



WEEKLY NEWSLETTER

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“WHAT IS WORTH DOING IS WORTH DOING WELL.”
Philip Stanhope

EDITION 33

RETHINKING SECURITY PERFECTION IN GHANA:

DOCTRINAL INCOHERENCE,
TRANSACTION COSTS AND
THE CASE FOR REFORM

- By Esmeralda Akorfa Afenyo



EDITORIAL INSIGHTS: A GLIMPSE INSIDE

WHEN EXCELLENCE BECOMES A RESPONSIBILITY

What is worth doing is worth doing well. Philip Stanhope's words appear almost modestly in this edition, yet they carry the full weight of what follows. They frame a conversation not only about law and policy, but about responsibility in moments when systems are stretched, tested, and exposed.

This edition of The Happy Warrior Weekly is an examination of how institutions behave under pressure. It asks a quiet but demanding question. When the structures we rely on begin to strain, do we retreat into formality, or do we rise to the discipline of excellence?

Nowhere is this tension more evident than in Ghana's security perfection regime. The analysis presented in this issue reveals a framework that is legally robust yet operationally burdensome. Multiple registries, upfront stamp duty obligations, and overlapping statutory mandates create friction where certainty was intended. The result is not merely inconvenience. It is exclusion. For small businesses and undercapitalised borrowers, transaction costs become barriers. For the wider economy, informality becomes an unintended refuge. In such circumstances, reform is not a technical indulgence. It is an ethical and economic necessity.

The question of coherence extends beyond finance. Professional conduct within the legal profession is shown here as a matter of daily discipline rather than dramatic failure. Ethical breaches rarely announce themselves loudly. They emerge through delayed responses, blurred boundaries, and casual assumptions that competence alone is sufficient.

This edition reminds us that integrity is sustained through restraint, supervision, and an awareness of limits. Excellence is not accidental. It is practiced.

The courts also feature prominently as arbiters not only of disputes but of institutional clarity. The Supreme Court's insistence on finality at the interlocutory stage reinforces a difficult truth. Legal certainty sometimes demands closure even where dissatisfaction remains. Similarly, the Haliburton decision draws attention to the importance of precision in legal relationships. Rights do not exist in abstraction. They are shaped by language, process, and the choices parties make long before disputes arise.

Beyond the courtroom, national developments tell a familiar story of ambition constrained by structure. Infrastructure projects pause under compensation disputes. Fiscal reforms test the balance between revenue and investment. Trade related illicit financial flows expose vulnerabilities that law alone cannot repair. In each case, the challenge is not a lack of rules, but the quality of their design and execution.

Yet this edition does not dwell only on institutional strain. It also returns us to first principles. Reflections on faith, meaningful work, and focus remind us that systems exist for people, not the other way around. Productivity is not busyness. Planning is not purpose. And success, whether personal or collective, is built by attending carefully to what truly matters.

Taken together, these pages make a simple but demanding argument. Half measures are costly. Incoherence erodes trust. Professionalism must be renewed daily. If something is important enough to command our time, our authority, or our resources, then it is important enough to be done with care.

Excellence, in this sense, is no longer an aspiration. It is a responsibility.



RETHINKING SECURITY PERFECTION IN GHANA: DOCTRINAL INCOHERENCE, TRANSACTION COSTS AND THE CASE FOR REFORM

By Esmeralda Akorfa Afenyo



Ghana's security perfection regime is shaped chiefly by four (4) main statutes; the Companies Act, 2019 (Act 992), the Borrowers and Lenders Act, 2020 (Act 1052), the Lands Act, 2020 (Act 1036) and the Stamp Duty Act, 2005 (Act 689). These laws highlight two essential requirements for the creation and perfection of security. These are stamping of the security documents, and registration of the particulars of the security with the Companies Registry, the Collateral Registry and/or the Lands Commission. This article explores the conflicting registration requirements and posits that the requirement of stamping functions as a disincentive towards formal lending.

The Current Legal Framework

To perfect security in Ghana, the transaction documents must be stamped and particulars of the security created must be registered with various registries. These requirements are detailed below.

Stamping

The law requires that all documents relating to a matter or thing done or to be done in Ghana, or relating to any property situated in Ghana must be stamped in accordance with the Stamp Duty Act, 2005.[1] Specifically, the law requires that any writing evidencing a mortgage, bond, debenture, covenant, guarantee or lien must be

stamped to render them admissible in evidence in civil proceedings or available for any purpose in Ghana.[2] The rates of stamp duty prescribed by law for loan documentation are as follows:

- a. Facility Agreements: A nominal fee of GHS 70
- b. Primary Security Documents: 0.5% of the secured amount
- c. Secondary Security Documents: 0.25% of the secured amount

Where more than one security is provided to secure a loan, the parties are at liberty to which security document should be designated as primary or secondary security for the purpose of calculating stamp duty.



Third, stamping is a precondition to registration of particulars of security with the Companies Registry[6] and the Lands Commission. This means that unstamped documents cannot be presented for registration at the Lands Commission and the Companies Registry, thus affecting the effectiveness and priority of the security interests created therein. It is worth noting that, although stamping is not a prerequisite to registration at the Collateral Registry, lenders are prohibited from enforcing security interests registered at the Collateral Registry, unless the relevant documents are stamped in accordance with the Stamp Duty Act, 2005 (Act 689).[7]

Failure to stamp documents results in three (3) main consequences.

First, documents which are not stamped in accordance with the law cannot be tendered in evidence in civil proceedings or available for any other purpose until they are stamped.[3] Accordingly, the Supreme Court in the case of *Lizori Limited v Mrs. Evelyn Boye*[4], in response to the question of whether an unstamped document could be admitted in evidence subject to subsequent stamping and payment of penalty for late stamping stated that;

“either the document has been stamped and appropriate duty paid in accordance with the law in force at the time it was executed or it should not be admitted in evidence. There is no discretion to admit it in the first place and ask the party to pay the duty and penalty after judgment”.

Second, a party who fails to properly stamp documents which are required to be stamped under law would be liable on summary conviction to a fine of not less than GHS 1200 and not more than GHS 3,000.[5]



Registration with the Companies Registry, Collateral Registry and the Lands Commission

The particulars of any security created by a company over its property must be submitted to the Companies Registry for registration within forty-five (45) days from the date of creation of the security. Failure to register the security would render it void. [8]

Further, lenders are required to register their security with the Collateral Registry within twenty-eight (28) days after the date of creation of that security interest.[9] Lenders who fail to register their security interests at the Collateral Registry would be liable to pay to the Bank of Ghana an administrative penalty of GHS 120 for each day that the breach continues.[10]

In cases where land is used as security, further registration must be done at the Lands Commission.[11]



A Critique of the Current Legal Framework

Ghana's current legal framework as regards the creation and enforcement of security reveals certain key challenges.

First, stamp duty is in practice a transactional tax on credit and poses a significant challenge to undercapitalized borrowers who are typically required to make this payment prior to the disbursement of loans. This increases the cost of lending and discourages formal lending. It also creates a system where well-capitalized borrowers access credit with relative ease whereas small businesses and individuals resort to informal arrangements that escape oversight, thus increasing the risk of exploitation. Considering that enforcement of security is contingent on default which may never arise, the requirement to pay ad valorem stamp duty upfront appears disproportionate to the contingent benefit being secured. The inequities associated with the requirement to pay stamp duty in credit transactions prior to the registration of security thus becomes more glaring.





