

**May 21, 2025**

**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**  
25<sup>th</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai – 400001

**Symbol: SATIN****Scrip Code: 539404****Sub.: Annual Secretarial Compliance Report for the Financial Year 2024-25**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in terms of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, please find enclosed the Annual Secretarial Compliance Report of the Company for the financial year 2024-25, as received from the Practicing Company Secretary.

This is for your information and record please.

Thanking You.

Yours faithfully,  
**For Satin Creditcare Network Limited**

**Vikas Gupta**  
**Company Secretary & Chief Compliance Officer**  
**Encl.: a/a**

**SECRETARIAL COMPLIANCE REPORT**

**OF**

**SATIN CREDITCARE NETWORK LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2025**

*[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations,  
2015 vide SEBI Circular No. CIR/CFD/CMD1/27/2019]*

To,

The Board of Directors,

Satin Creditcare Network Limited

5<sup>th</sup> Floor, Kundan Bhawan,

Azadpur Commercial Complex,

Azadpur, New Delhi-110 033

We S. Behera & Co., Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by the Company Secretary and Chief Compliance Officer of SATIN CREDITCARE NETWORK LIMITED ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this report, for the financial year ended **31<sup>st</sup> March, 2025** ("Review Period") in respect of compliance with the provisions of:
  - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -



- (i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (ii) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (iii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (iv) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (v) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (vi) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (vii) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (viii) Other Regulations, and Circulars, Guidelines issued thereunder, as applicable to the Company;

and based on the above examination, we hereby report that, during the Review Period:

- (a) (\*\*) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. No	Compliance Requirement (Regulations/circulars/guide-lines including specific clause)	Regulation/ Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
----- NIL -----										

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:



Sr. No	Observations /Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance Report for the year ended	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of Violation Deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	The Company has complied with the said Regulation by payment of fine and no further action is required to be taken by the Company.	2023-24	Regulation 50(1) of SEBI (LODR) Regulations, 2015 - Prior intimation with respect to date of payment of interest/ redemption amount Quarter: Jan-2021	Delay in compliance of Regulation 50(1) of SEBI (LODR) Regulations, 2015. The BSE has imposed a fine of Rs. 1,000/- (excluding Taxes) on the Company	The Company has complied with the said regulation by depositing the requisite fine/penalty	The Company has complied with the said Regulation by payment of fine of Rs. 1,000/- (excluding Taxes)
2.	The Company has complied with the said Regulation by payment of fine and no further action is required to be taken by the Company.	2022-23	Regulation 60(2) of SEBI (LODR) Regulations, 2015.	Delay in compliance of Regulation 60(2) of SEBI (LODR) Regulations, 2015. The BSE has imposed a fine of Rs. 50,000/- (excluding Taxes) on the Company	The Company has complied with the said regulation by depositing the requisite fine/penalty	The Company has complied with the said Regulation by payment of fine of Rs. 50,000/- (excluding Taxes)

We hereby report that, during the review period the compliance status of the listed entity with the following requirements: -

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*
1.	<b>Secretarial Standards:</b>  The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of	Yes	







			of the Listing Regulations as amended.
6.	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; (b) In case no prior approval obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee.	Yes  N.A.	During the FY 2024-25; the listed entity has obtained prior approval of Audit Committee for all the Related Party Transactions.
9.	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	



11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>No action(s) has been taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder (or) The actions taken against the listed entity / its promoters / directors / subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	N.A.	<p>No actions were taken against the Company, its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchange under SEBI Regulations and circulars/guidelines issued thereunder.</p>
12.	<p><b>Resignation of Statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	N.A.	<p>No event has been occurred related to resignation of Statutory Auditors.</p> <p>However, new auditor M/s J C Bhalla &amp; Co., Chartered Accountants (FRN: 001111N) were appointed for a term of 3 (three) years effective from the conclusion of 34<sup>th</sup> Annual General Meeting until the conclusion of 37<sup>th</sup> Annual General Meeting to be held in the year 2027 upon expiry of the term of previous auditor M/s S S Kothari Mehta &amp; Co. LLP, Chartered Accountants. Further, M/s S S Kothari Mehta &amp; Co. LLP, the previous Statutory auditor, has duly signed the limited review / audit report for the first quarter and the remaining three quarters were duly</p>





			signed by the new statutory auditor for the reporting financial year.
13.	<b>Additional non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.	N.A.	No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.

\*Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

We further report that the listed entity is in compliance with the disclosures requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

#### Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A(2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For S. Behera & Co.  
Company Secretaries

Shesdev Behera  
Proprietor

CP. No. 5980

FCS No. 8428

Peer Review Certificate No. 2418/2022

Firm Registration No. S2004DE072000

ICSI UDIN: F008428G000385761

Date: May 20, 2025

Place: New Delhi

