



Quarterly-Corporate Governance Report

1. Name of Listed Entity
2. Quarter ending

Satin Creditcare Network Limited
31-Mar-20

I. Composition of Board of Directors

| Composition of Board of Directors | | | | | | | | | | | | |
|--|-----------------------|---|---|-----------------------------|------------------------|-------------------|---------|--------------------|---|---|--|--|
| Title (Mr. / Ms) | Name of the Director | PAN [§] & DIN | Category (Chairperson /Executive/ Non- Executive/ independent /Nominee) * | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure* | Date of Birth | No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] | 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 PALSINGH | PAN AATPS4070P & DIN 00333754 | Chairperson - Executive | October 16, 1990 | October 1, 2015 | - | N.A. | December 24, 1960 | 1 | 0 | 2 | 0 |
| Mr. | SATVINDER SINGH | PAN ANVPS8312B & DIN 00332521 | Non- Executive | October 16, 1990 | July 6, 2019 | - | N.A. | March 13, 1966 | 1 | 0 | 1 | 0 |
| Mr. | RAKESH SACHDEVA | PAN ACRPS8188A & DIN 00333715 | Non-Executive-Independent | September 05, 2014 | July 6, 2019 | - | 68 | March 23, 1958 | 1 | 1 | 0 | 0 |
| Mr. | RAJEEV KAKAR | PAN: AAJPK0394C & DIN 01888608 | Non-Executive-Nominee | June 6, 2019 | - | - | N.A. | July 1, 1963 | 1 | 0 | 1 | 0 |
| Mr. | SUNDEEP KUMAR MEHTA | PAN AAJPM6046R & DIN 00840544 | Non-Executive-Independent | September 05, 2014 | July 6, 2019 | - | 68 | September 21, 1961 | 1 | 1 | 2 | 2 |
| Mrs. | SANGEETA KHORANA | PAN AAOPK3235F & DIN 06674198 | Non-Executive-Independent | September 05, 2014 | July 6, 2019 | - | 68 | November 1, 1963 | 1 | 1 | 0 | 0 |
| Mr. | GOH COLIN | PAN: NA & DIN 06963178 | Non-Executive-Independent | November 12, 2014 | July 6, 2019 | - | 65 | July 1, 1967 | 1 | 1 | 0 | 0 |
| Mr. | SANJAY KUMAR BHATIA | PAN AAHPB8915E & DIN 07033027 | Non-Executive-Independent | December 6, 2014 | July 6, 2019 | - | 65 | September 23, 1964 | 1 | 1 | 1 | 1 |
| Mr. | ARTHUR SLETTEBERG | PAN: NA & DIN 07123647 | Non-Executive-Nominee | May 25, 2015 | July 6, 2018 | - | N.A. | May 24, 1960 | 1 | 0 | 0 | 0 |
| Mr. | ANIL KUMAR KALRA | PAN AEFPK4646B & DIN 07361739 | Non-Executive-Independent | December 8, 2015 | - | - | 52 | May 22, 1955 | 1 | 1 | 2 | 1 |
| Mr. | DANIEL SIMPSON JACOBS | PAN NA & DIN 07858118 | Non-Executive-Nominee | January 8, 2018 | - | - | N.A. | February 3, 1983 | 1 | 0 | 0 | 0 |
| | | Whether Regular chairperson appointed Yes | | | | | | | | | | |
| | | Whether Chairperson is related to managing director or CEO Yes | | | | | | | | | | |
| § 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 | | | | | | | | | | | | |

II. Composition of Committees

| Name of Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) ⁵ | Date of Appointment | Date of Cessation |
|---|---------------------------------------|---|--|---|-------------------|
| 1. Audit Committee | No | 1. Mr. Sanjay Kumar Bhatia 2. Mr. Satvinder Singh 3. Mr. Sundeeep Kumar Mehta | Chairperson-Non Executive-Independent Non Executive Non Executive-Independent | November 14, 2018 February 12, 2011 November 12, 2013 | NA |
| 2. Nomination & Remuneration Committee | No | 1. Mr. Sundeeep Kumar Mehta 2. Mr. H P Singh 3. Mr. Arthur Sletteberg 4. Mrs. Sangeeta Khorana | Chairperson-Non Executive-Independent Executive Non Executive-Nominee Non Executive-Independent | May 26, 2014 November 12, 2014 November 14, 2018 November 12, 2014 | NA |
| 3. Risk Management Committee(if applicable) | No | 1. Mr. Anil Kumar Kalra 2. Mr. Satvinder Singh 3. Mr. Rakesh Sachdeva | Chairperson-Non Executive-Independent Non Executive Non Executive-Independent | May 8, 2019 November 12, 2014 November 12, 2014 | NA |
| 4. Stakeholders Relationship Committee ⁶ | No | 1. Mr. Sundeeep Kumar Mehta 2. Mr. Sanjay Kumar Bhatia 3. Mr. Anil Kumar Kalra | Chairperson-Non Executive-Independent Non Executive-Independent Non Executive-Independent | February 9, 2015 February 9, 2015 November 14, 2018 | NA |

Corporate Office:

1st and 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

: 0124-4715400

E-Mail ID

: info@satincreditcare.com

Website

: www.satincreditcare.com



⁵ 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 | Whether requirement of Quorum met* | Number of Directors present* | Number of independent directors present* | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|------------------------------|--|---|
| October 14, 2019 | January 13, 2020 | Yes | 9 | 4 | 67 |
| November 6, 2019 | February 12, 2020 | Yes | 9 | 5 | 29 |

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details)* | Number of Directors present* | Number of independent directors present* | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* |
|---|--|------------------------------|--|---|---|
| February 12, 2020 | Yes | 3 | 2 | Wednesday, November 6, 2019 | 54 |
| | Yes | 3 | 2 | Thursday, December 19, 2019 | 42 |

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

*to be filled in only for the current quarter meetings

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 RPT | N.A. |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | N.A. |

Note:

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA.. 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

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. Yes
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee Yes
 - Nomination & Remuneration Committee Yes
 - Stakeholders Relationship Committee Yes
 - Risk management committee (applicable to the top 1000 listed entities) Yes
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes
- 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. Yes
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. Yes

Adhish Swaroop
Company Secretary & Compliance Officer

DATE: April 04, 2020

Corporate Office:
1st and 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 : 0124-4715400
E-Mail ID : info@satincare.com
Website : www.satincare.com



| 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, 2020 | |
| | | |
| 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 |
| 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 |



| | | |
|--|---------------|-----|
| <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 |
| 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 | | |
| Adhish Swaroop Company Secretary & Compliance officer | | |
| Date: April 4, 2020 | | |
| Place: New Delhi | | |

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