

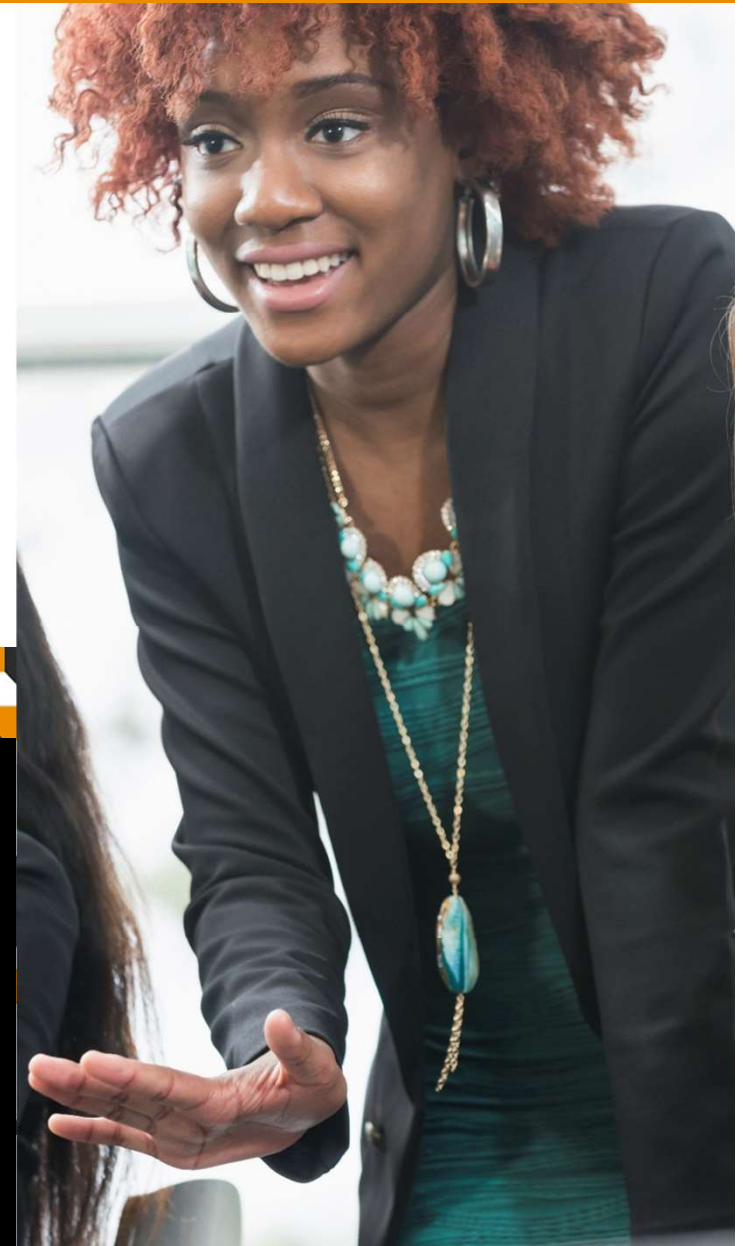
Integrated solutions in an era of resilience and sustainable transitioning

