
CHAMBERS GLOBAL PRACTICE GUIDES

Gaming Law 2025

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Ghana: Law and Practice

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Law and Practice

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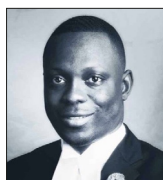
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The firm leverages its talent, innovative approach and core values to sustain its clients' business needs in Ghana and Africa. With a focus on being the best at providing clients with quality, unmatched legal services and on relentlessly pursuing the delivery of outstanding results, Legalstone Solicitors PRUC is a genuinely committed firm, deeply rooted in honesty and integrity.

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1. Introduction

1.1 Current Outlook and Recent Changes

Current Outlook

Gambling remains a legitimate legal business in Ghana under the regulatory supervision of the Gaming Commission of Ghana, and the gaming industry is experiencing significant growth, which presents enormous investment opportunities. The sports betting and casino business in Ghana stand out with strong potential. There are about 73 licensed gaming operators within the country, with global giants including 1xBet, Betway, MyBet Africa, SportyBet, MelBet, and SuperBet. With advancements in technology and increased internet accessibility, Ghana is definitely a destination for investment in Africa's games-of-chance industry and a leapfrog to the West Africa market.

The industry has become an essential source of revenue for the government, which, in the quest to collect the necessary revenue, in April 2023, passed the Income Tax (Amendment) Act 2023 (Act 1094). Among others, the Act introduced a gaming revenue tax on gross gaming revenue (GGR) of 20%. It also introduced a 10% tax on winnings from the gaming industry, which has subsequently been abolished.

Cumulatively, these positive industry regulatory changes, coupled with an advanced mobile money interoperability payment system, have had a positive impact. Additionally, the significant growth in the industry can be attributed to the youthful population, the love of sports by the youth and an intense internet penetration within the Republic. The industry's popularity is also attributed to the popularity of many European Leagues like the English Premier League, which is popular among football lovers – the youthful population. The above, coupled with massive industry advertisements, has exponentially impacted the industry's growth.

The growth in the fintech space in Ghana has also positively impacted the gaming industry. Gaming regulators, in ensuring responsible gaming in Ghana, have taken practical steps, including KYC measures, to regulate, control, monitor and supervise the operations of games of chance in Ghana.

Recent Changes

In 2023, the Income Tax (Amendment) Act 2023 (Act 1094) imposed a 20% tax on GGR from betting, gaming and other games of chance, and a 10% withholding tax (WHT) on players' winnings. However, withholding tax on players' winnings has been repealed under Income Tax (Amendment) Act, 2025 (Act 1129). This change took effect on 2 April 2025, allowing winners to receive their full prize amount without any tax deductions at the point of payout. This is a significant development for the industry.

Another significant emerging regulatory outlook is the proposed enactment of the Virtual Asset Service Providers (VASP) Law to regulate cryptocurrency in Ghana. For years, Ghana has expressed its aversion to, or deep-seated disinclination toward, embracing the emerging crypto market, which is an essential linchpin for payments in the regulated gaming industry elsewhere. This stance has come to an end. Now, Ghana has taken a bold, pragmatic step to enact legislation regulating the cryptocurrency market, bringing certainty and openness. It is intended that the proposed law will empower the Bank of Ghana to license, regulate and supervise the operation of entities active in the digital space. What remains unclear is the extent to which the Bank of Ghana will retain the powers to regulate other entities involved in the use of virtual assets, including the games-of-chance industry participants, whose regulatory authority is the Gaming Commission.

2. Jurisdictional Overview

2.1 Online Gambling

The Gaming Act 2006 (Act 721) of Ghana does not mention online gaming. Nonetheless, a company licensed to operate a game of chance has the right to establish an online gaming and land-based operation within the jurisdiction of Ghana. The regulatory authority has also sought to provide a clear pathway for the licensing of online games of chance in Ghana.

Act 721 explains a game of chance to include a game other than a lottery in which participants, in anticipation of winning a reward on the results of the game, which depends on luck, and which cannot be deter-

mined before the end of the game, pay money for the right to participate in the game.

Essentially, a licensed operator for a game of chance can operate via an online platform in Ghana.

