



KAIZEN ACADEMY

ADVISORY . GOVERNANCE . TRAINING



COMPANY PROFILE



Kaizen Academy Limited (Kaizen Academy) is a leading consulting firm committed to providing top notch corporate strategy, governance advisory and training services with offices in Lagos and Abuja, Nigeria.

Kaizen Academy derives its name from rich Japanese origins 'Kaizen' meaning continuous improvement.

At Kaizen Academy, we are committed to continuous capacity building, corporate strategy, developing governance structures and rendering the highest standards of service delivery for all services rendered - governance advisory, trainings and consulting. Kaizen Academy's vision is to achieve top of mind awareness as the go-to firm for all corporate governance/strategy, consulting, and training needs.

Kaizen Academy is a member of the Nigerian-British Chamber of Commerce and our combination of international and local market knowledge and perspective gives us an edge in the professional services space in Nigeria.

Our consulting and directory team's combined decades of industry knowledge, experience, and expertise spans across corporate governance, financial advisory, corporate strategy, compliance etc. We are set up to ensure clients have access to impeccable guidance and end to end solutions to their business advisory needs.

VALUES



Creativity



Team Work



Innovation



Expertise



Integrity



Accountability



Professionalism

Our Mission & Vision



MISSION

To achieve top of mind acceptance as the top governance advisory firm by delivering top notch advisory and training solutions to clients.



VISION

To be the number one governance advisory and training firm in Nigeria and globally

A blue-tinted photograph of a modern conference room. The room features a long, light-colored wooden conference table surrounded by black mesh-back chairs. At the far end of the table, there is a large whiteboard on a stand. The room has large windows on the right side, and the overall atmosphere is professional and clean. The text "BOARD OF DIRECTORS" is overlaid in the bottom left corner.

**BOARD OF
DIRECTORS**



Mercy Edukugho-Aminah

is a passionate Corporate Solicitor, Chartered Secretary & Administrator, Trust & Estate Practitioner (STEP), Governance and Sustainability Enthusiast.

She is a visionary executive with a digital and agile mind-set along with strong innovation and data analysis capabilities. Mercy has over fifteen years' rich capital market experience in the provision of corporate legal services, corporate governance, regulatory compliance, business development, and client management with institutional and public sector clients within greenfield, high-pressure and competitive environments.

She holds an International Islamic Finance Qualification from the Chartered Institute of Securities and Investments (CISI) UK and a Diploma in International Trust Management from CLT International, the training institute for Society for Trust and Estate Practitioners (STEP). She is a Certified Trainer Corporate Governance by the African Finance Corporation and a graduate of the Institute of Chartered Secretaries and Administrators, Nigeria (ICSAN), as well as the Compliance Institute Nigeria. Mercy also holds LLB and MBA degrees from the University of Lagos, in addition to a Masters in International Business Law from the University of Cumbria, UK.

Early in her career, she worked as the Legal, Governance and Compliance Lead at Meristem Wealth Management Limited between 2009 and 2017. Thereafter, she was appointed Managing Director of Meristem Trustees Limited, a position she held between February 2017 and July 2020. She is currently the Managing Director of First Fiduciary Limited and also part of the Faculty of the Nungu Business School where she teaches Wealth Management and Islamic Finance.



Ayokunle Ayoko

Ayokunle is a legal practitioner with expertise in corporate governance, negotiation, corporate strategy and human resources management. He is also a Chartered Secretary and Administrator, Certified Compliance Analyst and Certified Management Consultant.

Ayokunle was previously Company Secretary to FBN Insurance Limited, FBN General Insurance Limited (previously subsidiaries FBN Holdings Plc and Sanlam South Africa) and FBN Insurance Brokers Limited. He joined Berger Paints Nigeria Plc in 2018 as Company Secretary/Legal Adviser.

He is a consultant and council member of Gerson Lehrman Group (GLG), a New York-based network of executives and industry experts. He holds Fellowships of both the Institute of Management Consultants, Nigeria and the Global Academy of Finance and Management, USA. He is also part of the Adjunct Faculty Network for the Nirmala Chellarams Centre for Entrepreneurship Skills (NCCES), University of Lagos.

