



# SATIN CREDITCARE NETWORK LTD.

Reaching out!

January 9, 2018

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 ended on December 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 on Corporate Governance;

1. Compliance Report on Corporate Governance for the Quarter ended on December 31, 2017 (Annexure-1)

Hope you will find the same in order.

Thanking you,

Yours sincerely,

**For Satin Creditcare Network Limited**

**(Choudhary Runveer Krishanan)  
Company Secretary & Compliance Officer**



**Encl: a/a**

**Corporate Office :**  
01st & 3rd Floor, Plot No - 97,  
Sector- 44, Gurugram -122003  
Haryana (INDIA)

**Registered Office :**  
5th Floor, Kundan Bhawan,  
Azadpur Commercial Complex,  
Azadpur, New Delhi-110033, India

**CIN** : L65991DL1990PLC041796  
**Landline No** : (0124) 4715 400  
**E-Mail ID** : hr@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 **December 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 #                                | 40                  | 1                                                                                                                  | Nil                                                                                                                                   | 1                                                                                                                                                              |
| Mr.              | DAVIS FREDERICK GOLDING | PAN: NA & DIN 00440024        | Non-Executive-Independent                                                | August 30, 2016                                    | 16                  | 1                                                                                                                  | Nil                                                                                                                                   | Nil                                                                                                                                                            |
| Mr.              | SUNDEEP KUMAR MEHTA     | PAN AAIPM6046R & DIN 00840544 | Non-Executive-Independent                                                | September 5, 2014 #                                | 40                  | 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 #                                | 40                  | 1                                                                                                                  | Nil                                                                                                                                   | Nil                                                                                                                                                            |
| Mr.              | GOH COLIN               | PAN: NA & DIN 06963178        | Non-Executive-Independent                                                | November 12, 2014                                  | 38                  | 1                                                                                                                  | Nil                                                                                                                                   | Nil                                                                                                                                                            |
| Mr.              | SANJAY KUMAR BHATIA     | PAN AAHPB8915E & DIN 07033027 | Non-Executive-Independent                                                | December 06, 2014                                  | 37                  | 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                                                    | November 8, 2017                                   | N.A.                | 1                                                                                                                  | Nil                                                                                                                                   | Nil                                                                                                                                                            |
| Mr.              | ANIL KUMAR KALRA        | PAN AEFPK4646B & DIN 07361739 | Non-Executive-Independent                                                | December 8, 2015                                   | 25                  | 1                                                                                                                  | Nil                                                                                                                                   | Nil                                                                                                                                                            |
| Mr.              | SANJAYA GUPTA           | PAN ADGPG8937P & DIN 02939128 | Non-Executive-Nominee                                                    | August 21, 2017                                    | N.A.                | 2                                                                                                                  | 1                                                                                                                                     | 1                                                                                                                                                              |

^ 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 of any director would not be displayed on the website of Stock Exchange

& 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

\* 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

\*Mr. Ramesh G Dharmaji is originally appointed on the Board of Satin Creditcare Network Limited on July 18, 2016 as Nominee of SIDBI and has vacated the office on November 8, 2017 in terms of Section 167 of the Companies Act, 2013

### II. Composition of Committees

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



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| 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) |
|-----------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------|
| July 8, 2017                                        | November 13, 2017                                   | 90                                                          |
| August 14, 2017                                     | November 24, 2017                                   | 10                                                          |

| 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<br>November 13, 2017                        | Yes                                         | August 14, 2017                                             | 90                                                                  |

\* 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**

- 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.
- If status is "No" details of non-compliance may be given here.

#### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
  - The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
    - Audit Committee
    - Nomination & remuneration committee
    - Stakeholders relationship committee
    - Risk management committee (applicable to the top 100 listed entities)
  - The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
  - 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
  - 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



Choudhary Runveer Krishanan  
Company Secretary & Compliance Officer

Date: January 9, 2018  
Place: Delhi

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