



VISION

After facing a challenging combination of substantial growth and financial instability, Africa is ready to embark on a new path. Master Financial Group endeavors to be the leading pan-African banking and financial group. Their experienced executive team will position the business to be a leader in classical and Islamic banking offers, with a digitalization-oriented approach.

The main objective is to offer quality services and products, adapted to African socio-economic realities. With inherent knowledge of the African cultural, social, and economic environments, MFG is able to build in a sustainable manner. Ambitious and experienced business leaders at the helm of the company strive to cultivate MFG into the leading pan-African banking and financial group.

MASTER FINANCIAL GROUP

Master Financial Group (MFG) was founded in the course of 2023 by the Ivorian Mamadou Diarrassouba with the goal of effectively addressing the shortcomings of the regional and pan-African banking and financial sector. The business will be positioned as a universal banking and financial group through the deployment of conventional and Islamic financial products and services. Integration with MFG's vast company network covering banking, insurance, Takaful, and microfinance is part of the dynamic strategy for success.

A hybrid model will be adopted, combining traditional and Islamic finance, spanning countries contained in the existing network. Future growth will expand to Central Africa, East Africa, and countries around the Indian Ocean. Offices in Europe and the United States will reach out to the African diaspora.

The experience and professional success of MFG's President and its team in the banking and financial sector will enable it to establish key partnerships. High-growth sectors, such as hospitality, agricultural innovation, and technology, will be target investment areas for MFG to drive substantial value for the business while balancing risk.

Master Financial Group headquarters are in Ivory Coast, with an office in Mauritius.

CHALLENGE

Nations across Africa have experienced substantial growth over the past few decades, with significant strides made to liberate from previous structural constraints. Countries have managed to stabilize rapidly evolving governmental, political, and economic landscapes. And yet, "the benefits of deeper, broader, and cheaper finance have not yet been reaped."¹ According *Africa Investment Report 2021* published by Briter Bridges Ltd and subsequently referenced by McKinsey in December 2022, "Around 50 percent of Africa's population remains unbanked or underbanked."^{2,3}

The existing banks are not culturally connected to the majority of countries or communities throughout Africa. "Of the five largest banks in Africa, four are the major South African players – Standard Bank Group, FirstRand, ABSA Group and Nedbank Group, with only one other bank, Egypt's National Bank, coming in at #2."⁴ People across Africa want – and need – to engage with banks and financial companies. They want to work with companies that really understand the people they are serving.



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¹ <https://www.worldbank.org/en/programs/africa-regional-studies/publication/financing-africa-through-the-crisis-and-beyond>

² <https://briterbridges.com/africainvestmentreport2021>

³ <https://www.mckinsey.com/industries/financial-services/our-insights/african-banking-the-productivity-opportunity>

⁴ <https://money-gate.com/largest-african-banks-in-the-world/>

SOLUTION

Master Financial Group will acquire a number of companies starting with Mega Bank of Gambia and Banque de Developpement des Comores, followed by Master Capital Mauritius and Master Capital Côte d’Ivoire. These will create a baseline presence across key African countries and establish the point of entry for the West African Economic and Monetary Union (UEMOA). Member countries of the UEMOA include Benin, Burkina Faso, Côte d’Ivoire, Guinea-Bissau, Mali, Niger, Senegal, and Togo.

It is this initial strategy, embracing existing organizations into a unified structure that will build a framework which is both culturally aligned with the communities it will serve and strong enough to compete across the African continent. MFG will optimize opportunities in its existing markets in order to become the financial institution of choice through its innovative banking and insurance products. This methodology will effectively solve the deficiencies of the regional and pan-African banking and financial sector with an approach based on traditional finance and Islamic finance.

MARKET & COMPETITION

Whether in Gambia, Comoros, Djibouti, Mauritius and Madagascar, the banking and insurance environment is dominated by American and European multinationals such as CITI BANK, Standard Chartered Bank, HSBC, and Societe Generale. We also note the presence of pan-African groups such as BCP Maroc, Attijariwafa, UBA, AFG, GT BANK, Acces Bank, and several others.

