

GENERAL INFORMATION ABOUT COMPANY

Scrip Code	: 542867
NSE Symbol	: CSBBANK
MSEI Symbol	: NOTLISTED
ISIN	: INE679A01013
Name of the Entity	: CSB Bank Limited
Date of Start of Financial Year	: 01-04-2022
Date of END of Financial Year	: 31-03-2023
Reporting Quarter	: YEARLY
Date of Report	: 31-03-2023
Risk Management Committee	: Applicable
Market capitalisation as per immediate previous Financial Year	: Top 1000 listed entities

Name of the Entity: **CSB BANK LIMITED**
Period Ending: **March 31, 2023**

Annexure I

I. Composition of Board of Directors																					
Sr	Title (Mr / Ms)	Name of the Director	PAN & DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the Director is disqualified (If Yes Start and End date of Disqualification with details)	Current Status (Active/Inactive)	Whether Special Resolution is passed? (Ref. Reg 17 (1A) of Listing Regulations)	Date of passing Special Resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of Director in Months [@]	No. of directorship in listed entities including CSB Bank Limited [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including CSB Bank Limited [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including CSB Bank Limited (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including CSB Bank Limited (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1.	Ms.	Bhama Krishnamurthy	AAPPK0269A	Non-Executive - Independent Director	Chairperson	-	19.12.1954	No	Active	N.A		September 29, 2018	September 29, 2021	NA	54	5	5	ACB - 5	ACB - 1	N.A	N.A
			02196839															SRC - 0	SRC - 0		
2.	Mr.	Pralay Mondal	ADNPM5725C	Executive Director	N.A	CEO -MD	17.10.1965	No	Active	N.A		September 15, 2022 [#]	NA	NA	NA	1	0	ACB - 0	ACB - 0	N.A	N.A
			00117994															SRC - 1	SRC - 0		
3.	Mr.	Madhavan Menon	AAGPM4373G	Non-Executive - Non	N.A	-	12.02.1955	No	Active	N.A		September 3, 2018	August 12, 2021	NA	NA	2	0	ACB - 1	ACB - 0	N.A	N.A
			00008542															SRC - 1	SRC - 1		

				Independent Director																	
4.	Mr.	Sumit Maheshwari	AJWPM7 658P 06920646	Non-Executive - Non Independent Director	N.A	-	27.11.1982	No	Active	N.A		September 3, 2018	September 27, 2022	NA	NA	3	0	ACB - 3 SRC - 0	ACB - 0 SRC - 0	N.A	N.A
5.	Ms.	Sharmila Abhay Karve	AETPK7 563H 05018751	Non-Executive – Independent Director	N.A	-	08.04.1965	No	Active	N.A		July 20, 2020	NA*	NA	32	4	4	ACB - 6 SRC - 2	ACB - 3 SRC - 1	N.A	N.A
6.	Mr.	Choksey Sudhin Bhagwandas	AAHPC1 433E 00036085	Non-Executive – Independent Director	N.A	-	31.01.1954	No	Active	N.A		March 30, 2021	NA	NA	24	3	3	ACB - 3 SRC - 2	ACB - 2 SRC - 0	N.A	N.A
7.	Mr.	Sunil Srivastav	AMOPS9 996H 00237561	Non-Executive – Independent Director	N.A	-	21.03.1958	No	Active	N.A		June 08, 2021	NA	NA	21	2	2	ACB - 3 SRC - 2	ACB - 1 SRC - 1	N.A	N.A
8.	Mr.	Sharad Kumar Saxena	AANPS8 052M 08238872	Non-Executive – Independent Director	N.A	-	10.10.1962	No	Active	N.A		February 19, 2022	NA	NA	13	1	1	ACB - 1 SRC - 0	ACB - 0 SRC - 0	N.A	N.A

Committee Membership & chairmanship of high value debt listed companies are not considered while determining the director's membership and chairmanship.

1.	Whether listed entity has a Regular chairperson	Yes
2.	Whether Chairperson is related to MD or CEO	No

@ Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

RBI vide letter dated 15.09.2022 approved the appointment of Mr Pralay Mondal as MD & CEO.

