CRISIL
A STANDARD & POOR'S COMPANY

June 15, 2015

Listing Department
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: Result of Postal Ballot

This is to inform you that the following resolutions have been approved by the shareholders with requisite majority through postal ballot mechanism, the result of which was declared today :

Sr. No.	Description of the Resolution
1.	Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer
2.	Special resolution for approval for the Buy-back of Equity Shares of the Company

The certified copy of the Results of the Postal Ballot along with the report of the scrutinizer are enclosed.

Kindly take the same on record.

Yours faithfully,
For CRISIL Limited

Amish P. Mehta

Amish Mehta
Chief Financial Officer

CRISIL LIMITED MUMBAI

Encl: as above

RESULTS OF POSTAL BALLOT & ELECTRONIC VOTING (EVOTING)

Pursuant to Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, approval of the shareholders was sought by Postal Ballot, including voting by electronic means, for passing the following resolutions:

Sr. No.	Description of the Resolution
1.	Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer
2.	Special resolution for approval for the Buy-back of Equity Shares of the Company

The said Postal Ballot Notice was dispatched to the shareholders of the Company on May 11, 2015 and the last date for receipt of the postal ballot forms, duly completed by the shareholders, was June 11, 2015.

The Board of Directors of the Company at its Meeting held on Tuesday, April 28, 2015 appointed Dr. K. R. Chandratre, Practising Company Secretary, as a Scrutiniser for conducting the Postal Ballot process in a fair and transparent manner. The postal ballot forms and the self-addressed business reply envelopes were also sent to the shareholders. The shareholders were requested to return the postal ballot forms duly completed indicating their assent (for) or dissent (against), so as to reach the scrutiniser on or before June 11, 2015. As required under clause 35B of the Listing Agreement, the Company had offered e-voting facility, through Karvy Computershare Private Limited, as an alternate, to enable the shareholders to cast their votes electronically instead of dispatching Postal Ballot Form. The E-Voting portal also closed on June 11, 2015 at 5.00 p.m.

After due scrutiny of postal ballot forms received on close of working hours of June 11, 2015, Dr. K. R. Chandratre submitted his Report on June 15, 2015.

The result of postal ballot and E-Voting is as under :

A.	Date of declaration of the results of Postal Ballot and EVoting	:	June 15, 2015 (Monday)
B.	Total number of shareholders on record date (being May 1, 2015, the date for determining the voting rights of the shareholders)	:	18,872 (Eighteen Thousand Eight Hundred and Seventy Two)
C.	No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	:	Not applicable
D.	No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	:	Not applicable

CRISIL LIMITED MUMBAI

Agenda-Wise

SPECIAL BUSINESS :

Item No. 1 – Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer

Mode of Voting – Postal Ballot and EVoting

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	47832539	47832539	100	47832539	0	100	0
Public – Institutional Holders	13109214	11364700	86.69	11364700	0	100	0
Public-Others	10508767	168137	1.6	164928	3209	98.09	1.91
Total	71450520	59365376	83.08	59362167	3209	99.99	0.01

Item No. 2 – Special resolution for approval for the Buy-back of Equity Shares of the Company

Mode of Voting – Postal Ballot and EVoting

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	47832539	47832539	100	47832539	0	100	0
Public – Institutional Holders	13109214	11364700	86.69	11364700	0	100	0
Public-Others	10508767	168566	1.60	160701	7865	95.33	4.66
Total	71450520	59365805	83.08	59357940	7865	99.98	0.02

All the resolutions set out in the Postal Ballot Notice dated April 28, 2015 have thus been passed with requisite majority.

Place : Mumbai
Date : June 15, 2015

CRISIL LIMITED MUMBAI

Ashu Suyash
Managing Director & CEO

DR. K. R. CHANDRATRE

FCS, M Com, LL B, Ph D

PRACTISING COMPANY SECRETARY

'Purtata', 15, Milan Co-operative Society, Mayur Colony
Kothrud, Pune- 411038

Telephone: (020)25450502. Cell- 9881235586
Email- krchandratre@vsnl.net; krchandratreoffice@gmail.com
Website: www.drkrchandratre.net

June 15, 2015

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

Dear Sirs,

Sub: Postal Ballot - Scrutiniser's Report

By the Resolution passed by the Board of Directors of the Company at its meeting held on April 28, 2015, I was appointed as "Scrutiniser" for the voting by Postal Ballot to be carried out by the Company pursuant to Section 110 of the Companies Act 2014 ("the Act") read with the Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement in respect of the following resolutions:

1.	Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer
2.	Special resolution for approval for the Buy-back of Equity Shares of the Company

I HEREBY SUBMIT MY REPORT AS UNDER

Date of Declaration of result	June 15, 2015
Total number of shareholders on record date being May 1, 2015	18,872 (Eighteen Thousand Eight Hundred and Seventy Two)

SEBI Polling Reports

Resolution 1: Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer.

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	47832539	47832539	100	47832539	0	100	0
Public – Institutional Holders	13109214	11364700	86.69	11364700	0	100	0
Public - Others	10508767	168137	1.6	164928	3209	98.09	1.91

Resolution 2: Special resolution for approval for the Buy-back of Equity Shares of the Company

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*	47832539	47832539	100	47832539	0	100	0
Public – Institutional Holders	13109214	11364700	86.69	11364700	0	100	0
Public - Others	10508767	168566	1.60	160701	7865	95.33	4.66

Report on scrutiny

1. The Company had completed the dispatch of Postal Ballot Forms / e-mailed details of electronic voting to the Members on May 11, 2015, whose names appeared in the Register of Members / Records of Depositories as on May 1, 2015.

2. The Company entered into arrangement with Karvy Computershare Pvt Ltd for providing electronic voting facilities to all the Members who were eligible to take part in the voting process.

3. The particulars of all Postal Ballot Forms / details of electronic votes received from Members have been entered in a separate Register maintained for the purpose.

4. All Postal Ballot Forms / electronic votes received upto the close of working hours on Thursday, June 11, 2015 were considered for my scrutiny.

5. **Summary of the Postal Ballot Forms / Electronic Votes received are as follows –**

Assent/ Dissent	Number of ballots received (Physical and e-voting)	Number of votes cast by Them	% of total number of valid votes cast	Remarks
Item No. 1. As Ordinary Resolution: Appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer				
(i) Voted **in favour** of the resolution	300	59362167	99.99	**Passed with requisite Majority**
(ii) Voted **against** the resolution	12	3209	0.01	
Total	312		100	
(iii) **Invalid** votes	11	3110	--	
Item No 2 As Special Resolution: Approval for Buy-back of Equity Shares of the Company				
(i) Voted **in favour** of the resolution	290	59357940	99.98	**Passed with requisite Majority**
(ii) Voted **against** the resolution	19	7865	0.02	
Total	309		100	
(iii) **Invalid** votes	13	2681	--	

6. 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:

   a. Ordinary resolution for the appointment of Ms. Ashu Suyash as a Director of the Company, liable to retire by rotation and the terms and conditions of appointment of Ms. Ashu Suyash as Managing Director & Chief Executive Officer is 99.99%

b. Special resolution for approval for the Buy-back of Equity Shares of the Company is 99.98%

7. I have handed over the Postal Ballot Forms and other related paper / registers and records for the safe custody to Mr. Amish Mehta, Chief Financial Officer of the Company, authorised by the Board to supervise the Postal Ballot process.

8. You may accordingly declare the result of the Postal Ballot exercise.

Yours sincerely,

Dr. K. R. Chandratre
FCS No. 1370
C.P. No. 5144

