self-employed individuals and corporations with the objective of promoting transparency in income tax, VAT and real estate tax statements. Corporations and individuals that opted to take advantage of the tax amnesty and that prior to participating in the amnesty had not been audited were required to pay taxes based on the difference between the income tax paid in 2006 and the income tax generated in 2007 based on effective tax rates calculated by the Internal Revenue Agency. Similarly, taxpayers that had not declared their properties for purposes of real estate taxes could make use of the tax amnesty and pay unpaid taxes without surcharges.

A tax amnesty was passed in December 2012, as per Law No. 309-12. For details see "Summary—Recent Developments—Public Sector Finances—Fiscal Policies."

Tax Enforcement

The Government has been seeking to improve its tax-enforcement record. Although the Internal Revenue Agency withholds taxes and imposes penalties for tax evasion, its limited resources have prevented it from significantly reducing tax evasion. The Internal Revenue Agency has experienced particular difficulties in monitoring the earnings of self-employed workers. Evasion of property taxes has also been a significant problem due to the widespread use of misleading property values that have proved difficult for the Internal Revenue Agency to verify.

The Government has traditionally been more effective in enforcing VAT and, in particular, excise taxes. These taxes must be paid on a monthly basis based on readily verifiable values such as sales volume, in the case of excise taxes, and invoiced amounts, in the case of VAT. However, a growing number of establishments are suspected of charging VAT to their customers but not reporting the collections to the Internal Revenue Agency.

Recent efforts to combat tax evasion include:

- Adoption of mandatory advance tax payments based on a company's estimated gross annual income. This tax requires businesses to make a minimum tax contribution based on values that the Internal Revenue Agency may easily verify.

- Changes in the Internal Revenue Agency, which include:

    - internal restructuring in order to rationalize the responsibilities of its various departments and employees to ensure that tax auditors have adequate training and to improve the supervision of local offices throughout the country;

    - optimization of collection and monitoring methods through the use of improved information technologies;

- simplification of tax-payment methods through reductions in paperwork and increased use of computerized systems;
- creation of a consumer hotline and internet sites through which tax evasion may be easily reported;
- establishment of adequate channels of communication with other government agencies in order to improve the sharing of information and facilitate monitoring;
- implementation of tax vouchers (*número de comprobante fiscal*), which are required to be used in all sales;
- development of a computerized mechanism by which to monitor VAT withholdings on credit and debit card purchases;
- development of a computerized mechanism (*impresoras fiscales*) by which to monitor VAT withholdings on cash purchases; and
- implementation of new systems to monitor tax collection and track tax evasion and delinquent tax payments.

- Improvements in the national taxpayer identification system through the implementation of new database systems, and the adoption of fees and penalties for failure to register.

- Improvements in tax administration, including:
  - Decree No. 369-09 which established an inter-institutional committee of public sector agencies to oversee the importation, distribution and consumption, of the hydrocarbon sector;
  - Laws Nos. 226-06 and 227-06, which converted general directorates of taxes and customs into semi-autonomous entities with separate budgets;
  - Law No. 173-07, which improved tax collection efficiency by eliminating taxes whose collection costs were higher than actual collected income and by clarifying and modifying tax payment procedures;
  - Law No. 227-06, which made the Internal Revenue Agency an autonomous agency within the Central Government;
  - Act No.10-04, which required employers to provide salary data to the Internal Revenue Agency to allow it to determine the amounts of social security and income taxes due by employees; and
  - improvements in the mechanisms for VAT refunds, which are now either directly reimbursed (from a separate account which is funded with 0.5% of VAT revenues collected each month) or are used to offset other taxes owed.

Additionally, in November 2009, the Government and the IMF entered into a Stand-by Arrangement, for a period of 28 months, which outlined an economic program to strengthen the Government's capacity to respond to the global economic crisis. On March 8, 2012, the Stand-by Arrangement expired. For additional information see "Summary—Recent Developments—Public Sector Debt—Stand-by Arrangement with the IMF" and "Risk Factors—Risks Relating to the Republic—The Republic may be unable to obtain financing on satisfactory terms in the future, which could adversely affect its ability to service its public debt, including the bonds."

The main objective of this program was to enhance economic recovery in an environment of macroeconomic stability and strengthen growth prospects by conducting a countercyclical policy in the short-term while achieving

sustainability in the medium-term. This Stand-by Arrangement set forth improvements in tax administration and compliance:

- In regards to the fuel tax, the Stand-by Arrangement envisioned:
  - improvement of the collection of the excise tax on fuels by shifting its management to the Internal Revenue Agency, as per Decree No. 924-09;
  - transparency in the calculation of fuel parity price used to determine the final market price;
  - charge and collection by the Customs Agency of the VAT on imports from companies under the Proindustria regime, as per Law No. 392-07; and
  - rationalization of fuel exemptions.
- Other measures included in the Stand-by Arrangement were the following:
  - the review of all legislation regarding tax breaks and exemptions with a view to improve the supervision and control of the incentives granted, eliminating those that do not conform with the objective of the legislation; and
  - strengthening of tax and customs administration through the increase in the level of integration between the two tax collection institutions (DGII and DGA) for the exchange of information and exploitation of synergies.

In 2011, some measures implemented by the Government to improve tax enforcement included the centralization of the review and processing of all applications for tax exemptions covered in any law or concession with the Ministry of Finance, pursuant to Decree No.162-11; and the promulgation, by the DGII, of norms for the taxes created by Law No. 139-11.

In addition, the recently approved 2012 Tax Reform reinforces the Ministry of Finance's role in tax enforcement by designating this institution to approve licenses to operate gaming and betting parlors, coordinating service charges implemented by government institutions, and establishing by law the role given to the Ministry in Decree No.162-11. For additional information see "Summary—Recent Developments—Public Sector Finances—2012 Tax Reform."

Budget

Under the Budget Law for the Public Sector, which was enacted on November 17, 2006 (the "Budget Law") and the Constitution of the Dominican Republic, modified on January 26, 2010, the Ministry of Finance, acting through the Public Budget Office ("DIGEPRES"), is responsible for preparing the Republic's annual budget, which must be approved by Congress. The Government's annual budget, based on projected revenue streams and macroeconomic conditions and the administration's plans, sets forth the expected income and the spending limits for the various public entities of the Central Government and the municipalities. The Council of Ministries, upon recommendations of the Ministry of Finance, reviews and approves a proposal that will be submitted to the Congress.

The annual budget is prepared on the basis of:

- the medium-term budgetary financial framework's projections of macroeconomic variables and revenue estimates;
- budget requests submitted by the various public entities;
- tax expenditure; and

- assessment of the impact of required funding in medium and long term public debt sustainability.

The proposed budget for the next fiscal year, as established by the Constitution, must be submitted by the Executive Branch to Congress no later than October 1 of each year. For additional information on the principal budgetary assumptions for 2013, see "Summary—Recent Developments—Public Sector Finances—Fiscal Policies."

Social Security

In May 2001, the *Ley de Seguridad Social* (the "Social Security Law") was enacted by the executive branch. This law implements significant changes to the health insurance and pension systems in the Republic. Under the prior social security system, current social security contributions were used to pay for the benefits that were currently being provided by the Government. This "pay-as-you-go" system had one of the lowest levels of coverage in Latin America and the Caribbean. The small size of this system facilitated its reform, since its liabilities or implicit pension debt were relatively low, amounting to 9.3% of the Republic's GDP at the time of its enactment.

The Social Security Law requires participation in the new individual capitalization system. Under this system, workers may select the pension fund administrator of their choice and may switch to another pension fund administrator only once a year.

The social security system is based on three regimes:

- a contributory regime, that covers public and private workers, and consists of individual retirement savings accounts, 30% of which will be funded by the worker and 70% by the employer. The yearly combined contribution of the worker and the employer to each account must equal 10% of the worker's annual salary;

- a subsidized regime, which has been gradually implemented since November 2002, that covers disabled individuals, indigent individuals over 60 years of age and female heads of indigent households who can prove they receive a monthly income of less than 50% of the private sector minimum wage. Eligible beneficiaries receive a publicly-funded pension equal to 60% of the public sector minimum wage; and

- a subsidized contributory regime, which has not yet gone into effect, will cover all self-employed workers earning an average wage equal to or higher than the minimum wage. The minimum pension under this regime is equal to 70% of the private sector minimum wage. Each eligible worker whose pension contribution under this regime does not reach the minimum pension contribution established by law will receive a supplemental pension equal to the difference between the worker's actual pension under the contributory regime and the minimum guaranteed pension. The subsidized contributory regime will be funded with contributions from the state and beneficiaries.

PUBLIC SECTOR DEBT

The Republic's total public debt consists of foreign-currency denominated and peso-denominated debt. The Republic's total public external debt consists of loans from foreign creditors to the Central Bank, the Government and public sector entities, as well as bonds issued by the Government and public sector entities outside of the Republic. The Ministry of Finance is responsible for the management of the Republic's debt with respect to the non-financial public sector, and the Central Bank manages the Republic's Brady Bonds and other external debt of the financial sector.

External Debt

The Republic's external indebtedness consists of all debt with foreign creditors. As of December 31, 2011, the Republic's public external debt totaled approximately US$12.8 billion, compared to US$11.1 billion as of December 31, 2010.

The Republic's external debt includes:

- multilateral and other official loans;
- public external bonds;
- commercial bank loans; and
- credit extended by suppliers of goods and services to the Government.

As of December 31, 2011, approximately 81.3% of the Republic's external debt was denominated in U.S. dollars.

The following tables set forth information concerning the Republic's public external debt as of the dates indicated.

Public Sector External Debt by Creditor
(in millions of US$ and as a % of total public sector external debt)

	As of December 31,									
	2007		2008		2009		2010[1]		2011[1]	
	US$	%	US$	%	US$	%	US$	%	US$	%
Official creditors:										
Multilateral debt:										
IDB	1,366.9	18.0	1,335.9	16.3	1,690.4	18.0	2,025.5	18.3	2,237.7	17.5
World Bank	472.2	6.2	450.3	5.5	748.6	8.0	864.8	7.8	851.4	6.7
IMF	596.8	7.9	540.9	6.6	1,093.8	11.7	1,461.0	13.2	1,622.5	12.7
CAF	—	—	55.4	0.7	75.0	0.8	91.0	0.8	116.8	0.9
Other	55.8	0.7	49.7	0.6	92.6	1.0	89.9	0.8	137.9	1.1
Total multilateral debt	2,491.7	32.8	2,432.2	29.7	3,700.4	39.5	4,532.2	41.0	4,966.2	38.9
Bilateral debt:										
Brazil	331.1	4.4	493.7	6.0	593.9	6.3	624.1	5.6	619.1	4.9
United States	504.1	6.6	444.1	5.4	375.4	4.0	315.5	2.9	246.1	1.9
Spain	322.9	4.3	466.8	5.7	361.3	3.9	392.3	3.5	464.4	3.6
Japan	137.1	1.8	161.9	2.0	145.8	1.6	148.2	1.3	133.8	1.0
Venezuela	733.1	9.7	1,254.8	15.4	1,480.3	15.8	1,858.3	16.8	2,450.4	19.2
Of which Petrocaribe	707.2	9.3	1,232.6	15.1	1,466.8	15.6	1,849.5	16.7	2,444.5	19.2
Other countries	901.6	11.9	895.7	11.0	892.7	9.5	739.7	6.7	743.7	5.8
Total bilateral debt	2,929.9	38.6	3,717.0	45.5	3,849.4	41.1	4,078.0	36.9	4,657.4	36.5
Total official debt	5,421.6	71.4	6,149.2	75.2	7,549.8	80.6	8,610.2	77.9	9,623.6	75.4
Private creditors:										
Banks	418.0	5.5	395.5	4.8	324.5	3.5	303.5	2.7	354.8	2.7
Bonds[3]	1,743.5	23.1	1,618.4	19.8	1,493.2	15.9	2,137.8	19.3	2,782.2	21.8
Suppliers	11.7	0.2	9.6	0.1	8.3	0.1	7.0	0.1	6.0	0.0
Total private sector debt	2,173.2	28.8	2,023.5	24.8	1,825.9	19.5	2,448.2	22.1	3,143.0	24.6
Total public sector debt	7,594.7	100.0	8,172.7	100.0	9,375.7	100.0	11,058.4	100.0	12,766.6	100.0
Total public sector external debt as a percentage of:										
GDP[4]		18.4%		17.9%		20.1%		21.4%		22.9%
Total exports		106.1%		121.1%		171.0%		163.7%		148.2%

(1) Preliminary data.
(2) Excludes private guaranteed sector debt.
(3) Includes Global and Brady Bonds.
(4) GDP 1991 base.
Sources: Ministry of Finance and Central Bank

Public Sector External Debt Structure, by Maturity Date
(in millions of US$ and as a % of total public sector external debt)

	As of December 31, 2011
Medium- and long-term	US$ 11,901.5
Short-term[1]	US$ 865.1
Short-term debt (as a % of total public sector external debt)	6.8%

(1) Debt due within a year, on a residual maturity basis.
Sources: Ministry of Finance and Central Bank

Summary of Public Sector External Debt by Currency
(in millions of U.S. dollars, except percentages)

Currency	Amount[(1)]	%
U.S. dollar	10,380.8	81.3
Special drawing rights (SDRs)[(2)]	1,640.7	12.8
Euro	548.6	4.3
Japanese yen	150.8	1.2
Korean won	18.1	0.1
Canadian dollar	11.6	0.1
Danish crown	5.8	0.0
Swiss franc	3.5	0.0
Norwegian crown	3.2	0.0
Pound sterling	2.1	0.0
Swedish crown	1.4	0.0
Total	**12,766.6**	**100.0%**

(1) In currencies converted as of December 31, 2011.
(2) Unit of account used by the IMF. As of December 31, 2011, each SDR was equal to US$1.54.
Sources: Ministry of Finance and Central Bank

Public Sector External Debt, Net of Reserves
(in millions of US$)

	As of December 31,				
	2007	2008	2009	2010[(1)]	2011[(1)]
Public sector external debt	7,594.7	8,172.7	9,375.7	11,058.4	12,766.6
Gross international reserves of the Central Bank	2,946.2	2,662.1	3,307.1	3,765.4	4,098.4
Public sector external debt, net of reserves	4,648.5	5,510.6	6,068.6	7,293.0	8,668.2

(1) Preliminary data.
Sources: Ministry of Finance and Central Bank

Debt Owed to Official Institutions

Historically, the IMF, the IDB and the World Bank have provided the Republic with financial support subject to the Government's compliance with stabilization and reform policies. As conditions to its lending under the 2009 Stand-by Arrangement, the IMF required the Republic to meet certain performance criteria, including:

- *quantitative performance criteria*, designed to assess the Government's fiscal and monetary management and debt administration, including fiscal targets, limits on the expansion of domestic credit and the accumulation of arrears, and targets for maintaining or increasing the Government's net international reserves; and

- *qualitative performance criteria*, designed to assess structural reforms of the financial system and the public sector.

These criteria, which evolved through a dialogue between the Government and the IMF, had a significant impact on Government policies. For further discussion of compliance with the criteria established by the IMF, see "—IMF."

The financial support of the World Bank and the IDB includes sector-specific and structural loans intended to finance social programs, public works and structural adjustments at the national and local levels.

From 2007 through 2011, the total amount of debt owed by the Republic to multilateral creditors increased 99.3%, from US$2.5 billion in 2007 to US$5.0 billion in 2011, representing 38.9% of the Republic's total public

external debt. In 2011, the Republic made payments to multilateral lenders (including the IMF, the IDB, the World Bank and other institutions) in an aggregate amount of US$457.3 million (including payments of principal, interest and commissions).

IDB

The IDB is the Republic's largest multilateral creditor. As of December 31, 2011, the Republic owed US$2.2 billion to IDB, representing 45.1% of the Republic's total multilateral debt and 17.5% of its total public external debt. Loans from the IDB have been destined primarily for projects relating to agriculture, the environment, rural development, education, social investment and financial sector reform, as well as for budgetary support. In 2011, net financing of principal payments to the IDB (equal to disbursements minus principal amortizations) totaled US$212.0 million, while disbursements minus principal and interest amortizations resulted in net total financing of US$152.2 million.

