



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

CIN : L65910HR1983PLC050169  
Website : sitalleasingfinance.com  
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E-mail : sitalleasing83@gmail.com, sitalleasing@gmail.com

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

**Date: 12.10.2019**

**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 and half year ended on 30<sup>th</sup> September, 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 and half year ended on 30th September, 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**



**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 : 30-09-2019

I. Composition of Board of Directors												
T M R /	Name of the Director	PAN \$ & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	Date of Appointm ent	Date of Reappoint ment	Dat e of Ces sati on	Tenu re* (in mont hs)	Date of Birth	No. of Director ship in listed entit ies includ ing this listed entit y [in refer ence to Regulati on 17A(1)]	No. of Independ ent Directors ship in listed entit ies includ ing this listed entit y [in refer ence to proviso to Regulatio n 17A(1)]	No. of membersh ip in Audit/Stak eholder Committee (s) includ ing this listed entit y [Refer Regulation 26(1) of Listing Regulation s]	No. of post of Chairperson in Audit /Stakeholde r Committee held in listed entit ies includ ing this listed entit y [Refer Regulation 26(1) of Listing Regulations]
M r.	Surendra Kumar Jain	AAHPJ8940K & 00530035	Executive- Managing Director	25/09/2008	15/05/2019	NA	-	03-07- 1967	03	0	04	0
M rs.	Priti Jain	AAKJP4836F & 00537234	Non-Executive- Non Independent Director	16/09/2008	-	NA	-	21-01- 1971	01	0	01	01
M r.	Sujan Mal Mehta	AHMPM9123 F & 01901945	Non-Executive- Independent Director	03/04/2012	02/09/2019	NA	84	25-04- 1948	02	02	02	02
M r.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive- Independent Director	01/08/2012	02/09/2019	NA	84	05-03- 1991	02	02	02	02

\$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	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)s	Date of Appointment	Date of Cessation	
Audit Committee	No	Mr. Surendra Kumar Jain	Executive- Managing Director	01-03-2014	NA	
		Mr. Anil Prakash	Chairman Non-Executive-Independent Director	29-09-2012	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	29-09-2012	NA	
Nomination & Remuneration Committee	No	Mr. Anil Prakash	Chairman Non-Executive-Independent Director	29-09-2012	NA	
		Mrs. Priti Jain	Non-Executive- Non-Independent Director	16-09-2008	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	29-09-2012	NA	
Risk Management Committee	No	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent Director	16-09-2008	NA	
		Mr. Anil Prakash	Non-Executive-Independent Director	29-09-2012	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	29-09-2012	NA	
Stakeholders Relationship Committee	No	Mrs. Priti Jain	Non-Executive- Non-Independent Director	16-09-2008	NA	
		Mr. Anil Prakash	Non-Executive-Independent Director	29-09-2012	NA	
		Mr. Sujan Mal Mehta	Chairman Non-Executive-Independent Director	29-09-2012	NA	
Asset Liability Management Committee	No	Mr. Anil Prakash	Non-Executive-Independent Director	29-09-2012	NA	
		Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent Director	16-09-2008	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	29-09-2012	NA	
Investment Committee	No	Mr. Anil Prakash	Non-Executive- Independent Director	29-09-2012	NA	
		Mrs. Priti Jain	Chairperson-Non-Executive - Non- Independent Director	16-09-2008	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	29-09-2012	NA	
Corporate Social Responsibility Committee	No	Mrs. Priti Jain	Chairperson, Non-Executive- Non-Independent Director	05-05-2014	NA	
		Mr. Sujan Mal Mehta	Non-Executive-Independent Director	05-05-2014	NA	
		Mr. Surendra Kumar Jain	Executive- Managing Director	05-05-2014	NA	
\$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 meetings (in number of days)	
22-04-2019	22-07-2019	YES	4	2	31 days	
09-05-2019	02-09-2019	YES	4	2	41 days	
15-05-2019	10-09-2019	YES	4	2	7 days	
28-05-2019						
13-06-2019						
17-06-2019						
20-06-2019						

IV. Meeting 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*	
Audit Committee: 22-07-2019	Yes	3	2	08-04-2019 28-05-2019	54 days	
Nomination & Remuneration Committee: NIL	N.A.	N.A.	N.A.	22-04-2019	NIL	
Risk Management Committee: NIL	N.A.	N.A.	N.A.	28-05-2019	NIL	
Stakeholders Relationship Committee: NIL	N.A.	N.A.	N.A.	28-05-2019	NIL	
Asset Liability Management Committee: NIL	N.A.	N.A.	N.A.	28-05-2019	NIL	
Investment Committee: NIL	N.A.	N.A.	N.A.	28-05-2019	NIL	
Corporate Social Responsibility Committee: NIL	N.A.	N.A.	N.A.	28-05-2019	NIL	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional. **to be filled for the current quarter meetings						
V. Related Party Transactions						
Subject					Compliance Status (Yes/No/NA)	
Whether prior approval of audit committee obtained					NA	
Whether shareholder approval obtained for RPT					NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee					NA	
<b>Note:</b>						
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. **YES**
2. The composition of the following committees is in terms of SEBI (Listing obligations and Disclosure requirements) Regulations, 2015.
  - a. Audit Committee **YES**
  - b. Nomination & Remuneration Committee **YES**
  - c. Stakeholders Relationship Committee **YES**
  - d. Risk Management Committee- **NA**
  - e. Asset Liability Management Committee- **YES**
  - f. Investment Committee- **YES**
  - g. Corporate Social Responsibility Committee- **YES**
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and the disclosure requirements), 2015. **YES**
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. **YES**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here: **YES**

**For Sital Leasing and Finance Limited**

  
**Nishu Jain**  
**Company Secretary cum Compliance Officer**

**Date: 11.10.2019**

**Place: New Delhi**

**Affirmations**

<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/NA)</b>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes

**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 "NA." 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.

**For Seal, Signing and Finance Limited**  
Nishid Jain**Company Secretary cum Compliance Officer**

Date: 11.10.2019

Place: New Delhi