



**Date: June 04, 2026**

To,  
Listing Compliance Department  
**National Stock Exchange of India Limited,**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/2, G Block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai-400051

To,  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street,  
Mumbai – 400001

**SYMBOL: SATIN**

**Scrip Code: 539404**

**Subject: Intimation regarding Notice of Postal Ballot**

**Ref: Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).**

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulations 30 and 44 of SEBI Listing Regulations, we are enclosing herewith a copy of Postal Ballot Notice (“**Notice**”) dated June 04, 2026, along with explanatory statement for seeking approval of the Members on Special Business as contained in the Notice through electronic voting (“**remote e-voting**”).

In accordance with the applicable circulars issued by Ministry of Corporate Affairs (“**MCA Circular**”), this Notice is sent through electronic mode only to those members whose names appear in the Register of Members/ list of Beneficial Owners maintained by the Company/ Registrar and Transfer Agent (“**RTA**”) / Depositories, as on Friday, May 29, 2026 (“**Cut-Off date**”) and whose email addresses are registered with the Company/ RTA/ Depositories as on Cut-Off date.

The Company has availed the services of Central Depository Services (India) Limited, for facilitating remote e-voting to enable the Members to cast their votes electronically. The remote e-voting period commences on **Friday, June 05, 2026** (09:00 A.M. IST) and ends on **Saturday, July 04, 2026** (5.00 P.M. IST) (both days inclusive). The remote e-voting module shall, thereafter, be disabled.

The said notice is also made available on the website of the Company at [www.satincare.com](http://www.satincare.com).

You are requested to kindly take the same on your records.

Thanking You,

Yours Sincerely,  
For **Satin Creditcare Network Limited**

**Vikas Gupta**  
**Company Secretary & Chief Compliance Officer**



## SATIN CREDITCARE NETWORK LIMITED

CIN: L65991DL1990PLC041796

**Registered Office:** Kundan Bhawan, 5<sup>th</sup> Floor, Azadpur Commercial Complex, New Delhi – 110033, India

**Email:** [secretarial@satincreditcare.com](mailto:secretarial@satincreditcare.com)

**Website:** [www.satincreditcare.com](http://www.satincreditcare.com)

### NOTICE OF POSTAL BALLOT

*(NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013, READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014)*

**NOTICE** is hereby given to the Members of Satin Creditcare Network Limited (**“the Company”**), pursuant to Sections 108 and 110 of the Companies Act, 2013 (**“the Act”**) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 as amended (**“Management and Administration Rules”**) read with General Circulars Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, respectively and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (**“MCA Circulars”**), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**“Listing Regulations”**) and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification(s) or enactment(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), that the Resolution as set out hereunder in this Notice is proposed for approval by Members of the Company by means of Postal Ballot through voting by electronic means only (**“remote e-voting”**).

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. As per MCA Circulars and SEBI circulars issued in this regard, the Company is sending Postal Ballot Notice along with e-voting instructions (the **“Notice”**) only by way of e-mail to all its Members who have registered their email addresses with the Company or depository(ies)/ depository participants / Registrar & Transfer Agent (**“RTA”**) and whose names appear in Register of Members /List of Beneficial Owner as on Cut – off Date Friday, May 29, 2026. Members, whose e-mail address is not registered with DP / Company / RTA, are requested to follow the process prescribed in the Notes section, to receive this Postal Ballot Notice, User ID and Password for remote e-voting.

The communication of assent / dissent of Members on the Resolution proposed in the Notice will only take place through the remote e-voting system. The remote e-voting period commences from **9.00 A.M. (IST) on Friday, June 05, 2026, and ends at 5.00 P.M. (IST) on Saturday, July 04, 2026.**

The Company has appointed Mr. Devesh Kumar Vasisht, Managing Partner, (Membership No. F8488, CP No. 13700) failing him Mr. Praveen Kumar, Partner (Membership No. F10315, CP No. 13411), respectively of DPV & Associates LLP, Company Secretaries, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner. The Scrutinizer will submit his report to the Chairman cum Managing Director or Chief Financial Officer or Company Secretary & Chief Compliance Officer of the Company and the results of voting by Postal Ballot will be announced on or before Tuesday, July 07, 2026 in terms of the provisions of

Regulation 44 of Listing Regulations. The results declared along with the Scrutinizer's Report shall be communicated in the manner provided in this Postal Ballot Notice.

