

COSEC DIRECTORS

A NEW DIRECTION FOR OVERSEAS BUSINESS IN AUSTRALIA



On 1 August 2016, CoSec Consulting became one of the first Australian compliance service providers to offer foreign domiciled clients the 'inside knowledge' of a local director with lifelong expertise in their trade.

Through a new company called **CoSec Directors**, the Melbourne-based consultancy has assembled a distinguished team of business professionals who will act as Resident Directors for locally registered companies with their sole shareholder based overseas.

These experienced executives have been handpicked for their strong corporate credentials, their compliance expertise, and – in particular – their knowledge of the biotech, IT, innovation and life science sectors in which CoSec has established a strong market position.

NO ADDITIONAL COSTS

The **CoSec Directors** service is available to all foreign domiciled companies that have established (or are planning to establish) subsidiaries or branch offices in Australia, for no additional fee beyond the competitive compliance charges levied by CoSec Consulting.

Clients that sign up to this service will be offered a shortlist of candidates with significant expertise in their specific industries, from which to select a director to represent their Australian business interests.

ROBUST RISK MANAGEMENT

As part of **CoSec Directors**, CoSec is also introducing a comprehensive new Risk Management Framework to provide further security and protection for our clients' Australian businesses. This includes a detailed quarterly appraisal of clients' financial and administrative operations, including a personalised questionnaire and follow-up interviews to identify any outstanding compliance or governance issues that may affect your company.

As part of our risk management process, your CoSec Director will be granted access to the full due diligence report undertaken at the start of your engagement with us. Their oversight will include quarterly reviews of your management accounts and financial reports, corporate registers, insurance policies, and any other documentation required to ensure your company is meeting all its regulatory and compliance obligations.

MULTIFACETED ADVICE

As well as providing core guidance on all governance and compliance matters, your CoSec Director will be able to offer a wide range of professional and advisory services, including:

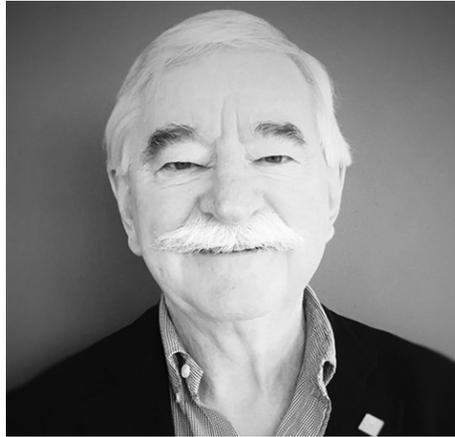
- Acting as the appointed director on record with ASIC
- Liaising with regulatory authorities
- Acting as the shareholder's representative to ensure adherence with all compliance protocols
- Signing documents for lodgement with ASIC, ASX and financial institutions
- Signing directors' circulating resolutions
- Providing strategic advice as required on all your business plans and Australian projects, and troubleshooting on any other relevant areas of your business.

CoSec Directors represents a new departure for Australian corporate services: a platform dedicated to providing authoritative, highly qualified directors who will create a solid foundation for high-potential foreign-owned companies in Australia.

For more information, please call +61 3 9419 7607 or email info@cosec.com.au for a confidential chat.

COSEC DIRECTORS

DIRECTOR BIOGRAPHIES



VIVIAN CLARK

BComm, MAICD, ICSA, FTI, CA

Vivian Clark has 25+ years of experience in Australia and Asia, including as a C-level executive leading tech IPOs on the Australian Securities Exchange and local IT M&A transactions. She holds a Bachelor of Commerce from the University of Newcastle, a Graduate Diploma of Corporate Governance, and is a Chartered Accountant and Fellow of the Institute of Taxation and is a member of the Institute of Chartered Secretaries and the Australian Institute of Company Directors.

Vivian is the Founder and Managing Partner of Venturetec Advisory and a member of the Venturetec Group and has held Chief Financial Officer and Company Secretary roles at both DWS Advanced Business Solutions and SMS Management & Technology. Alongside senior managerial positions at world-renowned companies Rio Tinto, Fordham Group, and Ernst & Young, Vivian was most recently the Associate Vice President of Pactera Technology Ltd overseeing acquisition integration and privatisation compliance.

MICHAEL FISHER

DipComm (Acctg), MAICD, CPA

Michael Fisher's corporate career spans over 30 years with significant experience in directorial and senior financial and management roles with a demonstrated capacity in the leadership of new start-up operations. As well as holding a Diploma of Commerce (Accounting), he is a CPA and a member of the Australian Institute of Company Directors.

Michael has held numerous directorial positions that have covered strategy and development, as well as financial, commercial, and business operations within Australia, New Zealand and Asia across a broad range of industry sectors including manufacturing, import and export, warehouse and distribution, retail and service environments. Among others, he has held positions as CFO, CEO, and Director in the Drake Group, Resident Director of Suzlon Energy Australia, senior management positions with the Skilled Engineering Group and most recently as CFO, Director, and Executive General Manager of Marque Consulting Group. Michael has also worked alongside federal, state, and local governments both in Australia and New Zealand.

LOUISE HICKS

LLB (Hons), BEc, FCIS, MAICD, Notary Public

Louise Hicks is a seasoned company secretary with 25 years of experience. She holds a Bachelor of Laws (Honours) as well as a Bachelor of Economics from Adelaide University, and is also a fellow of the Governance Institute of Australia, an associate of the Law Society of NSW, a Notary Public, and a member of the Australian Institute of Company Directors. She has also studied Advanced Leadership at London Business School.

Alongside her 25-year history in law, finance, human resources and corporate affairs, Louise has held many significant directorship positions. She was the Director and Audit Committee Chairman for the South Australian Superannuation Funds Management Corporation, Finance Director for Bilfinger Berger Services (Australasia) Pty Ltd, Chairman for Flinders Consulting Pty Ltd, and Deputy Chairman for the Resource Industry Development Board of South Australia. She has worked across not-for-profit organisations as well as in listed and unlisted environments.