

Rajeev Bhatia, Practicing Chartered Accountant

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

SCRUTINIZER REPORT CONSOLIDATED (E-VOTING & POLL)

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

To,

The Chairman of the **26th Annual General Meeting (AGM)** 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 & 21 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 responsibility 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 consolidated scrutinizer's report 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. 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.
5. The Poll Papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



Rajeev Bhatia, Practicing Chartered Accountant

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

6. The result of the voting is as under:

Resolution-1: Ordinary ResolutionTo 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.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100.00
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3496502	0	100.00	0.00
	Poll		2066883	11.43	2066883	0	0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5563385	0	100.00
GRAND TOTAL		31951361	15625891	48.91	15625891	0	100.00	0.00

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.



Rajeev Bhatia, Practicing Chartered Accountant

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3495950	552	99.98	0.02
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5562833	552	99.99
GRAND TOTAL		31951361	15625891	48.91	15625339	552	100.00	0.00

Resolution-3: Ordinary Resolution

To appoint Auditors and fix their remuneration and in this regard

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100



Rajeev Bhatia, Practicing Chartered Accountant

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

Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3496202	300	99.99	0.01
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5563085	300	99.99
GRAND TOTAL		31951361	15625891	48.91	15625591	300	100.00	0.00

Resolution-4: Special Resolution

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3496487	15	100.00	0.00
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5563370	15	100.00
GRAND TOTAL		31951361	15625891	48.91	15625876	15	100.00	0.00



Rajeev Bhatia, Practicing Chartered Accountant

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

Resolution-5: Special Resolution

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	0	0.00	0	0	0.00
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	982	0.01	715	267	72.81	27.19
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	2067865	11.44	2067598	267	99.99
GRAND TOTAL		31951361	2067865	6.47	2067598	267	99.99	0.01

Resolution-6: Special Resolution

Further Issuance of Securities.

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0



Rajeev Bhatia, Practicing Chartered Accountant

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

Promoter and Promoter Group	Postal Ballot (if applicable)		0	0			0.00	0.00
Total		11564728	10062506	87.01	10062506	0	100	0
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3495950	552	99.98	0.02
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5562833	552	99.99
GRAND TOTAL		31951361	15625891	48.91	15625339	552	100.00	0.00

Resolution-7: Special Resolution

Raising FPI Limit of the Company

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3496502	0	100.00	0.00
	Poll		2066883	11.43	2066883	0	100.00	0.00



Rajeev Bhatia, Practicing Chartered Accountant

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

Postal Ballot (if applicable)		0	0	0		0.00	0.00
Total	18080438	5563385	30.77	5563385	0	100.00	0.00
GRAND TOTAL	31951361	15625891	48.91	15625891	0	100.00	0.00

Resolution-8: Ordinary Resolution

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.01	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total		11564728	10062506	87.01	10062506	0	100
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		2306195	0	0	0	0	0.00
Public- Non Institutions	E-Voting	18080438	3496502	19.34	3495935	567	99.98	0.02
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total		18080438	5563385	30.77	5562818	567	99.99
GRAND TOTAL		31951361	15625891	48.91	15625324	567	100.00	0.00

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.



Rajeev Bhatia, Practicing Chartered Accountant

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

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[2/1*100]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[4/2*100]	% of Votes against on votes polled (7)=[5/2*100]
Promoter and Promoter Group	E-Voting	11564728	0	0	0	0	0.00	0.00
	Poll		10062506	87.010	10062506	0	100	0
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total	11564728	10062506	87.010	10062506	0	100	0
Public-Institutions	E-Voting	2306195	0	0	0		0.00	0.00
	Poll		0	0	0		0.00	0.00
	Postal Ballot (if applicable)		0	0			0.00	0.00
	Total	2306195	0	0	0	0	0.00	0.00
Public-Non Institutions	E-Voting	18080438	3496502	19.34	3496202	0	99.99	0.00
	Poll		2066883	11.43	2066883	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0		0.00	0.00
	Total	18080438	5563385	30.77	5563085	0	99.99	0.00
GRAND TOTAL		31951361	15625891	48.91	15625591	0	100.00	0.00

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
VPO- SALARPUR
Distt. ALWAR
R/AJ- 301018