The Republic expects the IDB's lending policies to continue to focus on supporting development projects, partially financing future budget deficits and providing technical assistance to the Government.

World Bank

As of December 31, 2011, the Republic owed a total of US$851.4 million to the World Bank, representing 17.1% of the Republic's total multilateral debt and 6.7% of its total public external debt. World Bank loans have funded projects relating to agriculture and irrigation, education, health, energy and transportation, and have financed budgetary support programs.

In 2011, the Republic made net principal payments of US$12.9 million to the World Bank. Taking into account interest payments, the Republic made net total payments to the World Bank totaling US$46.3 million.

IMF

As of December 31, 2011, the Republic owed the IMF a total of US$1.3 billion, which equaled approximately 387% of its IMF borrowing quota at that date. Additionally, in August 2009, all members of the IMF agreed to record their respective allocation of SDRs as an incurrence of debt; however, the amount of such liability would only become due and payable if the Republic terminated its membership in the IMF. On December 31, 2011, the allocation of SDRs owed by the Republic to the IMF was SDR 208.8 million (equivalent to US$320.6 million). Therefore, as of December 31, 2011, total debt owed by the Republic to the IMF (including SDRs) equaled US$1.6 billion, representing 32.7% of the Republic's total multilateral debt and 12.7 % of its total public external debt.

The IMF has signed three Stand-by Arrangements with the Republic, each of which has expired in accordance with its terms. See "The Economy—History and Background." The IMF approved on January 31, 2005 a Stand-by Arrangement for SDR 437.8 million (approximately US$665.2 million). This facility was designed to support the Republic's economic program with the IMF through May 2007, but was extended in February 2007 for an additional eight months, and concluded in January 2008. The Republic drew SDR 437.8 million (US$661.1 million) under this facility.

On November 9, 2009, the IMF approved a 28-month Stand-by Arrangement for the Republic in the amount of SDR 1,094.5 million (approximately US$1,754.1 million at the exchange rate of such date), to support economic measures designed to address the adverse effects of the global economic crisis, which we refer to as the "2009 Stand-by Arrangement."

During 2010, the Executive Board of the IMF completed four reviews of the Republic's economic performance under a program supported by the 2009 Stand-by Arrangement, one of which was conducted in April, followed by two in October and one in December. The completion of the reviews and confirmation in each case that the Republic had successfully achieved the goals specified in the 2009 Stand-by Arrangement as of each referenced period resulted in total disbursements to the Republic under the 2009 Stand-by Arrangement in an amount equivalent to SDR 547.3 million (approximately US$858.0 million) at the end of 2010.

In February 2011, the IMF visited the Dominican Republic to conduct discussions under the fifth review of the 2009 Stand-by Arrangement. In May 2011, the IMF and the Republic held discussions pursuant to the fifth and sixth review of the 2009 Stand-by Arrangement and prepared a draft of a new letter of intent relating to ongoing commitments between the two parties. In a press release issued by the IMF on June 7, 2011, the IMF indicated that the parties had agreed on certain key measures relating to the 2009 Stand-by Arrangement for the remainder of 2011. On July 15, 2011, the IMF Executive Board approved the Republic's letter of intent for the fifth and sixth reviews under the 2009 Stand-by Arrangement. In September 2011 and through the year-end 2011 the authorities held discussions with the IMF under the seventh and eighth reviews on the 2009 Stand-By Agreement, which were delayed because certain program requirements were not met before expiration of the 2009 Stand-by Arrangement. As of December 31, 2011, the Republic was able to draw a total of SDR 766.2 million (US$1,206.4 million) under this facility, due to the positive results of the reviews of the 2009 Stand-by Arrangement. The 2009 Stand-by Arrangement expired in March 2012. For additional information see "Summary—Recent Developments—Public Sector Debt—Stand-by Arrangement with the IMF" and "Risk Factors—Risks Relating to the Republic—The Republic may be unable to obtain financing on satisfactory terms in the future, which could adversely affect its ability to service its public debt, including the bonds."

Paris Club and Other Bilateral Lenders

As of December 31, 2011, the Republic owed a total of US$1.5 billion to members of the Paris Club and an additional US$3.1 billion to other bilateral lenders. As of December 31, 2011, the Republic had no arrears with Paris Club lenders or bilateral lenders. The Republic renegotiated the payment terms on US$137.0 million of indebtedness owed to Paris Club member countries in October 2005. For further information on the Republic's restructuring, see "—Debt Restructuring—2005 Debt Restructuring."

On June 29, 2005, the Republic entered into the PetroCaribe Agreement, which replaced certain important provisions of the Caracas Energy Cooperation Agreement. *Petróleos de Venezuela S.A*., or PDVSA, is the Republic's single largest private creditor with an outstanding balance as of December 31, 2011 of US$2.4 billion owed under the PetroCaribe Agreement. Under this agreement, Venezuela agreed to provide the Republic up to 50,000 barrels of oil per day at market prices and on favorable financing terms. The agreement establishes a new graduated financing scheme under which the amount of available financing increases as the price per barrel increases, with a maximum of 70% financing available at prices of US$150 per barrel or above. If the price of oil falls below US$40 per barrel, the amounts financed are repayable over a period of 17 years at an interest rate of 2% per year. If the price of oil rises above US$40 per barrel, the amounts financed are repayable over 25 years and bear interest at a rate of 1% per year. A two-year grace period is also available on principal amortization payments and the Republic may pay in goods and services under certain conditions. In addition, short-term financing of up to 90 days is available for cash amounts due. Transportation charges are billed at cost to the Republic. See "The Economy—Principal Sectors of the Economy—Secondary Production—Electricity, Gas and Water—Electricity."

Recently, bilateral lending from Brazil has increased significantly, from US$331.1 million in 2007 to US$619.1 million in 2011, due to the fact that an increased number of contracts for investment projects have been awarded to Brazilian companies. These projects have been financed by the *Banco Nacional de Desenvolvimento Econômico e Social* (BNDES), a Brazilian development bank that is government-owned, on terms that are equal to the most favorable terms offered by private banks.

Public External Bonds

As of December 31, 2011, the Republic's outstanding public external bonds totaled approximately US$2.8 billion, and were composed of:

- US$654.5 million outstanding principal amount of global bonds due 2018 issued by the Republic pursuant to the exchange offers conducted in 2005 and the remaining bonds due in 2013 that were not tendered in the Republic's exchange offers;
- US$327.7 million outstanding principal amount of Brady bonds which are discount bonds due 2024, collateralized by zero-coupon U.S. Treasury bonds, which are mainly obligations of the Central

Bank issued in 1994 in connection with a renegotiation of the Republic's external commercial bank debt (the "Brady Restructuring");

- US$1,500.0 million outstanding principal amount 7.5% amortizing bonds due 2021; and
- US$300.0 million outstanding principal amount 8.625% amortizing bonds due 2027.

For more information on the Brady Restructuring, see "—Debt Restructuring—History of Debt Restructuring."

The Government has made late payments in the past with respect to its public external bonds. In April 2004, the Republic incurred penalty interest in connection with a late payment made on its PDI bonds. In addition, the Republic has occasionally made payments during the 30-day grace period provided under the payment terms instead of on the due date. In February 2005, the Republic made a US$27.1 million interest payment on its global bonds due 2013 that was due in January 2005 and in April 2005, the Republic made a US$23.8 million interest payment on the global bonds due 2006 that was due in March 2005.

External Debt Owed to Commercial Lenders and Suppliers

The Government owed US$354.8 million to commercial bank creditors and US$6.0 million to suppliers of goods and services to the Republic as of December 31, 2011. As of the same date, the Republic's total arrears with its suppliers was US$6.0 million.

Under its commitment with the Paris Club to restructure its indebtedness with private creditors on terms comparable to those granted by its Paris Club creditors, the Government renegotiated the terms of its external commercial debt in 2005. Discussions between the Republic and its commercial bank creditors also addressed the treatment of approximately US$30 million of principal arrears outstanding as of December 31, 2004. For a discussion of the Republic's renegotiation of its indebtedness owed to commercial creditors, see "—Debt Restructuring—2005 Debt Restructuring."

Public External Debt Service

Total public sector external debt service remained constant at 2.5% of GDP from 2010 to 2011. Public sector external debt service measured as a percentage of total exports of goods and services decreased from 18.8% in 2010 to 16.3% in 2011.

The following tables set forth information regarding the Republic's public sector external debt service for the periods indicated.

Public Sector External Debt Service
(in millions of US$)

	As of December 31,				
	2007	2008	2009(1)	2010(1)	2011 (1)
Interest payments	427.1	371.8	323.2	333.0	398.8
Amortization	953.8	949.1	908.3	939.9	1,004.4
Total public sector external debt service (2)	1,380.8	1,320.8	1,231.5	1,272.9	1,403.2

(1) Preliminary data.
(2) Excludes Banco de Reservas debt service.
Sources: Ministry of Finance and Central Bank

Public Sector External Debt Service Ratios[1]

	As of December 31,				
	2007	2008	2009[1]	2010[1]	2011 [1]
As a percentage of total exports	19.3%	19.6%	22.5%	18.8%	16.3%
As a percentage of GDP	3.3%	2.9%	2.6%	2.5%	2.5%
As a percentage of current income	19.4%	18.4%	19.5%	18.4%	19.0%
As a percentage of Central Bank's gross international reserves	46.9%	49.6%	37.2%	33.8%	34.2%

(1) GDP 1991 base.
(2) Preliminary data.
Sources: Ministry of Finance and Central Bank

The following table sets forth the Republic's estimated public external debt service through 2016.

Estimated Public Sector Debt Service by Debtor[1]
2012-2016
(in millions of US$)

	2012			2013			2014			2015			2016		
	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total	Principal	Interest	Total
Central Bank:															
Reserve liabilities due to IMF	110.8	6.7	117.5	38.8	11.7	50.5	95.7	12.9	108.6	129.7	9.7	139.4	85.1	6.3	91.3
Non-reserve liabilities	135.2	6.5	141.7	8.6	4.9	13.5	8.6	5.8	14.4	8.5	8.4	17.0	0.6	11.0	11.6
Total Central Bank	246.0	13.2	259.2	47.4	16.6	64.0	104.3	18.7	123.0	138.3	18.1	156.4	85.7	17.2	102.9
Public Sector															
Non-financial public sector Central Government	612.9	437.8	1,050.7	1,073.8	449.8	1,523.6	1,555.8	413.6	1,969.4	1,074.3	364.2	1,438.4	866.4	329.3	1,195.7
Privately publicly guaranteed	1.0	0.3	1.3	1.0	0.3	1.3	1.0	0.3	1.3	1.0	0.2	1.2	1.0	0.2	1.2
Total non-financial public sector	613.8	438.1	1,052.0	1,074.8	450.1	1,524.9	1,556.8	413.9	1,970.6	1,075.3	364.4	1,439.7	867.4	329.5	1,196.9
Total public sector debt[2]	**859.8**	**451.3**	**1,311.1**	**1,122.2**	**466.7**	**1,588.9**	**1,661.1**	**432.5**	**2,093.6**	**1,213.5**	**382.5**	**1,596.0**	**953.0**	**346.8**	**1,299.8**

(1) Preliminary estimates conducted in January 2013, based on disbursed debt as of December 31, 2011.
(2) Includes total Central Bank debt service.
Sources: Ministry of Finance and Central Bank

Domestic Debt

As of December 31, 2011, the Republic's domestic debt primarily consisted of:

- DOP73.8 billion (US$1.9 billion) outstanding principal amount of peso-denominated bonds and US$83.3 million of dollar-denominated bonds issued by the Government in the local market;
- peso-denominated loans totaling DOP17.0 billion (US$439.9 million) and dollar-denominated loans totaling US$254.9 million from *Banco de Reservas* to the Government;
- peso-denominated loans totaling DOP2.9 billion (US$74.1 million) and dollar-denominated loans totaling US$68.3 million from *Banco de Reservas* to other public sector institutions;
- peso-denominated certificates totaling DOP237.0 billion (US$6.1 billion) issued by the Central Bank; and
- peso-denominated bonds totaling DOP82.7 billion (US$2.1 billion) issued by the Central Government for the Central Bank Recapitalization Plan.

As of December 31, 2011, approximately 95.4% of the Republic's domestic debt was denominated in Dominican pesos, while the balance was denominated in U.S. dollars.

The following table sets forth the Republic's total public sector domestic debt:

Total Public Sector Domestic Debt
(in millions of US$)[1]

	As of December 31,				
	2007	2008	2009	2010[2]	2011[2]
Treasury Bonds (Law 104-99)	—	—	—	—	—
Treasury Bonds (Law 172-03)	138.1	132.9	130.0	—	—
Treasury Bonds (Law 119-05)	75.5	72.6	—	—	—
Treasury Bonds (Law 120-05)	7.8	45.9	45.1	—	—
Treasury Bonds (Law 121-05)	112.7	108.5	106.1	102.2	98.9
Treasury Bonds (Law 359-07)	—	141.8	92.4	49.1	—
BC Recap Bonds (Law 167-07)	—	1,954.6	2,294.7	2,211.0	2,140.2
Treasury Bonds (Law 490-08)	—	250.0	250.0	166.6	83.3
Treasury Bonds	—	—	527.3	1,307.3	1,807.8
Central Bank Certificates	5,171.6	5,182.7	5,381.5	5,867.6	6,119.8
Central Government other liabilities[3]	469.6	938.7	1,338.5	850.3	694.8
Other public sector institutions liabilities[3]	198.9	355.4	255.2	184.6	142.4
Gross domestic debt total	6,174.2	9,183.2	10,420.9	10,738.7	11,087.3
Consolidated domestic debt total [4]	6,105.7	7,162.7	8,061.7	8,465.6	8,887.0
Total public sector domestic debt as % of GDP	14.8%	15.7%	17.3%	16.4%	16.0%

(1) Converted to U.S. dollars using the exchange rate at the end of each period presented.
(2) Preliminary data.
(3) Includes indebtedness of the non-financial public sector with domestic commercial banks.
(4) Gross domestic debt minus Central Government liabilities of the Central Bank's hands (Laws No. 121-05 and 167-07).
Sources: Ministry of Finance and Central Bank

In 2008, the Republic issued US$250.0 million in domestic bonds, the proceeds of which were transferred to the CDEEE to cover the deficit of the national electric sector. The bonds accrued interest at 8.0% per year and were issued in three series. The first series matured in June 2010 and the other two series matured in June of 2011 and 2012. These bonds have been repaid in full.

Central Bank Recapitalization Plan

In 2008, Congress approved Law No.167-07, which contained the Central Bank Recapitalization Plan, intended to establish the legal and financial mechanisms through which the accumulated losses of the Central Bank are to be covered completely and continuously in order to achieve the total recapitalization and to define the treatment applicable going forward in relation to the operational results of the Central Bank.

The Recapitalization Plan is designed to cover the Central Bank's total losses through the issuance by the Government of treasury bills and bonds over a ten-year period, which will be held by the Central Bank. Pursuant to Articles 8 and 11 of Law No.167-07, these instruments are not redeemable in cash. They will be replaced at their maturity by new instruments with terms and conditions consistent with the then-prevailing market conditions in respect of interest rates and maturity. After the Central Bank is fully recapitalized, the capital repayment will be done with the surplus generated by the Central Bank in each year.

The issuance of these treasury bills and bonds started on January 1, 2008. These issuances generate interest at a rate that is linked to the coupon rates of instruments issued by the Central Bank with the same maturity. Payment of interest by the Republic to the Central Bank will allow the Central Bank to reduce its operational losses, also known as the quasi-fiscal deficit. The interest payments generated by the treasury bills and bonds will be stipulated in the national budget for each year according to the following scale:

Year	Payments as a % of GDP	Year	Payments as a % of GDP
2007	0.5	2012	1.0
2008	0.6	2013	1.1
2009	0.7	2014	1.2
2010	0.8	2015	1.3
2011	0.9	2016	1.4

On January 1, 2008, the Ministry of Finance issued four series of discount treasury bills with maturities of three, six, nine and twelve months, each in a principal amount of DOP5.0 billion in an aggregate principal amount of DOP20.0 billion and bonds with maturities of three, five and seven years in an aggregate principal amount of US$50.1 billion. The bills were replaced at maturity by bonds and at the end of 2008, the aggregate principal outstanding amount of the instruments for the Recapitalization Plan was DOP68.9 billion, consisting of bonds with maturities of three, five and seven years.