Ayo holds an LLB (Hons) degree from the University of Ibadan and was a recipient of the 2019 edition of the "Esq Nigeria Legal 40 under 40" Award, the 2022 African Forty under Forty Award for Law, Ghana, and the 2020 Modern Governance 100, by Diligent Corporation, New York, for the top global 100 and General Counsels.

He is a member of the Nigerian Bar Association (NBA), International Bar Association (IBA), Institute of Chartered Secretaries Administrators of Nigeria, the Institute of Directors, Nigeria, and Society for Corporate Governance Nigeria (SCGN).



Adeola Olumeyan

Adeola is a chartered company secretary and strategic legal partner with experience in policy development, board advisory, corporate governance compliance, risk, negotiations, and intellectual property. Certified Corporate Governance and Board Auditor and Trainer. She is able to consistently deliver value across the business and obtain successful outcomes in a varied range of legal, governance and regulatory matters through strategy, negotiations, and collaborations.

She is a Notary Public, Certified Corporate Governance/Board Auditor and Trainer who is skilled in public speaking, staff training and corporate event management.

She is passionate about corporate sustainability and governance, human capital development and lifelong learning.

Adeola is an Alumnus of the Logos State University where she graduated with an LLB Degree. She also holds an MBA from the Lagos Business School.

She is a Non-Executive Director with Kaizen Academy and the Assistant General Counsel/Company Secretary for Channels Television.



Aramide Nwokediuko

Aramide is the Group Company Secretary and Head of Legal of CFAO Nigeria, a French conglomerate specializing in automotive, fast moving consumer goods, healthcare, technology and energy sectors.

Prior to taking on her new role, Aramide spent over a decade with one of the top law firms in Nigeria Banwa & Ighodalo, practicing different Property and aspects of low-Mergers and Acquisitions, Company Secretarial, General Legal Advisory, Regulatory and Compliance, Intellectual Technology. She was involved in the some of the biggest acquisitions in the fast moving consumer goods and the banking industries including the acquisition of C.H. Limited by Coca-Cola, the acquisition of Dangote Flour Mills Plc by Olam International and the divestment by the Asset Management Corporation of Nigeria (AMCON) in the three bridge banks - Enterprise Bank Limited, Keystone Bank Limited and Mainstreet Bank Limited.

Aramide has authored many articles in leading law publications and also delivered several presentations on diverse subjects.

She is a member of the Nigerian Bar Association, the International Trademark Association, the Institute of Chartered Secretaries and Arbitrators (UK and Nigeria). She loves new challenges, and enjoys environments where no two work days are exactly the same. She is an alumnus of Queens College Yaba and the University of



Olubukola Olateru

Olubukola is a dynamic business lawyer, Chartered Secretary, Governance and Compliance professional with professional experience in reviewing, drafting and negotiating international legal instruments.

Olubukola is a well presented and highly personable lawyer who possesses excellent organizational skills, and an eye for detail. She is a Fellow of the Institute of Chartered Secretaries and Administrators and also the Company Secretary/Legal Adviser for Friesland Wampico Nigeria Plc.



Shofola Osho

Shofola is a Legal Practitioner with years of experience in Governance, Risk and Compliance support for major corporates. He holds a Bachelor of Laws, and was called to the Nigerian Bar in 1999. He started his corporate career as a Legal Officer at Stallion Property & Development Company, a Joint Venture company of the Nigerian National Petrol Corporation and Oando Plc., and at various times in his career provided Legal, Compliance and Secretarial services at Intercontinental Properties, Siemens Nigeria, Access Bank Plc, and First Bank of Nigeria.

At FirstBank, Shofola was Assistant Company Secretary, and serviced the Board of the Bank, and subsidiaries within the FirstBank Group. He was a member of the inaugural stream FirstBank's Senior Management Development Program (SMDP01). He is currently the Company Secretary/Legal Adviser for the Development Bank of Nigeria.



