

SITAL
LEASING AND FINANCE LIMITED
(An ISO 9001 : 2015 Certified Company)

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Regd. Off.:
322, 3rd Floor, SS Plaza Commercial Complex,
Mayfield Garden, Sector-47,
Gurugram, Haryana - 122001

Date: 11.07.2019

To,

The Head- Listing & Compliances
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),
Mumbai - 400098

Subject:-Submission of Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 30th June, 2019. (SYMBOL: SITAL)

Dear Sir,

With reference to the above captioned subject, we are submitting herewith the Corporate Governance Report as per Regulation 27(2) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 30th June, 2019.

You are requested to take the above on your records and acknowledge the same.

Thanking You

For and on the behalf of
For Sital Leasing and Finance Limited
For SITAL LEASING AND FINANCE LTD.

Auth. Signatory/Director

Nishu Jain
Company Secretary cum Compliance Officer

Compliance Report on Corporate Governance

1. Name of Listed Entity : Sital Leasing and Finance Limited
2. Quarter ending : 30.06.2019

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 of Director (in months)*	No. of Directorship in listed entities including this listed entity (Refer Regulation 17 A of Listing Regulations)	No. 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 (s) Including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Surendra Kumar Jain	AAHPJ8940K & 00530035	Executive-Managing Director	15/05/2019	-	03	05	01
Mrs.	Priti Jain	AAKPJ4836F & 00537234	Non-Executive-Non Independent Director	16/09/2008	-	01	01	01
Mr.	Sujan Mal Mehta	AHMPM9123F & 01901945	Non-Executive-Independent Director	29/09/2012	81	02	04	02
Mr.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent Director	29/09/2012	81	02	04	03

[§]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 cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) [§]
1. Audit Committee	Mr. Surendra Kumar Jain	Executive- Managing Director
	Mr. Anil Prakash	Chairman Non-Executive-Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director
2. Nomination & Remuneration Committee	Mrs. Priti Jain	Chairperson, Non-Executive- Non-Independent Director
	Mr. Anil Prakash	Non-Executive-Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director
3. Risk Management Committee	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent Director
	Mr. Anil Prakash	Non-Executive-Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director
4. Stakeholders Relationship Committee	Mrs. Priti Jain	Non-Executive- Non-Independent Director
	Mr. Anil Prakash	Non-Executive-Independent Director
	Mr. Sujan Mal Mehta	Chairman Non-Executive-Independent Director
5. Corporate Social Responsibility Committee	Mrs. Priti Jain	Chairperson, Non-Executive- Non-Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director
	Mr. Surendra Kumar Jain	Executive- Managing Director Director
6. Asset Liability Management Committee	Mr. Anil Prakash	Non-Executive-Independent Director
	Mrs. Priti Jain	Chairperson Non-Executive- Non- Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director
7. Investment Committee	Mr. Anil Prakash	Non-Executive- Independent Director
	Mrs. Priti Jain	Chairperson-Non-Executive - Non- Independent Director
	Mr. Sujan Mal Mehta	Non-Executive-Independent Director



⁵Category 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	Maximum gap between any two consecutive meetings (in number of days)
18-01-2019 15-03-2019	22-04-2019 09-05-2019 15-05-2019 28-05-2019 13.06.2019 17-06-2019 20-06-2019	37 days 16 days 5 days 12 days 15 days 3 days 2days

IV. Meeting of Committees

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum (details) met	Date (s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: 08-04-2019	Yes	Audit Committee: 18-01-2019	79 days
Audit Committee: 28-05-2019	Yes		49 days
Nomination & Remuneration Committee: 22-04-2019	Yes	Nomination & Remuneration Committee: 15-03-2019	37 days
Risk Management Committee:28-05-2019	Yes	Risk Management Committee:15-03-2019	73 days
Stakeholders Relationship Committee: 28-05-2019	Yes	Stakeholders Relationship Committee: 15-03-2019	73 days
Corporate Social Responsibility Committee: 28-05-2019	Yes	Corporate Social Responsibility Committee: 15-03-2019	73 days
Asset Liability Management Committee: 28-05-2019	Yes	Asset Liability Management Committee: 15-03-2019	73days
Investment Committee: 28/05/2019	Yes	Investment Committee: 15-03-2019	73 days

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

V. Related Party Transaction

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	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/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.
- If status is "No" details of non-compliance may be given here.

VI. Affirmation

- 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
 - Corporate Social Responsibility Committee
 - Asset Liability Management Committee
 - Investment Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and the disclosure requirements), 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 may be mentioned here:

For Sital Leasing and Finance Limited


Nishu Jain
 Company Secretary cum Compliance Officer
 Date: 11.07.2019
 Place: New Delhi