Second, the fragmented security registration framework is cumbersome. Each registry, except the Collateral Registry, requires the payment of administrative fees, and submission of hardcopy security documents. Registration at the Companies Registry and Lands Commission is notably slow because staff must manually enter and file security details. In contrast, registration at the Collateral Registry can be completed online within minutes. There is therefore the need to streamline the registration requirements to make the security registration process more efficient.

Third, the current laws contain conflicting provisions on the effect of non-registration of security. The Companies Act provides that security which is not registered at the Companies Registry is void.[12] On the other hand, the Borrowers and Lenders Act, 2020 provides that a security interest created and registered under the Act is effective against any third party.[13] The Borrowers and Lenders Act also provides that a security interest created under the Act shall, irrespective of the time of registration, have priority over any other security interest registered under any other enactment.[14]

There is therefore an apparent conflict between the Borrowers and Lenders Act and the Companies Act. This raises concerns about the validity of security interests registered solely with the Collateral Registry or solely with the Companies Registry.

Although the rules of statutory interpretation may be invoked to address this conflict, the provisions of the Borrowers and Lenders Act itself complicates this approach.

For instance, applying the *generalalia specialibus non derogant* rule, the Borrowers and Lenders Act, being a specific statute governing secured transactions, would generally prevail over the Companies Act, which regulates security within a broader corporate governance framework.

Similarly, under the *lex posterior derogat priori* principle (the latter in time principle), the Borrowers and Lenders Act, enacted after the Companies Act, would prevail in the event of conflict between the two statutes.

Notably, the Borrowers and Lenders Act itself attempts, albeit unsuccessfully, to resolve statutory conflicts. Section 86 of the Act provides that in the event of a conflict between the provisions of the Borrowers and Lenders Act and any other enactment, the provisions of the Borrowers and Lenders Act prevails.[15] However, section 17 of the Borrowers and Lenders Act simultaneously provides that registration of security with the Collateral Registry does not dispense with any other registration requirement under the applicable laws.[16]

Thus, while section 86 attempts to address conflicts between the Borrowers and Lenders Act and other enactments, section 17 inadvertently deepens the doctrinal conflict which section 86 of the Borrowers and Lenders Act sought to cure.



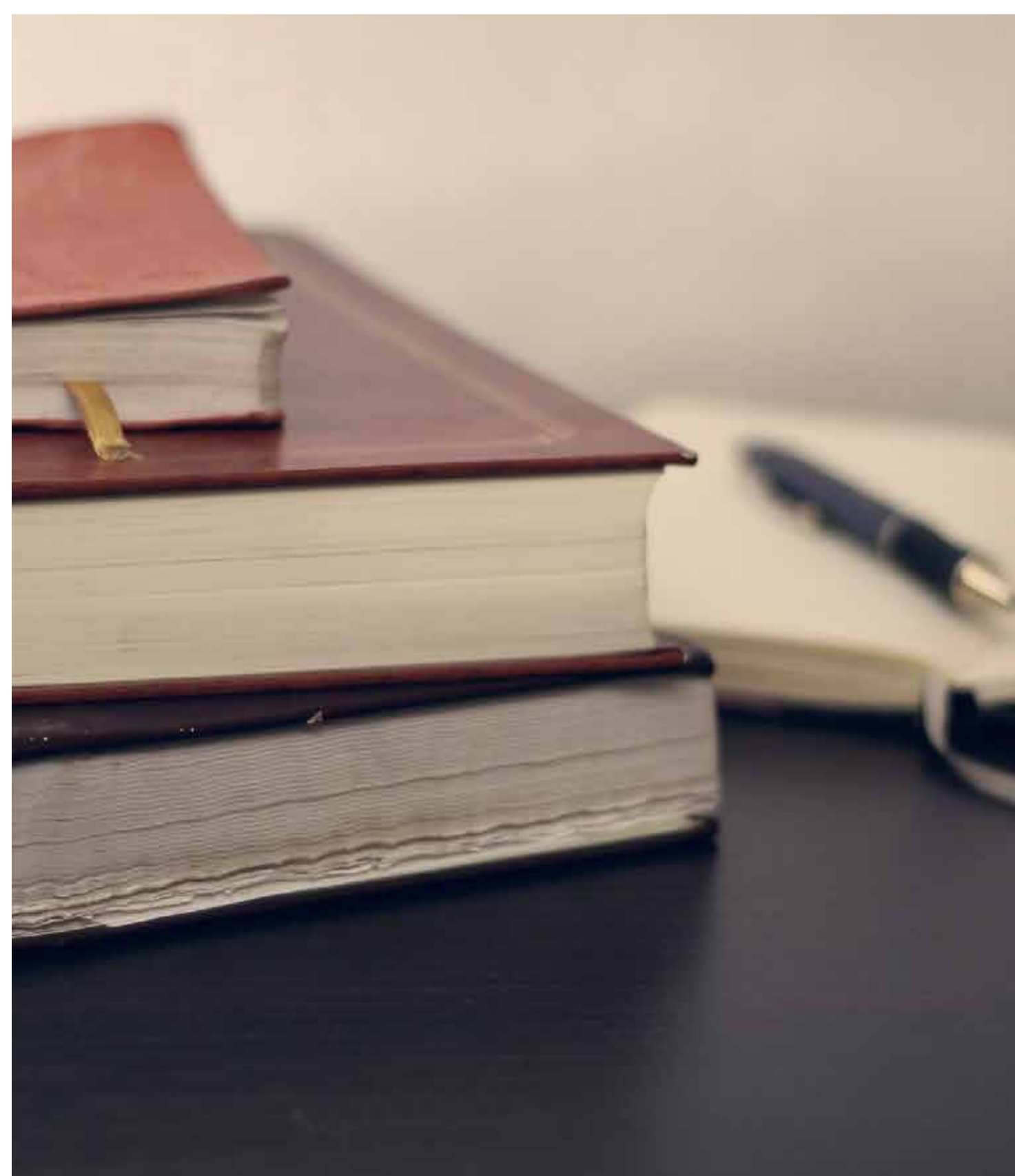
Proposals for Reform

This article proposes two (2) key reforms to address the current inequities in Ghana's security perfection regime.

First, administrative reforms are required to streamline the cumbersome registration process. Registration at the Collateral Registry is procedurally simpler and more efficient because it is done online, and does not require prior stamping. This article therefore proposes that instead of the current fragmented registration

regime, the Collateral Registry should serve as the sole registry for all security interests. Implementing this would require amendments to the Companies Act and the Lands Act to remove the requirement for separate registration with these registries. From an environmental perspective, this would also eliminate the need to print and submit multiple copies of transaction documents to the Companies Registry and the Lands Commission. This proposal also aligns with the functional registration system advocated under the UNCITRAL Model Law on Secured Transactions, which discourages fragmented, asset-specific registries in favour of a single, centralized electronic notice registry.

Second, consistent with the approach adopted in the Borrowers and Lenders Act, 2020, stamping should not be a pre-condition to the registration of security. Admittedly, this would reduce a source of revenue (tax) due to the State. However, balancing the utility of paying taxes (stamp duty) to the State against facilitating broader access to finance, it would be more equitable for stamp duty to be preconditioned on enforcement of security rather than registration of security.





