

Notice

NOTICE is hereby given that the Thirty-Fifth Annual General Meeting (“AGM”) of the members of CRISIL Limited (the Company) will be held on Friday, April 22, 2022, at 3.30 pm IST through video conferencing (VC) and/or other audio-visual means (OAVM), without in-person presence of shareholders.

In view of the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”), vide circulars (dated April 8, 2020, May 5, 2020, and December 14, 2021), (hereinafter referred to as Circulars) permitted companies to conduct AGM through VC/OAVM, subject to compliance of various conditions mentioned therein. In keeping with government advisories related to Covid-19 and prevailing circumstances at the time of adopting this Notice, the Board of Directors has approved holding of the 35th AGM through VC and/or OAVM.

Notice is hereby given that the following business will be transacted at the AGM:

ORDINARY BUSINESS:

1. Adoption of Financial Statements

To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the year ended December 31, 2021, 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, 2021, together with the Report of the Auditors thereon.

2. Declaration of dividend

To declare final dividend on equity shares of Rs. 22 (including a special dividend of Rs. 7), per equity share and to approve and confirm the declaration and payment of three interim dividends aggregating Rs 24 per equity share for the year ended December 31, 2021.

3. Re-appointment of Mr. Ewout Steenbergen

To appoint a Director in place of Mr. Ewout Steenbergen (DIN 07956962), who retires by rotation and, being eligible, seeks re-appointment.

4. Re-appointment of Statutory Auditors

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, including any modification, variation or re-enactment thereof, M/s. Walker Chandiook & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), be, and is hereby re-appointed as statutory auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of this Thirty-Fifth Annual General

Meeting until the conclusion of the Fortieth Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof).”

SPECIAL BUSINESS:

5. Appointment of Mr. Amar Raj Bindra as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Amar Raj Bindra (DIN 09415766), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16 (1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, who is eligible for appointment, 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 for the office of Director, be and is hereby appointed as an Independent Director of the Company with effect from December 1, 2021, up to November 30, 2026.”

6. Appointment of Ms. Elizabeth Mann as a Non-Executive Director, liable to retire by rotation

To consider, and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT Ms. Elizabeth Mann (DIN 09407237), who was appointed as an Additional Director of the Company with effect from November 29, 2021, by the Board of Directors of the Company pursuant to Section 161(1) of the Companies Act, 2013, and the Articles of Association of the Company 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 her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

7. Amendment of the Objects Clause of the Memorandum of Association

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

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), subject to necessary registrations

and approvals required, if any, from the Competent Authority(ies) and subject to such terms, conditions or amendments as may be required or suggested by any such Competent Authority(ies), the approval of the Members be and is hereby accorded for effecting the following modifications in the existing clauses of the Memorandum of Association of the Company:

(i) to replace existing clause III(A)(3) with the following new clause:

(3) To provide counsel, advice, research, analysis, data for businesses or any persons or provide people support for delivering the aforementioned services, including and without prejudice to the generality of the foregoing, on management, technology, production, marketing, finance and act as advisors and consultants whether in India or elsewhere globally, for the government, semi-government bodies, local authorities, multilateral and bilateral agencies, financial institutions, banks, trusts, funds, bodies-corporate, private or public enterprises or any other person or persons, in the areas of risk solutions, risk management, infrastructure development, implementation and solutions, investment, management, finance, technology, administration, commerce, law, economics, labour, human resource development, public relations, statistics, science, computers, accountancy, taxation, fund management, foreign exchange dealings, quality control, processing, strategic planning and valuation, product, sales, costs, pricing, process development, process management, credit risk, monitoring and evaluation, sustainability, climate change, ESG, creation of products, request for proposal (RFP) services, and to assist or support in obtaining counsel or advise in such matters in all areas or sectors.”

(ii) to insert the following clause as clause III(A)(4) after the replaced clause III(A)(3) AND THAT consequent to the aforesaid insertion, the remaining clauses of the Memorandum of Association be re-numbered accordingly:

“(4) To undertake and carry on or provide people support for undertaking and carrying on, whether in India or elsewhere, the business of, in or relating to, and to offer or render consultancy and other services or manufacture, design, develop, program, maintain, service, purchase, assemble, sell, distribute, import, export, outsource and generally deal in multiple domains including but not limited to technology, information security, technology infrastructure services, software and hardware solutions, management consultancy, risk solutions, computer hardware, systems integration, software and solutions, such as but without prejudice to the generality of the foregoing, telecom, datacom, system integration and networking, electronic media, ERP,

e-commerce, electronic communication and trading, internet, intranet, client server technology, and web or internet related techniques, solutions or products, and to distribute and publish electronic information, products and services in all their branches and of any kind, nature and description, and further to establish, run and/or manage, whether in India or abroad, data processing, data mining, data storage, data extraction and transcription centres, provide technology based platforms, products and services across all industries, managed/hosting services across technology infrastructure, outsourcing services for business processing, transaction processing and investment and management related processing and to provide training on all domains across all industries.”

