

RESULTS OF REMOTE ELECTRONIC VOTING AND POLL CONDUCTED FOR RESOLUTIONS SET OUT IN NOTICE CONVENING 31ST ANNUAL GENERAL MEETING OF THE COMPANY HELD ON APRIL 17, 2018

The 31st Annual General Meeting (“AGM”) of CRISIL Limited (“the Company”) was held on Tuesday, April 17, 2018 at 3.30 p.m. at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021, to transact the business set forth in the Notice of the AGM dated February 13, 2018.

In terms of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided its Members with the facility to exercise their right to vote on the resolutions proposed to be passed at the Annual General Meeting by electronic means. Members could cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The Company had entered into an arrangement with Karvy Computershare Pvt. Ltd. (“Karvy”) for facilitating remote e-voting services.

Members, whose names was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories, as on cut-off date, Tuesday, April 10, 2018, were entitled to avail the facility of remote e-voting as well as voting in the Annual General Meeting and could cast their vote electronically on the Ordinary and Special Business(es) as set out in the Notice of the AGM through electronic voting system of Karvy. The remote e-voting period commenced on Friday, April 13, 2018 at 10.00 a.m. and ended on Monday, April 16, 2018 at 5.00 p.m. The remote e-voting module was disabled at 5.00 p.m. on April 16, 2018.

The Members who had not cast their vote by remote e-voting could exercise their voting rights at the Annual General Meeting. The Company had made arrangements for voting at the venue of the Annual General Meeting. Members who had cast their vote by remote e-voting prior to the meeting, could also attend the meeting, but were not entitled to cast their vote again.

Accordingly, the shareholders voted on the following resolutions, proposed in the Notice convening the said 31st Annual General Meeting :

Sr. No.	Details of the Agenda	Type of Resolution (Ordinary / Special)
ORDINARY BUSINESS		
1.	To receive, consider and adopt: a. the Audited Financial Statements of the Company for the year ended December 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and	Ordinary

	b. the Audited Consolidated Financial Statements of the Company for the year ended December 31, 2017, together with the Report of the Auditors thereon.	
2.	To declare final dividend on equity shares of Rs. 10 per equity share and to approve and confirm the declaration and payment of three interim dividends aggregating to Rs. 18 per equity share for the year ended December 31, 2017.	Ordinary
3.	To ratify the appointment of M/s. Walker Chandiook & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), Chartered Accountants, as Statutory Auditors of the Company, and to authorise the Audit Committee and the Board of Directors to fix their remuneration, and for this purpose.	Ordinary
4.	Re-appointment of Ms. Martina Cheung : To appoint a Director in place of Ms. Martina Cheung (DIN 07551069), who retires by rotation and, being eligible, seeks re-appointment.	Ordinary
SPECIAL BUSINESS		
5.	To appoint Ewout Steenbergen (DIN 07956962) as a Director of the Company, liable to retire by rotation.	Ordinary
6.	To appoint Mr. Girish Paranjpe (DIN 02172725) as an Independent Director of the Company.	Ordinary
7.	To make investments, give loans, guarantees and provide securities beyond the prescribed limits	Special

The Board of Directors of the Company had appointed Dr. K. R. Chandratre, Company Secretary in Practice, as Scrutinizer for the E-Voting under Section 108 of the Companies Act, 2013 as also for the InstaPoll at this AGM, to scrutinize the e-voting and poll process in a fair and transparent manner. Mr. Kulbhushan Rane, from Dr. K. R. Chandratre's firm, submitted his report to me after completion of poll process.

The results of voting on the resolutions are as under :

A. Date of the AGM : April 17, 2018 (Tuesday)

B. Total number of shareholders as on record date i.e. March 31, 2018:

25,154 (Twenty Five Thousand One Hundred and Fifty Four)

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

C. No. of shareholders present in the meeting either in person or through proxy: 101

Shareholders	Present in person	Present through Authorised Representative/Proxy	Total
Promoter and Promoter Group	Nil	3	3
Public	94	4	98
Total	94	7	101

D. No. of Shareholders attended the meeting through Video Conferencing :

Promoters and Promoter Group : No video conferencing facility was arranged for the AGM

Public : No video conferencing facility was arranged for the AGM

E. Agenda – wise disclosure of voting details : Annexure

All the resolutions set out in the Notice convening the 31st Annual General Meeting have thus been passed with requisite majority.

