

September 13, 2022

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

Listing Department
BSE Limited
P J Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)

Further to our intimation dated July 21, 2022 and pursuant to the Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice dated September 12, 2022 for seeking approval of the Members of the Company for re-appointment of Mr. Girish Paranjpe as Independent Director of the Company.

The Postal Ballot Notice is being sent electronically to all 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) and who have registered their e-mail addresses with the Company and/or with the Depositories / Depository Participants, in accordance with the MCA Circulars referred in the Postal Ballot notice.

Members whose names appear on the Register of Members/List of Beneficial Owners as on Friday, September 9, 2022 i.e. the cut-off date, will be considered eligible for the purpose of voting.

The Company has engaged the services of National Securities Depository Limited for the purpose of providing e-voting facility to all its members. The voting period will commence from Wednesday, September 14, 2022 at 9:00 a.m. and shall end on Friday, October 14, 2022 at 5:00 p.m. The results of the postal ballot will be announced on October 15, 2022.

Kindly take this communication on record and inform your members accordingly.

Yours faithfully,
For CRISIL Limited

Minal Bhosale
Company Secretary
ACS 12999
Encl.: a/a

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

CRISIL Limited

CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai 400 076

Corporate Identification Number (CIN) : L67120MH1987PLC042363

Tel.: 022-33423000 Fax: 022-33423001

Website : www.crisil.com ; e-mail: investors@crisil.com

In view of prevailing MCA Circulars on postal ballot process, the voting on the resolution covered in the Notice will take place through e-voting only and no physical ballots will be collected. Please refer to detailed instructions for e-voting explained in the Notice.

Notice of Postal Ballot to the Shareholders (Notice issued to members pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s),

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013, (the Act), read together with the Companies (Management and Administration) Rules, 2014, General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, General Circular No.20/2021 dated December 8, 2021 and General Circular No.3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and other applicable provisions, including any statutory modification or re-enactment thereof for the time being in force, that the Resolution set out below is proposed to be passed by shareholders of the Company through postal ballot through remote e-voting process only. An Explanatory Statement pertaining to the said Resolution setting out the material facts concerning and the reasons thereof is annexed to the Notice for your consideration.

In accordance with Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014 and the aforesaid Circulars, this Notice is being sent by email to the members whose email addresses are available with the depositories for communication purposes or are obtained directly from the members, as per Section 136 of the Companies Act, 2013 and Rule 11 of the Companies (Accounts) Rules, 2014. The same is also available on the Company's website at www.crisil.com, on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and on the website of NSDL at www.evoting.nsdl.com.

Members who have not registered their email addresses so far are requested to get their email addresses registered. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants. Members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfintech.com with a copy to investors@crisil.com by providing Folio No., name, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card) and AADHAR (self-attested scanned copy of Aadhar card) for registering email address.

The Board of Directors has appointed Mr. Makarand Joshi, Practising Company Secretary, as the Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. National Securities Depository Limited (NSDL) will be facilitating e-voting to enable the Shareholders to cast their votes electronically. Members are requested to read the notes to the Notice and instructions for e-voting.

Upon completion of e-voting, the Scrutiniser will submit his report to the Managing Director & Chief Executive Officer of the Company. The result of voting would be announced by the Managing Director & Chief Executive Officer or the Chief Financial Officer of the Company, on October 15, 2022 at 3.30 p.m. The result would be intimated to the Stock Exchanges where the Company's shares are listed and displayed along with the Scrutiniser's report on the Company's website viz. www.crisil.com. These results will also be displayed on the notice board of the Company at its Registered Office.

1. Re-appointment of Mr. Girish Paranjpe as an Independent Director

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Sections 149, 152 of the Companies Act, 2013, and the Rules made thereunder read with Schedule IV to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other provisions as may be applicable, including any statutory modification or re-enactment thereof for the time being in force, Mr. Girish Paranjpe (DIN : 02172725), who was appointed as an Independent Director of the Company by the members for a term up to October 16, 2022, who being eligible for re-appointment for a second term and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature to the office of Director of the Company, be and is hereby reappointed as an Independent Director of the Company, to hold office with effect from October 17, 2022 up to October 16, 2027, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any powers conferred herein, to any committee of directors or to any executives / officers of the Company, to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution.”