RESOLVED FURTHER THAT the Board of Directors of the Company, (including its Committee thereof), be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the Ministry of Corporate Affairs or submission of documents with any other authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

By order of the Board

For CRISIL Limited

Minal Bhosale

Company Secretary

ACS 12999

Mumbai, February 15, 2022

NOTES

FOR JOINING THE AGM THROUGH VC/OAVM:

1. The instructions for participating in the AGM through VC/OAVM are as under:
 - i. Members will be provided with a facility to attend the AGM through the National Securities Depository Limited (NSDL) integrated e-voting and AGM attendance system (hereinafter referred to as NSDL e-Voting system).
 - ii. Members have alternative ways to access the NSDL e-Voting system. For the detailed procedure to access the NSDL e-Voting system, see note No. 6, Step 1: Access to NSDL e-Voting system.
 - iii. After successful login, you can see the link of VC/OAVM in the Join General Meeting menu against the Company name. Click on VC/OAVM link placed under Join General Meeting menu.
 - iv. Members who do not have the user ID and password for e-voting through the NSDL e-Voting system, or have forgotten them, may retrieve the same by following the procedure stated in the instructions related to e-voting, mentioned in the Notice.
 - v. Members can participate in the AGM through smartphone/laptop. However, for better experience and smooth participation, members are advised to join through a laptop connected through broadband. Please note that members connecting from mobile devices or tablets or through laptops etc connected via mobile hotspot may experience audio/ video loss due to fluctuation in their network. It is, therefore, recommended to use a stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
 - vi. For the convenience of the members and proper conduct of AGM, members can login and join the AGM 15 minutes before the scheduled time for the AGM. Access will be open throughout the proceedings of the AGM as well.
 - vii. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
 - viii. Members who would like to express their views/ pose questions/register as speaker shareholders at the AGM, may send their questions in advance, at least 48 hours before the start of the AGM, i.e., by 3:30 pm IST Wednesday, April 20, 2022, from their registered email address mentioning their name, demat account number/ folio number and mobile number, to the Company's email address investors@crisil.com. Only those questions/ queries received by the Company until 3:30 pm Wednesday, April 20, 2022, shall be considered and responded to at the AGM. The Company reserves the right to restrict the number of speakers as appropriate for the smooth conduct of the AGM. To give all speakers an opportunity to participate and complete the AGM's proceedings within the specified 2 hours, members are requested to keep their queries brief,

and restrict their speaking time to 3 minutes.

- ix. Members who need assistance before or during the AGM with use of technology, can:
 - Send a request at evoting@nsdl.co.in or use toll free no: 1800-1020-990; or
 - Specifically for assistance with VC/OAVM facility, contact Mr Sanjeev Yadav, Assistant Manager, NSDL, at the designated email ID: evoting@nsdl.co.in or SanjeevY@nsdl.co.in or on telephone number +91- 9324006225; or
 - Specifically for escalation/assistance with e-voting, contact Ms Pallavi Mhatre, Manager, NSDL, at the designated email ID: evoting@nsdl.co.in or pallavid@nsdl.co.in or on telephone number +022 24994545.
2. Corporate members are requested to send a scanned copy of a duly certified copy of the Board Resolution authorising their representative(s) with attested specimen signature of the authorised representative to the Company at investors@crisil.com for participating in the AGM.
3. As physical attendance of the members is dispensed with by law for VC/OAVM facilitated AGMs, the facility of appointment of proxies by members will not be available for the meeting.

INSTRUCTIONS RELATED TO E-VOTING:

4. The Company will be providing e-voting facility to the Members so as to facilitate them to cast their vote on all resolutions set forth in this Notice electronically, through e-voting services provided by NSDL.
5. The remote e-voting period shall commence at 10:00 am IST on Monday, April 18, 2022, and end at 5 pm IST on Thursday, April 21, 2022. The remote e-voting module shall be disabled at 5.00 pm IST on April 21, 2022. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
6. 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 as follows:

Type of shareholders	Login method
Individual shareholders holding securities in demat mode with NSDL.	<p>A. NSDL IDeAS facility:</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.nsd.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>If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select the “Register Online for IDeAS” portal or click on: https://eservices.nsd.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.nsd.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 or joining virtual meeting and e-Voting during the meeting.</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 to 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 or join the virtual meeting and e-vote during the meeting.</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 and joining the virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to login to NSDL e-voting website?

