

SEC/272/2023

August 8, 2023

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 102nd 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 Regulations”), and in continuation of letter no. SEC/271/2023 dated August 8, 2023, 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 Central Depositories Services (India) Limited (CDSL) www.evotingindia.com

Kindly take the same on records.

Thanking You.

Yours faithfully,

Sijo Varghese
Company Secretary

08.08.2023

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 102nd Annual General Meeting of the shareholders of the Company held on Tuesday, the 08th day of August, 2023 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 04th day of August, 2023 at 9.00 A.M to Monday, the 07th day of August, 2023 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 08th day of August, 2023.

The following is the summary of e-voting result:

			ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
Resolut ion No.	Subject Matter of Resolution	Total No. of shares through E-voting*	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, 2023 along with reports of the Board	76,125,281	76,124,566	100%	43.88%	715	0%

	of Directors and the Auditors thereon						
2.	Re-appointment of Retiring Director Mr. Madhavan Menon (DIN: 00008542)	76,179,426	76,086,744	99.88%	43.86%	92,682	0.12%
3.	Appointment of Joint Statutory Auditors and fixation of their remuneration	76,179,431	76,178,484	100%	43.91%	947	0%
SPECIAL BUSINESS (Special Resolution)							
4.	Re-appointment of Mr. Sudhin Bhagwandas Choksey (DIN: 00036085) as Non-Executive Independent Director of the Bank	76,179,406	76,178,423	100%	43.91%	983	0%
5.	Appointment of Mr. Biswamohan Mahapatra (DIN: 06990345) as Non-Executive Independent Director of the Bank	76,179,406	76,178,423	100%	43.91%	983	0%

All resolutions stand passed under E-voting as Ordinary resolutions and Special 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: F003067E000760098
For SVJS & Associates
Company Secretaries

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PARAMBIL
DEVASSY DEVASSY VINCENT
VINCENT Date: 2023.08.08
14:53:25 +05'30'

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

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	32178133	24832818	77.1729609	24832818	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	32178133	24832818	77.1729609	24832818	0	100	0
Public- Non Institutions	E-Voting	55044718	6186148	11.23840438	6185433	715	99.988442	0.01155808
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	55044718	6186148	11.23840438	6185433	715	99.98844	0.0115581
Total		173485827	76125281	43.87982714	76124566	715	99.99906	0.00093924

Item 2: Re-appointment of Retiring Director Mr. Madhavan Menon (DIN: 00008542)

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	32178133	24886948	77.34118073	24795191	91757	99.631305	0.36869527
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	32178133	24886948	77.34118073	24795191	91757	99.6313	0.36869527
Public- Non Institutions	E-Voting	55044718	6186163	11.23843163	6185238	925	99.985047	0.01495273
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	55044718	6186163	11.23843163	6185238	925	99.98505	0.0149527
Total		173485827	76179426	43.91103718	76086744	92682	99.87834	0.12166277

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
	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	32178133	24886948	77.34118073	24886948	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	32178133	24886948	77.34118073	24886948	0	100	0
Public- Non Institutions	E-Voting	55044718	6186168	11.23844072	6185221	947	99.984692	0.01530835
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	55044718	6186168	11.23844072	6185221	947	99.98469	0.0153083
Total	173485827	76179431	43.91104006	76178484	947	99.99876	0.00124312	

Item 4: Re-appointment of Mr. Sudhin Bhagwandas Choksey (DIN: 00036085) 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
	E-Voting	86262976	45106315	52.28931007	45106315	0	100	0

Promoter and Promoter Group	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	32178133	24886948	77.34118073	24886948	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	32178133	24886948	77.34118073	24886948	0	100	0
Public- Non Institutions	E-Voting	55044718	6186143	11.2383953	6185160	983	99.98411	0.01589035
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	55044718	6186143	11.2383953	6185160	983	99.98411	0.0158904
Total		173485827	76179406	43.91102565	76178423	983	99.99871	0.00129037

Item 5: Appointment of Mr. Biswamohan Mahapatra (DIN: 06990345) 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	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	32178133	24886948	77.34118073	24886948	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	32178133	24886948	77.34118073	24886948	0	100	0
Public- Non Institutions	E-Voting	55044718	6186143	11.2383953	6185160	983	99.98411	0.01589035
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	55044718	6186143	11.2383953	6185160	983	99.98411	0.0158904
Total		173485827	76179406	43.91102565	76178423	983	99.99871	0.00129037

** 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.