

September 9, 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.: Results of Postal Ballot and E-Voting

In continuation to our letter dated August 5, 2019, titled 'Postal Ballot Notice' please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. –Annexure 1
2. Report of Scrutinizer dated September 9, 2019. – Annexure 2
3. Proceedings of Postal Ballot- Annexure 3

The resolutions in the postal ballot notice have been deemed to be approved and passed on September 7, 2019 which is the last date of receipt of postal ballot forms.

Kindly take this communication on record and inform your members accordingly

Yours faithfully
For CRISIL Limited



Minal Bhosale
Company Secretary
ACS 12999

Encl.: Annexure 1-3

Annexure 1

Special Business: Item No. 1 - Special Resolution: Re-appointment of Mr. M. Damodaran as an Independent Director as set out in Item No. 1 of the Postal Ballot Notice	
Resolution required: (Ordinary/ Special)	SPECIAL
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
	Postal Ballot		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	1,27,14,602	90,49,033	71.17	80,72,627	9,76,406	89.21	10.79
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		90,49,033	71.17	80,72,627	9,76,406	89.21	10.79
Public- Non Institutions	E-Voting	1,08,52,988	5,75,590	5.30	5,68,214	7,376	98.72	1.28
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		1,29,259	1.19	1,29,103	156	99.88	0.12
	Total		7,04,849	6.49	6,97,317	7,532	98.93	1.07
Total		7,23,00,176	5,84,86,468	80.89	5,75,02,530	9,83,938	98.32	1.68

Special Business: Item No. 2 - Special Resolution: Re-appointment of Ms. Vinita Bali as an Independent Director as set out in Item No. 2 of the Postal Ballot Notice	
Resolution required: (Ordinary/ Special)	SPECIAL
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
	Postal Ballot		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	1,27,14,602	90,49,033	71.17	90,42,493	6,540	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		90,49,033	71.17	90,42,493	6,540	99.93	0.07
Public- Non Institutions	E-Voting	1,08,52,988	5,75,588	5.30	5,68,137	7,451	98.71	1.29
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		1,29,259	1.19	1,29,163	96	99.93	0.07
	Total		7,04,847	6.49	6,97,300	7,547	98.93	1.07
Total		7,23,00,176	5,84,86,466	80.89	5,84,72,379	14,087	99.98	0.02

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

MAKARAND M. JOSHI & CO.

Company Secretaries

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

Combined Scrutinizer Report on Voting through Postal Ballot and E-voting

To
The Chairman
CRISIL Limited
CRISIL House, Central Avenue,
Hiranandani Business Park,
Powai, Mumbai - 400076

Dear Sir,

Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

- A. Pursuant to the resolution passed by the Board of Directors of CRISIL Limited (hereinafter referred as "the Company") on 23rd July, 2019 I, Makarand Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Resolutions set out in the Postal Ballot Notice dated 23rd July, 2019 ("Notice")
- B. Members approval was sought on the following Special Businesses:
 - a. Re-appointment of Mr. M Damodaran as an Independent Director;
 - b. Re-appointment of Ms. Vinita Bali as an Independent Director.
- C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company completed dispatch of Notice along with explanatory statement and postal ballot form on 5th August, 2019.
- D. The voting period commenced on Friday, 9th August, 2019 at 9:00 a.m. and ended on Saturday, 7th September, 2019 at 5:00 p.m. for voting through physical postal ballot form as well as through e-voting.
- E. The remote e-voting facility was provided by Karvy Fintech Private Limited ("Karvy").
- F. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.
- G. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- H. The e-voting were unblocked at 5:00 p.m. on 7th September, 2019 and the e-voting summary statement was downloaded from e-voting website of Karvy.
- I. All ballot forms received/ votes cast up to 5:00 p.m. on 7th September, 2019 being the last date and time fixed by the Company for said purpose were considered for scrutiny.
- J. I did not find any defaced or mutilated ballot form and all invalid postal ballot - forms were marked and segregated.



