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IN THE SUPERIOR COURT OF JUDICATURE,
IN THE HIGH COURT OF JUSTICE,
ACCRA – A.D. 2024.

CASE NO: CR/0045/2023.

THE REPUBLIC

VRS

MICHAEL NYINAKU

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WITNESS STATEMENT OF SYLVIA LAWSON.

I. PRELIMINARY.

A. Introduction & Background

1. My name is Sylvia Lawson. I reside at GPS GT-336-0191 at Lashibi, Tema West in the Greater Accra Region of the Republic of Ghana.
2. I am a Chartered Accountant by profession. At all times material to my present statement, I currently work as a Network Marketing Professional at Longrich Bioscience International in Ghana.
3. I am also the Founder of **The Sylvia Lawson Foundation**, a non-profit organization, set up to help fight periodic poverty in Ghana.
4. I began my professional career sometime in 1998 at KPMG where I worked for 6 years.
5. In 2017 I joined DYI as Chief Finance Officer [CFO] for the institution. Attached and marked as **SL-1A** is my letter of appointment to DYI Ltd. I resigned from DYI on December 31st 2018 due to the working capital challenges we faced after the banking crisis. The banking crisis consequently led to the freezing of the accounts of DYI by the Receiver of Beige Bank [the bank].

B. My Witness Statement

6. Sometime in February 2024, the accused person reached out to me by phone and informed me that he wanted me to give testimony on matters related to funds received by DYI Ltd from an entity known as First Africa Savings and Loans Limited [FASL]. The accused explained to me that he had been charged with stealing the funds received by DYI Ltd from FASL.
7. The accused informed me that he would want me to explain to the court the circumstances under which the funds were transferred to DYI and how the funds were expended. I agreed to do so. He then requested that to enable me to fully appreciate the matters for which my testimony is required, I meet with his lawyers, who would explain the nature of the case against him in respect of the funds transferred to DYI. I agreed. My current witness statement includes all the details of our conversation, the documents I referred to and my responses to the questions posed to me.

C. DYI and my role.

8. To the best of my knowledge, DYI was registered as a limited liability company in the year 2014. As the CFO of DYI, my roles included:
 - a. Overseeing, directing and ensuring the integration, preparation, review, analysis and timely submission of all financial reports to Management and other stakeholders.
 - b. Ensuring compliance with all reporting, accounting and audit requirements imposed by the regulatory bodies.
 - c. Managing the company's liquidity and cash flow.
 - d. Managing financial controls and accounting procedures.
 - e. Being responsible for cash management and strategic planning for all operating areas of DYI and subsidiaries.

II. THE TRANSACTIONS.

D. GHS6,000,000.00 transferred to DYI LTD.

9. I have seen exhibit K, a bank account statement of FASL with the bank, which has already been tendered in evidence and my attention was drawn to three transactions involving the sums GHS3,000,000, GHS1,500,000 and GHS1,500,000 as these are the sums of money the accused is charged for allegedly stealing from the charge sheet. All of these amounts were credited to the bank account of DYI from FASL on the 20th of April, 30th of May and 5th of June 2018 respectively.
10. Also of importance to my testimony is exhibit M series, which are documents related to the transfer of the GHS 6,000,000.00 from FASL's accounts to DYI and signed by officials of TBG. I am familiar with these officials because I routinely engaged these officials particularly concerning TBG's oversight role over DYI as well as when DYI needed funds for its business operations. Some of them were actually co-signatories to the bank accounts of DYI.
11. DYI had been established as a subsidiary of the holding company TBG, which was to invest and have oversight over TBG's interests in commerce and logistics. As a start-up subsidiary of TBG, DYI depended fully on financial support from TBG to fund its activities. To confirm my statements, I have attached and marked as **exhibits SL-2** and **SL-2A** which are email correspondence between DYI and TBG, dated April 12th 2018 and May 29th 2018 respectively, concerning the request for funds made by DYI to TBG.
12. The entire GHS6,000,000 was transferred from FASL to DYI and not from TBG and to the best of my knowledge, I was aware that FASL was one of the subsidiaries of TBG. However, for further clarity, I enquired from Mr. Augustine Boakye who was the CFO for TBG about why the transfer came from FASL and not TBG. Augustine explained to me that the transfer came from FASL because at the time the funds were needed by DYI, TBG did not have funds to advance to DYI and therefore TBG had to borrow from FASL to meet the needs of DYI.
13. The clarification from the CFO of TBG sat well with me as I knew that DYI and FASL were all subsidiaries of TBG. What was important for us at DYI was that an amount of GHS6,000,000 had been received for operations and it stood as a liability in our books. To the best of my knowledge, this transaction was strictly a business transaction amongst parties that are related to themselves by way of having a common shareholder [TBG]. The transaction was done by officials who

