

SEC/309/2024

August 23, 2024

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001.
Scrip code: 542867

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.
Symbol: CSBBANK

Dear Sir/Madam,

Voting Results of the 103rd Annual General Meeting (“AGM”) of CSB Bank Limited (the “Bank”) along with Scrutinizer’s Report.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and in continuation of letter no. SEC/308/2024 dated August 23, 2024, please find enclosed the voting results of the business transacted at the AGM along with scrutinizer’s report on remote e-voting, before and during the AGM.

The voting results along with the scrutinizer’s report are also made available on the website of the Bank at www.csb.co.in and on the website of National Securities Depository Limited at <https://www.evoting.nsdl.com/>

Kindly take the same on records.

Thanking You.

Yours faithfully,

Sijo Varghese
Company Secretary

23.08.2024

To,

The Chairperson/Managing Director & CEO
CSB Bank Limited
CSB Bhavan, Post Box No.502,
St. Mary's College Road
Thrissur
Kerala - 680020

Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting and Electronic Voting during the Annual General Meeting.

I, CS Vincent P.D., Company Secretary in Practice, holding Membership Number: FCS – 3067 and Certificate of Practice Number – 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala- 682017 have been appointed by the Board of Directors of **CSB BANK LIMITED (CIN: L65191KL1920PLC000175)** having Registered Office at "CSB Bhavan", Post Box No.502, St. Mary's College Road, Thrissur, Kerala- 680020, as the Scrutinizer for the Electronic Voting in connection with resolutions included in the notice calling the 103rd Annual General Meeting of the shareholders of the Company held on Friday, the 23rd day of August, 2024 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. Link Intime India Pvt Ltd., is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above Remote Electronic Voting remained open to the members from Monday, the 19th day of August, 2024 at 9.00 A.M IST to Thursday, the 22nd day of August, 2024 at 5.00 P.M IST. Further the Remote E-Voting period was completed on the date preceding the date of Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in meeting through VC/OAVM facility and have not cast their votes through Remote E-voting facility to cast their vote through E-voting facility provided during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended.

On completion of the E-Voting, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on Friday, the 23rd day of August, 2024.

The following is the summary of e-voting result:

Re sol uti on No .	Subject Matter of Resolution	Total No. of shares through E-voting*	ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
			No. of Votes through E-voting*	% of votes in favour on votes through E-voting	% of Paid-Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
ORDINARY BUSINESS							
1.	Adoption of audited financial statements for the financial year ended March 31, 2024 along with reports of the Board of Directors and the Auditors thereon	97,749,359	97,748,941	100%	56.34%	418	0%
2.	Re-appointment of Retiring Director Mr. Sumit Maheshwari (DIN: 06920646)	97,100,804	96,253,472	99.13%	55.48%	847,332	0.87%
3.	Appointment of Joint Statutory Auditors and fixation of their remuneration.	97,800,664	97,649,381	99.85%	56.29%	151,283	0.15%
SPECIAL BUSINESS (Ordinary Resolution)							
4.	Approval for continuing the Material Related Party Transactions in the nature of acceptance of deposits from the promoter and promoter group entities in current accounts or any other accounts of similar nature or other types of accounts permitted to be opened under applicable laws.	52,694,389	52,693,920	100%	30.37%	469	0%
5.	Approval for continuing the Material Related Party Transactions in the nature of permitted foreign exchange transactions including International cross border transactions with the promoter and promoter group entities	52,694,349	52,693,783	100%	30.37%	566	0%
SPECIAL BUSINESS (Special Resolution)							
6.	Appointment of Mr. Deepak Maheshwari, (DIN:08163253) as Non-Executive Independent Director of the Bank.	97,800,704	97,800,087	100%	56.37%	617	0%

All resolutions stand passed under E-voting as Ordinary resolutions and Special resolution with requisite majority as specified under the Companies Act, 2013.

* FIH Mauritius Investments Ltd., Promoters of the Bank, have voted on all items except Item nos. 4 and 5, to the total extent of their shareholding in the Bank. However, pursuant to Section 12(2) of the Banking Regulation Act, 1949 and a Gazette Notification no. DBR.PSBD. No. 1084/16.13.100/2016-17 dated July 21, 2016, voting rights of FIHM are currently capped at 26% of the total voting rights of the Bank at present, even though they hold 40% of the paid-up capital of the Bank. Hence, only 26% of their voting is taken into consideration.

