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# Dentons Mauritius

## Compliance Services





# Introducing Dentons

## Why choose Dentons?

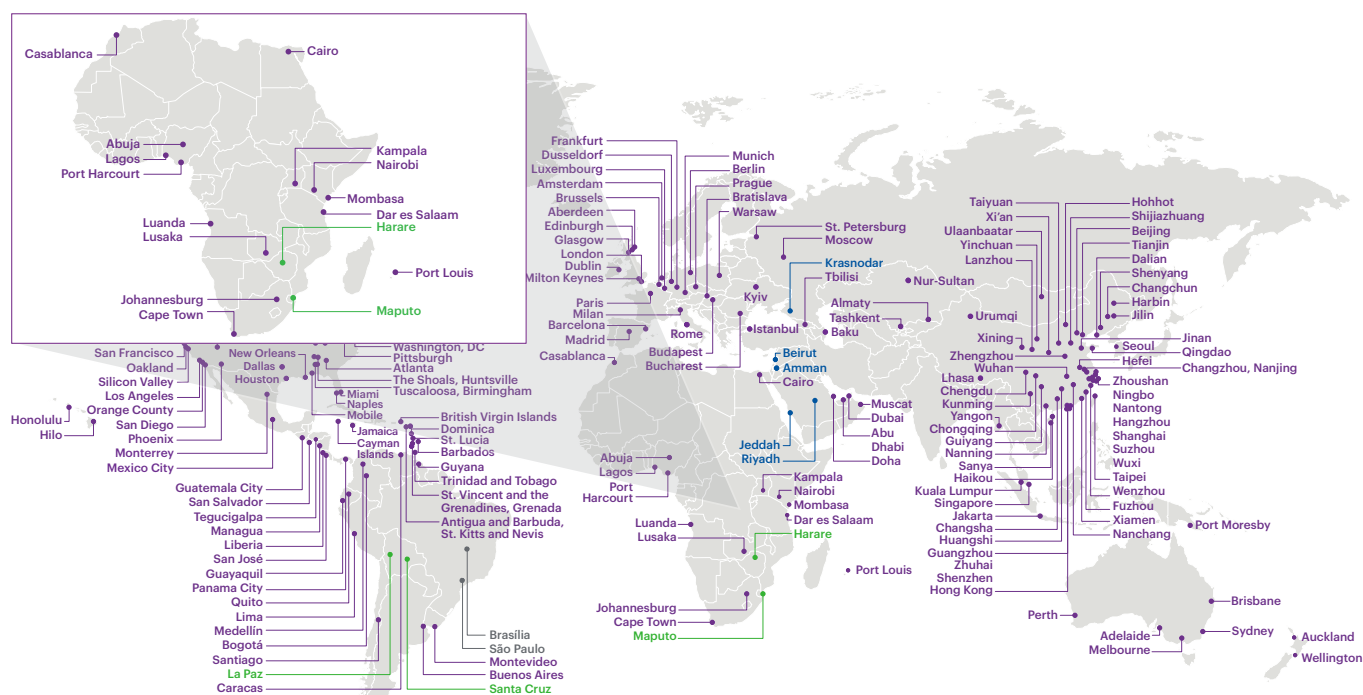
- **We are polycentric.** Dentons has no headquarters and no dominant national culture. We proudly offer clients talent from diverse backgrounds and countries, with deep experience in every legal tradition in the world.
- **We offer effective business solutions.** Rather than focus on theoretical legal analysis, we provide specific, dynamic advice that gets a deal done or a dispute resolved.
- **We measure our success by the service we provide.** Regardless of the scale and scope of your business needs, you get the individual attention you need and deserve. Whether the matter is big or small, if it is important to you, then it is important to us.





# Key figures

- Dentons is the largest law firm in the world.
- Our clients benefit from the expertise of more than 10,000 lawyers and professionals.
- Dentons has more than 190 locations spanning 77 plus countries.
- 12 of these countries are in Africa.
- We are the first major international law firm to develop a presence in the Indian Ocean.



Locations in purple represent Dentons offices.  
 Locations in blue represent associate firms, offices and special alliances.  
 Locations in green represent approved combinations that have not yet been formalized.  
 Locations in gray represent Brazil Strategic Alliance.

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# Dentons Mauritius

Dentons Mauritius prides itself on its multi-disciplinary team of lawyers with qualifications from the UK, South Africa, Australia, France, the US and Mauritius. The team is supported by highly experienced litigators, transactional lawyers and paralegals, and is equipped to help you in a wide range of areas, in both English and French.

