



**REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDING ON SEPTEMBER 30, 2015**

S. NO.	PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS	REMARKS
			YES/NO	
	1	2	3	4
<b>II</b>	<b>BOARD OF DIRECTORS</b>	49 II	-	-
	(A) Composition of Board	49 (II A)	No	Since the Company has Executive Chairman, atleast half of the Board should comprise of Independent Directors. The Company had issued shares to one private equity fund and pursuant to that, the Company had appointed their nominees on its Board. At present, the composition of Board consists of 6 Independent Directors out of 13 Directors. The Company is trying to place one more independent director on the Board to comply with the said Clause.
	(B) Independent Directors	49 (II B)	YES	-
	(C) Non Executive Directors' - Compensation and disclosures	49 (II C)	YES	-
	(D) Other provisions as to Board and Committees	49 (II D)	YES	-
	(E) Code of conduct	49 (II E)	YES	-
	(F) Whistle Blower Policy	49(II F)	YES	-
<b>III</b>	<b>AUDIT COMMITTEE</b>	49 (III)		-
	(A) Qualified and Independent Audit Committee	49 (III A)	YES	-
	(B) Meeting of Audit Committee	49 (III B)	YES	-
	(C) Powers of Audit Committee	49 (III C)	YES	-
	(D) Role of Audit Committee	49 (III D)	YES	-
	(E) Review of information by Audit Committee	49 (III E)	YES	-
<b>IV</b>	<b>Nomination and Remuneration Committee</b>	49 (IV)	YES	-
<b>V</b>	<b>Subsidiary Companies</b>	49 (V)	YES	The Company has no subsidiary company.
<b>VI</b>	<b>Risk Management</b>	49 (VI)	YES	
<b>VII</b>	<b>Related Party Transactions</b>	49 (VII)	YES	The Company has not entered into any material Related Party Transactions.
<b>VIII</b>	<b>Disclosures</b>	49 (VIII)		
	(A) Related party transactions	49 (VIII A)	YES	-
	(B) Disclosure of accounting treatment	49 (VIII B)	YES	-
	(C) Remuneration of Directors	49 (VIII C)	YES	-
	(D) Management	49 (VIII D)	YES	-
	(E) Shareholders	49 (VIII E)	YES	-
	(F) Proceeds from public issues, rights issue, preferential issues, etc.	49 (VIII F)	YES	-
<b>IX</b>	<b>CEO/ CFO certification</b>	49 (IX)	YES	-
<b>X</b>	<b>Report on Corporate Governance</b>	49 (X)	YES	-
<b>XI</b>	<b>Compliance</b>	49 (XI)	YES	-

For Satin Creditcare Network Limited

Place: Delhi  
Dated: October 10, 2015

Choudhary Runveer Krishnan  
(Company Secretary & Compliance Officer)