POLICY ON ANTI-MONEY LAUNDERING (AML), COUNTERING TERROR FINANING (CTF) AND KNOW YOUR CUSTOMER (KYC) PROCESSES AT AFRICELL GLOBAL HOLDINGS LTD

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1. Introduction

Africell Global Holdings Ltd (Jersey) ("The Company"), a Registered Private Company incorporated in Jersey, is the parent company of the Africell Group operating companies who provide Mobile Network Services and Mobile Financial Services ("MFS") in Sierra Leone, Gambia, Angola, and the Democratic Republic of Congo. The Company recognizes that it has a role to play in preventing criminals and terrorists from abusing its business systems and processes to further their unlawful activities.

The convergence of financial services and mobile technology makes acknowledging our commitment to fight illegal activities even more important. Unlike cash transactions, the Company's Mobile Money operations allow for the traceability of economic activity and can support the fight against criminality. Accordingly, The Company will actively take measures to guard against being used as a medium for Money Laundering ("ML") and Terrorism Financing ("TF") and any other behaviour that facilitates illicit activities.

This compliance guidance document for the Company as the ultimate parent of Mobile Financial Services Providers is issued pursuant to guidelines set by the Money Laundering (Jersey) Order 2008 the *Terrorism Law*; the Money Laundering and Weapons Development (Directions) (Jersey) Law 2012 (the "***Directions Law***"); and the Sanctions and Asset-Freezing (Jersey) Law 2019 ; the Sanctions and Asset-Freezing (Implementation of External Sanctions) (Jersey) Order 2021 (the **"*Terrorist Sanctions Measures*"**), and the "Jersey Financial Services Commission Handbook for the Prevention and Detection of Money Laundering and the Financing of Terrorism For Regulated Financial Services Business". For ease of reference we have used the expression AML (Anti-Money Laundering) to cover the entire AML and CTF (Combating-Terrorism Financing) spectrum of responsibilities.

In establishing this Policy on Anti-Money Laundering ("AML"), Counter Terrorism Financing ("CTF") and Know Your Customer ("KYC") Processes for the MFS business, the Company is setting up this policy (the "AML Policy") which applies specifically to the Company and its subsidiaries' operations in The Gambia, Sierra Leone, The Democratic Republic of Congo, and Angola and which should be read in conjunction with the AML, CTF, KYC policies of the Company's subsidiaries and other group wide codes of conduct, compliance and ethics.

2. Scope of the AML Policy

This Policy applies to the Company and its Group including all employees in addition to the GSM and MFS related suppliers, business partners, customers, and agents.

All employees to whom the AML Policy applies shall acknowledge receipt of the AML Policy and shall certify on an annual basis that they have read and understood its content and will abide by its provisions.

The AML Policy covers:

- The stages of ML
- The Anti-Money Laundering Officers ("AMLOs") and personnel dealing with MFS
- Due diligence standards and requirements
- Record keeping obligations

The AML Policy also encompasses the following objectives:

- Ensure that the Company's subsidiaries in Gambia, Sierra Leone, The Democratic Republic of Congo, and Angola apply measures that are at least equivalent to the requirements of the Money Laundering (Jersey) Order 2008.
- Promoting a "Know Your Customer" standard as a cornerstone principle for the Company's ethics and practices;

  Developing an effective internal control structure where no business with any business partner, supplier and/or customer is performed without obtaining all the required Due Diligence processes

The AML Policy should be read in conjunction with all other pertinent Africell policies.

3. The Anti-Money Laundering Officers

3.1. The Group AML/CFT Compliance Officer ("GAMLO")

3.1.1. Appointment

The Board of Directors is responsible for appointing a qualified individual, with appropriate level of seniority, as Group AML/CFT Compliance Officer.

3.1.2. Responsibilities

This individual is responsible for managing all aspects of the AML/CFT compliance program. This includes, but is not limited to, designing and implementing the program, making necessary changes and updates, disseminating information about the program's successes and failures to key staff members, constructing AML/CFT-related content for staff training programs and managing the institution's adherence to applicable AML/CFT laws and regulations, including staying current on legal and regulatory developments in the field.

