



SCRUTINIZER REPORT ON POLL

MGT-13

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of the 27th Annual General Meeting (AGM) of the Equity Shareholders of Satin Creditcare Network Limited (the Company) held on Thursday, the July 6, 2017 at 11:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, 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 voting by use of ballot at the meeting pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 27th Annual General Meeting of the Equity Shareholders of **Satin Creditcare Network Limited** (the Company) held on Thursday, the July 6, 2017 at 11:00 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi-110001, submit our report as under:

1. The Chairman ordered for the poll at AGM as per Rules 21 of the Companies (Management and Administration) Rules, 2014.
2. After Completion of poll at the AGM the ballot Box was thereafter unblocked in the presence of two witness i.e. Mr. Prashant Sharma and Mr. Gaurav Aggarwal, who are not in the employment of the Company and votes casted were diligently scrutinized. Thereafter, ballots were reconciled with the records mentioned with Registrar and Transfer Agent of the Company and the Authorizations/proxies lodged with the Company.

Mr. Prashant Sharma
Witness

Mr. Gaurav Aggarwal
Witness

3. The result of the voting is as under:

RESOLUTION-1: ORDINARY RESOLUTION

APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017 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
94	13868961	99.9999

- (II) Voted against the resolution:





Rajeev Bhatia & Associates

Chartered Accountants

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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

RESOLUTION-2: ORDINARY RESOLUTION

DECLARATION OF FINAL DIVIDEND ON PREFERENCE SHARES

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

RESOLUTION-3: ORDINARY RESOLUTION

APPOINTMENT OF A DIRECTOR IN PLACE OF MR. SATVINDER SINGH (DIN: 00332521), 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
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:





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Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

RESOLUTION-4: ORDINARY RESOLUTION

APPOINTMENT OF AUDITORS AND FIX THEIR REMUNERATION AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

RESOLUTION-5: ORDINARY RESOLUTION

APPOINTMENT OF MR. DAVIS FREDRICK GOLDING (DIN: 00440024) 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
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0





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RESOLUTION-6: SPECIAL RESOLUTION

APPROVAL FOR ISSUANCE OF NON-CONVERTIBLE DEBENTURES, IN ONE OR MORE SERIES/TRANCHES 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
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-7: ORDINARY RESOLUTION

APPROVAL FOR TERMINATION OF EARLIER ESOP SCHEMES:

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-8: SPECIAL RESOLUTION

APPROVAL OF SATIN EMPLOYEE STOCK OPTION SCHEME 2017:

(I) Voted in favour of the resolution:





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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-9: SPECIAL RESOLUTION

APPROVAL OF GRANT OF STOCK OPTIONS TO THE EMPLOYEES OF SUBSIDIARY COMPANY(IES) (PRESENT & FUTURE) UNDER THE SCHEME

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	99.9999

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-10: 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
94	13868961	99.9999

(II) Voted against the resolution:





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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	17	0.0001

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution-11: SPECIAL RESOLUTION

APPROVAL OF AMENDMENTS IN THE ARTICLES OF ASSOCIATION OF THE COMPANY UNDER SECTION 14 OF THE COMPANIES ACT, 2013

(I) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	13868961	100

(II) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	2	0.00

(III) Invalid/Abstain votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	15

All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 27th 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: July 7, 2017
Place: Delhi

