

April 21, 2021

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

BSE Ltd.  
P J Towers  
Dalal Street  
Fort  
Mumbai – 400 001

Dear Sirs,

**Sub.: Voting results at the 34th Annual General Meeting of CRISIL Limited**

Kindly be informed that the 34th Annual General Meeting (AGM) of CRISIL Limited was held on Tuesday, April 20, 2021 at 4.00 p.m. through Video Conferencing (VC) and other audio visual means (OAVM) without the in-person presence of shareholders.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") and Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015, please find below the details regarding the voting results at the said AGM:

- A. Date of the AGM**  
April 20, 2021 (Tuesday)
- B. Total number of shareholders as on record date i.e. April 13, 2021:**  
31,802 (Thirty One Thousand Eight Hundred and Two)
- C. No. of shareholders present in the meeting either in person or through proxy:**  
NA
- D. No. of Shareholders attended the meeting through Video Conferencing / Other Audio Visual Means:**

Shareholders	Present	Present through Authorised Representative	Total
Promoter and Promoter Group	Nil	3	3
Public	59	0	59
<b>Total</b>	<b>59</b>	<b>3</b>	<b>62</b>

- E. Scrutinisers' Report: Annexure 1**
- F. Agenda – wise disclosure of voting details: Annexure 2**
- G. Proceedings of the AGM: Annexure 3**

**CRISIL Limited**

Corporate Identity Number: L67120MH1987PLC042363

This may also be considered as compliance of Para A of Part A of Regulation 30 of the Listing Regulations.

Yours faithfully  
For CRISIL Limited

Minal Bhosale  
Company Secretary  
ACS 12999

Encl.: Annexure 1, Annexure 2 and Annexure 3

**CRISIL Limited**

Corporate Identity Number: L67120MH1987PLC042363

# MAKARAND M. JOSHI & CO.

## Company Secretaries

Ecstasy, 803/804, 8<sup>th</sup> Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

### Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To  
Mr. John Lee Berisford  
Chairman

of 34<sup>th</sup> Annual General Meeting of the shareholders of CRISIL Limited (herein after the "Company"), held on Tuesday, 20<sup>th</sup> April, 2021, through video conferencing ("VC") /other audio-visual means (OVAM)

### Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Tuesday, 11<sup>th</sup> February, 2021 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
  - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 34<sup>th</sup> AGM held on Tuesday, 20<sup>th</sup> April, 2021.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice convening the 34<sup>th</sup> Annual General Meeting (AGM) of the Company along with the process of electronic voting at the AGM and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April, 2020 and 13<sup>th</sup> January 2021 and SEBI Circular dated 12<sup>th</sup> May, 2020.
- C. The Company had appointed National Securities Depository Limited (NSDL) for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

- D. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (NSDL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, April, 16, 2021 at 10:00 a.m. and end on Monday, April 19, 2021 at 5:00 p.m. and National Securities Depository Limited (NSDL) remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on Tuesday, 20<sup>th</sup> April, 2021, I have issued Scrutinizer's Report dated 20<sup>th</sup> April, 2021.
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated 20<sup>th</sup> April, 2021.

<b>Date of AGM</b>	<b>20<sup>th</sup> April 2021</b>
<b>Total number of shareholders on record date (i.e. as on 13<sup>th</sup> April, 2021)</b>	<b>31802</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter group	NA
Public	NA
<b>No. of shareholders attended the meeting through Video Conferencing: 62</b>	
Promoter and Promoter group	3
Public	59

**Resolution on Item No. 1 - Ordinary Resolution:**

- A. To receive, consider and adopt the Audited Financial Statements for the year ended December 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.
- B. To receive, consider and adopt the Audited Consolidated Financial Statements for the year ended December 31, 2020 together with the Reports of the Auditors thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1] *100	[4]	[5]	[6]=[4]/(2)] *100	[7]=[5]/(2)] *100
1	Promoter and Promoter Group	E-Voting	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
2	Public - Institutional holders	E-Voting	1,36,94,474	95,97,555	70.0834	95,97,555	0	100.0000	0.0000
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,97,555	70.0834	95,97,555	0	100.0000	0.0000
3	Public-Others	E-Voting	1,02,54,355	6,01,733	5.8681	6,00,950	783	99.8698	0.1301
		E-Voting at AGM		75,358	0.7349	75,358	0	100.0000	0.0000
		Total		6,77,091	6.603	6,76,308	783	99.8844	0.1156
<b>Total</b>			7,26,81,415	5,90,07,232	81.1861	5,90,06,449	783	99.9987	0.0013

