CRISIL
A STANDARD & POOR'S COMPANY

April 17, 2015

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

Dear Sirs,

Sub.: Voting results at the 28th Annual General Meeting of CRISIL Limited

Kindly be informed that the 28th Annual General Meeting (AGM) of CRISIL Limited was held on Friday, April 17, 2015 at 3.30 p.m. at Rangaswar Hall, 4th floor, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

Pursuant to clause 35A of the Listing Agreement, please find below the details regarding the voting results at the said AGM :

A. Date of the AGM : April 17, 2015 (Friday)

B. Total number of shareholders on record date : 16,984 (Sixteen thousand nine hundred and eighty four)

C. No. of shareholders present in the meeting either in person or through proxy: 105

Shareholders	Present in person	Present through Proxy	Total	Shares	% to capital
Promoter and Promoter Group	Nil	3	3	4,78,32,539	67.03%
Public	96	6	102	13,08,518	1.84%
Total	96	9	105	4,91,41,057	68.87%

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. Outcome of the 28th Annual General Meeting of the shareholders of the Company :

The following resolutions have been approved by the shareholders with requisite majority at the AGM :

Sr. No.	Details of the Agenda	Type of Resolution (Ordinary / Special)	Mode of voting: (Show of hands / Poll / Postal ballot / E-Voting)
ORDINARY BUSINESS			
1.	To receive, consider and adopt the audited financial statement of the Company for the financial year ended December 31, 2014 together with the Report of the Board of Directors and the Auditors thereon and the	Ordinary	E-Voting and Poll

CRISIL LIMITED MUMBAI

	consolidated audited financial statement of the Company for the financial year ended December 31, 2014.		
2.	To declare final and special dividend on Equity Shares for the year ended December 31, 2014 and confirm the declaration and payment of three interim dividends aggregating Rs. 10 per equity share during financial year 2014.	Ordinary	E-Voting and Poll
3.	To appoint a Director in place of Mr. Douglas L. Peterson (DIN 05102955), who retires by rotation and being eligible, seeks re-appointment.	Ordinary	E-Voting and Poll
4.	To appoint S. R. Batliboi & Co. LLP, (Firm Reg. No. 301003E), Chartered Accountants, the retiring Auditors as Statutory Auditors of the Company for a term of 2 (two) consecutive years from the conclusion of this Twenty Eighth Annual General Meeting up to the conclusion of Thirtieth Annual General Meeting of the Company in the calendar year 2017, subject to ratification of their appointment in the intermittent Annual General Meeting to be held in calendar year 2016, and to authorise the Board of Directors to fix their remuneration as may be mutually agreed with the Auditors, in addition to reimbursement of Service Tax and all out of pocket expenses incurred in connection with the audit of accounts of the Company	Ordinary	E-Voting and Poll
SPECIAL BUSINESS			
5.	To appoint Mr. Neeraj Sahai (DIN 06978371), as a Director of the Company, liable to retire by rotation	Ordinary	E-Voting and Poll

The voting details are annexed herewith in the prescribed format along with the Report of the Scrutinizer.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Yours faithfully
For CRISIL Limited

Amish P. Mehta

Amish Mehta
Chief Financial Officer

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

Promoter / Public	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	4,78,32,539	4,78,32,539	100.00%	4,78,32,539	Nil	100.00%	0.00%
Public – Institutional Holders	1,31,18,879	72,75,478	55.46%	72,75,478	Nil	100.00%	0.00%
Public - Others	1,04,05,637	4,11,107	3.95%	4,11,107	Nil	100.00%	0.00%
Total	**7,13,57,055**	**5,55,19,124**	**77.80%**	**5,55,19,124**	**Nil**	**100.00%**	**0.00%**

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

Promoter / Public	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	4,78,32,539	4,78,32,539	100.00%	4,78,32,539	Nil	100.00%	0.00%
Public – Institutional Holders	1,31,18,879	72,75,478	55.45%	72,75,478	Nil	100.00%	0.00%
Public - Others	1,04,05,637	4,11,108	3.95%	4,11,108	Nil	100.00%	0.00%
Total	**7,13,57,055**	**5,55,19,125**	**77.80%**	**5,55,19,125**	**Nil**	**100.00%**	**0.00%**

Item No. 3 – Ordinary resolution for re-appointment of Mr. Douglas L. Peterson as a Director of the Company as set out in item no. 3 of the AGM Notice

Promoter / Public	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	4,78,32,539	4,78,32,539	100.00%	4,78,32,539	Nil	100.00%	0.00%
Public – Institutional Holders	1,31,18,879	72,75,478	55.45%	72,75,478	Nil	100.00%	0.00%
Public - Others	1,04,05,637	4,11,108	3.95%	4,11,108	Nil	100.00%	0.00%
Total	**7,13,57,055**	**5,55,19,125**	**77.80%**	**5,55,19,125**	**Nil**	**100.00%**	**0.00%**

Item No. 4 – Ordinary resolution for appointment of S. R. Batliboi & Co. LLP as Statutory Auditors of the Company as set out in Item No. 4 of the AGM Notice

