

April 18, 2019

National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

BSE Ltd.
P J Towers
Dalal Street
Fort
Mumbai 400001

Dear Sirs,

Sub.: Voting results at the 32nd Annual General Meeting of CRISIL Limited

Kindly be informed that the 32nd Annual General Meeting (AGM) of CRISIL Limited was held on Wednesday, April 17, 2019 at 3.30 p.m. at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015, please find below the details regarding the voting results at the said AGM :

- A. Date of the AGM** : April 17, 2019 (Wednesday)
- B. Total number of shareholders as on record date i.e. April 1, 2019:**
29,513 (Twenty Nine Thousand Five Hundred and Thirteen)
- C. No. of shareholders present in the meeting either in person or through proxy: 92**

Shareholders	Present in person	Present through Authorised Representative/Proxy	Total
Promoter and Promoter Group	Nil	3	3
Public	83	6	89
Total	83	9	92

- 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. Scrutinisers' Report : Annexure 1**
- F. Agenda – wise disclosure of voting details : Annexure 2**

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

G. Proceedings of the AGM : Annexure 3

This may also be considered as compliance of Para A of Part A of Regulation 30 of the Listing Regulations.

Yours faithfully
For CRISIL Limited



Minal Bhosale
Company Secretary
ACS 12999

Encl.: Annexure 1, Annexure 2 and Annexure 3

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 9th Floor, Citi of Joy, J.S.D Road, Mulund (West), Mumbai – 400080 (T) 022-21678100

Consolidated Report of Scrutinizer on remote e-voting and Insta Poll voting at the 32nd Annual General Meeting

To,
Mr. John Lee Berisford
The Chairman,

Of 32nd Annual General Meeting (AGM) of the Shareholders of **Crisil Limited** (hereinafter referred as the "Company") held on Wednesday, 17th April 2019, at 3.30 P.M. at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

Dear Sir,

Re: Scrutinizer's Report on voting through remote e-voting and voting at the AGM in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

- A. I was appointed as Scrutinizer in the meeting of Board of Directors of the Company held on 12th February, 2019 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015; and
 - (ii) **Poll through electronic Voting (Insta Poll) at the AGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the AGM held on Wednesday, 17th April, 2019.
- B. The Company had availed the remote e-voting facility provided by Karvy Fintech Private Limited ("Karvy") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, April 13, 2019, at 10:00 a.m. and end on Tuesday, April 16, 2019, at 5:00 p.m. and the Karvy remote e-voting platform was unblocked thereafter.

- C. After closure of the Insta Poll at the AGM, the report on voting done at the AGM was generated in my presence and diligently scrutinized.
- D. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.
- E. Details of AGM:

Date of AGM	17 th April 2019
Total number of shareholders on record date (i.e. as on Wednesday, 01st April, 2019)	29513
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	3
Public	89
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	NA
Public	NA

Resolution Item No. 1 - Ordinary Resolution:

To receive, consider and adopt:

a) The Audited Financial Statements of the Company for the year ended December 31, 2018, together with the Reports of the Board of Directors and Auditors Report thereon; and

b) the Audited Consolidated Financial Statements of the Company for the year ended December 31, 2018, together with the Report of the Auditors thereon;

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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,84,332	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,84,332	0	100.00	0.00
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,537	51	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,157	117	99.98	0.02
	Total	7,21,66,399	5,87,31,192	81.38	5,87,31,075	117	100.00	0.00

Q.

Resolution Item No. 2 - Ordinary Resolution:

Declaration of Dividend:

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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public-Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,84,332	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,84,332	0	100.00	0.00
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,538	50	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,158	116	99.98	0.02
	Total	7,21,66,399	5,87,31,192	81.38	5,87,31,076	116	100.00	0.00

Q.

Resolution Item No. 3 - Ordinary Resolution:

Re-appointment of Mr. John Berisford, (DIN: 07554902), who retires by rotation and, being eligible, seeks re-appointment.

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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public-Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,78,647	5,685	99.94	0.06
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,78,647	5,685	99.94	0.06
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,528	60	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,148	126	99.98	0.02
	Total	7,21,66,399	5,87,31,192	81.38	5,87,25,381	5,811	99.99	0.01

Resolution Item No. 4 - Ordinary Resolution:

Appointment of Ms. Arundhati Bhattacharya as an Independent Director of the Company:

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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public-Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,77,446	6,886	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,77,446	6,886	99.93	0.07
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,068	520	99.90	0.10
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,13,688	586	99.92	0.08
Total		7,21,66,399	5,87,31,192	81.38	5,87,23,720	7,472	99.99	0.01

- F. All the aforesaid resolutions were passed by requisite majority.
- G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Insta Poll at the AGM.