3.2. The Local AML/CFT Compliance Officer

3.2.1. Appointment

The Local Anti-Money Laundering Officer ("LAMLO") is an Africell Operating Company employee tasked by the GAMLO with the administration of the AML program and related components, including this policy. The appointed LAMLO should be of good moral character and impeccable professional reputation and shall be knowledgeable in financial services compliance matters. The LAMLO is responsible for the execution of the principles of this AML policy. The LAMLO will also be responsible to ensure that the subsidiaries AML policies and procedures are in line with the latest regulatory guidelines and will recommend amendments (as required) to the Company CEO and the GAMLO.

4. What is Money Laundering?

ML is defined as the attempt to conceal or disguise the nature, location, source, ownership or control of illegally obtained money. ML is the process by which criminals attempt to conceal the true origin and ownership of the proceeds of their criminal activities. While the techniques for laundering funds vary considerably and are often highly intricate, there are generally three stages in the process:

- *Placement* – the placement of funds derived from illegal activity in the financial system;
- *Layering* – separating illicit proceeds from their source, often by creating complex layers of financial transactions designed to disguise the source of money, to subvert the audit trail and provide anonymity; and,
- Integration – creating the impression of apparent legitimacy to criminally derived wealth.

5. Penalties

A ML offence is any attempt to facilitate the disguising of the proceeds of an unlawful activity as legitimate funds through its placement, layering and/or retrieval from the financial system by failing to report such an occurrence, 'tipping off' the relevant customer/agent, or failing to exercise proper care with respect to AML obligations. Any individual, including a Company Director, employee or agent convicted of a money laundering offence is liable and subject to imprisonment for a term up to 14 years or a fine, or both in the following cases:

- Assisting another to retain the proceeds of crime
- Acquisition, possession or use of the proceeds of crime
- Failure to disclose knowledge or suspicion of money laundering
- Drug trafficking and terrorism
- Tipping Off
- Concealing or transferring proceeds to avoid prosecution or a confiscation order (knowledge or suspicion)

6. Principle roles and responsibilities

The following basic principles are fully adopted by The Company:

- Management is responsible to ensure that The Company's policies, procedures, systems and controls appropriately and adequately address the requirements of the AML / CFT Law
- The Company applies a risk-based approach to these rules and their requirements,
- The Company must know each customer (KYC) to the extent possible and appropriate for their risk profile

- The Company must have adequate screening procedures to ensure high standards when appointing or employing officers and employees; and have an appropriate ongoing AML/CFT training program for its officers and employees
- The Company must have effective measures in place to ensure that there is effective internal and external reporting whenever money laundering or terrorist financing is known or suspected
- The Company must be able to provide documentary evidence of its compliance with the requirements of the AML/CFT Law

7. A Risk-Based Approach and Due Diligence

7.1. Due Diligence

The Company adopts a risk-based due diligence process to identify and review business partners, suppliers and other third parties with whom The Company has relations. This process is risk-based and reviewed on an ongoing basis. It is performed based upon reasonableness and proportionality principles, the location, type of business, ownership, turnover, regulatory status and the compliance environment of the business partner, supplier, or third party.

The Company will not engage with any new Supplier, Business Partner, Third Party or Large Customer who has not been previously identified and reviewed in accordance with this Policy.

The Compliance personnel will consider the following risks when conducting the Due Diligence:

- The geographic risk;
- The ownership and management structures;
- The line of business including the products and services offered;
- The regulatory status, history, negative news, and compliance environment;
- The involvement of PEPs including family members and close associates;

The Compliance personnel will assess the risk associated with the relationship and will determine whether an enhanced Due Diligence is required and what additional information is needed.

The Due Diligence is initially performed by the LAMLO and then subsequently reviewed by the GAMLO. The GAMLO will then report the findings to Senior Management along with the Compliance Opinion. Senior Management will ultimately decide whether the relationships falls within the Company's risk appetite.

