



**Transparency Report**  
**and annual publications**  
**For the year 2019**

Issued on : March 30 , 2020

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## 1. Message from the Chairman and CEO

In accordance with the provisions of Article 18 of Instruction No 37/2009 relating to the conditions for exercising the financial rating activity on the Regional Financial Market WAMU, Bloomfield Investment Corporation publishes this report that provides transparency all the information required.

This report also incorporates the publications expected in particular from Articles 17.1, 17.2.2 of Title III of Instruction No 37/2009 as well as those expected from Point 2 of Section II of the specifications of this same instruction.

Article 17.1, Title III of Instruction	Article 17.2 .2 Title III of Instruction	Point 2, Section II of instruction specifications
<p>The Rating Agencies immediately publish and update all of the following information:</p> <ol style="list-style-type: none"> <li>1. real and potential conflicts of interest referred to in section II, point 1 of the Specifications (Annex to the Instruction);</li> <li>2. a definition of what they consider to be, or not, auxiliary services to their main activity, namely the rating activity;</li> <li>3. their policy regarding the publication of their ratings and other related communications;</li> <li>4. the general nature of their remuneration plan;</li> <li>5. the methods, models and main rating assumptions they use, as well as any material changes they have made;</li> <li>6. any material changes to their practices, procedures and processes</li> </ol>	<p>The rating agencies periodically publish and transmit to the Regional Council the following information:</p> <p><u>Annually the following information:</u></p> <ol style="list-style-type: none"> <li>a) a list of their ten largest customers, ranked by percentage of turnover generated by each;</li> <li>b) a list of customers whose contribution to the growth rate of their turnover during the previous financial year exceeded, by a factor greater than one and a half times, the growth rate of the whole turnover</li> </ol>	<p>Any rating agency publishes the name of the rated entities or related third parties generating more than 5% of its annual turnover</p>

Abidjan, March 30, 2020



Stanislas ZEZE, Chairman and CEO

## 2. Legal form, Management structure and shareholding<sup>1</sup>

Bloomfield Investment corporation is a public limited company incorporated under Ivorian law.

It was created in 2007 and started its financial rating operations in 2009.

Its current capital of 100,000,000 CFA francs is held exclusively by natural persons of Ivorian nationality.

It is thus spread over:

LAST NAME & FIRST NAMES	% holding
ZEZE Stanislas	83%
SISSOKO Wife ZEZE Jeanne Nicole	16.25%
Akon Nathalie KOUASSI	0.75%
<b>Total</b>	<b>100%</b>

It has a Board of Directors and a General Management, in accordance with the requirements of the Uniform Act relating to the law of commercial companies and of the economic interest grouping.

The Board of Directors is composed as follows:

Last name and first name	Position		End of mandate
Stanislas ZEZE	Chairman of the board of D.	6 years	December 31, 2023
Jeanne SISSOKO-ZEZE	Director	6 years	December 31, 2023
ASSALE Kouassi	Independent Director	6 years	December 31, 2023

In addition, the following Departments are placed under the responsibility of the General Management:

- the Administrative and Financial Department;
- Bloomfield Ratings, in charge of the financial rating;
- Bloomfield Intelligence, in charge of economic and stock market analyzes;
- the Risks and Compliance Department.

The Management Committee is thus composed

Last name and first name	Position
Stanislas ZEZE	General manager
Jean Paul TONGA	Executive Vice-President, Chief Risks and Compliance Officer
KABORE Wife KALOUBOUE Mariette	Chief Administrative and Financial Officer
Soraya DIALLO	Senior Vice-President, Bloomfield Ratings Manager
Yannick YAPI	Vice-President, Bloomfield Ratings Deputy Manager
DANO Gohou	Senior Economist
Stéphanie ANGUI	Bloomfield Ratings Head of Mission
Olivia YASSOUA	Bloomfield Ratings Head of Mission

It is a rating agency approved by the Regional Council for Public Savings and Financial Markets of WAMU, since 2011.

It also has an authorization to operate in the Rwandan financial market, since July 2015.

## 3. Activities and Income

### 3.1 Main activity, financial rating

In accordance with paragraph 2 of Article 17.1, of Instruction No 37/2009, we define the various activities of the Rating Agency.