On January 1, 2009, the Ministry of Finance issued bonds to the Central Bank with maturities of three, five and seven years in an aggregate principal amount of DOP13.8 billion. Of that amount, DOP10.0 billion corresponded to bonds maturing in three and five years, with coupon rates of 16.0% and 17.0% respectively. The remaining DOP3.8 billion were allocated in bonds maturing in seven years with a coupon rate of 18.0%. As of December 31, 2009, the aggregate principal outstanding amount of the instruments for the Recapitalization Plan was DOP82.7 billion, consisting of bonds maturing in three, five and seven years.

The total amount of interest payments allowed in the Public Income and Expenditure Budget Law were approved under the assumption that the Recapitalization Law (No. 167-07) would be amended. Considering that the Recapitalization Law was never amended and to complete the total amount of interest payments for 2010, the Ministry of Finance presented to the National Congress a modification of the Public Income and Expenditure Budget Law for 2010, which was approved on December 24, 2010.

During 2010, the Ministry of Finance made interest payments to the Central Bank for a total of DOP13.0 billion plus a current transfer of DOP1.5 billion to complete the total payment of DOP14.5 billion as stipulated in Law No. 167-07. In addition, the three-year bond maturing on December 31, 2010 was replaced with a bond maturing on December 31, 2013.

In 2011, the Ministry of Finance made interest payments to the Central Bank for a total of DOP12.6 billion plus current transfers of DOP6.3 billion to complete the total payment of DOP18.9 billion as stipulated in Law No. 167-07. In addition, two three-year bonds maturing on September 30, 2011 and October 31, 2011, were replaced with bonds maturing on September 30, 2014 and October 31, 2014.

Pursuant to Articles 8 and 11 of Law No. 167-07, these instruments are not redeemable in cash. They will be replaced at their maturity by new instruments with terms and conditions consistent with the market existing conditions (interest rates and maturity). After the Central Bank is fully recapitalized, the capital repayment will be done with the surplus generated by the Central Bank in each year.

Auction Program

In March 2009, the Ministry of Finance initiated a public auction program for the sale of bonds. The program contemplates monthly auctions published in the annual calendar of the Public Debt Office. Financial intermediaries such as commercial banks, savings and loans associations and brokerage firms authorized by the Securities Superintendency are invited to participate in the auctions.

The public auction serves as a reliable source of local financing for the Ministry of Finance and marks an important step for the diversification of the Central Government's debt portfolio into local currency instruments. The first approved series of bonds to be auctioned consisted of three series with maturities of two, three and five years in amounts of DOP5.5 billion, DOP12.0 billion and DOP1.5 million, respectively. The structure of the debt issuances is designed to increase liquidity in the secondary market for these maturities, which are to serve as the "benchmark" or the basis for establishing interest rates in the domestic market.

In the first half of 2010, three series of bonds each in the principal amount of DOP4.0 billion with maturities of three, five and seven years, were approved for auction. Due to the high demand for these bonds, in the second half of the year, a second issuance of bonds, each in the principal amount of DOP3.0 billion with maturities of three, five and seven years, was made. In addition, in response to the demand for longer maturity instruments, a ten-year bond was issued in an amount of DOP11.0 billion. During 2010, a total DOP29.9 billion was allocated through the public auction program. In 2011, a total of DOP25.2 billion was allocated through the program, including a new 10-year bond for DOP13.0 billion, and new series of bonds with tenors of three and five years.

In order to promote the standardization of fixed income instruments in the region, the Ministry of Finance adopted the standards for the harmonization of national debt markets agreed upon in the Central American Monetary Council. To meet the Public Debt Office's goal of a fully automated auction process through an electronic auction platform to allow participants to directly enter their bids electronically, the auctions after 2010 were conducted through Bloomberg.

All bonds issued through the Ministry of Finance's monthly public auction that are coordinated through the Public Debt Office receive the favorable tax treatment of debt issued by the Government, making debt instruments issued by the Dominican Republic more attractive to investors. Investors may use bonds issued through these auctions to pay any type of obligation contracted with the Government, including the payment of taxes, debts, or other types of obligations.

Administrative Domestic Debt Service

As of December 31, 2011, arrears due to domestic suppliers of goods and services to the Government amounted to DOP3.9 billion, as compared to DOP4.2 billion as of December 31, 2010.

The Government has also taken steps to improve the administration of the Republic's domestic debt obligations, including:

- placing the *Comisión Evaluadora de Deuda* (Commission on Debt Evaluation) under the supervision of the Republic's general auditors;
- consolidating the function of the administration of the Republic's debt to the Ministry of Finance, with the exception of the Republic's Brady Bonds, which are administered by the Central Bank;
- modernizing debt-related systems and information technology; and
- adopting programs to train personnel, and streamline and modernize procedures related to debt, with assistance from the IDB.

Debt Related to the Private Electricity Sector

Fiscal deficits and disputes between the Government and private operators over the management and tariff regulation of the electricity sector have led to disputes between parties and missed payments by the Government. In August 2004, the Government cleared arrears it owed to distributors of electricity. See "The Economy— Principal Sectors of the Economy—Secondary Production—Electricity, Gas and Water—Electricity."

Under the 2009 Stand-by Arrangement with the IMF, the Government was required to regularize all outstanding domestic arrears with electricity generators before the end of 2011. Arrears to private energy generating

companies were defined as the balance of current invoices for energy sales to electricity distribution companies for which no payment has been made within 45 days following the contractual due date.

By the end of 2011, the outstanding debt owed by distribution companies and CDEEE to private generators was US$335.9 million, which was 51.7% more than the US$221.5 million due at the end of 2010. This increased debt stock was the result of a US$200 million factoring transaction between private electricity generation companies and Banreservas, as well as the assumption of the outstanding debt service obligations by the Government beginning in 2012.

The Government has made progress towards reform of the electricity sector, with transmission and distribution losses declining, and an increase in the cash recovery index from 52.9% from 2007 to 59.9% in 2011. However, challenges remain to ensure that the electricity sector has sufficient cash to purchase fuel and avoid curtailments in generation, and to address structural problems that have led to recurring financial shortfalls.

In May 2009, the Republic announced the re-nationalization of distribution company EdeEste after reaching an agreement to pay US$26.5 million to shareholder TCW for 51% of the company. In exchange, TCW agreed to give up all of its claims under international arbitration.

Debt Restructuring

History of Debt Restructuring

In November 1991, the Republic restructured US$771 million of indebtedness owed to the Paris Club. As a result of this restructuring, the Republic obtained the following extensions with respect to indebtedness maturing in the period from September 1991 to March 1993:

- a 20-year extension for concessionary credits and credits issued in connection with development projects, with a 10-year grace period;
- a 15-year extension for non-concessionary credits, with an 8-year grace period; and
- a 10-year extension on interest on arrears, with a 5-year grace period.

The Republic returned to the Paris Club in April 2004 and rescheduled US$155 million of maturities falling due in 2004 (amounts due fell from US$479 million to US$293 million) and US$38 million of arrears owed to Paris Club creditors. The rescheduling included:

- a 12-year repayment term, with a 5-year grace period;
- no increase in interest rates for borrowed amounts targeted at development projects and market rates for the Republic's other credits; and
- a requirement that the Government seek comparable treatment from non-Paris Club bilateral and private creditors, which the Paris Club normally assesses in terms of the effect of private treatment, compared to the effects of Paris Club treatment, on:
    - maturity extensions;
    - effect of the agreement on net present value of the repayment profile; and
    - cash flow relief.

In February 1994, the Republic carried out a refinancing agreement of its medium- and long-term debt owed to commercial banks through the issuance by the Central Bank of two series of public sector external bonds. The Brady Restructuring reduced the Republic's international commercial debt from US$1.3 billion to US$328.6 million

in 30-year discount bonds and US$191.3 million in 15-year past-due interest bonds. The discount bonds are collateralized by zero-coupon U.S. Treasury bonds and the payments of principal and interest under both series of bonds are guaranteed by the Republic.

2005 Debt Restructuring

As an integral component of the IMF Stand-by Arrangement and the Republic's agreement with the Paris Club in April 2004, the Government developed a comprehensive debt restructuring plan for 2005. This plan, which was successfully consummated during the course of 2005 and was completed in 2006, consists of the following measures:

- On May 11, 2005, the Republic concluded the successful restructuring of two outstanding global bond issues, totaling US$1.1 billion, by means of an exchange offer. The exchange offer was open to holders of the 9.50% bonds due 2006 and the 9.04% bonds due 2013, who were invited to exchange their bonds for new amortizing bonds due 2011 and 2018, respectively. Approximately US$1.03 billion was tendered, amounting to approximately 94% of the aggregate principal amount outstanding of both series of bonds. A reopening of the exchange offer, which closed on July 20, 2005, resulted in the tender of an additional US$37.0 million, thereby raising total participation in the global bond restructuring to approximately 97% of the aggregate principal amount outstanding. This restructuring adjusted the Republic's scheduled debt service to improve the Government's fiscal balance in line with IMF-approved macroeconomic forecasts.

- On October 17, 2005, the Republic announced it had successfully concluded an agreement with respect to the rescheduling of certain maturities falling due to commercial bank creditors in 2005 and 2006. The agreement permits the Republic to defer payment of outstanding debt in 2005 and 2006 in the amount of US$147 million. Repayment of the rescheduled amounts will be made in six equal and semi-annual installments through January 1, 2010. As part of the rescheduling of this debt, the Republic agreed to pay US$30 million in principal arrears outstanding through 2004. This agreement was approved by the Dominican Congress on February 9, 2006. In addition, in January 2006, the Republic entered into an agreement with a creditor to reschedule commercial debt totaling approximately US$33 million, which was submitted to the Dominican Congress and was approved in August 2006. The Republic also negotiated with two other private creditors the rescheduling of past due supplier financing amounting to approximately US$8 million.

- On October 21, 2005, the Republic concluded an agreement with the Paris Club to reschedule approximately US$137 million of maturities falling due in 2005, which reduced the debt service due to Paris Club creditors from US$357 million to US$220 million. The rescheduling was conducted on the same terms as the Republic's preceding agreement with the Paris Club in 2004.

- In August 2005, the Republic signed a memorandum of understanding with Unión Fenosa, a Spanish company, to restructure the Republic's obligations relating to a purchase agreement with Unión Fenosa entered into in September 2003, under which the Government repurchased Ede Norte and Ede Sur. The Republic exercised an option to satisfy all of the remaining installments of the purchase price due to Unión Fenosa for approximately US$294.1 million using the proceeds of its 2006 bond offering.

DESCRIPTION OF THE BONDS

The bonds were issued under an indenture, dated as of May 11, 2005, between the Republic and The Bank of New York Mellon (formerly The Bank of New York), as trustee, which is in its entirety incorporated by reference in this listing memorandum.

This section of this listing memorandum is intended to be an overview of the material provisions of the bonds and the indenture. Because this section is only a summary, you should refer to the indenture for a complete description of the Republic's obligations and your rights as a holder of the bonds. The Republic has filed copies of the indenture at the offices of the trustee and the Luxembourg listing agent, where they will be made available to you free of charge.

The definitions of certain capitalized terms used in this section are set forth under "—Defined Terms."

General

Basic Terms

The bonds:

- are general, direct, unconditional, unsubordinated and unsecured obligations of the Republic and will be backed by the full faith and credit of the Republic;
- were initially issued in an aggregate principal amount of US$1,000,000,000;
- provide for payment of principal in three equal installments to be made on April 18, 2022, April 18, 2023 and April 18, 2024, respectively;
- were issued at 100%, plus accrued interest from April 18, 2013;
- are not subject to optional redemption prior to their scheduled maturity;
- have a final maturity date of April 18, 2024;
- were issued in denominations of US$100,000 and in integral multiples of US$1,000 in excess thereof; and
- are represented by one or more registered bonds in global form, but in certain limited circumstances may be represented by bonds in certificated form. See "Book-Entry Settlement and Clearance."

Interest

Interest on the bonds will:

- accrue at the rate of 5.875% per annum;
- accrue from the date of issuance or the most recent interest payment date;
- be payable semi-annually in arrears on April 18 and October 18 of each year, commencing on October 18, 2013 to the holders of record on the April 3 and October 3 (whether or not a Business Day) immediately preceding the related interest payment date; and
- be computed on the basis of a 360-day year comprised of twelve 30-day months.

Payment

Principal of, and interest on, the bonds will be payable at the offices or agencies maintained by the Republic for such purpose (which initially will be the offices of the payment agents specified on the inside back cover page of this listing memorandum). Payment of principal of and interest on bonds in global form registered in the name of or held by The Depository Trust Company (or "DTC") or its nominee, will be made in immediately available funds to DTC or its nominee, as the case may be, as the registered holder of the global bonds. If any of the bonds are no longer represented by global bonds, payment of interest on the bonds in physical, certificated form may, at the Republic's option, be made by check mailed directly to holders at their registered addresses.

The Republic will maintain a principal paying agent, a transfer agent and a registrar in New York City and a paying agent and a transfer agent in Western Europe (which, so long as the bonds are listed on the Euro MTF market of the Luxembourg Stock Exchange, will be in Luxembourg). The Republic undertakes that it will ensure that it maintains a paying agent in a European Union member state that will not be obliged to withhold or deduct tax pursuant to the directive regarding taxation of savings income. See "Taxation—European Union Tax Reporting and Withholding." The Republic will give prompt notice to all holders of bonds of any future appointment or any resignation or removal of any paying agent, transfer agent or registrar or of any change by any paying agent, transfer agent or registrar in any of its specified offices. The Republic will also give notice to the Luxembourg Stock Exchange of any changes of any paying agent or transfer agent.

If any date for an interest or principal payment is not a business day, the Republic will make the payment on the next business day. Such payments will be deemed to have been made on the due date, and no interest on the bonds will accrue as a result of the delay in payment. For the purpose of this section, a "business day" means any day that is not a Saturday or Sunday, and that is not a day on which banking or trust institutions are authorized generally or obligated by law, regulation, or executive order to close in New York City.

Claims against the Republic for the payment of principal of, or interest on, the bonds (including additional amounts) must be made within five years of the date on which that payment first became due.

The registered holder of a bond will be treated as its owner for all purposes.

Transfer, Exchange and Replacement of Bonds

The bonds may be transferred or exchanged in whole or in part at the offices or agencies maintained by the Republic for such purpose (which initially will be the offices of the transfer agents specified on the inside back cover page of this listing memorandum) together with an executed instrument of transfer or exchange.

No service charge will be made for any registration of transfer or exchange of bonds, but the Republic may require payment of an amount sufficient to cover any transfer tax or other similar governmental charge payable in connection therewith.

If a bond becomes mutilated, defaced, destroyed, lost or stolen, the Republic may issue, and the trustee will authenticate and deliver, a substitute bond. In each case, the applicant for a substitute bond will be required to furnish to the Republic and to the trustee (or to any paying agent at whose offices the applicant presents the bonds for exchange) an indemnity under which it will agree to pay the Republic, the trustee and any other agent for any losses they may suffer relating to the bond that was mutilated, defaced, destroyed, lost or stolen. The Republic and the trustee may also require that the applicant present other documents or proof. The applicant will be required to pay all expenses and reasonable charges associated with the replacement of the mutilated, defaced, destroyed, lost or stolen bond.

Further Issuances

The Republic may from time to time, without the consent of bondholders, create and issue further bonds having the same terms and conditions as the bonds in all respects, except for issue date, issue price and the first payment of interest thereon. Additional bonds issued in this manner will be consolidated with and will form a single series with the previously outstanding bonds.

Ranking

The bonds will be general, direct, unconditional, unsubordinated and unsecured obligations of the Republic and will be backed by the full faith and credit of the Republic. The bonds will be Public External Debt of the Republic. The bonds will rank equally among themselves and with all other existing and future unsubordinated and unsecured Public External Debt of the Republic.

