

# Pallavi Diwakar Waikar

## Legal Counsel

### ABOUT ME

A dedicated and proactive legal counsel with 14+ years of experience in Contract drafting, review, negotiation, advisory, handling complex vendor/customer contracts, employment law advisory, Investigations, ethics and compliance, company law compliance

### EMPLOYMENT SUMMARY

Job title	Duration
Manager – Legal – <b>Mphasis Limited</b>	August 2023 – May 2024
Associate Group Counsel – <b>Persistent Systems Limited</b>	April, 2022 – August 2022
Legal and Compliance consultant (Contract position) – <b>AdviceAmerica Software Development Centre Pvt. Ltd. [formerly Fiserv Group Company]</b>	February 2012 – April 2022
Independent Practice and internship with PCS	July 2008- January 2012

### CONTACT



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### KEY SKILLS

- Commercial Contract Drafting
- Contract review and negotiation
- Contract Life Cycle management
- Employee related Investigations
- Employment law advisory
- Employment Policy drafting and review
- POSH and Disciplinary investigations
- Compliance review/ investigations
- Drafting investigation reports
- Company law compliances
- Statutory Compliances
- Legal Risk Analysis
- Dawn Raids management

### EDUCATION

LL. B – 2003- 2008

Company Secretary – Executive

### JOB RESPONSIBILITIES

#### Commercial Legal:

- Drafting, review and negotiation of complex international contracts such as Contract for IT Services, Banking services, Software licensing agreement, manpower hiring, Temp-permanent staffing, Master Service Agreement, Teaming Agreement, IT Procurement Agreements, sub-contracting agreement, EULA, NDA, Power of attorney, Buy-side contracts, Sale – side contracts, Subscription agreements, Amendments and term renewals, etc.
- Routine and strategic advisory support to business teams on various contractual queries
- Conducting contract analysis to identify potential areas of risk and conflicts.
- Handled complex vendor contracts, work orders, Statement of Work, Consulting Services Agreement, Staffing agreements, SaaS (Software as a Service )agreements, Leave and license Agreement, Teaming Agreements, Engagement Letter, Letter of Intent, MOUs to cater CSR requirements, Engagement Letters of Auditor, Engagement with educational institutes,
- Review and redlining and abstraction of various commercial and technology contract
- Supporting implementation of new contracting policies and procedures for evaluating risk and approving contracts,
- Advisory on implication of different clauses in the agreement and other aspects related to agreement, new statutes/rules/regulations.
- Pre-contract data gathering and analysis of business terms and conditions,
- Identifying key contract terms in deals and issues requiring escalations, designing risk mitigation matrix,
- Handling Contract Management Tool, uploading contract abstracts Managing MSA, SOWs, Amendments, supporting end-to-end contract life cycle
- Developing contract template and assisting in developing standard contract templates for procurement and other functions like operation, customer service, finance, IT, HR, admin, etc.
- Manage end-to-end contract process, supporting stakeholders with appropriate business templates, review, negotiate and approve contracts in accordance with business terms and conditions,
- Identifying applicable provisions and advisory on GDPR, PDPA and data privacy compliance requirements.
- Ensuring timely management of contract expiry, renewal, amendments, and monitoring alerts on CMS tools
- Research on the applicability of particular modification/change in law/statute to client, providing brief notes on same, sending periodic reminders to apply changes if needed.

## CERTIFICATION

Diploma – Fintech Law – 2020

Ethical Alliances and compliance

## ATTRIBUTE

Strong drafting and communication skills

Ability to handle complex issues

Ability to innovatively approach legal issues to achieve corporate strategic objective.

Excellent administration, project management and document management skills

Able to work under pressure and meet tight deadlines

Able to operate independently and make decisions with minimal supervision

Able to quickly grasp diverse and complex issues

### Employment Legal/ Labour laws:

- Drafting/review HR policies, employee handbooks, Employment Agreements, termination letters, relieving letter, experience letter, NDA, non-compete arrangement, etc.
- Policy harmonization project support (in-sourcing, out-sourcing and redundancy/ change of management, exit of senior leader).
- Labour law advisory on PF, Gratuity, Shops and Establishments Act, and other applicable labour laws
- Drafting Documents relating to Compensation and Benefits to have appropriate legal framework such as Company Guest house, Housing Lease, terms & conditions for car owned by the company and Car Lease arraignments.
- Sharing guidance note/ draft plan of action with management considering upcoming legal amendments, (which has impact from compliance perspective) to clients.
- Drafting/review of templates (employment contracts, termination letters, undertakings and other employee correspondences).
- Advisory on non-solicitation requirements and hiring of candidates falling under non-solicit arrangement.

### Investigation, Ethics and Compliance:

- Conducting internal investigations including disciplinary matters, disrespectful behavior, retaliations, whistle blower, data breach, fraud, sexual harassment, POSH investigations, misconduct, ethics and compliance related other investigations, etc.
- Preparing summaries basis the investigation
- Preparing investigation report

### Corporate Secretarial Support:

- Drafting notice, agenda, and minutes of Board meeting, Annual General meeting, extra ordinary General Meeting
- Support to Annual filing of applicable e-forms with ROC
- Providing updates on modification, new requirements etc. under Companies Act, RBI compliances, FEMA, etc.
- Co-coordinating with Auditors, Practicing Company Secretary with respect to annual compliance, filing of Financials, Annual Return, FLA etc.
- Support in appointment of new directors to obtain DSC, DIN
- Drafting Directors' report, Directors' responsibility statement, other supplementary documents as per the requirements
- Drafting Annual Compliance calendar with tentative deadline setting to ensure timely compliance.
- Drafting/ review of CSR Annual plan and drafting CSR contribution strategies

### Litigation:

- Manage engagement and budget for external legal law firm/ counsel.
- Settling various third party claims with the help of external lawyers.

### Other Activities:

- Developed online training modules for Procurement and Business development team on contract management.
- Supporting audit requirements of the company
- Developed in-house automated compliance tool to monitor, comply, escalate, report, and populate RAG gating to regulatory and statutory compliances.
- Contribution in BCP (Business Continuity Planning) and ISO audit activities