Ghana's Stamp Duty Act already accommodates this approach in part. The Act provides that where an instrument chargeable with stamp duty is produced as evidence in a civil matter, or before an arbitral tribunal, the judge or arbitrator shall take notice of an omission or insufficiency of the stamp on the instrument. If the instrument is one which may be legally stamped after its execution, it may, on payment of the amount of the unpaid duty to the registrar of the court or to the arbitrator or referee, and the penalty payable on stamping that instrument, be received in evidence subject to just exceptions on other grounds.[17]

Admittedly, deferring payment of stamp duty to the point of enforcement practically shifts the payment obligation to the lender because borrowers are unlikely to voluntarily pay stamp duty at the point of enforcement. To curb this, this article proposes two solutions. First, the lender may recover any stamp duty paid as part of the secured debts owed by the borrower provided the loan agreement expressly includes a clause to this effect. Alternatively, the parties could place funds into an escrow account, to be used exclusively for stamp duty if and when enforcement becomes necessary. Both mechanisms ensure compliance with the Stamp Duty Act while mitigating the financial burden on lenders and preserving the incentive for borrowers to meet their obligations.

Conclusion

In conclusion, the proposals made in this article seek to address the inequities and inefficiencies in Ghana's security perfection regime. Centralizing registration with the Collateral Registry, deferring stamp duty to the point of enforcement, and harmonizing statutory provisions will simplify compliance, reduce transaction costs, and improve legal certainty. The adoption of these proposals is therefore both necessary and prudent to ensure the alignment of Ghana's existing security perfection regime with international best practices while promoting equitable access to credit.

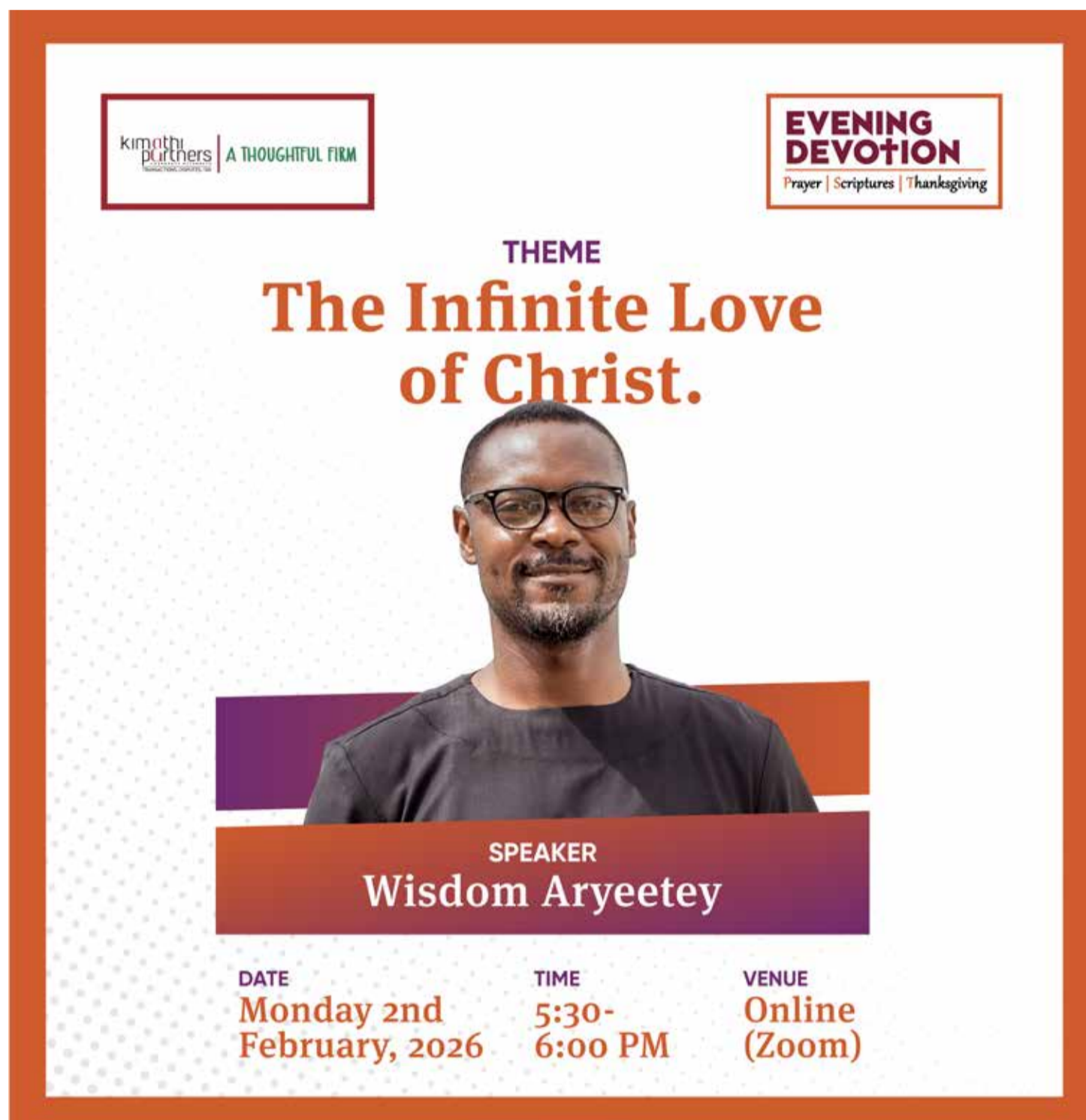
- [1] Section 32(6) of the Stamp Duty Act, 2005 (Act 689)
- [2] Section 25 of the Stamp Duty Act, 2005 (Act 689)
- [3] Section 32(6) of the Stamp Duty Act, 2005 (Act 689)
- [4] (2013) JELR 68602 (SC). This position was reiterated in the relatively recent decision of the Supreme Court in *Nii Aflah II v. Benjamin K Boateng* (2023) JELR 110974 (SC).
- [5] Section 44 of the Stamp Duty Act, 2005 (Act 689)
- [6] Section 110 of the Companies Act, 2019 (Act 992)
- [7] Section 22(6) of the Borrower and Lenders Act, 2020 (Act 1056)
- [8] Section 110 of the Companies Act, 2019 (Act 992)
- [9] Section 22(1) of the Borrowers and Lenders Act, 2020 (Act 1056)
- [10] Section 22(2) of the Borrowers and Lenders Act, 2020 (Act 1056)
- [11] Section 124 of the Lands Act, 2020 (Act 1036)
- [12] Section 110 of the Companies Act, 2019 (Act 992)
- [13] Section 14(1) of the Borrowers and Lenders Act, 2020 (Act 1052)
- [14] Section 33 of the Borrowers and Lenders Act, 2020 (Act 1052)
- [15] Section 86 of the Borrowers and Lenders Act, 2020 (Act 1052)
- [16] Section 17(2) of the Borrowers and Lenders Act, 2020 (Act 1052)
- [17] Section 32(2) of the Stamp Duty Act, 2005 (Act 896)



THE INFINITE LOVE OF CHRIST

EVENING DEVOTION WITH WISDOM

Report by Abigail Dedo Kpabitey



The devotion began with an opening prayer led by Mr. Armah. This was followed by the ministration of the Word by Wisdom.

In his message, Wisdom noted that as we are in the month of love, the concept of love is often used loosely. However, the focus of the devotion was on true love: love that has no end or expiration. This, he emphasized, is the love of Christ.

1. Christ's Love Has No End

Reference was made to John 3:35, which highlights God's deep love for His Son and how all things have been placed in His hands. This serves as a reminder that Christ's love is limitless and enduring, and as believers, we stand firmly backed by this unfailing love.

2. Christ Demonstrated His Love Through Sacrifice

Drawing from John 15:13, Wisdom emphasized that there is no greater love than laying down one's life for another. Christ did not merely declare His love; He demonstrated it through sacrifice, enduring suffering and torment for our sake. Believers were encouraged to reflect on this example by making personal sacrifices, however small, that positively impact the lives of others, as a true expression of Christ-like love.