Our Mauritius team has the capability to assist you in the key practice areas below, across a range of sectors:

- Aviation
- Banking
- Capital Markets & Securities
- Company & Commercial Law
- Construction
- Corporate Finance
- Cross-border Transactions & Litigation
- Employment & Labour Law
- Environmental Law
- Family Law
- Family Office Structures & Governance Matters
- Funds & Other Collective Investment Schemes
- Hospitality
- Information & Communication Technologies
- Insolvency & Restructuring
- Insurance
- Intellectual Property
- International Law & International Trade Law
- Litigation & Alternative Dispute Resolution
- Mergers & Acquisitions
- Mining, Resources & Energy
- Private Equity
- Project Finance, Infrastructure Development & PPP
- Real Estate
- Shipping & Maritime Law
- Tax
- Trusts, Estates & Wealth Preservation
- Corporate Governance & White Collar Crime





# Introducing Mauritius

Most countries now have competition regimes and anti-bribery, anti-money laundering and corruption laws. Infringement of these laws exposes companies to risks ranging from substantial fines to criminal sanctions.

Embedding a compliance culture in your company – with processes in place for training, monitoring, testing and updating staff – is essential to help manage the risks.

Dentons can assist your organisation in effective way to reduce risks, such as the following:

- Large fines
- Disgorgement of profits
- Disqualification of directors
- Unenforceable agreements
- Public and private law suits
- Seizure of individuals' assets
- Damage to reputation
- Criminal sanctions (including imprisonment)
- Significant drain on management time and financial resources

## 1. Independent Compliance Audit

As required under section 22(d) of the Financial Intelligence and Anti-Money Laundering Regulations 2018, the Independent Compliance Audit (ICA) is an independent assurance function designed to evaluate and improve an organisation's corporate governance, operations, risk management and internal control and to ensure compliance to rules, procedures and regulations.

The focus is on the independence of the ongoing assessments of the effectiveness and comprehensiveness of the Licensees' Governance, Risk and Compliance (GRC) framework and programme. It is, therefore, crucial that your organisation demonstrates in relation to your GRC framework and programme that you have:

- undertaken independent assessments;
- identified any gaps and deficiencies; and
- followed up on and addressed any recommended action.

We have a dedicated team of experienced team members to help you with:

- review and assessment of your GRC framework and programme; and
- review and assessment of manuals, policies, procedures, controls, records, reports, relevant documents and framework in light of applicable laws, codes and guidelines.

The review and assessments will cover all aspects of compliance, including corporate governance, internal control, risk management (including management of risk categorisation), AML/CFT, conflicts of interest, complaints handling and data protection.

Following the exercise, a full report and list of recommendations will be submitted to our client's governing body.

## 2. Data protection compliance and gap analysis

A Data Protection Impact Assessment (DPIA) is necessary when data processing is likely to result in high risks to individuals. Businesses must implement appropriate technical and organisational measures in a bid to integrate data protection into their processing activities.

Dentons has a dedicated team that can assist you in assessing compliance with the Mauritius Data Protection Act 2017 (MDPA), analysing your organisation's policies, contract and privacy notices in place; performing a high-level assessment and identifying gaps; determining the level of risk and priority for each gap identified; and assisting you in developing a risk response plan to address the gaps.

In so doing, we can assist you with:

- drafting a gap analysis report;
- conducting a data protection audit (we have performed a few such audits, the latest one being an audit for one of the leading transport service providers and its subsidiaries in Mauritius which provide GPS tracking and fleet management services);
- drafting data protection policies/manuals, privacy statements and agreements;
- demonstrating to interested external stakeholders, such as customers, business partners, suppliers, employees, regulatory authorities and the general public, that you are providing effective enterprise risk management through a focus on legislative compliance with the MDPA;
- minimising the risk of loss of reputation and loss of customer confidence through not completing this project;
- implementing appropriate risk responses in line with your risk appetite and tolerance; and
- completing the project in a cost-effective way given the level of knowledge, skills and experience available within the company.

### **3. Compliance with Code of Corporate Governance 2016 (Code) and regulatory framework**

Whatever the nature of your business, we can provide it with a health check and carry out a gap analysis with respect to the Code and other applicable laws and regulations.

Our expertise consists of:

- setting up corporate governance frameworks;
- drafting corporate governance manuals;
- drafting a gap analysis report following a review of all constitutive documents, charters, policies and manuals of the company;
- corporate governance training; and
- drafting annual reports.

### **4. Legal audits**

Whatever the nature of your business, we can provide it with a health check and carry out a legal audit, ensuring compliance with respect to applicable laws and regulations.

Our audit will, *inter alia*, consist of the following:

#### ***Company and board level***

- Review of policies and manuals as recommended by the Code (e.g. constitution, board charter, director induction policy, whistleblowing policy, board evaluation survey results etc.).
- Review of policies in place to prevent workplace discrimination, harassment and other forms of discrimination or harassment.
- Complaints procedure and complaints handling.
- Review of the legal and compliance aspect of communication with the press and other third party regulatory and non-regulatory bodies.
- Review of policies in place regarding dispute management (the process for litigation matters and out of court dispute management).
- Review of any other agreements/documents in place.

