

**Rajeev Bhatia, Practicing Chartered Accountant**

1410, Ground Floor, Dr. Mukherjee Nagar, Delhi-110009

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**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 **26<sup>th</sup> Annual General Meeting (AGM)** of the Equity Shareholders of Satin Creditcare Network Limited (the Company) held on Saturday, the 30<sup>th</sup> 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 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 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Satin Creditcare Network Limited** (the Company) held on Saturday, the July 30, 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 Chairman ordered for the poll at AGM as per Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014.
2. After Completion of poll at the AGM the ballot box was opened in my presence and ballots were diligently securitized. Thereafter, ballots were reconciled with the records mentioned with Registrar and Transfer Agent of the Company and the Authorizations/proxies lodged with the Company.
3. 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 31<sup>st</sup> 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
41	12129389	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
0	0

### 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
41	12129389	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
0	0



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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
41	12129389	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
0	0

### 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
41	12129389	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
0	0



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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
30	2066883	100

(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
11	10062506

### **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
41	12129389	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
0	0



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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
41	12129389	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
0	0

### 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
41	12129389	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
0	0



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### Resolution-9: Special Resolution

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
41	12129389	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
0	0

All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 26<sup>th</sup> 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: 01<sup>st</sup> August, 2016

Place: Delhi

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VIKAS YADAV  
VPO- SALARPUR  
Distt. ALWAR  
301018- (RAS).

*Himanshu Upadhyay*

(Himanshu Upadhyay)  
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