

(भारत सरकार का उपक्रम)

मर्चेन्ट बैंकिंग प्रभाग, प्रधान कार्यालय

प्रथम तल, प्लॉट सं.5,

सेक्टर-32, इंस्टीट्यूशनल एरिया,

गुडगांव-122001,

टेलि.सं.- 0124-4126285-86

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ओ.बी.सी.

(A GOVERNMENT OF INDIA UNDERTAKING)

Merchant Banking Division, Corporate Office

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Institutional Area, Sector - 32,

Gurgaon -122001 (Haryana)

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HO/MBD/2015

14.05.2015

The General Manager,
Dept. of Corporate Services,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Mumbai-400001

Dear Sir,

Reg. Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015

This has reference to the SEBI Notification dated 15.01.2015 followed by SEBI Circular No. CIR/ISD/01/2015 dated 11.05.2015 regarding disclosures required to be made pursuant to SEBI (Prohibition of Insider Trading) Regulations 2015.

We wish to submit that Bank has formulated the Codes duly approved by the board of directors as under:

- "Code of Conduct for regulating, monitoring and reporting of trading by Insiders" and
- "Code of Practices and Procedures for fair disclosure of unpublished price sensitive information".

The copies of the aforementioned codes are enclosed for your perusal. The codes are being displayed on the official website of the Bank i.e www.obcindia.co.in.

Yours faithfully

Manoj Saxena
General Manager (MBD) and Compliance Officer
0124-4126542

**ORIENTAL BANK OF COMMERCE CODE OF CONDUCT FOR REGULATING,
MONITORING AND REPORTING OF TRADING BY INSIDERS**

This “Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders” hereinafter referred to as the “Code” is being framed pursuant to Regulation 9 (1) of the SEBI (**Prohibition of Insider Trading**) Regulations, 2015 as amended and which may be modified by the Board of Directors of the Bank from time to time pursuant to SEBI guidelines.

1. PREFACE

Insider trading is the buying or selling or dealing in the securities of a listed Company by an Insider who has knowledge of material ‘inside’ information not available to the general public. The dealing in securities by an ‘insider’ is illegal when it is predicated upon the utilization of ‘inside’ information to profit at the expense of other investors who do not have access to the same information. The prices of most securities generally reflect the available public information about the companies. Hence, any investor who acts on non-public information does so at the cost of public confidence in the securities market and in the process he distorts the level playing field.

The Securities and Exchange Board of India (SEBI) has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 on 15th January 2015 which shall be effective from 15th May 2015 and repealed SEBI (Prohibition of Insider Trading) Regulations, 1992 effective that date.

The Regulations require all **listed companies** and market intermediaries to set up appropriate mechanism and to frame and enforce a Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders prescribing various disclosures of interest or holding to be made by them. In conformity with new Regulations, the Bank has drafted a Code which shall come into force with effect from 15th May 2015.

2. OBJECTIVE

The objective of the Code is to prevent Insider Trading by regulating, monitoring and reporting trading by its employees and other connected persons in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

3. APPLICABILITY

This Code will be applicable to Insiders which include Directors / Designated Persons.

4. DEFINITIONS

- a) “Act” means the Securities and Exchange Board of India Act, 1992.
- b) “Bank” means Oriental Bank of Commerce
- c) “Board” means Board of Directors of the Bank”
- d) “Code” means “Oriental Bank of Commerce Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders”, as applicable, including modifications made thereto from time-to-time.
- e) “Compliance Officer” shall mean General Manager, Merchant Banking Department, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the Codes specified in the aforementioned regulations under the overall supervision of the Board of Directors of the Bank.
- f) “Connected Person” means, -
 - (i) any person who is or has during the six months prior to the concerned act been associated with the Bank, directly or indirectly, in any capacity including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Bank or holds any position including a professional or business relationship between himself and the Bank whether temporary or permanent, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
 - (ii) without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be connected persons unless the contrary is established,
 - 1) an immediate relative of connected persons ; or
 - 2) the holding, associate or subsidiary Bank; or
 - 3) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - 4) an investment Company, trustee Company; asset management Company or employee or director thereof; or
 - 5) an official of a stock exchange or a clearing house or corporation; or
 - 6) a member of board of trustees of a mutual fund or a member of the Board of Directors of the asset management Company of a mutual fund or is an employee thereof; or