3. Christ Reaffirms His Love for Us

Romans 8:38–39 was cited to reaffirm that nothing can separate us from the love of Christ, provided we accept Him as our Lord and personal Savior, remain in Him, and return to Him when we stray. Christ's love is constant and ever-present, unlike the temporary love offered by the world. His love is eternal and should never be exchanged for fleeting alternatives.

In conclusion, as we observe the month of love, believers were reminded to be conscious of Christ's enduring love and, in turn, reflect it in their daily lives. This includes forgiving one another, showing kindness, and intentionally reaching out to others in love.

“ However, the focus of the devotion was on true love: love that has no end or expiration. This, he emphasized, is the love of Christ. ”



NATIONAL NEWS

Report by
Samuel Gyekye-Fosu

MINORITY PRESSES MAHAMA TO APPOINT SUBSTANTIVE DEFENCE AND ENVIRONMENT MINISTERS

The Minority in Parliament is urging President John Dramani Mahama to appoint substantive ministers for the Defence and Environment ministries, months after their ministers died in a helicopter crash. Minority Leader Alexander Afenyo-Markin raised the issue when Parliament resumed, arguing that acting appointments undermine efficiency and accountability. He criticized the current arrangement, where the Finance Minister and the Lands Minister are handling the portfolios in acting roles. The call follows last year's fatal helicopter crash that killed the two ministers and others, after which the ministries have remained without permanent leadership, despite an investigation report on the incident being released in November 2025.



ADJIRINGANOR: HOW A US\$ 2MILLION COMPENSATION CLAIM DISPUTE IS DELAYING THE CONSTRUCTION OF THE OVERPASS AT 'ASAMOAH GYAN'

The construction of the overpass at Adjiringanor in Accra has been suspended, leading to significant traffic congestion for motorists, especially near the Shell Filling Station, commonly known as Asamoah Gyan.

Potholes at the underpass are adding to the inconvenience.

The Minister of Roads, Governors Kwame Agbodza, last week in an interview on Accra-based Joy FM, revealed that the project is at a halt due to a dispute over a US\$2 million compensation claim by two land owners, whose properties have to be demolished either partially by touching a fence wall or completely.

He indicated that with one of the buildings, an uncompleted one, there was nothing on the land when the road project started, but the developer quickly put up the project and is now demanding compensation.

GHANA OFFERS LEVY CUT AS SWEETENER FOR HIGHER GOLD ROYALTY REGIME



Ghana's government is seeking to implement a new gold royalty regime that replaces the current flat rate with a sliding scale of 5% to 12% to capture more revenue as gold prices rise. Mining companies warn the move could discourage investment and are pushing for lower rates.

To ease opposition, Finance Minister Cassiel Ato Forson has instead proposed cutting the growth and sustainability levy from 3% to 1%, instead of removing it entirely as miners requested. The Chamber of Mines says miners would prefer a royalty range of 4% to 8%, with part of it supporting host community development, and want wider price bands to avoid frequent jumps to higher rates.

Unless Parliament amends it, the new royalty system will take effect within 21 days. While the finance minister has signaled openness to dialogue, miners are pressing for urgent engagement, warning that overly aggressive taxation could drive future investment away from Ghana.

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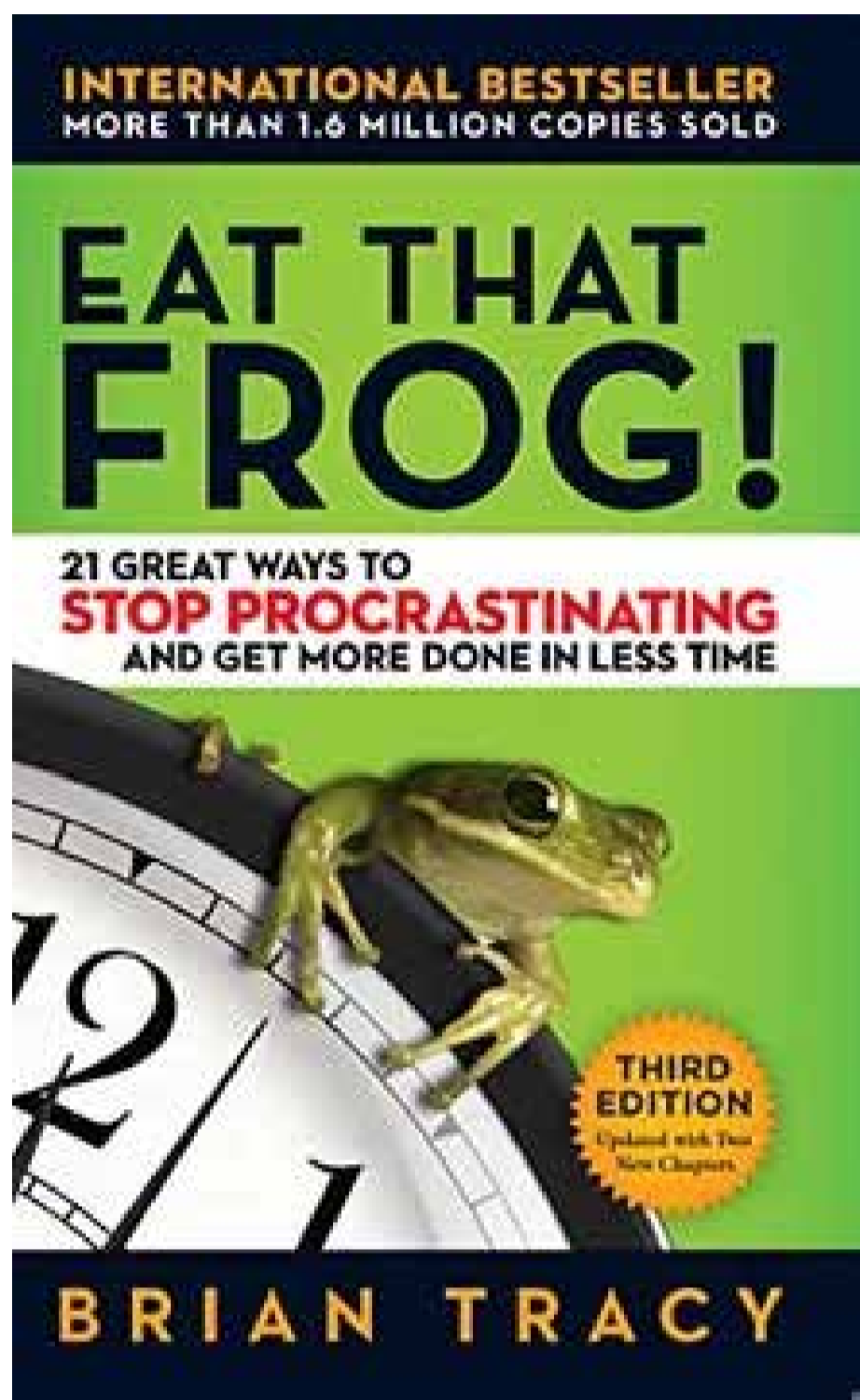


EAT THAT FROG!

21 GREAT WAYS TO STOP PROCRASTINATING AND GET MORE DONE IN LESS TIME

Author: Brian Tracy

Report by Naa Dedei Okaile Coleman



Brief summary of the book

In *Eat the Frog*, author Bryan Tracy proposes an approach to procrastination: completing the most important task at the start of the day to make everything else easier.

key insights

1. Eat the frog first

The “frog” is the most important and challenging task on which we are likely to procrastinate. Tracy argues that readers tackle this task first thing in the morning, before distractions creep in. Completing it early builds momentum and sets a productive tone for the rest of the day.