* 4395958 equity shares held by CSB ESOS Trust, Non-Promoter-Non Public shareholder, does not feature in this result, as they do not have voting rights in terms of Regulation 3 (5) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Thank you
Yours faithfully

Peer Review Certificate No.648 / 2019
UDIN: F003067F001031182

For SVJS & Associates
Company Secretaries

PARAMBIL
DEVASSY
VINCENT

Digitally signed by
PARAMBIL DEVASSY
VINCENT
Date: 2024.08.23
17:06:40 +05'30'

Vincent P.D.
Managing Partner
M.No.3067, CoP No.7940

PRALAY
MONDAL

Digitally signed by PRALAY MONDAL
DN: c=IN, o=PERSONAL,
pseudoym=5221891133e441b4b767eeee5a8d249b,
2.5.4.20=73432b70595902f2814668b16882422c201b2
a2d29e1d29e8c0322eb157dad9, postalCode=400052,
st=Maharashtra,
serialNumber=e399ccf5f84df5b3c946baa1fd5a880b22cb
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Voting Results

Annexure IV

Date of the AGM/EGM/end of voting for Postal Ballot	23.08.2024
Total number of shareholders on record date	72878
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	63

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Item 1: Adoption of Audited Financial Statements

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	69394331	45106315	64.99999978	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	45106315	64.99999978	45106315	0	100	0
	E-Voting	53820668	46625131	86.63053197	46625131	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA

Public- Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	46625131	86.63053197	46625131	0	100	0
Public- Non Institutions	E-Voting	50270828	6017913	11.97098444	6017495	418	99.993054	0.00694593
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	50270828	6017913	11.97098444	6017495	418	99.993054	0.00694593
Total	173485827	97749359	56.34429088	97748941	418	99.99957	0.00042762	

Item 2: Re-appointment of Retiring Director Mr. Sumit Maheshwari (DIN: 06920646)

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	69394331	45106315	64.99999978	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	45106315	64.99999978	45106315	0	100	0
Public- Institutions	E-Voting	53820668	45976576	85.42550234	45130196	846380	98.159106	1.840893937
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	45976576	85.42550234	45130196	846380	98.159106	1.840893937
	E-Voting	50270828	6017913	11.97098444	6016961	952	99.984181	0.01581944
	Poll	NA	NA	NA	NA	NA	NA	NA

Public- Non Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total		50270828	6017913	11.97098444	6016961	952	99.984181	0.01581944
Total		173485827	97100804	55.97045342	96253472	847332	99.12737	0.87263129

Item 3: Appointment of Joint Statutory Auditors and fixation of their remuneration

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	69394331	45106315	64.99999978	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	45106315	64.99999978	45106315	0	100	0
Public- Institutions	E-Voting	53820668	46676576	86.72611793	46525733	150843	99.676834	0.323166378
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	46676576	86.72611793	46525733	150843	99.676834	0.323166378
Public- Non Institutions	E-Voting	50270828	6017773	11.97070595	6017333	440	99.992688	0.00731167
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	50270828	6017773	11.97070595	6017333	440	99.992688	0.00731167
Total		173485827	97800664	56.3738639	97649381	151283	99.84531	0.15468504

Item 4: Approval for continuing the Material Related Party Transactions in the nature of acceptance of deposits from the promoter and

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	69394331	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	0	0	0	0	0	0
Public- Institutions	E-Voting	53820668	46676576	86.72611793	46676576	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	46676576	86.72611793	46676576	0	100	0
Public- Non Institutions	E-Voting	50270828	6017813	11.97078552	6017344	469	99.992206	0.00779353
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	50270828	6017813	11.97078552	6017344	469	99.992206	0.00779353
Total		173485827	52694389	30.37388697	52693920	469	99.99911	0.00089004

Item 5: Approval for continuing the Material Related Party Transactions in the nature of permitted foreign exchange transactions

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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
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Promoter and Promoter Group	E-Voting	69394331	0	0	0	0	0	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	0	0	0	0	0	0
Public-Institutions	E-Voting	53820668	46676576	86.72611793	46676576	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	46676576	86.72611793	46676576	0	100	0
Public- Non Institutions	E-Voting	50270828	6017773	11.97070595	6017207	566	99.990595	0.00940547
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	50270828	6017773	11.97070595	6017207	566	99.990595	0.00940547
Total		173485827	52694349	30.37386391	52693783	566	99.99893	0.00107412

Item 6: Appointment of Mr. Deepak Maheshwari, (DIN:08163253) as Non-Executive Independent Director of the Bank

Resolution required: (Ordinary/ Special)

Special

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	69394331	45106315	64.99999978	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	69394331	45106315	64.99999978	45106315	0	100	0
Public-Institutions	E-Voting	53820668	46676576	86.72611793	46676576	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	53820668	46676576	86.72611793	46676576	0	100	0
Public- Non Institutions	E-Voting	50270828	6017813	11.97078552	6017196	617	99.989747	0.01025289
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	50270828	6017813	11.97078552	6017196	617	99.989747	0.01025289
Total		173485827	97800704	56.37388696	97800087	617	99.99937	0.00063087

** FIH Mauritius Investments Ltd., Promoters of the Bank, have voted on all items except Item nos. 4 and 5, to the total extent of their shareholding in the Bank. However, pursuant to Section 12(2) of the Banking Regulation Act, 1949 and a Gazette Notification no. DBR.PSBD. No. 1084/16.13.100/2016-17 dated July 21, 2016, voting rights of FIHM are currently capped at 26% of the total voting rights of the Bank at present, even though they hold 40% of the paid-up capital of the Bank. Hence, only 26% of their voting is taken into consideration.

* 4395958 equity shares held by CSB ESOS Trust, Non Promoter-Non Public shareholder, does not feature in this result, as they do not have voting rights in terms of Regulation 3 (5) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.