

26.08.2025

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 104<sup>th</sup> Annual General Meeting of the shareholders of the Company held on Tuesday, the 26<sup>th</sup> day of August, 2025 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has appointed Central Depository Services (India) Limited (CDSL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. MUFG Intime India Private Limited., 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 22<sup>nd</sup> day of August, 2025 at 9.00 A.M to Monday, the 25<sup>th</sup> day of August, 2025 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 26<sup>th</sup> day of August, 2025.

**The following is the summary of e-voting result:**

Res olut 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 throug h E- voting	% of Paid-Up Capital	No. of Votes through E-voting	% of votes against on votes throug h E- voting
<b>ORDINARY BUSINESS</b>							
1	To receive, consider and adopt the Bank's Audited Financial Statements for the financial year ended March 31, 2025, including the Audited Balance Sheet and Profit and Loss Account as at that date together with the Reports of the Board of Directors and the Auditors thereon.	94,729,351	94,729,201	100%	54.60%	150	0.00
2	Re-appointment of Retiring Director, Mr. Madhavan Menon (DIN: 00008542)	94,753,672	92,685,170	97.82%	53.43%	2,068,502	2.18%
3	Fixation of remuneration of the Joint Statutory Auditors.	94,753,672	94,752,332	100%	54.62%	1,340	0.00%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
4	Appointment of BNP & Associates, Company Secretaries, Mumbai as Secretarial Auditors of the Bank and fixation of their remuneration.	94,753,672	94,409,825	99.64%	54.42%	343,847	0.36%
5	Appointment of Mr. Biswamohan Mahapatra (DIN: 06990345), Non-Executive Independent	94,753,672	92,241,575	97.35%	53.17%	2,512,097	2.65%

	Director as Non-Executive (Part-time) Chairman of the Bank and fixation of his remuneration.						
<b>SPECIAL BUSINESS (Special Resolution)</b>							
6	Approval for payment of remuneration to Mr. Biswamohan Mahapatra (DIN: 06990345), Non-Executive (Part-time) Chairman of the Bank for the Financial Year 2025-26 which would be in excess of fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Bank for said Financial Year.	94,753,672	93,854,305	99.05%	54.10%	899,367	0.95%
<b>SPECIAL BUSINESS (Ordinary Resolution)</b>							
7	Re-appointment of Mr. Pralay Mondal (DIN: 00117994) as the Managing Director & CEO of the Bank for a period of three years with effect from September 15, 2025 to September 14, 2028.	94,753,672	92,802,899	97.94%	53.49%	1,950,773	2.06%
8	Approval for continuing the Material Related Party Transactions with FIH Mauritius Investments Ltd, the promoter of the Bank.	49,647,357	49,646,201	100%	28.62%	1,156	0.00%
9	Approval for continuing the Material Related Party Transactions with FIH Private Investments Ltd, a wholly owned subsidiary company of FIH Mauritius Investments Ltd, the promoter of the Bank	49,647,357	49,647,154	100%	28.62%	203	0.00

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 on all items except Item nos. 8 and 9, 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, read with Reserve Bank of India Guidelines on Acquisition and Holding of Shares or Voting Rights in Banking Companies, dated January 16, 2023, 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.

\* 4154683 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. 6215/2024**  
**UDIN: F003067G001085082**

**For SVJS & Associates  
Company Secretaries**

PARAMBIL  
DEVASSY  
VINCENT  
VINCENT

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

**For CSB Bank Limited**

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**Biswamohan Mahapatra**  
**Non-Executive Independent Chairperson**