



FORM NO. MGT-13
Report of Scrutinizer

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman of the 30th Annual General Meeting of the equity shareholders of **CreditAccess Grameen Limited** (the “Company”) held on Friday, July 30, 2021 at 3.00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Dear Sir,

I, Dwarakanath C, Company Secretary in Practice, appointed as Scrutinizer for the purpose of scrutinizing the votes cast through electronically at the 30th Annual General Meeting of the equity shareholders of **CreditAccess Grameen Limited**, held on Friday, July 30, 2021 at 3.00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), submit my report as under:

1. The combined scrutinizer’s report on remote e-Voting and electronic voting on the day of Annual General Meeting is annexed herewith: **Annexure A**
2. The result of the electronic voting on the day of AGM is as under:

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Resolution No. 1 – Adoption of Financial Statements - Ordinary Resolution

To receive, consider and adopt:

a. The Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voting “*in Favour*” of the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
10	295381	100

(ii) Voted “*against*” the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
00	00	00

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

**Resolution No. 2 – Appointment of Mr. Paolo Brichetti (DIN: 01908040)
as a Director liable to retire by rotation - Ordinary Resolution**

The Nomination & Remuneration Committee and the Board of Directors of the Company at its meeting held on July 28, 2021, have accepted Mr. Paolo Brichetti's proposal to retire by rotation and not seek reappointment as a Director of the Company, on medical grounds. Therefore, this agenda item was no longer relevant and consequently, votes cast on the said item through remote e-voting facility or through e-Voting on the day of AGM was not given effect to..

(i) Voting "***in Favour***" of the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
NA	NA	NA

(ii) Voted "***against***" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
NA	NA	NA

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
NA	NA

Resolution No. 3 - Increase in Borrowing Limits- Special Resolution

(i) Voting "*in Favour*" of the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
10	295381	100

(ii) Voted "*against*" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
00	00	00

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

***Resolution No. 4 - To approve the Material Related Party Transaction with Madura Micro Finance Limited– Special Resolution**

(i) Voting "*in Favour*" of the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
10	295381	100

(ii) Voted "*against*" the resolution

Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
00	00	00

(iii) *Invalid Votes*

Total Number of members who exercised their votes whose votes were declared invalid	Total Number of votes cast by them (shares)
00	00

**Promoters being interested in this agenda item abstained from voting.*

3. Soft copy containing a list of equity shareholders who voted electronically "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been e-mailed to the Company Secretary of the Company.
4. All other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Dwarakanath C
Company Secretary in Practice
(FCS: 7723 C.P. No: 4847)
UDIN No. F007723C000715914
Peer Review Certificate No.674/ 2020

Place: Bengaluru
Date: 31st July 2021

Encl: As above



Annexure A
COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ELECTRONIC VOTING AT THE ANNUAL GENERAL MEETING

To,

The Chairman of the 30th Annual General Meeting of the equity shareholders of **CreditAccess Grameen Limited** (the "**Company**") held on Friday, July 30, 2021 at 3.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

I, Dwarakanath C, Company Secretary in Practice, appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

- a. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. Voting through electronic voting system (AGM Voting) on the day of 30th Annual General Meeting ('AGM');

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by Ministry of Corporate Affairs ('MCA') and Securities Exchange Board of India ('SEBI') relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 30th Annual General Meeting of the Equity Shareholders held and conducted on 30th July 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by the M/s KFin Technologies Private Limited (KFin), the Registrar & Share Transfer Agents ("RTA") of the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("AGM Voting").

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. (IST) Tuesday, July 27, 2021 up to 5.00 p.m. (IST) Thursday, July 29, 2021.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular No.20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
3. The voting rights were reckoned as on Friday, July 23, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 30, 2021 at 04.22 P.M. and the results were downloaded.
5. The shareholders present during the AGM through VC voted through e-voting facility provided by KFin.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by KFin e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

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Resolution No. 1 – Adoption of Financial Statements - Ordinary Resolution

To receive, consider and adopt:

- a. The Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.

- (i) Voting "*in Favour*" of the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	242	140492669	99.7902
e-Voting on the day of AGM	10	295381	0.20981
Total	252	140788050	100

- (ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	00	00	00
e-Voting on the day of AGM	00	00	00
Total	00	00	00

- (iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting on the day of AGM	00	00
Total	00	00

Resolution No. 2 – Appointment of Mr. Paolo Brichetti (DIN: 01908040) as a Director liable to retire by rotation - Ordinary Resolution.

The Nomination & Remuneration Committee and the Board of Directors of the Company at its meeting held on July 28, 2021, have accepted Mr. Paolo Brichetti's proposal to retire by rotation and not seek reappointment as a Director of the Company, on medical grounds. Therefore, this agenda item was no longer relevant and consequently, votes cast on the said item through remote e-voting facility or through e-Voting on the day of AGM was not given effect to.

(i) Voting "***in Favour***" of the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	NA	NA	NA
e-Voting on the day of AGM	NA	NA	NA
Total	NA	NA	NA

(ii) Voted "***against***" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	NA	NA	NA
e-Voting on the day of AGM	NA	NA	NA
Total	NA	NA	NA

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	NA	NA
e-Voting on the day of AGM	NA	NA
Total	NA	NA

Resolution No. 3 - Increase in Borrowing Limits– Special Resolution

(i) Voting "*in Favour*" of the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	231	140336039	99.6790
e-Voting on the day of AGM	10	295381	0.20981
Total	241	140631420	99.8888

(ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	10	156595	0.11123
e-Voting on the day of AGM	00	00	00
Total	10	156595	0.11123

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting on the day of AGM	00	00
Total	00	00

Resolution No. 4 - To approve the Material Related Party Transaction with Madura Micro Finance Limited– Special Resolution

(i) Voting "*in Favour*" of the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (no. of shares)	% of total number of valid votes cast
Remote e- voting	203	20966696	83.0875
e-Voting on the day of AGM	10	295381	1.17055
Total	213	21262077	84.2580

(ii) Voted "*against*" the resolution

	Total Number of members who exercised their votes	Total Number of votes cast by them (shares)	% of total number of valid votes cast
Remote e- voting	35	3972404	15.7420
e-Voting on the day of AGM	00	00	00
Total	35	3972404	15.7420

(iii) *Invalid Votes*

	Total Number of members who exercised their votes whose votes were declared invalid	Total number of votes cast by them (shares)
Remote e- voting	00	00
e-Voting on the day of AGM	00	00
Total	00	00

* Promoters being interested in this agenda item abstained from voting.

8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting on the day of AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

A separate Report of the Scrutinizer in Form MGT-13, of even date, has been issued for the results of the electronic voting at the AGM.

Thanking you.

Yours faithfully,

Dwarakanath C
Company Secretary in Practice
(FCS: 7723 C.P. No: 4847)

Date: 31st July 2021

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M. J. Mahadev Prakash
Head – Compliance, Legal &
Company Secretary
ACS Membership No: 16350

Date: 31st July 2021