

CRISIL LIMITED



Regd. Office: CRISIL House, Central Avenue,
Hiranandani Business Park, Powai, Mumbai - 400 076
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Website: www.crisil.com; E-mail: investors@crisil.com

NOTICE OF THE 29th ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

NOTICE is hereby given that:

1. 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.
2. The Notice of AGM, Annual Report of the Company for the year ended December 31, 2015 and Attendance Slip has been sent in electronic mode on March 18, 2016 to the members whose email addresses are registered with the Depository Participants (DPs) for communication purposes or are obtained directly from the members, as per Section 136 of the Companies Act, 2013, and Rule 11 of the Company (Accounts) Rules, 2014. Physical copy of the Notice of AGM, Annual Report and Attendance Slip has been sent to those Members who have not registered their email addresses either with the Company or the Depository Participants (DPs) or have specifically requested for hard copy reports, at their registered postal address on March 18, 2016, by the permitted mode. Accordingly, the electronic transmission / physical dispatch of Annual Report, Notice of AGM and other documents was completed on March 18, 2016.
3. If any member wishes to get a printed copy of the Annual Report, the Company will send the same, free of cost, upon receipt of request from the member.
4. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF / HERSELF AND, A PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the Proxy, duly completed, stamped and signed, should reach the registered office of the Company not less than forty-eight hours before the time of the Annual General Meeting. Members are requested to note that a person can act as a proxy on behalf of members not exceeding fifty or such number of members holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. A proxy shall not have a right to speak at the Annual General Meeting. However, in case a member has not voted through the remote e-voting facility, the proxy may be entitled to vote through e-poll made available at the venue of the Annual General Meeting.
5. The Notice of the AGM and the Annual Report for the financial year 2015 is also available on the Company's website www.crisil.com. Members, who do not receive the Annual Report, may download it from the Company's website or may request for a copy of the same by writing to the Company Secretary at the Registered Office of the Company or at the email Id investors@crisil.com. The documents pertaining to the items of business to be transacted in the Annual General Meeting are open for inspection at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.
6. 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 is pleased to provide 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 has entered into an arrangement with Karvy Computershare Pvt. Ltd. ("Karvy") for facilitating remote e-voting services.
7. Members, whose names is record 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, shall be entitled to avail the facility of remote e-voting as well as voting in the Annual General Meeting and may 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.
8. The e-voting period shall commence on Friday, April 15, 2016, at 10:00 a.m. and end on Monday, April 18, 2016 at 5:00 p.m. Members may cast their vote electronically during the aforesaid period. The remote e-voting module shall be disabled at 5.00 p.m. on April 18, 2016 and remote e-voting shall not be allowed beyond the same.
9. Any person who acquires shares of the Company after despatch of this Notice and holds shares as of the cut-off date i.e., as on April 13, 2016, may obtain login ID and password by sending a request to evoting@karvy.com 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 Karvy for e-voting, you can use your existing User ID and password for casting your vote.
10. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently or cast the vote again.
11. The Members who have not cast their vote by remote e-voting can exercise their voting rights at the Annual General Meeting. The Company will make arrangements for voting at the venue of the Annual General Meeting. Members who have cast their vote by remote e-voting prior to the meeting, may also attend the meeting, but shall not be entitled to cast their vote again.
12. The Notice of the AGM is available on the Company's website www.crisil.com and Karvy's website <https://evoting.karvy.com>.
13. In case of any queries, members may visit Help & FAQ's section available at Karvy's website download section on <https://evoting.karvy.com> or contact Mr. Sridhar Balamurli, Deputy Manager, Karvy Computershare Private Limited at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or send an email to evoting@karvy.com or call him on +91-40-6716 1563 or at Toll Free No. 1-800-34-54-001. The same person is the contact person to address the grievances relating to electronic voting. The Members may also contact the Company's secretarial department at CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai - 400 076 or send an email to investors@crisil.com or call the Company at +91-22-3342 3000.

This notice is also available on website of the Company at www.crisil.com and Karvy's website <https://evoting.karvy.com>.

For CRISIL Limited

Minal Bhosale
Company Secretary
ACS 12999

Mumbai, March 18, 2016