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- 7) a member of the board of directors or an employee of a public financial institution as defined in section 2(7) of the Companies Act, 2013; or
 - 8) an official or an employee of a self regulatory organization recognized or authorized by the Board; or
 - 9) a banker of the Bank; or
 - 10) a concern, firm, trust, Hindu undivided Family, Company or association of persons wherein a director of a Bank or his immediate relative or banker of the Bank, has more than ten percent of the holding or interest.
- g) Designated Persons” means:
- (i) All the General Managers, Dy. General Managers and Asstt. General Managers working in Corporate Office / Head Office / Regional Offices and Large Corporate Branches of the Bank.
 - (ii) All officers working in MD & CEO Secretariat, Executive Director’s Secretariat, GM Secretariat, Board Secretariat, Merchant Banking Department, Integrated Treasury & Investment Department and Accounts Department 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.
- h) “Director” means a member of the Board of Directors of the Bank.
- i) “Generally available Information" means information that is accessible to the public on a non-discriminatory basis.
- j) "Immediate Relative" means a spouse of a person and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities.
- k) “Insider” means any person who is
- (i) a connected person; or
 - (ii) in possession of or having access to unpublished price sensitive information
- l) “Key Managerial Persons or Personnel” means key managerial persons as defined in *Section 2 (51) of the Companies Act, 2013.

“Key Managerial Personnel” means

- i) Chief Executive Officer or the Managing Director appointed under The Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1980;
- ii) Company Secretary;
- iii) Whole-time director;

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- iv) Chief Financial Officer; and
- v) such other officer as may be prescribed;
- m) "Promoter" shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 or any modification thereof;
- n) "Regulations" shall mean SEBI (Prohibition of Insider Trading) Regulations, 2015
- o) "SEBI" means the Securities and Exchange Board of India;
- p) "Securities" shall have the meaning assigned to it under the Securities Contracts (Regulations) Act, 1956 or any modification thereof except units of a mutual fund and includes derivative transactions in the shares of the Bank;
- q) "Specified" means specified by SEBI in writing
- r) "trading" means and includes subscribing, buying, selling, dealing, or agreeing to subscribe, buy, sell, deal in any securities, and "trade" shall be construed accordingly;
- s) "trading day" means a day on which the recognized stock exchanges are open for trading;
- t) "trading plan" means the term 'trading plan' as described in Regulation 5 of the Regulations;
- u) "Takeover Regulations" means the Securities and Exchange of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and any amendments thereto;
- v) "unpublished price sensitive information" means any information, relating to a Bank or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following:--
 - (i) Financial Results;
 - (ii) Dividends
 - (iii) Change in capital structure
 - (iv) Mergers, demergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - (v) Changes in key managerial personnel; and
 - (vi) Material events in accordance with the listing agreement.

Words and phrases not specifically defined herein but defined in Securities and Exchange Board of India Act, 1992, Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or Companies Act, 2013 and rules and regulations made thereunder shall have the meanings respectively assigned to them in those legislations.

5. RESTRICTIONS ON COMMUNICATION OR PROCUREMENT OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- 5.1 The Insider shall maintain confidentiality of all 'Unpublished Price Sensitive Information'. No Insider shall communicate, provide or allow access, directly or indirectly, to any unpublished price sensitive information relating to the Bank or securities listed or proposed to be listed, to any person including other insiders except where such communication is in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

'Unpublished Price Sensitive Information' shall be handled on a "need to know" basis. "Need to Know" basis means that Unpublished Price Sensitive Information should be disclosed only to those within the Bank who need the information to discharge their duty.

- 5.2 No person shall procure from or cause the communication by any insider of unpublished price sensitive information, relating to the Bank or securities listed or proposed to be listed, except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.