Yours faithfully
For CRISIL Limited


Ashu Suyash
Managing Director & Chief Executive Officer
DIN : 00494515

Encl.: Annexure

DR. K. R. CHANDRATRE

FCS, M Com, LL B, Ph D

PRACTISING COMPANY SECRETARY

'Purtata', 15 Milan Coop. Housing Society, Mayur Colony, Kothrud
Pune 411038

Telephones- Landline: (020)25450502. Mobile: 9881235586

Email- krchandratre@gmail.com; krchandratreoffice@gmail.com

Website: www.drkrchandratre.net

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014]

April 17, 2018

To

The Chairman of the 31st Annual General Meeting ('AGM') of the Equity Shareholders of CRISIL LIMITED held on April 17, 2018 held at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, next to Sachivalaya Gymkhana, Mumbai 400 021.

Dear Sir,

1. By the resolution passed by the Board of Directors of Crisil Limited ('the Company') at its meeting held on, February 13, 2018, I was appointed as "Scrutinizer" for the purpose of:
 - a. Scrutinising the e-voting process (remote e-voting) 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 ('the Rules') and Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - b. Poll through electronic voting system (Insta Poll) under the provisions of section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 31st AGM of the Equity Shareholders of the Company held on April 17, 2018 held at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, next to Sachivalaya Gymkhana, Mumbai 400 021.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll by using an electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 31st AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('Karvy'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM).
3. I have issued separate Scrutinizer's Report dated April 17, 2018 on the remote e-voting and on the poll through electronic voting system on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) as under:-

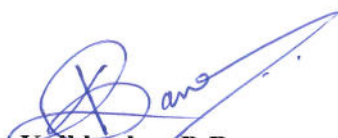
Items of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 - Adoption of Financial Statements (As an Ordinary Resolution)	58482175	99.9996%	207	0.0004%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 2 - Declaration of dividend (As an Ordinary	58482752	100	7	0%	NIL

Resolution)					
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 3 – Ratification of appointment of Statutory Auditors (As an Ordinary Resolution)	58266867	99.6315%	215515	0.3685%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 4 - Re-appointment of Ms. Martina Cheung (As an Ordinary Resolution)	58209637	99.5336%	272745	0.4664%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 5 - Appointment of Mr. Ewout Steenbergen as a Director of the Company, liable to retire by rotation (As an Ordinary Resolution)	58482175	99.9996%	207	0.0004%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 6 - Appointment of Mr. Girish Paranjpe as an	58482175	99.9996%	207	0.0004%	NIL

Independent Director of the Company (As an Ordinary Resolution)					
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 7 - To make investments, give loans, guarantees and provide securities beyond the prescribed limits (As a Special Resolution)	56008084	95.936%	2372607	4.064%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You

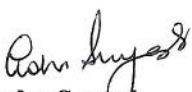

Kulbhushan D Rane

For Dr K R Chandratre

Place: Mumbai



For CRISIL Limited


Ashu Suyash

Managing Director & Chief Executive Officer

Mumbai, April 18, 2018

Ordinary Business: Item No. 1 - Ordinary Resolution for adoption of Financial Statements as set out in Item No. 1 of the AGM Notice									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	
Public- Institutions	Total		47832539	100	47832539	0	100	0	
	E-Voting	13332515	9767749	73.2626	9767749	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	
	Total		9767749	73.2626	9767749	0	100	0	
	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306	
Total	Poll		229780	2.1757	229773	7	99.9969	0.0030	
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA	
	Total		882094	8.3523	881887	207	99.9765	0.0235	
		71726029	58482382	81.5358	58482175	207	99.9996	0.0004	

