

This is only an advertisement for information purposes and not for publication, distribution or release directly or indirectly outside India. This is not an announcement for the offer document. All Capitalized terms used and defined herein shall have the meaning assigned to them in the letter of offer dated August 4, 2020 (the “**Letter of Offer**” or “**LOF**”) filed with the Stock Exchanges, namely BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) and together with BSE, (“**Stock Exchanges**”) and the Securities and the Exchange Board of India (“**SEBI**”).



SATIN CREDITCARE NETWORK LIMITED

Our Company, Satin Creditcare Network Limited (the “Company” or the “Issuer”) was originally incorporated on October 16, 1990 in New Delhi under the Companies Act 1956, as a private limited company under the name ‘Satin Leasing and Finance Private Limited’ with the Registrar of Companies (“RoC”), New Delhi. Subsequently the company was converted into public limited company and name was changed to ‘Satin Leasing and Finance Limited’ w.e.f. July 1, 1994. Later, the name of our Company was again changed to ‘Satin Creditcare Network Limited’ w.e.f. April 10, 2000. Our Company, currently registered as a NBFC-MFI, is classified as a Systemically Important Non-Deposit Accepting NBFC, which is engaged in the business of providing financial services. For details of changes in our name and address of our registered office, see, “*History and Corporate Structure*” on page 94 of LOF.

Registered Office : 5th Floor, Kundan Bhawan, Azadpur Commercial Complex, Azadpur, Delhi - 110033, India; **Telephone:** +91-11- 47545000
Corporate Office: Floor 1 & 3, 97, Sector 44, Gurugram, Haryana - 122003, India; **Telephone:** +91-124- 4715400
Contact Person: Mr. Adhish Swaroop (Company Secretary & Compliance Officer)
E-mail : info@satincreditcare.com; **Website :** www.satincreditcare.com
Corporate Identity Number : L65991DL1990PLC041796

PROMOTERS OF OUR COMPANY : MR. HARVINDER PAL SINGH AND MR. SATVINDER SINGH

FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF SATIN CREDITCARE NETWORK LIMITED (OUR “COMPANY” OR THE “ISSUER”) ONLY

ISSUE OF UP TO 1,99,82,667 PARTLY PAID-UP EQUITY SHARES* OF FACE VALUE OF ₹ 10 EACH OF OUR COMPANY (THE “RIGHTS EQUITY SHARES”) FOR CASH AT A PRICE OF ₹ 60 PER RIGHTS EQUITY SHARE (INCLUDING A PREMIUM OF ₹ 50 PER RIGHTS EQUITY SHARE) AGGREGATING UP TO ₹ 1,19,89,60,020* ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF 48 (FORTY EIGHT) RIGHTS EQUITY SHARES FOR EVERY 125 (ONE HUNDRED AND TWENTY FIVE) FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS AUGUST 5, 2020 (THE “ISSUE”). FOR FURTHER DETAILS, SEE “TERMS OF THE ISSUE” BEGINNING ON PAGE 195 OF THE LOF.

#Assuming full subscription

NOTICE TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY

**ISSUE OPENS ON
WEDNESDAY, AUGUST 12, 2020**

**LAST DATE FOR ON MARKET RENUNCIATIONS
FRIDAY, AUGUST 21, 2020***

**ISSUE CLOSES ON
WEDNESDAY, AUGUST 26, 2020***

*Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the Demat account of the Renounees on or prior to the issue closing date.

#Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time but not exceeding 30 (thirty) days from the issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of the application shall be permitted by any Applicant after the Issue Closing Date.

ASBA*

Simple, Safe, Smart Way of making an application -
Make Use of it!!!!

*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

Facilities for Application in this Issue

(i) ASBA Facility:

In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Investors desiring to make an Application in this issue are mandatorily required to use either the ASBA process or the R-WAP (instituted only for resident investors in this issue, in the event the Investors are not able to utilize the ASBA facility for making an Application despite their best efforts). Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA or using the R-WAP. For details, see “Terms of the Issue- Procedure for Application through the ASBA process” and “Terms of the Issue- Procedure for Application through the Registrar’s Web-based Application Platform (“R-WAP”) process” beginning on pages 212 and 213 of the LOF, respectively.”