- 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.
- Once the home page of 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, 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 e-services using log-in credentials, click on e-voting and proceed to step 2 — i.e., casting your vote electronically.

d. Your User ID details are given below:

Manner of holding shares, i.e., demat (NSDL or CDSL) or physical	Your User ID is:
i) 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*****.
ii) 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*****.
iii) 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***

- Password details for shareholders other than individual shareholders are given below:
 - If the member is already registered for e-voting, you can use your existing password to log in and cast your vote.
 - If the member is using NSDL e-Voting system for the first time, the member will need to retrieve the ‘initial password’ which was communicated to the member. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will ask the member to change the password.
 - How to retrieve the ‘initial password’?
 - If your email ID is registered with your demat account or with the Company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the PDF attachment. The password to open the file is the eight-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 attachment contains your ‘User ID’ and ‘initial password’.
 - If your email ID is not registered, please refer to point No. 26 below.
- If the member is unable to retrieve or have not received the “initial password” or has forgotten the password, follow the steps given below:
 - 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)
 - “Physical user reset password?” (if you are holding shares in physical mode) option available on www.evoting.nsdl.com

- 3) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning the demat account number/ folio number, your PAN, your name and your registered address etc.
 - 4) Members can also use the OTP (One Time Password) based login to cast the votes on the e-Voting system of NSDL.
- g. After entering the password, agree to “Terms and Conditions” by selecting the check box.
 - h. Next, click the Login button.
 - i. After you click on the Login button, the home page of e-Voting will open.

Step 2: Cast your vote electronically and join the general meeting on NSDL's e-Voting system

How to cast your vote electronically and join the general meeting on the NSDL e-Voting system?

- a. 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 and general meeting are active.
- b. Select “EVEN” of the company for which you wish to cast your vote during the remote e-voting period and to cast your vote during the general meeting. To join the virtual meeting, you need to click VC/OAVM link under the “Join General Meeting” section.
- c. The e-voting page opens.
- d. Cast the 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 the “Submit” button and then the “Confirm” button, when prompted.
- e. Once confirmed, ‘Vote cast successfully’ will be displayed on the screen.
- f. You can also take the printout of votes cast by you by clicking on the print option on the confirmation page.
- g. Once you confirm the vote on the resolution, you will not be allowed to modify the vote.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER

7. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this notice are being conducted through e-voting, the said resolutions will not be decided on a show of hands at the AGM.
8. Members who are participating in the AGM through VC/OAVM on April 22, 2022, can cast their vote during the meeting electronically through e-voting services provided by NSDL.
9. The e-voting at the AGM will begin once the Chairman or

Company Secretary announces the commencement of the e-voting during the AGM.

10. The e-voting module shall be disabled by NSDL for voting after the conclusion of the meeting.
11. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
12. The procedure for e-voting at the AGM is the same as mentioned above for remote e-voting, and the same e-voting credentials need to be entered while e-voting at the AGM.
13. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM through VC/OAVM but shall not be entitled to cast their vote again.
14. Members can reach out for assistance in this respect to NSDL personnel at phone numbers and email IDs mentioned at 1(ix) above.

INSTRUCTIONS COMMONLY APPLICABLE TO E-VOTING PRIOR TO, OR AT, THE AGM

15. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date (i.e., April 15, 2022) shall only be entitled to attend the AGM through VC/OAVM on April 22, 2022, and avail the aforesaid facility of remote e-voting as well as e-voting at the AGM.
16. Any person who acquires shares of the Company after dispatch of this Notice and holds shares as of the cut-off date (i.e., April 15, 2022) may obtain login ID and password by sending a request to evoting@nsdl.co.in, with a copy to investors@crisil.com, by mentioning her/his folio number or DP ID and client ID. However, if you are already registered with NSDL for e-voting, you can use your existing User ID and password for casting your vote and attending the AGM.
17. In case of joint shareholders, only such joint holder who is higher in the order of names will be entitled to vote.
18. A Member entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company. Since this AGM is being held through VC / OAVM, as per the framework provided in MCA Circulars, the facility for appointment of proxies by the Members will not be available for this AGM.
19. Corporate / Institutional Members (Corporate/ FIs / FLLs / Trusts / Mutual Funds / Banks, etc) are required to send a scan (PDF format) of the relevant Board resolution to the Scrutiniser through e-mail to scrutinisers@mmjc.in, with a copy to evoting@nsdl.co.in.
20. It is strongly recommended not to share e-voting 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.