By order of the Board of Directors,
For **CRISIL Limited**,

Minal Bhosale
Company Secretary
ACS 12999

Mumbai, September 12, 2022

Registered Office:

CRISIL House, Central Avenue,
Hiranandani Business Park,
Powai, Mumbai 400 076, India.
Tel. : 022-3342 3000
Fax : 022-3342 3001
CIN : L67120MH1987PLC042363
e-mail: investors@crisil.com
website: www.crisil.com

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto.
2. Shareholders who have registered their e-mail ids for receipt of documents in electronic mode are being sent Notice of Postal Ballot by e-mail.
3. As per the MCA Circulars, the hard copy of Postal Ballot Notice along with postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. The Postal Ballot Notice is being 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). Members whose names appear on the Register of Members/List of Beneficial Owners as on Friday, September 9, 2022 i.e. the cut-off will be considered eligible for the purpose of voting. A person who is not a Member as on Friday, September 9, 2022 i.e. the cut-off date for reckoning voting rights, should treat this Notice for information purposes only.
5. The Company has appointed Mr. Makarand Joshi, Practising Company Secretary, as a Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner.
6. In compliance with provisions of Section 110 of the Act read with the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to all the Shareholders of the Company. National Securities Depository Limited (NSDL), will be facilitating e-voting to enable the Shareholders to cast their votes electronically.
7. The voting rights of Shareholders shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 9, 2022.
8. The voting period commences on Wednesday, September 14, 2022 at 9.00 a.m. and ends on the close of working hours (i.e. 17:00 hours) on Friday, October 14, 2022 (inclusive of both the days). The e-voting module shall be disabled by NSDL for voting thereafter.
9. The Scrutinizer's decision on the validity of e-voting will be final.
10. E-voting shall not be exercised by a proxy.
11. The Scrutinizer will submit his report to the Managing Director & Chief Executive Officer of the Company after completion of the scrutiny and the results of postal ballot will be announced on Saturday, October 15, 2022. The result would be intimated to the Stock Exchanges where the Company's shares are listed, published in the newspapers and displayed along with the Scrutiniser's report on the Company's website viz. www.crisil.com. These results will also be displayed on the notice board of the Company at its Registered Office.
12. All the documents referred to in the Notice and Explanatory Statement will be available for inspection by the Members between 11.00 a.m. and 1.00 p.m. on all working days, except Saturdays, from the date hereof upto Friday, October 14, 2022, electronically. Members seeking inspection may send an email to investors@crisil.com.
13. The procedure and instructions for e-voting are as follows:

Voting electronically on the NSDL e-Voting system involves two steps as follows:

Step 1: Access to NSDL e-Voting system

A. Login method for e-voting and joining virtual meeting for individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020, on the e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email addresses in their demat accounts in order to access the e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual shareholders holding securities in demat mode with NSDL.	<p>A. NSDL IDEAS facility:</p> <p><i>If you are already registered, follow the steps given below:</i></p> <p>If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open the web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under Login” which is available under “IDEAS” section. A new screen will open. Enter your User ID and Password. After successful authentication, you will see e-Voting services displayed on the screen. Click on “Access to e-Voting” under e-Voting services and you will be able to see the e-Voting page. Click on options available against company name or e-Voting service provider - NSDL, and you will be re-directed to the NSDL e-Voting website where you can cast your vote during the remote e-Voting period.</p> <p><i>If you are not registered, follow the steps given below:</i></p> <p>If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select the “Register Online for IDEAS” portal or click on: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>B. E-voting website of NSDL:</p> <p>Visit the e-Voting website of NSDL, open the web browser by typing the following URL: https://www.evoting.nsdl.com/, either on a personal computer or on a mobile. Once the home page of the e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number with NSDL), password/OTP and a verification code as prompted. After successful authentication, you will be redirected to NSDL’s depository site where you can see the e-Voting page. Click on options available against company name or e-Voting service provider, NSDL, and you will be redirected to the e-Voting website of NSDL where you can cast your vote during the remote e-Voting period.</p>
Individual shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi/ Easiest, can login through their user id and password. Option will be made available to reach the e-Voting page without any further authentication. Users can login to Easi/ Easiest on https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com. Once, the page opens, click on New System Myeasi. After successful login to Easi/Easiest, the user will be also able to see the e- voting menu. The menu will have links to the website of e-Voting service provider, i.e., NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access the e-voting page by providing their demat account number and PAN on the CDSL homepage at www.cdslindia.com. The system will authenticate the user by sending OTP on the registered mobile and email as recorded in the demat account. After successful authentication, the user will be provided links for the respective ESP i.e., NSDL where the e-voting is in progress.
Individual shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. Once logged in, you will see the e-voting option. Once you click on the e-Voting option, you will be redirected to NSDL/ CDSL depository site after successful authentication, wherein you can see the e-Voting feature. Click on options available against company name or e-Voting service provider i.e., NSDL and you will be redirected to the e-Voting website of NSDL where you can cast your vote during the remote e-voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forget Password option available at abovementioned website.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL:

