



CODE OF CONDUCT - PROHIBITION OF INSIDER TRADING POLICY

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PART A : TRADING IN SECURITIES OF THE BANK**1. Objective and Scope of the Code**

This Code of Conduct is formulated to Regulate, Monitor and Report trading in Securities of the Bank by Designated Persons and their Immediate Relatives. The objective of this Code is the preservation of confidentiality of UPSI, to prevent misuse of such information and to prohibit a Designated Person and his / her Immediate Relative from trading in the Bank's Securities while in possession of UPSI. This Code also lays down the ethical standards to be adhered to while trading in Securities of the Bank. The Code has been framed and adopted under Regulation 9 read with Schedule B of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("SEBI PIT Regulations"). In compliance with the said requirements, the Bank has introduced this Code.

This Code shall come into effect on December 2, 2019.

In the event of any amendments to the SEBI PIT Regulations (including pursuant to any circulars or FAQs issued by the Securities and Exchange Board of India or Depositories or Stock Exchanges or any other regulatory body for the time being in force) in so far as they apply to the Bank, this Code shall be deemed to be simultaneously amended to incorporate any such amendments.

2. Definitions

- 2.1. "Act"** shall mean the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- 2.2. "Board"** shall mean the Securities and Exchange Board of India;
- 2.3. "Code" or "Code of Conduct"** shall mean the Code of Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons of CSB Bank Limited as amended from time to time;
- 2.4. "Bank"** shall mean CSB Bank Limited;
- 2.5. "Compliance Officer"** shall mean the Company Secretary or such other senior officer, who is Financially Literate and is capable of appreciating requirements for legal and regulatory compliance under the SEBI PIT Regulations designated so and reporting to the Board of Directors 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compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of unpublished price sensitive information, monitoring of trades and the implementation of the codes specified in the SEBI PIT Regulations under the overall supervision of the board of Directors of the Bank;
- 2.6. "Connected Person"** shall mean
 - (a)** any person who is or has been during the six months prior to the concerned act associated with the Bank, in any capacity, directly or indirectly, 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, whether temporary or permanent, with the Bank that allows such a person, directly or indirectly, access to UPSI or is reasonably expected to allow such access.

- (b) 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, -
- (i) A relative of Connected Persons specified in clause (a); or
 - (ii) a holding company or associate company or subsidiary company, if any; or
 - (iii) an intermediary as specified in Section 12 of the Act or an employee or director thereof; or
 - (iv) an investment company, trustee company, asset management company or an employee or director thereof; or
 - (v) an official of a stock exchange or of clearing house or corporation; or
 - (vi) 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
 - (vii) a member of the board of directors or an employee, of a public financial institution as defined in section 2(72) of the Companies Act, 2013; or
 - (viii) an official or an employee of a self-regulatory organization recognized or authorized by the Board; or
 - (ix) a banker of the Bank; or
 - (x) a concern, firm, trust, Hindu Undivided Family, company or association of persons wherein a director of the Bank or his Relative has more than ten per cent of the holding or interest.
 - (xi) a firm or its partner or its employee in which a connected person specified in sub-clause (a) of clause (2.6) is also a partner; or
 - (xii) a person sharing household or residence with a connected person specified in sub-clause (a) of clause (2.6);

2.7. “Designated Persons(s)” shall include:

- (a) All the directors on the Board of the Bank and their Immediate Relatives.
- (b) All person(s) forming a part of the Promoter and their Immediate Relatives.
- (c) Key Managerial Personnel defined under The Companies Act, 2013 (“KMP”) of the Bank and each of their respective Immediate Relatives;
- (d) All the officers of the Accounts Department, MD&CEO’s Secretariat, Secretarial Department, Strategy Department and each of their respective Immediate Relatives;
- (e) Employees up to two level below Chief Executive Officer of the Bank irrespective of their functional role in the Bank or ability to have access to unpublished price sensitive

information, including their Immediate relatives;

- (f) All officers who are reporting directly to Chief Executive Officer, irrespective of their grade, and have access to unpublished price sensitive information, if not covered under points (c) to (e) including their Immediate relatives and;
- (g) Any other employee as may be determined and informed by the Compliance Officer from time to time including their Immediate Relatives.

