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## Archival Policy

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### **SATIN CREDITCARE NETWORK LIMITED**

**Registered Office:** 5th Floor, Kundan Bhawan, Azadpur Commercial Complex, Azadpur, Delhi-110033, INDIA  
**Corporate Office:** 909-914 ABC, 9<sup>th</sup> Floor, Kanchenjunga Building, 18, Barakhamba Road, New Delhi - 110001, INDIA  
**Phone:** 011-47545000, **Fax:** 011-27672727, **CIN:** L65991DL1990PLC041796

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## 1. **Background:**

The Securities and Exchange Board of India has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) on September 2, 2015 to be effective from December 1, 2015. Regulation 30 (8) of these Listing Regulations deals with disclosure of material events by the listed entity specified under Regulation 30 of the Listing Regulations. Further, SEBI has issued a circular on ‘Continuous Disclosure Requirements for Listed Entities’ on September 9, 2015 indicating the details that need to be provided while disclosing above events.

Regulation 30 and the above circular states that:

- a) The events specified in Para A of Part A of Schedule III of the Listing Regulations are deemed to be “Material Events” and the listed entity shall make disclosures of such events to the Stock Exchanges (enclosed as **Annexure I**).
- b) Further the events specified in Para B of Part A of Schedule III of the Listing Regulations are to be disclosed to the stock exchanges, if considered “Material” pursuant to the Company’s Policy on “Reporting of Material Events under Regulation 30 of Listing Regulations (enclosed as **Annexure I**). Further, materiality of such event shall be such as may be decided/considered by the Chairman & Managing Director of the Company.

As per Regulation 30(8) of the Listing Regulations, Satin Creditcare Network Limited (hereinafter referred to as the ‘Company’) is required to disclose on its website all such events or information which is to be disclosed to the Stock Exchanges pursuant to this Regulation.

The disclosures made to the Stock Exchanges shall be hosted on the website of the Company i.e. [www.satincare.com](http://www.satincare.com) for a minimum period of 5 (five) years and thereafter, as per the ‘Archival Policy’ of the Company, which is to be uploaded on the website of the Company.

Thereafter, such information would be provided to the representatives of Corporate Communication Department (CCD) of the Company for uploading in the website of the Company.

## 2. **Authorized Person:**

The Company Secretary and Chief Information Officer of the Company shall be jointly authorised to implement and supervise this policy and shall act as ‘**Authorized Person**’.

## 3. **Archival Requirement:**

The disclosures made to stock exchanges would be provided to the representatives of

Corporate Communication Department (CCD) of the Company by the Company Secretarial Department and/or other department(s) for uploading in the website of the Company.

The information provided to Corporate Communication Department (CCD) would be promptly uploaded to the website of the Company and would be hosted in the website for five years period from the date of such hosting under '**Investors**' section of website of the Company.

Above disclosures (events/information/documents) will be hosted on website of the Company for a minimum period of five years. Authorized person will ensure these details are available on the website. Further, these disclosures that have been kept for the required periods (5 Years) on website of the Company and/or are no longer required, must be archived to below link for next 5 years:

**Website link:** \_\_\_\_\_

Thereafter, the information would be archived under the heading "Past Events/Information" and would be retained in the website for such period as approved and decided by the Chairman & Managing Director of the Company.

#### **4. Monitoring & Review of the Policy:**

In case there are any regulatory changes requiring modifications to the Policy, the Policy shall be reviewed and amended with due approval from the Chairman & Managing Director of the Company. However, the amended regulatory requirements will supersede the Policy till the time Policy is suitably amended.

## Annexure I

### **A. Events which shall be disclosed without any application of the guidelines for materiality as specified in sub-regulation (4) of regulation (30) of Listing Regulations:**

1. Acquisition(s) (including agreement to acquire), Scheme of Arrangement (amalgamation/ merger/ demerger/restructuring), or sale or disposal of any unit(s), division(s) or subsidiary of the listed entity or any other restructuring.