21. In case of any queries, you may refer to the frequently asked questions (FAQs) and e-voting user manual for shareholders available in the download section of www.evoting.nSDL.com; or contact the 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 the CDSL helpdesk by sending a request at evoting@cdslindia.com or calling on 022-23058738 or 022-23058542/43.
22. The e-voting credentials sent along with the notice be considered for the purpose of remote e-voting, and attending and e-voting at the AGM.
23. Mr. Makarand Joshi, Practicing Company Secretary, has been appointed as Scrutiniser for scrutinising the e-voting process in a fair and transparent manner. The Scrutiniser shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutiniser's Report of the votes cast in favour or against, forthwith to the Chairman of the Company.
24. The results of remote e-voting and e-voting at the AGM on resolutions shall be aggregated and declared on or after the AGM, and the resolutions will be deemed to be passed on the AGM date subject to the receipt of the requisite numbers of votes in favour of the resolutions.
25. The results declared, along with the Scrutiniser's Report, shall be placed on the Company's website www.crisil.com and on the website of NSDL within 48 hours of the conclusion of the AGM and communicated to the Stock Exchanges where the shares of the Company are listed, viz. BSE Ltd. and National Stock Exchange of India Ltd.

UPDATION OF EMAIL ADDRESS TO RECEIVE E-COPY OF ANNUAL REPORT, AND ATTENDANCE AND E-VOTING CREDENTIALS

26. 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, the Annual Report of the Company for the financial year 2021, including the Notice convening the AGM, 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 www.crisil.com, on the website of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited and on NSDL's website at www.evoting.nSDL.com. Members whose email IDs are not registered with the depositories can, in order to procure user ID and password and to register e-mail IDs for e-voting for the resolutions set out in this notice, follow the below-mentioned process:
 - a) In case shares are held in physical mode, please

provide the folio number, name of the shareholder, scanned copy of the share certificate (front and back), PAN (self-scanned copy of PAN card), and Aadhaar (self-attested scanned copy of Aadhaar card) by email to einward.ris@kfintech.com.

- b) In case shares are held in demat mode, please provide the DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), name, client master or copy of the Consolidated Account statement, PAN (self-attested scanned copy of PAN card), and Aadhaar (self-attested scanned copy of Aadhaar card) to evoting@nSDL.co.in. If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained in **step 1 (A), i.e., login method for e-voting for individual shareholders holding securities in demat mode**.
- c) Alternatively, shareholders/members may send a request to evoting@nSDL.co.in for procuring user ID and password for e-voting by providing the above mentioned documents.
- d) 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.

INSTRUCTIONS RELATED TO THE PAYMENT OF FINAL & SPECIAL DIVIDEND FOR THE YEAR ENDING DECEMBER 31, 2021

27. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, April 1, 2022, to Saturday, April 2, 2022 (both days inclusive), for determining the names of members eligible for dividend on equity shares, if declared at the AGM.
28. Dividend as recommended by the Board of Directors, if declared at the AGM, shall be paid on Thursday, April 28, 2022:
 - (i) to those members whose names appear on the Register of Members of the Company after giving effect to all valid transfers in physical form lodged with the Company and its Registrar and Transfer Agents before Thursday, March 31, 2022; and,
 - (ii) in respect of shares held in electronic form, on the basis of beneficial ownership as per the details furnished by the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) at the close of business hours on Thursday, March 31, 2022.

Pursuant to SEBI circulars dated November 3, 2021, and December 15, 2021, with regards to common and simplified norms for processing investors' service request by Registrars and norms for furnishing PAN, KYC details and nomination by the holders of physical securities, SEBI has made it mandatory for holders of

physical securities to furnish PAN, KYC and nomination details by March 31, 2023, and link their PAN with Aadhaar by March 31, 2022. Members are requested to submit their PAN, KYC and nomination details to the Company's Registrar through the forms available at <https://www.crisil.com/content/crisil/en/home/investors/shareholder-services.html>

In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar before the due date, the Company's Registrar are obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. In case the securities continue to remain frozen as on December 31, 2025, such securities shall be referred by the Registrar/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or Prevention of Money Laundering Act, 2002.

29. Members are requested to note that the Company's shares are under compulsory electronic trading for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience. Members whose shares are in electronic mode are requested to inform change of address and updates of bank account(s) to their respective Depository Participants. Members holding shares in physical form are requested to advise such changes to the Company's Registrar and Transfer Agent, KFin Technologies Private Limited. Members are encouraged to use the Electronic Clearing Services (ECS) for receiving dividends. Members desirous of availing ECS facility for payment of dividend may download the required ECS mandate form from the website of the Company, www.crisil.com.
30. The Company has transferred the unclaimed or un-encashed dividends for financial years up to 2014 to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company transfers the unclaimed or un-encashed dividend to IEPF after the expiry of seven years from the date of transfer to unpaid dividend account.

