SAL WEYERS

General Counsel
Lawyer

Profile

- **Practicing solicitor** (+20 years PQE)
  - Australia - current practicing certificate +10 years
  - technology, banking + finance, commercial, corporate sectors +20 years
  - International experience (Aus, UK, Emea, US, Bermuda, BVI) + 14 years
  - Governance, Risk & Compliance, Commercial SME
- **General Counsel**
  - Full service general counsel executive/C-suite function + CoSec
  - Advise business on broad base legal matters
  - Manage team of 12 lawyers (multi jurisdictional)
  - Created APP + APAC region, GDPR (UK + EU), CCPA (US) compliant data privacy policies and programs and monitor roll-out across business for multinational technology companies
  - Audit existing data privacy programs, cyber security with consultants - gap assessments and remediation (ISO27001, SOC2)
  - Advise clients and interact with regulators in various jurisdictions (AUSTRAC, FSC, FIU, FinCen, FBI, ASX, ASIC, APRA)
  - Legal advisory and formal opinion, and creation of IP strategy (copyrights, patents, trademark, designs, know-how)
  - Manage engineers/devs in product build to ensure legal regulatory compliance in app/product
  - commercial negotiations and contracting requirements in line with client/company needs
  - defending legal actions and enforcing legal rights

Work Experience

Direkted Pty Ltd | **Principal Lawyer**
Aug 2021 - Now | Perth WA

Primary Role Specifics:

- Solicitor providing general counsel services to corporate clients
- Strong governance, risk and compliance focus
- Review and creation of data privacy program for Australian, and Australian multinational organisation entities requiring hybrid APP, GDPR (EU + UK), CCPA (California Consumer Protection Act, US) compliant program
- Advise client on pending
- Counsel to the company subject of suspected data breach matter. Advising on mandatory data breach notification requirements (financial services - insurance)
- Advising law firm entity on data security breach and ransomware attack on instructions from Lloyd's insurer and cybersecurity intermediary
- Gap analysis and testing of efficiency of data privacy program for multinational motor vehicle sales conglomerate
- Data privacy gap assessment and independent audit review on multinational social media technology company based in Australia with global presence. Advisory on likely impact on *Review of the Privacy Act (1988), enhancing online privacy, and online platforms bills*. Effect on social media platforms processing customer PI and likely cost adjustment to budgetary requirements for 2023/24 and beyond
- Advice on data porting and testing AWS servers sharing information across Aus, Ireland and California, input of Schrems case on data flows
- Creation of AML/CTF compliance programs for regulated responsible entities with operations in Australia and USA/Canada
- Conducting independent review of AML/CTF compliance programs, customer and business risk assessments
- Advise SaaS company on e-commerce laws (ACMA, ACCC, Privacy Act and Australian Privacy Principles) and practical application in new-product builds and updates required
- Advising PaaS company on IP protections and IP Strategy. Engaging and managing patent attorneys (incl. Madrid Protocol international protection), trademark registration (Australia, US, Can, EU, India), and international copyright registration protections
- Assist client in creation of payment rails/payment processors for international operations from Australia (Worldpay, Stripe)
- Management of AML/CTF compliance function to ensure source of funds (and wealth) tests are met for payments. Ensuring 3DS2 is operational and managed to reduce chargebacks and friendly fraud
- Drafting corporate regulatory documents on operational level and for back-end (EULA, procedures manuals, ESG policies, anti bribery and corruption policies, whistleblowers policy, anti-slavery policies, board charters)
- Managing contracts register and highlighting on risk-sensitive basis

- **Sector experience**
  - Technology
  - Financial services
  - Financial crime
  - Gambling + gaming
  - Listed + regulated
- **Role specific education**
  - LLB (law)
  - M&A (Harvard ext)
  - STEP (UK)
  - Certified anti-money laundering specialist (ACAMS)

CONTACT

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L/I: Linkedin

- Management of client engineering teams and devs to ensure products developed comply with regulatory requirements. Monitor weekly standup, Jira sprint platforms, and sign-off on final product
- Regulator interaction on data privacy development, creating privacy by design programs and privacy maturity assessments
- Defending regulatory breach investigations, complaints and actions (State and Federal level). Manage litigious matters and brief external counsel (District Court)
- Participate in client legal due diligence processes including ISO27001 and SOC2 analysis and audits
- AWS (Sydney, Dublin, San Francisco) pre-audit on data privacy, sanctions, and AML/CTF risks
- Working mostly remote as clients are national and international based - removed from Perth