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules and Regulation 44 of Listing Regulations, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility. The procedure for remote e-voting is detailed in Notes of this Notice. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice **not later than 5:00 p.m. (IST) on Saturday, July 04, 2026**. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The said results along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Limited and BSE Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website [www.satincare.com](http://www.satincare.com).

### **SPECIAL BUSINESS:**

#### **Item No. 1: Issuance of upto 38,50,000 Fully Convertible Warrants to the entity belonging to the 'Promoter & Promoter Group' on preferential basis.**

To consider, and if thought fit, to pass, the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the **"Companies Act"**) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) or enactment(s) or re-enactment(s) thereof, for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of uniform listing agreement entered into with National Stock Exchange of India Limited (**"NSE"**) and BSE Limited (**"BSE"**), where the equity shares of the Company are listed (collectively referred to as **"Stock Exchanges"**), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (**"SEBI"**), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**"SEBI (ICDR) Regulations"**), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), as amended, SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (**"Takeover Regulations"**) as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by Ministry of Corporate Affairs, SEBI and/or any other competent authorities, and subject to approvals, consents, permissions and/or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges, and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and/or sanctions and which may be agreed to by Board of Directors of the Company (hereinafter referred to as the **"Board"** which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, **up to 38,50,000 (Thirty Eight Lakh and Fifty Thousand) Fully Convertible Warrants ("Warrants")** at an issue price of **INR 260 (Indian Rupees Two Hundred and Sixty Only)** each, determined in accordance with the provisions of Chapter

V of SEBI ICDR Regulations, to be convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from the date of its allotment into an equivalent number of fully paid-up equity shares of the face value of INR 10 each, for cash, **aggregating up to INR 100,10,00,000 (Indian Rupees One Hundred Crore and Ten Lakh Only)** and to issue Fresh Equity shares on the conversion of Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the below mentioned entity belonging to the 'Promoter & Promoter Group', for cash ("**Proposed Allottee**"):

<b>Sr. No.</b>	<b>Name of the Proposed Allottee</b>	<b>Category of Proposed Allottee</b>	<b>No. of Warrants (upto)</b>
1.	Trishashna Holdings & Investments Private Limited	Promoter & Promoter Group	38,50,000
<b>Total</b>			<b>38,50,000</b>

**RESOLVED FURTHER THAT** in terms of provisions of Chapter V of SEBI ICDR Regulations, the 'Relevant Date' for the purpose of determining the minimum issue price of Warrants proposed to be allotted to the above mentioned allottees shall be **Thursday, June 04, 2026** i.e. being the date, which is 30 days prior to the last date of e-voting i.e. **Saturday, July 04, 2026**.

**RESOLVED FURTHER THAT** aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) The conversion of Warrants into equity shares shall happen at any time, in one or more tranches, within a period of Eighteen (18) months from the date of allotment of Warrants in terms of SEBI (ICDR) Regulations.
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant, in terms of the SEBI (ICDR) Regulations, which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of Warrant Issue Price shall be payable by Warrant Holder at the time of exercising the Warrants.
- c) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI (ICDR) Regulations.
- d) Warrants so allotted under this resolution and Equity Shares arising on conversion thereof shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to extent and in the manner permitted thereunder.
- e) Warrants shall be issued and allotted by the Company only in dematerialized form within a period of 15 (Fifteen) days from the date of passing a Special Resolution by the Members, provided that where the issue and allotment of said Warrants is pending on account of pendency of any approval for such issue and allotment by Stock Exchange and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 (Fifteen) days from the date of last such approval or within such further period/s as may be prescribed or allowed by SEBI, Stock Exchange and/or Regulatory Authorities etc.

- f) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of Proposed Allottee(s).
- g) In the event, the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse, and amount paid shall stand forfeited by the Company.
- h) The Warrants themselves, until converted into Equity Shares, do not give Warrant Holder any voting rights in the Company in respect of such Warrants.