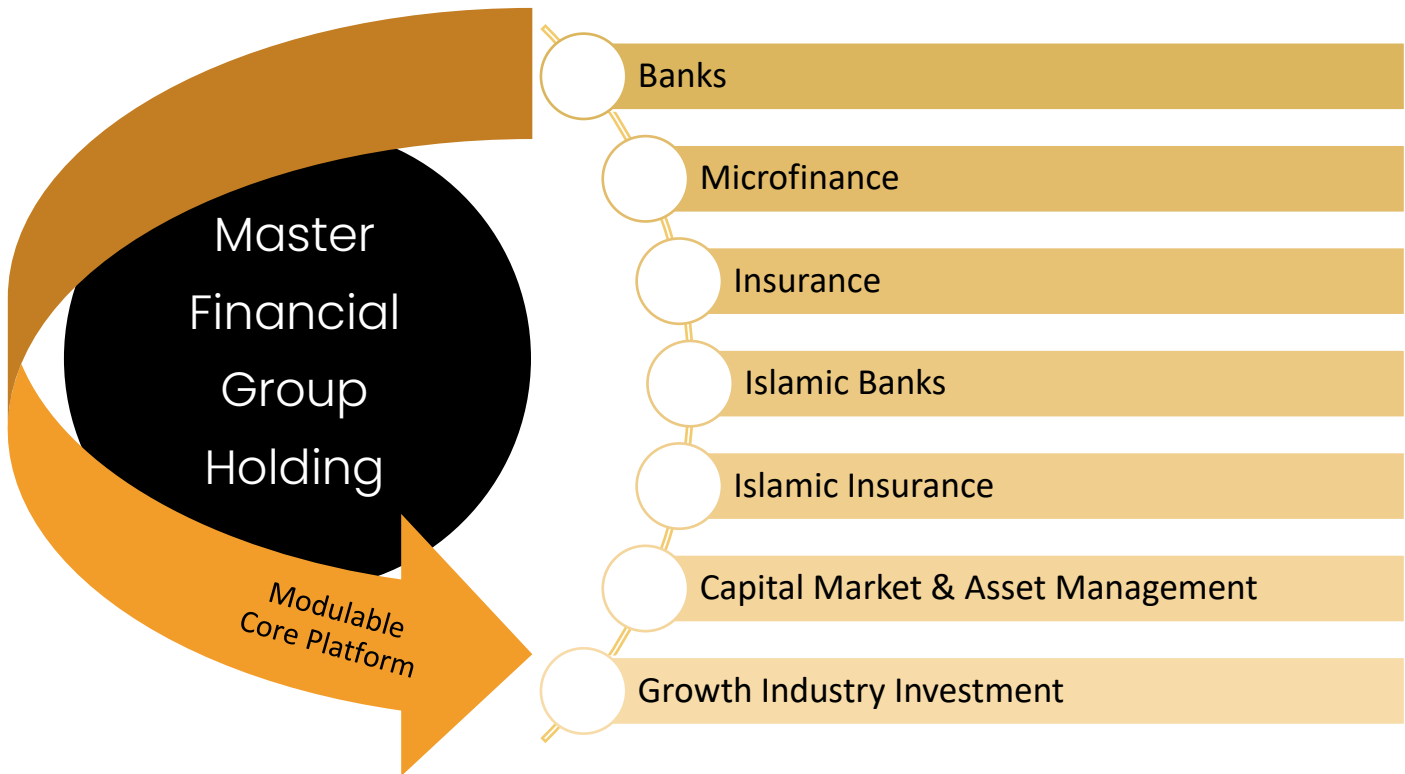
Looking specifically at within Africa, there are five significant banks. Standard Bank Group, FirstRand, ABSA Group and Nedbank Group are South African banks. Egypt’s National Bank makes up the remaining major bank.

Competition exists on different levels. However, the MFG strategy will create a new entity uniquely positioned to attract customers on a cultural and community level that the other banks and financial institutions are simply unable to match.



PLAN

Master Financial Group will form a holding company to initiate acquisitions that fit with the structure across key countries in Africa.



There will be multiple phases of deployment and an ambitious roadmap for growth. Phase 1 will consist of the following key targets.

Deployment of MBA Gambia and MBA Comoros with the takeover of Mega Bank Gambia and Banque de Developpement des Comores (BDC).