2.8. “Director” shall mean a member of the board of Directors of the Bank.

2.9. “Financially Literate” shall mean a person who has the ability to read and understand basic financial statements i.e. balance sheets, profit and loss account, and statement of cash flows.

2.10. “Generally Available Information” shall mean information that is accessible to the public on a non-discriminatory basis and shall not include unverified event or information reported in print or electronic media.

2.11. “Immediate Relative” shall mean 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.

2.12. “Insider” shall mean any person who is

- (a) Connected Person or
- (b) in possession of or having access to unpublished price sensitive information.

2.13. “Key Managerial Personnel” shall have the meaning assigned to it under Section 2(51) of the Companies Act, 2013.

2.14. “Promoter” shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof.

2.15. “Promoter Group” shall have the meaning assigned to it under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 or any modification thereof.

2.16. “Relative” shall mean the following:

- (1) spouse of the person;
- (2) parent of the person and parent of its spouse;
- (3) sibling of the person and sibling of its spouse;
- (4) child of the person and child of its spouse;
- (5) spouse of the person listed at sub-clause (3); and
- (6) spouse of the person listed at sub-clause (4)

2.17. “Securities” shall have the meaning assigned to it under the Securities Contracts (Regulation) Act, 1956 (42 of 1956) or any modification thereof.

- 2.18. “Takeover Regulations”** shall mean the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including any amendments thereto;

- 2.19. “Trading”** shall mean and includes subscribing, redeeming, buying, selling, dealing, or agreeing to subscribe, redeem, buy, sell, deal in any Securities, and **“Trade”** shall be construed accordingly.
- 2.20. “Trading Day”** shall mean a day on which the recognized stock exchanges are open for Trading.
- 2.21. “Unpublished Price Sensitive Information” or “UPSI”** shall mean any information, relating to the 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: –
- a) financial results;
 - b) dividends;
 - c) change in capital structure;
 - d) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business, award or termination of order/contracts not in the normal course of business and such other transactions;
 - e) Changes in Key Managerial Personnel other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
 - f) change in rating(s), other than ESG rating(s);
 - g) fund raising proposed to be undertaken;
 - h) agreements, by whatever name called, which may impact the management or control of the Bank;
 - i) fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the Bank, whether occurred within India or abroad;
 - j) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
 - k) admission of winding-up petition filed by any party /creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
 - l) initiation of forensic audit, by whatever name called, by the Bank or any other entity for detecting mis-statement in financials, misappropriation/ siphoning or diversion of funds and receipt of final forensic audit report;
 - m) action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the Bank or its directors, key managerial personnel, promoter or subsidiary, in relation to the Bank;
 - n) outcome of any litigation(s) or dispute(s) which may have an impact on the Bank;
 - o) giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the Bank not in the normal course of business;
 - p) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals.

- 2.22. “SEBI PIT Regulations”** shall mean the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and any amendments thereto.
- 2.23. “Material financial relationship”** shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift from a designated person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such designated person but shall exclude relationships in which the payment is based on arm's length transactions.

Words and expressions used and not defined herein but defined in the Act, the Securities Contracts (Regulation) Act, 1956 (42 of 1956), the Depositories Act, 1996 (22 of 1996) or the Companies Act, 2013 (18 of 2013) and rules and regulations made there under shall have the meanings respectively assigned to them in those legislations.