# No of votes polled does not include no of votes abstained & invalid votes

**Resolution on Item No. 2 - Ordinary Resolution:**

To declare final dividend on equity shares of Rs.14 per equity share and to approve and confirm the declaration and payment of three interim dividends aggregating Rs. 19 per equity share for the year ended December 31, 2020.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
2	Public - Institutional holders	E-Voting	1,36,94,474	95,97,555	70.0834	95,97,555	0	100.0000	0.0000
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,97,555	70.0834	95,97,555	0	100.0000	0.0000
3	Public-Others	E-Voting	1,02,54,355	6,05,879	5.9085	6,05,296	583	99.9037	0.0962
		E-Voting at AGM		75,358	0.7349	75,358	0	100.0000	0.0000
		Total		6,81,237	6.6434	6,80,654	583	99.9144	0.0856
<b>Total</b>			7,26,81,415	5,90,11,378	81.1918	5,90,10,795	583	99.9990	0.0010

# No of votes polled does not include no of votes abstained & invalid votes

**Resolution on Item No. 3 - Ordinary Resolution:**

To appoint a Director in place of Mr. John Berisford (DIN 07554902), who retires by rotation and, being eligible, seeks re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1)] *100	[4]	[5]	[6]=[4]/(2)] *100	[7]=[5]/(2)] *100
1	Promoter and Promoter Group	E-Voting	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
2	Public - Institutional holders	E-Voting	1,36,94,474	95,70,712	69.8874	93,51,143	2,19,569	97.7058	2.2941
		E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		95,70,712	69.8874	93,51,143	2,19,569	97.7058	2.2942
3	Public-Others	E-Voting	1,02,54,355	6,05,884	5.9086	6,05,192	692	99.8857	0.1142
		E-Voting at AGM		75,358	0.7349	75,358	0	100.0000	0.0000
		Total		6,81,242	6.6435	6,80,550	692	99.8984	0.1016
<b>Total</b>			7,26,81,415	5,89,84,540	81.1549	5,87,64,279	2,20,261	99.6266	0.3734

# No of votes polled does not include no of votes abstained & invalid votes

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking You,  
Yours faithfully,

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

Digitally signed by MAKARAND MADHUSUDAN JOSHI  
DN: cn=MAKARAND MADHUSUDAN JOSHI, c=IN,  
st=Maharashtra, o=Personal,  
serialNumber=baa4600e399287838241404700ee8d3949  
ae4badb642ed597e8360687ca030f  
Date: 2021.04.20 22:43:31 +05'30'

**Makarand Joshi  
Partner  
CP No. 3662  
Date:20/04/2021  
Place: Mumbai**

**For CRISIL Limited**

**ASHU** Digitally signed  
by ASHU  
**SUYASH**  
Date: 2021.04.20  
22:51:59 +05'30'

**Chairman/ Authorized Representative  
Date: 20/04/2021  
Place: Mumbai**



**Annexure 2**

**Voting details Agenda-Wise**

Name of the Company	CRISIL Limited
Date of the Annual General Meeting	April 20, 2021
Total number of shareholders on cut-off date	31,802
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing / Other Audio Visual Means:	
Promoters and Promoter Group	3
Public	59

**CRISIL Limited**

Corporate Identity Number: L67120MH1987PLC042363

<b>Ordinary Business: Item No. 1 - Ordinary Resolution for adoption of Financial Statements as set out in Item No. 1 of the AGM Notice</b>								
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	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
Public- Institutions	E-Voting	1,36,94,474	95,97,555	70.0834	95,97,555	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		95,97,555	70.0834	95,97,555	0	100.0000	0.0000
Public- Non Institutions	E-Voting	1,02,54,355	6,01,733	5.8681	6,00,950	783	99.8698	0.1301
	Poll		75,358	0.7349	75,358	0	100.0000	0.0000
	<b>Total</b>		6,77,091	6.603	6,76,308	783	99.8844	0.1156
	<b>Total</b>	<b>7,26,81,415</b>	<b>5,90,07,232</b>	<b>81.1861</b>	<b>5,90,06,449</b>	<b>783</b>	<b>99.9987</b>	<b>0.0013</b>

<b>Ordinary Business: Item No. 2 - Ordinary Resolution for declaration of dividend as set out in Item No. 2 of the AGM Notice</b>								
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	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,87,32,586</b>	<b>100.0000</b>	<b>4,87,32,586</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	1,36,94,474	95,97,555	70.0834	95,97,555	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>95,97,555</b>	<b>70.0834</b>	<b>95,97,555</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1,02,54,355	6,05,879	5.9085	6,05,296	583	99.9037	0.0962
	Poll		75,358	0.7349	75,358	0	100.0000	0.0000
	<b>Total</b>		<b>6,81,237</b>	<b>6.6434</b>	<b>6,80,654</b>	<b>583</b>	<b>99.9144</b>	<b>0.0856</b>
<b>Total</b>		<b>7,26,81,415</b>	<b>5,90,11,378</b>	<b>81.1918</b>	<b>5,90,10,795</b>	<b>583</b>	<b>99.9990</b>	<b>0.0010</b>

