

SEC/348/2022

September 28, 2022

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

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

Dear Sir/Madam,

**Voting Results of 101<sup>st</sup> Annual General Meeting (“AGM”) of the 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/347/2022 dated September 27, 2022, 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 scrutinizer’s report are also made available on the website of the Bank at [www.csb.co.in](http://www.csb.co.in) and on the website of Central Depositories Services (India) Limited (CDSL) [www.evotingindia.com](http://www.evotingindia.com)

Kindly take the same on records.

Thanking You.

Yours faithfully,

**Sijo Varghese**  
**Company Secretary**

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 101<sup>st</sup> Annual General Meeting of the shareholders of the Company held on Tuesday, the 27<sup>th</sup> 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 23<sup>rd</sup> day of September, 2022 at 9.00 A.M to Monday, the 26<sup>th</sup> 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 27<sup>th</sup> 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
<b>ORDINARY BUSINESS</b>							
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%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
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%
----	--	------------	------------	------	--------	-----	----

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

Digitally signed by  
PARAMBIL DEVASSY  
VINCENT  
Date: 2022.09.27  
18:01:08 +05'30'

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

PRALAY  
MONDAL

Digitally signed by PRALAY MONDAL  
DIN: 00117994  
pralaymondal@svjs.com  
2.5.4.20=7A12870F90A072814618  
B1688422C2018A3C20E1209803  
3228157CA0, postalCode=400052,  
cn=PARAMBIL DEVASSY  
serialNumber=2976c7384d53c046  
bae161c480222ac07967cc0a47e  
c0933d21a18, cn=PRALAY MONDAL  
Date: 2022.09.27 18:12:45 +05'30'



Promoter and Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	<b>Total</b>	<b>86262976</b>	<b>45106315</b>	<b>52.28931007</b>	<b>45106315</b>	<b>0</b>	<b>100</b>	<b>0</b>
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
	<b>Total</b>	<b>26152142</b>	<b>15933987</b>	<b>60.92803794</b>	<b>15933987</b>	<b>0</b>	<b>100</b>	<b>0</b>
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
	<b>Total</b>	<b>61070709</b>	<b>12284577</b>	<b>20.11533385</b>	<b>12284357</b>	<b>220</b>	<b>99.99821</b>	<b>0.0017909</b>
<b>Total</b>	<b>173485827</b>	<b>73324879</b>	<b>42.26563072</b>	<b>73324659</b>	<b>220</b>	<b>99.9997</b>	<b>0.00030003</b>	

**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
	<b>Total</b>	<b>86262976</b>	<b>45106315</b>	<b>52.28931007</b>	<b>45106315</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	<b>26152142</b>	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
	<b>Total</b>	<b>26152142</b>	<b>15963536</b>	<b>61.04102677</b>	<b>15963536</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	<b>61070709</b>	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
	<b>Total</b>	<b>61070709</b>	<b>12284577</b>	<b>20.11533385</b>	<b>12283958</b>	<b>619</b>	<b>99.99496</b>	<b>0.0050388</b>
<b>Total</b>	<b>173485827</b>	<b>73354428</b>	<b>42.28266324</b>	<b>73353809</b>	<b>619</b>	<b>99.99916</b>	<b>0.00084385</b>	

### 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
	<b>Total</b>	<b>86262976</b>	<b>45106315</b>	<b>52.28931007</b>	<b>45106315</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	<b>26152142</b>	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
	<b>Total</b>	<b>26152142</b>	<b>15963536</b>	<b>61.04102677</b>	<b>15963536</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	<b>61070709</b>	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
	<b>Total</b>	<b>61070709</b>	<b>12284577</b>	<b>20.11533385</b>	<b>12284239</b>	<b>338</b>	<b>99.99725</b>	<b>0.0027514</b>
<b>Total</b>	<b>173485827</b>	<b>73354428</b>	<b>42.28266324</b>	<b>73354090</b>	<b>338</b>	<b>99.99954</b>	<b>0.00046078</b>	

**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
	<b>Total</b>	<b>86262976</b>	<b>45106315</b>	<b>52.28931007</b>	<b>45106315</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Institutions	E-Voting	<b>26152142</b>	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
	<b>Total</b>	<b>26152142</b>	<b>15963536</b>	<b>61.04102677</b>	<b>15963536</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public- Non Institutions	E-Voting	<b>61070709</b>	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
	<b>Total</b>	<b>61070709</b>	<b>12284577</b>	<b>20.11533385</b>	<b>12283986</b>	<b>591</b>	<b>99.99519</b>	<b>0.0048109</b>
<b>Total</b>	<b>173485827</b>	<b>73354428</b>	<b>42.28266324</b>	<b>73353837</b>	<b>591</b>	<b>99.99919</b>	<b>0.00080568</b>	

**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
	<b>Total</b>	<b>86262976</b>	<b>45106315</b>	<b>52.28931007</b>	<b>45106315</b>	<b>0</b>	<b>100</b>	<b>0</b>
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
	<b>Total</b>	<b>26152142</b>	<b>15963536</b>	<b>61.04102677</b>	<b>15963536</b>	<b>0</b>	<b>100</b>	<b>0</b>
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
	<b>Total</b>	<b>61070709</b>	<b>12284577</b>	<b>20.11533385</b>	<b>12283872</b>	<b>705</b>	<b>99.99426</b>	<b>0.0057389</b>
<b>Total</b>		<b>173485827</b>	<b>73354428</b>	<b>42.28266324</b>	<b>73353723</b>	<b>705</b>	<b>99.99904</b>	<b>0.00096109</b>

\*\* 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.