In terms of extant provisions of the Regulations, the 'Code' shall contain norms for appropriate Chinese Wall procedures and processes for permitting any designated person to 'cross the wall'. The term "Chinese Wall" refers to separation of those areas of the organisation which routinely have access to confidential information considered "inside areas" from other areas or departments considered "public areas". The Bank's Code has specifically designated the 'Inside areas' which include MD & CEO Secretariat, Executive Director's Secretariat, GM Secretariat, Board Secretariat, Merchant Banking Department, Integrated Treasury & Investment Department and Accounts Department. In terms of Chinese Wall, the employees in the inside area shall not communicate any Unpublished Price Sensitive Information to anyone in public area. In exceptional circumstances, employees from the public areas may be brought "over the wall" and given confidential information on the basis of "need to know" criteria, under intimation to the Compliance Officer.

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If the Compliance Officer is reported of any breach committed / accidental crossing of 'Chinese Wall' by an Insider, immediate action shall be initiated to stop the information from being further misused.

- 5.3 An unpublished price sensitive information may be communicated, provided, allowed access to or procured, in connection with a transaction which entails:
- a) an obligation to make an open offer under the Takeover Regulations where the Board of Directors of the Bank is of informed opinion that the proposed transaction is in the best interests of the Bank;
 - b) not attract the obligation to make an open offer under the Takeover Regulations but where the Board of Directors of the Bank is of informed opinion that the proposed transaction is in the best interests of the Bank and the information that constitute unpublished price sensitive information is disseminated to be made generally available at least two trading days prior to the proposed transaction being effected in such form as the Board of Directors may determine.

The Board of Directors shall for the purposes of transaction mentioned in clauses 5.1 and 5.2 require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep the information so received confidential, except for the purpose mentioned in clause 5.3 and shall not otherwise trade in securities of the Bank when in possession of unpublished price sensitive information.

6. TRADING WHEN IN POSSESSION OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- (1) No insider shall trade in securities that are listed or proposed to be listed on a stock exchange when in possession of unpublished price sensitive information:

Provided that the insider may prove his innocence by demonstrating the circumstances including the following : –

- (i) the transaction is an off-market inter-se transfer between promoters who were in possession of the same unpublished price sensitive information without being in breach of the provisions of Clause 5 as stated in the Code and both parties had made a conscious and informed trade decision;
- (ii) in the case of non-individual insiders: –

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- (a) the individuals who were in possession of such unpublished price sensitive information were different from the individuals taking trading decisions and such decision-making individuals were not in possession of such unpublished price sensitive information when they took the decision to trade; and
 - (b) appropriate and adequate arrangements were in place to ensure that these regulations are not violated and no unpublished price sensitive information was communicated by the individuals possessing the information to the individuals taking trading decisions and there is no evidence of such arrangements having been breached;
 - (iii) the trades were pursuant to a trading plan as provided in Clause 7 of the Code.
- (2) In the case of connected persons the onus of establishing that they were not in possession of unpublished price sensitive information shall be on such connected persons and in other cases, the onus would be on the SEBI.

7. PREVENTION OF MISUSE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

7.1 Trading Plan

An insider shall be entitled to formulate a trading plan for dealing in securities of the Bank and present it to the Compliance Officer for approval and public disclosure pursuant to which trades may be carried out on his behalf in accordance with such plan.

7.2 A Trading Plan shall

- (i) not entail commencement of trading on behalf of the insider earlier than six months from the public disclosure of the plan;
- (ii) not entail trading for the period between the twentieth trading day prior to the last day of any financial period for which results are required to be announced by the Bank and the second trading day after the disclosure of such financial results;
- (iii) entail trading for a period of not less than twelve months;
- (iv) not entail overlap of any period for which another trading plan is already in existence;
- (v) set out either the value of trades to be effected or the number of securities to be traded along with the nature of the trade and the intervals at, or dates on which such trades shall be effected; and
- (vi) not entail trading in securities for market abuse.