Additional Amounts

Payments of principal of and interest on the bonds are not currently subject to withholding or deduction for any taxes, duties, assessments or governmental charges of whatever nature in the Republic. The Republic will make payments in respect of the bonds without withholding or deduction for any present or future taxes imposed by the Republic or any of its political subdivisions or taxing authorities, unless otherwise required by Dominican law. If Dominican law requires the Republic or any of its political subdivisions or taxing authorities to deduct or withhold taxes, the Republic will pay the bondholders the additional amounts necessary to ensure that they receive the same amount as they would have received without such withholding or deduction.

The Republic will not, however, pay any additional amounts where the bondholder is subject to such withholding or deduction due to one of the following reasons:

- the bondholder has some connection with the Republic other than merely owning the bond or the receipt of principal of or interest on the bond;
- the bondholder has failed to comply with any certification, identification or other reporting requirement concerning its nationality, residence, identity or connection with the Republic, provided that:
    - compliance is required by the Republic, or any of its political subdivisions or taxing authorities, as a precondition to exemption from such withholding or deduction;
    - at least 30 days prior to the first payment date with respect to which such requirements will apply, the Republic notifies all holders of bonds that the holders will be required to comply with these requirements; and
    - these requirements are not materially more onerous to such holders (in form, in procedure or in the substance of information disclosed) than comparable information or other reporting requirements imposed under U.S. federal tax law, regulation and administrative practice (such as U.S. Internal Revenue Service Forms W-8 and W-9); or
- the bondholder has failed to present its bond (where such presentation is required by the terms of the bonds) within 30 days from when the Republic makes available to the bondholder a payment of principal or interest except to the extent the bondholder would have been entitled to additional amounts in presenting the bond for payment on any date during such 30-day period.

All references in this listing memorandum to principal of or interest on the bonds will include any additional amounts payable by the Republic in respect of such principal or interest.

Negative Pledge Covenant

So long as any bond remains outstanding, the Republic may not allow any Lien on its assets or revenues as security for any of its Public External Debt, unless the Republic's obligations under the bonds are secured equally and ratably with such Public External Debt. The Republic may, however, grant or agree to any Permitted Lien (as defined under "—Defined Terms") on its assets or revenues.

Events of Default

Each of the following is an event of default with respect to the bonds:

1. *Non-Payment*:

- failure to pay for 20 days principal of the bonds when due; or
- failure to pay for 30 days interest on the bonds when due; or

2. *Breach of Other Obligations*: failure to observe or perform any of the covenants or agreements provided in the bonds or the indenture (other than those referred to in paragraph 1 above) for a period of 60 days following written notice to the Republic by the trustee or holders representing at least 25% in principal amount of the then outstanding bonds to remedy such failure; or

3. *Cross Default*:

- failure by the Republic, beyond any applicable grace period, to make any payment when due on Public External Debt in an aggregate principal amount greater than or equal to US$25,000,000 (or its equivalent in other currencies); or
- acceleration of any Public External Debt in an aggregate principal amount greater than or equal to US$25,000,000 (or its equivalent in other currencies) due to an event of default, unless such acceleration is rescinded or annulled; or

4. *Moratorium*: declaration by the Republic of a general suspension of, or a moratorium on, payments of Public External Debt; or

5. *Validity*:

- the Republic contests any of its obligations under the bonds or the indenture in a formal administrative, legislative or judicial proceeding; or
- the Republic denies any of its obligations under the bonds or the indenture; or
- any constitutional provision, treaty, law, regulation, decree, or other official pronouncement of the Republic, or any final decision by any court in the Republic having jurisdiction, renders it unlawful for the Republic to pay any amount due on the bonds or to perform any of its obligations under the bonds or the indenture; or

6. *Judgments*: any writ, execution, attachment or similar process is levied against all or any substantial part of the assets of the Republic in connection with any judgment for the payment of money exceeding US$25,000,000 (or its equivalent in other currencies) and failure by the Republic either to satisfy or discharge such judgment, or adequately bond, contest in good faith or receive a stay of execution or continuance in respect of such judgment, within a period of 120 days; or

7. *Membership in International Monetary Fund*: failure by the Republic to maintain its membership in, and its eligibility to use the general resources of, the IMF, and such failure continues for a period of 60 days.

If any of the events of default described above occurs and is continuing, the trustee, by written notice to the Republic, or the holders of not less than 25% of the aggregate principal amount of the outstanding bonds may, by written notice to the Republic with a copy to the trustee, may declare all the bonds then outstanding to be immediately due and payable. Accordingly, holders of less than 25% of the aggregate principal amount of the outstanding bonds may not, on their own, declare the bonds due and payable immediately. The trustee or the holders of the bonds may exercise these acceleration rights only by providing such written notice to the Republic, with a copy to the trustee (in the case of a declaration by holders), at a time when the event of default is continuing.

The Republic will notify the trustee promptly upon becoming aware of the occurrence of any event of default or potential event of default.

Upon any declaration of acceleration, the principal of, and interest and all other amounts payable on, the bonds will become immediately due and payable on the date on which the Republic receives written notice of the declaration, unless the Republic has remedied the event or events of default prior to receiving the notice. The holders of not less than a majority of the aggregate principal amount of the outstanding bonds may, on behalf of all holders, waive any existing defaults or events or default and their consequences or rescind a declaration of acceleration, if:

- following the declaration of the bonds due and payable immediately, the Republic deposits forthwith with the trustee a sum sufficient to pay all overdue installments of principal, interest and other amounts in respect of the bonds as well as the reasonable fees and compensation of the trustee; and

- all other events of default have been remedied.

Meetings, Amendments and Waivers

The Republic may call a meeting of the holders of the bonds at any time regarding the bonds or the indenture. The Republic will determine the time and place of the meeting and will notify the holders of the time, place and purpose of the meeting not less than 30 and not more than 60 days before the date set for the meeting.

In addition, the trustee will call a meeting of the holders of the bonds if holders of not less than 10% of the aggregate principal amount of the outstanding bonds have delivered a written request to the trustee setting forth the action they propose to take. The trustee will notify the holders of the time, place and purpose of any meeting called by the holders not less than 30 and not more than 60 days before the meeting.

Only holders and their proxies are entitled to vote at a meeting of holders. Holders or proxies representing a majority of the aggregate principal amount of the outstanding bonds will normally constitute a quorum. However, if a meeting is adjourned for lack of quorum, then holders or proxies representing not less than 25% of the aggregate principal amount of the outstanding bonds will constitute a quorum when the meeting is rescheduled. In the absence of a quorum, a meeting may be adjourned for a period of not less than 10 days. Notice of the reconvening of any meeting need be given only once, but must be given not less than 10 days and not more than 20 days prior to the reconvened meeting. For purposes of a meeting of holders that proposes to discuss "reserved matters" (specified below), holders or proxies representing not less than 75% of the aggregate principal amount of the outstanding bonds of the affected series (66 2/3% of the aggregate principal amount of the outstanding bonds of all series in the case of reserved matters with respect to all series) will constitute a quorum. The trustee will set the procedures governing the conduct of any meeting.

The Republic, the trustee and the holders may generally modify or take actions with respect to the terms of the bonds of a series or the indenture insofar as it affects the bonds of that series:

- with the affirmative vote of the holders of not less than 66 2/3% of the aggregate principal amount of the outstanding bonds of that series that are represented at a duly called and held meeting; or

- with the written consent of the holders of not less than 66 2/3% of the aggregate principal amount of the outstanding bonds of that series (without the need for a meeting of holders or a vote of such holders at a meeting).

However, special requirements apply with respect to any amendment, modification, change or waiver with respect to the bonds or the indenture insofar as it affects the bonds that would:

- change the due date or dates for the payment of principal of, or interest on, the bonds;

- reduce the principal amount of the bonds;

- reduce the principal amount of the bonds that is payable upon acceleration of the maturity date;

- reduce the interest rate applicable to the bonds;

- change the currency in which any amount in respect of the bonds is payable or the place or places in which such payment is to be made;

- reduce the percentage of the aggregate principal amount of the outstanding bonds held by holders whose vote or consent is needed to modify, amend or supplement the terms and conditions of the bonds or the indenture or to make, take or give any request, demand, authorization, direction, notice, consent, waiver or other action;

- change the definition of "outstanding" with respect to the bonds;

- change the Republic's obligation to pay any additional amounts in respect of the bonds as set forth under "—Additional Amounts;"

- change the governing law provision of the bonds;

- change the courts of the jurisdiction of which the Republic has submitted, the Republic's obligation to appoint and maintain an agent for the service of process in New York City or the Republic's agreement not to claim, and to waive irrevocably, immunity (sovereign or otherwise) in respect of any suit, actions or proceedings arising out of or relating to the indenture or to the bonds;

- in connection with an exchange offer for, or offer to acquire all or any portion of, the bonds, amend any event of default under the bonds; or

- change the ranking of the bonds, as described under "—Ranking."

The above-listed matters are "reserved matters" and any amendment, modification, change or waiver with respect to a reserved matter is a "reserved matter modification." A reserved matter modification, including a change to the payment terms of the bonds, may be made without a holder's consent, as long as the requisite supermajority of the holders (set forth below) agrees to the reserved matter modification.

Any reserved matter modification to the terms of the bonds or to the indenture insofar as it affects the bonds may generally be made, and future compliance therewith may be waived, with the consent of the holders of not less than 75% in aggregate principal amount of the bonds at the time outstanding.

If the Republic proposes any reserved matter modification to the terms of multiple series of bonds issued pursuant to the indenture (including the bonds) or to the indenture insofar as it affects multiple series of bonds issued pursuant to the indenture (including the bonds), in either case as part of a single transaction, the Republic may elect to proceed pursuant to provisions of the indenture providing that such reserved matter modifications may be made, and future compliance therewith may be waived, for any affected series if made with the consent of the Republic and:

- holders of not less than 85% in aggregate principal amount of the outstanding bonds of all the series affected by that reserved matter modification (taken in aggregate); and

- holders of not less than 66 2/3% in aggregate principal amount of the outstanding bonds of all the series (taken separately).

If any reserved matter modification is sought in the context of a simultaneous offer to exchange the bonds for new debt securities of the Republic or of any other Person, the Republic will ensure that the relevant provisions of the affected bonds, as amended by such reserved matter modification, are no less favorable to the holders thereof than the provisions of the new debt security being offered in the exchange, or, if more than one debt security is so offered, no less favorable than the new debt security issued having the largest aggregate principal amount.

The Republic agrees that it will not issue bonds of a series or reopen any existing series of bonds with the intention of placing bonds of that series with holders expected to support any modification proposed or to be proposed by the Republic for approval pursuant to the modification provisions of the indenture or the terms of any series of bonds outstanding.

Any modification consented to or approved by the holders of the bonds of a series pursuant to the above provisions will be conclusive and binding on all holders of the bonds of such series (whether or not such holders have given such consent or were present at a meeting of holders at which such action was taken) and on all future holders of the bonds of such series (whether or not notation of such modification is made upon the bonds of such series). Any instrument given by or on behalf of any holder of a bond in connection with any consent to or approval of any such modification will be conclusive and binding on all subsequent holders of that bond.

The Republic and the trustee may, without the vote or consent of any holder of the bonds, modify, amend or supplement the bonds or the indenture insofar as it affects bonds for any of the following purposes:

- to add to the Republic's covenants for the benefit of the bondholders;
- to surrender any of the Republic's rights or powers;
- to provide security or collateral for the bonds;
- to cure any ambiguity, or correct or supplement any defective provision contained in the bonds or the indenture; or
- to change the terms and conditions of the bonds or the indenture in any manner which the Republic and the trustee may determine so long as any such change does not, and will not, adversely affect the interests of any bondholder.

For purposes of determining whether the required percentage or percentages of holders of the bonds are present at a meeting of holders for quorum purposes or have approved any amendment, modification or change to, or waiver of, the bonds or the indenture insofar as it affects the bonds, or whether the required percentage or percentages of holders have delivered a written notice of acceleration of the bonds, any bonds owned, directly or indirectly, by or on behalf of the Republic or any public sector instrumentality of the Republic will be disregarded and deemed not to be "outstanding," except that in determining whether the trustee will be protected in relying upon any amendment, modification, change or waiver, or any notice from holders, only bonds that the trustee knows to be so owned will be so disregarded.

As used in the preceding paragraph, "public sector instrumentality" means the Central Bank of the Republic, any department, ministry or agency of the Republic or any corporation, trust, financial institution or other entity owned or controlled by the Republic or any of the foregoing. The term "control" means, in turn, the power, directly or indirectly, through the ownership of voting securities or other ownership interests, to direct the management of, or elect or appoint a majority of, the board of directors or other persons performing similar functions in lieu of, or in addition to, the board of directors of a corporation, trust, financial institution or other entity.

Prior to any vote or consent on a reserved matter modification affecting the bonds, the Republic will deliver to the trustee a certificate signed by an authorized representative of the Republic specifying, for the Republic and each relevant public sector instrumentality, any bonds deemed to not be outstanding as described above or, if no bonds are owned or controlled by the Republic or any public sector instrumentality, a certificate signed by an authorized representative of the Republic to that effect.

Notices

The Republic will mail notices to bondholders at their registered addresses, as reflected in the books and records of the trustee. The Republic will consider any mailed notice to have been given five business days after it has been sent.

The Republic will also publish notices to the bondholders in leading newspapers having general circulation in New York City and London. The Republic anticipates that it will make such publications in *The Wall Street Journal* and the *Financial Times*. In addition, so long as the bonds are listed on the Euro MTF market of the Luxembourg Stock Exchange, the Republic will publish notices to the bondholders in a leading newspaper having general circulation in Luxembourg and on the website of the Luxembourg Stock Exchange (www.bourse.lu). The Republic anticipates that it will initially make its newspaper publication in the *Luxemburger Wort*. If publication in a leading newspaper in Luxembourg is not practical, the Republic will publish such notices in one other leading English language daily newspaper with general circulation in Europe. The Republic will consider any published notice to be given on the date of its first publication.

Governing Law

The indenture and the bonds will be governed by, and construed in accordance with, the law of the State of New York.

Submission to Jurisdiction

The Republic is a foreign sovereign state. Consequently, it may be difficult for bondholders to obtain judgments from courts in the United States or elsewhere against the Republic. Furthermore, it may be difficult for investors to enforce, in the United States or elsewhere, the judgments of U.S. or foreign courts against the Republic.

In connection with any legal action or proceeding arising out of or relating to the bonds (subject to the exceptions described below), the Republic has agreed, subject to the limitation mandated by the Constitution of the Dominican Republic which submits to Dominican Law and Dominican Courts all agreements executed between the Dominican Government and foreign entities or individuals domiciled in the Dominican Republic,

- to submit to the jurisdiction of any New York State or U.S. federal court sitting in New York City in the Borough of Manhattan and any appellate court of either thereof;

- that all claims in respect of such legal action or proceeding may be heard and determined in such New York state or U.S. federal court and will waive, to the fullest extent permitted by law, the defense of an inconvenient forum to the maintenance of such action or proceeding; and

- to appoint as its process agent the person from time to time discharging the function of Consul General of the Republic in New York City, with offices at 1501 Broadway, Suite 410, New York, New York 10036, United States.

The process agent will receive on behalf of the Republic and its property service of copies of any summons and complaint and any other process which may be served in any such legal action or proceeding brought in such New York State or U.S. federal court sitting in New York City in the Borough of Manhattan. Service may be made by mailing or delivering a copy of such process to the Republic at the address specified above for the process agent.

A final non-appealable judgment in any of the above legal actions or proceedings will be conclusive and may be enforced by a suit upon such judgment in any other courts that may have jurisdiction over the Republic.

In addition to the foregoing, the bondholders may serve legal process in any other manner permitted by applicable law. The above provisions do not limit the right of any bondholder to bring any action or proceeding against the Republic or its property in other courts where jurisdiction is independently established.

To the extent that the Republic has or hereafter may acquire or have attributed to it any sovereign or other immunity under any law, the Republic has agreed to waive, to the fullest extent permitted by law, such immunity in respect of any claims or actions regarding its obligations under the bonds, except that the Republic will not waive immunity from attachment prior to judgment and attachment in aid of execution under Dominican law.

The bondholders may be required to post a bond or other security with the Dominican courts as a condition to the institution, prosecution or completion of any action or proceeding (including appeals) arising out of or relating to the bonds in those courts.