The services take different forms:

- One-off and recurring credit risk assessment operations for companies, financial institutions, public entities, sovereigns, and securities issued under structured finance (securitization);
- Training seminars open to the public;
- Company training seminars (in-situ);

<sup>1</sup> Paragraph 1, article 18 of Instruction No 37/2009

- Publication of research reports

Main Activity, by Bloomfield Ratings	Ancillary activities	
<p>Financial rating is the assessment of the credit quality of an entity</p> <p>This assessment must take into account both the <u>capacity</u> and the <u>willingness</u> of the entity to meet its short, medium and long term commitments.</p> <p>It is an opinion expressed on:</p> <ul style="list-style-type: none"> <li>• the creditworthiness and credibility of the rated entity;</li> <li>• the probability that a financial obligation will be honored on time and according to the terms of the contract in force;</li> <li>• the environment in which the rated entity operates.</li> </ul>	<p>Economic and Stock Market Analysis, Surveys, by <u>Bloomfield Intelligence</u></p>	<p>Under the responsibility and management of the Department of Studies and Economic Analysis, income-generating activities relate to the following works:</p> <ul style="list-style-type: none"> <li>• country or regional risk analyzes;</li> <li>• sector risk analyses and studies;</li> <li>• the specific studies on demand;</li> <li>• setting up and managing an index</li> <li>• weekly stock market analyses ;</li> <li>• the management of subscriptions to the documentary database</li> </ul>
	<p>Other service performances</p>	<ul style="list-style-type: none"> <li>• Seminars / Conferences ;</li> <li>• Commercial credit risk assessment ;</li> <li>• Training sessions</li> </ul>

In accordance with the requirements of paragraph 7 of article 18, of instruction No 37/2009, the various activities presented above have contributed, as follows, to the generation of income, during the three (3) last years:

Activity	2017	2018	2019
Financial rating	86,34%	97,58%	95,51%
Economic and Stock Market Studies			
Studies ,Analyses	1,24%	0,57%	2,48%
Other services	12,42%	1,85%	2,02%
Global Turnover	100%	100%	100%
	1 114 277 376	1 322 303 821	1 239 493 121

A list of the entities, intervening in the regional financial market, having participated in the creation of these incomes, for the year 2019, is presented in [annex 1](#).

The ten largest customers in the entire portfolio (Article 17.2.2.a of Title III of Instruction No. 37/2009) of financial rating as well as the customers who contributed are presented in Annex 2

The Rating Agency has developed a credit risk assessment methodology adapted to the five major categories of issuers (industrial and commercial companies, financial and insurance institutions, public entities, sovereigns and structured finance / securitization).

The methodologies used are published on the website of the Financial Rating Agency.

They are updated, when it becomes necessary.

The technical procedures for implementing these methodologies are included in a technical procedures manual, updated as major changes are made to practices, procedures and processes.

The duration of a financial rating engagement depends on the entity or instrument being rated.

### 3.2 Remuneration, publication of rating activities

Remuneration for rating work is established through discussions with the rated entity.

All rating missions are carried out within the framework of a duly established contract which specifies the rights and obligations of the various parties.

The economic model set up by Bloomfield Investment is based in particular on preserving the independence of the Agency by avoiding subjecting its remuneration to the prior production of ratings.

It is also based on the conflict of interest management measures enacted in its code of conduct.

Agency fees are fully paid by the rated entity before the ratings are produced.

Mandatory ratings, made within the framework of the regulations in force on the financial market, are the subject of a systematic publication of a rating sheet in the Official Bulletin of the Coast of the regional stock exchange (BRVM).

The ratings requested are subject to publication according to the rules established in the financial rating agreements.

Bloomfield refuses to make unsolicited ratings, in the current context of the public information environment in its areas of operation.

Financial rating reports, such as those drawn up in the context of studies, economic and stock market analyzes, are accessible by subscription from the Agency.

## 4. Quality<sup>2</sup> management

### 4.1 The quality of work and the opinions expressed by the teams

#### Staff allocation and rotation policy

The Agency makes a point of ensuring the quality of the missions and opinions issued by applying several mechanisms set out in a technical procedures manual.

Thus the competence (or the ability to carry out the mission) of employees is considered by the management of Bloomfield Ratings in the planning of missions and the choice of employees, at the start of the year and throughout the financial year.