* Ms Sharmila Abhay Karve has been re-appointed for a period of 5 years from 20.07.23 as per Postal Ballot Resolution dated 08.12.22

II. Composition of Committees						
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	DIN	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ms. Sharmila Abhay Karve	05018751	Chairperson, Independent Director	20.08.2020	
		Mr. Madhavan Karunakaran Menon	00008542	Non-executive Director	13.12.2018	
		Mr. Sunil Srivastav	00237561	Independent Director	22.07.2022	
		Mr. Sharad Kumar Saxena	08238872	Independent Director	21.02.2022	
2. Nomination & Remuneration Committee	Yes	Mr. Sharad Kumar Saxena	08238872	Chairperson, Independent Director	22.07.2022	
		Mr. Madhavan Karunakaran Menon	00008542	Non-executive Director	29.09.2018	
		Ms. Bhama Krishnamurthy	02196839	Independent Director	13.12.2018	
		Ms. Sharmila Abhay Karve	05018751	Independent Director	22.07.2022	
3. Risk Management Committee	Yes	Mr. Sudhin Choksey	00036085	Chairman, Independent Director	22.07.2022	
		Mr. Pralay Mondal	00117994	Executive Director	01.04.2022	
		Mr. Madhavan Karunakaran Menon	00008542	Non-executive Director	29.09.2018	
		Mr. Sharad Kumar Saxena	08238872	Independent Director	01.07.2022	
		Ms. Bhama Krishnamurthy	02196839	Independent Director	25.03.2019	
4. Stakeholders Relationship Committee	Yes	Mr. Madhavan Karunakaran Menon	00008542	Chairperson, Non-executive Director	06.07.2021	
		Mr. Sudhin Choksey	00036085	Independent Director	29.04.2021	
		Mr. Pralay Mondal	00117994	Executive Director	01.04.2022	
5. Corporate Social Responsibility Committee	Yes	Ms. Bhama Krishnamurthy	02196839	Chairperson, Independent Director	06.07.2021	
		Mr. Pralay Mondal	00117994	Executive Director	01.04.2022	
		Mr. Sumit Maheshwari	06920646	Non-executive Director	13.12.2018	
		Mr. Sudhin Choksey	00036085	Independent Director	29.04.2021	

III. Meetings of Board of Directors						
Date(s) of Meeting (Enter dated of Previous and current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Notes for not providing dates	Whether requirement of Quorum met (Yes/No)	Total number of Directors as on the date of the meeting	Number of Directors present* (All Directors including Independent Directors)	Number of independent directors attending the meeting*
11.10.2022		N.A	Yes	8	8	5
21.10.2022	9	N.A	Yes	8	8	5
17.11.2022	26	N.A	Yes	8	7	5
15.12.2022	27	N.A	Yes	8	7	5
17.01.2023	32	N.A	Yes	8	8	5
30.01.2023	12	N.A	Yes	8	8	5
28.02.2023	28	N.A	Yes	8	7	4
03.03.2023	2	N.A	Yes	8	8	5
28.03.2023	24	N.A	Yes	8	8	5
* to be filled in only for the current quarter meetings Bank had conducted two Board meetings on October 21, 2022; Requirement of quorum met; Total number of directors as on the date of meeting and total number of Directors present – 8; No. of independent directors present -5.						

IV. Meetings of Committees									
Name of Committee	Date(s) of Meeting (Enter dated of Previous and current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of Other Committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total number of Directors as on the date of the meeting	Number of Directors Present (All directors including Independent Directors)	Number of independent directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
Audit Committee	21.10.2022			N.A	Yes	4	4	3	0
Audit Committee	15.12.2022	54		N.A	Yes	4	3	3	0
Audit Committee	17.01.2023	32		N.A	Yes	4	4	3	0
Audit Committee	30.01.2023	12		N.A	Yes	4	4	3	0
Audit Committee	28.02.2023	28		N.A	Yes	4	4	3	0
Audit Committee	03.03.2023	2		N.A	Yes	4	4	3	0

Audit Committee	13.03.2023	9		N.A	Yes	4	4	3	0
Audit Committee	28.03.2023	14		N.A	Yes	4	4	3	0
Nomination & Remuneration Committee	21.10.2022			N.A	Yes	4	4	3	0
Nomination & Remuneration Committee	17.11.2022	26		N.A	Yes	4	3	3	0
Nomination & Remuneration Committee	15.12.2022	27		N.A	Yes	4	3	3	0
Nomination & Remuneration Committee	17.01.2023	32		N.A	Yes	4	4	3	0
Nomination & Remuneration Committee	28.02.2023	41		N.A	Yes	4	3	2	0
Nomination & Remuneration Committee	03.03.2023	2		N.A	Yes	4	4	3	0
Nomination & Remuneration Committee	28.03.2023	24		N.A	Yes	4	4	3	0
Stakeholders Relationship Committee	15.12.2022			N.A	Yes	3	2	1	0
Stakeholders Relationship Committee	01.03.2023	75		N.A	Yes	3	3	1	0
Risk Management Committee	25.11.2022			N.A	Yes	5	3	2	0
Risk Management Committee	01.03.2023	95		N.A	Yes	5	5	3	0
Corporate Social Responsibility Committee	08.12.2022			N.A	Yes	4	4	2	0