2.2 Land-Based Gambling

The commercial operation of a game of chance (sports betting, route operations, and casino) can be undertaken via land-based means. A licence granted by the board of the Gaming Commission allows an operator to operationalise its betting activity utilising an immovable fixture or place (physical presence).

Sports Betting

The laws of the Republic of Ghana allow the placing of bets in sports competitions. Aside from casinos, sports betting operations are predominantly the major game of chance operated in the country. Currently, about 23 licensed sports-betting companies are legally operating in Ghana. However, in all about 73 companies have been registered and licensed to offer various games of chance, including casino businesses, sports betting, route operation (slot machines), and remote interactive games.

The following games of chance fall under the jurisdiction of the Gaming Commission of Ghana:

- casino;
- sports betting;
- route operation (slot machines);
- remote interactive games;
- promotional gaming (game of chance);
- betting in horse racing;
- scratch cards; and
- bingo.

Casino

A casino is classified as a game of chance and is licensed under Section 16 of Act 721. A licensed casino shall operate as a club to the exclusion of certain persons, including the following:

- a child;
- a member of the judiciary, including a person in any way serving in a judicial capacity;
- member of the armed forces; and

- a member of the public services, including the police, and services with a regional administration or district assembly.

The board is mandated under the Act to impose additional terms and conditions regarding the application for the grant of a licence for a casino under the Act.

Gambling Machine

The Act does not define what constitutes a gambling machine. However, it grants permission to a person other than the National Lottery Authority with the prior consent of the Board to import a gambling machine into the jurisdiction for a game of chance.

A licence issued by the Board shall allow a person to operate a gambling machine for a game of chance in Ghana. A permit is valid for 12 months from the date of issue and may be renewed on payment of an annual fee determined by the Board in consonance with the enacted laws on fee.

Lottery

The operation of lottery in Ghana is regulated under a separate enactment. The National Lotto Act, 2006 (Act 722) governs Ghana's lottery. Act 722 establishes the National Lottery Authority responsible for regulating, supervising, conducting and managing the national lottery.

The key pieces of legislation governing lottery are as follows:

- National Lotto Act, 2006 (Act 722);
- Veterans Administration, Ghana Act, 2012 (Act 844); and
- Lottery Regulation, 2008 (L.I 1948).

3. Legislative Framework

3.1 Key Legislation

The key legislation governing/regulating the game of chance in Ghana is Act 721. The law sets out the legal framework for operationalising games of chance other than the lottery and provides for ancillary matters concerning the gaming industry.

Other relevant legislation includes:

- Companies Act 2019 (Act 992);
- Ghana Investment Promotion Centre Act 2013 (Act 865);
- Anti-Money Laundering Act 2020 (Act 1044);
- Labour Act 2003 (Act 651);
- Data Protection Act 2012 (Act 843);
- Fees and Charges (Miscellaneous Provisions) Act 2022 (Act 1080); and
- Fees and Charges (Miscellaneous Provisions) Regulations 2023 (LI 2481)

Even with the above substantive legislation and regulations, the Gaming Commission is mandated to issue guidelines for the conduct of games of chance. The most recent are the guidelines on advertisement.

These guidelines have the binding force of law, and industry players are mandated or obliged by the law to enforce the same regarding their operations.

3.2 Definition of Gambling

Gambling generally encapsulates all games of chance. Under Act 721, a game of chance includes a game other than the lottery in which participants, in anticipation of a win, receive a reward on the game's results, which depends on luck and cannot be determined before the end of the game.

Act 721 has the following specific definitions for components of games of chance.

- Betting – this means an arrangement to risk money or another valuable thing on an event with a doubtful result.
- Casino – this means a building or part of a building to which members of the public authorised by the licensee have access for the purpose, among other things, of playing specified games of chance.
- Banker – in relation to a game, this means the banker or other person by whom the game is managed or against whom players stake, play or bet.
- Horse race – this means a horse race held on a racecourse or track which the board of the Gaming Commission has given authority by notice published in the Gazette for the conduct of horse racing.

- Stake – this includes any payment for the right to take part in a game and any other form of payment required to be made as a condition of taking part in a game but does not include a payment made solely for facilities provided for the playing of a game.