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- 7.3 The Compliance Officer shall review the Trading Plan to assess whether the plan would have any potential for violation of these regulations and shall be entitled to seek such express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan in terms of these Regulations.
- 7.4 The Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either deviate from it or to execute any trade in the securities outside the scope of the trading plan.
Provided that, the implementation of the trading plan shall not be commenced, if at the time of formulation of the plan, the Insider is in possession of any unpublished price sensitive information and the said information has not become generally available at the time of the commencement of implementation. In such a situation, the commencement of the Trading Plan shall be deferred until such unpublished price sensitive information becomes generally available information. Further, the Insider shall also not be allowed to deal in securities of the Bank, if the date of trading in securities of the Bank, as per the approved Trading Plan, coincides with the date of closure of Trading Window announced by the Compliance Officer.
- 7.5 Upon approval of the trading plan, the compliance officer shall notify the plan to the stock exchanges on which the securities are listed.

8. TRADING WINDOW AND ITS CLOSURE

- 8.1(i) "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.
- (ii) The trading window shall be closed atleast 7 days prior to unpublished price sensitive information becoming public.
- (iii) Directors / Designated Persons and their immediate relatives who can reasonably be expected to have possession of unpublished price sensitive information shall not trade when Trading Window is closed or during any other period as may be specified by the Bank from time to time.
- (iv) The Compliance Officer of the Bank shall intimate the closure of Trading Window to the Insiders when any of the following events occur:-
- a) Financial Results;
 - b) Dividends
 - c) Change in capital structure

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- d) Mergers, demergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
 - e) Material events in accordance with the listing agreement
- (v) The Trading window shall be re-opened forty-eight hours after the unpublished price sensitive information becomes generally available.
- (vi) The Trading Window shall also be applicable to any person having contractual or fiduciary relation with the Bank, such as auditors, accountancy firms, law firms, analysts, consultants etc., assisting or advising the Bank.

9. PRE-CLEARANCE OF TRADES

9.1 All Directors and Designated Persons shall:

- execute trades subject to the Compliance with the Code
- trade only when “Trading Window” is open.
- trade in the securities of the Bank from and above 5000 number of securities only on seeking pre-clearance in **Form E** from the Compliance Officer.

9.2 An Undertaking shall be executed in favour of the Bank by such Directors and Designated Persons incorporating, inter alia, the following clauses, as may be applicable:

- (a) That the Directors and Designated Persons do not have any access or have not received “Unpublished Price Sensitive Information” up to the time of signing the Undertaking.
- (b) That in case the Directors and Designated Persons have access to or receive “Unpublished Price Sensitive Information” after the signing of the Undertaking but before the execution of the transaction they shall inform the Compliance Officer of the change in their position and that they would completely refrain from dealing in the securities of the Bank till the time such information becomes public.
- (c) That they have not contravened the Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders as notified by the Bank from time to time.
- (d) That they have made a full and true disclosure in the matter.

9.3 The Compliance Officer may after

- seeking such information as may be necessary from the applicant ensuring that the applicant is not in the possession of unpublished price sensitive information;

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- confirming that the request for trade is in accordance with the Trading Plan submitted by the applicant earlier;
 - applicant has not done any prior contra trade within the previous period of six months,
 - ensuring that declaration, if any, made at the time of seeking pre-clearance is correct, grant the Pre-Clearance. The Pre-Clearance shall be valid for a maximum period of 7 trading days. In case of failure to execute trade within the stipulated period fresh application for obtaining pre-clearance has to be sought.
- 9.4 Pre-clearance shall be required even if the transaction is only in the nature of transfer of beneficiary rights to any of the immediate relatives of the applicant.
- 9.5 The applicant shall be required to disclose the details of the trade within two days of such trade. In the event the applicant does not trade during the period, the applicant shall report to the Compliance Officer, the reasons for the same.
- 9.6 The applicants shall not execute a contra trade for a period of 6 months within which a trade is permitted.
- 9.7 The Compliance Officer may grant relaxation to a contra trade for reasons recorded in writing provided that such relaxation does not violate the Code or the Regulations.
- 9.8 In case a contra trade is executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to SEBI for credit to the Investor Protection and Education Fund administered by SEBI.
- 9.9 In case securities are to be allotted to any Director or employee in terms of the ESOP/ESPS Scheme of the Bank, there shall be no restriction on allotment of securities even during the Trading Window Closure period. However, the employee shall not be permitted to dispose off the securities during the Trading Window Closure period.