Please note that subject to SCBSs complying with the requirements of the SEBI Circular CIR/CFD/DIL/13/2012 dated September 25, 2012, within the periods stipulated therein, Applications may be submitted at the Designated Branches of the SCBSs. Further, in terms of the SEBI Circular CIR/CFD/DIL/1/2013 dated January 2, 2013, it is clarified that for making Applications by SCBSs on their own account using ASBA facility, each such SCBS should have a separate account in its own name with any other SEBI registered SCBS(s). Such account shall be used solely for the purpose of making an Application in this Issue and clear demarcated funds should be available in such account for such an Application.

(ii) Registrar’s Web-based Application Platform (R-WAP):

In accordance with SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, read with SEBI Circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020, a separate web based application platform, i.e. the R-WAP facility (accessible at www.linkintime.co.in), has been instituted for making an Application in this issue by resident Investors. Further, R-WAP is only an additional option and not a replacement of the ASBA process. On the R-WAP, resident Investors can access and submit the online Application Form in electronic mode and make online payment using their internet banking or UPI Facility from their own bank account therat.

PLEASE NOTE THAT ONLY RESIDENT INVESTORS CAN SUBMIT AN APPLICATION USING THE R-WAP. R-WAP FACILITY WILL BE OPERATIONAL FROM THE ISSUE OPENING DATE. FOR RISKS ASSOCIATED WITH THE R-WAP PROCESS, SEE “RISK FACTORS - THE R-WAP PAYMENT MECHANISM FACILITY PROPOSED TO BE USED FOR THIS ISSUE MAY BE EXPOSED TO RISKS, INCLUDING RISKS ASSOCIATED WITH PAYMENT GATEWAYS ON PAGE 53 OF THE LOF.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): Investors desiring to make an Application in this Issue through ASBA process, may submit the Application Form to the Designated Branch of the SCBS or online/electronic Application through the website of the SCBSs (if made available by such SCBS) for authorizing such SCBS to block Application Money payable on the Application in their respective ASBA Accounts. For list of banks which have been notified by SEBI to act as SCBSs for the ASBA process, please refer to https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmid=34. For details on designated branches of SCBSs collecting the application form, please refer the above-mentioned link.

ELIGIBLE EQUITY SHAREHOLDERS UNDER THE ASBA PROCESS MAY PLEASE NOTE THAT THE EQUITY SHARES UNDER THE ASBA PROCESS CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH THE EQUITY SHARES ARE HELD BY SUCH ASBA APPLICANT ON THE RECORD DATE.

APPLICATION ON PLAIN PAPER: An Eligible Equity Shareholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper in case of non-receipt of application form as detailed above. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCBS for authorizing such SCBS to block Application Money in the said bank account maintained with the same SCBS. Applications on plain paper will not be accepted from any Eligible Equity Shareholder who has not provided an Indian address.

Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements and should not utilize the Application Form for any purpose including renunciation even if it’s received subsequently. Please note that the Application on plain paper cannot be submitted through R-WAP.

The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen seconded with his/her bank must reach the office of the Designated Branch of the SCBS before the Issue Closing Date and should contain the following particulars:

1. Name of our Company, being Satin Creditcare Network Limited; 2. Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository); 3. Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) / DP and Client ID; 4. Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Rights Equity Shares applied for pursuant to this Issue; 5. Number of Equity Shares held as on Record Date; 6. Allotment option-only dematerialized form; 7. Number of Rights Equity Shares entitled to; 8. Number of Rights Equity Shares applied for within the Rights Entitlements; 9. Number of additional Rights Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for); 10. Total number of Rights Equity Shares applied for; 11. Total amount paid at the rate of ₹15 per Rights Equity Share; 12. Details of the ASBA Account such as the SCBS account number, name, address and branch of the relevant SCBS; 13. In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FNCR/NRO account such as the account number, name, address and branch of the SCBS with which the account is maintained; 14. Authorization to the Designated Branch of the SCBS to block an amount equivalent to the Application Money in the ASBA Account; 15. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as they appear in the records of the SCBS); and 16. All such Eligible Equity Shareholders are deemed to have accepted the following:

“I/ We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or will be, registered under the Securities (Contracts Regulations) Act 1957, Companies Act 2013 & other applicable laws, as amended (the “**Applicable Laws**”), and may not be offered, sold, resold or otherwise transferred within the Indian Territory, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Applicable Laws. I/ We understand that neither the Rights Entitlements nor the Rights Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the “**US Securities Act**”), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S under the US Securities Act (“**Regulations S**”) except for these purposes, U.S. except for these purposes, U.S. persons include persons who would otherwise have been excluded from such term solely by virtue of Rule 902(K)(1)(VIII)(B) or Rule 902(K)(2)(II)), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US securities Act. I/ we understand the Rights Equity Shares referred to in this application are being offered and sold (i) in offshore transactions outside the United States to non-U.S. Persons in compliance with Regulation S to existing shareholders located in jurisdictions where offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions and (ii) into the United States to U.S. Persons who are “qualified institutional buyers” (as defined in Rule 144A under the U.S. Securities Act) (“**U.S. QIBs**”) and are also “qualified purchasers” (as defined in the Investment Company Act of 1940, as amended and the related rules (the “Investment Company Act”) pursuant to applicable exemptions under the US Securities Act and the Investment Company Act. I/we understand that the Company has not been and will not be registered under the Investment Company Act and I/we will not be entitled to the benefits of the Investment Company Act. I/we understand that the Company is relying on the exemption under Section 4(a)(2) of the US Securities Act and exception under Section 3(c)(7) of the Investment Company Act. I/we understand that the Issue is not, and under no circumstances is to be construed as, an offering of any Rights Equity Shares or Rights Entitlements for sale in the United States, or as a solicitation therein of an offer to buy any of the said Rights Equity Shares or Rights Entitlements in the United States, except in each case to persons in the United States who are U.S. QIBs and are also Qualified Purchasers. I/ we confirm that I am/ we are (a) (i) not in the United States and eligible to subscribe for the Rights Equity Shares under applicable securities laws or (ii) a U.S. QIB and also a Qualified Purchaser in the United States; (b) complying with laws of jurisdictions applicable to such person in connection with the Issue, and (c) understand that neither the Company, nor the Registrar, the Lead Manager or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company have reason to believe is in the United States (other than U.S. QIBs who are also Qualified Purchasers) or is outside of India and the United States and ineligible to participate in this Issue under the securities laws of their jurisdiction.

I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation. I/ We satisfy, and each account for which I/ we are acting satisfies, (a) all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of my/our residence, and (b) is eligible to subscribe and is subscribing for the Rights Equity Shares and Rights Entitlements in compliance with applicable securities and other laws of our jurisdiction or residence.

For Resident Applicants: I/we hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled “Restrictions on Purchases and Resales” under the sub-heading “– United States – For Investors Outside of the United States” on page 249 (if I am/we are outside the United States).

For Non-Resident Applicants: I/we hereby make the representations, warranties, acknowledgments and agreements set forth in the section of the Letter of Offer titled “Restrictions on Purchases and Resales” under the sub-heading “– United States – For Investors in the United States” on page 244 (if I am/we are in the United States) or under the sub-heading “– United States – For Investors Outside of the United States” on page 249 (if I am/we are outside the United States).

I/ We understand and agree that the Rights Entitlements and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act.

I/ We acknowledge that we, the Lead Manager, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.”

OVERSEAS SHAREHOLDERS: The distribution of the Letter of Offer, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter, any other offering Material and the issue of the Rights Entitlement and the Rights Equity Shares on a rights basis to persons in certain jurisdictions outside India are restricted by legal requirements prevailing in those jurisdictions. Our Company is making issue on rights basis to the Eligible Equity Shareholders and will dispatch the Abridged Letter of Offer, the Application Form, and other applicable Issue material only to the e-mail addresses of Eligible Equity Shareholders who have provided an Indian address to our Company. No action has been or will be taken to permit this Issue in any jurisdiction where action would be required for that purpose, except that the Letter of Offer was filed with SEBI and the Stock Exchanges. Accordingly, the Rights Entitlements and the Rights Equity Shares may not be offered or sold, directly or indirectly, and the Letter of Offer, the Abridged Letter of Offer, the Application Form and the Rights Entitlement Letter and any other offering materials or advertisements in connection with this Issue may not be distributed, in whole or in part, in or into any jurisdiction, except in accordance with the legal requirements applicable in such jurisdiction.