#### ***Regulatory level***

- Ensuring compliance with all applicable legislation.
- Legal review of relevant regulatory filings with the Registrar of Companies, and any other applicable regulatory body such as the Financial Services Commission, Financial Reporting Council and Stock Exchange of Mauritius.
- Review of the management of all intellectual property (trademark, patent etc.) of the company.
- Review of all licences and permits.
- Review of what the company has in place to comply with government regulations and industry standards.

#### ***Data protection laws***

- Ensuring compliance with the Data Protection Act 2017 and GDPR (if applicable).
- Review of data protection manuals/handbooks/policies, including all IT policy manuals (data records management, records management policy, data retention policy etc.).

#### ***Employment and health and safety laws***

- Review of occupational health and safety standards, manuals and protocols.
- Review of employment documentation for employees, such as employee manual/handbook (code of conduct and ethics policy, leave policy etc.).
- Review of samples of employment agreements in place.

#### ***Other agreements***

- Review of service level agreements, and any other such agreements in place.
- Review of any outsourcing arrangements in place.



## 5. Environmental, Social and Governance compliance

Environmental, Social and Governance (ESG) compliance has become an increasingly complex and challenging regulatory environment for companies to navigate. Complying with ESG requirements has become a global phenomenon with more organisations adopting this approach to combat climate change, avoid ESG risks such as scarcity of natural resources, human rights abuses in the supply chain, workplace discrimination, accounting fraud, data breaches and more – all of which can have a material impact on the company's long-term financial performance.

Dentons can assist you in complying with ESG by:

- advising on ESG policies and procedures;
- introducing the ESG agenda to boards and teams;
- providing an overview of the data/information you need to review;
- introducing you to the legal risk exposure you need to manage;
- examining your stakeholder groups and their needs and expectations;
- providing an overview of the key standards, frameworks and industry approaches for your sector;
- providing an overview of the key legal issues you need to examine from a regulatory perspective;
- advising on an approach that considers ESG factors when making investment decisions; and
- implementing health and safety, environmental and human rights practices to ensure compliance.

## 6. Training

In order to keep staff abreast of developments, we provide the following training at different levels:

- Compliance
- AML/CFT
- Data protection
- Corporate governance
- Global business

# Our capabilities

Our compliance team has vast experience assisting clients with preparing AML manuals and policies; data protection policy/manuals, privacy statements and agreements, employee handbook, compliance manual, corporate governance manual, disciplinary code, etc.

Some of our work highlights include:

Acting as outsourced compliance officer for a management company, licensed by the Financial Services Commission. The Firm also assisted in setting up the compliance and corporate governance framework, drafting of compliance manual, operations manual, corporate governance manual, attending to on-going compliance queries, conducting file reviews, setting up of risk profiling of clients and drafting of PEP policy.

Reviewing compliance manual of an international private bank and conflict of interest Policy; PEP and risk rating framework and devising templates, setting up of the whistle blowing procedure, devising a procedure for related party transactions, drafting the Code of Ethics and compliance report outlining the shortcomings found during the audit and propose recommendations and include workable timelines.

Conducting independent compliance audit on management company client files. Our mandate also consisted of liaising with the regulator by drafting and replying to on-going compliance queries.

Drafting tailor-made self-certification forms and declarations for licensees of Financial Services Commission and Bank of Mauritius for banks and companies in the global business sector in Mauritius.

Assisting clients such as various management companies to file complaints to the regulator for alleged breaches committed by licensees of the Financial Services Commission.

Reviewing compliance manuals for a diversified financial services provider and the second largest company listed on the Stock Exchange of Mauritius, and issuing certificate to the Bank of Mauritius to ascertain that their banking system complies with the Data Protection Act (DPA) and the Anti Money Laundering laws.

Conducting legal audit for a company listed on the Stock Exchange of Mauritius and all its subsidiaries.

Ensuring compliance with the DPA and/or conducting a gap analysis in respect of compliance with the DPA for multinational and global clients.

Assisting multinational and global clients in setting up their corporate governance framework, drafting their corporate governance manuals, gap analysis report following a review of all the constitutive documents, charters, policies, manuals of the company. The Firm also conducted a training on corporate governance to the clients.

Conducting comprehensive compliance audit in relation with AML/CFT laws, Code of Corporate Governance and Data Protection Act for Mauritian entities.

# Contacts



**Sivakumaren (Robin) Mardemootoo**

Managing Partner

Mauritius

D +230 212 1150

[sivakumaren.mardemootoo@dentons.com](mailto:sivakumaren.mardemootoo@dentons.com)



**Priscilla Balgobin-Bhoyrul**

Senior Partner

Mauritius

D +230 208 3363

[priscilla.balgobinbhoyrul@dentons.com](mailto:priscilla.balgobinbhoyrul@dentons.com)



## ABOUT DENTONS

Dentons is the world's largest law firm, connecting top-tier talent to the world's challenges and opportunities with 20,000 professionals including 12,000 lawyers, in more than 200 locations, in more than 80 countries. Dentons' polycentric and purpose-driven approach, commitment to inclusion and diversity, and award-winning client service challenge the status quo to advance client interests.

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