

65 / 2364A
Ponoth Road, Kaloor
Kochi, Ernakulam - 682 017

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

+91 484 2950007
+91 484 2950009

**Combined Scrutinizers Report For Remote E-voting and Postal Ballot For
The Catholic Syrian Bank Ltd.**

06.05.2019

To,

The Managing Director
The Catholic Syrian Bank Ltd.
CSB Bhavan, Post Box No.502,
St. Mary's College Road
Thrissur
Kerala - 680020

Sub: Passing of Resolution through E-voting and Postal Ballot 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, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi- 682 017, Kerala have been appointed as Scrutinizer for the Remote Electronic Voting and postal ballot voting process in respect of the below mentioned resolution of **The Catholic Syrian Bank Ltd. (CIN: U65191KL1920PLC000175)**.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 shareholders of the Company from Friday, 05th April, 2019(09.00 A.M.) till Saturday, 04th May, 2019 (5.00 P.M.).The remote e-voting results were unblocked by me on 04th May 2019 in the presence of two witnesses. For further details kindly refer my Scrutinizer report dated 06th May 2019 attached herewith.



The result of the E-voting together with that of the Postal Ballot is as under:

Re s. No.	Subject Matter of Resolution	Particulars of Business	Votes in favor of the resolution		Votes against the resolution	
			No.	%	No.	%
SPECIAL BUSINESS –SPECIAL RESOLUTION						
1	Adoption of new set of Articles of Association	E Voting	43991372	100%	0	0%
		Postal Ballot	3211372	99.72%	8984	0.28%
		Total	47202744	99.98%	8984	0.02%
SPECIAL BUSINESS – SPECIAL RESOLUTION						
2	Change of name of the Bank from 'The Catholic Syrian Bank Limited' to 'CSB Bank Limited'.	E Voting	43990822	100%	550	0%
		Postal Ballot	3211852	99.74%	8366	0.26%
		Total	47202674	99.98%	8916	0.02%
SPECIAL BUSINESS – ORDINARY RESOLUTION						
3	Increase in Authorized Capital of the Bank.	E Voting	43991222	100%	150	0%
		Postal Ballot	3218786	99.96%	1432	0.04%
		Total	47210008	100.00%	1582	0.00%
SPECIAL BUSINESS – ORDINARY RESOLUTION						
4	Foreign investment Limits in the Bank.	E Voting	43990622	100%	750	0%
		Postal Ballot	3208705	99.66%	11071	0.34%
		Total	47199327	99.97%	11821	0.03%



SPECIAL BUSINESS – SPECIAL RESOLUTION

5	Approve CSB Employee Stock Option Scheme 2019 of the Bank	E Voting	43989494	100%	1878	0%
		Postal Ballot	3210705	99.73%	8532	0.27%
		Total	47200199	99.98%	10410	0.02%

SPECIAL BUSINESS – SPECIAL RESOLUTION

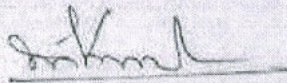
6	Listing of Equity Shares, either by way of a direct listing of its Equity Shares or by way of an initial public offer of Equity Shares	E Voting	43991322	100%	50	0%
		Postal Ballot	3208760	99.74%	8516	0.26%
		Total	47200082	99.98%	8566	0.02%

The Resolutions stand passed under Remote e-Voting and Postal Ballot as Ordinary Resolutions 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
Managing Partner

Kochi



For The Catholic Syrian Bank Ltd.

Managing Director & CEO



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06.05.2019

To

The Managing Director
The Catholic Syrian Bank Ltd.
CSB Bhavan, Post Box No.502,
St. Mary's College Road
Thrissur
Kerala - 680020

Sir,

Sub: Report of the Scrutinizer on Remote E- 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, Kaloor, Kochi- 682 017, Kerala, have been appointed by the Board of Directors of **The Catholic Syrian Bank Ltd**(CIN : U65191KL1920PLC000175), CSB Bhavan, Post Box No.502, St. Mary's College Road, Thrissur,Kerala- 680020,as the Scrutinizer for the Electronic Voting of the resolutions included in the postal ballot and Remote e voting notice.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014as amended, the above remote electronic voting remained open to the members from Friday, 05th April ,2019 (09.00 A.M.) to Saturday, 04thMay, 2019 (05.00 P.M.).

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 04thMay 2019, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.



The following is the summary of E-voting result:

			ASSENT / IN FAVOUR OF			DISSENT/ AGAINST		
Resol ution No.	Subject Resolution	Matter of	Total No. of shares through E-voting	No. of Votes through E-voting	% of votes in favour on votes through 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	Adoption of new set of Articles of Association of the Bank.		43991372	43991372	100%	43.64%	0	0%
SPECIAL BUSINESS – SPECIAL RESOLUTION.								
2	Change of name of the Bank from 'The Catholic Syrian Bank Limited' to 'CSB Bank Limited'.		43991372	43990822	100%	43.64%	550	0%
SPECIAL BUSINESS – ORDINARY RESOLUTION.								
3	Increase in Authorized Capital of the Bank.		43991372	43991222	100%	43.64%	150	0%
SPECIAL BUSINESS – ORDINARY RESOLUTION.								
4	Foreign investment Limits in the Bank.		43991372	43990622	100%	43.64%	750	0%



SPECIAL BUSINESS – SPECIAL RESOLUTION

5	Approve CSB Employee Stock Option Scheme 2019 of the Bank	43991372	43989494	100%	43.64%	1878	0%
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SPECIAL BUSINESS – SPECIAL RESOLUTION

6	Listing of Equity shares, either by way of a Direct listing of Equity Shares or by way of an Initial Public offer of Equity shares	43991372	43991322	100%	43.64%	50	0%
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All resolutions stand passed under Remote E-voting as Ordinary Resolutions and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank you

Yours faithfully

**For SVJS & Associates
Company Secretaries**



CS.P. D. Vincent
Managing Partner
Kochi

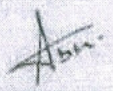


For The Catholic Syrian Bank Ltd.