Those overseas shareholders who do not update our records with their Indian address or the address of the duly authorized representative in India, prior to the date on which we proposed to e-mail the Letter of Offer, the Abridged Letter of Offer, the Application Form and other applicable Issue materials shall not be sent the Letter of Offer, Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form.

LEAD MANAGER TO THE ISSUE	REGISTRAR TO THE ISSUE	COMPANY SECRETARY AND COMPLIANCE OFFICER
<p>Corporate Professionals Capital Private Limited D-28, South Extension Part-1, New Delhi-110049, India Tel: +91 1140622230/ 40622200; Email: satinrights@indiapcp.com Website: www.corporateprofessionals.com Investor grievance e-mail: mb@indiapcp.com Contact person: Ms. Anjali Aggarwal, SEBI Registration No.: INM000011435 CIN: U74899DL2000PTC104508</p>	<p>Link Intime India Private Limited C-101, 247 Park, L. B. S. Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India Tel: +91 22 4918 6200; Fax: +91 22 49186195 E-mail: satin.rights@linkintime.co.in Website: www.linkintime.co.in Investor grievance e-mail: satin.rights@linkintime.co.in Contact Person: Mr. Sumet Deshpande SEBI Registration No.: INR000004058 CIN: U67190MH1999PTC118368</p>	<p>Mr. Adhish Swaroop Floor 1 & 3, Plot No. -97, Sector-44, Gurugram, Haryana-122003, India Telephone no: +91 124 4715 400 Email: adhish.swaroop@satincreditcare.com</p>

Investors may contact the Registrar or the Company Secretary and Compliance Officer for any preissue or post issue related matter. All grievances relating the ASBA process or the optional mechanism R-WAP process may be addressed the Registrar, with a copy to the SCBSs in case of ASBA process), giving full details such as name, address of the Applicant contact number(s), e-mail address of the sole first holder, folio number or demat account number, number of Rights Equity Shares applied for, amount blocked (in case of ASBA process) or amount debited (in case of the R-WAP process) ASBA Account number, and the Designated Branch of the SCBSs where the Application Form or the plain paper applications as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip (in case of ASBA process) and copy of the e-acknowledgement slip (in case of the R-WAP process)

Date : August 7, 2020
Place : Delhi

For Satin Creditcare Network Limited
On behalf of the Board of Directors

Sd/-
Mr. Adhish Swaroop
Company Secretary and Compliance Officer

Satin Creditcare Network Limited is proposing subject to the market and other considerations, a rights issue of its Equity shares and has in this regard filed a Letter of offer dated August 4, 2020 with Company www.satincreditcare.com, the Registrar at www.linkintime.co.in, SEBI and the Stock Exchanges. The LOF is available at the website of SEBI at www.sebi.gov.in, the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, BSE Limited at www.bseindia.com, and the website of the Lead Manager to the issue i.e. www.corporateprofessionals.com, and on the R-WAP. Investors should note that the investment in equity shares involves a degree of risk and for details relating to the same, please see the section entitled “Risk Factors” beginning on page 26 of the LOF.

The Rights Entitlements and the Rights Equity Shares have not been, and will not be, registered under the U.S. Securities Act or under any securities laws of any state or other jurisdiction of the United States and may not be offered, sold, resold, allotted, taken up, exercised, renounced, pledged, transferred or delivered, directly or indirectly within the United States or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S except for these purposes, U.S. Persons include persons who would otherwise have been excluded from such term solely by virtue of Rule 902(K)(1)(VIII)(B) or Rule 902(K)(2)(II)), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act and in compliance with any applicable securities laws of any state or other jurisdiction of the United States. Accordingly, the Rights Entitlements and Rights Equity Shares are being offered and sold (i) in offshore transactions outside the United States to non-U.S. Persons in compliance with Regulation S to existing shareholders located in jurisdictions where such offer and sale of the Rights Equity Shares is permitted under laws of such jurisdictions, and (ii) in the United States to U.S. Persons who are U.S. QIBs and are also Qualified Purchasers pursuant to applicable exemptions under the US Securities Act and the Investment Company Act. There will be no public offering in the United States. The Rights Equity Shares and Rights Entitlements are not transferable except in accordance with the restrictions described in the section entitled “Restrictions on Purchases and Resales” of the Letter of Offer.

The LOF is available on the website of SEBI at www.sebi.gov.in