In case of any risks in the field of corruption, fraud, international trade sanctions or the like, have been detected further to a Due Diligence review, The Company will not enter into the relationship without an Action Plan to remedy or mitigate the risks.

7.2. Prohibitions

It is the Company's policy not to deal with Shell Companies and Shell Banks.

7.3. KYC Standards for Network Subscribers

The SIM registration process requires network subscribers to provide proof of identification and personal data for their mobile SIM card to be activated to enable them to obtain network services such as voice, data and mobile money services. The Company adopts such registration policies as part of efforts to mitigate security concerns and address malicious activities like online-fraud and identity theft.

In order to ensure that all new and existing MFS customers are verified to a reasonable level of certainty. The Company's new customers are required to provide the following information:

- First Name, Last Name, Middle Name, Family Name
- Proof of address
- Date of birth
- Photo
- Nationality
- One of the following documents:
    - Valid passport
    - Driving permit
    - Identity card
    - Voter's card
    - Financial card

In case the local regulations require additional information, the local regulation will apply.

7.4. KYC Standards for MFS Customers

KYC is the set of controls, due diligence and standards surrounding the identification of customers and the categorisation of their expected transaction activity. KYC must be conducted on the customer and the person conducting the transaction when:

- The Customer registers an MFS account;
- There is any suspicion of ML or criminal activity, regardless of the amount; or
- There is any doubt about the validity, veracity or adequacy of previously obtained information

In addition to KYC requirements, The Company must be completely satisfied that its agents are aligned with the Company's own policies on AML/CTF. Accordingly, diligence on agents, or Know Your Agent ("KYA") controls and standards must also be implemented when new Agents are on-boarded.

To register MFS customers, The Company follows the same KYC policies for SIM registration (section 7.3) in order to ensure that all new and existing MFS customers are verified to a reasonable level of certainty.

The Company will ensure that its subsidiaries apply AML/CFT measures that are at least equivalent to the requirements of the Jersey Money Laundering Order of 2008 (revised on January 2019) in respect of any financial services business carried on outside Jersey by any of the subsidiaries or affiliates.

The Company's affiliates may allow several MFS accounts for each registered customer in line with the local regulations in each country of operation. Management determines the maximum threshold for customer transaction volumes and values which are in line with limits set by the local regulators and the local central banks. Any change(s) to these limits is/are to be pre-approved by the CEO and the GAMLO.

7.5. KYA Standards

The Company's affiliates may use independent, third-party agent networks on a contractual basis. This requires the Company to verify that the agents are reputable and are not providing a platform to facilitate money laundering or terrorism financing. Therefore, the following standards must be met before a new agent is allowed to operate in the system:

The Master Agents will be subjected to the risk-based Due Diligence described under section 7.1 above. More specifically, the Company will consider the following elements:

- The agents selected have a valid business license, permanent business premise and established core business;
- probity, personal qualities and reputation of the business owner;
- financial position and credit profile of the business and the owner; and,
- knowledge, capability and competency to conduct agent services at quality standard.

The agents will be tagged for ongoing monitoring by the Compliance Personnel.

7.6. KYE Standards

The Company has a Know Your Employee (KYE) program in place, in line with the local regulations in each country of operation, that allows it to understand its current and prospective employee's background, criminal history (if any), conflicts of interest and susceptibility to money laundering complicity. The program consists of policies, procedures, internal controls, job descriptions, codes of conduct and ethics, levels of authority, compliance with personnel laws and regulations, accountability, monitoring, and proper segregation of duties.

7.6.1. Hiring

As part of the recruiting the company will request the following documentation:

- CV
- Personal and/or Professional background

The company will conduct a personal, professional and financial background check of the candidate when considering their application. Including but not limited to confirming the employees' references, certifications and qualifications, in addition to obtaining any details with regard to any regulatory action.

At the same time, the Compliance personnel will ensure that the name of the applicant or employee is not listed in the OFAC, PEPs and/or any watch lists. Every person in The Company's payroll will be screened against these lists annually.

