



Corporate Governance Report-Quarterly (Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015)								
1 Name of Listed Entity		<b>Satin Creditcare Network Limited</b>						
2 Quarter Ending		<b>March 31, 2019</b>						
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	1	0
Mr.	SATVINDER SINGH	PAN ANVPS8312B & DIN 00332521	Non-Executive	October 16, 1990	N.A.	1	1	0
Mr.	RAKESH SACHDEVA	PAN ACRPS8188A & DIN 00333715	Non-Executive Independent	September 5, 2014 #	56	1	0	0
Mr.	DAVIS FREDERICK GOLDING	PAN: NA & DIN 00440024	Non-Executive Independent	August 30, 2016	31	1	1	0
Mr.	SUNDEEP KUMAR MEHTA	PAN AAJPM6046R & DIN 00840544	Non-Executive Independent	September 5, 2014 #	56	1	1	2
Ms.	SANGEETA KHORANA	PAN AAOPK3235F & DIN 06674198	Non-Executive Independent	September 5, 2014 #	56	1	0	0
Mr.	GOH COLIN	PAN: NA & DIN 06963178	Non-Executive Independent	November 12, 2014	53	1	0	0
Mr.	SANJAY KUMAR BHATIA	PAN AAHPB8915E & DIN 07033027	Non-Executive Independent	December 6, 2014	53	1	1	1
Mr.	ARTHUR SLETTEBERG	PAN: NA & DIN 07123647	Non-Executive Nominee	May 25, 2015	N.A.	1	0	0
Mr.	SURAMYA GUPTA	PAN AEHPG5429A & DIN 06816354	Non-Executive Nominee	January 7, 2019 *	N.A.	NA	0	0
Mr.	ANIL KUMAR KALRA	PAN AEFPK4646B & DIN 07361739	Non-Executive Independent	December 8, 2015	40	1	2	0
Mr.	SANJAYA GUPTA	PAN ADGPG8937P & DIN 02939128	Non-Executive Nominee	October 15, 2018 *	N.A.	NA	0	0
Mr.	DANIEL SIMPSON JACOBS	PAN NA & DIN 07858118	Non-Executive Nominee	January 8, 2018	N.A.	1	0	0

^ 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

# 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

\* Mr. Sanjaya Gupta, Nominee Director of Asia Development Bank was appointed on August 21, 2017 and has resigned from the office of Director with effect from October 15, 2018

\* Mr. Suramya Gupta, Nominee Director of SBI FMO Emerging Asia Financial Sector Fund Pte Limited was appointed on August 12, 2015 and has resigned from the office of Director with effect from January 7, 2019

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. Sanjay Kumar Bhatia	Chairperson-Non Executive-Independent
	Mr. Satvinder Singh	Non Executive
	Mr. Davis Frederick Golding	Non Executive-Independent
	Mr. Sundeep Kumar Mehta	Non Executive-Independent
2. Nomination & Remuneration Committee	Mr. Sundeep Kumar Mehta	Chairperson-Non Executive-Independent
	Mr. H P Singh	Executive
	Mr. Arthur Sletteberg	Non Executive- Nominee
	Mrs. Sangeeta Khorana	Non Executive-Independent
	Mr. Davis Frederick Golding	Non Executive-Independent
3. Risk Management Committee(if applicable)	Mr. Davis Frederick Golding	Chairperson-Non Executive-Independent
	Mr. Satvinder Singh	Non Executive
4. Stakeholders Relationship Committee	Mr. Rakesh Sachdeva	Non Executive-Independent
	Mr. Sundeep Kumar Mehta	Chairperson-Non Executive-Independent
	Mr. Sanjay Kumar Bhatia	Non Executive-Independent
	Mr. Anil Kumar Kalra	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

**Corporate Office:**  
1<sup>st</sup> and 3<sup>rd</sup> Floor, Plot No-97,  
Sector-44, Gurugram – 122003  
Haryana, India

**Registered Office:**  
5<sup>th</sup> Floor, Kundan Bhawan,  
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**CIN** : L65991DL1990PLC041796  
**Landline No** : 0124 – 4715400  
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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 14, 2018		February 4, 2019		81
		February 27, 2019		22
		March 18, 2019		18
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 4, 2019	Yes	November 14, 2018	81
	February 27, 2019	Yes		22
* 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				
<p><b>Choudhary Runveer Krishanan</b>  <b>Company Secretary &amp; Compliance Officer</b></p> <p>Date: April 12, 2019  Place: Delhi</p>				

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<b>Corporate Governance Report-Yearly</b>		
Pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015		
1 Name of Listed Entity	<b>Satin Creditcare Network Limited</b>	
2 Year Ending on	<b>March 31, 2019</b>	
<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA) refer note below</b>	
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	NA	
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	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes

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<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes
<i>Note</i>		
<b>III Affirmations:</b>		
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. Yes		
<p><b>CHOUHARY RUNVEER KRISHANAN</b>  <b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b></p> <p><b>Date:</b> April 8, 2019  <b>Place:</b> New Delhi</p>		

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