

SEC/347/2022

September 27, 2022

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,

Proceedings of the 101st Annual General Meeting of the CSB Bank Limited and e-voting results.

Pursuant to Regulations 30 and 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and in continuation of our letter nos. SEC/311/2022 dated September 01, 2022 and SEC/316/2022 dated September 04, 2022, we would like to inform you that the 101st Annual General Meeting (“**AGM**”) of Members of the CSB Bank Limited (the “**Bank**”) was held on September 27, 2022, at 11:00 a.m. through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”), in accordance with the circulars issued by the Ministry of Corporate Affairs (“**MCA**”) and Securities and Exchange Board of India (“**SEBI**”) and further to inform you that all the business as mentioned in the Notice of the AGM dated September 03, 2022 were passed with requisite majority.

Accordingly, we hereby submit the following:

1. Proceedings of the 101st AGM as required under Regulation 30 read with Part A of Schedule III of SEBI Regulations, 2015 as **Annexure – I.**
2. Chairman’s speech as read out during the AGM as **Annexure II.**
3. Voting results as required under Regulation 44 of the SEBI Regulations, 2015 as **Annexure – III.**
4. Report of the Scrutinizer dated September 27, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration), Rules 2014 as **Annexure – IV.**

The Bank facilitated live webcast of proceedings of the meeting. The archive of webcast is made available on the website of the Bank at <https://csb.co.in/investor-relations> → **General Meeting.**

This intimation is also made available on the website of the Bank at www.csb.co.in.

Kindly take the same on records.

Thanking You.

Yours faithfully,

Sijo Varghese
Company Secretary

Annexure- I

SUMMARY OF PROCEEDINGS OF THE 101st ANNUAL GENERAL MEETING OF THE MEMBERS OF THE CSB BANK LIMITED, HELD ON TUESDAY, SEPTEMBER 27, 2022 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)

Day and Date of the Meeting	:	Tuesday, September 27, 2022
Time of commencement of the Meeting	:	11:00 A.M.
Time of conclusion of the Meeting	:	12:03 P.M.
Chairman	:	Mr. Pralay Mondal
Number of Shareholders attended the meeting	:	63

ATTENDEES		LOCATION OF JOINING
DIRECTORS		
1.	Mr. Pralay Modal , Managing Director & CEO acted as Chairman of this Annual General Meeting in terms of Article 98(b) of the Articles of Association of the Bank.	Bank’s office at Andheri, Mumbai
2.	Mr. Madhavan Menon, Non –executive Director Chairman of the Stakeholders’ Relationship Committee of the Board	Bank’s office at Andheri, Mumbai
3.	Mr. Sumit Maheshwari, Non –executive Director	Bank’s office at Andheri, Mumbai
4.	Ms. Bhama Krishnamurthy, Independent Director, Chairperson of the Nomination & Remuneration Committee	Bank’s office at Andheri, Mumbai
5.	Ms. Sharmila Abhay Karve, Independent Director, Chairperson of Audit Committee of the Board	Residence in Pune
6.	Mr. Sudhin Choksey, Independent Director	Residence in Ahmedabad
7.	Mr. Sunil Srivastav , Independent Director	Bank’s office at Andheri, Mumbai
8.	Mr. Sharad Kumar Saxena , Independent Director	Bank’s office at Andheri, Mumbai
KMP’S/SENIOR MANAGERIAL PERSONS		
1.	Mr. B K Divakara, Chief Financial Officer	Registered Office - Thrissur
2.	Mr. Sijo Varghese, Company Secretary	Registered Office – Thrissur
OTHER REPRESENTATIVES		
1.	Mr. Vaibhav Shah , Senior Partner, B.S.R. & Co. LLP, Chartered Accountants, Mumbai, Statutory Auditors	Mumbai
2.	Mr. Ankur Kotriwal, Senior Partner, B.S.R. & Co. LLP, Chartered Accountants, Mumbai, Statutory Auditors	Mumbai

3.	Mr. Abhay V Kamat Shah , Partner, Mukund M. Chitale & Co, Chartered Accountants, Mumbai, Statutory Auditors	Mumbai
4.	Mr. P.D Vincent, Managing Partner, SVJS & Associates, Company Secretaries, Kochi, Secretarial Auditors	Kochi

Pursuant to Article 98(b) of the Articles of Association of the Bank, if there is no Chairman, the Managing Director shall be entitled to act as the Chairman of such meeting. Accordingly, Mr. Pralay Mondal, Managing Director & CEO chaired the Meeting.