Members who have a valid claim to any unclaimed dividends which are not yet transferred may claim the same from the Company immediately. The detailed dividend history, due dates for transfer to IEPF, and the details of unclaimed amounts lying with the Company in respect of dividends declared since 2015 are available on the website of the Company, www.crisil.com.

Also, pursuant to Section 124(2) of the Companies Act, 2013, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company in respect of dividends declared in financial year 2021, on the website of the Company, www.crisil.com.

GENERAL INSTRUCTIONS

31. All the documents referred to in the Notice will be available for inspection in electronic mode by the members between 11.00 a.m. and 1.00 p.m. on all working days, except Saturdays, from the date hereof up to the date of the meeting by sending an email to

investors@crisil.com.

32. The certificate from the Secretarial Auditors of the Company certifying that the Company's Employee Stock Option Scheme – 2011, Employee Stock Option Scheme – 2012 and Employee Stock Option Scheme – 2014 are being implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and in accordance with the resolutions passed by the members of the Company will be available for inspection by the members during the AGM in electronic mode upon login at NSDL e-voting system at www.evoting.nsdl.com. Members can also inspect the same by sending an email to investors@crisil.com up to the date of this AGM (i.e., April 22, 2022).
33. The Annual Report of the Company, along with the Notice of the 35th Annual General Meeting, is also available on the website of the Company, www.crisil.com, and on the websites of BSE Ltd and National Stock Exchange of India Ltd. As per Section 136(1), the copies of the aforesaid documents will also be available for inspection in electronic mode between 11.00 a.m. and 1.00 p.m. on all working days, excluding Saturdays, by sending an email to investors@crisil.com.
34. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members during the AGM in electronic mode upon login to NSDL e-Voting system at www.evoting.nsdl.com. Members can also inspect the same by sending an email to investors@crisil.com up to the date of this AGM (i.e., April 22, 2022).
35. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
36. Since the AGM will be held through VC/OAVM means, the route map is not annexed in this Notice. The Registered Office of the Company will be deemed to be the venue of the AGM.
37. **Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2, the following information is furnished about the Directors proposed to be appointed/re-appointed:**

1. Mr Ewout Steenbergen:

Mr Ewout Steenbergen (age 52 years) was appointed as a Director of the Company w.e.f. October 17, 2017.

Mr Steenbergen is the Executive Vice President and Chief Financial Officer (CFO) of S&P Global. As CFO, Mr Steenbergen is responsible for all aspects of the finance department, focused on growth and sustainable shareholder value. Moreover, he is responsible for strategy and corporate development and Kensho.

Before being appointed as the CFO of S&P Global in 2016, he was the Executive Vice President and CFO of Voya Financial Inc. Under Mr Steenbergen's leadership, Voya successfully strengthened its balance sheet, de-risked its investment portfolio and executed a robust initial public offering in 2013.

Prior to his role as Voya's CFO, Mr Steenbergen was CFO and Chief Risk Officer for ING Asia-Pacific and held a number of management roles for ING Group, including serving as regional general manager in Hong Kong and as Chief Executive Officer of RVS, an ING Group company based in the Netherlands.

He has also held other international roles such as CEO of ING's retail business in the Czech and Slovak Republics and CEO of ING Nationale-Nederlanden Slovak Republic.

Mr Steenbergen holds a Master's degree in Actuarial Science from the University of Amsterdam and a Master's degree in Business Administration from the University of Rochester and Nyenrode University. He also serves on the Board of Directors of UNICEF USA as Co-Chair.

Mr Steenbergen is a member of the Stakeholders' Relationship Committee of the Board of Directors of CRISIL Limited.

Mr Steenbergen will not be paid any remuneration other than sitting fee for attending meetings of the Board and Committees thereof, of which he is a member/ Chairperson or commission, which may be approved by the Board of Directors and/or the Nomination and Remuneration Committee of the Board. Till date, Mr Steenbergen has waived all sitting fees and commission. He does not hold any share in the Company either in his own name or beneficially, and is not related to any Director or Key Managerial Personnel of the Company in any way. The details of Mr Steenbergen's attendance of the Board and the Committee meetings have been given elsewhere in the Annual Report.

2. Mr Amar Raj Bindra

Mr Amar Raj Bindra (age 66 years) was appointed on the Board of CRISIL Limited as Additional Director, in the capacity of Independent, Non-Executive Director of the Company with effect from December 1, 2021.

