

STATE BANK OF INDIA

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

1. PREAMBLE

1.1 The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (“the Regulations”) requires that the Board of Directors of every listed Company to formulate a Code of practices and procedures for fair disclosure of unpublished price sensitive information towards achieving compliance with the Regulations, adopting minimum standards set out in the Regulations, without diluting the provisions of the Regulations in any manner.

1.2. OBJECTIVE

The objective of the regulations is to formulate a framework and policy for fair disclosure of events and occurrences that could impact price discovery in the market for its securities.

1.3 DEFINITIONS

All words/terms in the Code shall have the same meaning as assigned to them under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time.

2. UNPUBLISHED PRICE SENSITIVE INFORMATION

2.1 The Bank shall promptly disclose unpublished price sensitive information that would impact price discovery as soon as credible and concrete information is in possession of the Bank.

2.2 The Bank shall disseminate the unpublished price sensitive information on uniform and universal basis and due care will be taken to avoid selective disclosure.



2.3 In a scenario when Bank selectively discloses any unpublished price sensitive information inadvertently or otherwise, the steps shall be taken to disseminate the same promptly to make such information generally available.

2.4 All unpublished price sensitive information shall be handled by the officials of the Bank & other connected persons on need to know basis and in accordance with the provisions of the Regulations.

3. OVERSEEING AND CO-ORDINATING DISCLOSURE

3.1 The Bank has designated the Compliance Officer of the Bank to oversee corporate disclosure practices.

3.2 The Compliance Officer shall be responsible for ensuring that the Bank complies with continuous disclosure requirements, overseeing and coordinating disclosure of price sensitive information to Stock Exchanges, analysts, shareholders and media, and educating staff on disclosure policies and procedure.

3.3 The Compliance Officer shall be assisted in his responsibilities for overseeing corporate disclosure practices by the General Manager (Shares & Bonds), who is designated as the nodal officer for co-ordination and communication with the Stock Exchanges and also for ensuring compliance with various terms and conditions of the listing agreements with the Stock Exchanges.

3.4 Information disclosure/ dissemination should normally be approved in advance by the Dy. Managing Director & Chief Financial Officer, who shall be the senior management official designated for the purpose.

3.5 If the information is accidentally disclosed without prior approval, the person responsible must inform the Compliance Officer immediately, even if the information is not considered price sensitive and if required, the Compliance Officer shall take all reasonable steps to rectify the same



4. RESPONDING TO MARKET RUMOURS

4.1 The following procedure shall be followed for responding to any queries or requests from Stock Exchanges or any other regulatory authority for verification of market rumors:

4.1.1 All queries or requests for verification of market rumors received from the Stock Exchanges or any other regulatory authority shall be handled by the General Manger (Shares & Bonds) who will arrange to obtain the necessary clarifications from the concerned departments (which would be duly approved by the respective group heads) and will advise the Stock Exchanges accordingly.

4.1.2 Dy. Managing Director & Chief Financial Officer shall be the designated senior management official responsible for deciding whether a public announcement/disclosure is necessary for verifying or denying rumors and making such announcement/disclosure, if required.

4.1.3 Departmental Heads of the Bank shall keep the General Manager (Shares & Bonds) posted / advised of all important developments taking place in their respective functional areas that have a bearing on the Bank's working and profitability.

5. DISCLOSURE / DISSEMINATION OF PRICE SENSITIVE INFORMATION WITH SPECIAL REFERENCE TO ANALYSTS AND INSTITUTIONAL INVESTORS

5.1 The Bank shall ensure compliance with the guidelines given hereunder while dealing with analysts and institutional investors. The Chief General Manager (FC) shall be the designated official responsible for ensuring compliance with disclosure/dissemination of price sensitive information to analysts and institutional investors in the manner set out in clauses 5.1 to 5.5 below : -

5.2 **Only Public information to be provided:** The Bank will ensure that information shared with analyst /research personnel / large investors/ financial institutions is not unpublished price sensitive information. Alternatively, the information shared as above shall simultaneously be made public.



- 5.3 **Recording of discussion:** The Chairman or any of the MDs or the Dy. Managing Director & Chief Financial Officer or the Chief General Manger (FC) shall be present at meetings with Investment Analysts, Brokers and Institutional Investors and the discussion should be recorded in order to avoid misreporting or misrepresentation.
- 5.3 **Publishing on website:** The Bank shall publish transcripts or records of proceedings of meetings with analysts and other investor relations conferences on its website to ensure official confirmation and documentation of disclosure made.
- 5.4 **Handling of unanticipated questions:** The Bank shall ensure due care while dealing with analysts' questions that raise issues outside the intended scope of discussion. Unanticipated questions should be taken on notice and a considered response shall be given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- 5.5 **Simultaneous release of Information:** When the Bank organises a meeting with analysts, the Bank shall issue a press release or post relevant information on its website after every such meet. Where feasible, the Bank may also consider making necessary arrangements for live webcasting of analyst meets.

6. MEDIUM OF DISCLOSURE/ DISSEMINATION

- 6.1 Disclosure and dissemination of information shall be done through various media including disclosure to stock exchanges so as to achieve maximum reach and quick dissemination.
- 6.2 Disclosure and dissemination of information made through any one of the various media including disclosure to stock exchanges shall be treated as proper disclosure and dissemination of the information.

Declaration:

The Bank hereby declares that all requisite measures shall be taken to ensure adherence with the principles of fair disclosure of Unpublished Price Sensitive Information