The Chairman informed that the 101st Annual General Meeting of the CSB Bank Limited (the “**Bank**”) is being held through Video Conferencing (“**VC**”) and other audio visual means (“**OAVM**”) without the physical presence of the Members at a common venue to transact the business as set out in the notice of the meeting in accordance with the with the provisions of the Companies Act, 2013, read with applicable circulars issued by the Ministry of Corporate Affairs (“**MCA**”) and Securities and Exchange Board of India (“**SEBI**”). Chairman also informed that the Bank has taken the requisite steps to enable members to participate and vote on the items being considered at this AGM in terms of above said circulars and along with other provisions of the Companies Act, 2013 and the Rules made thereunder. Chairman informed that all the directors of the Bank attended the meeting and further requested his colleagues to introduce themselves.

As the requisite quorum being present in terms of the circulars issued by MCA and Section 103 of the Companies Act, 2013, the Chairman called the meeting to order. The Chairman then welcomed all shareholders, auditors and other invitees joining over VC.

The Company Secretary then provided general instruction to shareholders regarding participation of Shareholders at the meeting. He also informed that the Register of Directors and Key Managerial Personnel, the Register of contracts with related party and contracts and Bodies, etc., in which directors are interested, Certificate from Secretarial Auditors of the Bank certifying that the CSB Employees Stock Option Scheme 2019 are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, Statutory Auditors Report and Secretarial Audit Report have been made available electronically for inspection by the members during the AGM. It was also informed that as the AGM was held through video conference, the facility for appointment of proxies by the members is not allowed and hence there is no proxy register for inspection at the meeting.

Thereafter, Mr. Pralay Mondal, Managing Director & CEO delivered Chairman’s speech.

The Chairman informed that, with the consent of the shareholders the Notice dated September 03, 2022 convening the meeting, was taken as read.

The Company Secretary, informed that the Joint Statutory Auditors B.S.R & Co. LLP, Mumbai, Mukund M. Chitale & Co, Mumbai and the Secretarial Auditors, SVJS & Associates, Kochi, have expressed unqualified opinion in their respective audit reports for the financial year ended March 31, 2022 and there were no qualifications, observations or adverse comments on financial statements and matters, which have any material bearing on the functioning of the Bank.

Chairman informed that the Bank had provided members, the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands.

Thereafter, the Chairman took up the Agenda items mentioned in the Notice of the AGM in seriatim.

The following items of business, as per the Notice of AGM dated September 03, 2022, were transacted at the meeting. With respect to item No. 5 in which the Chairman was deemed to be interested, was transacted by Ms. Bhama Krishnamurthy, the senior-most Independent Director of the Bank. Shareholders were provided the facility to ask questions or express their views through VC/OAVM on the aforesaid resolutions. Clarifications were provided to the queries raised by the members. The resolutions were passed with the requisite majority and the details of which are given under:

Sl. No.	Description	Type of Resolution
ORDINARY BUSINESS		
1.	Adoption of Audited Financial Statements	Ordinary Resolution
2.	Re-appointment of Retiring Director Mr. Sumit Maheshwari (DIN: 06920646)	Ordinary Resolution
3.	Fixation of remuneration of the Joint Statutory Auditors	Ordinary Resolution
SPECIAL BUSINESS		
4.	Approve the appointment of Ms. Bhama Krishnamurthy (DIN: 02196839) as the Part Time Chairperson of the Bank and the terms of appointment	Ordinary Resolution
5.	Approve the appointment of Mr. Pralay Mondal (DIN: 00117994), Deputy Managing Director as Interim Managing Director & CEO of the Bank for the period from April 1, 2022 till September 30, 2022 or till the appointment of a regular Managing Director & CEO in the Bank, whichever is earlier	Ordinary Resolution

While explaining the voting procedure, the Chairman informed that the Bank had appointed Mr. P. D. Vincent, Practicing Company Secretary, Managing Partner, SVJS & Associates, Company Secretaries, Kochi as the scrutinizer to supervise the e-voting process. Further, the results of the voting shall be declared and placed on the website of the Bank within the prescribed time and in the manner as prescribed in the notice.