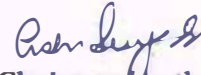
Thanking you,
Yours faithfully,

**For Makarand M. Joshi & Co.,
Practicing Company Secretaries**



**Authorised Representative
of Makarand Joshi
Place: Mumbai
Date : 17/04/2019**

For CRISIL Limited



Chairman Authorised Representative

Place: Mumbai

Date: 17/04/2019

ANNEXURE 2

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)		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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,84,332	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,84,332	0	100.00	0.00
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,537	51	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,157	117	99.98	0.02
Total		7,21,66,399	5,87,31,192	81.38	5,87,31,075	117	100.00	0.00

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

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)		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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,84,332	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,84,332	0	100.00	0.00
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,538	50	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,158	116	99.98	0.02
Total		7,21,66,399	5,87,31,192	81.38	5,87,31,076	116	100.00	0.00

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Ordinary Business: Item No. 3 - Ordinary Resolution for re-appointment of Mr. John Berisford 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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,78,647	5,685	99.94	0.06
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,78,647	5,685	99.94	0.06
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,528	60	99.99	0.01
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,14,148	126	99.98	0.02
Total		7,21,66,399	5,87,31,192	81.38	5,87,25,381	5,811	99.99	0.01

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Special Business: Item No. 4 - Ordinary Resolution for appointment of Ms. Arundhati Bhattacharya 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	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,27,44,471	92,84,332	72.85	92,77,446	6,886	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Total		92,84,332	72.85	92,77,446	6,886	99.93	0.07
Public- Non Institutions	E-Voting	1,06,89,342	5,09,588	4.77	5,09,068	520	99.90	0.10
	Poll		2,04,686	1.91	2,04,620	66	99.97	0.03
	Total		7,14,274	6.68	7,13,688	586	99.92	0.08
Total		7,21,66,399	5,87,31,192	81.38	5,87,23,720	7,472	99.99	0.01

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Annexure 3

**Fair Summary of the proceedings at the 32nd Annual General Meeting of CRISIL Limited
held on April 17, 2019 at 3.30 p.m. at Rangaswar Hall, Y B Chavan Pratishthan,
Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021**

Mr. John Berisford, Chairman presided over the meeting and formally commenced the proceedings of the meeting at 3.30 p.m. as the necessary quorum was present. The Chairman introduced his colleagues on the Board. Thereafter, he informed the members that necessary registers and other certificates and documents required by law, produced before the meeting and laid on the table, were open for inspection during the continuance of the meeting.

With the permission of the members present, the Notice convening the Thirty-second Annual General Meeting was taken as read. The Chairman informed the members that the Auditor's Report on the Financial Statements of the Company for the financial year ended December 31, 2018, did not contain any qualifications, observations or comments on financial transactions or matters which had any adverse effect on the functioning of the Company. Further, the Secretarial Audit Report for the financial year ended December 31, 2018, also did not contain any qualifications, observations or comments which had any adverse effect on the functioning of the Company. Accordingly, with the permission of the members present, the Auditor's Report on the Financial Statements and the Secretarial Audit Report were not required to be read.

Thereafter, with the permission of members, the Chairman continued with the proceedings of the meeting.

The Chairman delivered his speech and then invited members who wanted to speak or ask questions pertaining to the performance of the Company during the year under review. Seven members thereafter addressed the meeting. The Chairman then requested Ms. Ashu Suyash, Managing Director and Chief Executive Officer to reply to the comments and queries of the members. Ms. Ashu Suyash thanked the members for their suggestions and said that their feedback on the presentation of the financial statements would be evaluated carefully. Ms. Ashu Suyash replied to the comments and queries of the shareholders.

Thereafter, the following resolutions as set out in the Notice convening the AGM were proposed and seconded by the Members :

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, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the year ended December 31, 2018, together with the Report of the Auditors thereon.	Ordinary
2.	To declare final dividend on equity shares of Rs. 11 per equity share and to approve and confirm the declaration and payment of three interim dividends aggregating Rs. 19 per equity share for the year ended December 31, 2018.	Ordinary
3.	Re-appointment of Mr. John Berisford : To appoint a Director in place of Mr. John Berisford (DIN 07554902), who retires by rotation and, being eligible, seeks re-appointment.	Ordinary
SPECIAL BUSINESS		
4.	To appoint Ms. Arundhati Bhattacharya (DIN 02011213) as an Independent Director of the Company.	Ordinary

The Chairman requested Ms. Minal Bhosale, Company Secretary, to brief the members regarding the voting procedure at the Annual General Meeting. Ms. Bhosale informed the members that the Company had reviewed all statutory requirements and accordingly, had provided electronic voting facility to the members to exercise their right to vote by electronic means on all of the businesses specified in the Notice. The Company had provided e-voting facility to its Members to exercise their right to vote by electronic means from Saturday, April 13, 2019 (10.00 a.m.) to Tuesday, April 16, 2019 (5.00 p.m.). As per the statutory requirements, voting by show of hands was not permitted at the General Meeting where E-Voting had been offered to the Members. Therefore, for those shareholders who had not exercised their right to vote by remote e-voting, voting at the Annual General Meeting was conducted by Poll through tablets (E-Poll).

For the purpose of E-Voting and E-Poll, the voting rights were reckoned as of April 10, 2019, which was the cut-off date. She informed the shareholders that the combined results of E-Voting and E-Poll shall be announced on or before April 19, 2019 by intimation to the Stock Exchanges and would be displayed on the website of the Company, www.crisil.com and also on the website of the Registrar & Transfer Agents viz., evoting.karvy.com.

The Chairman then informed the members that all the business of the Meeting having been completed, the meeting was concluded. He thanked all the members for their participation in continued support to the Company. All the votes were cast through E-Poll and the meeting was closed by 4.30 p.m.