**RESOLVED FURTHER THAT** the Equity Shares proposed to be allotted upon conversion of Warrants shall rank *pari-passu* in all respects including as to entitlement to dividend, with the existing fully paid-up Equity Shares of face value of INR 10 (Indian Rupees Ten Only) each of the Company, subject to relevant provisions contained in Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Chairman cum Managing Director, Chief Financial Officer and Company Secretary & Chief Compliance Officer, of the Company and Working Committee of the Board of Directors be and are hereby authorized severally on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation circulation of the Private Placement Offer Letter in Form PAS-4 as prescribed under the Act, to make application to Stock Exchange(s) for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the Members.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to one or more Director(s)/ Chief Financial Officer/Company Secretary/any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or Working Committee in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors  
For Satin Creditcare Network Limited  
Sd/-**

**Vikas Gupta  
Company Secretary & Chief Compliance Officer  
Membership No. A24281**

**Date: June 04, 2026  
Place: Gurugram**

## NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Act setting out the material facts and reasons / rationale thereof in respect of the resolution as set out above is annexed hereto and forms part of this Notice.
2. The Notice containing instructions is being sent by email *only* to all the Members of the Company whose names appear on the Register of Members/list of Beneficial Owners, as received from the Depositories i.e. National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) on **May 29, 2026** (hereinafter called as “**Cut- off Date**”). A person who is not a Member as on the Cut-off Date should treat this Notice for informational purposes only.
3. Copy of this Notice will also be made available on the website of the Company i.e. [www.satincare.com](http://www.satincare.com), websites of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively.
4. Once the Member casts his/her vote on the resolution, he/she shall not be allowed to change it subsequently. Voting rights of the Members holding shares, shall have 1 (one) vote per share as shown against their holding in the paid-up equity share of the Company as on the Cut-Off date.
5. In compliance with provisions of Sections 108 and 110 of the Act read with rules made thereunder and Regulation 44 of SEBI Listing Regulations and SS – 2, the Company is providing e-voting facility to its Members to enable them to cast their votes electronically on the resolution included in this Notice. The Company has appointed Central Depository Services (India) Limited (“CDSL”) (hereinafter called as “CDSL”/“Agency”) for providing and supervising e-voting services, so as to enable the Members to cast their votes electronically instead of physical mode. In terms of General Circulars Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, respectively and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs (“MCA Circulars”), voting can be done only by remote e-voting. As the remote e-voting does not require a person to attend to a meeting physically, the members are strongly advised to use the remote e-voting procedure by themselves and not through any other person / proxies.
6. The relevant documents referred to in this Notice and the Explanatory Statement will be available for inspection electronically, during the e-voting period, without any fees by the Members. Members seeking to inspect such documents can send their request to [secretarial@satincare.com](mailto:secretarial@satincare.com) mentioning their Folio No./DP ID and Client ID and the documents they wish to inspect.
7. The Company has designated an exclusive Email ID [secretarial@satincare.com](mailto:secretarial@satincare.com) for redressal of Members complaints/grievances. For any investor related queries, you are requested to write to us at the above Email ID.
8. As per Regulation 40 of SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Further, pursuant to SEBI Master Circular dated May 7, 2024, transmission or transposition of securities shall be affected only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider

converting their holdings to dematerialized form. Members can contact the Company or Registrar and Share Transfer Agent i.e. M/s MUFG Intime India Pvt. Ltd. (“RTA”) at [Investor.helpdesk@in.mpms.mufg.com](mailto:Investor.helpdesk@in.mpms.mufg.com) for assistance in this regard. Members may also refer to “How to Dematerialized Shares” under Investor FAQ on Company’s website <https://satincreditcare.com/investor-relations-satin-creditcare/#Other>.

SEBI further vide its circulars dated May 7, 2024 and June 10, 2024 mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details (Postal Address with PIN and Mobile Number), Bank Accounts details and Specimen signature, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from **April 1, 2024**, upon their furnishing all the aforesaid details in entirety. Accordingly, such Members are requested to submit the aforesaid requisite information/documents at the earliest with the RTA of the Company at [Investor.helpdesk@in.mpms.mufg.com](mailto:Investor.helpdesk@in.mpms.mufg.com). The relevant documents for same may be accessed from the Company’s website at: <https://satincreditcare.com/investor-relations-satin-creditcare/#Other>.

9. SEBI vide its circulars dated November 3, 2021, December 14, 2021, March 16, 2023 and November 17, 2023, mandated that with effect from April 1, 2024, dividend to members (holding shares in physical form) shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC complaint i.e. the details of PAN, choice of nomination, contact details, mobile no., complete bank details and specimen signatures are registered. In case of non-updation of KYC in respect of physical folios, dividend shall be paid upon furnishing all the aforesaid details in entirety.
10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
11. As per provisions of Section 72 of the Act and SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company’s website <https://satincreditcare.com/investor-relations-satin-creditcare/#Other>. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
12. We urge Members to support our commitment to environmental protection by choosing to receive their shareholding communication through email. You can do this by updating your email address with your DPs.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified.