2. Focus on High-Value Activities

Tracy argues that not all tasks contribute equally to success. The Pareto Principle states that 20% of your efforts produce 80% of your results. It is therefore important to identify and focus on these high-impact tasks to ensure that time is spent where it truly matters.

3. Plan Everything in Advance

Planning is a powerful productivity tool. Writing down tasks and goals clarifies priorities and reduces decision fatigue. Tracy emphasizes that every minute spent planning can save hours of wasted effort later.

4. Focus on One Task at a Time

Multitasking reduces efficiency and increases the chance of errors. Tracy encourages readers to focus on one task at a time until it is complete. This improves concentration, speed, and the quality of work.

5. Develop Self-Discipline

Success depends on the ability to do what needs to be done, even when you do not feel like it. Motivation usually follows action, not the other way around. Building self-discipline through consistent effort leads to long-term productivity gains.

6. Eliminate Time Wasters

Many daily activities add little or no value to our goals. Tracy advises identifying distractions such as excessive meetings, emails, or social media and reducing them aggressively. Protecting our time allows us to focus on meaningful work.

Short note on why we should read it and what makes it special

A key takeaway from the book is that productivity is not about doing more, but about doing what is most important. Consistently tackling important tasks first and eliminating distractions can dramatically improve effectiveness.



LAWYERS, LIMITS... AND THE GENTLE REMINDER TO BEHAVE

Report by Divine Agborli

The poster is for a CLE session titled "Lawyers & Limits: Understanding Ethical Boundaries in Legal Practice". It features Kwasi Danso Amoah as the speaker and Marylove Opoku-Mensah Otoo as the moderator. The session is scheduled for Wednesday, 4th February, 2026, at 4pm GMT, and will be held online via Zoom/Microsoft Teams. Logos for Kimothi Partners and CLE/CPD Knowledge Series are present. A quote at the bottom reads: "Wisdom Is The Principal Thing PROVERBS 4:7" with a Ghanaian flag icon.

Last Wednesday, we officially launched our first CLE session for the year, and it was the perfect way to set the tone for 2026.

The session was led by Danso, who delivered an engaging and thoughtful presentation on legal ethics and the boundaries that define professional conduct. Marylove moderated with ease and clarity, keeping the discussion flowing smoothly and ensuring the session remained interactive, practical, and surprisingly enjoyable for a topic that can sometimes feel like a long lecture on what not to do.

At the heart of the discussion was a simple but powerful message: ethics is not an optional add-on to legal practice. It is the foundation. The session walked through the key legal and regulatory framework governing professional conduct in Ghana, including the Legal Profession Act, the Legal Profession (Professional Conduct and Etiquette) Rules, and the Ghana

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Bar Association Code of Ethics. And if anyone came into the session thinking ethics is mostly common sense, they left with the sobering realisation that the law has very specific expectations; many of which do not care whether you “meant well.”

One of the most striking takeaways was how easily professional misconduct can arise, not necessarily from dramatic wrongdoing, but from ordinary everyday lapses: delayed client communication, careless handling of confidential information, blurred lines in conflict situations, or even the occasional overconfident email sent too quickly. The session reminded us that the practice of law is as much about discipline and restraint as it is about intelligence and skill. Being competent is not enough; a lawyer must also be diligent, truthful, respectful, and consistently aware of the limits of their role.

Danso also emphasised the importance of understanding conflict of interest rules not just in theory, but in the real-life messy scenarios lawyers often find themselves in. The discussion highlighted how professional responsibility is tested most when the situation feels convenient: representing parties with overlapping interests, accepting instructions that create divided loyalty, or allowing external pressures to influence professional judgment. The lesson was clear: ethical breaches often start small, but they rarely stay small.

The session also touched on the seriousness of advocacy and courtroom conduct, reminding us that our duties to the court and to the administration of justice are non-negotiable. Misleading the court, misrepresenting facts, intimidating witnesses, or using improper tactics to gain advantage are not just “bad practice”; they are violations that strike at the credibility of the profession itself.

Perhaps the most sobering reminder was that accountability does not stop at individual behaviour. The discussion on supervision underscored the responsibility senior lawyers have in guiding juniors and ensuring that the conduct of those working under them meets professional standards. In other words, ethical practice is not only personal, it is institutional. It is part of the culture we create and the standards we enforce.

The session ended on a thoughtful note: being a lawyer is not simply a career path, but a privilege that carries weight. It is a role that demands excellence, yes, but also integrity and restraint. In a profession where reputation can take years to build and minutes to damage, ethical discipline remains one of the most valuable assets any lawyer can possess.

Overall, the session was an excellent start to the firm’s CLE calendar for the year. Many thanks to Danso for leading such a strong and practical discussion, and to Marylove for moderating so seamlessly. If the goal was to remind us of the importance of professionalism and perhaps quietly warn us against becoming the subject of a disciplinary committee meeting, it certainly succeeded.





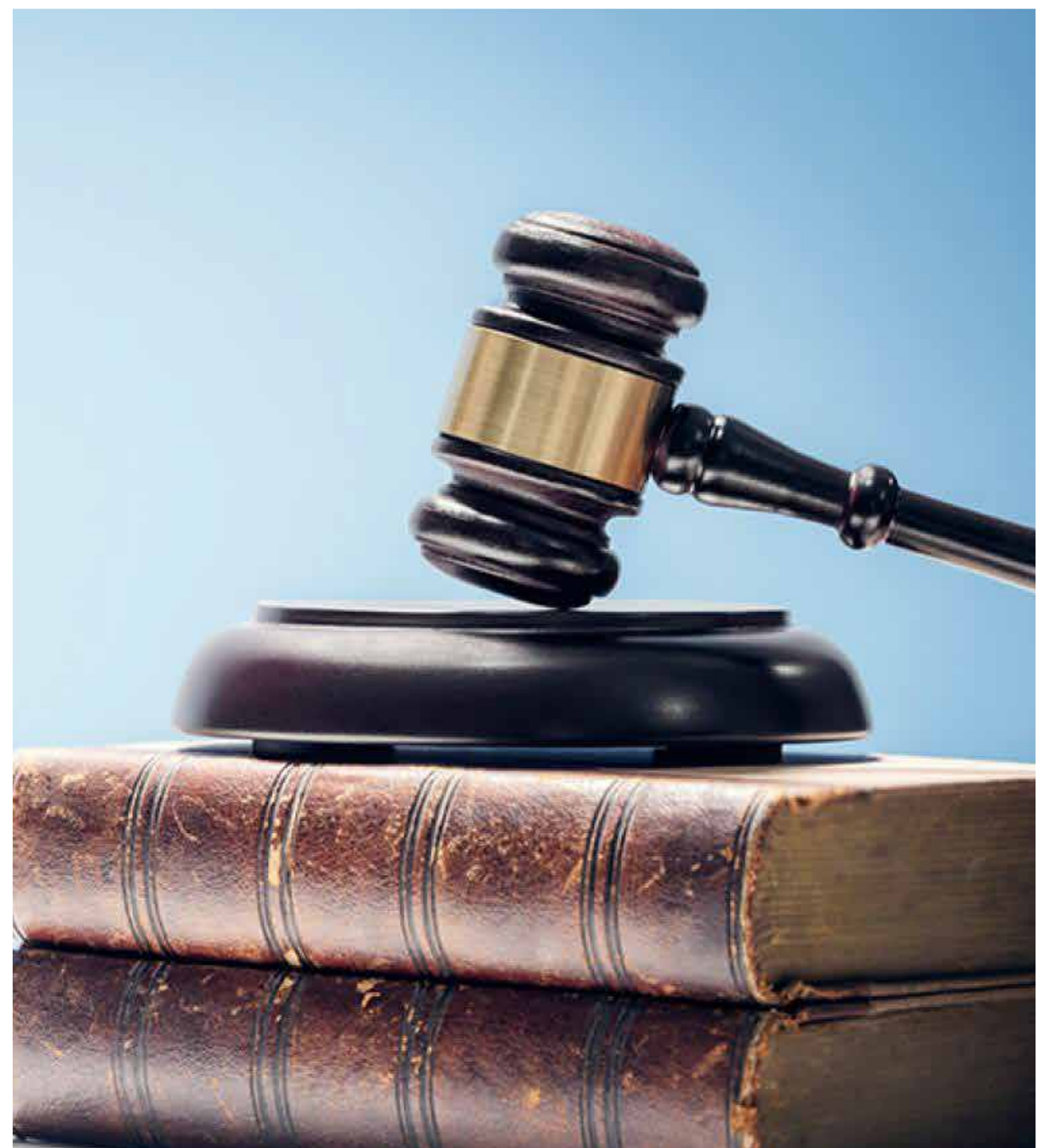
FINALITY AT THE INTERLOCUTORY STAGE: SUPREME COURT DRAWS A FIRM LINE ON REVIEW JURISDICTION