Energy, Utilities and Resources (EU&R)
Statement of Capabilities - Ghana



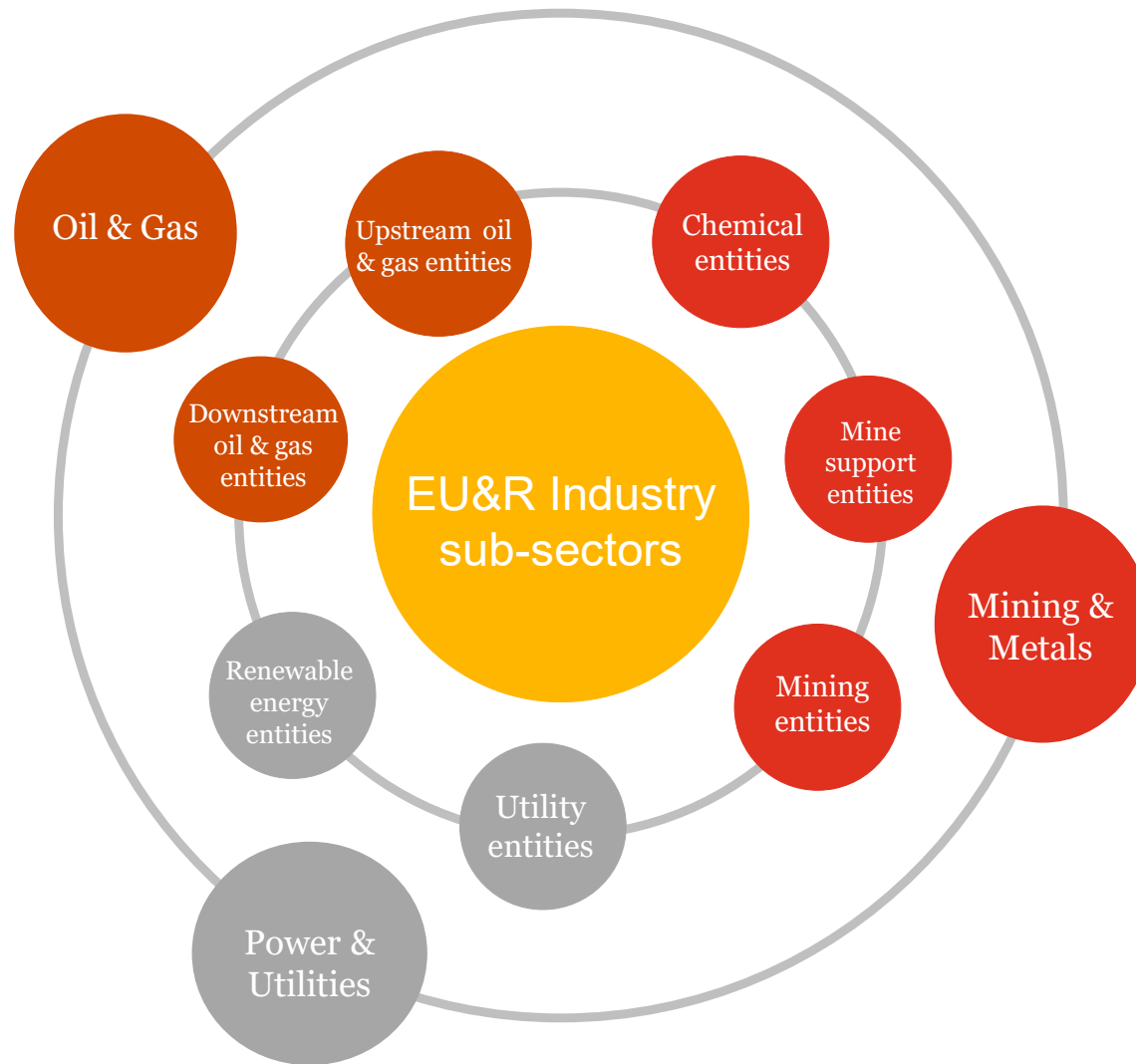
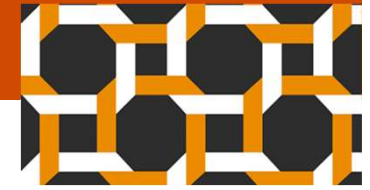
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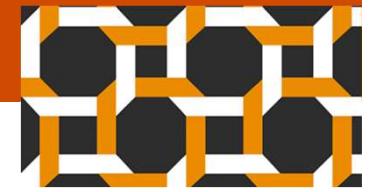
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“At the core of the industry. At the forefront of developments. Delivering Value.”

EU&R Industry Overview





The oil and gas (O&G) sector is no stranger to turbulence. From the low price era at the turn of the twentieth century, to 2014's brutal oil price crash, cyclical downturns and upturns have defined the industry in recent times. Crisis after crisis, the sector has recovered and reinvented itself through innovation. But as the extent of damage wrought by COVID-19 becomes apparent, things look very different this time. What makes this crisis unique is not just the combination of the immediate demand and early supply shocks, resulting in extreme volatility. It is also how the crisis may accelerate underlying trends, such as the growing momentum of environmental, social and governance (ESG) themes, and energy transition. As a result, this is changing the way investors perceive the risk profile of returns in the various components of the energy sector.

As the economy is recovering from the impact of the global pandemic, more focus is given to climate change risks. Investors and shareholders increasingly review the ESG performance and the oil and gas sector is coming under even closer scrutiny. Getting the ESG narrative right has broad ramifications:

- better access to capital
- stronger employee engagement
- improved corporate reputation
- reinforcement of the licence to operate

But instead of simply complying with targets, oil and gas companies must focus on ESG factors as drivers of value creation.

Decarbonisation

- Emissions reduction
- Focus on Carbon Capture and Storage (CCS) solutions
- Strategic focus on alternative fuels and hydrogen
- Sector coupling with chemicals

Electrification

- Investment into downstream utilities
- Selected low carbon technologies/energy efficiency
- Grow renewable power generation capacity
- Sharpened focus on gas

Accelerated Transition

- Ambitious low carbon targets
- Retain laser focus on safety
- Multiple new energy value chain plays
- Reduced O&G output

Pure Low Carbon Transformation

- Divested hydrocarbons business
- Fully fledged low carbon operations
- Embraced diversity and need for new skills

Global EU&R Industry Trends - Mining & Metals



Future Trends	Commodity demand	Rising economic activity is increasing demand for various commodities, putting miners in a difficult position to satisfy demand. The better outlooks have benefited iron ore and copper prices in particular. The three major battery metals, nickel, lithium, and cobalt, are all under pressure as a result of the rise in electric car demand.
	The rise of ESG	While the electric vehicle revolution is increasing demand for battery metals, copper and iron ore miners will profit from the push for renewable energy sources. In order to address ESG issues while meeting growing demand, more transparency and flexibility will be required in the future.
	Increasing gold price	The pandemic-driven recession led gold prices to new highs, but the market has since stabilized. Investment in junior and intermediate firms has been particularly strong since the middle of 2020, boosted by increasing pricing. M&A activity increased with several prominent firms indicating that consolidation is on the rise.

