



## Neerja Sharma

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Hero MotoCorp

### What encouraged you to become a CS?

I was guided by one of our close family friends who suggested that I pursue the profession of CS based on my interest in corporate law and the fact that I hated anything to do with maths 😊

### How do you deal with shareholders grievances at the AGM (including those that could not be responded to during the AGM)?

I believe that if one keeps responding to shareholders on a regular basis and ensures a high level of shareholder service, there cannot be many issues that will get raised at the AGM. Besides this, for the queries that get raised closer to the AGM, it helps to speak with the shareholders besides a formal written response and if needed, also making them speak with colleagues from other functions like finance, as several times, the queries may be related to the balance sheet. In case there is still something that doesn't get addressed at the AGM, it is important to follow the same process as was followed before the AGM.

### Is it important to connect with IDs between meetings? If so, how do you do it?

For organisations to develop and grow, it is extremely vital for them to fully leverage their Board members beyond the Boardroom. With their diverse knowledge and experience, Board members bring in a different perspective that not only helps in making more informed decisions, but also often times, help us in serious problem solving. Staying connected with them beyond Board meetings, also helps improve the engagement of the Board members. Given the role that they play, Company Secretaries are best placed to ensure the connect with the directors.

For as long as I can remember, I have always reached out to the IDs for their support and views, especially for corporate transactions like capital raise, M&A, issues related to corporate governance etc.

In addition, it helps to leverage a particular skillset of a Board member for specific needs. For eg., a Board member with a strong HR background can help provide guidance on people related matters or someone with a strong tech background can help guide the team on specific technology related issues.

CS plays an important role in providing this interface.

## Considering the increasing demands made on a CS, how do you manage your time?

I am certainly no role model when it comes to managing time! Having said that, I think it is absolutely critical to plan well in advance, have a well organised repository of everything one needs to perform one's role, invest in appropriate systems and to ensure that one has a good team. In addition to being aware of the continuously changing regulatory landscape, it is important to also raise the level of awareness of the same within the organisation and to set expectations from one's colleagues. All of this, I believe, contributes to ensuring one's success.

## What good practices, not prescribed by law, have you put in place?

Have captured below some of the practises:

- Work with the Chairman in setting the agenda to ensure that a substantial part of the Board meeting time is utilised for business updates and discussion and less time is taken up for procedural stuff.
- Have strong SOPs for shareholder query management to ensure better shareholder service, uniformity and better controls.
- Conduct shareholders' survey to receive feedback on services and to improve the same.
- SRC – Investor Relations team regularly interacts with the SRC enabling it to finetune its priorities, besides regular updates related to retail shareholder management.
- The scope of the CSR committee has been expanded to include 'sustainability' so as to ensure that it gets direction right at the Board committee level.
- Strong induction program for Board members, including plant visit, as well as interaction with key functional heads, besides updates on relevant regulatory changes.
- A review of work done vs. the terms of reference of all committees is presented annually to the respective Committees for review.

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