10. OTHER RESTRICTION

The disclosures made under this Code shall be maintained by the Bank for a period of five years.

11. REPORTING REQUIREMENTS FOR TRANSACTIONS IN SECURITIES

The disclosures to be made by any person under this Clause shall include those relating to trading by such person's immediate relatives and by any other person for whom such person takes trading decisions.

(a) Initial Disclosures

- (i) Every Promoter, Director, Key Managerial Personnel and Designated Person of the Bank shall disclose his holding of securities (including derivatives) of the Bank as on 15th May 2015 within thirty days i.e. by 14th June 2015 to the Compliance Officer in **Form A**;
- (ii) Every person on appointment as a director, key managerial personnel or as a Designated Person of the Bank or upon becoming a promoter shall disclose his holding of securities (including derivatives) of the Bank as on the date of appointment or becoming a promoter, to the Compliance Officer within seven days of such appointment or becoming a promoter in **Form B**.

b) Continual Disclosure

- (i) Every promoter, director and designated person of the Bank shall disclose to the Compliance Officer in **Form C** the number of securities acquired or disposed of within two trading days of such transaction, if the value of the securities (including derivatives) traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rs.10 Lac.
- (ii) The Compliance Officer shall notify the particulars of such trading to the stock exchanges on which the securities (including derivatives) are listed within two trading days of receipt of the disclosure or from becoming aware of such information.

c) Disclosures by other connected persons.

The Compliance Officer may, at his discretion require any other connected person to make disclosures of holdings and trading in securities of the Bank in such form and at such frequency as may be determined by the Compliance Officer in order to monitor compliance with these Regulations in **Form D**.

Note: The disclosure of the incremental transactions after any disclosure made aforesaid shall be made when the transactions effected after the prior disclosure crosses the threshold specified as stated above.

12. REPORTS

- a) The Compliance Officer shall submit a compliance report to the Audit Committee of the Board at the end of every quarter.
- b) The Compliance Officer shall within seven days of coming to know of any contravention of the Code or the Regulations, immediately bring the same to the notice of the Chairman of the Audit Committee and also notify SEBI of the contravention.

14. PENALTY AND PUNISHMENT FOR CONTRAVENTION OF CODE OF CONDUCT

- (a) Any 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 penalized by the Bank. The Bank may take appropriate action against such person and such action may include disciplinary action viz., wage freeze, suspension, ineligibility for future participation in employee stock option plans etc for contravention of the Code.
- (b) Such a person shall also be subject to any action that may be taken by SEBI for violation of the Code in accordance with the provisions of the Act reproduced as under:

Section 15G of the Act: Penalty for Insider Trading - If any insider who—

- (i) either on his own behalf or on behalf of any other person, deals in securities of a body corporate listed on any stock exchange on the basis of any unpublished price-sensitive information; or
- (ii) communicates any unpublished price-sensitive information to any person, with or without his request for such information except as required in the ordinary course of business or under any law; or
- (iii) counsels, or procures for any other person to deal in any securities of any body corporate on the basis of unpublished price-sensitive information, shall be liable to a penalty [which shall not be less than ten lakh rupees but which may extend to twenty-five crore rupees or three times the amount of profits made out of insider trading, whichever is higher].

