

65 / 2364A

Ponoth Road, Kaloor
Kochi, Ernakulam - 682 017

www.svjs.in
info@svjs.in / svjsassociates@gmail.com

+91 484 2950007
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21.07.2020

To,

Mr.C.VR. Rajendarn
Managing Director and CEO
CSB BANK LIMITED (*Formerly known as The Catholic Syrian Bank Limited*)
Registered Office: "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 (*Formerly known as The Catholic Syrian 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 99th Annual General Meeting of the shareholders of the Company held on Monday, the 20th day of July 2020 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company has appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility for the Electronic Voting to the shareholders of the Company. S.K.D.C. Consultants Ltd., Coimbatore is the Registrar and Share Transfer Agent of the Company.

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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 Thursday, the 16th day of July, 2020 at 9.00 A.M to Sunday, the 19th day of July, 2020 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 Monday, the 20th day of July 2020.

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*
ORDINARY BUSINESS							

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1.	Adoption of Audited Financial Statements for the year ended March 31, 2020 along with reports of the Board of Directors and the Auditors' thereon.	43292164	43292025	100%	25.70%	139	0%
2.	Re-appointment of Retiring Director, Shri. Sumit Maheshwari (DIN: 06920646)	43289111	43288934	100%	25.70%	177	0%
3.	Appointment of Statutory Central Auditors. M/s B S R & Co. LLP, Chartered Accountants (FRN: 101248W/W-100022), Mumbai and fixation of their remuneration	43292154	43291999	100%	25.70%	155	0%
SPECIAL BUSINESS (Ordinary Resolution)							
4.	Appointment of Statutory Branch Auditors and fixation of their remuneration.	43292154	43292010	100%	25.70%	144	0%
SPECIAL BUSINESS (Special Resolution)							
5.	To increase the limit of borrowing powers of the Board to Rs. 5,000 crores from the existing limit of Rs. 1,000 crores.	43292154	43291973	100%	25.70%	181	0%
6.	Alteration of Articles of Association of the Bank	43292154	43291997	100%	25.70%	157	0%
7.	Ratification of 'CSB Employee Stock Option Scheme 2019	43309929	43291972	99.96%	25.70%	17957	0.04%
8.	Approval for increasing total number of employee stock options reserved	43292154	43291767	100%	25.70%	387	0%

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	under 'CSB Employee Stock Option Scheme 2019						
9.	Approval for secondary acquisition of shares through Trust route for the implementation of CSB Employee Stock Option Scheme 2019 as amended	43309929	43291775	99.96%	25.70%	18154	0.04%
SPECIAL BUSINESS (Ordinary Resolution)							
10.	Approval to the terms of reappointment of Mr. C.VR. Rajendran (DIN: 00460061) as Managing Director & CEO of the Bank with effect from December 9, 2019.	43309929	43291985	99.96%	25.70%	17944	0.04%
11.	Payment of Variable Pay to Mr. C.VR. Rajendran, Managing Director & CEO of the Bank for the financial year 2018-19.	43309929	43291974	99.96%	25.70%	17955	0.04%
SPECIAL BUSINESS (Special Resolution)							
12.	Grant of stock options to Mr. C. VR. Rajendran, Managing Director and CEO of the Bank	43309929	43288831	99.95%	25.70%	21098	0.05%

All resolutions stand passed under E-voting as Ordinary and Special 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 RBI Gazette Notification dated July 21, 2016, the voting rights of the FIH Mauritius Investments Ltd., is capped at 26% at present, even though they hold 49.73% of the paid up capital of the Bank. Hence, only 26% of their voting is taken into consideration.

SVJS & Associates
Company Secretaries



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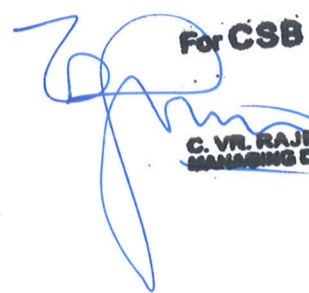
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* 50,00,000 equity shares held by CSB ESOS Trust, Non Promoter-Non Public shareholder, is not counted for the purpose of this result, as they do not have voting rights.

Thank you

Yours faithfully


For CSB Bank Ltd.
C. VR. RAJENDRAN
MANAGING DIRECTOR & CEO

UDIN: F003067B000480533

For SVJS & Associates

PARAMBIL
DEVASSY VINCENT
Digitally signed by PARAMBIL
DEVASSY VINCENT
Date: 2020.07.21 09:31:11
+05'30'

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