in their normal course of employment undertook this transaction and the same was well documented.

14. Following the receipt of these funds, they were utilized by DYI in furtherance of the operations of DYI just as was detailed in the requests made by DYI. Hence not a cedi out of the GHS6,000,000 was ever paid to the accused, neither personally nor in his capacity as a CEO.

15. To confirm the statements I have just made, I have attached to my present statement the following information concerning the funds transferred to DYI:

- a. A report which shows how these funds as received, were utilised by DYI. This report is attached to my present statement and marked **SL- 3** and this report is a summary of information already recorded in DYI's bank statement.
- b. The bank statements of DYI which are attached to my present statement and marked **SL-4**. I am aware that a soft copy of these bank statements have already been presented to the court.
- c. I have also attached payment vouchers supporting all the disbursements made out of the bank accounts. These payment vouchers are attached to my witness statement and marked **SL-5 Series**.

16. A detailed review of all the documentation referred to in paragraph 15 above will reveal the following:

- a. All the disbursements made by DYI were in furtherance of DYI's normal business activities.
- b. Not even one of those disbursements was made to the accused in his personal capacity or in any manner that was to secure any kind of benefit to him either directly or indirectly.
- c. All the disbursements were documented by DYI in a manner consistent with proper bookkeeping practices.

17. A detailed review of the disbursements made by DYI would also reveal that DYI on a number of occasions disbursed funds to an entity named Pillpoint Pharmacy.

18. Pillpoint Pharmacy was the first investment that DYI made in the area of healthcare. Our investment in healthcare was a strategic decision, the objective

of which was to provide a compliment to BEIGE Care Ltd, another subsidiary of TBG whose nature of business was the provision of health insurance services.

19. Through this initiative, Pillpoint pharmacies were listed amongst health service providers from whom clients of BEIGE Care could procure health services. The benefits of this arrangement were immense, as I would proceed to explain.
20. First of all, Pillpoint was a customer of the bank and so was DYI. As customers walked into Pillpoint pharmacies to procure medicines, the attendants took the opportunity to introduce them to products of the Beige Bank and its other financial service affiliates. This provided more customer acquisition opportunities for the bank whilst the bank retained custody of the cash flow arising from all these trading activities.
21. To clear all doubt and also to provide further evidence that all activities undertaken by DYI were in furtherance of the business objects of DYI, I have also attached the following information in respect of Pillpoint Pharmacy.
 - a. A report which shows how these funds as received, were utilised by Pillpoint Pharmacy. This report is attached to my present statement and marked **SL-6** and this report is a summary of information already recorded in Pillpoint's bank statement.
 - b. However, I am unable to provide bank statements for Pillpoint because I do not have them as the accounts of the entity were frozen by the Receiver and the bank statements would be in the custody of the Receiver. I have, however, attached payment vouchers supporting all the disbursements made by Pillpoint following their receipt of funds from DYI. These payment vouchers are attached to my witness statement and marked **SL-7 Series**
22. Once again, a detailed review of all the documentation referred to above will reveal the following:
 - a. All the disbursements made by Pillpoint were in furtherance of Pillpoint's normal business activities.
 - b. Not even one of those disbursements was made to the accused in his personal capacity or in any manner that was to secure any kind of benefit to him either directly or indirectly.

c. All the disbursements were documented by Pillpoint in a manner consistent with proper bookkeeping practices.