Favour Udomessien

Favour was appointed MD/CEO in November, 2019. She graduated from the Madonna University in 2005 and was called to the Nigerian bar in 2007.

She is a corporate governance specialist and has thought leader on corporate governance structuring. She has extensive expertise on facilitating legal trainings. She also provides advisory on corporate and regulatory compliance.



Obiageli Lilian Madueke

Obiageli graduated from Nnamdi University Awka, where she obtained a second class upper degree in law in 2013. She was admitted to the Nigerian Bar in 2014. She possesses over six year's experience in governance and corporate legal advisory. She is the Chief Operating Officer for the firm.



**TEAM OF
CONSULTANTS**

OUR TEAM OF CONSULTANTS

In addition to the Director's combined knowledge and expertise, We have standing agreements with the following subject matter experts who act as consultants for our engagement:

Tade Owodunni

Tade Owodunni is an experienced legal practitioner, business strategist, corporate governance practitioner and compliance and ethics specialist with over 18 years of extensive work experience spanning the areas of legal and regulatory advisory practice, corporate governance, compliance and ethics, company secretarial, risk management, litigation, and commercial law practice.

Tade effectively managed the legal, corporate governance, regulatory advisory, corporate secretarial and compliance functions at Deloitte Corporate Services Limited (DCSL), a renowned consultancy practice with a decent portfolio of clients that comprise of various local and foreign-owned companies, providing legal cover and achieving minimal to zero liability for these entities.

Edem Aye

Edem is a lawyer with over 8 years' experience in corporate services, inclusive of legal and business advisory, company secretarial services, corporate governance advisory and regulatory compliance. She has provided extensive company secretarial support to the Boards of local and Young Professional and international organizations. She has worked with several consulting firms including DCSL Services Limited, Ernst Services (EY) among others. Prior to joining EY, she acted in the capacity of Head, Company Secretariat with a leading corporate services firm in Lagos, Nigeria.

He possesses a depth of practical experience in corporate strategy, compliance and ethics training, risk management, legal research, relationship building and finance. In his role as a consultant, Tade has been opportune to provide legal, secretarial, compliance and governance support services to several renowned companies operating in key sectors of the Nigerian economy.

Tade's core strengths include his analytical skills, flexibility, and negotiation skills, consistent quality work output, experience and strong research abilities and an expansive corporate network. He has a Masters' Degree in Business Administration (with Distinction) from Business School Netherlands (2018).

Edem has also led several corporate governance engagements, inclusive of Board appraisal exercises, Governance reviews, audits, etc. where she identified process gaps and advised companies accordingly, in line with the relevant code of corporate governance and international best practices. Edem has also successfully led due diligence exercises with regard to several proposed client acquisitions and mergers. She has assisted clients with processing of regulatory approvals from government ministries, departments and agencies and has adequate experience in corporate compliance, with key competence in expatriate mobility. She is a qualified legal practitioner and holds an undergraduate degree from the University of Ibadan. She is also a Grad ICSEA (in view).

OUR TEAM OF CONSULTANTS

Edem Aye (Cont'd)

Edem has acted as external Company Secretary for a large portfolio of public, private and private listed companies, cutting across several industries. She has successfully convened Board/Board Committees/ Annual and Extraordinary General Meetings in Nigeria and in other countries such as the UK, Republic of Mauritius, Kenya, Ghana, etc. She has also: Conducted Board Appraisal Exercises and Governance Reviews for Financial Institutions, Insurance Companies, Pension Fund Administrators, etc. Provided of Legal Advisory in support of Mergers & Acquisitions and Conduct of Due Diligence Exercises; Acted as Team Lead on a Research Study on poor female representation on Nigerian Corporate Boards.

Seun Ogunkuade

Seun has extensive experience in research and market intelligence, corporate strategy formulation, development, articulation and implementation. He led the strategy team of FBN General Insurance Limited in achieving 31% Compound Annual Growth Rate (CAGR) in Gross Revenue and 88% CAGR in PBT - thereby becoming the fastest growing General Insurance company in Nigeria in 2020. Additionally, he was a Project Manager on FirstBank/FBN General Insurance Synergy Revenue Projects which achieved revenue realization of \$4.93m (2019) and also led the conceptualization/development of FirstFusion platform-a FirstBank/FBNGI/FBNI Revenue Synergy Platform.

