



Sneha Padve
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1. Is it important to connect with Directors between meetings? If so, how do you do it?

Yes, absolutely. It is very important to connect with Directors between meetings. This not only helps the Directors understand our Company better, but also helps build stronger relationships.

While communication channels between the Directors and the management are always open, we also have a structure around it. We organize several sessions for the Directors throughout the year. These pertain to technology transformation initiatives, regulatory updates, updates on business matters, alignment on key issues etc. We get the relevant business and functional heads to meet with the Directors during these sessions. Besides, we also send regular email updates on important projects or developments.

2. How does your company ensure engagement with stakeholders?

Birlasoft has identified a list of key stakeholders that impact current business, and will continue to be a core part of our long-term business strategy. Primary stakeholders are those who have a direct stake in the project, such as customers, employees, suppliers, and local communities. Secondary stakeholders are those who have an indirect stake or influence, such as NGOs, governments, media, and investors.

We continuously engage with these stakeholders in a transparent and effective manner, as below:

- Shareholders & Investors - AGM, Investor presentations, Investor Conferences, Analysts' calls and meets, Press Releases, Mails.
- Employees - Surveys, Group Discussions, Online communications, Emailers, Newsletters, Volunteering opportunities, Festivals and other celebrations, Wellness sessions, and leader sessions.
- Customers & Vendors – Business Review meetings (online & offline), Surveys, Direct communication and Mails.
- Implementing agencies (NGOs) - Mails, Online and Offline Meetings and Site visits.
- Communities - Online and Offline connects, Emails, Phone calls, Collaterals, Printed materials, Workshops, Door-to-door visits and Announcements.

3. What do you do to ensure that tabled items are minimum?

At Birlasoft, we have implemented a dedicated secure Board Portal to circulate the Board agenda, papers and presentations to the Directors. This allows directors to access documents securely and efficiently through their hand-held devices, laptop, iPads and browsers. Documents containing UPSI are circulated closer to the meeting.

Our agenda has various categories to streamline the flow of the meeting. For instance, we group routine items into an operational matters category, so that it can be approved swiftly, saving time for more critical discussions.

The management, auditors, etc. have pre-meeting discussions with the Board and Committees' chairpersons to take them through the agenda and seek guidance on any additional information that may be sought.

4. What steps have you taken to ensure effective corporate governance practices within your company?

One of the key steps that we have taken is towards automation. We have implemented multiple tools in partnership with third parties to cater to different areas viz., Insider Trading Compliance Management Solution, Board portal, Global compliances management tool, ERM tool, etc.

Secondly, we use various forums, conduct campaigns, take awareness sessions,

get external speakers, send email advisories to reinforce culture of compliance. We have also mandated annual training modules for employees covering topics such as Insider Trading, Code of Conduct, POSH, Information Security, Risk Management, etc.

5. What are the ways to create a balanced and effective collaboration with senior management and Board members?

The Company Secretary (CS) is the primary communication link between the Board and senior management and should make sure that both parties are well-informed about each other's activities, decisions, and concerns. He/She should keep track of open action items so that they are closed by the management within committed timelines. The CS should help both the Board and senior management understand their roles and responsibilities.

The CS should ensure that Board members have access to internal & external auditors and facilitate their meetings independent of management.

It is also very important that the CS acts neutrally, builds trust with the Board members and the senior management by demonstrating integrity in all dealings.

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