

RESULTS OF POSTAL BALLOT THROUGH REMOTE ELECTRONIC VOTING CONDUCTED FOR RESOLUTIONS SET OUT IN THE POSTAL BALLOT NOTICE

The Board of Directors of the Company, vide a resolution passed on August 12, 2021, 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 Ordinary Resolution for the appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer.

The Company had made arrangements for e-voting and availed the services of National Securities Depository Limited (NSDL) to provide the facility to the Members for e-voting. Members whose names appear on the Register of Members/List of Beneficial Owners as on Tuesday, August 17, 2021 i.e. the cut-off date, were considered eligible for the purpose of voting. In view of prevailing MCA Circulars on postal ballot process, the voting on the resolution covered in the Notice took place through e-voting only and no physical ballots were collected. The Members were requested to cast their votes electronically upto 5.00 p.m. on Thursday, September 23, 2021.

Members, whose names appeared on the Register of Members/List of Beneficial Owners maintained by the Depositories, as on cut-off date, Tuesday, August 17, 2021, were considered eligible for the purpose of voting. The voting period commenced on August 24, 2021 at 9.00 a.m. and ended on Thursday, September 23, 2021 at 5:00 p.m. (inclusive of both the days). The e-voting module was disabled by NSDL at 5.00 p.m. on September 23, 2021.

Accordingly, the shareholders voted on the following resolutions, proposed in the Postal Ballot Notice dated August 12, 2021 :

Sr. No.	Details of the Agenda	Type of Resolution (Ordinary / Special)
SPECIAL BUSINESS		
1.	Appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer	Ordinary

The Company had appointed Mr. Makarand Joshi, Practising Company Secretary, as a Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. Mr. Makarand Joshi submitted his report to me after completion of e-voting process.

The results of voting on the resolutions are as under :

- A. **Day and Date of the Postal Ballot:** September 23, 2021 (Voting start date: Tuesday, August 24, 2021 at 9.00 a.m. and ended on Thursday, September 23, 2021 at 5:00 p.m.)
- B. **Total number of shareholders as on record date i.e. cut-off date August 17, 2021:** 44,317 (Forty Four Thousand Three Hundred Seventeen)

- C. No. of shareholders present in the meeting either in person or through proxy: Not Applicable**
- D. No. of Shareholders attended the meeting through Video Conferencing: Not Applicable**
- E. Agenda – wise disclosure of voting details: Annexure 1**

The resolution set out in the Postal Ballot Notice have thus been passed with requisite majority.

Yours faithfully
For CRISIL Limited

Ashu Suyash
Managing Director & Chief Executive Officer
DIN : 00494515

Encl.: Annexure1

Annexure 1**Voting details Agenda-Wise**

Company Name	CRISIL LIMITED
Date of Postal Ballot Notice	August 12, 2021
Voting:-	
Start Date	August 24, 2021
End Date	September 23, 2021
Total no. of shareholders on record date (cut-off date- August 17, 2021)	44,317
No. of shareholders present in the meeting either in person or through proxy: Not Applicable	
Promoter and Promoter group	-
Public	-
No. of shareholders attended the meeting through Video Conferencing: Not Applicable	
Promoter and Promoter group	-
Public	-

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Special Business: Item No. 1 - Ordinary Resolution: Appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer as set out in Item No. 1 of the Postal Ballot 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	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 through Postal Ballot	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public Institutions		88,79,359	52,05,150	58.62	50,18,020	1,87,130	96.40	3.60
Public Non-Institutions		1,51,79,107	89,50,204	58.96	88,59,431	90,773	98.99	1.01
Total		7,27,91,052	6,28,87,940	86.40	6,26,10,037	2,77,903	99.56	0.44

September 23, 2021

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 through E-Voting

In continuation to our letter dated August 21, 2021, 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 23, 2021. – 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 23, 2021 which is the last date of remote e-voting.

Kindly take this communication on record and inform your members accordingly

Yours faithfully
For CRISIL Limited

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Minal Bhosale
Company Secretary
ACS 12999

Encl.: Annexure 1-3

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Annexure 1

Voting details Agenda-Wise

Company Name	CRISIL LIMITED
Date of Postal Ballot Notice	August 12, 2021
Voting:-	
Start Date	August 24, 2021
End Date	September 23, 2021
Total no. of shareholders on record date (cut-off date- August 17, 2021)	44,317
No. of shareholders present in the meeting either in person or through proxy: Not Applicable	
Promoter and Promoter group	-
Public	-
No. of shareholders attended the meeting through Video Conferencing: Not Applicable	
Promoter and Promoter group	-
Public	-

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

Special Business: Item No. 1 - Ordinary Resolution: Appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer as set out in Item No. 1 of the Postal Ballot 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	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 through	4,87,32,586	4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public Institutions	Postal Ballot	88,79,359	52,05,150	58.62	50,18,020	1,87,130	96.40	3.60
Public Non-Institutions		1,51,79,107	89,50,204	58.96	88,59,431	90,773	98.99	1.01
Total		7,27,91,052	6,28,87,940	86.40	6,26,10,037	2,77,903	99.56	0.44

MAKARAND M.JOSHI & CO.