Provided Advisory on Business set-up and processing relevant permits and approvals; Moderated and facilitated Bespoke Training Sessions, Strategy Sessions and Retreats for several Clients; Managed expatriate mobility portfolio of various multinationals with operations in Nigeria, including companies in the aviation, banking, oil and gas, Client Site Representative to one of the biggest players in the Aviation Industry;

Seun has provided Strategy Advisory Services for several private and publicly listed companies including developing cyclical (annual, quarterly, etc.) strategic planning documents. He also provided strategy consulting services for the National Insurance Commission (NAICOM) Sub-Committee on Customer Service in 2016.

He is graduate of Geography from the University of Ibadan, a Chartered Financial Analyst Certification Level 1 Candidate of the CFA Institute, a Financial Modelling and Valuation Analyst (FMVA), and a graduate of the Sanlam Pan Africa Emerging Leaders Development Programme (ELDP,) University of Stellenbosch Business School, Cape Town, South Africa.

OUR TEAM OF CONSULTANTS

Dele Ayoko

Dele Ayoko is a chartered accountant with significant experience in providing companies with advisory on Business Planning, Business Transformation, Corporate Finance and Entrepreneurship having worked in the banking, audit, and consulting industries. He was a former Head of Operations, Marketing, and subsequently Acting Branch-Head in Zenith Bank PLC. He was also a two-time MD/CEO award winner with Zenith Bank PLC. Earlier in his career, he worked with Metropolitan Bank Ltd (now United Bank for Africa), and the firm of G.O.O Adedokun Chartered Accountants.

Dele graduated from the University of Ado Ekiti (now Ekiti State University), with a B.sc (Hons) Degree in Accounting (Second Class Upper Division). He also holds an MBA from Edo State University and a postgraduate certificate in International Finance & Accounting (specializing in emerging markets) from the University of Liverpool.

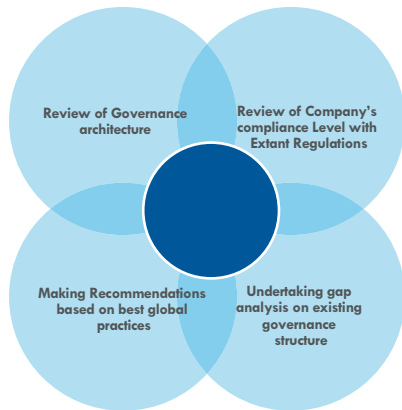
He is an associate member of the Chartered Institute of Taxation and the Institute of Chartered Accountants of Nigeria. He was also a former Editorial Board member with Compass Newspapers and until recently was the Chief Operating Officer for Nairametrics. He is currently a Partner with David Cycle and Associates and the founder of Ambalex Technologies, an alternative power supply company.

OUR SERVICES

In addition to the Director's combined knowledge and expertise, we are able to call on the following subject matter experts as consultants:

- Review of the Company's compliance level with the Companies and Allied Matters Act 2020, NCCG 2018, Finance Act, Nigerian Exchange and SEC rules
- Undertaking a gap analysis against the foregoing governance regulations and proffering steps to close the identified gaps, if any
- Reviewing the entire governance framework and making recommendations based on global best practices.
- Making recommendations to further assist the Board towards increased Board efficiency.

Governance Services



OUR SERVICES

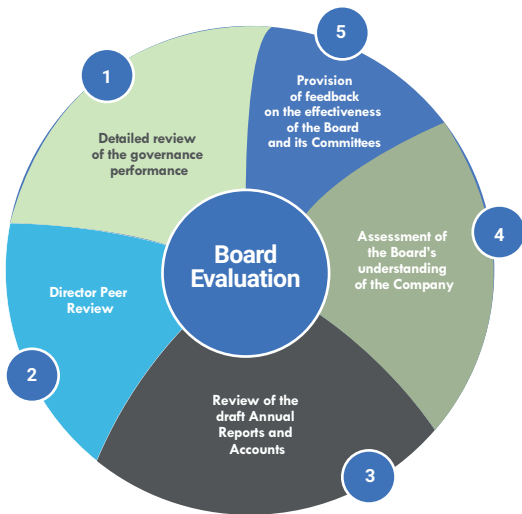
Board Evaluation

As part of the governance review process, we offer Board evaluation services.