Managing Director & CEO



Witnesses to the unblocking of votes:-

1. 
Abhijith
Puthenpura House
Thuravoor P.O
Cherthala
Pin :- 688532

2. 
Minu Santhosh
Kottackal House
Mekkad P.O.
Athani
Pin: 683589

06.05.2019

To,

The Managing Director
The Catholic Syrian Bank Ltd.
CSB Bhavan, Post Box No.502,
St. Mary's College Road
Thrissur
Kerala - 680020

Dear Sir,

Sub: SCRUTINIZER'S REPORT

The Board of Directors of the Company has appointed me as Scrutinizer for conducting the postal ballot voting process in respect of the following Resolutions as stated in the notice of postal ballot sent by the Company to the shareholders:

Sl. No.	Resolution	Type of Resolution
1	Adoption of new set of Articles of Association of the Bank	Special
2	Change of name of the Bank from 'The Catholic Syrian Bank Limited' to 'CSB Bank Limited'	Special
3	Increase in Authorized Capital of the Bank	Ordinary
4	Foreign investment Limits in the Bank	Ordinary
5	Approve CSB Employee Stock Option Scheme 2019 of the Bank	Special
6	Listing of Equity shares, either by way of a Direct listing of Equity Shares or by way of an Initial Public offer of Equity shares	Special

I note that as per the instructions and conditions attached to the said Postal Ballot, duly completed postal ballots should reach the scrutinizer not later than 5 P.M. on 04th May, 2019. Postal Ballot forms received after this date are to be strictly treated as if the reply from the member has not been received. The envelopes containing postal ballot form, if



deposited in person or sent by courier at the expense of the shareholder has also been accepted.

The total number of ballot forms received up to 5 P.M. on 04thMay, 2019 as above, is as follows:

Total number of Postal Ballot Forms received	:	131
Covers which does not contain Postal Ballot form	:	0
Net total received	:	131
Total number of shares	:	6484385

The summarized result of postal ballot forms received up to 5 P.M. on 04thMay, 2019 is as under:

PARTICULARS	NO. OF POSTAL BALLOTS RECEIVED	NO. OF SHARES	% OF VALID VOTES RECEIVED
Postal ballot with assent for Resolution 1	104	3211372	99.72
Postal ballot with dissent for Resolution 1	9	8984	0.28
Postal ballots with invalid votes for Resolution 1	18	3264029	NA
Postal ballot with assent for Resolution 2	101	3211852	99.74
Postal ballot with dissent for Resolution 2	9	8366	0.26
Postal ballots with invalid votes for Resolution 2	21	3264167	NA
Postal ballot with assent for Resolution 3	105	3218786	99.96
Postal ballot with dissent for Resolution 3	5	1432	0.04
Postal ballots with invalid votes for Resolution 3	21	3264167	NA
Postal ballot with assent for Resolution 4	98	3208705	99.66
Postal ballot with dissent for Resolution 4	11	11071	0.34
Postal ballots with invalid votes for Resolution 4	22	3264609	NA
Postal ballot with assent for Resolution 5	100	3210705	99.73
Postal ballot with dissent for Resolution 5	7	8532	0.27
Postal ballots with invalid votes for Resolution 5	24	3265148	NA
Postal ballot with assent for Resolution 6	102	3208760	99.74
Postal ballot with dissent for Resolution 6	5	8516	0.26
Postal ballots with invalid votes for Resolution 6	24	3267109	NA



I enclose a complete list of Postal Ballot forms received giving the particulars as above.

For SVJS & Associates
Company Secretaries



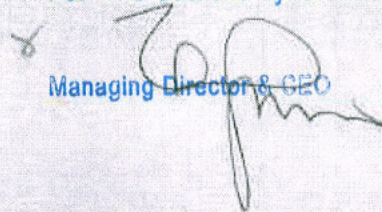
P.DVincent
Managing Partner

Kochi



For The Catholic Syrian Bank Ltd.

Managing Director & CEO



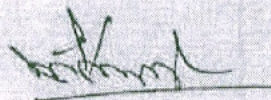
ANNEXURE-1

To
 The Managing Director
The Catholic Syrian Bank Ltd.
 CSB Bhavan, Post Box No.502,
 St. Mary's College Road
 Thrissur, Kerala - 680020

Consolidated Details of Postal Ballots and votes thereon

PARTICULARS	NO. OF POSTAL BALLOTS RECEIVED	NO. OF SHARES	% OF VALID VOTES RECEIVED
Postal ballot with assent for Resolution 1	104	3211372	99.72
Postal ballot with dissent for Resolution 1	9	8984	0.28
Postal ballots with invalid votes for Resolution 1	18	3264029	NA
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Postal ballot with dissent for Resolution 4	11	11071	0.34
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Postal ballot with dissent for Resolution 5	7	8532	0.27
Postal ballots with invalid votes for Resolution 5	24	3265148	NA
Postal ballot with assent for Resolution 6	102	3208760	99.74
Postal ballot with dissent for Resolution 6	5	8516	0.26
Postal ballots with invalid votes for Resolution 6	24	3267109	NA

**For SVJS& Associates
 Company Secretaries**



P.DVincent
Managing Partner
 Kochi
 06.05.2019



For The Catholic Syrian Bank Ltd.

Managing Director & CEO