Strategic essentials

Move ESG to the top of the growth agenda

- Strong ESG performance can open the door to new capital and lower-interest facilities.
- Companies with higher ESG ratings demonstrate stronger long term performance in shareholder and market value.

Seize the ESG deal opportunity

- Significant M&A opportunities lie on the 'growth side' of ESG, in gaining access to materials for customers to meet bold net-zero targets. The International Energy Agency (IEA) predicts a possible sixfold increase in demand for critical 'clean energy' minerals by 2040.

Take control of your tax story

- Tax transparency is a key ESG metric, but it involves more than merely reporting the amount of taxes a company pays. It includes being open about your tax policy, tax risk management and governance strategy.

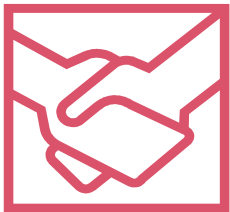
Embrace the new normal

- Miners have responded to the pandemic successfully. Now it's time to think about how to handle the altered landscape in a COVID-normal world.
- Embrace hybrid models of working to meet the growing demand for flexible work.



The power and utilities sector is more resilient than most. It is an essential service and is accustomed to operating in volatile commodity price conditions. The COVID-19 pandemic and the Russia/Ukraine conflict have particularly contributed to additional supply and demand shocks and led to further price volatility. These factors have thrown up a need for new energy products and services, including demand-side management, time-of-use tariffs and storage technology. The COVID-19 pandemic has also provided an accelerated testing ground for the energy system of the future. These global turnouts are a critical platform to launch the sector into the next stage of the energy transition towards the 2050 target of net zero emissions. Over the longer term, power and utility companies that most effectively build on the momentum of forced transformations will succeed. Any future changes must be built on data and analytics. While individual transformations will differ, companies should use technology to better understand and respond to their customers, workers, assets and supply chain partners. Industries such as oil and gas, power and utilities, and chemicals, once sharply delineated, will converge and form into integrated energy systems.

New and clear Road ahead for sector convergence



Convergence

The new paths carved by molecules and electrons will lead to **greater convergence and an erosion of the traditional barriers between energy sectors. Utilities** will have to delve into new business activities and **Chemicals companies** must reinvent themselves as champions of circular economy activities.



Customers as value chain partners

Customers' position as value chain partners, rather than conventional recipients of products and services, is one strategic dynamic at play. For instance, with the help of demand-response services, **customers themselves** may be able to turn into **providers** of electrons.





The Energy, Utilities and Resources (EU&R) Industry remains a significant contributor to the economic growth and development of Ghana's economy, despite the impacts of recent global economic crises. The sustainability of the mining industry in particular continues to be threatened by illegal mining and its associated problems, while increased demand for energy continues to require increased supply to match this demand.

This implies that Ghana's EU&R industry though buoyant, continues to require increased investment in infrastructure, enhanced human capital, corporate reorganisations and risk management for players in the industry. It is imperative that stakeholders innovate and strategise effectively in order to maximise the opportunities for growth while minimising threats in the industry to achieve the desired growth and sustainability of the industry.

As industry leaders continue to re-engineer, innovate and adapt to new trends, environmental, social and governance (ESG) and energy transition have become key, with Ghana making substantial progress on instituting regulations and policies around ESG. As key players in the success of the ESG agenda, EU&R companies should strive to not only comply with the minimal requirements but seek to create value critical to stakeholders through the process.



Specialised Services for EU&R Companies



At PwC, we provide EU&R industry specific solutions in the fields of Audit & Assurance, Tax & Regulatory, Advisory and Training Services. We do this by putting ourselves in our clients' shoes, so as to fully understand their needs and add value from our knowledge and experience.

To accomplish this goal, we complement our services with training programs, designed to enrich not only our technical skills, but also to keep us abreast of the industry issues that our clients face. We have built local teams of subject matter specialists with international exposure and a deep understanding of the sector, and as a result developed appropriate solutions through our services.

At PwC, we do not only examine the industry issues to understand your concerns, but we are also committed to constantly evaluating and enhancing our well-developed services to better meet your needs.

For more than 100 years, we have helped EU&R companies succeed. We look forward to the opportunity to work with your company.



PwC is one of the world's leading advisors to the EU&R industry, working with mining, renewables, oil & gas exploration and production, petroleum downstream, utilities and service companies to provide business solutions tailored to the sector.

Leading EU&R companies recognise the value we bring to their businesses. At your disposal will be the collective geographic and functional knowledge of our PwC global network.

Our goal is to do more – to help you plan for success. Our experience allows us to help you ask the right questions, not just provide the right answers.