(Specific client references may be available on request. Full list not available due to sensitive services provided and legal professional privilege)

Moneyball Australia Pty Ltd — **Head of Compliance Company Secretary**

Oct 2020 - March 2023 — Perth WA

Primary Role Specifics:

- Head of regulatory compliance for licensed and regulated company
- AUSTRAC registered compliance officer. Attending on 2nd line of defense function
- ML/TF breach investigations of internal SMR, and external SMR to AUSTRAC. Advising board of directors on actions to take to mitigate ML/TF risks
- Attending IFTI and annual compliance reports to AUSTRAC
- Responding to AUSTRAC requests for information, manage SMR subject interaction with staff to avoid tipping-off offenses. Legal opinions to board and staff subject to legal professional privilege
- Create full suite AML/CTF compliance, data privacy, ABC, sanctions program of regulated group
- Conducting due diligence on third party payment processors to ensure AML/CTF compliance. Monitoring anti-fraud function on 3DS and 3DS2 integration in product to reduce charge-back fraud
- Managing setting of % of chargeback fraud on card schemes to ensure no code violations take place which could lead to being denied access to payment rails (less than 7% Mastercard; 5% VISA)
- Company secretarial function. Driving board accountability for regulated company
- Create full suite corporate governance structure and full range of contracts and compliance system and documents at inception in 2020
- OAIC data privacy officer
- Remediate identified legacy issues (failed filings) with AUSTRAC
- Ownership of risk registers, reporting to MD, board and key stakeholders
- Review current, identify new third party service providers and implement automated processes
- Interaction with parent company's compliance teams and advisory whitepaper to regulators on entering crypto based (Bitcoin) permitted financial transactions, the need for an AFSL, and ML/TF regulation of crypto services or platform

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VGW Holdings Limited **Head of AML Compliance**
Mar 2019 - Sept 2020 Perth WA

Primary Role Specifics:

- Head of compliance of global regulated entity (Unicorn status - $1bio market valuation)
- Cross border compliance operations and functions. Managing teams in Australia, Philippines, Malta, US, Canada
- Group wide ownership of AML/CTF/ABC function across Australia, North America, Philippines and Malta
- Create, implement and manage AML/CTF compliance program
- Set clearly defined roadmap and drive delivery in line with objectives and key results
- Report progress and events to regulators, business units, executive and risk teams on periodic and ad hoc basis
- Day to day management of AML/CTF compliance function leading team of 9, partnering with business at large ensuring saturation of policies throughout business and products built. Audit of apps and products to ensure compliance and keeping records of compliance for audit purposes
- Owning and managing regulatory compliance risk register

Key Achievements:

- Initial appointment as Compliance Manager of 500+ employee company overseeing group wide compliance function (AML/CTF/ABC/data privacy)
- Conducted assurance testing/gap analysis which identified critical compliance risks
- Report to the executive board to effect immediate regulatory changes. Appointed as Head of AML Compliance reporting to the CEO
- Group steering committee on implementation of data privacy program (APP, GDPR)
- Assist in whistleblowing policy and formal advice to CEO/board on whistleblowing and B&C events, advice for further handling
- Monitoring group internal audit function as 3rd line and growing ambit of assurance function
- Created framework and resume implementation to automate KYC collection, enhance monitoring and increase reporting
- Initiate project to move AML/CTF Compliance from cost to profit center

Price Sierakowski Corporate / Eastwood Law **Special Counsel**
2012 – 2013; 2017 - Feb 2019 Perth WA

Primary Role:

- Senior solicitor in corporate and commercial advisory law firms advising regulated and private companies
- Advise investment fund on placements, redemptions and AFSL obligations. Incubation Fund advisory services
- Advise boards and CoSecs of ASX listed companies reporting obligations, filings, meetings, fundraising requirements (Ch6D CA, 2001), drafting disclosure documents
- General corporate governance legal services (from IPO/Backdoor listings, M&A, corporate actions)

Key Achievements:

- Advice to Singaporean tech company on pre-initial coin offering in Australia under APRA, ASIC and ASX regulations, and effect of SEC/DAO ruling (July 2017: SEC)
- Regulatory advisory services for ASX/AFS licensees/registered AUSTRAC entities on regulatory obligations and breach reporting. IPO, backdoor listing, M&A (Private)
- Advice to private equity fund entry into Australian market, application as depository institution, operation/application of AML/CTF regime and AUSTRAC enrollment and ongoing reporting obligations. Advice on content of Parts A + B compliance program
- Conduct due diligence on behalf of clients into third parties and compiling reports to boards and release to regulators (ASIC, ASX)
- Defense of enforcement actions for regulatory breaches (Federal Court), advice on evidence and opinion papers (APRA and AUSTRAC registration)
- Advice to listed entity on application of Australian Criminal Code, US FCPA and UK Bribery Act to operations of subsidiary entities, ABC policy and conducting investigation for breach
- Managing due diligence projects to ensure due date deliverables met and regulatory reporting filed

CITCO Limited — **Managing Director, MLRO**

2014 - 2017 — British Virgin Islands (UK)

Primary Role:

- Managing Director of licensed corporate service provider entity (Banking/Trust License) and associated financial transactions
- Money Laundering Reporting Officer registered with the BVI FSC (FIU)
- Senior compliance and risk officer responsible for investigating regulatory breaches, financial crimes and fraud

Key Achievements:

- Invitation seat on governmental review advisory committee on Basel III and EU AML Directives (4 & 5)
- Board seat on Blackrock investment funds (BR Asia I, II & III) and participation in sale of Malaysian assets. Participate in due diligence (legal + financial), sale + divestment, and closing (2014 - 2016)
- Board member Ferrero group
- Advisory to First Eagle Investment Management LLC sale to Blackstone + Corsair (2015)
- Creation of hedge fund and fund of funds structures regulated by FSC, CIMA, BMA (trusts, LP, LLC structures)
- Creation of incubation funds under jurisdiction specific legislation (lite investment funds)
- Roll out and implementation of FATCA compliant reporting
- Conduct internal audit on systems, frameworks, policies and procedures
- Conduct due diligence on correspondent banks, funds, and service providers (USD, products, forex)
- Conduct pre-audit review of regulatory compliance inspection. Management and oversight during 3 regulator inspections (2 thematic/1 ad hoc); positive feedback from regulator and no urgent actions required
- Effective reduction of legal and compliance spend through automation processes while improving deliverable metric over 3-year period

St Georges Trust Co Limited — **Counsel & VP Company Secretary**

(2008 - 2012) — Bermuda

Primary Role:

- General group counsel for licensed trust and banking license group
- Creation of investment structures (private and public investment funds)
- Creation and corporate services for captive and classed insurance companies

Key Achievements:

- Trustee of HNW individual and corporate citizens with presence in Bermuda
- Defense of SEC (US) financial claims (Drake Funds)
- Overhaul of group wide AML/CTF and Risk Manuals to address changes in AML/CTF laws after 2008 Q3 GFC and proliferation of fraud
- Review ABC code for multinational corporation that contracts with government authorities in Africa and Asia

Solicitor/Attorney/Barrister/Advocate — South Africa

(1996 – 2008)

Primary Role:

- Principal lawyer

Key Achievements:

- Legal practitioner dealing with commercial litigation and advice including financial crimes defenses (DPP v Uzor – ECHC) and statutory fraud
- Supreme Court of Appeals attendance prosecuting financial crimes fraud case and asset confiscation orders following money laundering offenses (Uzor v DPP – ECHC)
- Lower tribunals prosecution of fraud offenses

> 10 years work experience available on request

Education

Certified Anti-Money Laundering Specialist (Cert) ACAMS (2020)
University of New England (Law Degree) NSW, Australia (2012)
Governance Institute Australia (Corporate Governance (course material)) (2013)
Harvard extension M&A (Cert) US (Cum Laude) (2016)
Center for Legal Training TEP (Cert) (Int. Law) London, UK (Cum Laude) certificate (2007)
University of South Africa (Cert) Companies Regulation (2002)
Center for International Trade (Cert) International Trade and Finance South Africa (2000)
University of Port Elizabeth LLB South Africa, law degree (1995)
University of Johannesburg B.Proc South Africa, law degree (1993)

Memberships and Admissions

Solicitor
Legal Practice Board of Western Australia

Member

ACAMS (Association of Anti-Money Laundering Specialists) (2020)*
Australian Institute of Company Directors (2019-2020)*
Legal Practice Board of WA (June 2019)
*non current

Attorney
Cape Law Society, South Africa

References

On request