

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

Report of Scrutinizer

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To.

Chairman of Extraordinary General Meeting of the Equity Shareholders of **Satin Creditcare Network Limited** (the Company) to be held on 9th July, 2014 at "TYAGI FARMS", Plot No. 07, Bhawani Nagar, Dhinpur, Near Jhatikara Morh, Brijwasan Road, New Delhi-110043

Dear Sir,

I, Rajeev Bhatia, Practicing Chartered Accountant, appointed as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice of the Extraordinary General Meeting of the members of the Company, to be held on the 9th day of July, 2014 at "TYAGI FARMS", Plot No. 07, Bhawani Nagar, Dhinpur, Near Jhatikara Morh, Brijwasan Road, New Delhi-110043.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of Extraordinary General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Security Depository Limited, for the e-voting process engaged by the Company.

Further to the above, I submit my report as under

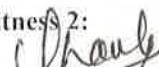
1. The e-voting period remained open from Wednesday, 2nd day of July, 2014 (10:00 A. M.) to Friday, 4th Day of July, 2014 (05:00 P. M.).
2. The members of the Company as on the "cut-off" date i.e. 23rd May, 2014 were entitled to vote on the resolutions (item no. 1 to 4 as set out in the notice of the Extraordinary General Meeting of the Company)
3. The votes cast were unblocked on 5th day of July, 2014 in the presence of 2 witnesses, Mr. Vikas Yadav and Ms. Vinita Chawla who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1:



Name: Vikas Yadav

Witness 2:



Name: Vinita Chawla



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4. Thereafter, the details containing inter alia, list of Equity Shareholder(s), who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website National Depository Services Limited ("NSDL") i.e. <https://www.evoting.nsdl.com>.

The result of the vote's casted electronically is as under:

Item No. 1 of the Notice

To increase the borrowing power of Board of Directors u/s 180(1) (a) of the Companies Act, 2013 by passing Special 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
2	33,78,634	100%

(ii) Voted **against** the resolution:

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

(iii) **Invalid** votes

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

Item No. 2 of the Notice

To increase in power of Board of Directors for creating charge over moveable and immovable properties of the company u/s 180(1) (c) of the Companies Act, 2013 by passing Special 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
2	33,78,634	100%

(ii) Voted **against** the resolution:

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

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(iii) Invalid votes

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

Item No. 3 of the Notice

To discuss and authorize Board of Directors u/s 42 of the Companies Act, 2013 and rules and regulation made thereunder by passing Special Resolution to borrow fund through issuance of debenture upto a sum of 300 Crore for the period of one year from the date of passing this 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
2	33,78,634	100%

(ii) Voted against the resolution:

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

(iii) Invalid votes

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

Item No. 4 of the Notice

To discuss and adopt the new altered set of Article of Association of the company u/s 14 of the Companies Act 2013 by passing Special 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
2	33,78,634	100%

(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
Nil	-	-

(iii) Invalid votes

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

Thanking you,

Yours faithfully,



Rajeev Bhatia
FCA,
M. No., 089018

Date: 07th July, 2014
Place: Delhi