PwC in the Oil and Gas Industry



Our team of energy specialists remain focused on relationships to help our clients navigate the complex world of the industry and deliver on objectives. We're passionate about energy and have a team of highly skilled professionals exclusively focused on improving efficiency and adding value across the industry. In Ghana, we provide our clients with a number of oil and gas specific services and solutions.



Since the production of oil in commercial quantities in Ghana, we have supported Oil and Gas companies in the provision of professional advisory, tax and assurance services aimed at ensuring that our oil and gas clients' investments are structured for efficiency. Through this, our People have developed core skills to deal with specific issues faced by our oil & gas clients.



We've made considerable investments to ensure our people are not only technically strong but also have strong industry experience and expertise.

PwC in the Mining Industry



We have comprehensive resources to help mining companies and government agencies in the mining sector to understand and manage the challenges in an ever-changing industry. PwC is one of the leading professional advisers to the mining industry, serving both multinational and local mining companies operating in Ghana, Mali, Sierra Leone and Guinea. As such, leading mining companies recognise the value we bring to their business.



We are well-known in the marketplace for our skills in assisting with and executing all types of transactions. We help our clients in a number of services including developing deals strategies, financial, commercial and operational due diligence, accessing capital markets (finance raising), valuing, negotiating and structuring deals, and integrating or separating business and assets.



Our advisory services put companies and other mining sector stakeholders at the leading edge. Our insight into rapidly changing mining environments helps companies improve their performance and competitiveness.



PwC in the Power Industry



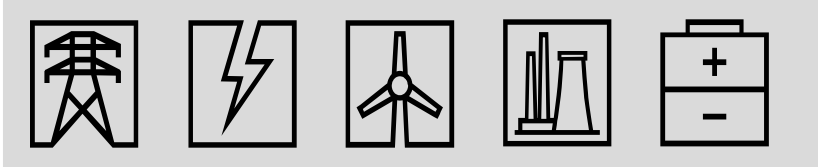
PwC is one of the world's leading advisors to the power sector in Ghana. We have worked on assignments as advisors to governments, regulators, generators, transmission companies, distributors, energy companies, international investors, multilateral lenders, and pooling organisations in the power sector.



We have experience in all the major financial, commercial and regulatory issues in the power & utility sector including tariffs, pricing, energy demand analysis and regulatory mechanisms, transaction structuring and execution, Power Purchase Agreement (PPA) negotiation and reviews, asset and business valuations, power generation, special audits and project finance and modelling.



We have been working with Governments, privatisation agencies, and utilities on restructuring and PPP assignments in Africa and across a wide range of sectors. We are uniquely placed to advise on the engagement of a strategic partner of public enterprises, as witnessed by our experience with a number of privatisation agencies across the continent.





PwC Ghana remains the market leader in providing Audit and Assurance Services to the EU&R industry. Our audits are performed with precise service commitments that add value and minimise risks to the business.

Our committed EU&R professionals receive specialised training, including regular updates on regulatory and technical issues. This training is augmented by both internal and external industry events, which bring our people the in-depth knowledge that allows them to walk and talk the industry with their clients.

Our audits are performed with precise service commitments that add value and minimise risks to the business. Our audit methodology is based on PwC's globally developed methodology.

Our approach starts at the same point as your business – with your strategies and business objectives. Through discussions with senior and operational management, we build an understanding of your business objectives and the associated risks. We then focus on addressing those risks that may impact on your financial reporting.

We are also well resourced in providing training programmes to help you embed International Financial Reporting Standards (“IFRS”) as your reporting framework. The trainings are provided through PwC Business School which focuses on delivering relevant learning and developing solutions for companies. The training programmes are tailored to meet your needs, making use of the most cost effective and appropriate channels of learning available.



PwC Ghana remains a market leader in providing Audit and Assurance Services to the EU&R sector.

Audit and Assurance Services



Our audit is directed towards delivering assurance at the following levels:

for Shareholders and other Stakeholders

- Independent opinion and reports that add credibility to financial information released by your entity.

for Audit Committees

- Assistance in discharging their corporate governance and compliance responsibilities.

for Management

- Observations and advice on financial reporting and business issues from professionals who have in-depth knowledge and understanding of your business and industry.
- Assistance in the areas of bookkeeping and the preparation of financial statements.
- Providing internal audit services including reviewing internal controls and drawing up accounting and procedural manuals.

for Group Reporting

- Clearance to group auditors in order to meet group reporting requirements.



In addition to financial statement audits, we offer a number of assurance solutions including:

- Group and statutory audits
- Sarbanes-Oxley compliance
- IFRS reporting
- Assistance on capital markets transactions
- Accounting advisory
- Independent controls and systems process assurance
- Sustainability reporting
- Bookkeeping services
- Internal audit services
- Non-financial performance and reporting
- Risk assurance (including IT and process assurance)
- Data analytics
- Cyber security
- Third-party risk management
- Governance, risk and compliance reviews

Tax and Regulatory Services



Tax and regulatory issues are at the top of the minds of EU&R companies operating around the world. PwC has the strongest international network than any professional services firm, with dedicated tax specialists in 152 countries.