ANNEXURE I

V. Related Party Transactions		
Subject	Compliance status (Yes/No/NA) refer note below	If status is “No” details of non-compliance may be given here
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA	
Disclosure of note on related party transactions		
Disclosure of note on material transaction with related party		

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations				
<i>Sr</i>	<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If status is “No” details of non-compliance may be given here</i>	<i>Web address</i>
1	Details of business	Yes		https://www.csb.co.in/about-us
2	Terms and conditions of appointment of independent directors	Yes		https://www.csb.co.in/pdf/Independent-Directors_Terms_and_Conditions.pdf
3	Composition of various committees of board of directors	Yes		https://www.csb.co.in/pdf/List-of-Sub-Committees-of-the-Board_wef-17112022.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.csb.co.in/pdf/Code_of_Conduct_and_Ethics_for_BoD_and_SMP_of_the_Bank_y_20122022.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.csb.co.in/pdf/Whistle-Blower-Policy10102022.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.csb.co.in/pdf/Remuneration-criteria-for-Non-Executive-or-Independent-Directors-27042022-.pdf
7	Policy on dealing with related party transactions	Yes		https://www.csb.co.in/pdf/PolicyondealingwithRelatedPartyTransactionnew.pdf
8	Policy for determining ‘material’ subsidiaries	Yes		https://www.csb.co.in/pdf/2.Policy-for-Determining-Material-Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.csb.co.in/pdf/Disclosure_on_Familiarisation_Programmes_for_Independent_Directors_of_the_Bank_14032023.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.csb.co.in/pdf/Shareholders-Assistance-invest-corner.pdf
11	Email address for grievance redressal and other relevant details	Yes		https://www.csb.co.in/pdf/Shareholders-Assistance-invest-corner.pdf
12	Financial results	Yes		https://www.csb.co.in/investor-relations → Financial Results

13	Shareholding pattern	Yes		https://www.csb.co.in/investor-relations → Corporate Governance → Shareholding Pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.csb.co.in/investor-relations → Intimations to Stock Exchanges → Investor Presentations and Earnings Call
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.csb.co.in/investor-relations → Intimations to Stock Exchanges
18	Credit rating or revision in credit rating obtained	Yes		https://www.csb.co.in/investor-relations → Intimations to Stock Exchanges
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.csb.co.in/investor-relations
21	Materiality Policy as per Regulation 30	Yes		https://www.csb.co.in/pdf/Policy_on_determination_of_materiality_of_events_y_20122022.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.csb.co.in/pdf/Dividend_Distribution_Policy_y_2012_2022.pdf
23	It is certified that these contents on the website of the listed entity are correct.	Yes		https://www.csb.co.in/
24	Disclosure of notes on website in terms of Listing Regulations explanatory (Text Block)			

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a) Audit Committee
 - b) Nomination & Remuneration Committee
 - c) Stakeholders Relationship Committee
 - d) Risk management committee (applicable to the top 1000 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Any comments/observations/advice of the board of directors may be mentioned here: Nil

Name: Sijo Varghese

Designation: Company Secretary and Compliance Officer

Place : Thrissur

Date : April 12, 2023

II Annual Affirmations				
<i>Sr</i>	<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If status is "No" details of non-compliance may be given here</i>
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of Directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of board	17(11)	Yes	
14	Maximum number of directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination & Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
21	Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	
22	Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	

24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				

Name: Sijo Varghese

Designation: Company Secretary and Compliance Officer

Place : Thrissur

Date : April 12, 2023

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied: **Not Applicable**

Name: Sijo Varghese

Designation: Company Secretary and Compliance Officer

Place : Thrissur

Date : April 12, 2023

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – 31.03.2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	NA	NA	
Promoter Group or any other entity controlled by them	NA	NA	
Directors (including relatives) or any other entity controlled by them	NA	NA	
KMPs or any other entity controlled by them	NA	NA	

B) Any guarantee/comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (Cash, Shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

D) Additional Information: Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name : B K Divakara

Designation : Chief Financial Officer

Place : Thrissur

Date : April 12, 2023