

August 13, 2020

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001
Scrip code: **541770**

National Stock Exchange of India Limited

The Exchange Plaza
Bandra Kurla Complex
Bandra (East), Mumbai 400051
Scrip code: **CREDITACC**

Dear Sir,

Subject: Scrutinizer's Report for the 29th Annual General Meeting (AGM) held on August 11, 2020.

In continuation to our intimation dated August 12, 2020, please find enclosed Report of Scrutinizer dated August 12, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as Annexure A. The said report is made available on the website of the Company at www.creditaccessgrameen.com also on the website of KFin Technologies Private Limited, the Registrar & Transfer Agent of the Company at <https://evoting.karvy.com>.

We request you to kindly take the above information on your record

This is for your information and records.

For CreditAccess Grameen Limited

MATADA
JAYAKUMAR
MAHADEV
PRAKASH

Digitally signed by
MATADA
JAYAKUMAR
MAHADEV PRAKASH
Date: 2020.08.13
13:06:49 +05'30'

M.J Mahadev Prakash

Head – Compliance, Legal & CS

Encl: As above

Our Financial Products



Micro Finance



Retail Finance



Annexure A

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

To,

The Chairman of the 29th Annual General Meeting of the equity shareholders of **CreditAccess Grameen Limited** (the "Company") held on Tuesday, August 11, 2020 at 3.00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Dear Sir,

I, Dwarakanath C, Company Secretary in Practice, was 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) at the 29th 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 29th Annual General Meeting of the Equity Shareholders held and conducted on 11th August 2020. 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) Saturday, August 8, 2020 up to 5.00 p.m. (IST) Monday, August 10, 2020.
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 Tuesday, August 4, 2020 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 August 11, 2020 at 4.30 P.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at 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, 2020 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	104	129455458	99.7630
e-Voting at the AGM	21	307509	00.2370
Total	125	129762967	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	01	35	00
e-Voting at the AGM	00	00	00
Total	01	35	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 at the AGM	00	00
Total	00	00



Resolution No. 2 – Appointment of Massimo Vita (DIN: 07863194) as a Director liable to retire by rotation - Ordinary Resolution

(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	95	128313469	98.7908
e-Voting at the AGM	20	307468	00.2367
Total	115	128620937	99.0275

(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	13	1263024	0.9724
e-Voting at the AGM	01	41	0.00
Total	14	1263065	0.9724

(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 at the AGM	00	00
Total	00	00



Resolution No. 3 - Appointment of M/s. Deloitte Haskins & Sells, as Statutory Auditors of the Company – Ordinary 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	107	129576458	99.7632
e-Voting at the AGM	21	307509	0.2368
Total	128	129883967	100

(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	01	35	00.00
e-Voting at the AGM	00	00	00.00
Total	01	35	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 at the AGM	00	00
Total	00	00



Resolution No. 4 - Appointment of Mr. Manoj Kumar (DIN: 02924675) as an Independent Director - Ordinary Resolution

(iv) 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	106	129576348	99.7632
e-Voting at the AGM	20	307468	0.2367
Total	126	129883816	99.9999

(v) 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	01	35	00.0000
e-Voting at the AGM	01	41	00.0000
Total	02	76	00.0001

(vi) 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 at the AGM	00	00
Total	00	00

Resolution No. 5 - 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	102	129507229	99.7099
e-Voting at the AGM	21	307509	0.2368
Total	123	129814738	99.9467

(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	06	69264	0.0533
e-Voting at the AGM	00	00	0.00
Total	06	69264	0.0533

(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 at the AGM	00	00
Total	00	00

Resolution No. 6 - Amendment to the Articles of Association of the Company - 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	107	129576458	99.7632
e-Voting at the AGM	20	307468	0.2367
Total	127	129883926	99.9999

(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	01	35	00.0000
e-Voting at the AGM	01	41	00.0000
Total	02	76	00.0001

(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 at the AGM	00	00
Total	00	00



Resolution No. 7 - Re-Appointment of Udaya Kumar Hebbar (DIN: 07235226) as Managing Director & Chief Executive Officer – 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	77	126453809	97.3590
e-Voting at the AGM	21	307509	0.2368
Total	98	126761318	97.5958

(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	31	3122684	2.4042
e-Voting at the AGM	00	00	00.00
Total	31	3122684	2.4042

(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 at the AGM	00	00
Total	00	00



Resolution No. 8 - Payment of Revised Commission to Independent Directors - 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	84	127808338	98.4019
e-Voting at the AGM	20	307468	0.2367
Total	104	128115806	98.6386

(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	24	1768155	1.3613
e-Voting at the AGM	01	41	0.0000
Total	25	1768196	1.3614

(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 at the AGM	00	00
Total	00	00



Resolution No. 9 - Reinstitution & Ratification of the GKFSPL Employees Stock Option Plan - 2011 – 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	97	128357652	98.8248
e-Voting at the AGM	21	307509	0.2368
Total	118	128665161	99.0616

(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	11	1218841	0.9384
e-Voting at the AGM	00	00	0.00
Total	11	1218841	0.9384

(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 at the AGM	00	00
Total	00	00

Resolution No. 10 - Variation in the terms of GKFSPL Employees Stock Option Plan - 2011 - 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	96	128357197	98.8248
e-Voting at the AGM	21	307509	0.2368
Total	117	128664706	99.0616

(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	11	1218841	0.9384
e-Voting at the AGM	00	00	00
Total	11	1218841	0.9384

(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 at the AGM	00	00
Total	00	00



Resolution No. 11 - To approve granting of Stock Options to the employees of Subsidiary Company(ies) (present & future) under the GKFSPL Employees Stock Option Plan – 2011 – 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	95	128357147	98.8248
e-Voting at the AGM	20	307468	0.2367
Total	115	128664615	99.0615

(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	12	1218891	0.9384
e-Voting at the AGM	01	41	0.0001
Total	13	1218932	0.9385

(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 at the AGM	00	00
Total	00	00

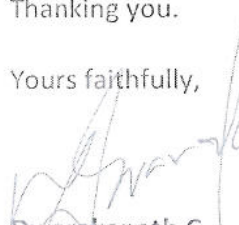


8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be 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: 12th August 2020





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

Date: 12th August 2020