On behalf of the Board of Directors, the Chairman thanked all the shareholders for attending the Meeting and for the kind co-operation and assistance extended for the smooth conduct of the Meeting. Chairman further took on record that the prescribed number of members required for constituting a quorum, was present throughout the meeting.

Thanking You.

Yours faithfully,

Sijo Varghese
Company Secretary



101ST ANNUAL GENERAL MEETING

ADDRESS BY

SHRI.PRALAY MONDAL

Tuesday | September 27, 2022

Address by Shri. Pralay Mondal, at the 101st Annual General Meeting of the shareholders of CSB Bank Ltd. at 11.00 a.m. on Tuesday, September 27, 2022, through video conferencing

Dear Shareholders,

On behalf of the Board of Directors of the Bank, I take immense pleasure in welcoming you all to the **101st** Annual General Meeting of CSB Bank Limited.

I am privileged to address you for the first time at the AGM of your beloved institution that has traversed through many a different situation over the past hundred plus years to emerge as the number one bank in the small bank category as per the surveys and analysis conducted by various leading journals/organizations in FY 2022. Now we aim to scale the Bank to the mid-size category in the medium term and to emerge as a significant player in the industry thereafter.

The Annual Report for the financial year 2021- 2022 is already with you where our strategic pursuits and achievements during the year have been detailed. In the report, we have also given details on our ESG initiatives. This is an outcome of our unwavering commitment to Governance along with prudent risk management practices. As in the previous years, your Bank focused on Corporate Governance principles, maintained transparency in disclosures and zero level of non-compliance, for which adequate internal systems and controls, processes and procedures were laid down and implemented. This resulted compliance at all levels of Governance.

At CSB Bank, we had an excellent year during which the Bank advanced on all key operational and financial parameters. This is indeed praiseworthy as the banking sector across the world has been going through external challenges since the outbreak of the pandemic. Our performance during the year has been against a challenging environment both within the country and globally.

Before I deliberate on the Bank's performance, I would like to touch upon the economic and banking environment, in which your Bank performed during the year 2021-22.

Indian economy has shown resilience in the face of multiple challenges posed by shocks such as the Global Financial Crisis, the COVID-19 pandemic and Russia – Ukraine conflict. India witnessed several policy measures, reforms and budgetary priorities, which created a conducive atmosphere for rapid growth. Industry has passed through a redefining phase and adapted to the new normal. "*Digital technology*" has emerged as the key driver. Overall growth is coming back to the banking system as well. We have started encashing the available opportunities whether it is Retail, SME, Mid-Market or Emerging Enterprises. We continued with our geographic expansion mode with the opening of around 100 more branches in FY 22.

Let me summarise the major highlights of fiscal 2022:

It has been a spectacular year for the bank as far as earnings is concerned and now we are continuously making profits for three consecutive years. Net profit in last FY more than doubled to Rs 459 Crs. Bank continued with the accelerated provisioning policy during FY 22. The Covid related provisioning continues as a buffer despite easing of the situation. As on 31.03.2022, your bank is holding additional provisions to the tune of Rs 215 Crs over and above the regulatory prescriptions. Our income increased from Rs 2175 crore in FY21 to Rs 2285 crore in FY22. Interest income during the year was at Rs 2038 crore as against Rs 1872 crore in the previous year. Asset

quality improved as the gross NPA percentage that was at 2.68% as on 31.03.21 improved by 87 bps to 1.81% as on 31.03.22. In absolute value, the gross NPAs amounted to Rs 290 crore, compared with Rs 394 crore a year ago. Net NPAs also fell to below 1% i.e., 0.68% from 1.17 per cent as on 31.03.21.

