

# UNITED CREDIT LIMITED

No. UCL/0399/2014-15

September 26, 2014

Mr. S. C. Saha  
248, S. N. Roy Road  
Behala  
Kolkata - 700 038

Dear Sir,

We have pleasure in informing you that pursuant to the resolution passed in the 43<sup>rd</sup> Annual General Meeting of the Company held today, the 26<sup>th</sup> September, 2014 you have been appointed as Independent Director of the Company for a period of five years commencing from 26<sup>th</sup> September, 2014. The requisite details of your appointment are set out hereunder in terms of Section 149(8) and Schedule IV(IV)(4) of the Companies Act, 2013.

(a) Terms of appointment

You will hold office for a term up to five consecutive years commencing from today, the 26<sup>th</sup> September, 2014.

(b) Expectation of the Board

The Board expects that as per requirement of Section 149(8) and Schedule IV of the Companies Act, 2013, you will adhere to the standards and professional code prescribed under Schedule IV of the Act in your capacity as member of the Board and Board-level committees.

(c) Fiduciary Duties

You will exercise your responsibilities in a bona fide manner in the interest of the Company and act objectively and constructively while exercising your duties. It is expected that you will maintain secrecy and will not disclose to any other company or person, any information in respect of the Company, which may prove detrimental to the interest of the Company subsequently. Your duties and liabilities in the capacity of independent director will be as prescribed under the Companies Act, 2013 and various other statutory rules and regulations.

(d) Provision for Directors and Officers (D and O) Insurance

As of now, there is no such provision made by the Company.



## UNITED CREDIT GROUP

REGISTERED OFFICE : 27-B, CAMAC STREET (8TH FLOOR), KOLKATA - 700 016

PHONE : +91-33-2287-9359, 2287-9360, 2287-9185, FAX : +91-33-2287-2047

E-mail : [unitedcredit@vsnl.com](mailto:unitedcredit@vsnl.com)

CIN:L65983WB1970PLC027781

Email:[unitedcredit@vsnl.com](mailto:unitedcredit@vsnl.com)

Website:[www.unitedcreditltd.com](http://www.unitedcreditltd.com)

# UNITED CREDIT LIMITED

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(e) Code of Business Ethics

The Board expects that you will adhere to the basic code of business ethics.

(f) Restrictions and area of activities

- (i) Your activities will be restricted to the areas fixed by Schedule IV of the Companies Act, 2013 and you will not do anything which is against the interest of the Company.
- (ii) You will refrain from any action that will lead to the loss of your independence.
- (iii) During the tenure of your office, if you come across any such circumstances which will have adverse affect on your independence, you will immediately bring the same to the notice of the Board. The Board expects that you will assist the Company in implementing the best corporate governance practices.

(g) Remuneration

Unless otherwise determined by the Board you are entitled to the usual fees as is applicable for all Directors and reimbursement of expenses for participation in the Board's and other meetings.

Please sign the duplicate of this letter in token of your acceptance.

Thanking you,

Yours faithfully,  
For UNITED CREDIT LIMITED

*A. K. Dabriwala*

(A. K. Dabriwala)  
Chairman & Managing Director



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## UNITED CREDIT LIMITED

Profile of Mr. S. C. Saha appointed as Independent Director in the 43<sup>rd</sup> Annual General Meeting of the Company held today, the 26<sup>th</sup> September, 2014

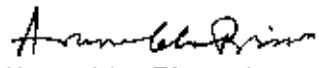
### MR. S. C. SAHA

Mr. S. C. Saha (DIN 00464308), aged about 74 years, is a Chartered Accountant. He joined M/s. Ray & Ray, Chartered Accountants in 1972 and retired as Joint Managing Partner on 4<sup>th</sup> May, 2008. After his retirement as Partner, he was associated as Managing Director with Ray & Ray Consultants Private Limited from 15<sup>th</sup> May, 2006 to 31<sup>st</sup> March, 2010. Mr. Saha is a member of the Audit Committee and Nomination and Remuneration Committee of the Company.

He is also on the Board of French Motor Car Company Limited.

He is not holding any shares in the Company.

For UNITED CREDIT LIMITED

  
(Arunabha Biswas)  
Vice President & Co. Secretary  
Membership No. F 4380



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