The Republic reserves the right to plead sovereign immunity under the U.S. Foreign Sovereign Immunities Act of 1976 with respect to actions brought against it under U.S. federal securities laws or any state securities laws, and the Republic's appointment of the process agent will not extend to such actions. Without a waiver of immunity by the Republic with respect to such actions, it would be impossible to obtain a U.S. judgment in such an action against the Republic unless a court were to determine that the Republic is not entitled under the U.S. Foreign Sovereign Immunities Act of 1976 to sovereign immunity with respect to such action. However, even if a U.S. judgment could be obtained in any such action under the U.S. Foreign Sovereign Immunities Act of 1976, it may not be possible to enforce in the Republic a judgment based on such a U.S. judgment.

A judgment obtained against the Republic in a foreign court can be enforced in the courts of the Republic, if such judgment is ratified by the Dominican courts. Based on existing law, Dominican courts will ratify such a judgment:

- if there exists a treaty with the country where such judgment was issued providing for reciprocal enforcement of foreign judgments (no such treaty exists at the present time between the Republic and the United States); or
- if such judgment:
- complies with all formalities required for the enforceability thereof under the laws of the country where the same was issued;
- has been translated into Spanish, together with related documents, and satisfies the authentication requirements of Dominican law;
- was issued by a competent court after valid service of process upon the parties to the action;
- was issued after an opportunity was given to the defendant to present its defense;
- is not subject to further appeal; and
- is not against Dominican public policy.

The Republic agrees to cause an appearance to be filed on its behalf and to defend itself in connection with any legal action or proceeding instituted against it. However, a default judgment obtained in the United States against the Republic, resulting from the Republic's failure to appear and defend itself in any suit filed against the Republic, or from the Republic's deemed absence at the proceedings, may not be enforceable in the Dominican courts.

Currency Indemnity

The obligation of the Republic to any bondholder under the bonds will be discharged only to the extent that the bondholder may purchase U.S. dollars with any other currency paid to that bondholder in accordance with any judgment or otherwise. If the bondholder cannot purchase U.S. dollars in the amount originally to be paid, the Republic agrees to pay the difference. The bondholder, however, agrees that, if the amount of the U.S. dollars purchased exceeds the amount originally to be paid to such bondholder, the bondholder will reimburse the excess to the Republic. The bondholder, however, will not be obligated to make this reimbursement if the Republic is in default of its obligations under the bonds.

Concerning the Trustee

The indenture contains provisions relating to the obligations and duties of the trustee, to the indemnification of the trustee and to the trustee's relief from responsibility for actions that it takes. The trustee is entitled to enter into business transactions with the Republic or any of its affiliates without accounting for any profit resulting from such transactions.

Defined Terms

The following are certain definitions used in the bonds:

"External Debt" means obligations (other than the bonds) of, or guaranteed (whether by contract, statute or otherwise) by, the Republic for borrowed money or evidenced by bonds, debentures, notes or similar instruments denominated or payable, or which, at the option of the holder thereof, may be payable, in a currency other than Dominican pesos or by reference to a currency other than Dominican pesos, regardless of whether that obligation is incurred or entered into within or outside the Republic.

"Lien" means any lien, pledge, mortgage, security interest, deed of trust, charge or other encumbrance or preferential arrangement which has the practical effect of constituting a security interest with respect to the payment of any obligations with or from the proceeds of any assets or revenues of any kind.

"Permitted Liens" means:

- any Lien on property to secure Public External Debt arising in the ordinary course to finance export, import or other trade transactions, which Public External Debt matures (after giving effect to all renewals and refinancing thereof) not more than one year after the date on which such Public External Debt was originally incurred;

- any Lien on property to secure Public External Debt existing on such property at the time of its acquisition or incurred solely for the purpose of financing any acquisition by the Republic of such property, and any renewal or extension of any such Lien which is limited to the original property covered thereby and which secures any renewal or extension of the original financing without any increase in the amount thereof;

- any Lien securing Public External Debt incurred for the purpose of financing all or part of the costs of the acquisition, construction or development of a project, provided that:

    - the holders of such Public External Debt agree to limit their recourse to the assets and revenues of such project as the principal source of repayment of such Public External Debt; and

    - the property over which such Lien is granted consists solely of such assets and revenues;

- any Lien in existence as of the original issuance date of the bonds; and

- any Lien securing Public External Debt which, together with all other Public External Debt secured by Liens (excluding Public External Debt secured by other Permitted Liens), does not exceed US$25,000,000 principal amount (or its equivalent in other currencies) in the aggregate.

"Public External Debt" means any External Debt that is in the form of, or represented by, bonds, notes or other securities that are or may be quoted, listed or ordinarily purchased or sold on any stock exchange, automated trading system or over-the-counter or other securities market.

BOOK-ENTRY SETTLEMENT AND CLEARANCE

Global Bonds

The bonds have initially been issued in the form of two registered bonds in global form, without interest coupons, as follows:

- bonds sold to qualified institutional buyers in reliance on Rule 144A under the U.S. Securities Act of 1933, as amended (the "Securities Act") are represented by a global bond (the "Rule 144A Global Bond"); and
- bonds sold in offshore transactions to non-U.S. persons in reliance on Regulation S are represented by a global bond (the "Regulation S Global Bond").

Upon issuance, each of the global bonds were deposited with the trustee as custodian for DTC and registered in the name of Cede & Co., as nominee of DTC.

Ownership of beneficial interests in each global bond will be limited to persons who have accounts with DTC (the "DTC participants") or persons who hold interests through DTC participants. The Republic expects that under procedures established by DTC:

- upon deposit of each global bond with DTC's custodian, DTC will credit portions of the principal amount of the global bond to the accounts of the DTC participants designated by the initial purchasers; and
- ownership of beneficial interests in each global bond will be shown on, and transfers of ownership of those interests will be effected only through, records maintained by DTC (with respect to interests of DTC participants) and the records of DTC participants (with respect to other owners of beneficial interests in each global bond).

Beneficial interests in the Regulation S Global Bond were initially credited within DTC to Euroclear and Clearstream Banking on behalf of the owners of such interests. During the 40-day period commencing on the closing date of the offering of the bonds (the "40-day restricted period"), beneficial interests in the Regulation S Global Bond may be:

- held only through Euroclear or Clearstream Banking; and
- transferred only to non-U.S. persons under Regulation S or qualified institutional buyers under Rule 144A.

Investors may hold their interests in the Regulation S Global Bond directly through Euroclear or Clearstream Banking, if they are participants in those systems, or indirectly through organizations that are participants in those systems. Investors may also hold their interests in the Regulation S Global Bond through organizations other than Euroclear or Clearstream Banking that are DTC participants. Each of Euroclear and Clearstream Banking will appoint a DTC participant to act as its depositary for the interests in the Regulation S Global Bond that are held within DTC for the account of each of these settlement systems on behalf of its respective participants.

Beneficial interests in the global bonds may not be exchanged for bonds in physical certificated form except in the limited circumstances described below.

Each global bond and beneficial interests in each global bond will be subject to restrictions on transfer as described under "Transfer Restrictions."

Exchanges between the Global Bonds

Beneficial interests in one global bond may generally be exchanged for interests in another global bond. Depending on whether the transfer is being made during or after the 40-day restricted period, and to which global bond the transfer is being made, the trustee may require the seller to provide certain written certifications in the form provided in the indenture.

A beneficial interest in a global bond that is transferred to a person who takes delivery through another global bond will, upon transfer, become subject to any transfer restrictions and other procedures applicable to beneficial interests in the other global bond.

Book-Entry Procedures for the Global Bonds

All interests in the global bonds will be subject to the operations and procedures of DTC, Euroclear and Clearstream Banking. The Republic provides the following summaries of those operations and procedures solely for the convenience of investors. The operations and procedures of each settlement system are controlled by that settlement system and may be changed at any time. Neither the Republic nor the initial purchasers are responsible for those operations or procedures.

DTC has advised that it is:

- a limited purpose trust company organized under the laws of the State of New York;
- a "banking organization" within the meaning of the New York State Banking Law;
- a member of the U.S. Federal Reserve System;
- a "clearing corporation" within the meaning of the Uniform Commercial Code; and
- a "clearing agency" registered under Section 17A of the U.S. Securities Exchange Act of 1934.

DTC was created to hold securities for its participants and to facilitate the clearance and settlement of securities transactions between its participants through electronic book-entry changes to the accounts of its participants. DTC's participants include securities brokers and dealers, including the initial purchasers; banks and trust companies; clearing corporations; and other organizations. Indirect access to DTC's system is also available to others such as banks, brokers, dealers and trust companies; these indirect participants clear through or maintain a custodial relationship with a DTC participant, either directly or indirectly. Investors who are not DTC participants may beneficially own securities held by or on behalf of DTC only through DTC participants or indirect participants in DTC.

So long as DTC's nominee is the registered owner of a global bond, that nominee will be considered the sole owner or holder of the bonds represented by that global bond for all purposes under the indenture. Except as provided below, owners of beneficial interests in a global bond:

- will not be entitled to have bonds represented by the global bond registered in their names;
- will not receive or be entitled to receive physical, certificated bonds; and
- will not be considered the owners or holders of the bonds under the indenture for any purpose, including with respect to the giving of any direction, instruction or approval to the trustee under the indenture.

As a result, each investor who owns a beneficial interest in a global bond must rely on the procedures of DTC to exercise any rights of a holder of bonds under the indenture (and, if the investor is not a participant or an indirect participant in DTC, on the procedures of the DTC participant through which the investor owns its interest in the bonds).

Payments of principal and interest with respect to the bonds represented by a global bond will be made by the trustee to DTC's nominee as the registered holder of the global bond. Neither the Republic nor the trustee will have any responsibility or liability for the payment of amounts to owners of beneficial interests in a global bond, for any aspect of the records relating to or payments made on account of those interests by DTC, or for maintaining, supervising or reviewing any records of DTC relating to those interests.

Payments by participants and indirect participants in DTC to the owners of beneficial interests in a global bond will be governed by standing instructions and customary industry practice and will be the responsibility of those participants or indirect participants and DTC.

Transfers between participants in DTC will be effected under DTC's procedures and will be settled in same-day funds. Transfers between participants in Euroclear or Clearstream Banking will be effected in the ordinary way under the rules and operating procedures of those systems.

Cross-market transfers between DTC participants, on the one hand, and participants in Euroclear or Clearstream Banking, on the other hand, will be effected within DTC through the DTC participants that are acting as depositaries for Euroclear and Clearstream Banking. To deliver or receive an interest in a global bond held in a Euroclear or Clearstream Banking account, an investor must send transfer instructions to Euroclear or Clearstream Banking, as the case may be, under the rules and procedures of that system and within the established deadlines of that system. If the transaction meets its settlement requirements, Euroclear or Clearstream Banking, as the case may be, will send instructions to its DTC depositary to take action to effect final settlement by delivering or receiving interests in the relevant global bonds in DTC, and making or receiving payment under normal procedures for same-day funds settlement applicable to DTC. Euroclear and Clearstream Banking participants may not deliver instructions directly to the DTC depositaries that are acting for Euroclear or Clearstream Banking.

Because of time zone differences, the securities account of a Euroclear or Clearstream Banking participant that purchases an interest in a global bond from a DTC participant will be credited on the business day for Euroclear or Clearstream Banking immediately following the DTC settlement date. Cash received in Euroclear or Clearstream Banking from the sale of an interest in a global bond to a DTC participant will be received with value on the DTC settlement date but will be available in the relevant Euroclear or Clearstream Banking cash account as of the business day for Euroclear or Clearstream Banking following the DTC settlement date.

DTC, Euroclear and Clearstream Banking have agreed to the above procedures to facilitate transfers of interests in the global bonds among participants in those settlement systems. However, the settlement systems are not obligated to perform these procedures and may discontinue or change these procedures at any time. Neither the Republic nor the trustee will have any responsibility for the performance by DTC, Euroclear or Clearstream Banking or their participants or indirect participants of their obligations under the rules and procedures governing their operations.

Certificated Bonds

Bonds in physical, certificated form will be issued and delivered to each person that DTC identifies as a beneficial owner of the related bonds only if:

- DTC notifies the Republic at any time that it is unwilling or unable to continue as depositary for the global bonds and a successor depositary is not appointed within 90 days;
- DTC ceases to be registered as a clearing agency under the U.S. Securities Exchange Act of 1934 and a successor depositary is not appointed within 90 days;

- the Republic, at its option, notifies the trustee that it elects to cause the issuance of certificated bonds;

or

- certain other events provided in the indenture occur.

TRANSFER RESTRICTIONS

The bonds are subject to the following restrictions on transfer. By purchasing bonds, you will be deemed to have made the following acknowledgements, representations to and agreements with the Republic and the initial purchasers:

(1) You acknowledge that:

- the bonds have not been registered under the Securities Act or any other securities laws and are being offered for resale in transactions that do not require registration under the Securities Act or any other securities laws; and

- unless so registered, the bonds may not be offered, sold or otherwise transferred except under an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act or any other applicable securities laws, and in each case in compliance with the conditions for transfer set forth in paragraph (4) below.

(2) You represent that you are not an affiliate (as defined in Rule 144 under the Securities Act) of the Republic, that you are not acting on the Republic's behalf and that either:

- you are a qualified institutional buyer (as defined in Rule 144A) and are purchasing bonds for your own account or for the account of another qualified institutional buyer, and you are aware that the initial purchasers are selling the bonds to you in reliance on Rule 144A; or

- you are not a U.S. person (as defined in Regulation S under the Securities Act) or purchasing for the account or benefit of a U.S. person, other than a distributor, and you are purchasing bonds in an offshore transaction in accordance with Regulation S.

(3) You acknowledge that neither the Republic nor the initial purchasers nor any person representing the Republic or the initial purchasers has made any representation to you with respect to the Republic or the offering of the bonds, other than the information contained in this listing memorandum. You represent that you are relying only on this listing memorandum in making your investment decision with respect to the bonds. You agree that you have had access to such information concerning the Republic and the bonds as you have deemed necessary in connection with your decision to purchase bonds, including an opportunity to ask questions of and request information from the Republic.

(4) You represent that you are purchasing bonds for your own account, or for one or more investor accounts for which you are acting as a fiduciary or agent, in each case not with a view to, or for offer or sale in connection with, any distribution of the bonds in violation of the Securities Act, subject to any requirement of law that the disposition of your property or the property of that investor account or accounts be at all times within your or their control and subject to your or their ability to resell the bonds pursuant to Rule 144A or any other available exemption from the registration requirements of the Securities Act. You agree on your own behalf and on behalf of any investor account for which you are purchasing bonds, and each subsequent holder of the bonds by its acceptance of the bonds will agree, that until the end of the resale restriction period (as defined below), the bonds may be offered, sold or otherwise transferred only:

(a) to the Republic;

(b) pursuant to a registration statement that has been declared effective under the Securities Act;

(c) for so long as the bonds are eligible for resale under Rule 144A, to a person whom the seller reasonably believes is a qualified institutional buyer that is purchasing for its own account or for the account of another qualified institutional buyer and to whom it has given notice that the transfer is being made in reliance on Rule 144A;

(d) through offers and sales that occur outside the United States within the meaning of Regulation S; or

(e) under any other available exemption from the registration requirements of the Securities Act;

subject in each of the above cases to any requirement of law that the disposition of the seller's property or the property of an investor account or accounts be at all times within the seller or such account's control.