- Net Interest Income of the bank has crossed Rs 1,000 crore mark for the first time in its history. At Rs 1,153 crore, NII has grown YoY at a robust 23%.
- Non-Interest Income Ex Treasury profits grew from Rs 201 crore to Rs 235 crore or by 17% powered by growth in commission income from Rs 50 crore to Rs 72 crore or by 44%
- Total employees increased from 4,180 to 4,663 with no major impact on Staff Cost
- Other opex has increased from Rs 233 crore to Rs 305 crore YoY or by 31%. Number of branches increased from 512 to 603 contributing to hike in other opex.
- Operating profits grew from Rs 516 crore to Rs 614 crore or by 19% on the back of improved NII and reduced staff cost.
- CD Ratio (Net) of the Bank improved by 291 bps (78.34% from 75.43%).
- CASA Ratio of the Bank improved to 33.66% from 32.19% (up by 1.47%).
- Provision Coverage Ratio of the Bank stood at 89.7%. If we reckon the Covid related provisioning for the computation of PCR, it will be almost 100%
- Yield on advances improved from 10.97% to 11.21%.
- Cost of deposits reduced from 5.07% to 4.31% or by 76 bps
- NIM improved from 4.81% to 5.27% YoY or by 46 bps.
- RoA has increased from 0.99% to 1.91% YoY and RoE from 21.2% to 12.5%.
- Book Value per share increased from Rs 117 to Rs 144 or by 23% and EPS from Rs 12.6 to Rs 26.4 or by 110%.
- CRAR ratio of the Bank is 25.90% against the regulatory requirement of 11.50%.
- Cost to Income Ratio improved to 56.2% in FY 22 from 58.6% in FY 21.

Coming to topline, total deposits of the bank grew by 5.5% on year-on-year basis while the advances grew by 9.5% to touch a level of Rs 15,815 Crores.

Bank has done well under all critical business and profitability parameters. While consolidating our performance we have strengthened our balance sheet on the backing of adequate provisions for known and unknown losses.

Stepping into FY23, I am delighted to inform you that we continue to exhibit our resilience and deliver performance. The FY23 Q1 results are a testimony to it. Our capital adequacy ratio is one of the best in the industry at 25.46%. Net NPA is at a historical low of 0.60%. The liquidity position is very comfortable; LCR is much above the RBI stipulation and stood at 147%. Earning is consistently growing and the profitability track record is maintained. Our primary objective of building the balance sheet for the future continues.

On the CSR front, the Bank had spent Rs. 84 lac towards CSR activities as per the mandatory guidelines and the funds were spent on core areas, viz. promoting healthcare including preventive healthcare, COVID vaccination programme, disaster management, setting up of homes for poor and promoting education.

We at CSB are embarking on a journey of Sustain - Build – Scale 2030 i.e., SBS 2030. Your Bank aims to **Sustain** its strong foundation and critical strengths, **Build** the future highway through

investments in technology, digital infrastructure, partnerships, leadership, products, processes etc and **Scale** your Bank to the next level of Growth and Excellence with necessary guardrails in place. We will achieve this by implementing best-in-class technology, leveraging loyal partnerships, offering all products and services across our business and instilling customer-centric mindset among our employees to consistently meet customer expectations. Customer acquisition will be one of our key focus to scale the bank.

The key enablers for SBS 2030 will be:

- Good Governance Structure
- Clear Executable Strategy
- Board Support and Guidance
- Growth Oriented Policy
- Building Infrastructure – Physical, Hybrid or Digital
- Robust and Efficient Customer Centric Process
- Leadership with experience to build and scale franchise with long term vision and commitment
- Innovation – Agile / Digital

The key objectives of the bank in the coming year(s) will be:

- Focus on Customer Acquisition
- Growth in granular liability franchise with ever improving CASA Ratio
- Focus on strong operating performance with consistency
- Initial investments with defined payback period
- Well capitalized bank with adequate liquidity buffer to manage Economic & Credit Cycles
- Prudent treasury investment strategy viz. a viz. wholesale funded book growth with the right balance of Risk Vs. Return
- Well diversified retail book to manage cycles
- Relentless focus on Fee business & Non Interest Income earnings
- Enhance coverage, Create segmentation and Whitelist opportunities in Wholesale Business
- Focus on Asset quality, Risk management and strong Collection framework

Our ongoing endeavour has been to generate value and honour the commitments made to the shareholders. The last 3 years witnessed remarkable improvement, transformation and turnaround of the bank lead by the successful execution of strategies into meaningful results. Thank you for your continued support and patronage.