3. Compliance Officer

- 3.1.** The Compliance Officer shall report on insider trading to the Board of Directors regarding compliance with the SEBI PIT Regulations and in particular, shall provide reports (in such formats as may be specified by the Board) on Trading in Securities by Designated Persons to the Chairman of the Audit Committee/ Audit Committee or to the Board or to the Chairman of the Board on a quarterly basis or under such frequency as may be prescribed by the Board of Directors.
- 3.2.** In the absence of the Compliance Officer for any reason, any senior officer, reporting to the board of Directors, who is Financially Literate and is capable of appreciating requirements for legal and regulatory compliance, shall be appointed by the board of Directors to carry out the responsibilities of the Compliance Officer as required under this Code and the SEBI PIT Regulations.
- 3.3.** The Compliance Officer shall be responsible for:
- (a)** administering this Code and other requirements under the SEBI PIT Regulations for compliance of the policies, procedures prescribed therein.
 - (b)** setting forth policies, procedures, maintenance of records and monitoring adherence to the rules for preservation of UPSI;
 - (c)** monitoring of Trades and implementation of this Code under the overall supervision of the board of Directors of the Bank;
 - (d)** providing disclosures to the stock exchange as required under the SEBI PIT Regulations;
 - (e)** pre-clearing of Trades by Designated Persons and their Immediate Relatives, in accordance with the SEBI PIT Regulations and this Code;

- (f) maintaining a list of Designated Persons and also updating changes to the list from time to time;
- (g) maintaining a record of the opening and closing of the Trading Window;
- (h) reviewing Trading Plans and assessing the potential of a Trading Plan to violate the SEBI PIT Regulations, if any;
- (i) approving and monitoring the implementation of the Trading Plan;
- (j) notifying the Trading Plan to the stock exchanges where the Securities are listed, on approval of the Trading Plan; and
- (k) maintaining records of all declarations, statements and other relevant information received by him/ her under this Code for a minimum period of 5 years from the date of receipt of the same.

3.4. The Compliance Officer shall be authorized to seek such information from the Designated Persons and Connected Persons as may be required to ensure or verify compliance with this Code and the SEBI PIT Regulations and to give such approvals as are specified in the Code.

3.5. The Compliance Officer shall assist Designated Persons in addressing any clarifications regarding the SEBI PIT Regulations and this Code.

4. Preservation of UPSI

4.1. UPSI shall be handled within the Bank on a need-to-know basis and no UPSI shall be communicated to any person, and no person shall procure or cause the communication of UPSI, except in furtherance of the “legitimate purposes” (in accordance with the Bank’s policy for determination of “legitimate purpose”), performance of duties or discharge of legal obligations.

4.2. UPSI 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 sharing of such information is in the best interests of the Bank; or
- (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 sharing of such information is in the best interests of the Bank and the information that constitutes UPSI is disseminated to be made Generally Available at least 2 (two) Trading Days prior to the proposed transaction being effected in such form as the board of Directors may determine to be adequate and fair to cover all relevant and material facts.

However, the board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential, except for the limited purpose and shall not otherwise Trade in Securities of the Bank when in possession of UPSI.

4.3. Need to Know

- (a) “Need-to-know” basis shall mean that Unpublished Price Sensitive Information should be disclosed only to those within the Bank who need the information to discharge their duty and whose possession of such information will not give rise to a conflict of interest or appearance of misuse of the information.
- (b) All Unpublished Price Sensitive Information directly received by any employee which is not in accordance with clause (i) above should immediately be reported to the head of the department and the Compliance Officer.

4.4. Limited access to confidential information.

Files containing confidential information shall be kept secure. Computer files must have adequate security of login and password, etc.

4.5. Chinese Walls

In order to prevent unauthorized access to UPSI, the Bank shall, to the extent practical:

- (a) Separate those areas of the Bank and its employees which have access to UPSI (considered “insider areas”), from other areas (considered “public areas”);
- (b) Restrict access to inside areas to persons who are required to access UPSI (on a need-to-know basis);
- (c) If required, employees from the public areas may be brought “over the wall” and given UPSI on a need-to-know basis, for specified time periods; and
- (d) Restrict access to electronic databases where UPSI is stored on a need-to-know basis.