This means that we can support you both locally (in Ghana) and globally, wherever you require tax advice. Our tax services focus on assisting our clients to understand Ghana tax regimes, and to develop tax strategies for all the direct and indirect taxes that come into play, including royalties, excise taxes, value-added taxes and so on.

In Ghana, our client base spans both local and multinational business entities in a wide range of industries and countries. This gives our staff a unique opportunity to leverage on our experience and tools to handle multifaceted tax obligations of our clients whilst taking advantage of any planning opportunities in other tax jurisdictions.

We also offer tax advice in relation to Sierra Leone and The Gambia.



In Ghana, PwC provides tax services to majority of the players in the EU&R sector.



Our tax and regulatory services are outlined below:

Corporate Income Tax	Indirect Tax	People & Organization	Transfer Pricing (TP)	Mergers and Acquisitions Tax & International Tax
<ul style="list-style-type: none"> • Corporate income tax returns preparation and filing • Statement of estimated tax payable preparation and filing • Withholding tax compliance • Tax accounting advice • Audit of tax provision 	<ul style="list-style-type: none"> • Value Added Tax (VAT) compliance • VAT withholding tax compliance • Application for VAT refunds • Custom duties, and customs post clearance audit support • Communications services tax consulting • Excise duty compliance and advisory • Other indirect taxes such as import levies and levies associated with the VAT regime 	<ul style="list-style-type: none"> • Individual income tax return filing • Payroll management, computation and compliance • Remuneration and benefits planning • Pensions and retirement planning • Tax clearance certificates for expatriates 	<ul style="list-style-type: none"> • TP documentation and return filing • TP audit and controversy management • TP for debt and treasury management • TP advisory and consultancy • TP in business restructuring and value chain transformation • Benchmarking studies 	<ul style="list-style-type: none"> • Tax due diligence for buyers and vendors • Pre and post-acquisition tax advisory support on mergers, reorganisations and amalgamation projects • Tax structuring of projects and investments • Foreign tax credits and taxation of foreign sourced income • Advisory on optimal use of permanent establishments

Tax and Regulatory Services



Our tax and regulatory services are outlined below:

Tax Reporting & Strategy	General Tax Consulting	Regulatory and Legal	Regulatory and Legal	Immigration
<ul style="list-style-type: none"> • Tax accounting services • Tax administration consulting • Tax effectiveness reviews and risk management • Tax processes and controls/workflow services • Embedding tax in business strategy • Tax technology consulting • Tax data management and analytics • Secondment of staff to client 	<ul style="list-style-type: none"> • Tax reliefs and exemptions • Tax and Transfer Pricing health check services • Tax and Transfer Pricing audit support services • Tax and regulatory retainer • Tax updates, development and training • Tax lobbying and policies review • Tailored services for private company/equity and family owned businesses 	<ul style="list-style-type: none"> • Company registrations and renewals with regulatory bodies • Inward investor and pathfinder services • Tax identification number (TIN) registration services • Strategic investor registration, Technology Transfer Agreement registration and Intellectual property registrations • Obtaining business operating licenses and permits • Convening and attending board meetings and general meetings 	<ul style="list-style-type: none"> • Drafting resolutions of directors and shareholders • Corporate statutory filings including annual returns and changes in directors • Maintenance of statutory books and registers • Advising and supporting clients on employment law, labour disputes and Collective Bargaining Agreements • Advising on corporate and commercial contracts and transactions across sectors/industries 	<ul style="list-style-type: none"> • Obtaining police clearance certificate • Obtaining work, residence and visitors' permits • Emergency entry visas, re-entry visas and non-citizenship registration • Notification and confirmation of departure from Ghana • Filing of annual returns and advisory services • Immigration audit/health check



Our advisory practice utilises our deep financial, analytical, industry and business process skills to provide EU&R companies with advice and assistance to improve stakeholder value, build trust and boost performance.

Around the world, organisations engage us to assist them to capture opportunities, navigate risks and deliver lasting change across business networks.

Below are a few of the distinctive things we do in Advisory:

- ✓ Put our clients first – Each client situation is unique, and we tailor our approach to every relationship and engagement.
- ✓ View the world from a client’s perspective – From the initial client meeting onward, we listen first, then assemble a hand-picked team from across the firm.
- ✓ Creativity of a consultant – We help our clients create lasting value by bringing together the precision, structure, and deep analytical capabilities of audit and tax and the creative mindset and problem-solving skills of consulting.
- ✓ Focus on action, impact, and value – We do not just assess and recommend; we also help our clients implement with agility and flexibility.



