



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

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Gurgaon, Haryana - 122001

Date: 07.01.2019

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

Sub :- Submission of Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on 31st December, 2018. (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 31st December, 2018.

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

For Sital Leasing and Finance Limited


Surendra Kumar Jain
(Managing Director)

DIN: 00530035

Encl: a/a

Compliance Report on Corporate Governance

1. Name of Listed Entity : Sital Leasing and Finance Limited
 2. Quarter ending : 31.12.2018

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN ³ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁴	Date of Appointment in the Current Term/Cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) 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 Director	01/03/2014	-	03	03	NIL
Mrs.	Priti Jain	AAKPJ4836F & 00537234	Non-Executive-Non Independent	16/09/2008	-	01	01	NIL
Mr.	Sujan Mal Mehta	AHMPM9123F & 01901945	Non-Executive-Independent	29/09/2012	6 years 3 months	03	04	01
Mr.	Anil Prakash	BAZPP5424P & 05187809	Non-Executive-Independent	29/09/2012	6 years 3 months	02	03	02

³PAN number of any director would not be displayed on the website of Stock Exchange

⁴Category 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) ⁵
1. Audit Committee	Mr. Surendra Kumar Jain	Executive- Non-Independent
	Mr. Anil Prakash	Chairman Non-Executive-Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
2. Nomination & Remuneration Committee	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent
	Mr. Anil Prakash	Non-Executive-Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
3. Risk Management Committee	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent
	Mr. Anil Prakash	Non-Executive-Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
4. Stakeholders Relationship Committee	Mrs. Priti Jain	Non-Executive- Non-Independent
	Mr. Anil Prakash	Non-Executive-Independent
	Mr. Sujan Mal Mehta	Chairman Non-Executive-Independent
5. Corporate Social Responsibility Committee	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
	Mr. Surendra Kumar Jain	Executive Director
6. Asset Liability Management Committee	Mr. Anil Prakash	Non-Executive-Independent
	Mrs. Priti Jain	Chairperson Non-Executive- Non-Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent
7. Investment Committee	Mr. Anil Prakash	Non-Executive- Independent
	Mrs. Priti Jain	Chairperson-Non-Executive - Non- Independent
	Mr. Sujan Mal Mehta	Non-Executive-Independent

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	Maximum gap between any two consecutive meetings (in number of days)
04.07.2018 10.08.2018	12-11-2018	93 days

IV. Meeting of Committees

Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date (s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: 12-11-2018	Yes	Audit Committee: 10-08-2018	93 days
Nomination & Remuneration Committee: 12-11-2018	Yes	Nomination & Remuneration Committee: 10.08.2018	93 days
Risk Management Committee:		Risk Management Committee: 04-07-2018	-
Stakeholders Relationship Committee:	Yes	Stakeholders Relationship Committee: 04.07.2018	-
Corporate Social Responsibility Committee: 12-11-2018	Yes	Corporate Social Responsibility Committee: 04.07.2018	130 days
Asset Liability Management Committee: 12-11-2018		Asset Liability Management Committee: 04.07.2018	130 days
Investment Committee: 12-11-2018	Yes	Investment Committee: 04-07-2018	130 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	YES
Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

Note

- 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.
- 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

Surendra Kumar Jain
Managing Director

Date: 07.01.2019

Place: New Delhi