3.3 Definition of Land-Based Gambling

There is no legislative definition for land-based gambling in Ghana. Act 721 makes no specific reference to land-based gambling. Generally speaking, a licensed operator for a game of chance can establish a physical presence (betting shops) without any jurisdictional limitations.

3.4 Definition of Online Gambling

In a similar view, Act 721, which establishes the Gaming Commission, makes no reference to online gambling in Ghana. That notwithstanding, many operators within the casino and sports betting space operate via online mechanisms, allowing players to participate through internet connectivity, with payment made via online payment platforms in Ghana. Predominant among them is MTN Mobile Money.

3.5 Key Offences

Act 721 establishes general offences and penalties in relation to a licence. It prohibits the operation of a game of chance without a licence. It states, among other things, that a person who operates a game of chance at a club which is not a casino without a valid licence to do so commits an offence and is liable on summary conviction to a fine of not less than 1,000 penalty units or imprisonment for a term of not less than three years or both.

In essence, unlicensed entities do not have the right under the law to offer game-of-chance services in Ghana.

3.6 Penalties for Unlawful Gambling

Depending on the offence committed, penalties imposed by Act 721 range from fines to imprisonment. Additionally, the Gaming Commission has the right to revoke licences granted. For instance, where an unlicensed operator operates a casino within the jurisdiction of Ghana, each director of the company is liable to the penalty provided in Act 721 (see 3.5 Key

Offences) unless the director proves that the offence was committed without their consent or connivance and that the director exercised due diligence to prevent the commission of the offence as the director ought to have exercised having regard to the nature of the function of the director and the circumstances.

4. Licensing and Regulatory Framework

4.1 Regulatory Authority

The Gaming Commission is the key regulatory authority vested with the power to regulate, control, monitor and supervise the operations of games of chance in the country. It was established by Act 721 as the sole administrative authority to regulate games of chance in Ghana. Act 721 empowers the Gaming Commission to undertake the following, among others:

- make proposals for the formulation of policies on games of chance in Ghana;
- license companies that want to operate casinos and other games of chance in Ghana;
- serve as an advisory body to the government on betting activities in Ghana;
- monitor and secure implementation of laws on casinos and any other game of chance; and
- determine the minimum bankroll and ensure that license holders keep and maintain the minimum bankroll provided under Act 721.

Under Act 721, a governing body of the Gaming Commission is established with one representative from the following institutions:

- the Ministry of Finance and Economic Planning;
- the Police Service not below the rank of Assistant Commissioner;
- the Ministry of Local Government and Rural Development;
- the Ministry of the Interior;
- the Ministry of Tourism; and
- the Revenue Agencies Governing Board.

The members include the Games Commissioner appointed under Section 65 of Act 721 and three other

persons nominated by the President of the Republic of Ghana.

The Gaming Commission is a corporate body with perpetual succession and a common seal and may sue and be sued in its corporate name. In essence, the Gaming Commission is a legal personality created by Act 721.

4.2 Regulatory Approach

In seeking to regulate the gaming industry, the regulator's general approach is to ensure that games-of-chance operations are conducted responsibly and minimise minors' exposure where applicable. Thus, the aim is to ensure that operators operate the business in full compliance with the established laws in Ghana. It is in accordance with the regulator's general approach that it is empowered to formulate policies on games of chance in Ghana, considering evolving trends globally.

Further, the regulator's general approach is to ensure that suspicious transactions are reported by the licensed companies and the same attended to in line with the AML Act.

4.3 Types of Licences

The Gaming Commission, under its circular on requirements for a gaming licence in Ghana, identifies five classes of permits in Ghana:

- class one licence – casino;
- class two licence – sports betting (land-based, online, and both);
- class three licence – route operations;
- class four licence – promotional gaming and remote gaming (eg, bingo); and
- class five licence – mobile or interactive gaming.

4.4 Availability of Licences

A licence is readily available upon application and the fulfilment of all conditions set by the Gaming Commission of Ghana. Once an entity incorporated in Ghana meets the stated requirement approved by the laws of the Republic of Ghana, the licence process shall be approved and issued by the Governing Board of the Gaming Commission.