Deployment of Master Capital Mauritius and Master Capital Côte d'Ivoire.

Deployment of BTA Tanzania (Zanzibar).

Deployment of MBA Djibouti.

MFG is on the shortlist to acquire Mega Bank of Gambia, and the process is underway. To ensure that the strategic position offered by the Gambia is maintained, MFG is also initiating a new application for a new licence.

Either way, the business plan will not change, as it has been developed taking into account the growth rate of the Gambian banking market and requires the same level of investment.

TEAM

Master Financial Group is led by a team of ambitious entrepreneurs with expertise spanning the range of financial products and services that will be part of the business strategy.



**Mamadou
Diarrassouba**

- Founder and President of MFG
- 15+ years of experience in insurance, retail banking, and corporate finance
- Worked with BNP Paribas Group, Banque Centrale Populaire du Maroc, and Atlantic Financial Group
- MBA from IAE Paris, a Global Executive MBA from the French Institute of Management



**Adbou Salam
Badrouline**

- Master's degree in Statistics and Business Intelligence from Alione Diop University in Bambey; MBA in Islamic Finance from CESAG
- Worked with Yes-Com project of MECK Moroni, promoting Islamic finance within livestock and agriculture sectors
- Project Manager for the deployment of Islamic finance in the Union of the Comoros and across the AFG network.



Henri Tchikpa

- 17+ years of experience in operational management: audit, finance, permanent control, business development, risk management, and business management
- Global Executive MBA from the French Institute of Management, an MBA at the Institut d'Administration des Entreprises de Paris



James Bittaye

- 25+ years of experience in corporate, commercial, retail, and mortgage banking at companies such as Standard Chartered Bank and Guaranty Trust Bank, among others
- Over a decade in banking at the executive management level in financial industry; served as a board member of Cititrust Asset Management

MILESTONES

Master Financial Group has prioritized the initial milestones based on countries which have an Islamic character. These are noted as Gambia, Comoros, Djibouti, Mauritius, and Madagascar.

Target 1

Open a conventional bank, a conventional insurance company, the establishment of an Islamic window for Islamic banking and insurance.

Target 2

Acquire Mega Bank Gambia and Comoros Development Bank.

Target 3

Business banking: Acquire Master Capital Africa.

Microfinance: Acquire a microfinance facility in Mali from which it will deploy in Côte d'Ivoire, Burkina Faso; Senegal.

Target 4

Acquire New Africa Capital, New Africa Holdings, and CBC Africa Holdings all in Mauritius.

Target 5

Build strong stable and diversified businesses within the Master Financial Group, progressing towards long-term profitability.

FINANCIALS

Financial statements from the operating businesses across multiple currencies are represented in the unified group financial projections below using USD.

Principals are seeking an investment of \$80,000,000 USD. Funds requested will be used to finance start-up activities, including the recruitment and training of staff, the establishment of the necessary infrastructure, the development of financial products adapted to the needs of the African market, as well as the implementation of a solid growth strategy.

Operating Statements (USD)	Year 1	Year 2	Year 3	Year 4	Year 5
Revenue					
Mega Bank Gambia	1,113,383	1,224,721	1,347,193	1,481,913	1,630,104
Comoros Development Bank	48,956	53,852	59,237	65,161	71,677
New Africa Capital (Mauritius)	0	0	0	0	0
New Africa Advisors (Mauritius)	13,622	14,984	16,483	18,131	19,944
CBC Africa Holdings (Mauritius)	225,746	248,321	273,153	300,468	330,515
Net Income	1,401,707	1,541,878	1,696,066	1,865,672	2,052,239
Operating Expenses					
Global team	1,000,000	1,100,000	1,210,000	1,331,000	1,464,100
Sales & Marketing	100,000	105,000	110,250	115,763	121,551
Administrative costs (office, tech, ins, etc)	180,000	189,000	198,450	208,373	218,791
Travel	120,000	126,000	132,300	138,915	145,861
Professional Svs (legal, finance)	150,000	157,500	165,375	173,644	182,326
Other	25,000	26,250	27,563	28,941	30,388
Total Operating Expenses	1,575,000	1,703,750	1,843,938	1,996,634	2,163,016
Pre-Tax Income	-173,293	-161,872	-147,872	-130,962	-110,777

