

RESULTS OF REMOTE ELECTRONIC VOTING AND POLL CONDUCTED FOR RESOLUTIONS SET OUT IN NOTICE CONVENING 29TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON APRIL 19, 2016

The 29th Annual General Meeting (“AGM”) of CRISIL Limited (“the Company”) will be held on Tuesday, April 19, 2016 at 3.30 p.m. at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021, to transact the business set forth in the Notice of the AGM dated February 9, 2016.

In terms of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided its Members with the facility to exercise their right to vote on the resolutions proposed to be passed at the Annual General Meeting by electronic means. Members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The Company had entered into an arrangement with Karvy Computershare Pvt. Ltd. (“Karvy”) for facilitating remote e-voting services.

Members, whose names was recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories, as on cut-off date, Wednesday, April 13, 2016, were entitled to avail the facility of remote e-voting as well as voting in the Annual General Meeting and could cast their vote electronically on the Ordinary and Special Business(es) as set out in the Notice of the AGM through electronic voting system of Karvy. The remote e-voting period commenced on Friday, April 15, 2016, at 10:00 a.m. and ended on Monday, April 18, 2016 at 5:00 p.m. The remote e-voting module was disabled at 5.00 p.m. on April 18, 2016 and remote e-voting shall not be allowed beyond the same.

The Members who had not cast their vote by remote e-voting could exercise their voting rights at the Annual General Meeting. The Company had made arrangements for voting at the venue of the Annual General Meeting. Members who had cast their vote by remote e-voting prior to the meeting, could also attend the meeting, but were not entitled to cast their vote again.

Accordingly, the shareholders voted on the following resolutions, proposed in the Notice convening the said 29th Annual General Meeting :

Sr. No.	Details of the Agenda	Type of Resolution (Ordinary / Special)
ORDINARY BUSINESS		
1.	To receive, consider and adopt the audited financial statement of the Company, including the audited Balance Sheet as at December 31, 2015, the statement of Profit and Loss for the year ended on that date, together with the report of the Board of Directors and the Auditors thereon and the consolidated audited financial statement of the Company for the financial year ended December 31, 2015.	Ordinary

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Sr. No.	Details of the Agenda	Type of Resolution (Ordinary / Special)
2.	To declare final dividend of Rs. 7 and special dividend of Rs. 3, per equity share of face value Re. 1 each of the Company and, to approve and confirm the declaration and payment of three interim dividends aggregating Rs. 13 per equity share for the year ended December 31, 2015.	Ordinary
3.	Re-appointment of Mr. Yann Le Pallec : To appoint a Director in place of Mr. Yann Le Pallec (DIN 05173118), who retires by rotation and being eligible, seeks re-appointment.	Ordinary
4.	Ratification of the appointment of S. R. Batliboi & Co. LLP (Firm Reg. No. 301003E), Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and that the Board of Directors of the Company, and to authorise the Audit Committee and the Board of Directors to fix their remuneration.	Ordinary
SPECIAL BUSINESS		
5.	To appoint Mr. John F. Callahan Jr. (DIN 07314618), as a Director of the Company, liable to retire by rotation	Ordinary

The Board of Directors of the Company has appointed Dr. K. R. Chandratre, Company Secretary in Practice, as Scrutinizer for the E-Voting under Section 108 of the Companies Act, 2013 as also for the InstaPoll at this AGM, to scrutinize the e-voting and poll process in a fair and transparent manner. Mr. Kulbhushan Rane, from Dr. K. R. Chandratre's firm, submitted his report to me after completion of poll process.

The results of voting on the resolutions are as under :

- A. **Date of the AGM** : April 19, 2016 (Tuesday)
- B. **Total number of shareholders as on record date i.e March 9, 2016 :**
20,734 (Twenty thousand seven hundred and thirty four)
- C. **No. of shareholders present in the meeting either in person or through proxy: 82**

Shareholders	Present in person	Present through Proxy	Total
Promoter and Promoter Group	Nil	3	3
Public	77	2	79
Total	77	5	82

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D. No. of Shareholders attended the meeting through Video Conferencing :

Promoters and Promoter Group : No video conferencing facility was arranged for the AGM
Public : No video conferencing facility was arranged for the AGM

E. Agenda – wise disclosure of voting details : Annexure

All the resolutions set out in the Notice convening the 29th Annual General Meeting have thus been passed with requisite majority.

