KAMAL SABOO

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| **PROFESSIONAL SYNOPSIS** |

* LLB and Company Secretary, with 14 + years of experience in end- to-end Corporate Legal & Company Secretarial functions.
* Experience in various industries such as **FMCG -Alcoholic Beverages (US), FMCG-Hygiene & Cosmetics (Europe), FMCG- Consumer durables & Food (Indian MNC) and Non-Banking Finance Company ( Indian)**. Experience of working in Different cities and Courts in India **(Hyderabad, Chennai, Banglore, Delhi/ NCR and Mumbai).**
* Expertise in Core Legal, Litigation, Contract Management, Statutory & Policy Compliances, and Company Secretarial Function.
* Experienced in leadership roles and team management and have been in India and South -east Asia Legal Counsel Role.
* Experienced in cross border transactions and working in Joint venture (Indian and US management)

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| **ORGANIZATIONAL EXPERIENCE** | | | |
| **Period** | **Company** | **Designation & Reporting** | **About Industry & Company** |
| April 2015 onwards | **SCA** Hygiene Products India (P) Limited (**European MNC**) | India Legal Counsel and Company Secretary – ***Reporting to MD and GC MIEA- Germany*** | ***Hygiene & Cosmetics Products (FMCG);*** Brands- **Libero Diapers and Baby Toiletries,** TORK soaps and Dispensers, TEMPO and TORK toilet tissues & hand towels and TEMPO hand Sanitizers and TENA Adult Diapers in India. |
| February 2014 till march 2015 | **USHA** International Limited (**Indian MNC**) | Legal Counsel (GM band) (South- East Asia)- ***Reposting to Group GC and CS*** | ***Diversified business ranging from Consumer durables, Home appliances, Auto components and Sugar Industry***; Brands- **USHA Fans, Air Coolers, Sewing Machines** and other Home Appliances. |
| December 2008 To February 2014 | **Anheuser- Busch InBev India** ***(US MNC and JV)*** | Legal and Chief Compliance officer and Company Secretary- ***Reporting to India CEO and VP legal- China*** | **FMCG/Alcoholic Beverages**; **largest** **Beer** Company and one amongst the **Top 5 FMCG Companies** in the world. B**rands are** **Budweiser, Tennant’s, Becks, leffe, Hoegaarden, Stella** etc. AB InBev operated in a **Joint Venture** with Indian Partner- ***RJ corp*** at **Gurgaon ( NCR Delhi)** and also have 100 % **owned subsidiary operations.** |
| June 07 – Dec 08 | **Own Consultancy and association with P. Murali & Co., Chartered Accountant, Hyderabad** | | |
| May 2002 To June 2007 | **Escorts** Finance Limited and its group Company Capital Factors and Asset Reconstruction India Limited | Asst. Manager ( Legal- Asset resolution group)- **Reporting to Director Legal** | **Non- Banking Finance Company**; CFR is an Asset Reconstruction company, promoted by Escorts Group. **Worked with-in a team of 60 lawyers and company secretaries providing litigation services**. |

**Key Legal Functions:**

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| 1. **Litigation Management:** |

* Handled the NPA recovery and distributor default cases through legal proceedings. **Cases** filed **Under Sections 138 of NI Act, 406, 415, 420 of IPC in Chennai and Hyderabad Courts. Have appeared in MM courts of Delhi, Gurgaon, Mumbai.**
* Experienced in Leading a team of 5 people and handling **more than 500 court cases in Escorts Finance Limited.**
* Formulating legal strategies representing companies as Complainant before Courts / Quasi–judicial authorities / Police authorities / Government department.
* Represented the Company (and client companies while working with Escorts group) in against cases filed under Consumer Protection Act, IPC. **Appeared in High Courts of A.P., TN, and Delhi.**
* Negotiating with high profile Defaulters for settlement of recovery cases.
* Working with outside Advocates for effective handling of cases and making strategy for filing the cases.
* While in Escorts Group, Important Portfolios handled includes ***Telcon, Escorts Ltd., Mashreq Bank, Emirates Bank, Rallis India Ltd., Avery India Ltd., Videocon International, Colgate Palmolive, Indag Rubbers, Crompton greaves, EDDAL, Escorts Construction Equipment Ltd., GMAC financial services India Ltd apart from Escorts Finance Ltd.***
* **Civil Litigation** – Recovery suits and filing execution matters in Arbitration. Handled the land dispute litigation related to Manufacturing Plant.
* **IPR litigation-** Handled the Trade Mark infringement cases (for and against) and worked with Designated Senior Counsels in Delhi High Court.
* **Tax Litigation-**). Filing of Writ Petitions in Taxation matters (**Service Tax, VAT and Customs cases) in Andhra Pradesh Hight Court.**  Handled the investigation by Director General of Central Excise Intelligence and subsequent court cases.
* **Compounding of Offences with Company Law Board.**