The licence approval process may take two to three months as the company directors are required to subject to a criminal background check. Furthermore, the company is required to meet other institutional requirements for the grant of the licence. These include registering and obtaining the Ghana Investment Promotion Centre (GIPC) certificate and the data protection certificate, among others.

There are no limits to the number of licences required by the Gaming Commission of Ghana. However, due to established protocols and the prevailing circumstances, the Gaming Commission may decide to temporarily freeze the grant of licences, which is rare under the prevailing regime.

4.5 Duration of Licences

A games-of-chance licence issued under the Gaming Act is valid for 12 months and may be renewed on payment of annual renewal fees approved by the Governing Board of the Gaming Commission of Ghana.

Section 44 of Act 721 establishes that a licence for all categories of games of chance shall be valid for 12 months, subject to the established renewal processes.

4.6 Application Requirements

The requirement for granting a game-of-chance licence is established under Section 14 of Act 721. Thus, a person qualifies for the grant of a licence if that person:

- has an identifiable office;
- has a service mark logo registered with the Registrar of Companies;
- has the required minimum stated capital under Section 22 and has agreed to maintain the amount of cash or cash equivalent determined by the Gaming Commission under Section 23 of Act 721;
- has submitted a criminal clearance certificate in respect of all directors of the company;
- agrees to permit the Gaming Commission to have access to the records of its bank accounts and other financial records;
- has submitted a tax clearance certificate;
- is partly or wholly Ghanaian owned; and

- agrees to provide any other information that the Gaming Commission may require.

The Gaming Commission, upon considering the above conditions for a licence, may grant an applicant a licence for the operation of a game of chance in Ghana. However, the Gaming Commission may take a decision not to grant a licence if any of the directors of the applicant has been adjudged insolvent or bankrupt and has not been discharged, made an assessment or arrangement or composition with creditors which has not been rescinded or set aside or been convicted by a court or tribunal of an offence involving fraud or dishonesty and an appeal against conviction has not been brought or having been brought was withdrawn or dismissed.

Additionally, there is no regulatory difference in Ghana's licence application for online and land-based operations. The applicants are expected to follow the set formula established by Act 721. Applicants are expected to meet the format specified by Act 721 and any requirements put forward by the Gaming Commission from time to time. Further, directors of an applicant are expected to provide the Gaming Commission with their CV as part of the licensing process.

A careful consideration or reading of Act 721 and the GIPC Act concludes that a prospective licence operator must have a local partner who should hold at least 10% of the company's issued shares at any time.

The law mandates the Gaming Commission to, within 12 months after receipt of the application, grant a licence to the applicant if it is satisfied that the applicant:

- satisfies the condition required for a licence; and
- pays the licence fee.

However, where the board of the Gaming Commission refuses to grant a licence to the applicant, the board is mandated to inform the applicant in writing of its decision and reasons within seven days after making that decision. An applicant who is refused a licence by the board may petition the Minister of the Interior for redress. If the applicant is not satisfied with the decision of the Minister of the Interior, the applicant

may decide to seek redress in a court of competent jurisdiction in Ghana.

4.7 Application Timing

Section 16 of Act 721 mandates the Gaming Commission to determine the applicant's fate for the grant of a licence within 12 months after receipt of the application. In practice, a licence application should take two to three months to complete in Ghana, depending on the total fulfilment of all the established conditions and standards stipulated by Act 721.

Upon meeting the required set of conditions, an applicant is expected to formally apply to the Gaming Commission of Ghana for the consideration of its licence.

4.8 Application Fees

The Gaming Act determines the licence fees for applicants of games of chance in Ghana, which it states at 2% of the minimum stated capital of the company determined for each of the categories of games of chance in Ghana.

Recently, the promulgation of the Fees and Charges (Miscellaneous Provisions) Act 2022 (Act 1080) and the Fees and Charges (Miscellaneous Provisions) Regulations 2023 (LI 2481) fixed the fees for games of chance in Ghana above the determined rate set by Act 721. There is an apparent conflict regarding the fees for the industry.

