



ROLE DESCRIPTION

COMPLIANCE OFFICER

1 CORPORATE DESCRIPTION

1.1 COMPANY OVERVIEW

GED Africa is the management company of the Kasomeno-Mwenda Toll Road Project (“**Project**”), which is a ground-breaking infrastructure project **combining two 25-year PPP concessions** between the subsidiaries of GED Africa Ltd (“**GED Africa**” and/or the “**Company**”) and the governments of the Democratic Republic of Congo (“**DRC**”) and the Republic of Zambia (“**Zambia**”).

The Project consists of the following main elements:

- Modernization, construction and expansion of 184km of **road highway**;
- Construction of a 345m cable-stayed **bridge** over the border at the Luapula river;
- Construction of **two one-stop border posts** with accompanying warehousing and parking facilities;
- Delivery of a **tolling system** and the associated infrastructure; and
- **Social infrastructure** to assist local development.

1.2 OUR DNA

The below reflects are underlying factors that shape the culture, values, and identity of the business, and that influence our behaviour and decision-making:

- **Diversity:** We need and respect a collaboration of diversities, ideas, and cultures. We honour the value of input of individuals in a team. We understand that we are because of each other and as such we empower, encourage, and create mutual, enduring value.
- **Excellence:** We strive to be a leader in the industry and never compromise on our service standards and commitments to our customers and stakeholders.
- **Integrity:** We work with the highest ethical standards and take ownership for our actions. We are loyal and committed in heart and mind to our stakeholders, to the Company and to each other.
- **Value:** We create and maximize long-term stakeholder value.
- **Global citizenship and sustainability:** We are focused on growing our Company in strong and sustainable ways through preserving and protecting our environment, valuing, and challenging our exceptional workforce and investing in and improving the communities where we live and work.
- **Community upliftment:** We are committed to social responsibility and making a difference by helping build and support sustainable communities.
- **Environmental preservation:** Our business is committed to sustainability and environmental best practices.
- **Quality:** At GED Africa our commitment is to never compromise on the quality of our services and product. This requires everybody to be engaged, to understand their responsibility and to be empowered to take action. It is about delivering what we promise in everything we do.
- **Governance:** GED Africa is committed to being a sustainable corporate citizen and building a sustainable compliance culture that continuously raises the standard of corporate governance, inspires ethical conduct, and supports risk-based management within the business.
- **Inclusiveness:** We ensure every employee at GED Africa is valued for their abilities and contribution they make to our company and to the wider community. GED Africa seeks to foster a transparent,

cooperative, and dynamic environment in which employees and the company alike can thrive and whereby success can be sustained.

- **Employee development:** The Company recognises that the productivity and performance of the organisation ultimately depends upon the depth and quality of knowledge and skills of its staff. As such, we marshal our best energies and resources toward the training and development of our staff as well as the localisation within the business.
- **Health and safety:** We are committed to maintaining a safe and healthy workplace for all employees in compliance with all applicable laws and to encourage a positive attitude and ongoing awareness in this regard.

2 JOB DESCRIPTION

2.1 OVERVIEW OF THE ROLE

The Compliance Officer is responsible for developing, implementing, and managing GED Africa's regulatory universe, compliance manual and policies, compliance programs. S/he shall assist GED Africa in ensuring that all business operations and activities are conducted in compliance with applicable regulations, as well as internal policies. This role involves educating employees on legal requirements, conducting internal compliance audits, investigating compliance issues, and acting as a liaison between GED Africa and regulatory authorities. The Compliance Officer will assist in ensuring that GED Africa and its subsidiaries function in a compliant and ethical manner while meeting the business goals. S/he shall support the Legal and Compliance Manager and the Head of Legal and Compliance in developing and implementing the legal and compliance strategies for GED as well as provide day-to-day legal and compliance task support.

2.2 REPORTING RESPONSIBILITY

The Compliance Officer will report directly to the Legal and Compliance Manager.

2.3 COUNTRIES OF RESPONSIBILITY

Democratic Republic of Congo, Mauritius, Zambia.

2.4 LOCATION OF ROLE

Johannesburg, Lubumbashi or Lusaka.

2.5 TRAVEL REQUIREMENTS

The role will require travel to the countries of responsibility, including to site.

2.6 REMUNERATION

The remuneration will be market related for the position and in line with GED Africa's internal policies.

3 JOB OBJECTIVES AND RESPONSIBILITIES

3.1 OBJECTIVES AND GOALS

- a) Assist to ensure compliance with laws, regulations, and internal policies.
- b) Identify and manage compliance risks.
- c) Develop and enforce a compliance policy, charter, manual and program.
- d) Educate employees on compliance-related topics.