**GENERAL INFORMATION AND INSTRUCTIONS RELATING TO REMOTE E-VOTING:**

**Step 1** Access through Depositories CDSL/NSDL e-Voting system in case of individual Member holding shares in demat mode.

**Step 2** Access through CDSL e-Voting system in case of Members holding shares in physical mode and non-individual Member in demat mode.

- (i) The voting period begins on **Friday, June 05, 2026 at 09.00 A.M. IST** and ends on **Saturday, July 04, 2026 at 05.00 P.M. IST**. During this period, Members' of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off Date i.e. **May 29, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Members, in respect of all Members' resolutions. However, it has been observed that the participation by the public non-institutional Members/retail Members is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Members.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1 Access through Depositories CDSL/NSDL e-Voting system in case of individual Member holding shares in demat mode.**

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (ii) Pursuant to abovesaid SEBI Circular, Login method for e-voting **for Individual Members holding securities in Demat mode CDSL/NSDL** is given below:

Type of Members'	Login Method
Individual Members' holding securities in	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL

<p>Demat mode with <b>CDSL Depository</b></p>	<p>website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</p> <ol style="list-style-type: none"> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Members' holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) <u>If</u> the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful</li> </ol>

	<p>authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Members' (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<u>Login type</u>	<u>Helpdesk details</u>
Individual Members' holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 0911
Individual Members' holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022-4886 7000 and 022-2499 7000

**Step 2. Access through CDSL e-Voting system in case of Members' holding shares in physical mode and non-individual Members in demat mode.**

- (i) Login method for Remote e-voting for **Physical Members and Members other than individual holding in Demat form.**

- 1) The Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Members” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical Members and other than individual Members holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **Additional Facility for Non – Individual Members and Custodians –For Remote Voting only.**
- Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual Members are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [dpv@dpvassociates.com](mailto:dpv@dpvassociates.com) and [secretarial@satincreditcare.com](mailto:secretarial@satincreditcare.com) respectively, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE MEMBERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES/RTA**

1. **For Physical Members** - please provide necessary details like Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [secretarial@satincreditcare.com](mailto:secretarial@satincreditcare.com)/[Investor.helpdesk@in.mpms.mufg.com](mailto:Investor.helpdesk@in.mpms.mufg.com).

2. **For Demat Members** - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. **For Individual Demat Members** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.

**By order of the Board of Directors  
For Satin Creditcare Network Limited**

**Sd/-**

**Vikas Gupta**

**Company Secretary & Chief Compliance Officer**

**Membership No. A24281**

**Date: June 04, 2026**

**Place: Gurugram**

## EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any statutory modification(s) or enactment(s) or re-enactment(s) made thereunder, if any, for the time being in force) (the “Act”), the following explanatory statement sets out all material facts relating to the business mentioned in the accompanying Notice:

### **Item No. 1: Issuance of up to 38,50,000 Fully Convertible Warrants to the entity belonging to the ‘Promoter & Promoter Group’ on preferential basis.**

The **Special Resolution** contained in Item No. 1 of this Notice, has been proposed pursuant to provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the applicable rules made thereunder, to issue and allot, upto 38,50,000 Fully Convertible Warrants (“**Warrants**”) at an issue price of INR 260 (Indian Rupees Two Hundred Sixty only) each, determined in accordance with provisions of Chapter V of SEBI ICDR Regulations, for an aggregate amount of up to INR 100,10,00,000 (Indian Rupees One Hundred Crore and Ten Lakh only), to entity belonging to the ‘Promoter & Promoter Group’, on a preferential basis.

The proposed Preferential Issue shall be made in terms of provisions of Chapter V of the SEBI ICDR Regulations, and applicable provisions of the Companies Act, 2013. The said proposal has been considered and approved by the Board of Directors (“**Board**”) in its meeting held on Thursday, June 04, 2026.

The approval of Members of the Company is accordingly being sought by way of a ‘**Special Resolution**’ under Sections 42 and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of SEBI ICDR Regulations, 2018.

