

Rajeev Bhatia, Practicing Chartered Accountant
1410, Ground Floor, Dr. Mukherjee Nagar, Delhi-110009

SCRUTINIZER REPORT ON REMOTE VOTING

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of the 26th Annual General Meeting of the Equity Shareholders of Satin Creditcare Network Limited (the Company) held on Saturday, the 30th July, 2016 at 10:00 A.M. at "Shri Ram Center-Auditorium" 4, Safdar Hashmi Marg, Mandi House, New Delhi-110001

Dear Sir,

I, **Rajeev Bhatia**, Practicing Chartered Accountant, at 1410, Ground Floor, Dr. Mukherjee Nagar, Delhi-110009, was appointed as Scrutinizer by the Board of Directors of **Satin Creditcare Network Limited** (The Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 26th Annual General Meeting of the Equity Shareholders of **Satin Creditcare Network Limited** (the Company) held on Saturday, the 30th July, 2016 at 10:00 A.M. at "Shri Ram Center-Auditorium" 4, Safdar Hashmi Marg, Mandi House, New Delhi-110001, 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 (by remote e-voting) and voting by using ballots by the shareholders on the resolutions proposed in the notice of the 26th Annual General Meeting of the Company is the responsibility of the management. My responsibly as scrutinizer is to ensure that the voting process both through electronic means (remote e-voting) and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favor or against if any, and details of invalid votes, if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depositories Limited (NSDL) and by voting of ballots at the meeting.
2. I hereby submit scrutinizer's report on remote e-voting pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015 on all the resolutions contained in the Notice of the aforesaid 26th Annual General Meeting.
3. The remote e-voting commenced on Wednesday July 27, 2016 at 10:00 A.M and ended on Friday July 29, 2016 at 05:00 P.M.
4. The result of the voting is as under:



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Resolution-1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2016 and the Reports of Directors' and Auditors' thereon.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
28	3496502	100.00

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606

Resolution-2: Ordinary Resolution

To appoint a Director in place of Mr. Davis Frederick Golding (DIN: 00440024), who retires by rotation and being eligible, offers himself for re-appointment.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	3495950	99.98

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	552	0.02

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606



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Resolution-3: Ordinary Resolution

To appoint Auditors and fix their remuneration and in this regard

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
27	3496202	99.99

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	300	0.01

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606

Resolution-4: Special Resolution

Reclassification of the Authorised Share Capital and Consequent Alteration of Memorandum of Association.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
27	3496487	100.00

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606



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Resolution-5: Special Resolution

Acquisition of a Wholly Owned Subsidiary through Share Swap and Consequential Preferential Issue and Allotment of Securities.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	715	72.81

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	267	27.19

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6	4458126

Resolution-6: Special Resolution

Further Issuance of Securities.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
26	3495950	99.98

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	552	0.02

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606



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Resolution-7: Special Resolution

Raising FPI Limit of the Company

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
28	3496502	100.00

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606

Resolution-8: Ordinary Resolution

To appoint Mr. Anil Kumar Kalra (DIN: 07361739) as an Independent Director.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3495935	99.98

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	567	0.02

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606

Resolution-9: Special Resolution



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To Consider, Discuss and Approve the Issuance of Non-Convertible Debentures, in one or more Series/Tranches of Amounting upto Rupees 1000 Crores Pursuant to Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules 2014.

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
27	3496202	100.00

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	962606

All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 26th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,


Rajeev Bhatia
(Scrutinizer)
FCA,
M. No. 089018
Date: 01st August, 2016
Place: Delhi



Himanshu (Himanshu Upadhyay)
C-2-R, 45, Mohan Garden, Near DK Post office, Uttam Nagar, New Delhi

Vikas Yadav
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