You also acknowledge that:

- the above restrictions on resale will apply from the closing date of the offering of the bonds until the date that is one year after the later of the closing date and the last date that the Republic or any of its affiliates was the owner of the bonds or any predecessor of the bonds (the "resale restriction period"), and will not apply after the resale restriction period ends;

- the Republic and the trustee reserve the right to require, in connection with any offer, sale or other transfer of bonds before the resale restriction period ends under clauses (d) and (e) above, the delivery of an opinion of counsel, certifications and/or other information satisfactory to the Republic and the trustee; and

- each bond will contain a legend substantially to the following effect:

  THIS SECURITY HAS NOT BEEN REGISTERED UNDER THE SECURITIES ACT, AS AMENDED (THE "SECURITIES ACT"), OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR OTHER JURISDICTION. NEITHER THIS SECURITY NOR ANY INTEREST OR PARTICIPATION HEREIN MAY BE REOFFERED, SOLD, ASSIGNED, TRANSFERRED, PLEDGED, ENCUMBERED OR OTHERWISE DISPOSED OF IN THE ABSENCE OF SUCH REGISTRATION OR UNLESS SUCH TRANSACTION IS EXEMPT FROM, OR NOT SUBJECT TO, SUCH REGISTRATION. THE HOLDER OF THIS SECURITY, BY ITS ACCEPTANCE HEREOF, AGREES ON ITS OWN BEHALF AND ON BEHALF OF ANY INVESTOR ACCOUNT FOR WHICH IT HAS PURCHASED SECURITIES, TO OFFER, SELL OR OTHERWISE TRANSFER SUCH SECURITY, PRIOR TO THE DATE (THE "RESALE RESTRICTION TERMINATION DATE") THAT IS ONE YEAR AFTER THE LATER OF THE ORIGINAL ISSUE DATE HEREOF AND THE LAST DATE ON WHICH THE ISSUER OR ANY AFFILIATE OF THE ISSUER WAS THE OWNER OF THIS SECURITY (OR ANY PREDECESSOR OF SUCH SECURITY), ONLY (A) TO THE ISSUER, (B) PURSUANT TO A REGISTRATION STATEMENT THAT HAS BEEN DECLARED EFFECTIVE UNDER THE SECURITIES ACT, (C) FOR SO LONG AS THE SECURITIES ARE ELIGIBLE FOR RESALE PURSUANT TO RULE 144A UNDER THE SECURITIES ACT, TO A PERSON WHOM IT REASONABLY BELIEVES IS A "QUALIFIED INSTITUTIONAL BUYER" (AS DEFINED IN RULE 144A) THAT IS PURCHASING FOR ITS OWN ACCOUNT OR FOR THE ACCOUNT OF ANOTHER QUALIFIED INSTITUTIONAL BUYER TO WHOM NOTICE IS GIVEN THAT THE TRANSFER IS BEING MADE IN RELIANCE ON RULE 144A, (D) PURSUANT TO OFFERS AND SALES THAT OCCUR OUTSIDE THE UNITED STATES WITHIN THE MEANING OF REGULATION S UNDER THE SECURITIES ACT, OR (E) PURSUANT TO ANOTHER AVAILABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT, SUBJECT TO THE REPUBLIC'S AND THE TRUSTEE'S RIGHT PRIOR TO ANY SUCH OFFER, SALE OR TRANSFER PURSUANT TO CLAUSES (D) OR (E) TO REQUIRE THE DELIVERY OF AN OPINION OF COUNSEL, CERTIFICATION AND/OR OTHER INFORMATION SATISFACTORY TO EACH OF THEM. THIS LEGEND WILL BE REMOVED UPON THE REQUEST OF THE HOLDER AFTER THE RESALE RESTRICTION TERMINATION DATE.

You acknowledge that the Republic, the initial purchasers and others will rely upon the truth and accuracy of the above acknowledgments, representations and agreements. You agree that if any of the acknowledgments, representations or agreements you are deemed to have been made by your purchase of bonds is no longer accurate, you

will promptly notify the Republic and the initial purchasers. If you are purchasing any bonds as a fiduciary or agent for one or more investor accounts, you represent that you have sole investment discretion with respect to each of those accounts and that you have full power to make the above acknowledgments, representations and agreements on behalf of each account.

TAXATION

The following discussion provides a general summary of the principal Dominican and U.S. federal income tax considerations that may be relevant to you if you purchase, own or sell the bonds. This summary is based on tax laws, regulations, rulings and decisions in effect on the date of this listing memorandum. All of these laws and authorities are subject to change, and any change could be effective retroactively. No assurances can be given that any change in these laws or authorities will not affect the accuracy of the discussion set forth herein. This summary does not describe all of the tax considerations that may be relevant to you or your situation, particularly if you are subject to special tax rules. This summary only addresses initial purchasers of the bonds that purchase the bonds at their initial offering price and hold the bonds as capital assets. It does not address considerations that may be relevant to you if you are an investor that is subject to special tax rules, such as a bank, thrift, financial institution, real estate investment trust, regulated investment company, insurance company, dealer in securities or currencies, trader in securities or commodities that elects to use the mark-to-market method of accounting, investor that will hold the bonds as a hedge against currency risk or as a position in a "straddle" or conversion transaction or as part of a "synthetic security" or other financial integrated transaction, partnership or other pass-through entity for U.S. federal income tax purposes, person subject to the U.S. federal alternative minimum tax, tax-exempt organization or a United States person (as defined below) whose "functional currency" is not the U.S. dollar.

This discussion does not purport to be a comprehensive description of all of the tax considerations that may be relevant to a particular investor's decision to invest in the bonds. You should consult your tax adviser about the tax consequences of holding the bonds, including the relevance to your particular situation of the considerations discussed below, as well as of state, local or other tax laws.

U.S. Internal Revenue Service Circular 230 Notice

To ensure compliance with Internal Revenue Service Circular 230, prospective investors are hereby notified that (a) any discussion of U.S. federal tax issues contained or referred to in this listing memorandum or any other document referred to herein is not intended or written to be used, and cannot be used, by prospective investors for the purpose of avoiding penalties that may be imposed on them under the U.S. Internal Revenue Code, (b) such discussion is written for use in connection with the promotion or marketing of the transactions or matters addressed herein, and (c) prospective investors should seek advice based on their particular circumstances from an independent tax adviser.

Dominican Taxation

The following summary of the principal Dominican tax matters is based on a review of the *Código Tributario* ("Tax Code") Law No. 11-92 enacted in 1992, as amended and its rules for application; and Law No. 57-13 dated February 5, 2013. This summary contains a description of the principal tax consequences in the Dominican Republic of the purchase, ownership and disposition of the bonds, but it does not purport to be a comprehensive description of all tax consequences that may be relevant to a decision to purchase the bonds.

This summary is based upon the tax laws of the Dominican Republic as in effect on the date of this listing memorandum, which are subject to change. Prospective purchasers of the bonds (including residents of the Dominican Republic, if any) should consult their own tax advisers as to the consequences of the purchase, ownership and disposition of the bonds.

Pursuant to Article 6 of Law No. 57-13, principal and interest paid on the bonds issued under this law are exempt from any type of taxes, rights, fees, charges or public contributions, governmental or municipal. Capital gains realized on the disposition by a foreign non-resident holder of the bonds will not be subject to Dominican taxes, provided that such disposition occurs outside the Dominican Republic.

The foregoing tax treatment assumes that the bonds will remain in the form of global bonds registered in the name of a nominee of DTC and will not be issued in definitive, certificated form.

A foreign non-resident holder of the bonds generally will not be liable for estate, gift, inheritance or similar taxes with respect to such bonds.

The extent of the tax exemptions for any Dominican source income is defined in and limited by Article 6 of Law No. 57-13.

United States Taxation

The following summary of the principal U.S. federal income tax matters is based on provisions of the U.S. Internal Revenue Code of 1986, as amended, and U.S. Treasury Regulations, rulings and judicial decisions in effect on the date of this listing memorandum. This summary does not address any tax consequences under U.S. federal estate, gift or other tax laws. For purposes of this summary, the term "United States person" means an individual who is a citizen or resident of the United States, a domestic corporation or any other holder that is subject to U.S. federal income taxation on a net income basis in respect of the bonds. If a partnership holds the bonds, the tax treatment of a partner will generally depend upon the status of the partner and the activities of the partnership. If you are a partner of a partnership holding the bonds, you should consult your tax adviser.

Payments of Interest and Sale, Exchange or other Disposition of the Bonds

If you are a United States person, the interest you receive on the bonds will generally be subject to U.S. taxation and will be considered ordinary interest income on which you will be taxed at the time that such interest is accrued or received, in accordance with the method of accounting that you use for tax purposes. Such income will generally constitute foreign source passive category income for purposes of the U.S. foreign tax credit rules.

If you are a United States person, when you sell, exchange or otherwise dispose of the bonds, you generally will recognize gain or loss equal to the difference between the amount you realize on the transaction and your tax basis in the bonds (except that any amount attributable to accrued and unpaid interest will be treated as a payment of interest for U.S. federal income tax purposes, which will be taxable as such). Your tax basis in a bond generally will equal the cost of the bond to you (reduced by any payments of principal received on the bonds by you before maturity). If you are an individual and the bond being sold, exchanged or otherwise disposed of is a capital asset held for more than one year, you may be eligible for reduced rates of taxation on any capital gain realized. Your ability to deduct capital losses is subject to limitations.

Backup Withholding and Information Reporting

The paying agents will be required to file information returns with the U.S. Internal Revenue Service with respect to payments made to certain United States persons on the bonds. In addition, certain United States persons may be subject to U.S. backup withholding tax in respect of such payments, unless such United States person (i) comes within certain exempt categories and demonstrates this fact, or (ii) provides a correct taxpayer identification number on a U.S. Internal Revenue Service Form W-9, certifies as to no loss of exemption from backup withholding and otherwise complies with applicable requirements of the backup withholding rules. Persons holding bonds who are not United States persons may be required to comply with applicable certification procedures to establish that they are not United States persons in order to avoid the application of such information reporting requirements and backup withholding tax. Any amounts withheld under the backup withholding rules will be allowed as a refund, or as a credit against your U.S. federal income tax liability, provided that you furnish the required information to the U.S. Internal Revenue Service.

European Union Tax Reporting and Withholding

Under European Council Directive 2003/48/EC on the taxation of savings income, Member States of the European Union are required to provide to the tax authorities of another Member State details of payments of interest (or similar income) paid by a person within its jurisdiction to an individual resident in that other Member State. However, for a transitional period, Luxembourg and Austria instead (unless during that period they elect otherwise) operate a withholding system in relation to such payments (the ending of such transitional period being dependent upon the conclusion of certain other agreements relating to information exchange with certain other countries). A number of non-EU countries and territories have agreed to adopt similar measures (some of which involve a withholding system). As indicated above under "Description of the Bonds—Additional Amounts", no additional amounts will be payable in respect of any taxes other than those imposed by the Republic (or any of its political

subdivisions or taxing authorities). You should consult your own tax advisers regarding the application of Directive 2003/48/EC or any similar Directive.

PLAN OF DISTRIBUTION

Citigroup Global Markets Inc. and Deutsche Bank Securities Inc. have acted as joint book-running managers of the offering and as representatives of the initial purchasers named below. Subject to the terms and conditions stated in the purchase agreement dated April 11, 2013, each initial purchaser named below severally agreed to purchase, and the Republic agreed to sell to that initial purchaser, the principal amount of the bonds set forth opposite the initial purchaser's name.

Initial Purchaser	Principal Amount of Bonds
Citigroup Global Markets Inc..	US$ 500,000,000
Deutsche Bank Securities Inc.	500,000,000
Total	US$1,000,000,000

The purchase agreement provides that the obligations of the initial purchasers to purchase the bonds are subject to approval of legal matters by counsel and to other conditions. The initial purchasers must purchase all the bonds if they purchase any of the bonds. The initial purchasers may offer and sell the bonds through certain of their affiliates.

The Republic has been advised that the initial purchasers propose to resell the bonds at the offering price set forth on the cover page of this listing memorandum within the United States to qualified institutional buyers (as defined in Rule 144A) in reliance on Rule 144A and outside the United States in reliance on Regulation S. See "Transfer Restrictions." The price at which the bonds are offered may be changed at any time without notice.

The bonds have not been and will not be registered under the Securities Act or any state securities laws and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S) except in transactions exempt from, or not subject to, the registration requirements of the Securities Act. See "Transfer Restrictions."

In addition, until 40 days after the commencement of this offering, an offer or sale of bonds within the United States by a dealer that is not participating in this offering may violate the registration requirements of the Securities Act if that offer or sale is made otherwise than in accordance with Rule 144A.

The bonds will constitute a new class of securities with no established trading market. Application has been made to list the bonds on the Official List of the Luxembourg Stock Exchange and to trade them on the Euro MTF market of the Luxembourg Stock Exchange. However, the Republic cannot assure you that the prices at which the bonds will sell in the market after this offering will not be lower than the initial offering price or that an active trading market for the bonds will develop and continue after this offering. The initial purchasers have advised us that they currently intend to make a market in the bonds. However, they are not obligated to do so and they may discontinue any market-making activities with respect to the bonds at any time without notice. In addition, market-making activity may be subject to the limits imposed by applicable securities laws. Accordingly, the Republic cannot assure you as to the liquidity of, or the trading market for, the bonds.

The Republic estimates that its portion of the total expenses of the offering were approximately US$1,070,000.

In connection with the offering, the initial purchasers may purchase and sell bonds in the open market. Purchases and sales in the open market may include short sales, purchases to cover short positions and stabilizing purchases.

Short sales involve secondary market sales by the initial purchasers of a greater number of bonds than they are required to purchase in the offering.

Covering transactions involve purchases of bonds in the open market after the distribution has been completed in order to cover short positions.

Stabilizing transactions involve bids to purchase bonds so long as the stabilizing bids do not exceed a specified maximum.

Purchases to cover short positions and stabilizing purchases, as well as other purchases by the initial purchasers for their own accounts, may have the effect of preventing or retarding a decline in the market price of the bonds. They may also cause the price of the bonds to be higher than the price that would otherwise exist in the open market in the absence of these transactions. The initial purchasers may conduct these transactions in the over-the-counter market or otherwise. If the initial purchasers commence any of these transactions, they may discontinue them at any time.

The Republic estimates that delivery of the bonds was made to investors on April 18, 2013, which was the fifth business day following the date of the pricing of the bonds (such settlement being referred to as "T+ 5"). Under Rule 15c6-1 under the U.S. Securities Exchange Act of 1934, as amended, trades in the secondary market are required to settle in three business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade bonds prior to the delivery of the bonds hereunder will be required, by virtue of the fact that the bonds initially settle in T+ 5, to specify an alternate settlement arrangement at the time of any such trade to prevent a failed settlement. Purchasers of the bonds who wish to trade the bonds prior to their date of delivery hereunder should consult their advisors.

The initial purchasers have performed commercial banking, investment banking and advisory services for the Republic from time to time for which they have received customary fees and reimbursement of expenses. The initial purchasers may, from time to time, engage in transactions with and perform services for the Republic in the ordinary course of their business for which they may receive customary fees and reimbursement of expenses.

Investors who purchase the bonds from the initial purchasers may be required to pay stamp taxes and other charges in accordance with the laws and practice of the country of purchase in addition to the offering price set forth on the cover page of this listing memorandum.

The Republic has agreed to indemnify the initial purchasers against certain liabilities, including liabilities under the Securities Act, or to contribute to payments that the initial purchasers may be required to make because of any of those liabilities.

Notice to Prospective Investors in the European Economic Area

In relation to each member state of the European Economic Area that has implemented the Prospectus Directive (each, a relevant member state), with effect from and including the date on which the Prospectus Directive is implemented in that relevant member state (the relevant implementation date), an offer to the public of bonds which are the subject of the offering contemplated by this listing memorandum may not be made in that relevant member state except that an offer to the public in that relevant member state may be made at any time with effect from and including the relevant implementation date under the following exemptions under the Prospectus Directive:

- to any legal entity which is a qualified investor as defined in the Prospectus Directive;
- to fewer than 100 or, if the relevant member state has implemented the relevant provisions of the 2010 PD Amending Directive, 150 natural or legal persons (other than qualified investors as defined in the Prospectus Directive), as permitted under the Prospectus Directive, subject to obtaining the prior consent of the relevant dealer or dealers nominated by the issuer for any such offer; or
- in any other circumstances falling within Article 3(2) of the Prospectus Directive.

provided that no such offer of securities shall require the issuer or initial purchaser to publish a prospectus pursuant to Article 3 of the Prospectus Directive.

For the purposes of this provision, the expression "an offer to the public" in relation to any securities in any relevant member state means the communication in any form and by any means of sufficient information on the terms of the offer and the securities to be offered so as to enable an investor to decide to purchase or subscribe for the securities, as the same may be varied in that member state by any measure implementing the Prospectus Directive in that member state and the expression Prospectus Directive means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the relevant member state), and includes any relevant implementing measure in the relevant member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EU.