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue with login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue with login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login method for e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-Voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. Your User ID details are given below :
4. A new screen will open. Enter your User ID, password/OTP and the verification code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e., IDeAS, you can login to <https://eservices.nsdl.com/> with your existing IDeAS login. Once you login, to NSDL eservices after using log-in credentials, click on e-voting and proceed to step 2 – i.e., Cast your vote electronically.

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit client ID For example, if your DP ID is IN300*** and Client ID is 12*****, then your User ID is IN300***12*****.
b) For members who hold shares in demat account with CDSL	16-digit beneficiary ID For example, if your beneficiary ID is 12*****, then your User ID is 12*****.
c) For members holding shares in physical form.	EVEN number followed by the folio number registered with the company For example, if the folio number is 001*** and EVEN is 101456, then User ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

Trace the email sent to you from NSDL from your mailbox.

Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- a) Click on “**Forgot User Details/Password?**” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.

C) Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to einward.ris@kfintech.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to evoting@nsdl.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number

and email ID correctly in their demat account in order to access e-Voting facility.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. The e-voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinisers@mmic.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free number 1800 1020 990 or 1800 22 44 30 or contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43.

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying Notice:

Item No. 1 :

Re-appointment of Mr. Girish Paranjpe as an Independent Director

Mr. Girish Paranjpe is an Independent Director on the Board of CRISIL. He joined the Board of Directors (the "Board") of the Company on October 17, 2017. In April 2018, the members of the Company, through a resolution passed at the 31st Annual General Meeting of the Company, approved the appointment of Mr. Paranjpe as an Independent Director under the Companies 2013 ("the Act") for a term from October 17, 2017 to October 16, 2022. Mr. Girish Paranjpe is due for retirement from his term as an Independent Director on October 16, 2022.

In accordance with Section 149 (10) and (11) of the Act, an Independent Director can hold office for two consecutive terms of up to five years each on the Board of a Company, subject to shareholders approving the second term by passing a special resolution.

Mr Girish Paranjpe is a co-promoter of Exfinity Venture Partners, a venture fund which invests in tech start-ups. He is a General Partner at Exfinity and a member of the Investment Committee. Earlier, Mr Paranjpe served as the Co-CEO of Wipro Limited's Information technology (IT) business during 2008-11 and was a member of its Board of Directors. Mr Paranjpe had a two decade-long tenure at Wipro, where he led the IT business and held other senior positions, as President - Financial Services Consulting and Marketing, Head - Financial Services and CFO - IT business. More recently, Mr Paranjpe was the MD of Bloom Energy International, a Silicon Valley-based alternative energy company. Mr Paranjpe is an Operating Partner in Advent International, a Boston-headquartered private equity firm. He is also on Advent's advisory board and serves on the boards of two Advent-invested companies - Dixcy Textiles and ASK Investment Managers. He also serves as an Independent Director on the Board of Axis Bank.

Mr Paranjpe is a fellow member of the Institute of Chartered Accountants of India and the Institute of Cost and Works Accountants of India.

Mr Paranjpe is the Chairman of the Audit Committee and Stakeholders' Relationship Committee and a member of Corporate Social Responsibility Committee in CRISIL Limited.

Brief details of Mr. Paranjpe, the nature of his expertise and experience, with other details relating to his directorship, are annexed to this Notice.

The Company has received notice in writing under the provisions of Section 160 of the Act, from a Member proposing candidature of Mr. Paranjpe for the office of Independent Director for a second term. The Company has received from Mr. Paranjpe his consent to act as Director of the Company along with a declaration to the effect that he meets the criteria of independence as provided in Section 149 of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and an intimation to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act.

The Nomination and Remuneration Committee (NRC) of the Board of Directors, on the basis of the report of performance evaluation and skills, vast experience and expertise possessed by Mr Paranjpe, has recommended re-appointment of Mr. Paranjpe, as Independent Director for a second term.