Our key advisory services include:

Transaction services

- Due diligence valuations
- Transaction advisory
- Privatisation
- Public-Private Partnerships
- Debt advisory
- Bid support and defence
- Business modelling



People and Change Services

- Talent management
- Organisational design
- Leadership development
- Succession management
- Learning
- Employee engagement
- Change management
- Human resource effectiveness and metrics



Forensic and Investigation Services

- Investigations and forensic accounting
- Forensic technology, data discovery and e-Discovery
- Economic damage analysis
- Complex commercial litigation support services
- Information risk and records management
- Anti-fraud/anti-corruption

Business Recovery Services

- Restructuring, turnaround and reorganisation planning
- Operating and financial efficiency during a crisis
- Bankruptcy and insolvency advisory
- Distressed sell/buy-side advisory
- Independent business reviews
- Distressed mergers and acquisition (M&A) and financing
- Licensing and contract disputes



Finance and Accounting Services

- Business process reviews and enforcement
- Finance transformation and organisation design
- Corporate performance management
- Control optimisation
- Cost reduction and revenue maximisation
- Finance capabilities assessment



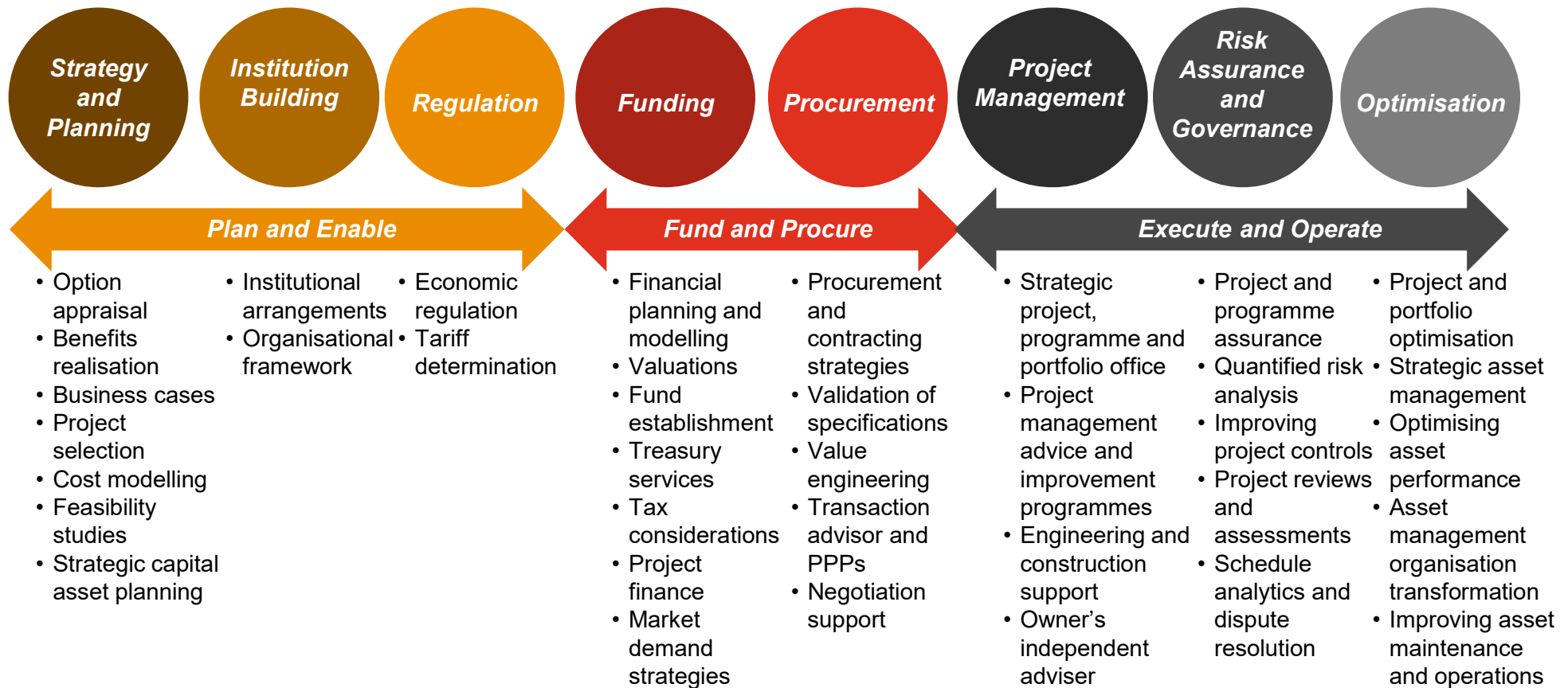
Strategy and operations business

- Strategic planning
- Organisational strategy
- Growth strategy
- Financial and acquisition strategy
- Corporate social responsibility strategy design and implementation
- Climate change and sustainability

Advisory Services



Our Capital Projects and Infrastructure Advisory practice provides services across the full infrastructure development lifecycle in the EU&R sector from inception to maintenance.





What ESG goals play significant role in EU&R?