The details of issue and other particulars as required in terms of Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI ICDR Regulations are set forth below:

### **I. Objects of the Preferential Issue**

The Company is a Non-Banking Finance Company - Microfinance Institutions (NBFC-MFI) engaged in providing accessible, collateral-free microloans and essential financial services to marginalized individuals in rural and semi-urban areas, and in order to expand the scale of its NBFC operations, requires augmentation of its financial resources.

In furtherance to same, the Company intends to utilize the proceeds raised through the issue of Warrants (“**Issue Proceeds**”) towards the following object:

1. Augmenting the capital base of the Company to meet funding requirements of our business for onward lending by way of micro-finance loans in accordance with the applicable laws and to improve and maintain the enhanced regulatory capital requirements. (*Hereinafter referred to as “**Object**”*)

### **Utilization of Proceeds**

Given that the funds to be received against Warrants, the Issue Proceeds shall be received by the Company in tranches depending upon the subscription and conversion of Warrants. Since the funds to be received against Warrant conversion will be in stages and the quantum of funds required at different points of time may vary, the

broad range of intended utilization of the Issue Proceeds towards the aforesaid Objects of the Issue has been set out here in below:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Estimated utilization of Issue Proceeds* (INR In Crore)</b>	<b>Tentative timelines for utilization of net proceeds from the date of receipt of funds</b>
1.	Augmenting the capital base of the Company to meet funding requirements of our business for onward lending by way of micro-finance loans in accordance with the applicable laws and to improve and maintain the enhanced regulatory capital requirements.	100.10	By March 31, 2028
	<b>TOTAL</b>	<b>100.10</b>	-

(\* ) Considering 100% conversion of Warrants into Equity Shares within the stipulated time.

Given that the Preferential Issue is for Warrants, the entire Issue Proceeds from the Proposed Allottee will be received by the Company within 18 months from the date of allotment of Warrants in terms of Chapter V of SEBI (ICDR) Regulations, and as estimated by the Company's management the entire Issue Proceeds would be utilized for all the aforementioned objects, in phases, as per the Company's business requirements and availability of Issue Proceeds.

### **Interim Use of Proceeds**

Our Company, in accordance with the policies formulated and in accordance with the applicable laws and guidelines and description as given in this Notice, will have the flexibility to deploy the proceeds. Pending utilization of the proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934.

## **II. Monitoring of Utilization of Funds**

Given that the issue size exceeds INR 100 Crore (Indian Rupees One Hundred Crore Only), in terms of the provisions of Regulation 162A of the SEBI ICDR Regulations, the Company has appointed Brickwork Ratings India Private Limited, a SEBI registered credit rating agency as the Monitoring Agency to monitor the use of the proceeds of this Preferential Issue. The Monitoring Agency shall submit its report to the Company in the format specified in the SEBI ICDR Regulations on a quarterly basis or at such frequency as may be required, till 100% (one hundred percent) of the proceeds of the Preferential Issue have been utilized.

## **III. Particulars of the offer including, date of passing of board resolution, kind of securities offered, maximum number of specified securities to be issued:**

The Board of Directors of the Company at its meeting held on Thursday, June 04, 2026, has, subject to approval of Members of the Company and such other approvals as may be required, approved the issuance of upto 38,50,000 (Thirty Eight Lakh and Fifty Thousand) Fully Convertible Warrants, each carrying a right exercisable by the Warrant holder to subscribe to Equity shares of the Company of face value of INR 10 (Indian Rupees Ten only) each, to the entity belonging to 'Promoter & Promoter Group', at an issue price

of INR 260 (Indian Rupees Two Hundred Sixty only) each, determined in terms of Chapter V of SEBI ICDR Regulations.

In respect of Warrants proposed to be allotted, an amount equivalent to 25% of issue price of Warrant shall be payable at the time of subscription and allotment of Warrants and the balance 75% shall be payable by the Warrant holder pursuant to exercise of options attached to Warrant(s) to subscribe to Equity Share(s).

#### IV. The intent of the promoters, directors, key management personnel, or senior management of the issuer to subscribe to the offer.