23. From the revelations above, and as far as I am concerned, the transfer of GHS 6,000,000.00 to DYI was part of the routine transfers made by TBG to DYI whenever DYI needed funds to carry out its business operations. Thus, as happened with all previous transactions, this particular transaction was also fully documented including how the funds were utilised.

24. Therefore, based on my knowledge of and understanding of the transaction involving DYI, based on which the accused is being charged with stealing, the following issues can be established without controversy.

- a. DYI received funds for its operations which funds were received following a request made to TBG, the parent company.
- b. TBG upon approval of DYI's request caused the funds to be issued by FASL to DYI.
- c. The funds were utilised for the normal business operations of DYI.
- d. DYI did not disburse any funds to the accused nor did DYI disburse any funds to anyone which resulted in a benefit to the accused.
- e. In the records of DYI there's a liability to TBG for that amount as received.
- f. How the settlement was to be made would be at the direction of TBG. DYI could pay TBG directly or be caused to pay FASL directly. The effect is the same, within their finance management framework.

III. FURTHER DETAILS OF DYI AND ITS BUSINESSES

E. DYI, The BEIGE Group and Projects undertaken

25. DYI was a subsidiary of TBG established as an investment firm with the specific purpose of investing in healthcare-related business and commerce. I was the first

CFO of the organisation. We subsequently engaged Josephine Gyawu a specialist in pharmaceuticals to provide technical direction for our operations.

26. The staffing structure of DYI included the Managing Director in the person of Michael Adjei, myself and a few supporting staff. DYI was a start-up business and we had to spend considerable time developing in-house procedures that would assist us in managing our investee businesses [the pharmacies and health centres]. We also had to establish procedures that would provide guidance and direction to our investee businesses as we nurtured them to grow organically.
27. To execute the corporate goals of DYI, we developed a strategy where we would invest in a chain of pharmacies and health centres. Our goal in the long term, was that these pharmaceutical and health centre outlets would enter into agency banking relationships with the bank.
28. Through these agency banking partnerships, some of these outlets would serve as outlets where the bank would have teller implants that offer limited banking services to the public clients as well as provide customer acquisition opportunities to the bank. Examples of such bank teller implant services can be found at major health facilities in the country including the 37 Military Hospital and the Korle-bu Teaching Hospital.
29. The benefit to a bank of having a teller implant in any facility is that all inflows that are generated at that service point are instantly deposited in the entity's account held with the bank. The entity also avoids the risk of having to carry funds to the bank on a daily basis.
30. During the time of my employment, we executed this goal with a fair degree of success. We acquired a lot of pharmacies across the country. Our pharmacies were rebranded to bear the name Pill Point Pharmacy. We also acquired a health facility named Medi-Clinic sometime in 2018.

F. Events following the Receivership

31. Following the receivership of the bank, the bank accounts of DYI were frozen by the receiver of the bank. This action significantly affected our operations. Several attempts to get this resolved were not successful. Eventually, we had to downsize our operations significantly as we were no longer receiving working capital from TBG.

32. I recall that those were very difficult times for us as we could not pay salaries and other operational overheads. Eventually, TBG directed that the office of DYI be closed down. This happened in October 2018 and I officially resigned from DYI on 31st December 2018.

IV. CONCLUSION.

33. Based on the documents I have attached and marked **SL 3** and **SL 4**, there is no doubt that the funds transferred to DYI were used by the company itself. The bank statement clearly shows how the funds were used, their purposes, and the payees. Notably, there are no payments made to the accused person. Therefore, as far as I know, the accused did not benefit from any of the transactions.


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SYLVIA LAWSON.

STATEMENT OF TRUTH.

I, **SYLVIA LAWSON** do hereby verify the contents of my present statement as true to the best of my knowledge and honest belief.


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SYLVIA LAWSON.

DATED AT SORY @ LAW, ACCRA THIS 20TH DAY OF MAY 2024.

THE REGISTRAR,
HIGH COURT,
ACCRA.

AND FOR SERVICE ON THE ATTORNEY-GENERAL, ATTORNEY GENERAL'S
DEPARTMENT, MINISTRIES, ACCRA.