**Swati D Desai**

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**SENIOR- COMPANY SECRETARY**

An dedicated analyst with expertise in strengthening companies to lead in highly competitive situations

Location Preference: Mumbai / Ahmedabad / Baroda

**PROFILE SUMMARY**

* A strategic professional with **over 16 years** of experience in implementing secretarial & legal policies
* Gained exposure in managing **company law affairs** and participating in company’s amalgamation, joint ventures, stock market listing & **delisting, issue o**f debentures and others as In-charge of other departments besides Secretarial department
* Proficient in ensuring compliances under Corporate Law, Listing Agreements, SEBI Regulations, and Stock Exchange policies
* Proven skills in vetting all legal documents required for IPOs, company delisting, external parties liaisons & statutory audits
* Manage the legal department
* Track the court cases and liaised with Solicitors
* Initiate the liaison office in CIS countries and in South Africa; monitore the expenses incurred in the international

markets under various heads

* Excellence in leading the entire secretarial work entailing appoints of independents directors, Board & Committee Meetings, compilation of MOM, dissemination of circulars, conduct of postal ballots, compliance with applicable laws in force and so on.
* Skilled in liaising with government depts., regulatory authorities & external agencies including SEBI, Banks, Financial Institutions & so on .
* Expertise in implementing Corporate Social Responsbility u/s 135 of CA 2013 and in charge of the CSR department
* Experienced in laisoining with Internal Auditors, the respective departments and the Audit Committee
* An enterprising leader with skills in leading personnel towards accomplishment of common goals

**CORE COMPETENCIES**

**Company Secretarial Operations Corporate Social Responsibility Legal Operations**

**Documentation & Vetting Statutory Complaince Company Listing & Delisting**

**IPO/ Debentures Issue Board Meetings Stakeholders Management**

**Internal Audit (liasoining) Reporting/ Internal Communication Banking**

**ORGANISATIONAL EXPERIENCE**

**Sep’15- Nov’15 with one of the Tata group Companies (NBFC), Mumbai as Deputy VP – Secretarial Department**

**Key Result Areas:**

* Led in implementing the Prohibition of Insider Trading Regulations, 2015
* Executed background work for the new SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015

**Highlight:**

* Planned and managed the entire process of issue of Debentures
* Attended all Committee and Board meetings and circulated the agenda and minutes

**Feb’07- Aug’15 with SICOM Limited, Mumbai as Company Secretary**

**Key Result Areas:**

* Managed the Board & Comittee Meetings & processes and generated MOM & Board’s Report
* Worked on the compliance pertaining to appointment of Independent Directors and code of conduct
* Monitored the subsidiaries and related party transactions
* Worked in coordination with accounts department to assist in matters of CA 2013
* Participated in appointment of Statutory, Internal & Secretarial Auditors and defined their scope
* Gathered insurance details from the funds department, analysed the same and reported weekly to management regarding insurance of companies to whom loans are sanctioned
* Generated weekly & monthly reports and shared with the management to update them on the status of the implementation of the directions of the Committee &/or Board
* Worked on Bills discounting portfolio of INR 500 crores; checked the documentation for sales and purchase bills discounting facilities
* Reviewed bills discounting agreement, personal guarantee, creation of equitable / registered mortgage, invocation of bank guarantees & so on
* Circulated all IA reports, gathered replies and shared the same with the Management and Audit Committee
* Structured, drafted & vetted various legal documents
* Developed policies, procedures and code of conduct for the organisation and ensured due compliance on the same
* Formulated action plan for corporate activities involving feasibility study and other such as future projections and profitability analysis

**Highlights:**

* Appointment of Statutory Auditors pursuant to Section 139 (5) Ensured the implementation of Companies Act, 2013 & Applicable Rules 2014 and RBI compliance for NBFCs relating to directors
* Conducted Postal Ballot as per the CA 2013
* Implementation of Secretarail Standards, effective from July 01, 2015
* Formed CSR committee, drafted and implemented the terms of reference of the committeeIncharge of CSR department and built liaisons with IIT Powai & IIMs for incubating. Finalised the terms for funding and naming of the “SINE- SICOM” building.
* Led the Secretarial Department singlehandedly despite increase in PAT from INR 25 crores in FY 2007 to INR 195 crores in FY 2013
* Managed compliance of minimum capitalization norms prior to transfer of shares to foreign shareholders and complete the transfer within the stipulated time period despite multiple agencies involved in the process
* Successfully organized yearly approx. 32 meetings including Board & Committees; planned the meeting, sent the notice, ATR, prepared the agenda drafted minutes and shared the decision of the Board/ Committees through circulars
* Monitored the audit by Practicing Company Secretary and resolved all the queries raised during the audit
* Maintained various documents of the company as a custodian
* Participated in reviving of the subsidiaries in the 1st year of their revival involving bifurcation of assisted companies to be handed-over

**PREVIOUS EXPERIENCE**

**Apr’05-Jan’07 with Macleods Pharmaceuticals Limited, Mumbai as Company Secretary**

**Highlights:**

* Worked on appointment of Lead Managers to the issue, liaised with them for the IPO, complied data for the IPO and ensured timely handover of the data to the Lead Managers
* Coordinated with various other agencies like R&T, printers and others for the IPO
* Managed the legal department in the absence of Legal – HOD
* Tracked the court cases and liaised with Solicitors
* Filed and Won cases for registered trade marks.
* Initiated the liaison office in CIS countries and in South Africa; monitored the expenses incurred in the international markets under various heads
* Coordinated with bankers for negotiating for interest rates & credit of daily collections rates and account transfers
* Obtained DSIR permissions for yearly deductions under Income Tax Act

**Sep’04- Apr’05 with Parekh Platinum Limited, Mumbai as Company Secretary**

**Feb’03-Jul’03 with Bhansali Engineering Polymers Limited, Munbai as Dy. Company Secretary**

**Highlight:**

* Managed secretarial work for 4 listed companies and 5 unlisted companies including convening of Board Meetings and other routine secretarial matters

**Jun’01-Jan’03 with Remsons Industries Limited, Mumbai as Company Secretary & Compliance Officer**

**Highlights:**

* Worked as Secretarial In-charge for 2 listed companies and 6 unlisted companies including convening of Board Meetings and other routine secretarial matters
* Participated in delisting of the company's shares from 2 out of 5 Stock Exchanges in India

**Sep’98-Mar’00 with UTV Software Communications Ltd., Mumbai as AM- Legal/Company Secretary - UTSM**

**Highlights:**

* Worked as a group resource for 17 companies - Legal & Secretarial
* Successfully won a contempt of Court Petition in the High Court, filed by the company

**May’97-Jun’98 with Ashapura Minechem Limited, Mumbai as Deputy Company Secretary**

**Highlights:**

* Prepared applications to the ROC under various sections of the Companies Act, 1956, like 297, 372, 370 & RBI for obtaining permissions for the joint ventures
* Worked on amalgamation of the group Companies u/s 391 to 394 of the Companies Act, 1956

**ACADEMIC DETAILS**

2002 ICSA from ICSA, London

1996 ICSI

1993 LLB , Mumbai

1990 B.Com. Mumbai

Date of Birth: 18th March 1970

Languages Known: , English, Hindi & Gujarati

Address: D-301, Vivek Apartments, Besant Road, Santacruz (West), Mumbai - 400054 , India