Mr Bindra is a career banker and has 42 years of rich experience in the banking industry across OECD and Emerging markets. He is a credit risk subject expert in the banking industry, with deep knowledge of the Asia region, having managed client and credit risk strategies over 5 global crises. Mr Bindra retired from ANZ Banking Group International as Head of Credit & Capital Management – International, after managing a portfolio spanning 18 markets, including ESG initiatives for banking energy transition/sustainability linked loans and bonds and risk management digitalisation. Prior to this, Mr Bindra was Group Head of Institutional Credit – Asia at Citi Group, where he was responsible for a multi-billion USD portfolio in Asia, Japan and Australia covering multi geographies, products and industries. He joined the Citigroup in 1979 and held several positions at its various divisions over the years.

Mr Bindra has completed an Advanced Management Program from University of Pennsylvania and holds a Master's degree in Management Studies from Jamnalal Bajaj Institute of Management Studies, Mumbai, and a Bachelor of Commerce degree from Sydenham College, Mumbai.

Mr Bindra is a member of the Audit Committee and Risk Management Committee of the Board of Directors of CRISIL Limited.

Mr Bindra will not be paid any remuneration other than sitting fee for attending meetings of the Board and Committees thereof, of which he is a member/ Chairperson or commission, which may be approved by the Board of Directors and/or the Nomination and Remuneration Committee of the Board. He does not hold any share in the Company, either in his own name or beneficially and is not related to any Director or Key Managerial Personnel of the Company in any way. The details of Mr Bindra's attendance of the Board and the Committee meetings have been given elsewhere in the Annual Report.

3. Ms Elizabeth Mann

Ms Elizabeth Mann (age 46 years) was appointed on the Board of CRISIL Limited as Additional Director with effect from November 29, 2021.

Ms Mann is the Chief Financial Officer for S&P Global Ratings. In that capacity, she leads the finance and strategy organisation for Ratings and is responsible for financial and strategic planning, financial reporting, resource allocation and business development.

Before joining the S&P Ratings business, Ms Mann was Senior Vice President of Capital Management at S&P Global, which included tax, treasury, capital allocation and risk management.

Prior to joining S&P Global, Ms. Elizabeth Mann was Managing Director at Goldman Sachs, where she spent 12 years primarily in Investment Banking, covering M&A for technology and media companies. She advised on a number of sector-defining M&As and financing transactions and covered the information services sector, including S&P Global and its peers. She spent a year in Goldman's Firmwide Strategy group, helping develop the strategic direction in the first year of an incoming CEO.

Before joining Goldman Sachs, Ms Mann was a Moore Instructor in Mathematics at MIT, involved in academic research and teaching at the undergraduate and graduate levels. She has a PhD from the University of Oxford and a BA from Harvard University magna cum laude, both in Mathematics.

Ms Mann is a member of the Audit Committee of the Board of Directors of CRISIL Limited.

Ms Mann will not be paid any remuneration other than sitting fee for attending meetings of the Board and Committees thereof of which she is a member/ Chairperson or commission which may be approved by the Board of Directors and/or the Nomination and Remuneration Committee of the Board. She does not hold any share in the Company, either in her own name or beneficially and is not related to any Director or Key

Managerial Personnel of the Company in any way. The details of Ms Mann's attendance of the Board and the Committee meetings have been given elsewhere in the Annual Report.

By order of the Board

For CRISIL Limited

Minal Bhosale

Company Secretary

ACS 12999

Mumbai, February 15, 2022

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 4:

M/s. Walker Chandiook & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), was appointed as Statutory Auditors of the Company at the 30th AGM held on April 20, 2017, for a term of five years till the conclusion of the 35th AGM of the Company. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or re-appoint an audit firm as Statutory Auditors for not more than two (2) terms of five (5) consecutive years. M/s. Walker Chandiook & Co LLP is eligible for re-appointment for a further period of five years. Based on the recommendations of the Audit Committee, the Board of Directors at its meeting held on February 15, 2022, approved the re-appointment of M/s. Walker Chandiook & Co LLP, Chartered Accountants as the Statutory Auditors of the Company to hold office for the second term of five consecutive years from conclusion of this AGM until conclusion of the 40th AGM of the Company. The re-appointment is subject to approval of the shareholders of the Company.

M/s. Walker Chandiook & Co LLP having presence in 13 cities in India with 53 partners and 1,543 + partners and staff, it is ranked fourth in India based on number of companies audited according to the survey of Prime Database released in January 2022. The firm has audit experience across the banking and financial services sector as well as other corporates.

The audit team deployed a strong team of senior audit professionals for CRISIL audits over the last audit term and supported well during CRISIL's significant change management processes. Overall, the current statutory auditors have good global presence, relevant experience with listed entities of similar scale, single global audit approach, and sector specialist experience.