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Ordinary Business: Item No. 2 - Ordinary Resolution for declaration of dividend as set out in Item No. 2 of the AGM Notice										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
ORDINARY										
No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
Public- Institutions	Total		47832539	100	47832539	0	100	0		
	E-Voting	13332515	9767749	73.2626	9767749	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9767749	73.2626	9767749	0	100	0		
	E-Voting	10560975	652691	6.1802	652691	0	100.0000	0.0000		
Total	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882471	8.3559	882464	7	99.9992	0.0008		
		71726029	58482759	81.5363	58482752	7	100.0000	0.0000		

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Ordinary Business: Item No. 3 - Ordinary Resolution for ratification of the appointment of Statutory Auditor as set out in Item No. 3 of the AGM Notice										
Resolution required: (Ordinary/ Special)										
ORDINARY										
Whether promoter/ promoter group are interested in the agenda/resolution?										
No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		47832539	100	47832539	0	100	0		
Public- Institutions	E-Voting	13332515	9767749	73.2626	9552441	215308	97.7957	2.2042		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9767749	73.2626	9552441	215308	97.7957	2.2043		
Public- Non Institutions	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306		
	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882094	8.3523	881887	207	99.9765	0.0235		
	Total	71726029	58482382	81.5358	58266867	215515	99.6315	0.3685		

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Ordinary Business: item No. 4 - Ordinary Resolution for re-appointment of Ms. Martina Cheung as a director as set out in item No. 4 of the AGM Notice										
Resolution required: (Ordinary/ Special)										
ORDINARY										
Whether promoter/ promoter group are interested in the agenda/resolution?										
No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		47832539	100	47832539	0	100	0		
Public- Institutions	E-Voting	13332515	9767749	73.2626	9495211	272538	97.2098	2.7901		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9767749	73.2626	9495211	272538	97.2098	2.7902		
Public- Non Institutions	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306		
	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882094	8.3523	881887	207	99.9765	0.0235		
	Total	71726029	58482382	81.5358	58209637	272745	99.5336	0.4664		

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Special Business: Item No. 5 - Ordinary Resolution for appointment of Mr. Ewout Steenberg as a director as set out in Item No. 5 of the AGM Notice										
ORDINARY										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		47832539	100	47832539	0	100	0		
Public- Institutions	E-Voting	13332515	9767749	73.2626	9767749	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9767749	73.2626	9767749	0	100	0		
Public- Non Institutions	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306		
	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882094	8.3523	881887	207	99.9765	0.0235		
	Total	71726029	58482382	81.5358	58482175	207	99.9996	0.0004		

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Special Business: Item No. 6 - Ordinary Resolution for appointment of Mr. Girish Paranjpe as an Independent Director of the Company as set out in Item No. 6 of the AGM Notice										
ORDINARY										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		47832539	100	47832539	0	100	0		
Public- Institutions	E-Voting	13332515	9767749	73.2626	9767749	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9767749	73.2626	9767749	0	100	0		
Public- Non Institutions	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306		
	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882094	8.3523	881887	207	99.9765	0.0235		
	Total	71726029	58482382	81.5358	58482175	207	99.9996	0.0004		

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Special Business: Item No. 7 - Special Resolution for making investments, giving loans, guarantees and providing securities beyond the prescribed limits set out in Item No. 7 of the AGM Notice										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
SPECIAL										
No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	47832539	47832539	100.0000	47832539	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		47832539	100	47832539	0	100	0		
Public- Institutions	E-Voting	13332515	9666058	72.4999	7293658	2372400	75.4563	24.5436		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		9666058	72.4999	7293658	2372400	75.4564	24.5436		
Public- Non Institutions	E-Voting	10560975	652314	6.1766	652114	200	99.9693	0.0306		
	Poll		229780	2.1757	229773	7	99.9969	0.0030		
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA		
	Total		882094	8.3523	881887	207	99.9765	0.0235		
Total		71726029	58380691	81.3940	56008084	2372607	95.9360	4.0640		

CRISIL Limited

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