Notwithstanding the seeming inconsistencies, the Gaming Commission has adhered to the provisions of Act 1080 and LI 481 in the determination of the fees for the games-of-chance industry in Ghana.

The Gaming Commission has recently signalled its determination to cause a reduction in the fees structure downward. Thus, a new fees Act is on the horizon. It intends to lower generally the fees applicable to the licensing of games of chance in Ghana and create a lower licence fee for entities wholly owned by Ghanaians for the purposes of gaming licence. These significant changes are aimed at positioning Ghana as one of the most promising destinations and or jurisdictions in West Africa for gaming business investments.

4.9 Ongoing Annual Fees

The annual fees for games of chance in Ghana vary, depending on the nature and or class of licence. The fees are contained in Fees and Charges (Miscellaneous Provisions) Act 2022 (Act 1080), and LI 2481.

However, as set out in 4.8 Application Fees, the Gaming Commission has recently signalled its determination to cause a reduction in the fees structure downward. Thus, a new fees Act is on the horizon. It intends to lower generally the fees applicable to the licensing of games of chance in Ghana, more specifically create a lower licence fee for entities wholly owned by Ghanaians for the purposes of gaming licences. This is a new addition to the existing fees schedule in Ghana.

These significant changes are aimed at positioning Ghana as one of the most promising destinations and/or jurisdictions in West Africa for gaming business investments.

4.10 Personal Licensing

In Ghana, game-of-chance licences are granted by the Gaming Commission to corporate entities (private limited liability companies) that meet the minimum requirements. Therefore, primary operational licences are exclusively granted to incorporated private liability companies that satisfy the statutory requirements under Act 721. Individuals on their own do not qualify for the grant of a licence under the statutory regime regulating the industry.

However, it is worth noting that individual shareholders and directors are subject to mandatory criminal background checks and vetting as part of the licence process. This can qualify as a personal licensing requirement under the statutory framework for the industry and ensures that directors, shareholders and key members of senior management meet the integrity and competency standards that align with the Gaming Commission fit-and-proper test standards for individuals and persons seeking to participate in the industry through established corporate entities. Thus, as part of the licensing processes, the corporate veil is pierced to ensure that individuals applying for a licence through the established company are fit to undertake the business to mitigate the risks associ-

ated with game-of-chance business, including money laundering.

All directors must submit themselves to procedures to obtain criminal clearance certificates from the Bureau of National Investigation (BNI) and the Criminal Investigation Department (CID), and foreign directors are under enhanced scrutiny, including checks by INTERPOL. All directors of corporate entities must complete a comprehensive AML document as part of the licence application process. Failure to pass the fit-and-proper test shall result in the refusal of a grant of licence to undertake a game-of-chance business in Ghana. These processes emphasise personal accountability within the corporate structure for game-of-chance business in Ghana.

This personal licensing regime underscores Ghana's balanced approach to corporate-centric operations with robust individual safeguards. It promotes industry integrity in line with the legislative framework governing the grant of licence, while accommodating foreign investment.

5. Land-Based Gambling

5.1 Premises Licensing

In Ghana, the Gaming Commission frowns upon the indiscriminate establishment of betting shops. As a result, the Gaming Commission has set out a procedure for licensing land-based premises. The critical consideration for the licence of the premises is for the company to provide the Gaming Commission with the location of the premises and inventory, which includes the number of fixed odd-bet terminals at the premises. On receipt of the inventory, the Gaming Commission evaluates, inspects and confirms the suitability of the premises before a grant or issue of a licence for the operationalisation of the premises.

The Gaming Commission requires licence operators to submit betting site details for approval and licensing.

6. Online Gambling

6.1 B2C Licences

Ghana's legal regime for the games of chance industry does not reference B2C licences. The prevailing circumstances are that, as long as an applicant meets the satisfactory requirement for a licence, the applicant shall be granted a licence to provide games of chance (be it online, land-based, or casino) to customers in Ghana.

6.2 B2B Licences (Suppliers, Software, Etc)

The Act governing the games-of-chance industry in Ghana determines the scope of transferability of a licence granted. Section 19 specifically provides for the non-transferability of licences in Ghana. It states that a person granted a licence shall not transfer the licence granted by the Gaming Commission to any other person.