Yours faithfully
For CRISIL Limited




Ashu Suyash
Managing Director & Chief Executive Officer
DIN : 00494515

Encl.: Annexure



Voting details Agenda-Wise**ORDINARY BUSINESS : Item No. 1 – Ordinary Resolution for adoption of accounts as set out in item no. 1 of the AGM Notice**

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
	Poll	4,78,32,539	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
Public-Institutions	E-Voting	1,26,41,561	1,07,56,615	85.09	1,07,56,615	Nil	100.00	Not Applicable
	Poll	1,26,41,561	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,26,41,561	1,07,56,615	85.09	1,07,56,615	Nil	100.00	0.00
Public-Non Institutions	E-Voting	1,07,35,003	1,92,813	1.80	1,92,813	Nil	100.00	-
	Poll	1,07,35,003	80,134	0.75	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,07,35,003	2,72,947	2.55	2,72,926	21	99.97	0.03
Total	E-Voting	7,12,09,103	5,87,81,967	82.55	5,87,81,967	-	100.00	-
	Poll	7,12,09,103	80,134	0.11	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	7,12,09,103	5,88,62,101	82.66	5,88,62,080	21	100.00	0.00



ORDINARY BUSINESS : Item No. 2 – Ordinary resolution for declaration of dividend as set out in item no. 2 of the AGM Notice

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,78,32,539	4,78,32,539	100.00	4,78,32,539	0	100.00	0.00
	Poll	4,78,32,539	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
Public-Institutions	E-Voting	1,26,41,561	1,12,66,615	89.12	1,12,66,615	Nil	100.00	0.00
	Poll	1,26,41,561	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,26,41,561	1,12,66,615	89.12	1,12,66,615	Nil	100.00	0.00
Public-Non Institutions	E-Voting	1,07,35,003	1,92,813	1.80	1,92,813	Nil	100.00	0.00
	Poll	1,07,35,003	80,134	0.74	80,103	31	99.96	0.04
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,07,35,003	2,72,947	2.54	2,72,916	31	99.99	0.01
Total	E-Voting	7,12,09,103	5,92,91,967	83.26	5,92,91,967	-	100.00	-
	Poll	7,12,09,103	80,134	0.11	80,103	31	99.96	0.04
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	7,12,09,103	5,93,72,101	83.37	5,93,72,070	31	99.99	0.01



ORDINARY BUSINESS : Item No. 3 – Ordinary resolution for re-appointment of Mr. Yann Le Pallec as a Director of the Company as set out in item no. 3 of the AGM Notice

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
	Poll	4,78,32,539	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
Public-Institutions	E-Voting	1,26,41,561	1,12,66,615	89.12	1,12,66,615	Nil	100.00	0.00
	Poll	1,26,41,561	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,26,41,561	1,12,66,615	89.12	1,12,66,615	Nil	100.00	0.00
Public-Non Institutions	E-Voting	1,07,35,003	1,92,813	1.80	1,90,413	2,400	98.76	1.24
	Poll	1,07,35,003	80,134	0.74	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,07,35,003	2,72,947	2.54	2,70,526	2,421	99.11	0.89
Total	E-Voting	7,12,09,103	5,92,91,967	83.26	5,92,89,567	2,400	100.00	0.00
	Poll	7,12,09,103	80,134	0.11	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	7,12,09,103	5,93,72,101	83.37	5,93,69,680	2,421	100.00	0.00



ORDINARY BUSINESS : Item No. 4 – Ordinary resolution for ratification of appointment of Statutory Auditors of the Company and fixation of their remuneration as set out in item no. 4 of the AGM Notice