4.6. Sensitive Transactions

- (a) In case of any proposed transactions which are sensitive in nature and may involve UPSI, the access to details/ UPSI shall be restricted on a need-to-know basis, and the constitution of any “deal teams” or additions/ modifications to a “deal team” should be done on a need-to-know basis, and informed to the Compliance Officer.
- (b) At the time of formulation of a deal team or addition/ modification to a deal team, the Compliance Officer shall inform the member/ new members of the deal team regarding their responsibilities and obligations under the SEBI PIT Regulations and the Code of Conduct, including the responsibilities to maintain confidentiality,

restrictions on sharing UPSI, and the liability for breaching the SEBI PIT Regulations and the Code of Conduct.

4.7. Structured Digital Database

The Compliance Officer shall ensure a structured digital database is maintained containing the nature of unpublished price sensitive information and the names of such persons or entities as the case may be with whom such information is shared under Regulation 3 of the SEBI PIT Regulations along with the Permanent Account Number or any other identifier authorised by law where Permanent Account Number is not available and shall ensure that such databases shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database. The structured digital database shall not be outsourced under any circumstances, and further confirming the compliance with having structured digital database as per Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015, shall be submitted to the stock exchanges in the manner as may be prescribed by SEBI from time to time. Provided that the entry of information not emanating from within the Bank, in the structured digital database may be made within a reasonable time period, but in any case, not later than two calendar days from the receipt of such information.

4.8. Preservation of Structured Digital Database

The Compliance officer shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Board regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

4.9. Inquiry in case of leak or suspected leak of UPSI

Any leak or suspected leak of UPSI shall be investigated as per the relevant policy approved by the board of Directors from time to time.

5. **Prevention of Misuse of UPSI**

5.1. Designated Persons and their Immediate Relatives shall be governed by this Code.

5.2. An insider shall be entitled to formulate a trading plan ("**Trading Plan**") for Trading in securities of the Bank and present it to the Compliance Officer for approval and public disclosure (in accordance with the provisions of the Code) pursuant to which Trades may be carried out on his behalf in accordance with such plan.

5.3. Trading Plan shall:

- (a) not entail commencement of trading on behalf of the insider earlier than one hundred and twenty calendar days from the public disclosure of the plan;

- (b) not entail overlap of any period for which another trading plan is already in existence;
- (c) set out given under parameters for each trade to be executed:
 - 1) either the value of trade to be effected or the number of securities to be traded;
 - 2) nature of the trade;
 - 3) either specific date or time period not exceeding five consecutive trading days;
 - 4) price limit, that is an upper price limit for a buy trade and a lower price limit for a sell trade, subject to the range as specified below:
 - 1. for a buy trade: the upper price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent higher than such closing price;
 - 2. for a sell trade: the lower price limit shall be between the closing price on the day before submission of the trading plan and upto twenty per cent lower than such closing price.

Explanation:

- 1. While the parameters in sub-clauses (1), (2) and (3) shall be mandatorily mentioned for each trade, the parameter in sub-clause (4) shall be optional.
- 2. The price limit in sub-clause (4) shall be rounded off to the nearest numeral.
- 3. Insider may make adjustments, with the approval of the compliance officer, in the number of securities and price limit in the event of corporate actions related to bonus issue and stock split occurring after the approval of trading plan and the same shall be notified on the stock exchanges on which securities are listed.

- (d) not entail trading in securities for market abuse.

5.4. The Compliance Officer shall review the Trading Plan made as above to assess potential violation of the SEBI PIT Regulations, and shall approve/reject it forthwith. However, he/ she shall be entitled to take express undertakings as may be necessary to enable such assessment and to approve and monitor the implementation of the plan as per provisions of the SEBI PIT Regulations. However, pre-clearance of Trades (Clause 7) shall not be required for a Trade executed as per an approved Trading Plan and Trading Window (as defined under Clause 6) norms shall not be applicable for Trades in accordance with an approved Trading Plan. Trading Plan once approved shall be irrevocable and the Insider shall mandatorily have to implement the plan, without being entitled to either execute any trade in the securities outside the scope of the trading plan or to deviate from it except due to permanent incapacity or bankruptcy or operation of law .

