
Walker ChandioK & Co LLP
Plot No. 19A 7th Floor
Sector – 16A
Noida – 201 301
India
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Consent of Independent Auditors'

To
The Board of Directors
Satin Creditcare Network Limited
1st and 3rd Floor, Plot No 97
Sector 44, Gurugram, 122002

Dear Sirs,

Proposed issue of equity shares (“Issue”) of Satin Creditcare Network Limited (the “Company”/ “Issuer”).

We hereby consent to use in the “Letter of Offer” of the Issuer, prepared under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (the ‘ICDR Regulations’) to be submitted/filed with the Securities Exchange Board of India (“SEBI”), the Bombay Stock Exchange Limited and the National Stock Exchange Limited (collectively the “Stock Exchanges”) and the Registrar of Companies (“ROC”), our reports dated 23 June 2020 relating to Statement of Tax Benefits which appear in such Letter of Offer.

As the offered securities have not been and will not be registered under the U.S. Securities Act, 1933, as amended, (the “Securities Act”) we have not hereby provided consent for the inclusion of the above reports in any document relating to registered securities / registration of securities under the Securities Act.

We give our consent to the inclusion of the following particulars, in relation to us, in the Offer Document:

Auditors' Name	: Walker ChandioK & Co LLP
Address	: 7th Floor, Plot No. 19A, Sector 16A, Noida 201301
Telephone Number	: +91 120 485 5999
Firm Registration Number	: 001076N/N500013
Email	: Lalit.Kumar@walkerchandiok.in
Peer Review Certificate Number	: 011707

We also consent to the references to us as “Statutory Auditors” under the headings “Company Related Terms” in such Letter of Offer.

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters (including information sent to Lead Manager or letters included in the Letter of Offer. Neither we nor our affiliates shall be liable to any investor or merchant bankers or any other third party in respect of the proposed Offer. Further, the Issuer agrees to indemnify us and our affiliates and hold harmless from all third party (including investors and merchant bankers) claims, damages, liabilities and costs arising consequent to our giving consent.

Walker Chandiok & Co LLP

Nothing in the preceding paragraph shall be construed to (i) limit our responsibility for or liability in respect of, the reports we have issued, covered by our consent above and are included in the Letter of Offer or (ii) limit our liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities.

We also authorize you to deliver a copy of this letter of consent pursuant to the provisions of the Act to SEBI, the Stock Exchanges, ROC or any other regulatory authority as required by law.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.

Lalit Kumar
Partner
Membership No.:095256
UDIN: 20095256AAAACC5962

Place: Noida
Date: 21 July 2020