Report by Miriam Selinam Tsri



At this week's case conference, the team examined the Supreme Court's decision in *Numo Akwetey Awuley (Dec'd) v. Nene Kwaku Darpoh I*, a ruling that provides important clarification on the limits of the Court's review jurisdiction and the finality of interlocutory decisions.

The dispute originated from a protracted land conflict between the Numo Awuley Kwao Family and the Arden & Darpoh Family of Dawhenya. After the High Court ruled in favour of the Plaintiff in 2021 and the Court of Appeal dismissed the Defendant's appeal in January 2024, the Defendant attempted to pursue a further appeal at the Supreme Court. However, the appeal was struck out in January 2025 due to failure to file the Appellant's Statement of Case. Efforts to relist the appeal and extend time were unsuccessful, first before a single Justice and later before a three-member panel of the Supreme Court acting under Article 134(b) of the Constitution. The Defendant then sought to invoke the Court's review jurisdiction under Article 133, asking the full bench to reconsider the three-member panel's decision.



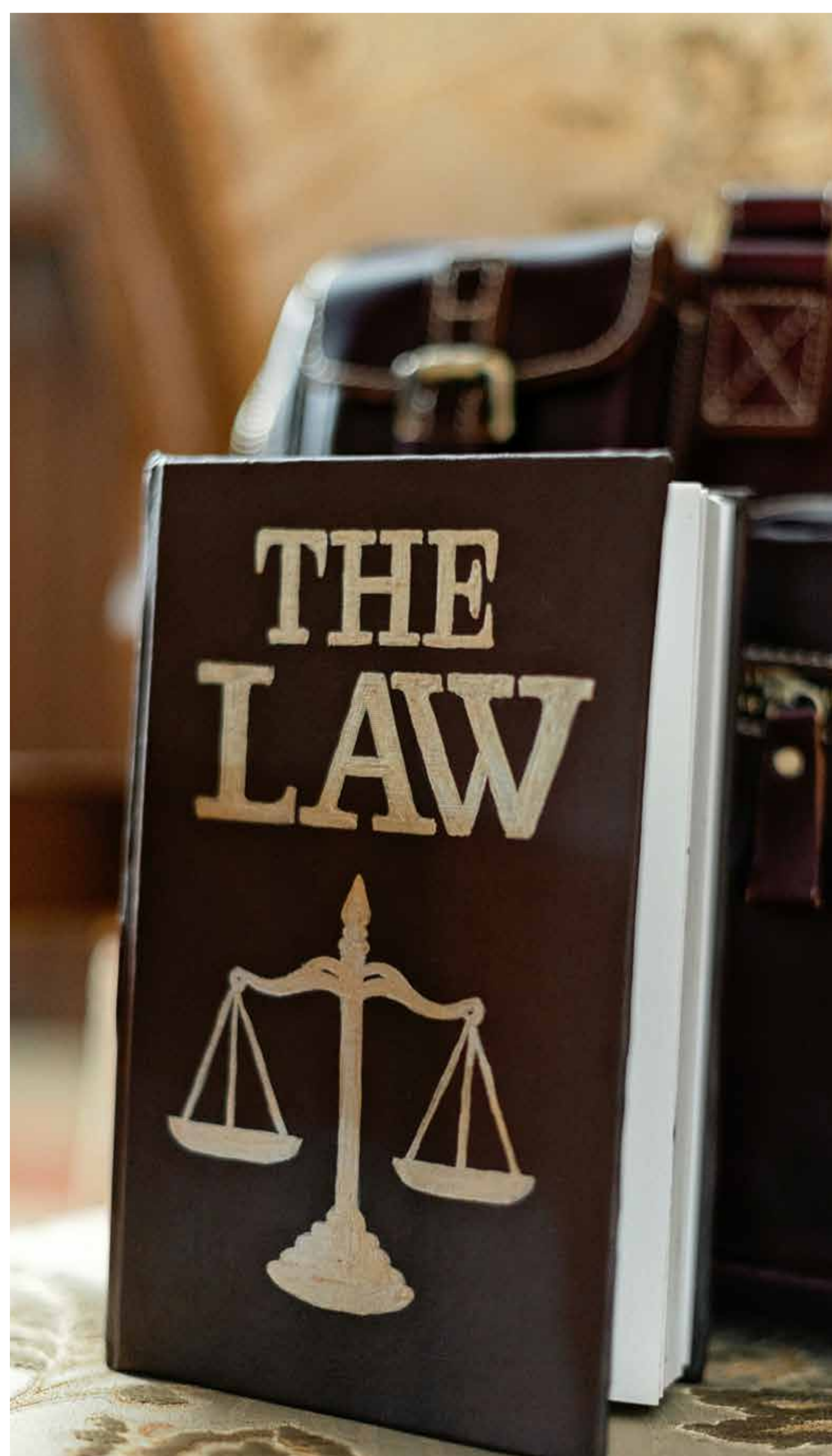
The central question before the Court was whether a decision made by a three-member panel under Article 134(b) could be reviewed under Article 133, or whether such decisions are final. In a decisive 6–1 majority, the Supreme Court held that it lacked jurisdiction to entertain the review. The Court reasoned that Article 134(b) establishes a special procedure for interlocutory matters, distinct from the general review jurisdiction under Article 133. According to the majority, permitting further review would create unnecessary layers of litigation, undermine judicial economy, and defeat the constitutional objective of resolving interlocutory issues swiftly and conclusively. The Court emphasised that finality is an essential attribute of Supreme Court decisions, even where errors are alleged.

The central question before the Court was whether a decision made by a three-member panel under Article 134(b) could be reviewed under Article 133, or whether such decisions are final.

Justice Ackaah-Boafo dissented, taking the view that Article 133(1), which permits review of “any decision” of the Supreme Court, should include decisions of a three-member panel. He found no express or implied ouster of the Court’s review jurisdiction in Article 134(b) and argued that denying review could leave litigants without a remedy in cases of error. In his view, concerns about opening the floodgates to litigation were overstated, given the strict requirements governing review applications.