This planning must take into account the rule of employee rotation in that it incorporates the principle of rotation after a minimum period of two years in order, in particular, to bring freshness to the reflection on missions<sup>3</sup>.

Statistics on staff members assigned to new ratings, review of ratings, assessment and management of the methods and models used (Paragraph 3, Article 18 of Instruction No 37/2009)

Statistics	2015	2016	2017	2018	2019
Staff members assigned to the establishment of new ratings	10	11	9	13	10
Members of staff assigned to the revision of the existing ratings	10	11	11	11	13
Members of staff assigned to the assessment and management of the methods and model used	4	5	4	4	4

NB: The staff assigned to the new ratings may also be members of the rating revision team and / or assigned to the assessment and management of the methods and models used

#### Review of work and employee training

The missions generally performed by two analysts are subject to a formal review by the head of the mission, the Deputy Manager of Bloomfield Ratings and / or the Manager of Bloomfield Ratings, depending on the nature of the deliverables established.

The methodologies and specific instructions from the Bloomfield Ratings management provide reassurance about the consistency of the processes followed by the teams.

Several other quality factors are maintained within the Agency through the selection of employees to be recruited, internal training as well as regular assessments of employees.

### 4.2 Organization of missions

The process of carrying out financial rating missions involves two distinct “entities”:

- The team in charge of carrying out the mission and which depends on the management of Bloomfield Ratings. Its role is to carry out analytical work, to make proposals for ratings.
- The Rating Committee, which does not participate in the rating work and decides on the final ratings to be retained.

This organization makes it possible to maintain an adequate level of quality; any position taken by the rating team must be very supported to possibly win the conviction of the Rating Committee.

### 4.3 The specific control measures

Instruction N O 37/2009 requires in particular the implementation of specific control measures by:

- A Control committee
- The Independent Director

<sup>2</sup> Paragraph 2, article 18 of Instruction N° 37/2009

<sup>3</sup> Paragraph 6, article 18 of Instruction N° 37/2009

## 5. Independence and managements of conflicts of interest

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### 5.1 Independence

Independence is one of the conditions for the credibility of the rating agency, which must be independent of the prescribers of mandates entrusted to it, but also of the financial influence group.

In fact, the company's capital is held by private persons.

The established economic model and the remuneration method for the main activity reinforce this independence.

These two measures make it possible to establish the legal and financial independence of the Agency, whose access to external financing is through recourse to traditional banking resources.

In the context of the provision of professional services, the expression of opinion is always based on the essential separation of the rating team and Rating Committee pair, which makes it possible to maintain the appropriate level of independence in the conduct of missions.

In terms of the allocation of rating missions, the constitution of teams takes into account the known relationships of staff members with the main managers and / or owners of rated entities.

Staff turnover, enshrined as much in the technical procedures manual as in the effective planning of missions, mitigates the risk of non-independence of the teams.

### 5.2 The management and conflict prevention

In its code of ethics, Bloomfield Investment Corporation establishes conflict prevention rules, namely:

- ⇒ no analyst directly involved in the evaluation process can be engaged in contract and fee negotiation ;
- ⇒ no analyst may participate in or influence any rating if he :
  - owns bonds or shares in the rated entity;
  - owns shares or bonds in a structure linked to the rated entity;
  - was recently employed by the rated entity.
  - has a close relative employed in the rated entity;
- ⇒ no analyst or any person directly related to him / her buys shares or bonds of an entity that is part of that analyst 's portfolio.
- ⇒ no analyst or Agency staff member should solicit (or accept gifts) for money from any entity doing business with Bloomfield Investment Corporation ;
- ⇒ any **Bloomfield Investment Corporation** analyst who enters into any personal relationship with a staff member of an entity rated by the Agency should inform the Management or the person designated by the Management to manage conflicts of interest
- ⇒ **Bloomfield Investment Corporation** will initiate investigations on any analyst who leaves the Agency and joins an entity rated by the Agency, if the analyst was one of analysts engaged in the rating process of that entity, so as to determine whether there was no favoritism whatsoever.

Moreover, analysts are prohibited from making recommendations or proposals on the structuring of a financial product that the Agency is supposed to rate or that it rates.

