



Company  
Matters

# Company secretarial services

Company Matters offers a complete range of company secretarial services for all entities.

Combining a well developed understanding of good corporate practices with an in-depth appreciation of a company secretary's role, yields a unique service we offer clients.

Our principal areas of work include:

- ASX/ASIC compliance
- board meetings
- corporate governance
- general meetings
- stakeholder communications
- statutory register maintenance
- statutory reporting

Having their own priorities and systems, each organisation is different. And every company secretary takes a different approach. Our experienced team provides tailored assistance to deliver practical and effective solutions.

Depending on your own internal resources, we can be instructed on an ad-hoc or fixed term basis or can assume the statutory appointment of company secretary. Our philosophy is simple: to be as flexible as our clients require and as cost effective as they demand.

A growing number of clients is testimony to our dedication and professionalism.

## Select legal services

Company Matters is an incorporated legal entity, offering clients a select range of corporate and commercial legal services.

Our principal areas of work include:

- company law
- contracts and related commercial arrangements
- due diligence
- employee and executive incentive plans
- equity raisings (pre and post-IPO)
- legal and regulatory compliance
- managed investment schemes and licensing

We are committed to providing practical and timely advice for our clients, having an independent and resourceful approach to matters. Recognising that every organisation is different, we take pride in tailoring our assistance. Our philosophy is simple: to be as flexible as our clients require and as cost effective as they demand.

Our people continually strive to deliver quality solutions, to our growing number of clients.

We also offer clients a notary public service.

# Publish, proof and print

Company Matters offers clients a full range of effective communication and presentation solutions.

With perfection paramount, we produce high quality materials that successfully and continually generate our clients' desired responses.

Our principal areas of work include:

- design
- typesetting
- proof reading
- print and mail management

Documents most commonly produced in a variety of applications include:

- annual reports
- notices of meeting
- prospectuses
- information memorandums
- newsletters

Our processes and materials are as varied as there is choice. Our philosophy is simple: to be as flexible as our clients require and as cost effective as they demand.

In business, precision is essential. We provide creative and professional solutions which make THE impression that lasts forever.

# Our people

## Janine Rolfe

BEC LLB (Hons)

### National Manager

Janine has over 10 years' experience as a corporate lawyer and company secretary. Janine specialises in corporate law and employee and executive incentive plan drafting and has a strong, technical skill set which enables her to advise today's company secretaries.

Janine is the Company Secretary of three ASX listed entities: Tishman Speyer Office Fund, WDS Limited and Pryme Oil & Gas Limited. She is also the Company Secretary of charitable body, the Qantas Foundation.

Previously, Janine was a Company Secretary at Qantas Airways Limited where she was responsible for the day-to-day management of all public company issues arising within the Qantas Group. Prior to that, Janine was a Solicitor at Mallesons Stephen Jaques, working in the mergers and acquisitions and corporate advisory teams.

Janine is a Notary Public and a guest lecturer for Chartered Secretaries Australia.

## Tom Rowe

BA LLB (Hons) ACIS FFin

### NSW Manager & Head of Operations

Tom has 12 years experience as a commercial lawyer and is a chartered company secretary. With a focus on corporate transactions, Tom's experience includes IPO's, capital raisings, mergers and acquisitions together with general commercial and employment law.

Tom's experience in both in-house legal roles and as company secretary spanning ASX 100 and small cap listed companies together with listed and unlisted trusts gives him a skill set ideally suited to advising Company Matters' clients. Tom's role with Company Matters also includes managing the Company Matters' team in NSW.

Prior to joining Company Matters, Tom was Legal Counsel & Company Secretary for CSR Limited. His previous roles include as Legal Counsel & Company Secretary for Chandler Macleod Limited, a role in which he took the company through its listing on the ASX, and as an Associate Director with Allco Funds Management.

## **Sue Crook**

LLB BA MBA FCIS SF Fin

### **Victorian Manager**

Sue has more than 30 years experience in various senior corporate roles with organisations ranging from large listed multi-nationals to smaller unlisted, government sector, and not-for-profits. The past 15 years has been focused on corporate governance in company secretarial/legal roles.

Previously, Sue was the General Counsel & Company Secretary of ASX listed Australian Foundation Investment Company (AFIC) (as well as three other listed entities associated with AFIC). Prior to that, Sue was the Associate Company Secretary & Head of the Australian Secretariat at National Australia Bank. Sue has played an active role with Chartered Secretaries Australia (CSA) including as National President in 2004. In addition, Sue has been a Director of CSA's National Board, a Member of CSA's National Council and CSA's Victorian State Chairman. Sue continues to support CSA as a guest lecturer and a member of the National Legislation Review Committee.

