



MAURITIUS SHIPPING CORPORATION LTD

SCHEME OF DUTIES

Position: Company Secretary (Contractual/Part Time)

Remuneration: Negotiable

Qualifications:

The company secretary shall be -

- a) a law practitioner or
- b) a person who is a member of the following professional bodies:
 - i. the Institute of Chartered Secretaries and Administrators of the United Kingdom; or
 - ii. the Chartered Institute of Management Accountants of United Kingdom; or
 - iii. the Institute of Chartered Accountants in England and Wales; or
 - iv. the Institute of Chartered Accountants of Scotland; or
 - v. the Institute of Chartered Accountants of Ireland; or
 - vi. the Association of Chartered Certified Accountants; or
 - vii. the Institute of Chartered Accountants of India; or
 - viii. the South African Institute of Chartered Accountants.
- c) Having proven experience as Company Secretary

Duties:

1. Responsible for keeping Statutory Records

The safe-keeping and updating of the following statutory books and records of the Company.

- Constitution of the Company
- Copy of shareholders' meetings minutes book
- Copy of Board of Directors' meetings minutes book
- Register of Directors and Secretary
- Register of Directors' Interests
- Register of charges & Debentures
- Register of shareholders - identifying beneficial owners

2. Compliance - Filing of documents with Regulatory Bodies

- The filing of the company's annual financial statements with the Registrar of Companies within the prescribed time limit.
- The filing of the Annual Return/ No Change Return within the prescribed time limit with the Registrar of Companies (ROC)
- Filing statutory returns and forms with the relevant authorities, as required; i.e. the Registrar of Companies, the Financial Reporting Council, etc.



- Payment of Annual Registration Fees to the ROC

3. Administrative Services

- Preparing, circulating and ensuring that the Directors'/ Shareholders' written resolutions are signed by all directors/shareholders.
- Preparation of Secretary's certificate for inclusion in the Audited Financial Statements.
- Liaising with the auditors and provide them with all necessary information they may require.
- Liaising with regulators and authorities whenever required i.e. Registrar of Companies, Financial Reporting Council, Registrar-General, etc.
- Signature of Share Certificates.
- Certify copy of company's documents.
- Approval of loans/banking facilities granted to the Company.
- Opening of additional bank accounts.
- Changes in bank signatories

4. Board Meetings/ Sub Committee Meetings

- Attending Board Meetings and Sub- Committee Meetings of the Company.
- Preparing agenda with Chairman and Board papers with Management or any office designate for the organization of meetings one month prior to meeting.
- Ensuring that one week before meeting the notice, agenda and board/committee paper are sent to directors and attendees.
- Attending the meeting and take the minutes of proceedings of the meeting.
- Send a draft of the minutes to the Chairman or any officer designate to vet the minutes 5 days after the meeting.
- Providing the Board of Directors with guidance as to its duties, responsibilities and powers.

5. Corporate Governance

- Ensuring that the eight principles of the Code of Corporate Governance are implemented.
- Ensuring that all documents which are requested by the code to be put in place have been approved by the Board.
- Ensuring that the Corporate Governance Report is filed with the Financial Reporting Council.

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6. Other Services (Upon Mutual Agreement)

Date: July 2024