These measures are fully shared with all staff, by General Management.

In addition, employees, members of the Rating Committee as well as the agency's chief executive (on behalf of the rating agency), sign each, an independence statement and absence of conflict of interest which includes, in particular, these points.

Any change during the year in the situation of an analyst (or of a member of the Rating Committee), with regard to new assignments and / or ongoing missions, must be reported to the Risk Management and Compliance, by the concerned

## 6. Business continuity plan

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The Agency's activity revolves around administrative and operational systems and procedures in order to preserve activities and their continuity.

If the organization set up for the missions allows the continuity of the execution of missions, it is important that the established information systems are maintained at all times.

Moreover, the Board of Directors is responsible for considering a plan to relocate activities and people in the event of a crisis.

## 6.1 IT Security

Procedures manuals as well as regular notes are issued to inform, educate and make personnel aware of IT security risk management.

All these measures are being regularly improved to keep up with technological developments.

## 6.2 Archiving and backup<sup>4</sup>

Daily operational measures are being carried out to enable either data backup, restoration and archiving.

The recovery plan must allow Bloomfield Investment Corporation to operate even in the event of a disaster, with a minimum impact on data, in particular for the teams in charge of the main activities.

These measures are also essential to preserve the confidentiality of the information made available to Bloomfield Investment.

Compliance with a charter of the use of IT, archiving and backup procedures by all staff remains essential.

The management of financial rating missions is done in a secure cloud space managed by Microsoft, and, allowing the various stakeholders to work simultaneously in this collaborative space.

This space is automatically synchronized on several remote media.

In fact, an automatic replication of data from ongoing missions is carried out on these remote media encrypted with safe systems.

At the end of each mission, the data of the rated entities are indexed and archived according to a well-defined codification.

This data is then saved in the space dedicated to mission archiving on our various local servers and transferred to encrypted media outside our work site.

In degraded mode, financial rating missions will run smoothly thanks to the automatic replication of data from ongoing missions.

Access to the archives of financial rating missions will be done simply by restoring them on new servers.

## 6.3 Response to the Coronas Virus (Covid-19) pandemic

In response to the Corona Virus disease, and to take into account the Ivorian government's decisions to curb it, Bloomfield Investment Corporation:

- set up a crisis unit whose role is to discuss and make decisions to manage the crisis linked to the pandemic;
- defined an emergency plan, already in execution.

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<sup>4</sup> Paragraph 4, article 18 of Instruction No 37/2009



## Annexes

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Annex 1	Rating list with companies or entities with financial securities admitted to trading on the regional financial market of the West African Monetary Union (WAMU)
Annex 2	<p>List of rated entities, having financial securities admitted to trading on the regional financial market of the West African Monetary Union (WAMU), and their participation in overall turnover</p> <p>According to the following provisions of Instruction N° 27/2009 of 23 November 2009 :</p> <ul style="list-style-type: none"><li>• Article 17.2.2.a relating to the list of the ten (10) largest customers</li><li>• Article 17.2.2.b relating to the list of customers contributing more than one and a half times to the growth rate of turnover</li><li>• Point 2, Section II of the specifications relating to the list of rated entities or related third parties generating more than 5% of annual turnover</li></ul>
Annex 3	<p>Declarations by General Management relating to independence and the management of conflicts of interest</p> <p>According to the following provisions of Instruction N° 27/2009 of 23 November 2009 :</p> <ol style="list-style-type: none"><li>1. Article 17.1.1 of Title III,</li><li>2. paragraph 5 of Article 18 of Title III</li></ol>

# Annex 1

Rating list to companies or entities with financial securities admitted to trading on the regional financial market of the West African Monetary Union (WAMU) - During the year 2019