A person who transfers a licence or breaches the clear stipulation of the Act commits an offence and is liable on summary conviction to a fine of not less than 500 penalty units or a term of imprisonment of not less than two years or both. Additionally, the applicant's licence may be revoked for a breach of the non-transferability condition.

As such, there is no room for B2B licences in Ghana.

6.3 Affiliates

There is no regulatory requirement for using affiliates in Ghana, as the concept of affiliates is not known in the jurisdiction.

However, it is instructive to point out that the advertising guidelines established by the Gaming Commission require a licence operator to seek approval for all advertising materials before the commencement of an advert. As such, the actions of an affiliate that bothers with advertising fall within the purview of the regulatory arm of the Gaming Commission. However, it is the legal obligation of a licence operator to ensure that the action of an affiliated person, who invaluablely is an agent to the licensee, is regulated and in conformity with the established laws and regulations.

The actions of an affiliate can be attributed to a licence operator, and as such, a licence operator could bear the consequences thereof.

6.4 White Labels

There is no specific requirement under the gaming laws for the licensing of white-label providers within the jurisdiction of Ghana.

However, a person seeking a licence to provide games-of-chance services is not estopped by utilising the services of a white-label platform within the jurisdiction. The relationship between a licensee, on the one hand, and a white label, on the other hand, could be privately arranged. Subsequently, the arrangement can become a basis for registering a Technology Transfer Agreement (TTA) with the GIPC.

6.5 Technical Measures

Currently, there are no technical measures to protect customers from unlicensed operators. On becoming aware of such happenings, licensed local operators usually notify the Gaming Commission to take the appropriate steps to direct that an unlicensed operator does not operate within the jurisdiction of Ghana.

The Gaming Commission, in the exercise of its regulatory role, may consider several means, including the use of IP (internet protocol) blocking and cease-and-desist notice of such unscrupulous entities. They may also notify the National Communication Authority (NCA) to take the measures appropriate to block unlicensed operators from operating in Ghana.

7. Responsible Gambling (RG), Also Known as Safer Gambling (SG)

7.1 RG Requirements

One of the fundamental safeguards for responsible gaming is the introduction of the KYC policy by the Gaming Commission, which demands that licence operators configure their platform to incorporate the standard KYC tool. Therefore, customers seeking to establish a betting account must provide their national ID and basic information, including birth date and mobile network number.

The ID must capture the name and date of birth of the consumer. Implementing the KYC policy has significantly disallowed minors from betting and consequently promote responsible gaming in Ghana.

Additionally, the advertising guidelines prohibit operators from using celebrities to promote their gambling business in Ghana. It also mandates companies to inscribe warnings such as “gamble responsibly”, “only 18 years+”, “gambling is addictive”, and other warnings that may, from time to time, be prescribed by the Gaming Commission of Ghana.

7.2 Gambling Management Tools

Licensees are mandated to showcase the adverse effects of gaming on their betting sites and all advertising materials within the jurisdiction of Ghana. Companies must also inscribe warnings such as “gamble responsibly”, “only 18 years+”, “gambling is addictive”, and other warnings that may, from time to time, be prescribed by the Gaming Commission of Ghana.

Licensees are mandated to adhere to directives on self-ban issued by the Gaming Commission of Ghana, imploring companies to prevent such individuals from operating within a specified time frame.

8. Anti-Money Laundering (AML)

8.1 AML Legislation

The substantive law on AML in Ghana is the Anti-Money Laundering Act 2020 (Act 1044), supplemented by the Anti-Money Laundering Regulations 2011 (LI 1987).

The AML Act sets out the finer details on money laundering in Ghana and provides for the establishment of a Financial Intelligence Centre (FIC).

Licensees are considered accountable institutions under the AML Act. They are subject to the regulatory requirement of the Bank of Ghana on money laundering and the FIC. Every licensee is mandated to comply with the specific demands of the AML Act in Ghana.

8.2 AML Requirements

The AML Act and policies require an accountable institution to keep books and records concerning games-of-chance customers and ensure that those records and underlying information are available on a timely basis to the FIC and other competent authorities.