7.6.2. Ongoing Monitoring

Supervisors, Line Manager, and HR personnel will be responsible for detecting and reporting any situations that might be considered suspicious including changes in the employees' conduct and reporting them to the Compliance Officer.

The following are examples of situations to watch out for:

- Sudden and significant changes in their standard of living.
- Lifestyle and spending habits that aren't consistent with their salary, financial position or level of indebtedness.
- Employee refuses to take time off for no apparent reason.
- Employees who don't allow other colleagues to assist certain customers.
- Employee suspiciously receives gifts or gratuities on a regular basis.
- Employees who are reluctant to accept any promotions or changes in their activities.
- Employees who stay at the office after working hours or that go to the office at odd times for no reasonable explanation.

8. Awareness and Training Programs

Company employees shall receive specific training on AML issues and this AML Policy within six months of adoption of the AML Policy and thereafter as determined by the GAMLO, but not less than once a year. Additionally, The Company will ensure that its Agents who are involved in the delivery of MFS are aware of and sign up to this AML policy. Agents will be offered the opportunity to periodically attend The Company's AML training programs. Training programs for The Company employees and agents must include:

- The definition of key terms
- KYC/KYA local requirements
- Practical examples of money laundering or terrorism financing
- AML regulations and statutory requirements applicable in a particular jurisdiction
- Reporting procedures and where to turn in the event of suspicions or questions around money laundering
- Disciplinary actions for failure to comply

Further, The Company will seek to develop subscriber awareness of AML issues, identification requirements and related obligations to which The Company is subject to in each country of operation to highlight its commitment to these considerations and to minimising risks of ML and TF.

Training records will be maintained for a period of 10 years from the date of training in either hard or electronic copy in a secure environment.

9. Monitoring and Investigations

The LAMLO will monitor the evolution of MFS in The Company and report to the Company CEO and to the GAMLO whether additional screening and monitoring is required in order to ensure adequate safeguards against ML and TF.

When circumstances so dictate, the LAMLO shall liaise with the GAMLO in order to engage the assistance of other internal functions, as appropriate (e.g. Legal, Finance, Security, Internal Audit, Revenue Assurance) to conduct investigations, and shall work in partnership to reach a conclusion which will be presented to the Company Board for final determination, ensuring that data privacy and confidentiality are upheld.

All preliminary findings, conclusions and recommendations of monitoring and investigations, including whether regulatory reporting is required or advisable shall be communicated by the GAMLO as soon as possible.

Threshold reporting is to be carried out in accordance with the regulatory requirements in each country of operation.

10. Record Keeping Obligations

Records of KYC, client due diligence and verification shall be captured by the agent conducting the initial interaction. All records, including those pertaining to the reporting and investigation of suspicious activity, shall be kept in hard or electronic copy in a secure environment.

Unless otherwise established by local regulation, the record retention period established by this AML Policy shall be ten (10) years.

The record retention process must ensure that all records are available, in a timely manner, upon request from regulatory authorities, internal audit and control functions and external auditors.

11. Compliance Program Assessment

The GAMLO will ensure that the Company’s AML and compliance program is independently reviewed and assessed by an external and independent party to ensure that the program is up to date and meets ongoing best practices. This external review is to be conducted at least once every 5 years.

Appendix A: Glossary

AML	**Anti-Money Laundering**
ARCC	**Audit, Risk & Compliance Committee**
CFT	**Combating the Financing of Terrorism**
CDD	**Customer Due Diligence**
DNFBPs	**Designated Non-Financial Business Professionals**
FATF	**Financial Action Task Force**
GAMLO	**Group AML Officer**
KYC	**Know Your Customer**
KYA	**Know Your Agent**
KYE	**Know Your Employee**
LAMLO	**Local AML Officer**
MFS	**Mobile Financial Services**
ML	**Money Laundering**
PEP	**Politically Exposed Person**
RBA	**Risk-Based Approach**
FIU	**Financial Intelligence Unit**
SIC	**Special Investigation Commission**
STR	**Suspicious Transaction Report**
TF	**Terrorism Financing**
UBO	**Ultimate Beneficial Owner**