Source and Use of Funds

Source of Funds					
Investors	80,000,000				
Use of Funds					
Mega Bank Gambia	-42,163,326	Purchase prices for each bank are estimated at 2023 projected revenue (x 4) plus the value of assets held by the bank			
Comoros Development Bank	-33,530,174				
New Africa Capital	0				
New Africa Advisors	-54,488				
CBC Africa Holdings	-902,984				
Profit sharing with investors					
20% of pre-tax income	0	0	0	0	0
	-76,650,972	0	0	0	0
Operating Income/ (Losses)	-173,293	-161,872	-147,872	-130,962	-110,777
Total Operating Expenses	-76,824,265	-161,872	-147,872	-130,962	-110,777
Net Change	3,175,735	-161,872	-147,872	-130,962	-110,777
Cash at Beginning of Period	0	3,175,735	3,013,862	2,865,991	2,735,028
Net Change	3,175,735	-161,872	-147,872	-130,962	-110,777
Cash at End of Period	3,175,735	3,013,862	2,865,991	2,735,028	2,624,252

INVESTMENT STRATEGY

Master Financial Group will be offering this investment opportunity using an exciting new investment model called the Continuous Agreement for Future Equity (CAFE). The minimum investment is 25,000 tokens at \$10 per token, and the investor must hold these tokens for a minimum of 12 months before reselling. \$80,000,000 will be raised using CAFE.

12 Reasons a CAFE is a Better Fundraising Option

For Entrepreneurs

- Perpetual Offering
- Fixed Dilution
- Seamlessly integrated with company website
- Operates standalone or in tandem with other fundraising activities
- Diverse investor community
- Unlimited, unrestricted solicitation

For Investors

- Invest frequently
- Digital tokens registered on the Blockchain
- Automated market system:
 - *Fast-track verification*
 - *Liquidity*
 - *24/7/365 Reporting*

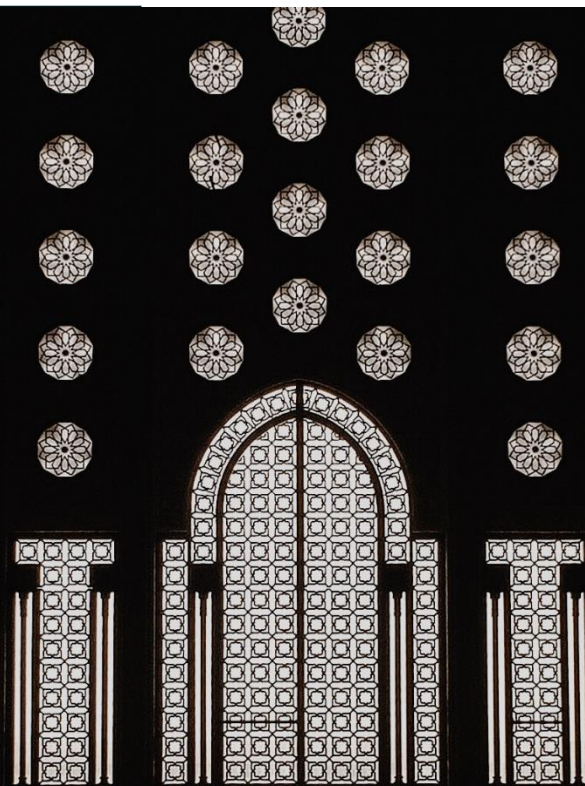
CONCLUSIONS

Master Financial Group (MFG) principals, led by Mamadou Diarrassouba, are seeking \$80,000,000 USD to support the creation of a major banking group. The primary objective is to effectively solve the shortcomings of the existing African banking and financial sectors, by adopting an innovative approach combining traditional finance and Islamic finance.

Through MFG's diversified model, the business will provide a full range of financial services to clients, while respecting the ethical principles of Islamic finance. This unique approach will enable the business to capture new opportunities in the booming African financial market.

Respectful cultural
and community
collaboration:

A business
designed for
success.



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5th Avenue Capital

Private Funding from \$10M to \$2B