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**SCRUTINIZER REPORT FOR REMOTE E-VOTING AND VOTING AT THE VENUE OF THE  
EXTRA-ORDINARY GENERAL MEETING OF THE CATHOLIC SYRIAN BANK LIMITED**

To

Mr. T. S. Anantharaman

Chairman

The Catholic Syrian Bank Ltd

Head Office, "CSB Bhavan"

Post Box No.502, St. Mary's College Road

Thrissur, Kerala - 680020

Extra-ordinary General Meeting of the Members of **THE CATHOLIC SYRIAN BANK LIMITED** held on Wednesday, 21<sup>st</sup> day of March, 2018 at Kousthubham Auditorium, Shoranur Road, Thrissur - 680 001 at 10.00 A.M.

**Sub: Passing of Resolutions through Remote Electronic Voting and Voting at the Venue of the Extra-ordinary General Meeting of The Catholic Syrian Bank Limited.**

I, CS P. D. Vincent, Company Secretary in Practice, holding Membership Number: FCS - 3067 and Certificate of Practice Number - 7940, Senior Partner, SVJS & Associates, Company Secretaries, 39/3525, Kausthubham, Manikkath Road, Ravipuram, Kochi - 682016, Kerala, have been appointed as Scrutinizer for the Remote Electronic Voting and voting at the venue of the meeting on the under noted resolutions at the Extra-ordinary General Meeting of the Members of The Catholic Syrian Bank Limited (CIN:U65191KL1920PLC000175), held on Wednesday, 21<sup>st</sup> day of March, 2018 at 10.00 A.M. at Kousthubham Auditorium, Shoranur Road, Thrissur-680 001.



The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility for the remote electronic voting to the members of the Company and the facility of electronic voting at the venue of the Extra-ordinary General Meeting. S.K.D.C. Consultants Limited, Coimbatore is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance with 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 Saturday the 17<sup>th</sup> day of March, 2018 (09.00 A.M.) to Tuesday the 20<sup>th</sup> day of March, 2018 (5.00 P.M.). Further, the remote e-voting period was completed on the date preceding the date of the Extra-ordinary General Meeting.

At the Extra-ordinary General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to cast their votes through electronic voting facility provided at the venue during the Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended. Further, the Company also facilitated the members present in the meeting, who could not participate in the remote e-voting and who did not opt to participate in the e-voting provided at the venue of the meeting, to cast their votes through poll process.

Accordingly, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and I report that there were no ballot papers in the box placed before the meeting. Hence a separate Scrutinizer Report on poll as per Section 109 of the Companies Act, 2013 read with Rule 21 (2) of Companies (Management and Administration) Rules, 2014 as amended is not attached.

On completion of the remote e-voting period and electronic voting facility provided at the venue of the Meeting, in compliance with 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 21<sup>st</sup> March, 2018 in the presence of two witnesses who were not employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.



The result of the Electronic voting (Remote e-voting and venue e-voting) is as under:

Re sol uti on 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
SPECIAL BUSINESS (ORDINARY RESOLUTION):							
1	Increase in Authorized Share Capital of the Bank from Rs. 1,20,00,00,000/- (Rupees One Hundred and Twenty Crores only) to Rs. 2,00,00,00,000/- (Rupees Two Hundred Crores only)	60977198	60977098	99.9998	75.31	100	0.0002
2	Increase in Foreign Direct investment Limits for all eligible non-resident investors to hold up to an aggregate limit of 74% of the total paid up share capital of the Bank, as Foreign Direct Investment.	60977198	60975995	99.998	75.31	1203	0.002
SPECIAL BUSINESS (SPECIAL RESOLUTION):							
3	Alteration of Articles of Association of the Bank by adding Article 13 A after the existing Article 13	60977198	60976495	99.999	75.31	703	0.001
4	Issue and allotment of up to 19,832,130 Equity Shares (either fully paid up or on a partly paid basis), on a preferential basis ("Preferential Issue/Offer") to FIH Mauritius Investments Ltd.	60977198	60975995	99.999	75.31	1203	0.002
5	Issue and allotment of up to 66,463,329 Equity Shares or Warrants convertible into or exchangeable for Equity Shares (either fully paid up or on a partly paid basis), on a preferential basis ("Preferential Issue/Offer") to FIH Mauritius Investments Ltd.	60977198	60975995	99.999	75.31	1203	0.002




All resolutions stand passed under the Remote e-voting and voting at the venue of meeting as Ordinary and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You

Yours faithfully

For SVJS & Associates  
Company Secretaries

  
P. D. VINCENT  
Partner  
CP No: 7940



Kochi

21.03.2018

Witnesses to the unblocking of Votes:

1. Nikhil George Pinto  
Brage college  
Perumanoor  
cochin - 682015



2. Abhijith  
Puthenpura  
Thuravoor P.O  
Cherthala - 682532



For The Catholic Syrian Bank Ltd.

  
Chairman

