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Chartered Accountants

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**Combined Report of Scrutinizer on Remote E- Voting and Electronic Voting by Members during the 31<sup>st</sup> Annual General Meeting ("AGM") of Satin Creditcare Network Limited held on Wednesday, August 11, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC")**

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

To,

**The Chairman**

**of the 31<sup>st</sup> Annual General Meeting of Satin Creditcare Network Limited**

5<sup>th</sup> Floor, Kundan Bhawan, Azadpur Commercial Complex, Azadpur, Delhi – 110033, India

**Dear Sir,**

I, **Rajeev Bhatia**, Chartered Accountant in practice (Membership No. 089018) of M/s. Rajeev Bhatia & Associates, Chartered Accountants, have been appointed as Scrutinizer by the Board of Directors of Satin Creditcare Network Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated July 14, 2021 ("Notice") issued in accordance with General Circular No. 14/ 2020, 17 / 2020, 20/2020 and 2/2021 dated April 8, 2020, April 13 2020, May 5, 2020 and January 13, 2021 respectively issued by Ministry of Corporate Affairs ("MCA"), (hereinafter referred to as "MCA Circulars"), calling the 31<sup>st</sup> Annual General Meeting of its Equity Shareholders ("the Meeting"/ "AGM") through VC / OAVM. The AGM was convened on Wednesday, August 11 2021 at 11:00 a.m. (IST) through VC / OAVM.

The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- process of e-voting at the AGM through electronic voting system.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the Annual General Meeting dated July 14, 2021. My responsibility as a scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited ("CDSL"), the agency engaged by the Company to provide remote e-voting and e-voting during the AGM.

I submit my report as under:

1. I hereby submit Combined Report of Scrutinizer on Remote E-Voting and Electronic Voting by Members during the 31<sup>st</sup> Annual General Meeting ("AGM") of the Company held on Wednesday, August 11, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC") pursuant to Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
2. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., August 4, 2021 were entitled to vote on the resolutions (item nos. 1 to 5 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.
3. The remote e-voting commenced on Sunday, August 08, 2021 at 10:00 A.M (IST) and ended on Tuesday, August 10, 2021 at 05:00 P.M. (IST).
4. The Company had also provided Electronic voting facility to the shareholders attending the AGM through VC and who had not cast their vote earlier.
5. After the closure of Electronic voting at the AGM, the report on voting done during the AGM and the Votes cast under remote e-voting facility prior to the AGM were both unblocked in the presence of two witnesses, who are not in the employment of the Company and downloaded from the E-voting website of CDSL.



*Puneet*

Mr. Puneet Jolly  
Witness

*Jatin Goel*

Mr. Jatin Goel  
Witness

6. Based on data downloaded from the E-voting website of CDSL pertaining to the Electronic voting done during the AGM and the Votes cast under remote e-voting facility prior to the AGM, I now submit a combined Scrutinizers report as under:

| Item No. of the Notice<br>(i)   | Votes in favour of the resolution |  | Votes against the resolution |   | Invalid votes<br>(due to lack of<br>proper<br>authorization)<br>Nos. (vi) |
|---|-----------------------------------|--|------------------------------|---|---|
|   | No. of valid<br>Votes#<br>(ii)    | As a % of total<br>number of valid<br>votes (in Favour<br>and Against)<br>(iii=ii/<br>(ii+iv)*<br>100) | No. of valid<br>Votes (iv)   | As a % of total<br>number of valid<br>votes (in Favour<br>and Against) (v<br>=iv/ (ii+iv)* 100) |   |
| <b>Item No.:- 1:</b><br>To receive, consider and adopt the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors of the Company and the Auditors thereon<br><b>(Ordinary Resolution)</b> | 3,82,73,588                       | 99.9997%   | 105                          | 0.0003  | Nil   |
| <b>Item No.:-2</b><br>To appoint a Director in place of Mr. Christian Bernhard Ramm (DIN: 08096655), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment<br><b>(Ordinary Resolution)</b>   | 3,82,72,693                       | 99.9974%   | 1,000                        | 0.0026  | Nil   |
| <b>Item No.:-3</b><br>Appointment of Statutory Auditors<br><b>(Ordinary Resolution)</b>   | 3,82,73,593                       | 99.9997  | 100                          | 0.0003  | Nil   |
| <b>Item No.:-4</b><br>Issue of Non-Convertible Debentures (NCDs), in one or more series/tranches on private placement basis<br><b>(Special Resolution)</b>  | 3,82,72,711                       | 99.9974  | 982                          | 0.0026  | Nil   |
| <b>Item No.:-5</b><br>Provision of money by the Company for Purchase / Subscription made or to be made of its own shares by the Trust / Trustees for the  | 3,82,69,507                       | 99.9891  | 4,186                        | 0.0109  | Nil   |



|   |  |  |  |  |  |
|---|--|--|--|--|--|
| benefit of employees under Satin Employee Stock Option Scheme - 2017<br><b>(Special Resolution)</b> |  |  |  |  |  |
|---|--|--|--|--|--|

7. Voting rights on partly paid-up equity shares are in proportion to the amount paid-up on the face value of the shares i.e. @ 75% of the face value of the equity shares.
8. All the resolutions proposed herein above have been passed with requisite majority.
9. All relevant records of remote e-voting and e-voting during the AGM shall remain in my safe custody until the Chairman considers, approves and signs the declaration of result for the 31<sup>st</sup> AGM and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking you,

Yours faithfully,  
For Rajeev Bhatia & Associates  
Chartered Accountants

Rajeev Bhatia  
Practicing Chartered Accountants  
M. No. 089018  
UDIN:- 21089018AAAABZ2106

Date: August 11, 2021  
Place: Delhi

Counter-signed by  
For Satin Creditcare Network Limited



  
(Mr. Harvinder Pal Singh)  
Chairman cum Managing Director