

To,

**Shri H P Singh**  
**Chairman cum Managing Director**  
**Satin Creditcare Network Limited**  
**5<sup>th</sup> Floor, Kundan Bhawan, Azadpur Commercial Complex,**  
**Delhi-110033**

**Re: Scrutinizer Report on Postal Ballot;**

Dear Sir,

I, Rajeev Bhatia, Practicing Chartered Accountant, at 1410, Ground Floor, Dr. Mukherjee Nagar, Delhi-110009, pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 was appointed as Scrutinizer by the Board of Directors of Satin Creditcare Network Limited (The Company) vide its duly held meeting through Video Conferencing dated 25.04.2016 for the purpose of conducting Postal Ballot which includes electronic voting (E-Voting) in a fair and transparent manner.

Further, I, in the capacity of scrutinizer in respect of the below mentioned resolution, submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (E-Voting) and voting by using postal ballots by the shareholders on the resolution as mentioned in the notice of the Postal Ballot dated 25.04.2016 is the responsibility of the management. My responsibility as scrutinizer is to ensure that the voting process both through electronic means (E-Voting) and by use of postal ballot are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, and the details of invalid votes, if any to the chairman on the resolution, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and by voting through postal ballot(s).
2. The Notice of the Postal Ballot dated 25.04.2016 along with Postal Ballot Form and postage-prepaid self-addressed Business reply envelope was sent to all the members of the Company, dispatch of which was completed on 29.04.2016, for seeking their approval on the Special Resolution (s) as set out in said Postal Ballot Notice through Postal Ballot and E-Voting process.
3. The Company has provided the Postal Ballot Forms and E-Voting facility to the members holding shares as on the "Cut-off" date i.e. 22.04.2016.
4. The E-Voting facility was arranged by National Securities Depository Limited (NSDL).
5. The Voting period both for E-Voting and Postal Ballot starts from 30.04.2016 (10:00 A.M.) and ended on 29.05.2016 (06:00 P.M.). The NSDL platform was blocked thereafter.
6. The Ballot Papers received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA). The Postal Ballot Forms which were incomplete, unsigned, for which already E-Voting had been done have been rejected and treated as invalid.
7. The votes casted through E-Voting were unblocked on 29.05.2016 immediately after 06:00 P.M.
8. I have scrutinized and reviewed the Postal Ballot and E-Voting process in a fair and transparent manner. Please note that one equity share of the Company represent on vote. Member's voting right is in proportion to his/her share in paid up capital of the Company.



9. I hereby submit scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015 and other applicable provisions of Companies Act, 2013 and /or SEBI Laws on the resolution (s) contained in the notice of aforesaid Postal Ballot notice.

10. The result of the voting is as under:

**Resolution-1: Special Resolution**

Description of Resolution	Total No. of Members Voted	Total No. of Valid Votes		Total of Invalid Votes	Total Votes Casted	Total Valid Votes casted	% of Total Valid Votes casted in favour of Special Resolution
		In favour	In against				
Issuance of 2,50,00,000 Rated, Non-Convertible, Redeemable, Cumulative Preference Shares ("NCRPCS") on a private placement basis	33	152,16,690	54	6,083	152,22,827	152,16,744	99.99%

**Resolution-2: Special Resolution**

Description of Resolution	Total No. of Members Voted	Total No. of Valid Votes		Total of Invalid Votes	Total Votes Casted	Total Valid Votes casted	% of Total Valid Votes casted in favour of Special Resolution
		In favour	In against				
To Increase the maximum number of Directors of the Company from existing Fifteen to Twenty	33	152,16,665	79	6,083	152,22,827	152,16,744	99.99%

All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of declaration of Postal Ballot results and the same shall be handed over to the Chairman for safe keeping.

Thanking you  
Yours faithfully,



Rajeev Bhatia  
(Scrutinizer)

FCA

M.No.089018

Date: 01.06.2016

Place: New Delhi

For Satin Creditcare Network Limited



H P Singh  
(Chairman cum Managing Director)

Witness:

1. 

PARMINDER KAUR  
F-16/128, Sector-15,  
Rohini, Delhi-89

2. 

PUNIT SHARMA  
79, Deshbandhu Apartments  
Kalkaji, New Delhi-110019