We believe that an effective Board is critical in ensuring a well-governed, well-directed and successful organization.

A periodic review of the Board's performance and its Committees and benchmarking same against the relevant Codes of Corporate Governance and global best practice would help to provide assurance to the Company that its strategic apex remains above board and in tune with minimal acceptable standards set by the Companies and Allied Matters Act 2020, the Nigerian Code of Corporate Governance 2018, and other extant regulations, in the performance of its role.

On this engagement, we will provide a team of subject-matter specialists who shall ensure consistent high-quality service to. This team will be led by Tade Owodunni, and supported by Favor Udomessien, and Lilian Obiageli, who will oversee the engagement to ensure that your expectations are exceeded.



OUR SERVICES

Corporate Strategy Formulation

- With an Understanding that Corporate Strategy remains an effective means to allocate a company's resources, establish business expectations and improve a company's competitive position as well as increase shareholder value. We are able to review Company's short, medium and long term corporate strategy and make recommendations to further improve on its efficiency and impact.

- With our team of experts, corporate strategists, and Management Consultants, we are able to undertake a gap analysis of the Company's performance, identify areas for improvement and make practical recommendations to improve the culture, bottom-line and overall efficiency.

- Our approach is to focus on Board Processes, Enterprise Risk & Internal Control, Governance Framework, People & Culture, Operational Efficiency, Customer and Environmental Factors.

- We also assist organizations organize their Board and Management retreats. This includes arranging the logistics, speakers, theme and other details to assist the Board distill the right strategy for the coming year(s).



OUR SERVICES

Specifically, our Corporate Strategy formulation will involve:

- Coordinating periodic strategic environmental review: macro-economic, industry and regulatory trends, consumer behavior, new technology, and business opportunities.
- Managing the corporate performance process by identifying and developing metrics that are leading indicators of overall business health and success milestones.
- Driving the coordination and the development of periodic and relevant contents for Board and Management Strategy Sessions.
- Identifying cost optimization and efficiency opportunities, and measure and report results.
- Managing innovations and implementations. Improve Speed to Market in product development. Identification and optimization of cost improvement opportunities.
- Developing the Company's Innovation roadmap.
- Define relevant milestones and KPIs for Executives and Management Team in line with the Company's strategic imperatives.



OUR SERVICES

Our External Quality Assessment (EQA) of the Internal Audit Function is undertaken according to the standards of the Institute of Internal Auditors ("IIA"), Codes of Corporate Governance by the Security and Exchange Commission, the Financial Reporting Council of Nigeria ("SEC Corporate Governance Guidelines" and "NCCG") as well as the leading practice in the company's industry globally. This engagement is geared toward providing the client company with an independent view of the effectiveness of the internal audit function vis-a-vis IIA standards, regulatory requirements, and best practices.

We will also benchmark the performance of the internal audit function against the Global Audit Information Network (GAIN) reports. At the end of the engagement, practicable recommendations will be proffered to address identified opportunities for improvement.

More specifically, our EQA engagement will involve the following:

- Assessment of the current level of performance of the client company's Internal Audit function vis-a-vis the IIA.
- Assessment of the client company's Internal Audit function vis-a-vis extant Codes of Corporate Governance (NCCG and SEC Corporate Governance Guidelines).
- Benchmarking the performance and organization of the Internal Audit function with GAIN parameters.

- Interviewing members of the Audit Committee, key business, owners, and members of the Internal Audit team.

- Providing an in-depth gap analysis of the client company's Internal Audit function and developing clear recommendations on the changes necessary for optimal performance.