Further to that responsibility, games-of-chance companies may appoint a person to keep records on their behalf. However, notwithstanding the appointment of such a person, the accountable institution shall not be relieved of the ultimate responsibility to comply with that requirement of the law.

The AML Act also mandates operators of games of chance to declare the lawful origin of the capital for the intended operation in the case of an application for a licence or the origin of additional funds or capital in the case of an application for a licence renewal. The AML Act further mandates a licensee to identify the players on their betting sites and to request their authentic ID document bearing their names and addresses.

Licensees are mandated to keep records of players for a specified period and to produce those reports on request. Further, they must report suspicious transactions on their betting sites to the appropriate authorities.

9. Advertising

9.1 Regulatory/Supervisory Agency

The Gaming Commission of Ghana is the regulatory or supervisory authority with regard to advertising.

9.2 Definition of Advertising

Act 721 and the advertising guidelines do not define advertisement within the meaning of games-of-chance business. However, generally speaking, it is intended that advertisement within the gaming industry in Ghana means any form of communication designed to promote, either directly or indirectly, the licence operator's business activity within Ghana's jurisdiction.

The advertisement may be in the form of billboards, video recordings or audio jingles that promote the business of a licensee in Ghana to customers.

9.3 Key Legal, Regulatory and Licensing Provisions

The Gaming Commission demands that all licence operators submit their advertisement materials for vetting and approval to regulate industry advertisement better. With the requisite approval notices from the Gaming Commission, a licensee can embark on an advertisement within the jurisdiction of Ghana.

9.4 Restrictions on Advertising

Essential restrictions are enumerated in the advertising guidelines for the regulation and implementation by licence operators, including the exclusion of celebrities from such advertisements. Further, advertisements must not contain misleading, unsubstantiated claims. They must also avoid putting out inappropriate content against competitors. Operators are mandated to boldly declare warnings such as "gamble responsibly", "only 18 years+", "gambling is addictive", and other warnings that may, from time to time, be prescribed by the Gaming Commission of Ghana.

9.5 Sanctions/Penalties

Failure to adhere to the advertising guidelines shall affect the licence renewal process of the operator in the jurisdiction of Ghana or by the imposition of fines by the Gaming Commission.

10. Acquisitions and Changes of Control

10.1 Disclosure Requirements

The disclosure requirements for acquiring a stake or interest in a licensed operator are mandated to be made to the Gaming Commission regarding the overall understanding of the Gaming Act of Ghana. With specific reference to Section 14 of Act 721, a person qualifies for a game-of-chance licence if that person is partly or wholly Ghanaian-owned and has agreed to provide any information demanded by the Gaming Commission of Ghana. As such, a corporate structure change requires the licence operator to make the necessary disclosures.

It is imperative for such changes to be brought to the attention of the Gaming Commission, especially in situations where a new director or shareholder is appointed to the company. The notification of such happenings shall allow the Gaming Commission to activate and subject such persons to background checks in accordance with the gaming laws of the Republic of Ghana. It is essential to underscore that a person issued with a licence cannot transfer that licence to another person under any circumstances. The non-transferability of a licence under Act 721 is non-negotiable.

10.2 Change of Corporate Control Triggers

Generally speaking, specific transactions will inevitably affect the company's corporate structure. Such occurrences include the following.

- Mergers and acquisition – this could have an implication on the company's corporate structure to the extent that it is diametrically different from the initial disclosures for the licence grant.
- Changes in the shareholding structure of the company – where the shareholding structure of a licensee changes through share acquisitions and transfers, such an occurrence is a significant corporate control trigger.
- Changes in the software or the underlying trade name – a change in trading name is a significant corporate trigger.

Such changes require the approval of the Gaming Commission. In essence, any changes that affect a licence operator's control require the regulator's approval. It must, however, be emphasised that a change in control that makes an operator a wholly owned foreign entity is void and shall automatically lead to the revocation of the licence issued by the Gaming Commission of Ghana.

10.3 Passive Investor Requirements

Act 721 makes no provision for passive investors in the acquisitions or investment in games of chance in Ghana. However, when a passive investor's investment results in the appointment of a new director, a licensee is reasonably expected to notify the regulator for a fit-and-proper test to be conducted on such a director of the licensee.