Promoter / Public	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	4,78,32,539	4,78,32,539	100.00%	4,78,32,539	Nil	100.00%	0.00%
Public – Institutional Holders	1,31,18,879	72,05,046	54.92%	72,05,046	Nil	100.00%	0.00%
Public - Others	1,04,05,637	4,11,108	3.95%	4,11,108	Nil	100.00%	0.00%
Total	**7,13,57,055**	**5,54,48,693**	**77.70%**	**5,54,48,693**	**Nil**	**100.00%**	**0.00%**

CRISIL LIMITED MUMBAI

SPECIAL BUSINESS :

Item No. 5 – Ordinary resolution for appointment of Mr. Neeraj Sahai as a Director of the Company as set out in Item No. 5 of the AGM Notice

Promoter / Public	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	4,78,32,539	4,78,32,539	100.00%	4,78,32,539	Nil	100.00%	0.00%
Public – Institutional Holders	1,31,18,879	72,75,478	55.45%	72,33,046	42,432	99.42%	0.58%
Public - Others	1,04,05,637	4,11,006	3.95%	4,11,006	Nil	100.00%	0.00%
Total	**7,13,57,055**	**5,55,19,023**	**77.80%**	**5,54,76,591**	**42,432**	**99.92%**	**0.08%**

CRISIL LIMITED MUMBAI

DR. K. R. CHANDRATRE

FCS, M Com, LL B, Ph D

PRACTISING COMPANY SECRETARY

308 Commerce Avenue, 3rd Floor, 24 Mahaganesh Colony, Paud Road

Pune 411038

Telephone: (020)25450502. Cell- 9881235586

Email- krchandratre@vsnl.net; krchandratreoffice@gmail.com

Website: www.drkrchandratre.net

April 17, 2015

The Chairman
Board of Directors
CRISIL Limited
CRISIL House, Central Avenue,
Hiranandani Business Park,
Powai, Mumbai 400 076

ANNUAL GENERAL MEETING (AGM) OF THE EQUITY SHAREHOLDERS OF CRISIL LIMITED TO BE HELD ON FRIDAY, 17 APRIL, 2015 AT RANGASWAR HALL, 4TH FLOOR, YASHWANTRAO CHAVAN PRATISHTHAN, GEN. JAGANNATH BHOSALE MARG, NEXT TO SACHIVALAYA GYMKHANA, MUMBAI 400 021.

Dear Sirs,

Sub: Passing of special resolutions by way of e-voting pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rule, 2014

By the resolution passed by the Board of Directors of CRISIL Limited (the Company) at its meeting held on, 14 February 2015, I was appointed as "Scrutiniser" for the voting by electronic means to be carried out by the Company pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with

the Companies (Management and Administration) Rules, 2014 (the Rules) and in accordance with the Listing Agreement in respect of the following resolutions:

Ordinary Business

- Adoption of accounts
- Declaration of dividend
- Re-appointment of Mr. Douglas L. Peterson
- Appointment of auditors

Special Business

- Appointment of Mr. Neeraj Sahai as a Non-Executive Director, liable to retire by rotation

Report on Scrutiny:

1. The Company entered into arrangement with Karvy Computershare Pvt Ltd (service provider) for providing electronic voting facilities to all the Members who were eligible to take part in the e-voting process.

2. The service provider arranged for recording the votes of the shareholders electronically on all the items of businesses (both ordinary and special) sought to be transacted at the ensuing AGM of the Company which is to be held on Friday, 17 April, 2015

3. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote at the on the resolutions placed for approval of the shareholders was 27 February, 2015.

4. As prescribed in the Rules, the e-voting facility was kept open for three days from Saturday, April 11, 2015 9.00 AM till Monday, April 13, 2015 5.30 PM.

5. As on the cut-off date there were 17,043 shareholders. The company dispatched the notices to those shareholders in the following manner.

Sr. No.	Manner	Date of dispatch	Number of shareholders
1.	e-mail	March 18, 2015	11,794
2.	Speed post	Nil	Nil
3.	Registered post	Nil	Nil
4.	Courier	March 18, 2015	5,249

5. The company completed the dispatch of the notices to the shareholders on 18 March, 2015.

6. The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the shareholders of who were desirous of casting their votes electronically.

7. As prescribed in Clause (v) of subrule 3 of Rule 20, the Company also released an advertisement which was published more than 5 days in advance before the date of beginning of the voting period in English in Business Standard Newspaper dated 19 March, 2015 and in Marathi in Sakal newspaper dated 19 March, 2015. The notice published in the newspapers carried the required information as specified in subrule 3(v)(a) to (g) of Rule 20.

8. All electronic votes received upto the close of working hours on Monday, April 13, 2015 were considered for my scrutiny.

9. At the end of the voting period on Monday, April 13, 2015 at 5.30 PM, the voting portal of the service provider was blocked forthwith.

10. On Tuesday, April 14, 2015 the votes cast through e-voting facility were duly unblocked by me in the presence of Ms Pooja Golap and Mr Kulbhushan Rane who acted as witnesses as prescribed in subrule (3)(xi) of Rule 20.

11. As a scrutinizer, the report of the e-voting carried out by the shareholders was duly compiled, the details of which are as follows.

