



Chartered Secretaries Singapore

Good Governance Guides

Index

- 1 *Company Secretaries***
 - 1.1 *Role***
 - 1.2 *Duties & Responsibilities***



Good Governance Guide: No 1.1

Category: Company Secretaries
Subject: Role
Source: Chartered Secretaries Singapore

The Company Secretary plays an important role within the corporate board and the company.

The Company Secretary has wide ranging responsibilities as a senior corporate officer, serving as the focal point for communication with the board of directors, senior management and the company' stakeholders. This is in addition to the Company Secretary playing a key role in the administration of important corporate matters. Often, the Company Secretary is the confidant and counsellor to the Board of Directors, Chief Executive Officer and members of senior management.

The role of the Company Secretary is as follows:

a. Advisor to the Board of Directors

To advise and assists the members of the board with respect to their duties and responsibilities as directors and compliance with their obligations under the Companies Act, Stock Exchange requirements and issues on corporate governance.

To act as a channel of communication and information to executive and non-executive directors.

b. Controller of Management Functions

To ensure that the board's decisions are properly implemented and communicated by assisting in the implementation of corporate strategies and policies

c. Corporate Governance and Compliance Officer

To ensure proper compliance with all relevant statutory and regulatory requirements.

d. Corporate Communications

To communicate with the stakeholders of the company as appropriate so as to ensure that due regards are paid to their interests.



Good Governance Guide: No 1.2

Category: Company Secretaries
Subject: Duties and Responsibilities
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The Company Secretary, being an officer of the company, is required to ensure that the company complies with its legal obligations.

It is of great importance that company secretaries are aware of their duties and potential liabilities as an officer of the company. The core duties and responsibilities of the Company Secretaries are as follows:

- a. Corporate Governance matters
- b. Director/Officer/Shareholder matters
- c. Compliance/Regulatory matters