Company Secretary interview questions

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What to expect

Company Secretary interviews test governance judgement as much as procedural knowledge. Panels typically include a board chair, general counsel or senior executive, and they probe how candidates handle regulatory pressure, confidential information and competing stakeholder demands.

- **Process:** Walking through how you run board meeting cycles, statutory filings or AGM logistics from start to finish.
- **Behavioural:** Past examples of handling compliance breaches, difficult stakeholders or governance disputes.
- **Scenario/judgement:** Hypothetical situations testing how you'd respond to a disclosure issue, board conflict or regulator query under time pressure.
- **Technical/regulatory:** Direct knowledge checks on the Corporations Act, ASX listing rules, ASIC lodgement requirements or governance codes.

Expect an opening discussion of your governance background and qualifications, followed by technical questions on corporations law and ASX obligations, then scenario and behavioural questions probing judgement and stakeholder handling, and a closing segment where you can ask about the board's structure and current governance priorities.

1. Walk me through how you prepare board papers and agendas for a board meeting, from initial request through to distribution.

Why they ask

This is core to the role and tests whether you have a repeatable, defensible process rather than an ad hoc approach.

How to structure your answer

Describe the process step by step: gathering input from executives, setting the agenda with the chair, drafting and formatting papers, quality-checking content, and distributing via board management software within an agreed timeframe.

Example answer

“I start by confirming the agenda with the chair and CEO around two weeks out, then chase paper owners for drafts a week before the meeting. I review each paper for consistency, flag anything needing legal or risk sign-off, and load the final pack into Diligent five business days ahead so directors have proper reading time. After the meeting I draft minutes within 48 hours and circulate them for comment before they go to the next meeting for approval.”

2. Tell me about a time you identified a compliance gap before it became a serious problem.

Why they ask

Tests attention to detail and proactive risk management, which is central to protecting the organisation from regulatory or legal exposure.

How to structure your answer

Use STAR: describe the situation, the specific gap you noticed, the action you took to investigate and fix it, and the result, including how you prevented recurrence.

Example answer

“While reconciling the statutory registers ahead of an audit, I noticed a director's interest disclosure hadn't been updated after a change in their other directorships. I flagged it immediately, updated the

register, and confirmed the change didn't trigger any related-party disclosure issues under the Corporations Act. I then built a quarterly reminder into our compliance calendar so directors' interests are checked routinely rather than only at audit time."

3. A director asks you to withhold a piece of information from the rest of the board. How do you handle it?

Why they ask

Tests judgement under pressure and understanding of your duty to the whole board, not individual directors.

How to structure your answer

Talk through the judgement call: what factors you'd weigh, who you'd consult, and what principle guides your final decision.

Example answer

"I'd explain to the director that my obligation is to the board as a whole, and withholding material information could breach governance duties and expose both the director and the company. I'd ask what's driving the request, since sometimes it's a timing issue rather than a genuine attempt to conceal something. If there's any doubt about materiality, I'd raise it with the chair or general counsel before deciding how the information is presented, rather than making that call alone."

4. How do you manage the lodgement obligations and deadlines that come from ASIC and, where relevant, ASX listing rules?

Why they ask

Direct technical check on regulatory knowledge and organisational systems for tracking obligations.

How to structure your answer

Explain the systems and checks you use: compliance calendars, registry portals, escalation triggers for missed deadlines.

Example answer

"I maintain a compliance calendar that tracks every ASIC lodgement, from annual company statements to changes in officeholders, with reminders set well ahead of statutory deadlines. For listed entities I also track continuous disclosure obligations under the ASX listing rules, escalating anything price-sensitive to the chair and company secretary team immediately rather than waiting for a scheduled review. I lodge directly through the ASIC portal and keep a log of confirmation receipts for audit purposes."

5. Describe a situation where you had to manage a difficult stakeholder, such as an unhappy shareholder or a demanding executive.

Why they ask

Tests stakeholder management and written and verbal communication skills under pressure, which the role requires constantly.

How to structure your answer

STAR format, with emphasis on how you balanced diplomacy with holding your ground on process or compliance requirements.

Example answer

"A shareholder called repeatedly ahead of an AGM disputing the validity of a proxy vote. I listened to their concerns, checked the proxy against our constitution and the Corporations Act requirements, and confirmed it had been correctly lodged. I explained the outcome clearly in writing, referencing the specific clause, which resolved the dispute without it escalating to a formal complaint or legal challenge."

6. What experience do you have with board management software and document management systems, and how do you use them to protect confidentiality?

Why they ask

Tests practical tool knowledge and awareness of information security, both important given the sensitivity of board material.

How to structure your answer

Direct technical answer covering specific tools used and the security practices applied around them.

Example answer

“I've used Diligent and Boardvantage to distribute board papers, set permission levels so sensitive papers are only visible to relevant committee members, and track when directors have opened and read material ahead of meetings. I pair this with SharePoint for version control on drafts before they're finalised, making sure superseded versions are archived rather than left circulating.”