Position Description
Company Secretary

Location: Bangalore, India
Supervisor’s Title: CFO/Equivalent CXO

Department: Legal
Last Revised: Dec 2014

Position Summary:

Pursuant to section 383A of the companies Act, 1956, companies with a paid-up share capital of Rs. 5 crore or more are legally obliged to appoint a whole-time Company Secretary who must be a member of the Institute of Company Secretaries of India.

A company secretary is a vital link between the company and its Board of Directors, shareholders, government and regulatory authorities and all other stakeholders. He/She ensures that Board procedures are followed and regularly reviewed and provides guidance to Chairman and the Directors on their responsibilities under various laws. The Position commands high position in the value chain and acts as a conscience keeper of the company.

The Company Secretary at ISGN will independently handle all company secretarial functions of the company, especially related to the India Entities.

Duties and Responsibilities:
A Company Secretary being multidisciplinary will render the following services

CORPORATE GOVERNANCE AND SECRETARIAL SERVICES;

- Advising on good governance practices and compliance of Corporate Governance norms as prescribed under various Corporate, Securities and Other Business Laws and regulations and guidelines
- Assists in developing a corporate and social sustainability framework
- Handles the promotion, formation and incorporation of companies and matters related therewith
- Responsible for filing, registering any document including forms, returns and applications by and on behalf of the company as an authorized representative
- Coordinate the board/general meetings and follow-up actions thereof
- Manages all tasks relating to Securities and their transfer and transmission
- Acts as the custodian of corporate records, statutory books and registers
- Manages the Secretarial/Compliance Audit
- Signing of Annual Return where necessary and responsible for other declarations, attestations and certifications under the Companies Act, 1956

CORPORATE LAWS ADVISORY AND REPRESENTATION SERVICES
Advises ISGN on Compliance of legal and procedural aspects under various corporate laws and acts particularly relating to Securities and Exchange Board, Foreign Exchange, Consumer Protection, Environment, Labor, Mergers and Acquisitions, Foreign Collaborations and JV’s, subsidiaries, Competition,

Will be responsible to represent ISGN and other connected persons before various boards and forums including but not limited to Company Law Board, SEBI, Registrar of Companies, Tax Tribunals, Consumer Forums and Other quasi-judicial bodies and Tribunals

ARBITRATION AND CONCILIATION SERVICES;

Advises the company on arbitration, negotiation and conciliation in commercial disputes between various parties
Acts as arbitrator/conciliator in domestic and International commercial disputes
Drafts Arbitration/Conciliation Agreement/Clauses
Acts as Advisor/consultant in issue of shares, ESOP’s and other securities in India and abroad

FINANCIAL MARKETS SERVICES;
Not immediately but possibly involved in Public Issue, Listing and Securities Management depending on Company Strategy
Responsible for compliance with rules and regulations in the securities market

OTHER DUTIES

Participate and assist Banking Services, Finance and accounting Services, Taxation Services, Information Technology

Will also assist, participate, partner with internal and external stakeholders in areas of;
  Corporate Social Responsibility
  Communication with various stakeholders, like Shareholders, Government, Regulators, Authorities etc.
  Industrial and labor laws

Relationships with Others’ Jobs:

Works very closely with the Finance and Legal departments
Frequent interaction with executive management (CEO, BU heads, HR, IT etc).

Qualification Profile:
Education and Experience:
Qualified and member of the Institute of Company Secretaries of India (ACS)
Post-Graduation degree
A legal degree will be an advantage

Financial Scope
NA

Number of subordinates
Direct: None
Thanks & Regards!

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