Sue holds a Bachelor of Arts, Bachelor of Laws and a Master of Business Administration from Melbourne University. She is a Fellow of CSA and a Fellow of Finsia.

## **Emma Lawler**

BBus Grad Dip App Corp Gov FCIS

### **Company Secretary**

Emma has over 10 years' experience as a company secretary in the private and public sectors. Emma is primarily responsible for risk, compliance and related corporate governance matters within the practice.

Emma is the Company Secretary for Angus Knight Pty Limited & Assistant Company Secretary of Sydney Ports Corporation.

Previously, Emma was a Company Secretary at Westpac Banking Corporation where she was responsible for the day-to-day management of all corporate governance and company secretarial matters within the Westpac Group. At Westpac, Emma also had experience managing a regulatory affairs, risk and compliance team in BT Financial Group. Prior to Westpac, Emma consulted in company secretarial practice to a variety of private companies.

Prior to working as a company secretary in the private sector, Emma had a number of years experience in the public sector in company secretarial and policy roles, including as Company Secretary for the former State Rail Authority.

Emma is a guest lecturer for Chartered Secretaries Australia.

## **Sarah Prince**

BA LLB Grap Dip Corp Gov ACIS

### **Solicitor & Company Secretary**

Sarah has over 5 years' experience as a solicitor and governance professional.

Sarah is Company Secretary of two ASX listed entities: National Leisure & Gaming Limited and Viralytics Limited. She is also the Company Secretary of Palau Pacific Exploration Pty Limited.

Sarah has experience in company law, legal and regulatory compliance and additional equity raisings (for ASX admitted entities). Over the last few reporting seasons, Sarah has guided many clients through their statutory reporting obligations.

Previously, Sarah worked in the Board Advisory Services division of KPMG where she completed governance work for a wide range entities, including reviewing and drafting materials and performing individual and collective board and director assessments.

## **Swapna Keskar**

MCom LLB ACIS (Aust) & (UK) FCS (India)

### **Assistant Company Secretary**

Swapna has 8 years' company secretarial experience both in Australia and overseas. She specialises in compliance and related corporate governance matters.

Swapna is a Company Secretary of ASX listed Pryme Oil & Gas Limited. She is also the Company Secretary of the Australian entities within the global British American Tobacco Group.

Previously, Swapna was the Assistant Company Secretary of ASX listed Ainsworth Game Technology Limited. Prior to that, Swapna was part of a specialist company secretarial services team in India where she was responsible for the statutory registration and governance of 18 companies which included several listed entities.

Swapna is currently completing the Graduate Diploma in Applied Corporate Governance at Chartered Secretaries Australia.

## **Adrian Di Carlo**

BBus MBA CPA

### **Assistant Company Secretary**

Adrian has over 15 years' experience in commercial and accounting roles.

Adrian is Company Secretary of ASX listed Buru Energy Limited.

Previously, Adrian worked for Tethyan Copper Company, the resource sector joint venture between Barrick Gold and Antofagasta Minerals, where he was responsible for post acquisition activities, corporate accounting and business administration.

Prior to that, Adrian worked within the Wesfarmers Group, initially at Sotico (formerly Bunnings Forest Products) and then at CSBP Limited, the chemicals and fertilisers division of Wesfarmers. At Wesfarmers, Adrian worked in various accounting, systems and project management positions within the respective finance and administration divisions and then as a commercial manager within CSBP's chemicals division.

Adrian is currently completing the Graduate Diploma in Applied Corporate Governance at Chartered Secretaries Australia.

## **Michelle Leong**

BCom LLB

### **Solicitor**

Michelle is a Solicitor of the NSW Supreme Court.

Michelle has experience in company law, legal and regulatory compliance and equity raisings (both private and at IPO). In addition, she has organised numerous general meetings and assisted several ASX listed entities with their statutory reporting obligations. Michelle helps to manage the Publish, Proof and Print division of Company Matters.

Previously, Michelle worked within the share registry arm of Link Market Services Limited.

Michelle is currently completing the Graduate Diploma in Applied Corporate Governance at Chartered Secretaries Australia.

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*The Company Matters' team is committed to providing practical and timely advice for our clients, each professional having an independent and resourceful approach to matters. The team comprises practitioners with a range of company secretarial, legal and accounting qualifications.*