Except as follows, none of the Promoters, Directors, Key Management Personnel or Senior Management of the issuer intent to subscribe to the offer under Item No. 1:

Sr. No.	Name of the Proposed Allottee	Category of the Proposed Allottee	Number of Warrants (Upto)
1.	Trishashna Holdings & Investments Private Limited	Promoter & Promoter Group	38,50,000

#### V. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue to the 'Promoter & Promoter Group' is likely to be as follows:

Category	Pre-issue Shareholding Structure <sup>(1)</sup>		Warrants to be allotted <sup>(3)</sup>	Post Issue Shareholding Structure <sup>(2)</sup>	
	No. of Shares	%		No. of Shares	% <sup>#</sup>
<b>(A) Promoter Shareholding</b>					
(1) Indian					
(a) Individuals & HUF	17,23,671	1.56	0	17,23,671	1.51
(b) Bodies Corporate	3,82,37,082	34.61	38,50,000	4,20,87,082	36.81
<b>Sub Total (A)(1)</b>	<b>3,99,60,753</b>	<b>36.17</b>	<b>38,50,000</b>	<b>4,38,10,753</b>	<b>38.32</b>
(2) Foreign					
Bodies Corporate	0	0.00	0	0	0.00
<b>Sub Total (A)(2)</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Total Promoter shareholding A=A1 +A2</b>	<b>3,99,60,753</b>	<b>36.17</b>	<b>38,50,000</b>	<b>4,38,10,753</b>	<b>38.32</b>
<b>(B) Public Shareholding</b>					
B1) Institutional Investors					
Indian	67,32,944	6.09	0	67,32,944	5.90
Foreign	48,02,253	4.35	0	48,02,253	4.20
B2) Central Govt./Stat Govt./POI	0	0.00	0	0	0.00
B3) Non-Institutional Investors					
Individuals	2,00,75,892	18.17	0	2,00,75,892	17.56
Body Corporate	2,08,57,164	18.88	0	2,08,57,164	18.24
Others (Including HUF, LLP & NRI)	1,75,59,013	15.90	0	1,75,59,013	15.36
<b>Total Public Shareholding B=B1+B2+B3</b>	<b>7,00,27,266</b>	<b>63.39</b>	<b>0</b>	<b>7,00,27,266</b>	<b>61.26</b>

C) Non-Promoter – Non-Public	4,82,946	0.44	0	4,82,946	0.42
<b>Grand Total (A+B+C)</b>	<b>11,04,70,965</b>	<b>100.00</b>	<b>38,50,000</b>	<b>11,43,20,965</b>	<b>100.00</b>

(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. INR 114,32,09,650 divided into 11,43,20,965 Equity Shares of face value of INR 10 each.

**Notes:**

1. The pre-issue shareholding pattern is as on the latest BENPOS date, i.e. Friday, May 29, 2026.
2. Post-shareholding structure may change depending upon any other corporate action in between.
3. The Warrants to be converted over a period of 18 months from the date of allotment.

**VI. Proposed time frame within which the Preferential Issue shall be completed:**

As required under the SEBI ICDR Regulations 2018, preferential allotment of the said Warrants shall be completed within a period of 15 (Fifteen) days from the date of passing of special resolution under Item No. 1. Provided that where the allotment is pending on account of receipt of any approval or permission from any regulatory authority, if applicable, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of such approvals or permissions. Further, the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members of the Company, allot the corresponding number of Equity Shares in dematerialized form.

**VII. Number of persons/entities to whom allotment on a preferential basis has already been made during the year, in terms of the number of securities as well as price:**

The Company has not made any preferential allotment of Equity Shares and/ or Convertible Securities during the current financial year 2026-27.

**VIII. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s):**

Identity of the ultimate beneficial owners of the securities proposed to be allotted:

Sr. No.	Name of the Proposed Allotees	Category of Proposed Allottee	Name of the Ultimate Beneficial Owner
1.	Trishashna Holdings & Investments Private Limited	Promoter & Promoter Group	Dr. Harvinder Pal Singh

**IX. The percentage of post-preferential issue capital that may be held by the allottee(s) pursuant to the preferential issue.**

Sr. No.	Name of the Proposed Allottee	Pre-Shareholding Structure		Warrants to be allotted	Post Issue Shareholding Structure	
		No. of shares	%		No. of shares	% <sup>#</sup>

1.	Trishashna Holdings & Investments Private Limited	3,79,14,820	34.32	38,50,000	4,17,64,820	36.53
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(#) These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. INR 114,32,09,650/- divided into 11,43,20,965 Equity Shares of face value of INR 10/- each.