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| 1. **Compliance Management:** |

1. **Policy Compliances (Anti Bribery Policy, Investigation Etc.)**

* Worked with one of the big 4 taxation firm providing forensic services for formulating **Anti-Bribery Policy** for India Business In **AB InBev.**
* Laid down procedure of Vendor Due-Diligence and worked on cases involving potential violation of code of business conduct and anti- bribery policy of the business. **Training of employees on FCPA and Business Code of Conduct and Ethics Policy.**
* Laid down the Policy on **Prevention of Sexual Harassment of women at workplace. Experience of being Part of the Internal Complaints Committee** and handling the investigation in the policy violation cases.

1. **Statutory Compliances**

* **In SCA Hygiene, Implemented IT based Statutory Compliance solution (Legatrix)**  for Business- connecting Corporate Office, Branches and Manufacturing Plant on a common Compliance Platform.
* **In USHA International, Led the project of IT based Statutory Compliance Tool (Legatrix)** for Company’s more than 140 business sites in India, Srilanka and China.
* **Streamlining the Legal Metrology related Compliances and Compounding of the offences under legal metrology.**
* **Labour Law compliances** and appearing in labour commissioner office for various labour law related matters.

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| **3. Contract Management, JV & Business Restructuring:** |

* + 1. **Routine Business Contracts:**
* **Drafting, negotiating and vetting of various types of contracts** like Purchase Agreement, Dealer/Distributor Agreement, OEM Agreements, CSR agreements (including Bhutan, Nepal and Srilanka), Sponsorship agreements, Media agreements, Marketing & Advertisement Agreement (agreements with the Celebrities) Sponsorship agreement in the field of sports like IPL & ISL, Service Agreements, Vendor Agreements, International Sourcing Agreements, NDA Contract Manufacturing agreements & lease agreements other routine agreements.
* Working with Business leaders and advising on legal aspects of commercial terms and conditions of the above mentioned contracts.

Ii **Special Contracts (Business Restructuring, Joint Ventures and Funding Contracts):**

* + - Handled the***business restructuring in India,*** *post merger of Anheuser Busch Inc. (USA) and InBev’s(Belgium) ( Now called AB InBev) at global level in 2008.*
* *Actively Involved in drafting and n****egotiating on Technology and Trade Marks License Agreements*** *of various Beer brands between AB InBev and Indian Joint Venture operations of EX- InBev.*
* ***Designed and drafted in Agreement the Tax efficient Business Structure*** *between AB InBev’s Joint Venture and wholly owned operations while complying with the JV agreement and Local State Laws pertaining to Alcohol Industry.*
* **Designed and drafted** in Agreement the **Funding Model of Joint Venture** keeping in view negotiated terms between JV Partners. **Drafting and Vetting of various Agreements** such as International agreements pertaining to Trade Marks and Technology Transfer agreements.
* Designed and Drafted **Asset sale agreement** against deferred payment system proposed to be made against issue of equity shares.
* Work with external counsels for **JV agreement for establishing JV in Vietnam and Share Purchase Agreement for Srilanka.**

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| **4.Company Secretarial Function:** |

* Conducting Board Meetings (with **Independent Directors on Board**), Preparing Agenda, Minutes etc.
* General Meetings, preparing Agenda, Notices and handling other **Company Secretarial Function**.
* Filing of various forms with MCA.
* Compliances of Listed companies ( BSE & NSE) while working with P. Murali & Co.
* Pre-IPO documentation.
* Equity infusion and FEMA related compliances.
* Working with RBI on various approvals for business venture in Srilanka and Bhutan.
* Winding-up of the Company.

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| * 1. **Miscellaneous legal Function:** |

* Trade mark registration filing.
* Design registration filing.
* Advising business on routine legal matters arising out of day-to-day function.
* Represented company before MIDC and other statutory bodies of land allotment and registration of land.
* Factory closure.

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| **ACADEMIC QUALIFICATION** |

* Company Secretary from Institute of Company Secretaries of India, (ICSI)
* LLB from Osmania University Hyderabad (A.P.)
* Passed M.Com from Jiwaji University, Gwalior (M.P.)
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| **PERSONAL INFORMATION** |

Name of the Father : Mr. Niranjan Das Saboo

Date of Birth & Age : 8th March 1979

Marital Status : Married

Languages known : English, Hindi

Present job location : Mumbai

Willing to relocate : Yes

**Kamal Saboo**