I take this opportunity to express my sincere thanks to our valued shareholders and customers for the faith bestowed on us and the unstinted support extended throughout the journey. Without your support and confidence, the institution could not have survived over a century in existence.

Personally, as well as on behalf of the Board of Directors, I thank my predecessor, Mr C.VR. Rajendran who led the Bank during the critical years of transformation. We are indebted to him for the remarkable turnaround and for putting the Bank on a strong foot.

I wish to make a special mention on the invaluable contribution of Mr Madhavan Aravamuthan for his guidance and support as Part-Time Chairman of the Bank during his tenure till June 28, 2022.

I wish to mention my gratitude to the regulators, Reserve Bank of India, SEBI, stock exchanges, Central Government and State Governments for their guidance and support. I thank our senior management team for their execution capabilities and all the staff members for their committed hard work and determination, which helped us unlock this proud and satisfying period for the Bank. While expressing my gratitude and respect for every employee who risked their health and served the Bank during this pandemic, I would also like to extend my heartfelt condolences to the families of those staff members, who lost their lives due to the COVID-19 pandemic.

The vision for the Bank is to create a Strong and Scalable Retail & SME franchise. While we continue to grow gold loan business, we are in process of setting up retail asset franchise with all the products, systems and processes in place. As we expand our presence in deeper geography, we will enhance our offering on Agri products to cater to the need of Rural customers. In parallel we are building a strong CASA franchise through quality customer acquisition. NRI business which contributes to around 23% of liability franchise is being further strengthened to enhance the franchise value. We will build stronger risk management culture, credit underwriting processes and controls and use score cards, credit bureaus, various technology enablements with separate credit and risk verticals for appropriate risk governance structure. We are building up knowledge based team in the bank to translate the Bank's vision for next level of growth.

SBS-2030 encompasses the expansion of our branch networks across the India, driving growth through existing and new verticals, enhancing business per branch and leveraging fixed costs through digitization and technology. We strive to deliver transformed experience to our customers and build a culture of design thinking and seamless execution embedded in our organization.

On the liability side, our focus is to build a granular retail book through seamless customer acquisition and onboarding process with a consistent user experience. We will define segments, geographies and provide products, digital transformation, all channels of delivery, STP and all such other enablers to the customer.

Our focus will be on executing our plans, monitoring them and ensuring we deliver to your expectation with focus on building a long term customer franchise by leveraging full service banking license of CSB Bank.

Thank You for your continued support and patronage.

Thank You

Place: Mumbai

(Pralay Mondal)

Date: September 27, 2022

Promoter and Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public-Institutions	E-Voting	26152142	15933987	60.92803794	15933987	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	26152142	15933987	60.92803794	15933987	0	100	0
Public- Non Institutions	E-Voting	61070709	12284577	20.11533385	12284357	220	99.998209	0.00179086
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	61070709	12284577	20.11533385	12284357	220	99.99821	0.0017909
Total	173485827	73324879	42.26563072	73324659	220	99.9997	0.00030003	

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?

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
	E-Voting	86262976	45106315	52.28931007	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA

Promoter and Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public-Institutions	E-Voting	26152142	15963536	61.04102677	15963536	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	26152142	15963536	61.04102677	15963536	0	100	0
Public- Non Institutions	E-Voting	61070709	12284577	20.11533385	12283958	619	99.994961	0.00503884
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	61070709	12284577	20.11533385	12283958	619	99.99496	0.0050388
Total	173485827	73354428	42.28266324	73353809	619	99.99916	0.00084385	

Item 3: Fixation of remuneration of the Joint Statutory Auditors

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
	E-Voting	86262976	45106315	52.28931007	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA

Promoter and Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public-Institutions	E-Voting	26152142	15963536	61.04102677	15963536	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	26152142	15963536	61.04102677	15963536	0	100	0
Public- Non Institutions	E-Voting	61070709	12284577	20.11533385	12284239	338	99.997249	0.00275142
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	61070709	12284577	20.11533385	12284239	338	99.99725	0.0027514
Total	173485827	73354428	42.28266324	73354090	338	99.99954	0.00046078	