Environmental concerns

- Emissions
- Waste
- Pollution
- Water and resource scarcity
- Deforestation
- Land protection



Social concerns

- Community engagement
- Social acceptance
- Land rights
- Fair work conditions
- Equality and diversity
- Supply chain oversight
- Safeguarding employees and customers



Governance concerns

- Ethical behaviour
- Anti-corruption
- Risk and opportunity oversight disclosure
- Whistleblowing

- EU&R materials and energy footprint presents significant opportunities as well as challenges for companies in the environmental space – transition from hydrocarbon inputs to decarbonised inputs and potential for ‘new models’, e.g. hydrogen economy.
- EU&R infrastructure and resources footprint necessitates heightened attention on community engagement, social acceptance and human rights issues across a wide range of geographic locations and jurisdictions worldwide.
- Multiple locations for resources and infrastructure requires strong focus on ethical governance.
- As technology rapidly advances, companies have the opportunity to demonstrate they can be instrumental in delivering solutions to ESG challenges.



ESG – What we offer



STRATEGY & TRANSFORMATION



REPORTING & ASSURANCE



CLIMATE CHANGE

The issue: changes to our climate will have consequences for water supplies, infrastructure, agriculture, business operations, social services, healthcare, human lives and many other areas vital to economic and social development. Both the public and private sectors need to accelerate their climate risk mitigation and adaptation efforts.

Key services: net zero transformation, climate resilience, climate related risks and scenario analysis.



SUSTAINABLE VALUE CHAINS

The issue: regulators, customers and investors are exerting growing pressure on businesses to manage their value chains in a sustainable way, addressing issues around resource use, waste and social impacts.

Key services: sustainable supply chain, circular economy, sustainable products and services innovation.



RESPONSIBLE INVESTMENT

The issue: investors increasingly recognise that companies with strong response to climate change and other sustainability issues can better withstand adverse market conditions and outperform less resilient peers. Many investors are working to integrate environmental, social and governance-related insights into traditional investment approaches.

Key services: impact investing, value creation, ESG integration, corporate intelligence due diligence, and forensic investigations.



SUSTAINABLE FINANCE

The issue: traditional and innovative new funding sources are prioritising entities and projects that focus on climate and social considerations. This is a key driver in financing and realising the transformation to a sustainable economy. Opportunities exist for businesses and governments to deploy those resources to make a positive impact.

Key services: green and social bonds, sustainable banking funds and stock exchanges, and international development.