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FORM A

Name of the Bank: _____

ISIN of the Bank: _____

Details of Securities held by Promoter, Key Managerial Personnel (KMP), Director and other such persons as mentioned in Clause 11 (a) (i)

Name, PAN No., CIN/DIN & address with contact nos.	Category of Person (Promoters/ KMP / Directors/immediate relatives/others etc)	Securities held as on 15.05.2015		% of Shareholding	Open Interest of the Future contracts held as on 15.05.2015		Open Interest of the Option Contracts held as on 15.05.2015	
		Type of Security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of Units (contracts * lot size)	Notional value in Rupee terms	Number of Units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6		7	

Signature:

Designation:

Date:

Place:

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FORM B

Name of the Bank: _____

ISIN of the Bank: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter and other such persons as mentioned in Clause 11(a) (ii)

Name, PAN No., CIN/ DIN & address with contact nos	Category of person (Promoters/ KMP/Directors/ immediate relatives /others etc)	Date of appointment of Director /KMP OR Date of becoming Promoter	Securities held at the time of becoming Promoter/appointment of Director/KMP		% of Shareholding	Open Interest of the Future contracts held at the time of becoming Promoter/ appointment of Director/KMP		Open Interest of the Option Contracts held at the time of Becoming Promoter /appointment of Director /KMP	
			Type of Security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.		Number of Units (contracts* lot size)	Notional value in Rupee terms	Number of units (contracts * lot size)	Notional value in Rupee terms
1	2	3	4	5	6	7	8	9	10

Signature:

Designation:

Date:

Place:

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FORM C

Name of the Bank: _____

ISIN of the Bank: _____

Details of change in holding of Securities of Promoter, Employee or Director and other such persons as mentioned in Clause 11(b)(i)

Name, PAN No., CIN/DIN, & address of Promoter/ Employee /Director With contact nos.	Category of person (Promoters/ KMP / Directors/ immediate relatives/ others etc)	Securities held prior to Acquisition /disposal		Securities acquired/Disposed		% of Shareholding		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to Bank	Mode of Acquisition (market purchase/ public rights/ preferential offer / off market/ Inter-se transfer etc.	Trading in derivatives Specify type of contract, Futures or Options etc)				Exchange on which the trade was executed	
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Type of Security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Pre transaction	Post transaction	From	To			Buy		Sell			
												Value	Number of units (contracts* lot size)	Value	Number of units (contracts* lot size)		
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	

Signature:

Designation:

Date:

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Form D

Transactions by Other connected persons as identified by the Bank as mentioned in Clause 11(c)

1	2	3		4		5		6		7	8	9	10	11	12	13				17	
		Type of Security (For eg. – Shares, Warrants, Convertible Debentures etc.)	4	Type of Security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No	Pre transaction	Post transaction	From	To							Buy		Sell			
																Value	Number of units (contracts * lot size)	Value	Number of units (contracts * lot size)		

FORM E

Pre-Clearance Application Form for Trading in Securities

Date:

The Compliance Officer,
Oriental Bank of Commerce,
Corporate Office,
Gurgaon

Dear Sir / Madam,

Reg. Pre-Clearance Application for Trading in securities of the Bank

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Bank's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders, I seek approval to purchase / sale / subscribe of _____ equity shares of the Bank as per details given below:

1	Name of the Applicant	
2	Designation	
3	Number of securities held as on date	
4	Folio No. / DP ID / Client ID No.	
5	The proposal is for	(a) Purchase of securities (b) Subscription to securities (c) Sale of securities
6	Proposed date of dealing in securities	
7	Estimated number of securities proposed to be acquired / subscribed / sold	
8	Price at which the transaction is proposed	
9	Current market price (as on date of application)	
10	Whether the proposed transaction will be through stock exchange or off-market deal	
11	Folio No. / DP ID / Client ID No. where the securities will be credited / debited	

I enclose herewith the Undertaking signed by me.