This EEA selling restriction is in addition to any other selling restrictions set out in this listing memorandum.

Notice to Prospective Investors in the United Kingdom

In the purchase agreement, each initial purchaser has represented, warranted and agreed that:

- it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the Financial Services and Markets Act 2000 (the FSMA)) received by it in connection with the issue or sale of the bonds in circumstances in which Section 21(1) of the FSMA does not apply to the Issuer; and

- it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to the bonds in, from or otherwise involving the United Kingdom.

OFFICIAL STATEMENTS

Information in this listing memorandum whose source is identified as a publication of the Republic or one of its agencies or instrumentalities relies on the authority of such publication as a public official document of the Republic.

VALIDITY OF THE BONDS

The validity of the bonds will be passed upon for the Republic by Cleary Gottlieb Steen & Hamilton LLP, United States counsel to the Republic, and by the Consultor Jurídico del Poder Ejecutivo (Legal Counsel to the Executive Branch) of the Republic, and for the initial purchasers by Simpson Thacher & Bartlett LLP, United States counsel to the initial purchasers, and Pellerano & Herrera, Dominican counsel to the initial purchasers.

As to all matters of Dominican law, Cleary Gottlieb Steen & Hamilton LLP may rely on the opinion of the Consultor Jurídico del Poder Ejecutivo (Legal Counsel to the Executive Branch) of the Republic, and Simpson Thacher & Bartlett LLP may rely upon the opinion of Pellerano & Herrera. As to all matters of United States law, the Consultor Jurídico del Poder Ejecutivo (Legal Counsel to the Executive Branch) of the Republic may rely on the opinion of Cleary Gottlieb Steen & Hamilton LLP, and Pellerano & Herrera may rely on the opinion of Simpson Thacher & Bartlett LLP.

GENERAL INFORMATION

Clearing

The bonds have been accepted into DTC's book-entry settlement system. The bonds also have been accepted for clearance through the Euroclear and Clearstream clearance systems. The CUSIP number, ISIN number and Common Code for the bonds are as follows:

Bonds Offered	CUSIP Number	ISIN Number	Common Code
Rule 144A..	25714P BY3	US25714PBY34	091916592
Regulation S	P3579E AS6	USP3579EAS65	091917572

Where You Can Find More Information

As long as the bonds are listed on the Euro MTF market of the Luxembourg Stock Exchange, you may inspect or receive copies, free of charge, of the following documents on any business day at the offices of the paying agent in Luxembourg:

- the indenture incorporating the forms of the bonds;
- an English translation of *Ley de Bonos* (Bond Law) No. 57-13;
- the most recent annual economic report of the Republic (of which English translations are available); and
- this listing memorandum.

The Republic

The creation and issuance of the bonds were authorized pursuant to Law No. 57-13, dated February 5, 2013.

Except as disclosed in this listing memorandum, since December 31, 2011, there has been no material adverse change in the revenues or expenditures, or financial position, of the Republic.

APPENDIX

Dominican Republic: Global Public Sector External Debt
as of December 31, 2011
(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
MULTILATERAL INSTITUTIONS				
INTERNATIONAL DEVELOPMENT ASSOCIATION				
International Development Association	Government	21-Apr-1973	0.75 as commission	15-N
International Development Association	Government	12-May-1971	0.00	1-
International Development Association	Central Bank	11-Sep-1971	0.75	15-N
Total International Development Association				
INTER-AMERICAN DEVELOPMENT BANK				
Inter-American Development Bank	Government	14-Jun-1982	2.00	24-S
Inter-American Development Bank	CDEEE	17-Jul-1972	0.00	6-M
Inter-American Development Bank	Government	15-Jul-1978	0.50	18-A
Inter-American Development Bank	Government	12-May-1973	1.25	24-
Inter-American Development Bank	Government	11-Aug-1973	2.00	8-M
Inter-American Development Bank	Government	01-Jan-1974	2.00	24-N
Inter-American Development Bank	Government	05-Oct-1974	2.00	9-A
Inter-American Development Bank	Government	25-Nov-1974	2.00	24-
Inter-American Development Bank	Government	03-Apr-1976	2.00	20-M
Inter-American Development Bank	Government	16-Nov-1977	2.00	24-M
Inter-American Development Bank	Government	15-May-1979	2.00	6-A
Inter-American Development Bank	Government	15-May-1979	2.00	6-A
Inter-American Development Bank	Government	29-Dec-1979	2.00	15-
Inter-American Development Bank	Government	31-Dec-1979	2.00	15-
Inter-American Development Bank	Government	20-Jan-1980	2.00	24-N
Inter-American Development Bank	Government	20-Jan-1980	2.00	24-N
Inter-American Development Bank	Government	15-Jan-1982	2.00	24-
Inter-American Development Bank	Government	15-Sep-1981	2.00	16-M

APPENDIX

Dominican Republic: Global Public Sector External Debt as of December 31, 2011
(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
Inter-American Development Bank	Government	13-Jun-1982	2.00	13-M
Inter-American Development Bank	Government	14-Jun-1982	2.00	24-
Inter-American Development Bank	Government	16-Nov-1982	2.00	23-
Inter-American Development Bank	Government	18-Jun-1982	2.00	6-
Inter-American Development Bank	Government	31-May-1984	2.00	14-
Inter-American Development Bank	Government	25-Jan-1995	Variable (IDB)	20-N
Inter-American Development Bank	Government	30-Apr-1990	2.00	13-
Inter-American Development Bank	Government	20-Feb-1992	2.00	12-
Inter-American Development Bank	Government	15-Jul-1993	2.00	8-
Inter-American Development Bank	Government	25-Jul-1997	Variable (IDB)	13-
Inter-American Development Bank	Government	15-Nov-1994	2.00	1-
Inter-American Development Bank	Government	15-Jul-1997	Variable (IDB)	30-
Inter-American Development Bank	Government	25-Jan-1995	2.00	20-N
Inter-American Development Bank	Government	29-Aug-1998	Variable (IDB)	20-
Inter-American Development Bank	Government	31-Aug-1998	Variable (IDB)	20-
Inter-American Development Bank	Government	31-Aug-1998	Variable (IDB)	20-
Inter-American Development Bank	Government	26-Sep-2000	Variable (IDB)	18-
Inter-American Development Bank	Government	11-Aug-1999	Variable (IDB)	3-
Inter-American Development Bank	Government	22-May-1999	Variable (IDB)	3-
Inter-American Development Bank	Government	24-Jun-1999	Variable (IDB)	2-
Inter-American Development Bank	Government	24-Jun-1999	Variable (IDB)	2-
Inter-American Development Bank	Government	28-Mar-2001	Variable (IDB)	27-
Inter-American Development Bank	Government	13-Oct-2000	Variable (IDB)	5-
Inter-American Development Bank	Government	26-Sep-2000	Variable (IDB)	22-
Inter-American Development Bank	Government	26-Sep-2000	Variable (IDB)	22-

APPENDIX

Dominican Republic: Global Public Sector External Debt as of December 31, 2011
(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
Inter-American Development Bank	Government	28-Mar-2001	Variable (IDB)	10-N
Inter-American Development Bank	Government	27-Nov-2001	Variable (IDB)	14-
Inter-American Development Bank	Government	21-Nov-2001	Variable (IDB)	2-A
Inter-American Development Bank	Government	27-Nov-2001	Variable (IDB)	14-
Inter-American Development Bank	Government	21-Nov-2001	Variable (IDB)	2-A
Inter-American Development Bank	Government	26-Feb-2003	Variable (IDB)	29-A
Inter-American Development Bank	Government	30-Jan-2004	Variable (IDB)	30-
Inter-American Development Bank	Government	23-Mar-2004	Variable (IDB)	24-M
Inter-American Development Bank	Government	06-Aug-2004	4.82	8-A
Inter-American Development Bank	Government	02-Nov-2005	Variable (IDB)	4-N
Inter-American Development Bank	Government	23-Mar-2004	4.82	23-S
Inter-American Development Bank	Government	24-Aug-2005	Variable (IDB)	24-A
Inter-American Development Bank	Government	13-Jan-2007	Variable (IDB)	15-
Inter-American Development Bank	Government	03-Aug-2007	Variable (IDB)	5-A
Inter-American Development Bank	Government	14-Aug-2007	Variable (IDB)	16-
Inter-American Development Bank	Government	04-Jul-2008	LIBOR 6m + 0.09	6-
Inter-American Development Bank	Government	04-Jul-2008	Variable (IDB)	6-
Inter-American Development Bank	Government	04-Jul-2008	Variable (IDB)	6-
Inter-American Development Bank	Government	07-Jul-2008	Variable (IDB)	9-
Inter-American Development Bank	Government	31-Dec-2008	Variable (IDB)	9-
Inter-American Development Bank	Government	04-Jun-2009	Variable (IDB)	6-I
Inter-American Development Bank	Government	09-Jun-2009	Variable (IDB)	11-I
Inter-American Development Bank	Government	04-Jun-2009	Variable (IDB)	6-I
Inter-American Development Bank	Government	12-Nov-2009	Variable (IDB)	15-A
Inter-American Development Bank	Government	18-Dec-2009	Variable (IDB)	30-S

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Dominican Republic: Global Public Sector External Debt as of December 31, 2011

(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
Inter-American Development Bank	Government	18-Aug-2010	Variable (IDB)	22-N
Inter-American Development Bank	Government	16-Dec-2010	Variable (IDB)	18-N
Inter-American Development Bank	Government	16-Dec-2010	Variable (IDB)	15-
Inter-American Development Bank	Government	16-Dec-2010	Variable (IDB)	1-N
Inter-American Development Bank	Government	06-May-2011	Variable (IDB)	8-N
Inter-American Development Bank	Government	06-May-2011	Variable (IDB)	8-N
Inter-American Development Bank	Government	16-Dec-2011	Variable (IDB)	15-
Inter-American Development Bank	Central Bank	25-Mar-1976	2.00	6-A
Inter-American Development Bank	Central Bank	31-Dec-1980	2.00	6-
Inter-American Development Bank	Central Bank	15-Nov-1995	Variable (IDB)	21-N
Inter-American Development Bank	Central Bank	N/A	0.00	19-I
Total Inter-American Development Bank				
WORLD BANK				
World Bank	Government	15-Sep-1997	1.37	15-
World Bank	Government	29-Aug-1998	LIBOR 6m	15-
World Bank	Government	23-Aug-1998	LIBOR 6m	15-A
World Bank	Government	31-Jan-1997	LIBOR 6m	15-M
World Bank	Government	31-Jan-1997	Variable (World Bank)	1-M
World Bank	Government	25-Jun-1997	LIBOR 6m	15-
World Bank	Government	25-Jun-1997	Variable (World Bank)	15-
World Bank	Government	8-Jun-1999	7.18	15-A
World Bank	Government	10-Dec-2000	4.90	15-S
World Bank	Government	15-Oct-2000	LIBOR 6m	15-A
World Bank	Government	20-May-2001	LIBOR 6m	15-
World Bank	Government	31-Dec-2001	5.73	15-A

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(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
World Bank	Government	14-Nov-2003	5.88	15-
World Bank	Government	31-Dec-2004	4.88	15-A
World Bank	Government	3-Mar-2004	5.49	15-
World Bank	Government	10-Aug-2005	4.88	15-
World Bank	Government	4-Mar-2004	Variable (World Bank)	15-
World Bank	Government	10-Dec-2005	Variable (World Bank)	15-A
World Bank	Government	14-Sep-2007	LIBOR 6m	15-
World Bank	Government	15-Nov-2008	LIBOR 6m + 0.25	15-M
World Bank	Government	7-Apr-2009	LIBOR 6m	15-N
World Bank	Government	7-Apr-2009	LIBOR 6m	15-N
World Bank	Government	23-Nov-2009	5.29	15-N
World Bank	Government	18-Nov-2009	5.29	15-N
World Bank	Government	18-Dec-2009	LIBOR 6m	15-M
World Bank	Government	30-Dec-2009	LIBOR 6m	15-N
World Bank	Government	21-Jun-2010	LIBOR 6m	15-N
World Bank	Government	30-Nov-2010	LIBOR 6m	15-
World Bank	Government	22-Dec-2010	5.26	15-
Total World Bank				
EUROPEAN INVESTMENT BANK				
European Investment Bank	Government	15-Jul-1997	2.00	30-
European Investment Bank	Government	28-Feb-2001	1.00	20-A
Total European Development Bank				
CENTRAL AMERICAN BANK FOR ECONOMIC INTEGRATION				
Central American Bank for Economic Integration	Government	2-Jun-2009	Variable (CABEI)	6-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
Total Central American Bank for Economic Integration				
INTERNATIONAL AGRICULTURAL DEVELOPMENT FUND				
International Agricultural Development Fund	Government	30-Nov-1996	4.00	15-
International Agricultural Development Fund	Government	30-Sep-1999	Variable (IADF)	15-
Total International Agricultural Development Fund				
NORDIC DEVELOPMENT FUND				
Nordic Development Fund	Government	23-Aug-1998	0.00	15-
Nordic Development Fund	Government	23-Aug-1998	0.75	15-
Total Nordic Development Fund				
ANDEAN DEVELOPMENT CORPORATION				
Andean Development Corporation	Government	30-Dec-2008	LIBOR 6m + 1.80	29-I
Andean Development Corporation	Government	18-Aug-2010	LIBOR 6m + 1.40	18-A
Total Andean Development Corporation				
INTERNATIONAL MONETARY FUND				
International Monetary Fund	Government	12-Nov-2009	Variable FMI	1-N
International Monetary Fund	Central Bank	N/A	Variable FMI	16-I
International Monetary Fund	Central Bank	N/A	Variable FMI	28-I
International Monetary Fund	Central Bank	N/A	Variable FMI	
Total International Monetary Fund				
TOTAL MULTILATERAL INSTITUTIONS				

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Dominican Republic: Global Public Sector External Debt
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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
FOREIGN GOVERNMENTS				
AB SVENSK EXPORTKREDIT	Government	16-Oct-2000	0.00	1-M
ABN AMRO BANK, Spain	Government	25-Mar-2002	5.39	6-
ABN AMRO BANK, Spain	CDEEE	9-Sep-2003	6.25	13-S
ABN AMRO BANK, Stocolm	Government	7-Jul-2003	LIBOR 6m + 0.20	31-
ABN AMRO BANK, Copenhagen	Government	7-Jul-2003	LIBOR 6m + 0.50	1-
ABN AMRO BANK, Copenhagen	Government	24-Jun-2003	LIBOR 6m + 0.60	1-D
French Development Agency	Government	15-Mar-1999	3.00	30-A
French Development Agency	Government	15-Dec-2000	2.25	30-A
French Development Agency	Government	31-Mar-2000	2.50	31-O
French Development Agency	Government	30-Jun-2002	2.50	31-O
French Development Agency	Government	15-Jun-2009	0.25	31-
French Development Agency	Government	5-Oct-2011	LIBOR 6m + 1.05	31-M
International Development Agency	Government	23-Feb-2006	3.00	1-M
International Development Agency	Government	23-Feb-2006	3.00	5-I
International Development Agency	Government	23-Feb-2006	2.00	11-M
International Development Agency	Government	26-May-1988	4.28	7-I
International Development Agency	Government	23-Feb-2006	2.00	15-A
International Development Agency	Government	23-Feb-2006	2.00	25-A
International Development Agency	Government	2-Nov-1986	3.00	20-
International Development Agency	Government	20-Oct-1993	2.83	30-
International Development Agency	Government	23-Feb-2006	4.75	1-O
International Development Agency	Government	23-Feb-2006	2.82	1-O
International Development Agency	Government	5-Dec-2006	4.88	1-O
International Development Agency	Government	5-Dec-2006	2.82	1-O

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(in millions of US$)[1]

Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
International Development Agency	Central Bank	16-Oct-1982	3.00	3-
AKA Ausfunhrkredit -Gesellschaft	Government	20-Feb-2004	4.99	1-
AKA Ausfunhrkredit -Gesellschaft	Government	10-Jan-2007	0.28	1-A
Bank of France	Government	20-Oct-1993	2.90	30-
Bank of France	Government	20-Oct-1993	2.90	30-
Bank of France	Government	23-Feb-2006	2.46	1-
Bank of France	Government	23-Feb-2006	2.46	1-
Bank of France	Government	23-Feb-2006	4.45	1-
Bank of France	Government	5-Dec-2006	2.52	1-
Bank of France	Government	5-Dec-2006	2.52	1-
Bank of France	Government	5-Dec-2006	4.45	1-
Banco Nacional de Comercio Exterior de Mexico	Government	28-Nov-2001	8.50	4-
Banco de Desarrollo y Social de Venezuela (previously FIV)	Government	16-Jul-1983	Variable (IADF)	30-
Bank of America	Government	8-May-2002	LIBOR 6m + 0.30	25-A
Bank of America	Government	8-May-2002	LIBOR 6m + 0.30	25-A
Banco Bilbao Vizcaya, Milán	Government	28-Jan-2004	4.83	30-
The International Commercial Bank of China	Government	11-Aug-1999	4.50	21-
Banco Nacional de Desenvolvimento Econômico y Social	Government	1-Oct-1997	6.62	22-
Banco Nacional de Desenvolvimento Econômico y Social	Government	16-Jan-2004	4.75	3-M
Banco Nacional de Desenvolvimento Econômico y Social	Government	22-Apr-2002	7.91	18-
Banco Nacional de Desenvolvimento Econômico y Social	Government	30-Sep-2005	6.09	18-
Banco Nacional de Desenvolvimento Econômico y Social	Government	5-Jul-2007	6.48	18-
Banco Nacional de Desenvolvimento Econômico y Social	Government	18-Jul-2007	7.12	18-
Banco Nacional de Desenvolvimento Econômico y Social	Government	25-Aug-2008	6.33	25-
Banco Nacional de Desenvolvimento Econômico y Social	Government	25-Aug-2008	5.89	25-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
Banco Nacional de Desenvolvimento Econômico y Social	Government	31-Oct-2008	6.63	19-M
Banco Nacional de Desenvolvimento Econômico y Social	Government	15-Nov-2008	6.53	4-D
Banco Nacional de Desenvolvimento Econômico y Social	Government	5-Jul-2007	8.61	18-
Banco Nacional de Desenvolvimento Econômico y Social	Government	14-Jul-2009	3.42	14-
Banco Nacional de Desenvolvimento Econômico y Social	Government	14-Jul-2009	3.56	14-
Banco Nacional de Desenvolvimento Econômico y Social	Government	24-Oct-2009	5.164	24-N
Banco Nacional de Desenvolvimento Econômico y Social	Government	10-Aug-2010	4.695	29-S
BANESTO	Government	27-Aug-2010	3.920	24-D
BNP PARIBAS, Belgium	Government	12-Aug-2007	EURIBOR 6m + 0.20	22-S
BNP PARIBAS, Belgium	Government	8-Jan-2002	LIBOR 6m + 1.05	16-
BNP PARIBAS, France	Government	12-Feb-2002	LIBOR 6m + 1.30	25-A
BNP PARIBAS, France	Government	12-Feb-2002	LIBOR 6m + 1.30	25-
BNP FORTIS, BELGICA	Government	29-Jun-2011	3.45	28-S
BNP FORTIS, ESPAÑA	Government	17-Jun-2010	LIBOR 6m + 2.5	15-M
Brazil Central Bank	Central Bank	N/A	LIBOR	
Commerzbank Belgium	Government	16-Mar-2004	LIBOR 6m + 0.20	10-M
Commodity Credit Corporation	Government	20-Oct-1993	3.50	30-
Commodity Credit Corporation	Government	23-Feb-2006	4.88	1-
Commodity Credit Corporation	Government	23-Feb-2006	3.64	1-
Commodity Credit Corporation	Government	5-Dec-2006	5.75	1-
Commodity Credit Corporation	Government	5-Dec-2006	3.50	1-
Compañia Española de Seguros y Crédito a la Exportación	Government	23-Feb-2006	LIBOR 6m + 0.40	1-
Compañia Española de Seguros y Crédito a la Exportación	Government	23-Feb-2006	EURIBOR 6m + 0.40	1-
Compañia Española de Seguros y Crédito a la Exportación	Government	5-Dec-2006	LIBOR 6m + 0.40	1-
Compañia Española de Seguros y Crédito a la Exportación	Government	5-Dec-2006	EURIBOR 6m + 0.40	1-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
Citibank	Government	15-Nov-2001	6.84	25-M
French Foreign Trade Insurance Company	Government	23-Feb-2006	4.45	1-
French Foreign Trade Insurance Company	Government	23-Feb-2006	LIBOR 3m + 0.5	1-
French Foreign Trade Insurance Company	Government	5-Dec-2006	4.45	1-
French Foreign Trade Insurance Company	Government	5-Dec-2006	LIBOR 3m + 0.5	1-
Deutsche Bank, S.A.E	Government	20-Feb-2004	EURIBOR 6m + 0.275	30-S
Deutsche Bank, S.A.E	Government	14-Aug-2001	5.50	16-S
Deutsche Bank, S.A.E	Government	14-Aug-2001	5.12	17-N
Deutsche Bank, S.A.E	Government	18-Jul-2006	4.52	18-A
Deutsche Bank, S.A.E	Government	10-Jan-2007	EURIBOR 6m + 0.125	29-N
Deutsche Bank, S.A.E	Government	20-Feb-2004	5.23	8-
Deutsche Bank, S.A.E	Government	26-Nov-2009	4.51	22-A
Deutsche Bank, S.A.E	Government	26-Nov-2009	4.51	23-A
Deutsche Bank, S.A.E	Government	29-Dec-2009	4.73	16-A
Deutsche Bank, S.A.E	Government	29-Jun-2011	4.05	15-
Deutsche, London	Government	10-Jan-2007	EURIBOR 6m + 0.275	30-N
Deutsche, Milan	Government	17-Aug-2009	LIBOR 6m + 1.725	15-S
Department of Defense	Government	23-Feb-2006	4.88	1-
Department of Defense	Government	5-Dec-2006	5.00	1-
Export Development Corporation	Government	1-Nov-2002	LIBOR 6m + 1.00	23-
Export Development Corporation	Government	1-Nov-2002	LIBOR 6m + 1.00	15-M
Euler Hermes	Government	23-Feb-2006	4.20	1-
Euler Hermes	Government	5-Dec-2006	4.20	1-
Export-Import Bank of the United States	Government	23-Feb-2006	UST + 0.5	1-
Export-Import Bank of the United States	Government	5-Dec-2006	UST + 0.5	1-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/m
Fortis Bank, N.V.	Government	13-Jul-2001	LIBOR 6m + 1.00	27-
Fortis Bank, S.A. Spain	Government	12-Jan-2007	EURIBOR 6m + 0.125	30-N
Fortis Bank, N.V.	Government	13-Jul-2001	LIBOR 6m + 1.00	27-
Fortis Bank, N.V.	Government	13-Dec-2001	LIBOR 6m + 1.00	28-M
Fortis Bank, N.V.	Government	27-Mar-2004	EURIBOR 6m + 1.00	8-N
Belgium Government	Government	31-Dec-1993	LIBOR 6m + 0.20	31-
HSBC Bank	Government	2-May-2003	LIBOR 6m + 0.50	15-N
HSBC Bank	Government	3-May-2003	LIBOR 6m + 0.50	15-N
HSBC Bank	Government	13-Jan-2004	LIBOR 6m + 0.75	15-
International Cooperation and Development Fund-CHINA	Government	15-Jun-2001	3.50	15-M
Official Credit Institute	Government	20-Oct-1993	3.00	30-
Official Credit Institute	Government	21-Oct-2003	2.00	6-N
Official Credit Institute	Government	10-Jul-1995	1.50	8-A
Official Credit Institute	Government	22-Feb-1996	1.50	11-M
Official Credit Institute	Government	2-Feb-1998	1.00	4-
Official Credit Institute	Government	2-Feb-1998	1.00	4-
Official Credit Institute	Government	17-Aug-1998	1.00	31-A
Official Credit Institute	Government	10-Dec-1998	1.00	14-
Official Credit Institute	Government	10-Dec-1998	4.75	14-
Official Credit Institute	Government	10-Dec-1998	1.00	14-
Official Credit Institute	Government	28-Feb-2001	1.00	4-
Official Credit Institute	Government	1-Mar-1999	1.00	20-M
Official Credit Institute	Government	29-Mar-1999	3.00	24-M
Official Credit Institute	Government	10-Dec-2000	3.70	24-
Official Credit Institute	Government	11-Jan-2002	1.00	15-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mr
Official Credit Institute	Government	2-Jan-2002	2.60	10-
Official Credit Institute	Government	23-Feb-2006	2.50	1-0
Official Credit Institute	Government	9-Feb-2006	2.50	1-0
Official Credit Institute	Government	5-Dec-2006	2.50	1-0
Official Credit Institute	Government	5-Dec-2006	2.50	1-0
Official Credit Institute	Government	20-Oct-1993	3.00	30-
Official Credit Institute	Government	28-Aug-2010	0.01	25-M
Japan International Cooperation Agency (a JBIC-OECF)	Government	12-Oct-1994	3.00	20-M
Japan International Cooperation Agency (a JBIC-OECF)	Government	20-Oct-1993	4.30	30-
Japan International Cooperation Agency (a JBIC-OECF)	Government	23-Feb-2006	1.50	1-0
Japan International Cooperation Agency (a JBIC-OECF)	Government	5-Dec-2006	1.50	1-0
Export-Import Bank of Korea	Government	9-May-2007	1.70	20-A
Kredit Für Wiederaufbau	Government	25-Jun-1997	2.00	30-I
Kredit Für Wiederaufbau	Government	20-Jun-1998	2.00	30-I
Kredit Für Wiederaufbau	Government	20-Oct-1993	3.75	30-
Kredit Für Wiederaufbau	Government	20-Oct-1993	3.50	30-
Kredit Für Wiederaufbau	Government	26-Feb-2005	4.50	30-I
Kredit Für Wiederaufbau	Government	14-Oct-2003	3.43	30-
Kredit Für Wiederaufbau	Government	5-Dec-2006	3.06	1-0
Kredit Für Wiederaufbau	Government	29-Jun-2011	4.08	7-0
Land Bank of Taiwan	Government	24-Aug-2005	LIBOR 6m + 1.00	4-A
M&T BANK	Government	14-Jan-2003	LIBOR 6m + 0.85	25-M
Ministry of Economy, Commerce and Industry, Government of Japan	Government	23-Feb-2006	YLD JYP + 0.5	1-0
Ministry of Economy, Commerce and Industry, Government of Japan	Government	23-Feb-2006	YLD JYP + 0.5	1-0
NATIXIS	Government	14-May-1986	2.00	30-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
NATIXIS	Government	13-May-1996	3.60	31-I
Peru Central Bank	Central Bank	N/A	3.00	16-I
Petróleos de Venezuela, S.A.	Government	6-Sep-2005	1.00	20-N
Petróleos de Venezuela, S.A.	Government	31-Dec-2004	2.00	23-S
Private Export Funding Corporation	Government	22-Nov-2002	LIBOR 6m + 1.75	15-I
Private Export Funding Corporation	Government	24-Sep-2002	LIBOR 6m + 1.6	20-
SCPB (A. AMEX)	Government	29-Apr-2006	LIBOR 6m + 1.75	15-A
Société Generale - Canada	Government	6-Mar-2004	LIBOR 6m + 1.00	7-I
Société Generale - Canada	Government	6-Mar-2004	LIBOR 6m + 0.75	22-I
Société Generale - Paris	CDEEE	31-Dec-2001	7.18	19-
Société Generale - Paris	Government	12-Jan-2007	4.75	18-I
Suntrust Bank	Government	6-Feb-2003	LIBOR 6m	15-I
Suntrust Bank	Government	3-Mar-2006	LIBOR 6m + 0.50	15-
WODA INT'L. CONS. E SERV. LTD. & COM./ S.N.	BNV	N/D	9.00	14-A
TOTAL FOREIGN GOVERNMENTS				
COMMERCIAL BANKS				
ARGO FUND	Government	10-Aug-2006	7.63	30-
DEUTSCHE	Government	11-Aug-1999	7.50	2-A
DEUTSCHE	Government	20-Feb-2004	EURIBOR 6M + 3.75	12-I
DEUTSCHE	Government	22-Jun-2001	LIBOR 6m + 1.00	22-N
ABN, HOLANDA	Government	9-Aug-2007	LIBOR 6m + 3.00	29-A
BNP PARIBAS PARIS	Government	12-Jan-2007	EURIBOR 6M + 2.85	9-N
BNP PARIBAS PARIS	Government	5-Jul-2007	LIBOR 6m + 3.30	17-

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
BNP FORTIS, ESPAÑA	Government	17-Jun-2010	LIBOR 6m + 5.5	15-N
BNP FORTIS, BELGICA	Government	5-Jul-2010	LIBOR 6m + 5.6	15-N
BNP PARIBAS NYC	Government	19-Nov-2010	LIBOR 6m + 4.75	20-
BANESTO	Government	28-Aug-2010	LIBOR 6m + 2.25	23-I
DEUTSCHE	Government	31-Oct-2008	LIBOR 6m + 2.85	22-N
DEUTSCHE	Government	10-Jan-2007	EURIBOR 6M + 0.35	27-N
Deutsche Bank, S.A.E	Government	17-Aug-2009	LIBOR 6m + 4.00	08-A
Deutsche Bank, S.A.E	Government	28-Oct-2009	LIBOR 6m + 7.75	29-I
Deutsche Bank, S.A.E	Government	26-Nov-2009	LIBOR 6m + 4.00	8-I
Deutsche Bank, S.A.E	Government	26-Nov-2009	LIBOR 6m + 5.75	29-
Deutsche Bank, S.A.E	Government	26-Nov-2009	LIBOR 6m + 5.75	24-
Deutsche Bank, S.A.E	BNV	N/A	N/A	
CITIUK	ROSARIO DOM.	30-Aug-1994	LIBOR 6m + 0.8125	30-A
BANK NY	Government	14-Jan-2003	9.04	23-
BANK NY	Government	25-Jan-2006	8.63	20-A
BANK NY	Government	13-Apr-2005	9.04	23-
BANK NY MELLON	Government	11-Mar-2010	7.50	5-M
CITIBANK Bonds w/ discount	Central Bank	28-Jun-1994	Libor	30-A
CITIBANK Bonds w/ discount	Central Bank	28-Jun-1994	Libor	30-A
TOTAL COMMERCIAL BANKS				
SUPPLIERS				
ATMOSPHERICS	CDEEE	27-Jan-1984	3.50	31-I
BURNS & ROE	CDEEE	14-Feb-1984	3.50	31-I

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Lender	Borrower	Approval Date (dd/mm/yyyy)	Interest Rate (as a %)	Matur (dd/mm
SYSTEMS C.	CDEEE	27-Nov-1980	8.55	31-I
ASEA B.B.	CDEEE	30-Nov-1980	EURIBOR 6m + 0.275	31-I
FIAT TTG	CDEEE	18-Aug-1983	10.00	31-I
FIAT MARELLI	CDEEE	30-Jul-1980	7.75	31-I
GEOLIDRO	CDEEE	29-Mar-1984	14.50	31-I
HARZA	CDEEE	23-Sep-1985	LIBOR 6m + 3.00	31-I
TOTAL SUPPLIERS				
TOTAL				

(1) Currencies other than U.S. dollars are calculated at a rate published by the IMF on December 31, 2011.
(2) Debts that are in litigation or negotiation by CDEEE.
* Represents less than US$0.01 million.

BNV = *Banco Nacional de la Vivienda* (National Housing Bank)
CDEEE = *Corporación Dominicana de Electricidad* (Dominican Electricity Corporation)
EURIBOR = Euro Inter-Bank Offered Rate
INDRHI = *Instituto Nacional de Recursos Hidráulicos* (National Hydraulics Resource Institute)
LIBOR = London Inter-Bank Offered Rate
N/A = Not Available
PROMIPYME = *Promoción y Apoyo a la Micro, Pequeña y Mediana Empresa*
ROSARIO DOM. = *Rosario Dominicana*
Source: Ministry of Finance and Central Bank.

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