M/s. Walker Chandiook & Co LLP has provided confirmation that they have subjected themselves to the peer review process of the Institute of Chartered Accountants of India (ICAI) and holds a valid certificate issued by the 'Peer Review Board of ICAI'. M/s. Walker Chandiook & Co LLP has given

its consent for re-appointment as Statutory Auditors and confirmed that its re-appointment, if made, will be within the limits prescribed under the provisions of Section 141 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. Walker Chandiook & Co LLP has also furnished a declaration confirming its independence in terms of Section 141 and declared that it has not taken up any prohibited non-audit assignments for the Company.

The proposed remuneration to be paid to M/s. Walker Chandiook & Co LLP, Chartered Accountants for the financial year ending December 31, 2022, is Rs. 60,10,000/- (Rupees Sixty Lakhs Ten Thousand only) plus applicable taxes and out-of-pocket expenses. Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the statutory auditors under various statutory regulations and certifications required by clients, banks, statutory authorities and other requirements as required from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the statutory auditors, for the balance part of the tenure based on performance review and any additional efforts on account of changes in regulations, restructuring or other considerations.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

Considering the past performance, experience and expertise of M/s. Walker Chandiook & Co LLP and based on the recommendation of the Audit Committee, it is proposed to appoint M/s. Walker Chandiook & Co LLP as Statutory Auditors of the Company for a second term of five consecutive years till the conclusion of the 40th AGM of the Company in terms of the aforesaid provisions.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in passing of the proposed Resolution.

The Board of Directors recommends the resolution at Item No. 4 as an Ordinary Resolution for the approval by the Members.

Item No. 5:

The Board of Directors of the Company, pursuant to the recommendations of the Nomination and Remuneration Committee, has appointed Mr Amar Raj Bindra (DIN: 09415766) as an Additional Director (Independent and Non-Executive) on the Board of Directors of the Company, on December 1, 2021, in terms of Section 161 of the Companies Act, 2013.

At the time of appointment, the Nomination and Remuneration Committee evaluated the balance of skills, knowledge and experience on the Board, and on the basis of such evaluation, prepared a description of the role and capabilities required of the Independent Director. The following skills and capabilities were considered relevant for the selection of the new Independent Director:

- Role defining: Professional with banking or regulatory experience; or having worked with the government
- Skills: Global business experience/knowledge of financial markets/knowledge of risks; or regulatory experience/ strategic orientation
- Other: Commercial orientation/ customer orientation

Mr Bindra is a career banker and has 42 years of rich experience in the banking industry across OECD and Emerging markets. He is a credit risk subject expert in the banking industry, with deep knowledge of the Asia region. Mr Bindra's banking experience, knowledge of risk and credit, experience in international markets, commercial orientation and ESG-linked lending expertise fulfilled the requirements of the identified role. Considering his expertise, experience and insights in sectors relevant to CRISIL, time commitment, and overall credentials, Mr Bindra was found suitable for the Independent Director position on the CRISIL Board. The Board of Directors considers it in the interest of the Company to appoint Mr Bindra as an Independent Director and recommends the appointment for a term from December 1, 2021 to November 30, 2026.

A brief profile of Mr Bindra and other details, as required to be given pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been given elsewhere in this Notice.

The Company has received a declaration from Mr Bindra stating that he meets with the criteria of independence as prescribed under sub-section (6) of section 149 of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

Mr Bindra will not be paid any remuneration other than sitting fee for attending meetings of the Board and Committees thereof of which he is a member/Chairperson or commission which may be approved by the Board of Directors and/or the Nomination and Remuneration Committee of the Board. Mr Bindra is not a Director of any other public limited company in India. He is a member of the Audit Committee and Risk Management Committee of the Board of Directors of CRISIL Limited. He does not hold any shares in the Company, either in his own name or on a beneficial basis, and is not related to any Director or Key Managerial Personnel of the Company in any way.

Mr Bindra holds office up to the date of this Annual General Meeting pursuant to his appointment by the Board in terms of Section 161 of the Companies Act, 2013. The Company has received notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company. In the opinion of the Board, Mr Bindra fulfils the conditions specified in the Act and rules made thereunder for his appointment as an Independent Director of the Company. He is not debarred from holding the office of Director by virtue of any SEBI order, and he is independent of the management.

A copy of the draft letter of appointment of Mr Bindra is available for inspection in electronic mode during the AGM of the Company upon login at NSDL e-Voting system at <https://www.evoting.nsdl.com>.

None of the Directors and Key Managerial Personnel of the Company or their relatives, except Mr Bindra or his relatives,

to the extent of their shareholding, if any in the Company, are in any way interested or concerned in this resolution.

The Board recommends the resolution set out at Item No. 5 of the Notice for approval by the members by way of a Special Resolution.