Explanation- For the purpose of this sub-para, the word 'acquisition' shall mean,-

- (i) acquiring control, whether directly or indirectly; or,
  - (ii) acquiring or agreeing to acquire shares or voting rights in, a company, whether directly or indirectly, such that -
    - (a) the listed entity holds shares or voting rights aggregating to five per cent or more of the shares or voting rights in the said company, or;
    - (b) there has been a change in holding from the last disclosure made under sub-clause (a) of clause (ii) of the Explanation to this sub-para and such change exceeds two per cent of the total shareholding or voting rights in the said company.
2. Issuance or forfeiture of securities, split or consolidation of shares, buyback of securities, any restriction on transferability of securities or alteration in terms or structure of existing securities including forfeiture, reissue of forfeited securities, alteration of calls, redemption of securities etc.
  3. Revision in Rating(s).
  4. Outcome of Meetings of the board of directors: The listed entity shall disclose to the Exchange(s), within 30 minutes of the closure of the meeting, held to consider the following:
    - a) dividends and/or cash bonuses recommended or declared or the decision to pass any dividend and the date on which dividend shall be paid/dispatched;
    - b) any cancellation of dividend with reasons thereof;
    - c) the decision on buyback of securities;
    - d) the decision with respect to fund raising proposed to be undertaken
    - e) increase in capital by issue of bonus shares through capitalization including the date on which such bonus shares shall be credited/dispatched;
    - f) reissue of forfeited shares or securities, or the issue of shares or securities held in reserve for future issue or the creation in any form or manner of new shares or securities or any other rights, privileges or benefits to subscribe to;
    - g) short particulars of any other alterations of capital, including calls;

- h) financial results;
  - i) decision on voluntary delisting by the listed entity from stock exchange(s).
5. Agreements (viz. shareholder agreement(s), joint venture agreement(s), family settlement agreement(s) (to the extent that it impacts management and control of the listed entity), agreement(s)/treaty(ies)/contract(s) with media companies) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof.
  6. Fraud/defaults by promoter or key managerial personnel or by listed entity or arrest of key managerial personnel or promoter.
  7. Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer , Company Secretary etc.), Auditor and Compliance Officer.
  8. Appointment or discontinuation of share transfer agent.
  9. Corporate debt restructuring.
  10. One time settlement with a bank.
  11. Reference to BIFR and winding-up petition filed by any party / creditors.
  12. Issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity.
  13. Proceedings of Annual and extraordinary general meetings of the listed entity.
  14. Amendments to memorandum and articles of association of listed entity, in brief.
  15. Schedule of Analyst or institutional investor meet and presentations on financial results made by the listed entity to analysts or institutional investors;

**B. Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30) of Listing Regulations:**

1. Commencement or any postponement in the date of commencement of commercial production or commercial operations of any unit/division.
2. Change in the general character or nature of business brought about by arrangements for strategic, technical, manufacturing, or marketing tie-up, adoption of new lines of business or closure of operations of any unit/division (entirety or piecemeal).
3. Capacity addition or product launch.
4. Awarding, bagging/ receiving, amendment or termination of awarded/bagged orders/contracts not in the normal course of business.
5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business) and revision(s) or amendment(s) or termination(s) thereof.

6. Disruption of operations of any one or more units or division of the listed entity due to natural
  7. Calamity (earthquake, flood, fire etc.), force majeure or events such as strikes, lockouts etc.
  8. Effect(s) arising out of change in the regulatory framework applicable to the listed entity.
  9. Litigation(s) / dispute(s) / regulatory action(s) with impact.
  10. Fraud/defaults etc. by directors (other than key managerial personnel) or employees of listed entity.
  11. Options to purchase securities including any ESOP/ESPS Scheme.
  12. Giving of guarantees or indemnity or becoming a surety for any third party.
  13. Granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.
- C. Any other information/event viz. major development that is likely to affect business, e.g. emergence of new technologies, expiry of patents, any change of accounting policy that may have a significant impact on the accounts, etc. and brief details thereof and any other information which is exclusively known to the listed entity which may be necessary to enable the holders of securities of the listed entity to appraise its position and to avoid the establishment of a false market in such securities.**
- D. Without prejudice to the generality of para (A), (B) and (C) above, the listed entity may make disclosures of event/information as specified by the Board from time to time.**

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