The decision is significant for practitioners. It firmly establishes that rulings of a three-member panel under Article 134(b) are final and not subject to further review, reinforcing the principle of finality in interlocutory proceedings. The case also serves as a cautionary reminder of the consequences of procedural non-compliance in appellate litigation, particularly the strict requirement to file an Appellant’s Statement of Case within time.

This ruling will likely shape future litigation strategy before the Supreme Court, especially in applications seeking to reopen struck-out appeals or revisit interlocutory determinations.



SUPREME COURT RULES IN HALLIBURTON EMPLOYMENT TERMINATION CASE

Report by Newsletter Team

The Supreme Court has delivered a landmark ruling in the high-profile employment dispute between the General Transport, Petroleum & Chemical Workers' Union (GTPCWU) and Halliburton International Inc., Ghana Branch, involving the termination of Field Service Representative Margaret Jacqueline Adjimah. The case was presented by Tiwaa and moderated by John Jared.

Ms. Adjimah was let go on 4 May 2018, receiving one month's salary in lieu of notice. No explanation was provided. The GTPCWU sought details on the alleged misconduct and compliance with disciplinary procedures under the Collective Bargaining Agreement (CBA). Halliburton maintained that the termination was lawful under the Labour Act, the employment contract, and the CBA.

The case initially favored Ms. Adjimah. The National Labour Commission (NLC) ruled her dismissal unfair, awarding one year's salary, a decision upheld by the Court of Appeal, which added GHS 30,000 in costs.

However, the Supreme Court overturned these earlier rulings, siding with Halliburton. The Court clarified that:

- Employers may terminate employment by notice or payment in lieu without providing reasons under section 17 of the Labour Act.
- Disciplinary procedures in the CBA apply only to dismissals for misconduct, not to terminations without cause.
- The termination of Ms. Adjimah was lawful, with GHS 5,000 in costs awarded to Halliburton.

A dissenting opinion argued that collective agreements providing greater employee protections should override common law termination rights.

Why it matters:

The ruling reinforces two key lessons for HR professionals and management:

1. Purposive Interpretation: Context and intent matter more than literal wording when interpreting CBAs.
2. Termination vs. Dismissal: Legal requirements differ between dismissals for misconduct and terminations without cause.

For companies and unions alike, this decision underscores the importance of understanding employee contracts, collective agreements, and statutory rights when navigating employment disputes.



ANNOUNCEMENT

ADJUSTMENT OF FEES AND CHARGES BY THE OFFICE OF THE REGISTRAR OF COMPANIES

Report by Newsletter Team



The Office of the Registrar of Companies (ORC) wishes to inform the public, business operators, and all service users that fees and charges for services provided by the ORC will be revised, effective Monday, 2nd February 2026.

This adjustment applies across all ORC services, including company incorporation, business name registration, statutory filings, searches, and other regulatory services. The revision aims to ensure sustainable service delivery and enhance customer experience nationwide.

Comprehensive details of the revised fees will be available at all ORC offices and on the ORC official website before the effective date. Members of the public and service users are

advised to review the updated fees and make necessary arrangements for transactions on or after 2nd February 2026.

The ORC remains committed to transparency, efficiency, and the delivery of high-quality services.

For further inquiries or clarification, please contact the office via:

- Phone: 0302-666-081
- WhatsApp/Telegram: 059-952-5774
- Social Media: @ORC GHANA

ORC – A Trusted Partner for Business

Signed:

Mrs. Maamé Samma Peprah
Ag. Registrar of Companies

GHANA AND BEYOND

The Minister of Finance, Dr. Cassiel Ato Forson, says a US\$22.6 million financing facility from the World Bank under the West Africa Food System Resilience Project (FSRP) will provide a significant boost to Ghana's food security efforts while addressing entrenched structural weaknesses in the agricultural sector. Dr. Forson made the remarks on Friday, January 30, 2026, during a working visit to Golden Exotics Limited, a major domestic banana producer and exporter, as well as selected rice farms at Kpong and Asutsuare in the Eastern and Greater Accra regions.



Ghana is estimated to have lost about US\$54.1 billion to trade-related illicit financial flows (IFFs between 2013 and 2022), ranking it third among the ten African countries most affected, according to a new report by Global Financial Integrity (GFI). The report, titled Trade-Related Illicit Financial Flows in Africa, 2013–2022, points to deep-seated structural weaknesses in Ghana's international trade system, particularly in its dealings with global trading partners. Based on an analysis that compares countries' declared exports with what their partners record as imports, GFI estimates that nearly 28 per cent of Ghana's trade over the period may have been misinvoiced, mispriced or entirely unaccounted for. This suggests that close to US\$3 out of every US\$10 in Ghana's international trade flows may be linked to illicit practices.

The new Ghana Petroleum Funds report released by the Bank of Ghana (BoG) has revealed that the country earned less money from the sale of crude oil in the second half of 2025. In the semi-annual report, the data showed that oil lifting receipts between July and December 2025 dropped to US\$198.25 million, from US\$369.25 million in 2024. The report further revealed that total receipts from the 83rd and 84th liftings from the Jubilee field were US\$134.55 million compared to US\$144.20 million received in the second half of 2024 (81st and 82nd liftings).





THROWBACK PICTURES





FROM TO DO LISTS TO WHAT TRULY MATTERS



This year we are changing how we plan our days. Instead of long to do lists we are adopting a simple daily habit called Today's Most Important Work also known as MIW.

What is MIW

MIW means identifying the three to five tasks that matter most in your day. These are the tasks that truly make progress and add value.

A simple question to guide you is *If I only completed one thing today what would make the day successful?*

MIW is a personal way to organise your day and focus on impact rather than busyness.

The Simple Rules

1. Choose three to five MIWs only
2. Three MIW is best
3. Five MIWs is the maximum

Protect Your Focus

MIW works only when it is protected.

1. Block ninety to one hundred and twenty minutes early in the day
2. Avoid calls emails WhatsApp and interruptions
3. Treat this time as important and non negotiable

Important Reminder

MIW helps you focus but it does not replace our work systems.

The online planner must still be completed and updated daily without excuses.

MIW supports the planner it does not replace it.

Our Goal This Year

Less busyness. More focus. Better results

Your Daily MIW

1. My three to five MIWs
2. Why they matter
3. Time blocked
4. How I will know the work is done

Staff Tip of the Week

Start small.

Begin each day by choosing just three MIWs and block time for it before opening emails or WhatsApp. Finishing one important task early often gives you momentum for the rest of the day.

“WHAT IS WORTH DOING IS WORTH DOING WELL.”

Philip Stanhope THE 4TH EARL OF CHESTERFIELD.

What Does It Actually Mean?

At its core, the phrase is an argument against mediocrity and half-measures. It suggests that if a task is important enough to take up your time, it's important enough to receive your full effort.