The Board at its meeting held on July 21, 2022, based on the recommendation of the NRC, and considering the skills, vast experience and expertise possessed by Mr. Paranjpe, particularly, his knowledge of technology and financial services industry, approved the re-appointment. In the opinion of the Board, Mr. Girish Paranjpe fulfils the conditions for re-appointment as an Independent Director of the Company as specified in the Act and Rules thereunder, he is not debarred from holding the office of director by virtue of any SEBI order and he is independent of the management. The Board recommends the re-appointment of Mr. Paranjpe as an Independent Director for the second term from October 17, 2022 upto October 16, 2027. Your Directors recommend the resolution set forth in Item no. 1 for the approval of the Members.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and SEBI Listing Regulations, re-appointment of Independent Directors for their second term requires approval of Members by way of a Special Resolution. Accordingly, the approval of the Members of the Company is being sought by way of a Special Resolution.

A copy of the draft letter of appointment of Mr. Paranjpe is available for inspection in electronic mode. Members seeking inspection may send an email to investors@crisil.com. None of the other Directors, Promoters and Key Managerial Personnel of the Company and their relatives, except for Mr. Paranjpe or his relatives, to the extent of their shareholding, if

any in the Company, are in any way concerned or interested, financially or otherwise, in the resolution.

This explanatory statement along with the additional information as per Regulation 36 of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings issued by Institute of Company Secretaries of India (ICSI), as annexed herewith may also be regarded as disclosure under the provisions of the Act and SEBI Listing Regulations.

Additional information on director recommended for appointment

As required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards

Mr. Girish Paranjpe

Mr. Girish Paranjpe is a co-promoter of Exfinity Venture Partners, a venture fund which invests in tech start-ups. He is a General Partner at Exfinity and a member of the Investment Committee.

Mr. Paranjpe served as the Co-CEO of Wipro Limited's Information technology (IT) business during 2008-11 and was a member of its Board of Directors. Mr Paranjpe had a two decade-long tenure at Wipro, where he led the IT business and held other senior positions, as President - Financial Services Consulting and Marketing, Head - Financial Services and CFO - IT business.

More recently, Mr. Paranjpe was the MD of Bloom Energy International, a Silicon Valley-based alternative energy company.

Mr. Paranjpe is an Operating Partner in Advent International, a Boston-headquartered private equity firm. He is also on Advent's advisory board and serves on the boards of two Advent-invested companies - Dixcy Textiles and ASK Investment Managers. He also serves as an Independent Director on the Board of Axis Bank.

Mr. Paranjpe is a fellow member of the Institute of Chartered Accountants of India and the Institute of Cost and Works Accountants of India.

Details of Director seeking appointment pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards:

Sr. No.	Particulars	Details
1.	Name	Girish Paranjpe
2.	Age	64 years
3.	Qualifications	FCA, FCWA, B.Com;
4.	Nature of expertise in specific functional areas	Knowledge of technology & business transformation, Experience in mergers & amalgamation, Global business experience, Strategic Orientation, Commercial Orientation, Customer Orientation
5.	Disclosure of relationships between directors/KMP inter-se	NIL
6.	Shareholding in the Company	NIL
7.	Companies (other than CRISIL limited) in which the Directors holds directorships and Committee positions in these companies	<p>Axis Bank Limited, Director Audit Committee (Chairman) Risk Management Committee (Member) Nomination and Remuneration Committee (Member)</p> <p>Ask Investment Managers Limited, Director Audit Committee (Member) Nomination and Remuneration Committee (Member)</p> <p>Max Life Insurance Company Limited, Director Audit Committee (Member) Risk, Ethics and ALM Committee (Chairman) With Profits Committee (Chairman)</p> <p>Modenik Lifestyle Private Limited, Director Audit Committee (Chairman)</p>

Sr. No.	Particulars	Details
		IBS Software Pte Ltd, Singapore, Director <i>Audit Committee (Chairman)</i> CRISIL Irevna UK Limited, UK, Director
8.	Names of the Listed Entities from which the appointee has resigned in the past three years	Happiest Minds Technologies Limited
9.	Key Terms and Conditions for appointment	As per the resolution at item no. 1 of this Notice read with the explanatory statement thereto.
10.	Remuneration proposed to be paid	Sitting Fees and commission as may be approved by the Company in accordance with the applicable provisions of law.
11.	Date of first appointment on board, last drawn remuneration and number of board meetings attended	Mr. Girish Paranjpe was first appointed on the Board on October 17, 2017. His remuneration for the fiscal 2021 was Rs. 5,235,000. He attended 7 meetings out of 7 meetings of the Board held during the year 2021.

By order of the Board of Directors,
For **CRISIL Limited**,

Minal Bhosale
Company Secretary
ACS 12999

Mumbai, September 12, 2022

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