



Job Description: Company Secretary

Purpose

The Company Secretary shall play a crucial role in functioning of the Company. The Company Secretary is the key advisor to the Board of Directors on matters of corporate governance and their duties as a Director. This will include dealing with conflicts of interest, managing the interests of the shareholders and other stakeholders, and dealing with applicable codes and investor guideline. The Company Secretary is normally responsible for organizing Board meetings and any general meetings and also provides assistance to the Board in any matter.

Responsibilities

- Advise the board of directors and senior management on corporate governance matters, including board structure, composition, and best practices.
- Ensure compliance with corporate governance regulations, listing requirements, and applicable laws and regulations.
- Coordinate the development and implementation of corporate governance policies, procedures, and frameworks.
- Organize and facilitate board meetings, including preparing agendas, coordinating meeting logistics, and distributing meeting materials.
- Attend board meetings, record minutes, and maintain accurate records of board proceedings and decisions.
- Provide guidance and support to board members on their roles, responsibilities, and fiduciary duties.
- Monitor regulatory developments and changes in corporate laws and regulations affecting the company's operations.
- Ensure compliance with statutory requirements, company policies, and governance standards.
- File statutory returns, maintain statutory registers, and submit regulatory filings as required by law.
- Serve as the primary point of contact for shareholder inquiries, requests, and communications.
- Coordinate the preparation and distribution of shareholder notices, proxy materials, and annual reports.
- Facilitate shareholder meetings, including annual general meetings (AGMs), special meetings, and extraordinary general meetings (EGMs).
- Ensure accurate and timely disclosure of material information to shareholders, regulatory authorities, and other stakeholders.

- Maintain corporate records, including articles of incorporation, bylaws, board resolutions, and minutes of meetings.

Key Performance Indicators

- Completion of all assigned targets in the specified time.
- Timely delivery of advice and feedback
- Compliance to all legal standards and practices applicable to SEPCO
- Evolve the strategies and efficient practices in SEPCO for conduct of efficient Board meetings.

Knowledge & Skills

- Planning & Organizing
- Stress Management
- Teamwork and Collaboration
- Decision Making and Problem Solving
- Leadership
- Relationship Management
- Proficient with applicable laws, rules, regulations, Companies Act, 2017, corporate governance rules and other relevant statute and be able to discharge prescribed legal obligations and secretariat / non-secretariat instructions.
- Able to offer advice and guidance on legal requirements
- Broad knowledge of Business Processes for sales, marketing, product management, customer engagement
- Thorough knowledge of commercial and competitive priorities in the electricity distribution sector
- In-depth knowledge of relevant market / industry trends for all aspects of electricity distribution