<b>Rated entities</b>	<b>Sector / activities</b>
<b>Listed companies</b>	
<b>ALIOS FINANCE (SAFCA CI)</b>	<b>Lease financing</b>
<b>BERNABE</b>	<b>Distribution of hardware, metallurgical products and household equipment</b>
<b>BOA Benin</b>	<b>Commercial bank</b>
<b>BOA Burkina Faso</b>	<b>Commercial bank</b>
<b>BOA Côte d'Ivoire</b>	<b>Commercial bank</b>
<b>BOA Mali</b>	<b>Commercial bank</b>
<b>BOA Niger</b>	<b>Commercial bank</b>
<b>BOA Senegal</b>	<b>Commercial bank</b>
<b>CIE</b>	<b>Transmission, distribution of electricity</b>
<b>CROWN SIEM CI</b>	<b>Metal packaging production</b>
<b>ECOBANK Côte d'Ivoire</b>	<b>Commercial bank</b>
<b>NESTLE</b>	<b>Manufacturing and marketing of food products</b>
<b>NSIA Bank</b>	<b>Commercial bank</b>
<b>PALMCI SA</b>	<b>Seed and palm oil products</b>
<b>SODECI</b>	<b>Water distribution</b>
<b>Ivorian Bank Cooperation (SIB)</b>	<b>Commercial bank</b>
<b>TOTAL CI</b>	<b>Distribution of petroleum products</b>
<b>Other market participants</b>	
<b>CRRH-UEMOA</b>	<b>Mortgage refinancing</b>
<b>State of Côte d'Ivoire</b>	<b>Sovereign</b>
<b>FAGACE</b>	<b>Guarantees</b>
<b>GuarantCo</b>	<b>Institutional guarantee</b>
<b>ORAGROUP</b>	<b>Joint venture</b>
<b>PETRO IVORE</b>	<b>Distribution of petroleum products</b>
<b>SHELTER AFRICA</b>	<b>Development bank</b>
<b>State of Benin</b>	<b>Sovereign</b>

## Annex 2

List of rated entities, with financial securities admitted to trading on the regional financial market of the West African Monetary Union (WAMU), and their participation in overall turnover

List of :

- the ten (10) largest customers, classified by percentage of turnover (Article 17.2.2.a )
- rated entities or related third parties generating more than 5% of annual turnover (Point 2, Section II of the specifications)

2017		2018		2019	
Entities	%	Entities	%	Entities	%
State of Côte d'Ivoire -	6,28%	CHAMPION Program	11,43%	WAMU-SECURITIES	7,39%
Autonomous Port of Abidjan	4,5%	WAMU-SECURITIES	5,67%	State of Côte d'Ivoire	5,65%
SENELEC	3,8%	State of Côte d'Ivoire	5,29%	Autonomous Port of Abidjan	4,0%
ANSUT	3,6%	CAMTEL	4,4%	CNPS	3,2%
SODECI	3,1%	Autonomous Port of Abidjan	3,78%	CIE	2,82%
CIE	3,1%	ANSUT	3,03%	SODECI	2,82%
PALMCI	2,5%	CIE	2,65%	BGFI Holding	2,81%
Africa Link Capital - Securitization of receivables Energy Sector	2,5%	SODECI	2,65%	CHAMPION Program	2,73%
Côte d'Ivoire Energies	2,5%	ORAGROUP SA -Togo	2,27%	Côte d'Ivoire Energies	2,26%
District of Abidjan	2,2%	PALMCI	2,12%	PALMCI	2,26%

**Article 17.2.2.b: list of customers, whose contribution to the growth rate of turnover during the previous financial year exceeded, by a factor greater than one and a half (1.5 times), the growth rate of the whole turnover (2015 to 2019)**

**Not applicable**

# Annex 3

## Declarations from the General Management relating to independence and the management of conflicts of interest

In application of the provisions provided:

- Article 17.1.1 of Title III, of Instruction No. 27/2009 of 23 November 2009 relating to the conditions for exercising the financial rating activity on the WAMU Regional financial market;
- in paragraph 5 of Article 18 of Title III of the same instruction,

We confirm, that:

- ⇒ we consider that we have taken reasonable measures aimed at allowing the management of the real and potential conflicts of interest referred to in section II, point 1 of the Specifications for Financial Rating Agencies
- ⇒ controls are made to ensure compliance with the independence rules of the Agency and of all of its staff assigned to financial rating missions during the past year.

During the past year, a potential conflict of interest case was reported by an employee who was removed from the rating mission of the concerned entity.

With the exception of this case, we have not identified any cases that could infringe the rules of independence of the agency, its staff or constitute a case of conflict of interest.

Abidjan, March 30, 2020



**Stanislas ZEZE**  
Chairman and CEO