Here is a breakdown of the philosophy behind it:

- **Respect for Time:**

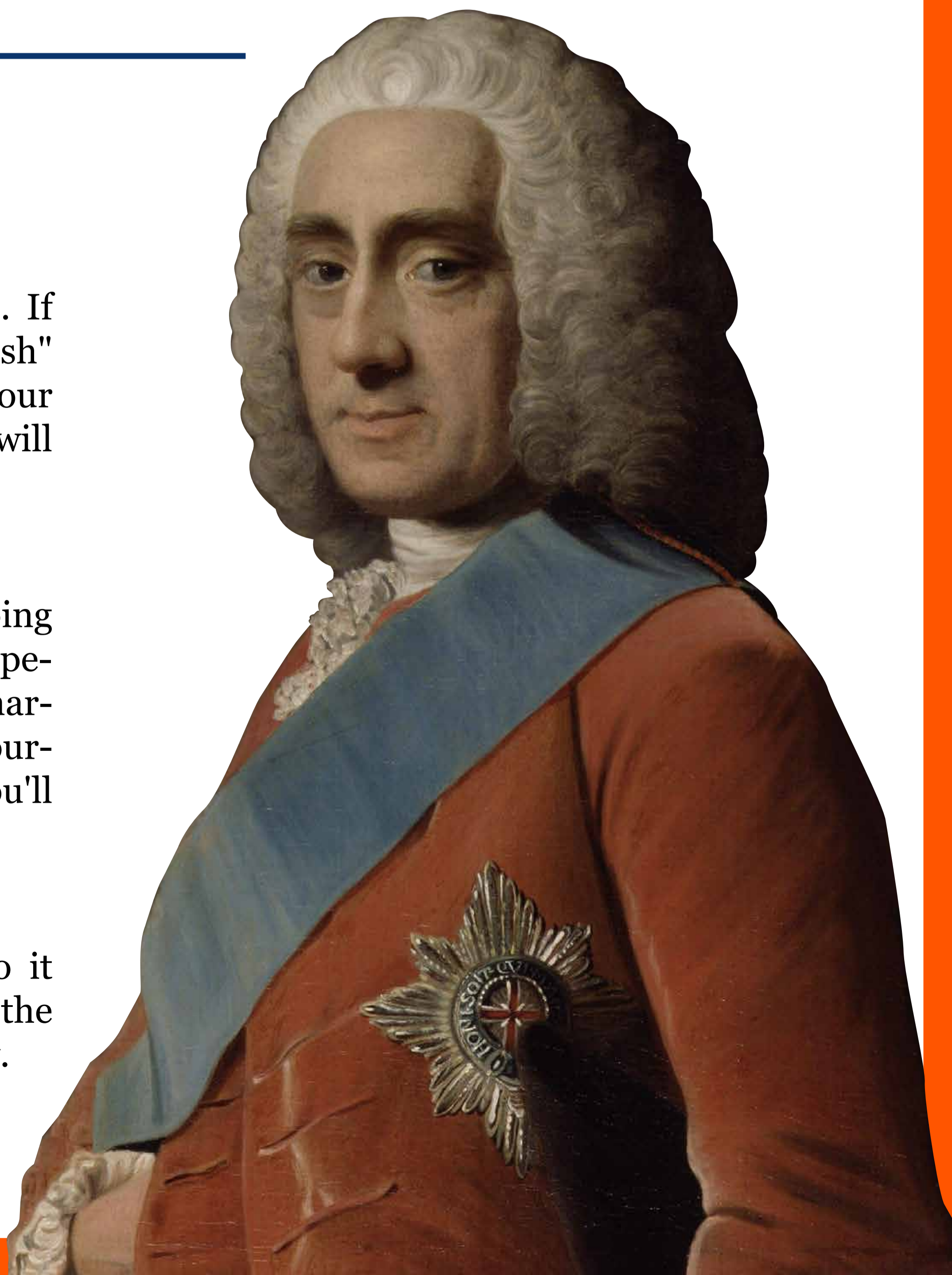
Time is a non-renewable resource. If you spend an hour doing a "slapdash" job, you've essentially wasted that hour because the results won't last or will need to be fixed later.

- **The Habit of Excellence:**

Lord Chesterfield believed that doing things "well" wasn't just about the specific task—it was about building a character of excellence. If you allow yourself to be lazy with small things, you'll be lazy with big things.

- **Efficiency:**

It's actually more "efficient" to do it right the first time. The "do-over" is the ultimate hidden tax on productivity.



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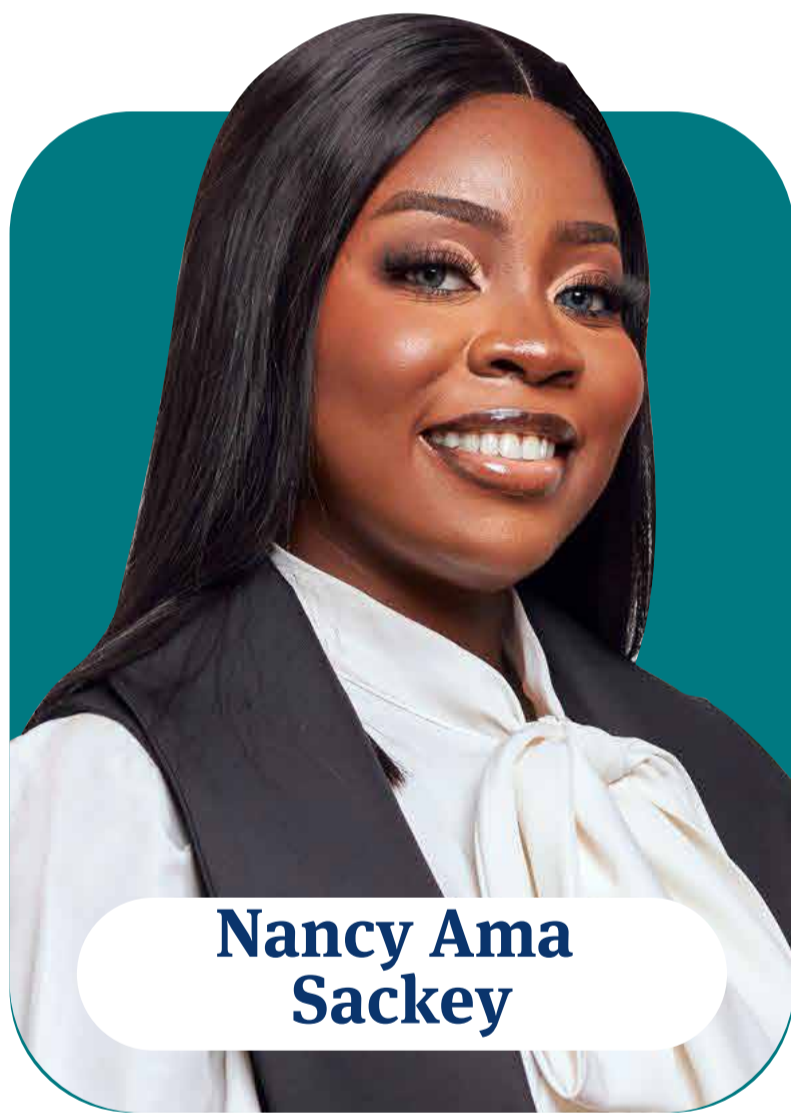
**Jonathan
Agyei-Peprah**



**Abigail Dedo
Kpabitey**



**Divine
Agborli**



**Nancy Ama
Sackey**



**Dodzi Koku
Hattoh**



**Esmeralda
Akorfa Afenyo**



**Miriam
Selinam Tsri**



**Samuel
Gyekye-Fosu**



**Naa Dedei
Okaile Coleman**



OUR CORE VALUES

1. TRUSTWORTHY

We always keep our word, our ethics and our integrity.

2. THOUGHTFUL

We are thoughtful, friendly and keep our manners.

3. WARRIORS

We are relentless, have grit and swear by our work ethics.

4. EXCELLENCE

We always hire and develop the best.

5. WINNERS

We expect to win all our cases and close all deals.

6. VERY RESPONSIVE

Always responsive. Always committed in heart and mind.

7. FRUITFULNESS

We exceed the expectations of our client.

8. COMMUNITY

We genuinely care and labour to be a blessing.

9. FAITH

We keep our God and always put our heart in it.

10. FULFILLMENT

It's all about hard work and happiness.