Yours faithfully,

(Signature of Employee)

Undertaking to be accompanied with the Application for Pre-Clearance

The Compliance Officer,
Oriental Bank of Commerce,
Corporate Office,
Gurgaon

I, _____ (Name), _____ (Designation) of the Bank residing at _____, am desirous of dealing in _____ * shares of the Bank as mentioned in my application dated _____ for pre-clearance of the transaction. I further declare that I am not in possession of or otherwise privy to any Unpublished Price Sensitive Information (as defined in the Bank's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders (the Code) up to the time of signing this Undertaking. In the event that I have access to or received any information that could be construed as "any Unpublished Price Sensitive Information" as defined in the Code, after the signing of this undertaking but before executing the transaction for which approval is sought, I shall inform the Compliance Officer of the same and shall completely refrain from dealing in the securities of the Bank until such information becomes public. I declare that I have not contravened the provisions of the Code as notified by the Bank from time to time. If approval is granted, I shall execute the deal within 7 trading days of the receipt of approval failing which I shall seek pre-clearance. I declare that I have made full and true disclosure in the matter.

Date:

Signature: _____

* Indicate number of shares

Pre- Clearance Order

To,

Name: _____

Designation: _____

Place of Posting: _____

This is to inform you that your request for dealing in _____ (nos) shares of the Bank as mentioned in your application dated _____ is approved. Please note that the said transaction must be completed on or before _____ (date) that is within 7 trading days from today. In case you do not execute the approved transaction / deal on or before the aforesaid date you would have to seek fresh pre-clearance before executing any transaction / deal in the securities of the Bank. Further, you are required to file the details of the executed transactions in the attached format within 2 days from the date of transaction/deal. In case the transaction is not undertaken a 'Nil' report shall be necessary.

Yours faithfully,

for **Oriental Bank of Commerce**

Compliance Officer

Date : _____

Encl: Format for submission of details of transaction

Details of Trading pursuant to Pre-Clearance

(To be submitted within 2 days of transaction / dealing in securities of the Bank)

To,
The Compliance Officer,
Oriental Bank of Commerce,
Corporate Office,
Gurgaon

I hereby inform that I

- have not bought / sold / subscribed any securities of the Bank
- have bought / sold / subscribed to _____ securities as mentioned below on ____ (date)

Name	No. of securities dealt with	Bought/sold/subscribed	DP ID/Client ID / Folio No	Price (Rs.)

In connection with the aforesaid transaction(s), I hereby undertake to preserve, for a period of 3 years and produce to the Compliance officer / SEBI any of the following documents:

1. Broker's contract note.
2. Proof of payment to / from brokers.
3. Extract of bank passbook/statement (to be submitted in case of demat transactions).
4. Copy of Delivery instruction slip (applicable in case of sale transaction).

I agree to hold the above securities for a minimum period of six months. In case there is any urgent need to sell these securities within the said period, I shall approach the Compliance Officer or necessary approval. (applicable in case of purchase /subscription).

I declare that the above information is correct and that no provisions of the Bank's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and / or applicable laws / regulations have been contravened for effecting the above said transactions(s).

Date : _____

Signature: _____

Name:

Designation:

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Oriental Bank of Commerce Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

Pursuant to regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, a code of practices and procedures for fair disclosure of unpublished price sensitive information has been framed by the Bank and detailed hereunder so as to ensure timely and adequate disclosure of price sensitive information with respect to the Bank.

1. The Bank shall make prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The Bank shall make uniform and universal dissemination of unpublished price sensitive information through prompt intimation to Stock Exchanges to avoid selective disclosure.
3. The Bank shall designate the General Manager (MBD) as the **Chief Investor Relations officer** to take all required action for dissemination of information and disclosure of unpublished price sensitive information.
4. The Bank shall promptly disseminate unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Bank shall give appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities.
6. The Bank shall ensure that the information, if any, shared with analysts and research personnel is not unpublished price sensitive information.

The following guidelines shall be followed while dealing with analysts and institutional investors

- Only public information to be provided.
- At least two Bank representatives be present at meetings with analysts, media persons and institutional investors.
- Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.
- Simultaneous release of information after every such meet.

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

7. The Bank shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. The policies framed by the Bank shall be disclosed on its website in terms of the requirements of the applicable laws.
9. Unpublished price sensitive information shall be handled on a need-to-know basis i.e. unpublished price sensitive information shall be disclosed only to those who need the information to discharge their duty.

Disclosure: The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and every amendment thereto shall be promptly intimated to the stock exchanges and also published on the Bank's website.