

SEC/88/2024

March 7, 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,

Result of the Postal Ballot by Remote e-Voting process

This is in continuation to our letter no. SEC/44/2024 dated February 5, 2024 and pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**SEBI Listing Regulations**") we wish to inform you that all the items of Businesses as set out in the Postal Ballot Notice dated February 2, 2024, have been passed by the members of the Bank through Remote e-Voting with requisite majority on March 6, 2024, being the last date of the Remote e-Voting.

In this connection, please find enclosed the following:

Sl. No	Particulars	
1	Items of Business as set out in the Postal Ballot Notice passed by the members of the Bank through Remote e-Voting	Annexure-I
2	Voting results of the said Postal Ballot through Remote e-Voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015	Annexure-II
3	Scrutinizer's Report dated March 7, 2024 on Remote e-Voting pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014	Annexure-III

The results of Postal Ballot are also being displayed on the notice board of the Bank at its Registered Office, Bank's website at www.csb.co.in and on the e-voting website of National Securities Depository Limited at www.evoting.nsdl.com.

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

This is for your information and records.

Thanking You.

Yours faithfully,

Sijo Varghese
Company Secretary

Annexure I

Item No.	Description of the Resolutions	Type of Resolution (Ordinary/ Special)	Whether the Resolution is passed with requisite majority
1	Appointment of Ms. Renu Kohli, (DIN: 07981627) as Non-Executive Independent Director of the Bank	Special	Yes
2	Revision in the fixed pay of Mr. Pralay Mondal (DIN: 00117994), Managing Director & CEO of the Bank, with effect from April 1, 2023	Ordinary	Yes
3	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	Ordinary	Yes
4	Material Related Party Transactions in the nature of permitted foreign exchange transactions including International cross border transactions with the promoter and promoter group entities	Ordinary	Yes

Voting Results

Date of the AGM/EGM/end of voting for Postal Ballot	06.03.2024
Total number of shareholders on record date	63237
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:	NA
Public:	NA

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

Item 1: Appointment of Ms. Renu Kohli, (DIN: 07981627) 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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA

Promoter and Promoter Group	Postal Ballot (if applicable)	86262976	45106315	52.28931007	45106315	0	100	0
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public-Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36170770	29304976	81.01839137	29304976	0	100	0
	Total	36170770	29304976	81.01839137	29304976	0	100	0
Public- Non Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	51052081	6238813	12.22048715	6236508	2305	99.963054	0.03694613
	Total	51052081	6238813	12.22048715	6236508	2305	99.963054	0.03694613
Total		173485827	80650104	46.48800735	80647799	2305	99.99714	0.00285802

Item 2: Revision in the fixed pay of Mr. Pralay Mondal (DIN: 00117994), Managing Director & CEO of the Bank, with effect from April 1, 2023

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	NA	NA	NA	NA	NA	NA	NA

Promoter and Promoter Group	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	86262976	45106315	52.28931007	45106315	0	100	0
	Total	86262976	45106315	52.28931007	45106315	0	100	0
Public- Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36170770	29304976	81.01839137	29304976	0	100	0
	Total	36170770	29304976	81.01839137	29304976	0	100	0
Public- Non Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	51052081	6238903	12.22066344	6220427	18476	99.703858	0.29614181
	Total	51052081	6238903	12.22066344	6220427	18476	99.703858	0.29614181
Total		173485827	80650194	46.48805922	80631718	18476	99.97709	0.02290881

Item 3: 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

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	86262976	0	0	0	0	0	0
	Total	86262976	0	0	0	0	0	0
Public- Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36170770	29304976	81.01839137	29304976	0	100	0
	Total	36170770	29304976	81.01839137	29304976	0	100	0
Public- Non Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	51052081	6238903	12.22066344	6222499	16404	99.737069	0.26293084
	Total	51052081	6238903	12.22066344	6222499	16404	99.737069	0.26293084
Total		173485827	35543879	20.48805923	35527475	16404	99.95385	0.04615141

Item 4: Material related party transactions in the nature of permitted foreign exchange transactions including International cross border transactions with the promoter and promoter group entities

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	86262976	0	0	0	0	0	0
	Total	86262976	0	0	0	0	0	0
Public- Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	36170770	29304976	81.01839137	29304976	0	100	0
	Total	36170770	29304976	81.01839137	29304976	0	100	0
Public- Non Institutions	E-Voting	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	51052081	6237403	12.21772527	6220501	16902	99.729022	0.27097816
	Total	51052081	6237403	12.21772527	6220501	16902	99.729022	0.27097816
Total		173485827	35542379	20.48719461	35525477	16902	99.95245	0.04755450

** FIH Mauritius Investments Ltd., Promoters of the Bank, have voted on all items except Item nos. 3 and 4 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.

* 4954250 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.



To

The Chairman/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 Postal Ballot by means of electronic voting

I, CS. P.D.Vincent, 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, Kaloar, Kochi– 682 017, Kerala, have been appointed by the Board of Directors of **CSB BANK LIMITED (CIN: L65191KL1920PLC000175)**, CSB Bhavan, Post Box No.502, St. Mary's College Road, Thrissur, Kerala- 680020, as the Scrutinizer for Postal Ballot by means of electronic voting only (“**remote e-voting**”) on the items of Special Business as mentioned below.

The Company has appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility for the Remote Electronic Voting to the shareholders of the Company. Link 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 Tuesday, February 06th, 2024 at 09:00 A.M. IST to Wednesday, March 06th, 2024 at 05:00 P.M. IST.

On completion of the e-voting period, 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 06.03.2024.

The following is the summary of E-voting result:

			ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
Resol ution No.	Subject Matter of Resolution	Total No. of shares through E-voting	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 through E-voting
SPECIAL BUSINESS – SPECIAL RESOLUTION							
1	Appointment of Ms. Renu Kohli, (DIN: 07981627) as Non-Executive Independent Director of the Bank	80650104	80647799	100%	46.49%	2305	0%
SPECIAL BUSINESS – ORDINARY RESOLUTION							
2	Revision in the fixed pay of Mr. Pralay Mondal (DIN: 00117994), Managing Director & CEO of the Bank, with effect from April 1, 2023	80650194	80631718	99.98 %	46.48%	18476	0.02%
3	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	35543879	35527475	99.95 %	20.48%	16404	0.05%
4	Material related party transactions in the nature of permitted foreign exchange transactions including International cross border transactions with the promoter and promoter group entities	35542379	35525477	99.95 %	20.48%	16902	0.05%

All resolutions stand passed under Postal Ballot via Remote E-voting as Special Resolution and Ordinary Resolutions respectively 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. 3 and 4, 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.

* 4954250 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.

UDIN: F003067E003552734

Thank you

Yours faithfully

**For SVJS & Associates
Company Secretaries**

PARAMBIL Chartered Secretary
DEVASSY Chartered Secretary
VINCENT Chartered Secretary

**Vincent P.D.
Managing Partner**

FCS: 3067

CoP: 7940

Kochi

07.03.2024

For CSB Bank Limited



Pralay Mondal
Managing Director & CEO