

JOB SUMMARY

The Company Secretary and Legal Head is responsible for overseeing the company's corporate governance, legal affairs, and regulatory compliance. The role ensures adherence to statutory and regulatory requirements while providing strategic legal advice to the Board of Directors and senior management. This position also manages board processes, corporate documentation, and legal risk to support effective decision-making and safeguard the company's interests.

KEY ROLES AND RESPONSIBILITIES:

1. Corporate Governance & Board Advisory

- Serve as the primary governance advisor to the Board of Directors and Board Committees.
- Ensure compliance with the Company Act, Securities regulations, and corporate governance frameworks.
- Organize and manage Board Meetings, Committee Meetings, and Annual General Meetings (AGMs).
- Prepare board agendas, briefing materials, and resolutions and ensure effective documentation of board decisions.
- Monitor implementation of board decisions and maintain governance records.
- Advise directors on fiduciary duties, regulatory obligations, and governance best practices.

2. Legal Strategy & Risk Management

- Lead the company's legal strategy and risk management framework.
- Identify and mitigate legal, contractual, regulatory, and reputational risks across all business operations.
- Provide legal opinion on investment transactions, partnerships, corporate restructuring, and strategic initiatives.
- Ensure proper legal structuring of investment deals, joint ventures, and portfolio investments.
- Manage litigation risk and coordinate with external legal counsel when required.

3. Regulatory Compliance & Stakeholder Relations

- Ensure compliance with all applicable laws including Company Act, Securities regulations, investment laws, and corporate governance standards.
- Act as the company's primary liaison with regulatory bodies and statutory authorities.
- Monitor regulatory developments affecting the investment and capital markets sector.
- Implement internal compliance policies and procedures to ensure adherence to regulatory frameworks.

4. Corporate Documentation & Legal Administration

- Maintain statutory records, company registers, and legal documentation.
- Draft, review, and negotiate contracts, shareholder agreements, investment agreements, and commercial arrangements.
- Oversee legal documentation for investment transactions and corporate actions.
- Ensure proper documentation of corporate approvals, resolutions, and regulatory filings.

5. Investment & Transaction Support

- Conduct legal due diligence on potential investments and partnerships.
- Review legal aspects of portfolio investments, venture deals, and asset acquisitions.
- Ensure that investment agreements protect the company's interests and comply with regulatory requirements.
- Support the investment team in structuring legally sound transactions.

6. Cross-Department Legal Support

Provide legal guidance to internal departments including:

- Finance and Accounts Department
- Ventures Department
- Human Resources Department
- Research Department

Ensure all operational activities are conducted within the legal framework of Nepalese law.

QUALIFICATIONS, EXPERIENCE AND SKILLS:

- Master's Degree in Law.
- Minimum 3-5 years of experience in corporate legal practice, preferably in a public company, financial institution, investment company, or corporate law firm.
- Strong understanding of:
 - Nepal Company Act
 - Corporate governance frameworks
 - Contract law and corporate law
 - Securities market and investment regulations
- Excellent legal drafting and documentation skills.
- Strong analytical and risk-assessment capabilities.
- Ability to advise senior management and the Board.
- Effective stakeholder communication and negotiation skills.
- Fluency in English and Nepali (written and spoken).
- Strong legal research capabilities.