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
	Poll	4,78,32,539	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
Public-Institutions	E-Voting	1,26,41,561	1,12,66,615	89.12	1,11,65,115	1,01,500	99.10	0.90
	Poll	1,26,41,561	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,26,41,561	1,12,66,615	89.12	1,11,65,115	1,01,500	99.10	0.90
Public-Non Institutions	E-Voting	1,07,35,003	1,92,813	1.80	1,92,813	Nil	100.00	Nil
	Poll	1,07,35,003	80,134	0.74	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,07,35,003	2,72,947	2.54	2,72,926	21	99.99	0.01
Total	E-Voting	7,12,09,103	5,92,91,967	83.26	5,91,90,467	1,01,500	99.83	0.17
	Poll	7,12,09,103	80,134	0.11	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	7,12,09,103	5,93,72,101	83.37	5,92,70,580	1,01,521	99.83	0.17



SPECIAL BUSINESS : Item No. 5 – Ordinary resolution for appointment of Mr. John F. Callahan Jr. as a Director of the Company as set out in item no. 5 of the AGM Notice

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
	Poll	4,78,32,539	Nil	Nil	Nil	Nil	Not Applicable	Not Applicable
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	4,78,32,539	4,78,32,539	100.00	4,78,32,539	Nil	100.00	0.00
Public-Institutions	E-Voting	1,26,41,561	1,12,66,615	89.12	1,12,02,790	63,825	99.43	0.57
	Poll	1,26,41,561	Nil	Nil	Nil	Not Applicable	Not Applicable	0.00
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,26,41,561	1,12,66,615	89.12	1,12,02,790	63,825	99.43	0.57
Public-Non Institutions	E-Voting	1,07,35,003	1,92,813	1.80	1,90,413	2,400	98.76	1.24
	Poll	1,07,35,003	80,134	0.74	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	1,07,35,003	2,72,947	2.54	2,70,526	2,421	99.11	0.89
Total	E-Voting	7,12,09,103	5,92,91,967	83.26	5,92,25,742	66,225	99.89	0.11
	Poll	7,12,09,103	80,134	0.11	80,113	21	99.97	0.03
	Postal Ballot (if applicable)	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
	Total	7,12,09,103	5,93,72,101	83.37	5,93,05,855	66,246	99.89	0.11



DR. K. R. CHANDRATRE

FCS, M Com, LL B, Ph D

PRACTISING COMPANY SECRETARY

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Pune 411038

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Website: www.drkrchandratre.net

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014]

April 19, 2016

To

The Chairman of the 29th Annual General Meeting ('AGM') of the Equity Shareholders of CRISIL LIMITED held on April 19, 2016 held at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, next to Sachivalaya Gymkhana, Mumbai 400 021.

Dear Sir,

1. By the resolution passed by the Board of Directors of Crisil Limited ('the Company') at its meeting held on, February 9, 2016, I was appointed as "Scrutinizer" for the purpose of:
 - a. Scrutinising the e-voting process (remote e-voting) under the provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and



b. Poll through electronic voting system (Insta Poll) under the provisions of section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 29th AGM of the Equity Shareholders of the Company held on April 19, 2016 held at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, next to Sachivalaya Gymkhana, Mumbai 400 021.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll by using an electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 29th AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('Karvy'), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM).

3. I have issued separate Scrutinizer's Report dated April 19, 2016 on the remote e-voting and on the poll through electronic voting system on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) as under:-

Items of the Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 - Adoption of Financial Statements (As	58862080	100	21	NIL	510000

an Ordinary Resolution)					
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 2 - Declaration of dividend (As an Ordinary Resolution)	59372070	99.9999%	31	0.0001%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 3 - Re-appointment of Mr. Yann Le Pallec (As an Ordinary Resolution)	59369680	99.9959%	2421	0.0041%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 4 - Ratification of appointment of Statutory Auditors (As an Ordinary Resolution)	59270580	99.829%	101521	0.171%	NIL
RESOLUTION PASSED WITH REQUISITE MAJORITY					
Item No. 5 - Appointment of Mr. John Francis Callahan Jr. as a Non-Executive Director, liable to retire by rotation (As an Ordinary	59305855	99.8884%	66246	0.1116%	NIL



Resolution)					
RESOLUTION PASSED WITH REQUISITE MAJORITY					

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You



Kulbhushan D Rane

For Dr K R Chandratre

Place: Mumbai



Received

For CRISIL Limited



Ashu Suyash
Ashu Suyash

Managing Director & Chief Executive Officer

Mumbai, April 19, 2016