The result of the e-voting is as follows.

Ordinary businesses:

- **As an ordinary resolution: Item number 1 of the notice of AGM.**

	Number of members participating in e-voting	Number of votes cast by them	% of total number of valid votes cast	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	86	4,89,89,179	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	1	1	00%	
Total	87	4,89,89,180	100%	

- **As an ordinary resolution: Item number 2 of the notice of AGM.**

	Number of members participating in e-voting	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	87	4,89,89,180	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	87	4,89,89,180	100%	

- **As an ordinary resolution: Item number 3 of the notice of AGM.**

	Number of members participating in e-voting	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	87	4,89,89,180	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL		
Total	87	4,89,89,180	100%	

- **As an ordinary resolution: Item number 4 of the notice of AGM.**

	Number of members participating in e-voting	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	83	4,89,18,748	99.85%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	4	70,432	0.15%	
Total	87	4,89,89,180	100%	

Special business:

- **As a special resolution: Item number 5 of the notice of AGM.**

	Number of members participating in e-voting	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	83	4,89,46,646	99.91%	
ii. Voted against the resolution	3	42,432	0.09%	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	1	102	0.00	
Total	87	4,89,89,180	100%	

On reckoning the voting rights of the Members of the Company, I report that total percentage of assent **(Voted for the Resolution)** in respect of:

- Ordinary resolution for adoption of accounts is 100%.
- Ordinary resolution for declaration of dividend is 100%.
- Ordinary resolution for re-appointment of Mr. Douglas L. Peterson is 100%.
- Ordinary resolution for appointment of auditors is 99.85%.
- Special resolution for appointment of Mr. Neeraj Sahai as a Non-Executive Director, liable to retire by rotation is 99.91%.

Snehal Kulkarni

For Dr K R Chandratre

SNEHAL KULKARNI COMPANY SECRETARY A28763 CP-11305

REPORT ON SCRUTINY AFTER E-POLL AT THE VENUE OF THE AGM.

Report on Scrutiny : Voting at the venue of the AGM by way of insta-poll facility.

12. Further, the Company provided to the members who did not vote by way of e-voting the facility of e-poll. E-poll was conducted with the use of Tablets (polling devices) on a platform provided by the Company's Registrar & Transfer Agents (RTA) called "InstaPoll", and those Members who did not cast their vote by e-Voting, voted at this meeting using the facility of InstaPoll.

13. The InstaPoll Kiosks were set up outside this hall and the volunteers present at the Kiosks facilitated the Members / Proxies to cast their vote.

14. For the purpose of InstaPoll, the voting rights were reckoned as of February 27, 2015, which was the cut-off date.

15. I unblocked the InstaPoll voting device.

16. The votes which were found defective were declared invalid.

THE RESULT OF INSTAPOLL IS AS UNDER

Ordinary Business:

- As an ordinary resolution: Item number 1 of the notice of AGM

	Number of members participating in Poll	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	46	65,29,945	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	46	65,29,945	100%	

- As an ordinary resolution: Item number 2 of the notice of AGM

	Number of members participating in Poll	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	46	65,29,945	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	46	65,29,945	100%	

- **As an ordinary resolution: Item number 3 of the notice of AGM**

	Number of members participating in Poll	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	46	65,29,945	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	46	65,29,945	100%	

- **As an ordinary resolution: Item number 4 of the notice of AGM**

	Number of members participating in Poll	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	46	65,29,945	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	46	65,29,945	100%	

Special business:

- **As a special resolution: Item number 5 of the notice of AGM**

	Number of members participating in Poll	Number of votes cast by them	% of total number of valid votes cast.	PASSED WITH REQUISITE MAJORITY
i. Voted in favour of the resolution	46	65,29,945	100%	
ii. Voted against the resolution	NIL	NIL	NIL	
iii. Invalid or abstained votes	Total number of members whose votes were declared invalid or abstained	Total number of votes cast by them		
	NIL	NIL	NIL	
Total	46	65,29,945	100%	

On reckoning the voting rights of the Members of the Company, I report that total percentage of assent **(Voted for the Resolution)** in respect of:

- Ordinary resolution for adoption of accounts is 100%
- Ordinary resolution for declaration of dividend is 100%
- Ordinary resolution for re-appointment of Mr. Douglas L. Peterson is 100%
- Ordinary resolution for appointment of auditors is 100%
- Special resolution for appointment of Mr. Neeraj Sahai as a Non-Executive Director, liable to retire by rotation is 100%

All the resolutions shall stand passed under e-voting and insta-poll facility with the requisite majority. The Company is hereby instructed to put up the results on its website and also that of the service provider and inform the Stock Exchanges accordingly within two days of the AGM.

I confirm that I am maintaining the registers received from the service provider electronically, in respect of the votes cast through e-voting by the shareholders of the Company. I have handed over these records to the Chairman of the Company or such person to be authorised by him.

SNEHAL KULKARNI COMPANY SECRETARY
A - 28763
CP - 11305

Snehal Kulkarni
For Dr K R Chandratre

I say received.

CRISIL LIMITED MUMBAI

Douglas Peterson.
17 April 2015.