**Notes:**

1. The pre-issue shareholding pattern is as on the latest BENPOS date, i.e. Friday, May 29, 2026.
2. Post-shareholding structure may change depending upon any other corporate action in between.
3. The Warrants to be converted over a period of 18 months from the date of allotment.

**X. Consequential changes in the Voting Rights, change in control, and change in the Management, if any, in the issuer consequent to the preferential issue:**

As a result of proposed preferential issue of Warrants and further their conversion into Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

**XI. Lock-in Period:**

- a) Warrants being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI (ICDR) Regulations.
- b) The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI (ICDR) Regulations.

**XII. Issue price and Relevant Date:**

In terms of Regulation 161 of SEBI ICDR Regulations, 2018, the relevant date for determining the floor price for the Preferential Allotment of the Warrants has been reckoned as **Thursday, June 04, 2026**, being the date 30 days prior to the last date for remote e-voting for postal ballot (on which date this Resolution, if approved by the requisite majority through postal ballot, will be deemed to be passed) i.e. **Saturday, July 04, 2026**.

The Equity Shares of the Company are listed on National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”). The Equity Shares of the Company are frequently traded within the meaning of explanation provided in Regulation 164(5) of Chapter V of the SEBI ICDR Regulations, 2018 and NSE being the Stock Exchange with higher trading volumes for the said period, has been considered for pricing in compliance with Regulation 164 of Chapter V of SEBI ICDR Regulations, 2018.

In terms of Regulation 164 of Chapter V of the SEBI ICDR Regulations, the minimum price at which Warrants to be issued shall not be less than higher of the following:

- a) **INR 212.48 each-** being the Average of 90 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date; or
- b) **INR 222.82 each-** being the Average of 10 Trading days volume weighted average price of the equity shares of the Company quoted on the Stock Exchange preceding the Relevant Date.

- c) Price as determined in accordance with the methodology prescribed in the Articles of Association of the Company: *Not Applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis;*

Accordingly, the minimum issue price of Warrants on Preferential basis shall be **INR 222.82** each. However, the Board of Directors of the Company has decided to issue the Warrants, at an Issue Price of **INR 260 (Indian Rupees Two Hundred Sixty only)** each, which is higher than the above-mentioned prices.

### **XIII. Undertakings:**

- None of the Company, its Directors or Promoters are categorized as willful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.
- None of the proposed allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- The Company do not have any outstanding dues to the SEBI, Stock Exchanges or the Depositories.

### **XIV. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of its promoters or directors is a willful defaulter or fraudulent borrower:**

Not Applicable, since none of the Directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India.

### **XV. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

<b>Sr. No.</b>	<b>Name of the Proposed Allotees</b>	<b>Current Status</b>	<b>Post Status</b>
1.	Trishashna Holdings & Investments Private Limited	Promoter & Promoter Group	Promoter & Promoter Group

### **XVI. Practicing Company Secretary's Certificate:**

The certificate from Mr. Devesh Kumar Vasisht, Practicing Company Secretary, certifying that the preferential issue of Warrants is being made in accordance with requirements of Chapter V of SEBI ICDR

Regulations has been obtained considering the said preferential issue. The copy of said certificate shall be available for inspection by the members and the same may be accessed on the Company's website at <https://satincreditcare.com/wp-content/uploads/2026/06/PCS-Compliance-Certificate.pdf>

**XVII. Details of the Directors, Key Managerial Persons, or their relatives, in any way, concerned or interested in the said resolution:**

Except Dr. Harvinder Pal Singh and Mr. Satvinder Singh, none of the other Directors or key managerial personnel or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at item no. 1 of this Notice, except to the extent of their respective shareholding in the Company, if any -

<b>S. No.</b>	<b>Name of the Proposed Allottee</b>	<b>Nature of Interest</b>	<b>Number of Warrants to be allotted</b>
1.	Trishashna Holdings & Investments Private Limited	Promoter & Promoter Group	38,50,000

The Board of Directors recommends the resolution as set out in Item No. 1 of this notice for the issue of Warrants, on a preferential basis, to the proposed allottees by way of Special Resolution.

**By order of the Board of Directors  
For Satin Creditcare Network Limited**

**Sd/-**

**Vikas Gupta**

**Company Secretary & Chief Compliance Officer  
Membership No. A24281**

**Date: June 04, 2026**

**Place: Gurugram**