Company Secretaries

Ecstasy, 803-804, 8th Floor, City of Joy, JSD Road, Mulund (W), Mumbai- 400080, (T) 022-21678136

Report of Scrutinizer for Voting on Postal Ballot

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

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 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 August 12, 2021, I, Mr. Makarand M. 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 through e-voting and the votes cast in respect of the Resolutions set out in the Postal Ballot Notice dated August 12, 2021 ("Notice").
- B. Members approval was sought for Special Business of the appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer with effect from October 1, 2021.
- C. Pursuant to Section 108 and 110 of the Act and Rule 20 and 22 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice and explanatory statement along with the process of E-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s)/ M/s. KFin Technologies Private Limited, the Registrar and Share Transfer Agent of the Company for communication purposes in compliance with MCA Circulars dated May 05, 2020 read with circulars dated April 08, 2020, April 13, 2020, August 17, 2020 and January 13, 2021 and SEBI Circular dated May 12, 2020 and January 15, 2021 and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. As a voluntary gesture without there being a requirement in this regard in terms of the aforesaid circulars, the Company had also sent a print copy of the Notice to the registered postal addresses of shareholders who had not registered their email addresses. The Company completed dispatch of Notice along with explanatory statement on August 21, 2021 whose name(s) appeared on the Register of Members/ List of beneficiaries as on Tuesday, August 17, 2021 ("cut-off-date").
- D. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL").

- E. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said MCA Circulars.
- F. The voting period commenced on Tuesday, August 24, 2021 at 09:00 A.M. (IST) and ended on Thursday, September 23, 2021 at 5:00 P.M. (IST) for voting through e-voting.
- G. The e-voting were blocked at 5:00 p.m. (IST) on Thursday, September 23, 2021 and the e-voting summary statement was downloaded from e-voting website of NSDL.
- H. The register, in accordance with Rule 20 (4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

Result of the Postal Ballot through e-voting is as under:

Resolution Item No. 1: Ordinary Resolution

Approval for the appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer-

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E - Voting through	48732586	48732586	100.00	48732586	0	100.00	0
Public Institutions	Postal Ballot	8879359	5205150	58.62	5018020	187130	96.40	3.60
Public Non-Institutions		15179107	8950204	58.96	8859431	90773	98.99	1.01
Total		72791052	62887940	86.40	62610037	277903	99.56	0.44

The aforesaid resolution was passed by requisite majority.

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

MAKARAND MADHUSUDAN JOSHI
MADHUSUDAN JOSHI, CHIN,
AN JOSHI

Digitally signed by MAKARAND MADHUSUDAN JOSHI
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**Makarand M. Joshi
Partner
FCS No: 5533
CP No. 3662
Place: Mumbai
Date: September 23, 2021**

For CRISIL Limited

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**Chairman/Authorized Representative
Place: Mumbai
Date: September 23, 2021**

Annexure 3

**FAIR SUMMARY OF THE PROCEEDINGS OF THE RESOLUTIONS PASSED BY WAY OF
POSTAL BALLOT BY THE SHAREHOLDERS OF CRISIL LIMITED ON
SEPTEMBER 23, 2021**

The Board of Directors of the Company, vide a resolution passed on August 12, 2021, 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 Ordinary Resolution for the appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer.

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 21, 2021 completed the dispatch of the Postal Ballot Notice. Members whose names appeared on the Register of Members/List of Beneficial Owners as on Tuesday, August 17, 2021 i.e. the cut-off date, were eligible for the purpose of voting.

The Company had made arrangements for e-voting and availed the services of National Securities Depository Limited (NSDL) to provide the facility to the Members for e-voting. Members whose names appeared on the Register of Members/List of Beneficial Owners as on Tuesday, August 17, 2021 i.e. the cut-off date, were considered eligible for the purpose of voting. In view of prevailing MCA Circulars on postal ballot process, the voting on the resolution covered in the Notice took place through e-voting only and no physical ballots were collected. The voting period commenced on August 24, 2021 at 9.00 a.m. and ended on Thursday, September 23, 2021 at 5:00 p.m. (inclusive of both the days). The e-voting module was disabled by NSDL at 5.00 p.m. on September 23, 2021.

The Company had appointed Mr. Makarand Joshi, Practising Company Secretary, as a Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. Mr. Makarand Joshi submitted his report to me after completion of e-voting process.

CRISIL Limited

Corporate Identity Number: L67120MH1987PLC042363

The Scrutinizer carried out the scrutiny of the votes polled electronically up to September 23, 2021 and submitted his report dated September 23, 2021.

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

Item No.	Particulars of Resolution	Type of Resolution	(E-Voting)					Whether resolution passed or rejected
			No. of votes polled	No. of votes in favour	No. of votes against	% of votes in favour	% of votes against	
1.	Appointment of Mr. Amish Mehta as a Director of the Company and the terms and conditions of appointment of Mr. Amish Mehta as Managing Director & Chief Executive Officer	Ordinary Resolution	6,28,87,940	6,26,10,037	2,77,903	99.56	0.44	PASSED

The resolution was passed with requisite majority.