11. Enforcement

11.1 Powers

The Gaming Commission of Ghana has broad supervisory authority and enforcement powers under Act 721, including powers:

- of revocation of licence;
- of suspension of gaming licence;
- of imposition of monetary fines or penalty as determined under Act 721;
- of forfeiture;
- of seizure;
- to refer a person in breach of Act 721, where appropriate, for investigation and prosecution, which could lead to the imposition of a fine, imprisonment or both;
- to issue formal warnings; and
- to issue infringement notices.

11.2 Sanctions

The Gaming Commission is prompt in ensuring that the strict requirements of the laws on games of chance are adhered to at all material times. It takes appropriate and corrective actions against licensees who act contrary to the stipulations of Act 721. Notably, the Gaming Commission considers the severity of a breach before prescribing a sanction to a licence operator. It also considers the administrative and regulatory tools at its disposal.

The sanctions range from an administrative imposition of fines and suspension of licence to criminal prosecution of serious breaches. It is a practice for the Gaming Commission to issue a warning letter requesting an end to the violation by an operator within a stipulated time, failing which specific administrative sanctions incidental to the breach are applied.

11.3 Financial Penalties

The Gaming Commission, under Act 721, is empowered to impose a pecuniary penalty for breach of Act 721. Specifically, under Section 24 of Act 721, financial liability is determined at a rate not exceeding the cedis equivalent of USD20,000.

Financial penalties could also arise from criminal prosecution of a breach of the governing Act by the licen-

see. In such situations, a person liable on summary conviction shall be made to pay a fine of not more than 500 penalty units or as may be determined by the court, considering the ends of justice in the case. A penalty unit is GHC12.

Precisely, however, the Fees and Charges (Miscellaneous Provisions) Regulations 2023 (LI 2481), fix administrative penalties for various offences. For instance, failure to pay winnings (every day that an operator defaults in paying winnings will attract a financial penalty of USD500. Also, the issuance of dishonoured cheques (for every day that an operator defaults in paying winnings) shall attract a financial administrative penalty of USD250. It is significant to understand that operating without a valid licence is subject to a financial penalty. The fees range from 10% of the amount intended for the payment of licence and 30% of the amount intended for the payment of annual operational fee. Also, failure to renew a licence shall attract a penalty of 10% of the licence renewal fee.

It is important to point out again that the under-declaration of inventory (gaming machines, employees and shops) shall attract an administrative fee of 30% of the annual operational fee relating to the inventory type. The breach of issued guidelines for the gaming industry is also subject to an administrative penalty, in the amount of USD5,000. Additionally, misrepresentation of information and delay in submitting documents/information requested by the Gaming Commission shall attract an administrative fee. While the misrepresentation of information shall attract a fee of USD20,000, the delay in submission of documents shall attract a fee of USD10,000.

12. Tax

12.1 Tax Rate by Sector

The tax rate concerning a game of chance is determined and fixed from time to time by regulatory authorities. Once determined, it applies uniformly to all operators without any discrimination whatsoever.

The Ghana Revenue Authority, through the Income Tax (Amendment) Act 2025 (Act 1129), introduced a new tax regime for the gaming industry in Ghana. The new tax regime introduced a 10% withholding tax on games of chance and lottery winnings and a 20% GGR tax on the revenues of licence operators.

Act 1129 provided that winnings from betting and lottery businesses be subjected to a 10% withholding tax, to become deductible at the payout point; meaning every punter in Ghana would be subjected to a 10% withholding tax on winnings.

Additionally, Act 1129 imposed a 20% tax on the GGR of betting and lottery operators in Ghana. The GGR shall be the total amount staked, bet, or wagered less the total gross winnings paid or payable at the end of the period within one month of the transaction.

It is the case that withholding tax on players' winnings have been repealed under Act 1129.

Besides that, the 20% GGR, other taxes applicable to the games of chance industry including PAYE (Pay As You Earn) tax deducted from an employee's income are still in force.

It is worth noting that VAT and corporate income tax are no longer applicable in Ghana's games-of-chance industry due to the introduction of Act 1129.

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