

UCO Bank Code of Conduct

For

FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

[Framed under Securities and Exchange Board of India
(Prohibition of Insider Trading) Regulations, 2015]



UCO Bank
Head Office, 10, B T M Sarani
Kolkata – 700 001

(Last reviewed by Board of Directors at its meeting held on 26th March, 2021)

PART B

**CODE OF CONDUCT FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE
SENSITIVE INFORMATION**

I. Objective

The objective of the Code of fair disclosure 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.

II. DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- i. The Bank shall promptly disclose unpublished price sensitive information that would impact price discovery as soon as credible and concrete information is in possession of the Bank.
- ii. Bank discloses unpublished price sensitive information in conformity with the Listing Agreement and SEBI guidelines and thus ensures uniform and universal dissemination of unpublished price sensitive information and avoids selective disclosure.
- iii. In a scenario when Bank selectively discloses any unpublished price sensitive information inadvertently or otherwise, the steps shall be taken to disseminate the same promptly to make such information generally available.
- iv. All unpublished price sensitive information shall be handled by the officials of the Bank and other connected persons on need to know basis and in accordance with the provisions of the Regulations.

III. Overseeing Disclosure Practices

- i. Bank has designated the Compliance Officer (CFO) of the Bank to oversee corporate disclosure practices. The Compliance Officer (CFO) 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.
- ii. **The event will be considered as material for disclosure of price sensitive information if it meets the following criteria:**

An event or information shall be considered material where such information or event have impact exceeding 5% of the operating profit of our Bank as per previous year audited financial statements

or

Amount involved in such information/event exceeds 5% of the net worth of the Bank as per previous year audited financial statements, whichever is lower.”

- iii. The Compliance Officer (CFO) shall be assisted in his responsibilities for overseeing corporate disclosure practices by Company Secretary who is designated as the nodal officer for co-ordination and communication with stock exchanges and also for ensuring compliance with various terms and conditions of the listing agreement with stock exchanges.
- iv. All the queries or requests for verification of newspaper reports or market rumors received from stock exchanges or any other regulatory authority shall be handled by the Company Secretary of the Bank who will arrange to obtain the necessary clarifications from the concerned departments, which would be duly approved by respective head of the departments, and will advise the Stock Exchanges accordingly.
- v. The Chief Financial Officer (presently Dy. General Manager, Finance) shall be the designated official responsible for deciding whether a public announcement / disclosure is necessary for verifying or denying rumours and making such announcement/disclosure, if required.
- vi. The Departmental Heads of the Bank shall keep the Chief Financial Officer (presently Dy. General Manager, Finance) posted/advised of all important developments taking place in their respective functional areas that have a bearing on Bank's working and profitability.
- vii. The Departmental Heads of the Bank shall ensure that information shared with analysts and research personnel is not unpublished price sensitive information. The transcripts or records of proceedings of meetings with analysts and other investor relations conferences shall be made available on the Bank's website to ensure official confirmation and documentation of disclosures made.

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