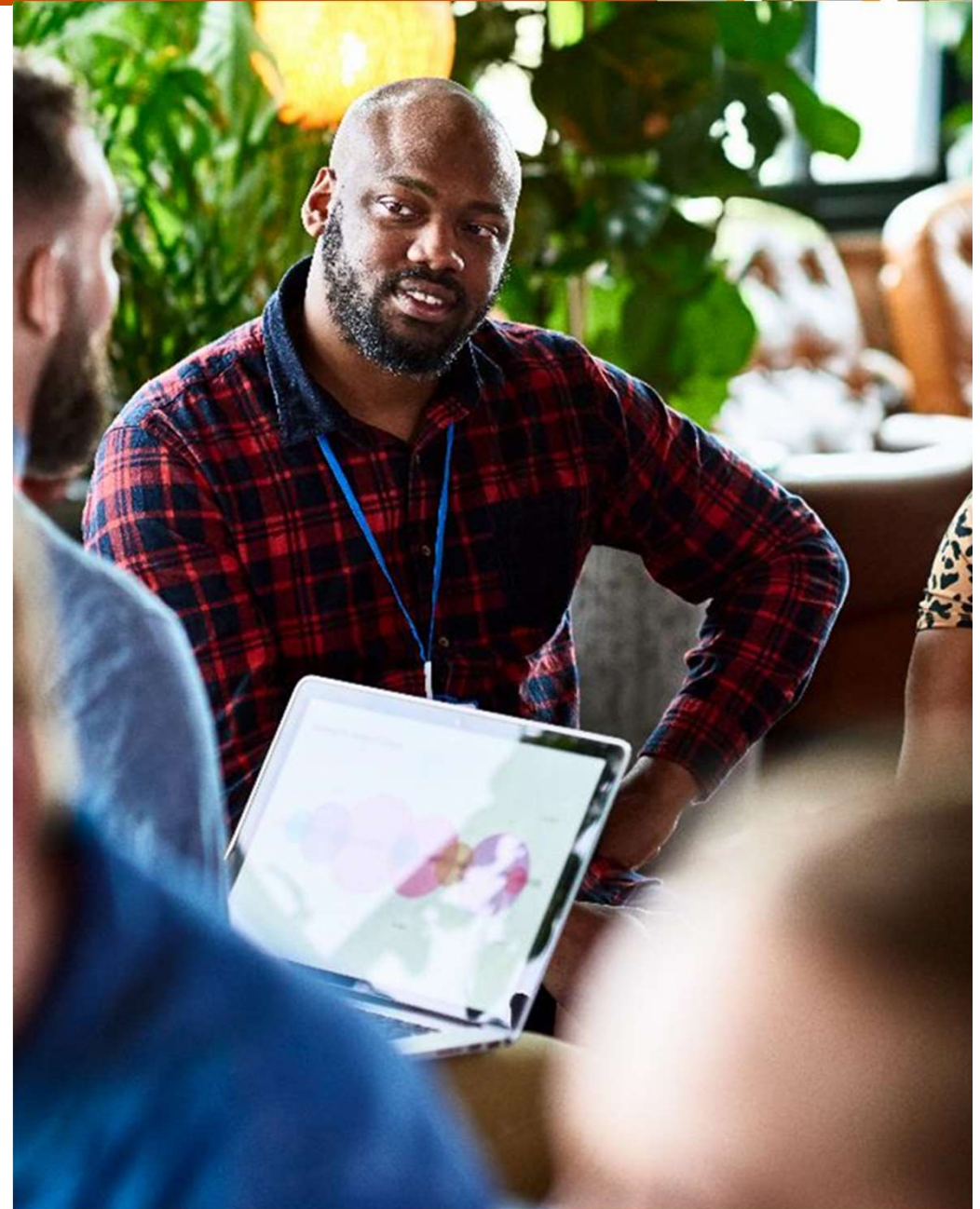


The PwC Business school aims to strengthen the capacity of junior, middle and senior level professionals and policy makers of various organisations within Ghana and the West African region. In Ghana, PwC is the first professional services firm to establish a business school in Ghana.

Our trainings are delivered using innovative curricula and learning approaches that sets the PwC brand ahead and apart from all other business course delivery providers in Ghana and the West African region.

Over the years, the School has organised industry specific training sessions to staff and management of EU&R entities. The School focuses on delivering learning and professional training programmes in general business areas including:

- Accounting
- Audit and Assurance
- Consulting Knowledge and Skills
- Corporate Governance
- Integrated Reporting and Sustainability
- Leadership and Business Skills Development
- Client Learning Solutions
- Taxation





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Relevant Qualifications:

- MBA, INSEAD
- Fellow, Chartered Global Management Accountants (FCGMA)
- Fellow, Association of Chartered Certified Accountants (FCCA)
- Fellow, Chartered Institute of Management Accountants (FCMA)
- Member, Institute of Chartered Accountants (ICAG)
- BSc. Administration, University of Ghana Business School

Experience:

George is an Assurance Partner based in Accra, Ghana with over 19 years' experience in the profession. He is currently the PwC Ghana Assurance Leader and given his vast knowledge of the industry, also serves as the PwC West Market Area Mining Leader.

With over 19 years' experience within the energy, utilities and resources sector and more than five years' experience as the PwC West Market Area Mining Leader, George has an in-depth understanding of business operations in the sub region having worked on numerous assignments in Ghana, Liberia, Sierra Leone, Guinea and Mali. He also leads teams that provide professional services to clients or their affiliates with listings in London, Australia, New York and Toronto Stock Exchanges (LSE, ASX, NYSE and TSX).

His clients range from small owner-managed businesses to large public and private corporations and he has worked on a number of projects in over 15 countries which allows him to bring unique insight and international perspectives. He understands doing business both locally and abroad and is committed to sharing unique insights and international perspectives to your business.

A Dedicated Team Focused on your Success



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Experience:

Prince is an Associate Director within the assurance practice with over 17 years' experience in providing audit and assurance services to clients in West Africa and the United Kingdom (UK).

He has extensive experience in providing professional services to clients in the Energy, Utilities and Resources Industry on statutory and group audits, Sarbanes-Oxley compliance audits and IFRS (first time adoption) conversion engagements. He has worked across a number of industries including mining, oil exploration and production, gas distribution, petroleum marketing and power. He has also been involved in a number of projects including developing accounting and audit manuals to clients and training for regulators in the sector.

Prince is a Fellow of the Association of Chartered Certified Accountants, a Member of the Institute of Chartered Accountants, Ghana and also holds an MBA - Finance and BSc in Business Administration (Accounting) both from the University of Ghana.

Experience:

Gifty is an Associate Director in PwC Ghana with over 15 years experience in professional services. Gifty has worked with Energy, Utilities and Resources clients; providing assistance in the area of tax compliance, advising clients on the tax impact of their future or past transactions, and playing a lead role on tax reviews, tax strategy advisory and tax function improvement projects.

Her experience also covers tax health checks and due diligence engagements, responding to Ghana Revenue Authority (GRA) audits, making tax planning recommendations as well as negotiating on behalf of clients on issues raised by the GRA.

Gifty has 2 years of experience in providing tax compliance and provisioning services to United States based publicly listed clients operating in the mining and trading/services sectors where she advised on efficient ways of complying with the tax laws and meeting the tax accounting reporting requirements.

Experience:

Kenneth is a Manager with PwC Advisory (Capital Projects and Infrastructure) practice in Ghana. Kenneth has 8 years' professional experience in the energy sector.

His experience includes undertaking feasibility studies, financial modelling, demand analysis, transaction advisory services, project analysis and risk assessments, and value for money assessments for both public and private sector clients.

Kenneth is a Chartered Accountant and a member of the Association of Chartered Certified Accountants (United Kingdom) as well as the Institute of Chartered Accountants (Ghana). He also holds a Master of Science in Investment and Finance from the University of Strathclyde, Glasgow, Scotland, and a Bachelor of Arts in Economics and Statistics from the University of Ghana, Legon.

We look forward to working with you!



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