Item 4: Appointment of Ms. Bhama Krishnamurthy (DIN: 02196839) as the Part- Time Chairperson of the Bank and the terms of appointment

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
	E-Voting	86262976	45106315	52.28931007	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA

Promoter and Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public- Institutions	E-Voting	26152142	15963536	61.04102677	15963536	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	26152142	15963536	61.04102677	15963536	0	100	0
Public- Non Institutions	E-Voting	61070709	12284577	20.11533385	12283986	591	99.995189	0.00481091
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	61070709	12284577	20.11533385	12283986	591	99.99519	0.0048109
Total	173485827	73354428	42.28266324	73353837	591	99.99919	0.00080568	

Item 5: Appointment of Mr. Pralay Mondal (DIN: 00117994), Deputy Managing Director as Interim Managing Director & CEO of the Bank for the period from April 1, 2022 till September 30, 2022 or till the appointment of a regular Managing Director & CEO in the Bank, whichever is earlier

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	86262976	45106315	52.28931007	45106315	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public-Institutions	E-Voting	26152142	15963536	61.04102677	15963536	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	26152142	15963536	61.04102677	15963536	0	100	0
Public- Non Institutions	E-Voting	61070709	12284577	20.11533385	12283872	705	99.994261	0.00573890
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	61070709	12284577	20.11533385	12283872	705	99.99426	0.0057389
Total		173485827	73354428	42.28266324	73353723	705	99.99904	0.00096109

** FIH Mauritius Investments Ltd., Promoters of the Bank, have voted 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 49.72% of the paid up capital of the Bank. Hence, only 26% of their voting is taken into consideration.

* 50,00,000 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.

65 / 2364A

Ponoth Road, Kaloor
Kochi, Ernakulam - 682 017

www.svjs.in

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27.09.2022

To,

The 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 101st Annual General Meeting of the shareholders of the Company held on Tuesday, the 27th day of September, 2022 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has appointed Central Depository Services (India) Limited, 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 Friday, the 23rd day of September, 2022 at 9.00 A.M to Monday, the 26th day of September, 2022 at 5.00 P.M. 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 Tuesday, the 27th day of September, 2022.

The following is the summary of e-voting result:

Resolut ion 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, 2022 along with reports of the Board of Directors and the Auditors thereon	73,324,879	73,324,659	100%	42.27%	220	0%
2.	Re-appointment of Retiring Director Mr. Sumit Maheshwari (DIN: 06920646)	73,354,428	73,353,809	100%	42.28%	619	0%
3.	Fixation of remuneration of the Joint Statutory Auditors	73,354,428	73,354,090	100%	42.28%	338	0%
SPECIAL BUSINESS (Ordinary Resolution)							
4.	Approve the appointment of Ms. Bhama Krishnamurthy (DIN: 02196839) as the Part-Time Chairperson of the Bank and the terms of appointment	73,354,428	73,353,837	100%	42.28%	591	0%

5.	Approve the appointment of Mr. Pralay Mondal (DIN: 00117994), Deputy Managing Director as Interim Managing Director & CEO of the Bank for the period from April 1, 2022 till September 30, 2022 or till the appointment of a regular Managing Director & CEO in the Bank, whichever is earlier	73,354,428	73,353,723	100%	42.28%	705	0%
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All resolutions stand passed under E-voting as Ordinary resolutions with requisite majority as specified under the Companies Act, 2013.

* FIH Mauritius Investments Ltd., Promoters of the Bank, have voted 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 49.72% of the paid up capital of the Bank. Hence, only 26% of their voting is taken into consideration.

* 50,00,000 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: F003067D001052711

For SVJS & Associates
Company Secretaries

PARAMBIL
DEVASSY
VINCENT

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PARAMBIL DEVASSY
VINCENT
Date: 2022.09.27
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Vincent P.D.
Managing Partner
M.No.3067, CoP No.7940

PRALAY
MONDAL

Digitally signed by PRALAY MONDAL
DIN: 00117994
pralaymondal@svjs.com
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