K. Result of the Postal Ballot (e-voting and voting through Postal Ballot Forms) is as under;

Resolution Item No. 1: Special Resolution:

Re-appointment of Mr. M Damodaran as an Independent Director

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[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
	Postal Ballot		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	1,27,14,602	90,49,033	71.17	80,72,627	9,76,406	89.21	10.79
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		90,49,033	71.17	80,72,627	9,76,406	89.21	10.79
Public Non Institutions	E-Voting	1,08,52,988	5,75,590	5.30	5,68,214	7,376	98.72	1.28
	Postal Ballot		1,29,259	1.19	1,29,103	156	99.88	0.12
	Total		7,04,849	6.49	6,97,317	7,532	98.93	1.07
Total		7,23,00,176	5,84,86,468	80.89	5,75,02,530	9,83,938	98.32	1.68

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



Resolution Item No. 2: Special Resolution

Re-appointment of Ms. Vinita Bali as an Independent Director

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
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
	Postal Ballot		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	1,27,14,602	90,49,033	71.17	90,42,493	6,540	99.93	0.07
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		90,49,033	71.17	90,42,493	6,540	99.93	0.07
Public Non Institutions	E-Voting	1,08,52,988	5,75,588	5.30	5,68,137	7,451	98.71	1.29
	Postal Ballot		1,29,259	1.19	1,29,163	96	99.93	0.07
	Total		7,04,847	6.49	6,97,300	7,547	98.93	1.07
Total		7,23,00,176	5,84,86,466	80.89	5,84,72,379	14,087	99.98	0.02

*No. of votes polled does not include 'no. of votes invalid' and 'no. of votes abstain'



L. The aforesaid resolutions were passed by requisite majority.

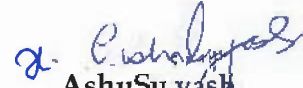
For Makarand M. Joshi & Co.,
Practicing Company Secretaries



Makarand Joshi
Partner
FCS No. 5533
CPNo. 3662
Place: Mumbai
Date: 09-09-2019



For CRISIL Limited



AshuSu yash
Managing Director & CEO
(Authorised Representative)
Place : Mumbai
Date: 09-09-2019

Annexure 3

**FAIR SUMMARY OF THE PROCEEDINGS OF THE RESOLUTIONS PASSED BY WAY OF
POSTAL BALLOT BY THE SHAREHOLDERS OF CRISIL LIMITED ON
SEPTEMBER 7, 2019**

The Company, at the Board Meeting held on July 23, 2019, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, in respect of the following matters:

1. Re-appointment of Mr. M. Damodaran as an Independent Director
2. Re-appointment of Ms. Vinita Bali as an Independent Director

The Postal Ballot Notice was sent to the Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Company had on August 5, 2019 completed the dispatch of the Postal Ballot Notice, along with the Postal Ballot Form. Members whose names appeared on the Register of Members/List of Beneficial Owners as on Friday, August 2, 2019 i.e. the cut-off date, were eligible for the purpose of voting.

In compliance with provisions of Section 110 of the Act read with the Companies (Management and Administration) Rules, 2014, the Company offered e-voting facility to all the Members of the Company. The voting period commenced on Friday, August 9, 2019 at 9.00 a.m. and ended on Saturday, September 7, 2019 at 5:00 p.m.

The Company had appointed Mr. Makarand Joshi, Practising Company Secretary, as a Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer carried out the scrutiny of postal ballot forms received physically and the votes polled electronically up to September 7, 2019 and the scrutinizer submitted his report dated September 9, 2019.

The details as summarized by the scrutinizer in his report are as follows:

Item No.	Particulars of Resolution	Type of Resolution	Consolidated (E-Voting and voting through Postal Ballot Forms)					
			No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against	Whether resolution passed or rejected
1.	Re-appointment of Mr. M Damodaran as an Independent Director	Special Resolution	5,84,86,468	5,75,02,530	9,83,938	98.32	1.68	Passed
2.	Re-appointment of Ms. Vinita Bali as an Independent Director	Special Resolution	5,84,86,466	5,84,72,379	14,087	99.98	0.02	Passed

Both resolutions were passed with requisite majority.