- Developing an action plan, with a clear schedule and milestones for implementation to bridge the gap

OUR SERVICES

Board Induction

We assist client companies with organizing a formal induction program for Directors. In line with Principle 13 of the NCCG 2018, we are able to assist the Boards of client companies with establishing a formal induction program for incoming Directors.

Specifically, our induction program will usually involve the following:

- Familiarizing incoming directors with the Company's senior management, strategic plan, operations and business environment.
- Educating new directors about their responsibilities and fiduciary obligations to the Company.
- Enlightening the incoming Directors to new developments in the Company's business and operating environment.
- Recommending and providing guidance on developing an annual Board Training Plan

Regulatory Engagement/Compliance

Leveraging on our extensive network and previous relationships, we are able to assist our client companies with developing an effective engagement strategy with regulators. We help clients to manage risk and unlock value by engaging effectively with governments, regulators, and other external stakeholders.

Specifically, our regulatory engagement and compliance usually involves all or any of the following:

- Proactively advising client companies about any regulation(s) that may affect their business and recommending steps for compliance.
- Identifying, and building strategies for client companies to proactively engage with a broad range of external stakeholders; regulators, consumers, the media, local communities, NGOs, and financial institutions.
- Helping clients secure regulatory licenses, certificates and permits e.g. Expatriate Quota, CAC documents, CERPAC Card etc. We are also able to assist clients render monthly returns to regulatory bodies and governmental agencies.
- Helping client companies proactively develop and implement relationship building strategies with regulatory bodies.
- Helping client companies identify regulatory risks, set up controls to mitigate the risks, develop a compliance program/ calendar to ensure the controls are being complied with, and advising on the efficiencies of the control measures.
- Setting-up effective and automated regulatory compliance programs and implementing effective monitoring mechanisms.

OUR SERVICES

Company Secretarial and Advisory Services.

With extensive company secretarial experience, we offer excellent company secretarial services to client companies who have engaged us. We are able to provide outsourced company secretarial and governance services for companies willing to utilize company secretarial services but unwilling to set up an in-house team to the cost considerations.

Specifically, our company secretarial services will include the following:

Scheduling and co-ordination of meetings of the Board of Directors, Board/Statutory Committees and shareholder meetings.

Providing governance advisory to the Board.

Preparation and distribution of minutes, Board packs and other documentation in respect of the meetings.

Review of the Annual Reports and Accounts with specific focus on the governance

Filing of all statutory returns, including annual returns, relevant resolutions, changes in the composition of the board or the shareholding structure, or charges against the company's assets

Maintaining the corporate seal and statutory registers (including minute books, register of Directors and their interests, share certificate booklets, etc.).

OUR SERVICES

Training

Kaizen Academy offers diverse capacity building training programs for company secretaries, in-house counsel, Directors, Finance Managers, Executive Management as well as key functions in the corporate governance framework including the members of the Audit Committee, Internal Audit, The Company Secretary and other senior management officers.

Our training programs are facilitated by renowned experts who are carefully selected based on their experience and expertise. Some of the offered training programs are in the following categories:

Company Secretarial School	Offshore Bespoke Trainings.
Director Development	Audit Committee Trainings
Open Enrolment Seminar & Workshops	Board Strategy Session & Retreats
Induction and Training for Directors, Company Secretaries, and Senior Management	Implant Board/Management Trainings

Additionally, we are able to offer trainings in other areas of interest. We also have arrangements with subject matter experts to facilitate on various topical issues.

WHY CHOOSE US?



Exceptional Service Delivery

We ensure we go to extreme lengths to deliver on value for clients.

Extensive Experience

We have some Of best minds with extensive experience expertise in governance, advisory training, among others. Our team of share over 100 years' experience combined.

Strategic Alliance

We built up a strategic partnership and arrangements with some of the top names minds in governance as consultants and faculty for trainings.

Bespoke Services

At Kaizen Academy, we speak the same language with our clients, Our clients are at the center of what we do. Client satisfaction is our utmost priority which is why all our services are specifically to surpass your expectations.

We Have Worked With:



J'ENNIQUE
Consulting



HEAD OFFICE

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