



DEPARTMENT: MERCHANT BANKING DIVISION

Circular No.CO: MBD/01/2018-19/ 654.

Dated: 17.11.2018

To: All Concerned Offices/Branches

Reg. Compliance of Bank's Code of Conduct for Regulating, Monitoring and Reporting of trading by Insiders

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 the Board of Directors in their meeting held on 14.05.2015 approved the Bank's Code of Conduct for regulating, monitoring and reporting of trading by Insiders. The Code was last reviewed by the Board of Directors in the meeting held on 30.08.2018. A copy of the Code is available on the Bank's website under 'Investor Relations' and also on the Bank's web portal for information.

The Bank's Code of Conduct inter alia stipulates the various disclosures and compliances in line with SEBI (Prohibition of Insider Trading) Regulations, 2015. A Report on compliance with various disclosure norms as prescribed in the Code at the end of every quarter is also placed before the Audit Committee of Board.

As per the provisions of the Code no 'Insider' (which includes 'Designated Persons') shall trade in the securities of the Bank when in possession of unpublished price sensitive information as stipulated in the Code. Further, the Code also prohibits 'Insiders' along with their immediate *relatives from trading in Bank's securities when the Trading Window is closed or during any other period as may be specified by the Bank from time to time.*

The term 'Designated Persons' includes:

- (i) All the General Managers, Dy. General Managers and Asstt. General Managers, working in Corporate Office, Heads of Large Corporate Branches and Circle Heads
- (ii) All officers working in MD & CEO Secretariat, Executive Director's Secretariat, GM Secretariat, Board Secretariat, Merchant Banking Division, Integrated Treasury & Investment Vertical, Risk Management Vertical, Risk Based Supervision, Recovery & Law Vertical, Stressed Assets Management Vertical (SAM), International Banking Division and Central Accounts Office at the Corporate Office of the Bank.
- (iii) Connected persons identified by the Compliance Officer who in his opinion can come in possession of Unpublished Price Sensitive Information based on their functional areas and the propensity to generate such information such as Auditors, Consultants, Accounting Firms, Law Firms, Analysts, etc., assisting or advising the Bank.





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'Trading Window' is defined as the period during which the purchase or sale of the securities of the Bank is allowed for 'Insiders' subject to their satisfying the conditions laid down by the Code.

The Trading Window will be generally closed:

- a) From the first day of end of each quarter (June, September, December and March) up to 48 (Forty eight four) hours after the declaration of quarterly/half yearly/annual financial results and declaration of interim dividend/Final dividend intimated to the Stock Exchanges (NSE & BSE) and/or made public.
- b) From the date of circulation of the agenda for the meeting of the Board of Directors, in which any material, price sensitive and unpublished event, including the following are proposed:-
 - i) Issue of securities by way of public/rights/bonus etc.,
 - ii) Significant expansion plans or execution of new large projects,
 - iii) Amalgamation, mergers, takeovers and buyback,
 - iv) Disposal of whole or substantially the whole of the undertaking,
 - v) Any material change in policies, plans or operations of the Bank.

A communication intimating the same is sent by the General Manager (MBD) to all the concerned Verticals/Offices through email to the respective email ids.

It is pertinent to mention here that the person to whom the Code is applicable and who deals in securities or communicates any Unpublished Price Sensitive information, in violation / contravention of this Code shall be subjected to strict penal action by the Bank / Regulatory Authority.

As such, all concerned staff members are hereby advised to strictly adhere to the Bank's 'Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders' and ensure compliance of the same in letter and in spirit.

All Vertical Heads in Corporate Office, Heads of Large Corporate Branches and Circle Heads are requested to take note of the contents of this Circular. Further, all the Verticals Heads of the identified sensitive Departments are requested to get the contents of this circular noted by the staff members and a confirmation to this effect be sent to the undersigned latest by 30.11.2018 at mbd@obc.co.in



ओरियन्टल बैंक ऑफ कॉमर्स
(भारत सरकार का उपक्रम)



ORIENTAL BANK OF COMMERCE
(A GOVERNMENT OF INDIA UNDERTAKING)

DEPARTMENT: MERCHANT BANKING DIVISION

All the concerned Vertical Heads are requested to issue an Office Order immediately after receipt of communication w.r.t. closure of Trading Window from the undersigned for strict compliance of the Insider Trading Code by the staff members.


Swarup Saha
General Manager (MBD)