Item No. 6:

Ms Elizabeth Mann, who has been appointed as Additional Director of the Company under Section 161(1) of the Companies Act, 2013, effective November 29, 2021, holds office up to the date of this AGM, and is eligible for appointment as Director as provided under Article 129 of the Articles of Association of the Company.

The Company has received notice under Section 160 of the Companies Act, 2013, from a member signifying his intention to propose the candidature of Ms Mann for the office of Director. A brief resume of Ms Mann and other details, as required to be given pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have been given elsewhere in this Notice.

Ms Mann is not a Director of any other public limited company in India. She is a member of the Audit Committee of the Board of Directors of CRISIL Limited. She does not hold any share in the Company, either in her own name or beneficially and is not related to any Director or Key Managerial Personnel of the Company in any way.

The Board of Directors considers it in the interest of the Company to appoint Ms Mann as a Director. None of the Directors and Key Managerial Personnel of the Company or their relatives, except Ms Elizabeth Mann or her relatives, to the extent of their shareholding, if any, are in any way interested or concerned in this resolution.

The Board recommends the resolution set out at Item No. 6 of the Notice for approval by the members.

Item No. 7:

In order to rationalise the Company's entity structure, to bring in operational synergies and benefits, and to achieve administrative efficiencies, the Board of Directors at its meeting held on December 13, 2021, approved a scheme for amalgamation of its wholly owned subsidiaries, CRISIL Risk and Infrastructure Solutions Limited and Pragmatix Services India Private Limited (hereinafter referred to as "merging subsidiaries") with the Company.

CRISIL Risk and Infrastructure Solutions Limited currently provides services relating to infrastructure advisory and development solutions supporting risk management processes for clients whereas, Pragmatix Services India Private Limited was acquired in November 2018 to complement the CRISIL Risk Solutions business.

Consequent to approval by the Board of Directors, the Scheme of Amalgamation has been submitted to the National Company Law Tribunal, Mumbai Bench (NCLT) for approval under Sections 230-232 of the Companies Act, 2013, and would be effective upon receipt of approvals from NCLT.

In view of the above and for the purpose of continuity of the business activities/operations of the merging subsidiaries, after the amalgamation, it is required to amend the object clause of the Memorandum of Association of the Company to comprehensively incorporate and clarify coverage of the business activities of the merging subsidiaries by CRISIL. It is proposed to amend clause III(A) of the Memorandum of Association of the Company as specifically mentioned in the Special Resolution above.

The draft copy of the Memorandum of Association of the Company is available for inspection in electronic mode by the members between 11.00 a.m. and 1.00 p.m. on all working days, except Saturdays, from the date hereof up to the date of the meeting by sending an email to investors@crisil.com. The amendment to the Memorandum of Association of the Company shall be effective upon the registration of the resolution with the Registrar of Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company or their relatives, except to the extent of their shareholding, if any, are in any way interested or concerned in this resolution.

The Board recommends the resolution set out at Item No. 7 of the Notice for approval by the members by way of a Special Resolution.

By order of the Board

For CRISIL Limited

Minal Bhosale

Company Secretary

ACS 12999

Mumbai, February 15, 2022

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

Form No. MGT-11*

[Pursuant to Section 105(6) of the Companies Act, 2013, and Rule 19(3) of the
Companies (Management and Administration) Rules, 2014]

Form of Proxy

Name of Member(s) :
Registered address :
Email ID :
Folio No. / DP ID - Client ID :

I / We, being the Member(s) holding shares of CRISIL Limited, hereby appoint:

1. Name :
Address :
Email ID :
Signature : or failing him/her
2. Name :
Address :
Email ID :
Signature :, or failing him/her
3. Name :
Address :
Email ID :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the THIRTY FIFTH ANNUAL GENERAL MEETING of the Company to be held on Friday, April 22, 2022 at 3.30 p.m. through VC/OAVM and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of Financial Statements
2. Declaration of Dividend
3. Re-appointment of Mr. Ewout Steenbergen
4. Re-appointment of Statutory Auditors

Special Business:

5. Appointment of Mr. Amar Raj Bindra as an Independent Director
6. Appointment of Ms. Elizabeth Mann as a Non- Executive Director, liable to retire by rotation
7. Amendment of the Objects Clause of the Memorandum of Association

Signed this day of 2022

Signature of Shareholder :

Signature of Proxy holder(s) :

Affix
Re. 1
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting. The proxy holder may vote through e-poll made available at the venue of the meeting either for or against each resolution, in case the member has not voted through the remote e-voting facility.

*Pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to send proxy forms to the Members. However, Members are requested to note that since the AGM is being held through VC /OAVM, as per the framework provided in MCA Circulars (details of which are provided in the Notice of AGM), the requirement regarding appointment of proxies by the Members will not be available for this AGM.