



SATIN CREDITCARE NETWORK LTD.

Reaching out!

April 3, 2017

To,

**The Manager,
National Stock Exchange of India Ltd.**
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra East,
Mumbai-400051

**The Manager
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400023

**The Manager,
The Calcutta Stock Exchange Ltd**
7, Lyons Range
Kolkata 700001

Scrip Code: SATIN

Scrip Code: 539404

Scrip Code: 30024

SUB: Corporate Governance Report under regulation 27(2) SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 for the Quarter/ Year ended on March 31, 2017;

Dear Sir/Madam

In pursuant to regulation 27(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, and Securities Exchange Board of India (SEBI) Circular having reference no- CIR/CFD/CMD/5/2015 dated September 24, 2015, please find herewith attached following report(s) on Corporate Governance;

1. Compliance Report on Corporate Governance for the Quarter ended on March 31, 2017 (Annexure-I)
2. Compliance Report on Corporate Governance for the Year ended on March 31, 2017 (Annexure-II)

Hope you will find the same in order.

Thanking you,

Yours sincerely,

For Satin Creditcare Network Limited
FOR SATIN CREDITCARE NETWORK LIMITED


CHOUHARY RUNVEER KRISHANAN
(Choudhary Runveer Krishanan)
COMPANY SECRETARY & COMPLIANCE OFFICER

Company Secretary & Compliance Officer

Encl: a/a

Corporate Office :
909-914 ABC, 9th Floor, Kanchenjunga
Building, 18, Barakhamba Road,
New Delhi - 110001, India

Registered Office :
5th Floor, Kundan Bhawan,
Azadpur Commercial Complex,
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CIN : L65991DL1990PLC041796
Landline No : (011) 4754 5000
E-Mail ID : info@satincreditcare.com
Website : www.satincreditcare.com



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Corporate Governance Report-Quarterly

(Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015

1 Name of Listed Entity **Satin Creditcare Network Limited**
2 Quarter Ending **March 31, 2017**

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure* (In Months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	HARVINDER PAL SINGH	PAN AATPS4070P & DIN 00333754	Chairperson - Executive	October 1, 2015 ^	N.A.	1	Nil	Nil
Mr.	SATVINDER SINGH	PAN ANVPS8312B & DIN 00332521	Non- Executive	October 16, 1990	N.A.	1	2	Nil
Mr.	RAKESH SACHDEVA	PAN ACRPS8188A & DIN 00333715	Non-Executive-Independent	September 5, 2014 #	31	1	Nil	1
Mr.	DAVIS FREDERICK GOLDING	PAN: NA & DIN 00440024	Non-Executive-Independent	August 30, 2016	7	1	Nil	Nil
Mr.	SUNDEEP KUMAR MEHTA	PAN AAJPM6046R & DIN 00840544	Non-Executive-Independent	September 5, 2014 #	31	1	1	1
Mr.	RICHARD BENJAMIN BUTLER	PAN: NA & DIN 06574786	Non-Executive-Nominee	May 29, 2013	N.A.	1	Nil	Nil
Ms.	SANGEETA KHORANA	PAN AAOPK3235F & DIN 06674198	Non-Executive-Independent	September 5, 2014 #	31	1	Nil	Nil
Mr.	GOH COLIN	PAN: NA & DIN 06963178	Non-Executive-Independent	November 12, 2014	29	1	Nil	Nil
Mr.	SANJAY KUMAR BHATIA	PAN AAHPB8915E & DIN 07033027	Non-Executive-Independent	December 06, 2014	28	1	1	Nil
Mr.	ARTHUR SLETTEBERG	PAN: NA & DIN 07123647	Non-Executive-Nominee	May 25, 2015	N.A.	1	Nil	Nil
Mr.	SURAMYA GUPTA	PAN AEHPG5429A & DIN 06816354	Non-Executive-Nominee	August 12, 2015	N.A.	1	Nil	Nil
Mr.	RAMESH G DHARMAJI	PAN AAFPD4823P DIN 01186341	Non-Executive-Nominee	July 18, 2016	N.A.	1	Nil	Nil
Mr.	ANIL KUMAR KALRA	PAN AEFPK4646B & DIN 07361739	Independent	December 8, 2015	16	1	Nil	Nil

^ Mr. H P Singh is originally serving on the Board since October 16, 1990 as Director and re-appointed as Chairman cum Managing Director vide Shareholders resolution passed on July 8, 2015 for the period started from October 1, 2015 to September 30, 2020. \$ PAN number

& Category of directors would not be displayed on the website of Stock Exchange

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any

These directors are re-appointed in terms of Section 149 of the Companies Act, 2013 for the term of 5 years with effect from September 5, 2014

NA Not Applicable/ Not Available

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &
1. Audit Committee	Mr. Rakesh Sachdeva	Independent
	Mr. Satvinder Singh	Non- Executive
	Mr. Sundeep Kumar Mehta	Independent
2. Nomination & Remuneration Committee	Mr. H P Singh	Chairperson - Executive
	Mr. Rakesh Sachdeva	Independent
	Mr. Sundeep Kumar Mehta	Independent
	Mrs. Sangeeta Khorana	Independent
	Mr. Davis Frederick Golding	Independent
3. Risk Management Committee(if applicable)	Mr. Rakesh Sachdeva	Independent
	Mr. Satvinder Singh	Non- Executive
	Mr. Sundeep Kumar Mehta	Independent
4. Stakeholders Relationship Committee	Mr. Sanjay Kumar Bhatia	Independent
	Mr. Satvinder Singh	Non- Executive
	Mr. Sundeep Kumar Mehta	Independent

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
November 9, 2016	February 10, 2017	92
	March 10, 2017	27

Corporate Office :
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Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee February 8, 2017	Yes	November 8, 2016	91
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject	Compliance status (Yes/No/NA)refer note below		
Whether prior approval of audit committee obtained	Yes		
Whether shareholder approval obtained for material	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA		
Note			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.			
2. If status is "No" details of non-compliance may be given here.			
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015			
a. Audit Committee			
b. Nomination & remuneration committee			
c. Stakeholders relationship committee			
d. Risk management committee (applicable to the top 100 listed entities)			
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.			
5. This report and/or the report submitted In the previous quarter has been placed before Board of Directors.			
Any comments/observations/advice of Board of Directors may be mentioned here: NIL			
For SATIN CREDITCARE NETWORK LIMITED			
 CHOUDHARY RUNVEER KRISHANAN Company Secretary & Compliance Officer			
Choudhary Runveer Krishanan Company Secretary & Compliance Officer			
Date: April 3, 2017			
Place: Delhi			

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Corporate Governance Report-Yearly

Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015

1 Name of Listed Entity **Satin Creditcare Network Limited**
2 Year Ending on **March 31, 2017**

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes

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Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.-Yes.

For SATIN CREDITCARE NETWORK LIMITED

CHOUHARY RUNVEER KRISHANAN
CHOUHARY RUNVEER KRISHANAN
COMPANY SECRETARY & COMPLIANCE OFFICER

Date: April 3, 2017

Place: New Delhi

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