

Governance Framework - EmergX Finance Corporation

1. Overview

EmergX Finance Corporation (EFC) adheres to a structured governance model guided by the UK Financial Conduct Authority (FCA) regulatory expectations for investment firms under MiFIDPRU. This framework establishes internal controls, accountability, ethical leadership, and risk management mechanisms across the organization and its subsidiaries, including EmergX Asset Managers Limited (EAML).

2. Board Structure

- Executive Chairman: Hareter B. Oralusi
- Executive Director and CEO: Otega Owumi
- Executive Director, Chief Risk and Compliance Officer: Nicholas John Connell
- Chief Impact Officer: Cliff Southcombe
- Chief Financial Officer: Cleopas Chiyangwa
- Chief Strategic Officer: Rishi Gohill
- Chief People and Admin Officer: Riza Guerina
- Non-Executive Director: Richard Horsman
- Non-Executive Director: Jonathan C R M-Kirk

3. Senior Management Functions (SMFs)

- SMF1 - CEO: Otega Owumi - Responsible for strategy and overall management
- SMF16 - Compliance Oversight: Nicholas John Connell
- SMF17 - MLRO: Nicholas John Connell
- SMF27 - Executive Chairman: Hareter B. Oralusi

4. Committees and Responsibilities

- Risk and Compliance Committee: Oversight of risk frameworks, ICARA, AML, ESG
- Audit and Finance Committee: Internal controls, reporting, and audit coordination
- Remuneration and Governance Committee: Executive pay, board performance reviews

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5. Policy Alignment

The governance framework integrates policies such as Code of Ethics, Conflict of Interest, Whistleblower, AML/CFT, ESG, and Data Protection, reviewed annually and embedded across business operations.