<b>Ordinary Business: Item No. 3 - Ordinary Resolution for re-appointment of Mr. John Berisford as set out in Item No. 3 of the AGM Notice</b>								
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	4,87,32,586	4,87,32,586	100.0000	4,87,32,586	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		4,87,32,586	100.00	4,87,32,586	0	100.00	0.00
Public- Institutions	E-Voting	1,36,94,474	95,70,712	69.8874	93,51,143	2,19,569	97.7058	2.2941
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		95,70,712	69.8874	93,51,143	2,19,569	97.7058	2.2942
Public- Non Institutions	E-Voting	1,02,54,355	6,05,884	5.9086	6,05,192	692	99.8857	0.1142
	Poll		75,358	0.7349	75,358	0	100.0000	0.0000
	<b>Total</b>		6,81,242	6.6435	6,80,550	692	99.8984	0.1016
<b>Total</b>		<b>7,26,81,415</b>	<b>5,89,84,540</b>	<b>81.1549</b>	<b>5,87,64,279</b>	<b>2,20,261</b>	<b>99.6266</b>	<b>0.3734</b>

**Annexure 3**

**Fair Summary of the proceedings at the 34th Annual General Meeting of CRISIL Limited held on April 20, 2021 at 4.00 p.m. through Video Conferencing (VC) and other audio visual means (OAVM).**

The Company Secretary welcomed Members to the 34th Annual General Meeting (AGM) of the Company and informed them that the meeting was being held through video conference and other audio visual means in view of the COVID – 19 pandemic and related restrictions and the live proceedings of the AGM were also being webcast on the e-voting website of National Securities Depository Limited (‘NSDL’). The Members were also informed that the necessary registers and other certificates and documents required by law, were open for inspection during the continuance of the meeting.

Mr. John Berisford, Chairman presided over the meeting and formally commenced the proceedings of the meeting at 4.00 p.m. as the necessary quorum was present. The Chairman introduced his colleagues on the Board. The Chairman informed the members that the Company had taken all efforts reasonable under the circumstances to enable members to participate and vote on the items being considered in the meeting. The Statutory and Secretarial Auditors were also present during the meeting.

The Notice convening the AGM was taken as read. The Chairman informed the members that the Auditor’s Report on the Financial Statements of the Company for the financial year ended December 31, 2020, did not contain any qualifications, observations or comments on financial transactions or matters which had any adverse effect on the functioning of the Company. Further, the Secretarial Audit Report for the financial year ended December 31, 2020, also did not contain any qualifications, observations or comments which had any adverse effect on the functioning of the Company. Accordingly, the Auditor’s Report on the Financial Statements and the Secretarial Audit Report were not required to be read.

Thereafter, the Chairman continued with the proceedings of the meeting.

The Chairman delivered his speech and then invited members who had registered themselves as speakers to speak or ask questions pertaining to the performance of the Company during the year under review. Seventeen members thereafter addressed the meeting. The Chairman then requested Ms. Ashu Suyash, Managing Director and Chief Executive Officer to reply to the comments and queries of the members. Ms.

**CRISIL Limited**

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Ashu Suyash replied to the comments and queries of the shareholders who had registered themselves as speakers as well as the queries received through live chat.

Thereafter, the following resolutions as set out in the Notice convening the AGM were put to vote:

<b>Sr. No.</b>	<b>Details of the Agenda</b>	<b>Type of Resolution (Ordinary / Special)</b>
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt: a. the Audited Financial Statements of the Company for the year ended December 31, 2020, 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, 2020, together with the Report of the Auditors thereon.	Ordinary
2.	To declare final dividend on equity shares of Rs. 14 per equity share and to approve and confirm the declaration and payment of three interim dividends aggregating Rs. 19 per equity share for the year ended December 31, 2020.	Ordinary
3.	Re-appointment of Mr. John Berisford (DIN 07554902), who retires by rotation and, being eligible, seeks re-appointment.	Ordinary

The Chairman requested Ms. Minal Bhosale, Company Secretary, to brief the members regarding the voting procedure at the Annual General Meeting. Ms. Bhosale informed the members that the Company had reviewed all statutory requirements and accordingly, had provided electronic voting facility to the members to exercise their right to vote by electronic means on all of the businesses specified in the Notice. The Company had provided e-voting facility to its Members to exercise their right to vote by electronic means from Friday, April 16, 2021 (10.00 a.m.) to Monday, April 19, 2021 (5.00 p.m.). As per the statutory requirements and in view of the virtual format of the meeting, voting by show of hands was not permitted at the General Meeting where e-voting had been offered to the Members. Therefore, for those shareholders who had not exercised their right to vote by remote e-voting, the facility for electronic voting was also made available during the AGM and 30 minutes after the conclusion of the meeting.

For the purpose of e-voting, the voting rights were reckoned as of April 13, 2021, which was the cut-off date. She informed the shareholders that the combined results of remote e-voting and e-voting during the Annual General Meeting shall be announced on or before April 22, 2021 by intimation to the Stock Exchanges and would be displayed on the website of the Company, [www.crisil.com](http://www.crisil.com) and also on the website of NSDL, viz <https://www.evoting.nsdl.com/>.

The Chairman then informed the members that all the business of the meeting having been completed, the meeting was concluded. He thanked all the members for their participation in continued support to the Company. The meeting concluded at 6.03 p.m.

**CRISIL Limited**

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