3.2 RESPONSIBILITIES

Including but not limited to:

a) **Compliance Policy:**

- The establishment of the written compliance policy which sets out GED Africa's commitment and approach to compliance, as well as what is expected of all staff members
- Draft and ensure the on-going appropriateness of the compliance policy.
- Assist management with the implementation and communication of the compliance policy.
- Review and update the compliance policy if necessary to reflect changes in laws and regulations as well as GED Africa.
- Submit the compliance policy for Board approval.

b) **Compliance Charter**

- Develop and maintain a compliance charter which serves as terms of reference for the compliance function - including the compliance philosophy of GED Africa, which is endorsed by the Board and which confirms the authority of the compliance function, as well as management's support.

c) **Compliance Manual**

- Coordinate the development and maintenance of a compliance manual which sets out (i) the policies, procedures and processes specific to compliance management; (ii) addresses all material regulatory risk that GED Africa faces; (iii) refers to specific compliance obligations (e.g. – applicable laws and regulations); and (iv) specifies the roles and responsibilities of stakeholders.

d) **Compliance Program**

- Develop a compliance programme which should incorporate all planned compliance activities.

e) **Regulatory Monitoring:**

- Develop a risk-based compliance monitoring programme.
- Stay informed of regulatory changes, best practices and industry trends, advising management accordingly.
- Conducting a periodic re-assessment of the main compliance risk issues facing GED Africa and providing the manner in which they are to be managed.
- Monitor, file and update regulatory permissions to align with the business needs.
- Develop and maintain a compliance universe that includes all compliance obligations (at a high level e.g. Acts, Codes, etc.) that GED Africa is required to meet. The compliance universe should be categorised, risk assessed and prioritised to develop the organisation's compliance risk profile.
- Ensure GED Africa complies with applicable laws, regulations, and standards.

f) **Governance**

- Advise on and assist the governing body to establish and maintain effective compliance governance structures and practices.
- Advise on and assist the Board of GED Africa to understand the status of compliance in the organisation through providing accurate and timely information.
- Prepare a board and shareholder meeting calendar.
- Support the preparation of legal documents, board resolutions, board pack, minutes and reports.

g) Risk Assessment:

- Develop and assist in the implementation of a compliance risk framework that defines and rates the risk of non-compliance with specific compliance obligations.
- Assist the Board of GED Africa and management by recommending the compliance risk appetite and tolerance levels of GED Africa as well as materiality levels
- Facilitate, assist in and advise on the development and maintenance of compliance risk management plans for prioritised compliance obligations in conjunction with business stakeholders.
- Conduct compliance risk assessments.
- Recommend measures to mitigate compliance risks.

h) Training and Communication:

- Develop and deliver compliance training programs and materials to educate employees on their responsibilities and promote awareness of compliance obligations.
- Ensure employees understand compliance requirements and their responsibilities.

i) HR/Personnel Compliance

- Draft and manage HR-related documents, including contracts and templates.
- Handle compliance with labour laws, manage redundancy programs, industrial actions, and trade union relations.
- Oversee expatriate staff work permits and assist with key HR processes such as recruitment, dismissal, grievance handling, and workplace behaviour.

j) Audits and Reviews:

- Perform regular internal audits to assess compliance with regulations.
- Ensure corrective actions are taken to address any compliance deficiencies.

k) Investigation and Reporting:

- Consider and set out the reporting needs and requirements of the various internal compliance stakeholders (including the Board of GED Africa, governance structure and management) and external stakeholders (e.g. regulators).
- Develop and oversee the implementation of appropriate and effective policies, procedures, processes and/or practices for compliance record keeping that meet any legislated or other requirements.
- Investigate any reported compliance violations or breaches of policies.
- Prepare reports for senior management on compliance issues and outcomes of investigations.
- Report significant compliance issues to regulatory authorities if necessary.

l) Stakeholder Engagement:

- Advise on and assist the board of GED Africa and management to identify relevant stakeholders and understand and consider their reasonable needs and interests.
- Liaise with third parties, regulatory bodies, and auditors on compliance matters.
- Respond to regulatory inquiries and manage any compliance reviews or audits conducted by external agencies.

m) Culture, Ethics and Integrity:

- Advise on and assist the governing body and management to establish, communicate and promote an appropriate compliance culture.
- Assist in monitoring and managing the “Whistleblowing” hotline.
- Address any ethical concerns and conflicts of interest within the organization.

n) Record Keeping and Documentation:

- Maintain comprehensive records of compliance activities, training programs, audits, and investigations.

o) Cross-Functional Compliance

- Collaborate with cross-functional teams, including GED Africa consultants as well as the internal legal, human resources, finance, sustainability, technical and operations teams, to address compliance issues and implement solutions.

p) Continuous Improvement:

- Identify opportunities for improving the effectiveness of the compliance program.
- Benchmark and align compliance processes with industry standards.

4 REQUIREMENTS FOR THE POSITION

4.1 QUALIFICATIONS

- a) A bachelor's degree in law, finance, business or a similar qualification.
- b) Preferably an advanced degree or compliance certification (e.g. – a compliance management certificate, C.Prac or C.Prof).

4.2 EXPERIENCE

- a) At least 5 years' experience in compliance, legal, regulatory, audit, or risk management roles.
- b) Preferably experience with Public Private Partnerships and infrastructure concessions.
- c) Experience in working in various jurisdictions.

4.3 COMPETENCIES AND SKILLS NEEDED

- a) Strong knowledge of regulatory frameworks and the ability to interpret complex regulations.
- b) Experience in risk management.
- c) Excellent communication and interpersonal skills.
- d) Strong analytical, investigative, and decision-making abilities.
- e) Proficiency with compliance software and data management tools.
- f) Good knowledge of legal and tax requirements and procedures.
- g) Knowledge of Public Private Partnerships and large infrastructure projects.
- h) Experience in developing and managing compliance policies, charters, manuals and programs.
- i) Track record of excellent leadership and ethical decision-making.
- j) Extensive knowledge of office administration, clerical procedures, and recordkeeping systems.
- k) High level of determination and tenacity.
- l) Excellent time management skills with a proven ability to meet deadlines.
- m) Excellent ability to communicate internally and externally (lawyers, regulators, auditors).
- n) Fluent in French would be highly advantageous.