5.5. However, 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 UPSI and the said information has not become generally available at the time of the commencement of implementation of the Trading Plan.

Provided further that if the insider has set a price limit for a trade under clause 5.3 (c) (4), the insider shall execute the trade only if the execution price of the security is within such limit. If price of the security is outside the price limit set by the insider, the trade shall not be executed.

Explanation: In case of non-implementation (full/partial) of trading plan due to either reasons enumerated in clause 5.3 (c) (4) or failure of execution of trade due to inadequate liquidity in the scrip, the following procedure shall be adopted:

- (i) The insider shall intimate non-implementation (full/partial) of trading plan to the compliance officer within two trading days of end of tenure of the trading plan with reasons thereof and supporting documents, if any.
- (ii) Upon receipt of information from the insider, the compliance officer, shall place such information along with his recommendation to accept or reject the submissions of the insider, before the Audit Committee in the immediate next meeting. The Audit Committee shall decide whether such non-implementation (full/partial) was bona fide or not.
- (iii) The decision of the Audit Committee shall be notified by the compliance officer on the same day to the stock exchanges on which the securities are listed.
- (iv) In case the Audit Committee does not accept the submissions made by the insider, then the compliance officer shall take action as per the Code of Conduct.

- 5.6.** The compliance officer shall approve or reject the trading plan within two trading days of receipt of the trading plan and notify the approved plan to the stock exchanges on which the securities are listed, on the day of approval.

6. Trading Window and Window Closure

- 6.1.** Designated persons and their immediate relatives shall not trade in securities of the Bank during the period the trading window is closed, as communicated by the Compliance Officer in accordance with the Regulations.
- 6.2.** Designated Persons and their Immediate Relatives may execute Trades in Securities of the Bank subject to compliance with the SEBI PIT Regulations. Towards this end, a notional trading window ("**Trading Window**") shall be used as an instrument of monitoring Trading by the Designated Persons and their Immediate Relatives. The Trading Window shall be closed when the Compliance Officer determines that a Designated Person or a class of Designated Persons can reasonably be expected to have possession of UPSI. Provided that, for unpublished price sensitive information not emanating from within the Bank, trading window may not be closed.
- 6.3.** The Compliance Officer shall decide the timing for re-opening of the Trading Window after taking into account various factors including the UPSI in question becoming Generally Available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after UPSI becomes generally available.
- 6.4.** Further, the Trading Window shall be closed from the end of every quarter till 48 hours after the declaration of financial results. The board of Directors of the Bank shall ensure that the gap between clearance of accounts by the Audit Committee and Board meeting should be as narrow as possible and preferably on the same day to avoid leakage of UPSI.
- 6.5.** When the Trading Window is closed, the Designated Persons and their Immediate Relatives

shall not trade in Securities or during any other period as may be specified by the Compliance Officer or the Board from time to time.

- 6.6.** In case of employee stock options, exercise of employee stock options may be allowed in the period when the Trading Window is closed. However, subsequent sale of shares allotted on exercise of employee stock options shall not be allowed when Trading Window is closed.
- 6.7.** Bank shall submit/share the PAN details of all Promoter(s), director(s) and designated person(s) on a regularly basis/ two trading days before the closure of trading window with Designated Depository to freeze the PAN to prevent accidental trading of Bank's shares by them during the trading window closure period.
- 6.8.** The trading restrictions set out under Clause 6.4 above shall not apply in respect of the exceptions set out under Paragraph 4 (3) of Schedule B of the SEBI PIT Regulations.

7. Pre-clearance of Trades

- 7.1.** Subject to the provisions of the Code, Trading by Designated Persons and their Immediate Relatives shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trade(s) is above a minimum threshold limit of Rs. 10,00,000/- (Rupees Ten Lakh) in value (either in one transaction or series of transaction) over any calendar quarter, or such other limits as the Board may stipulate. This is a mandatory requirement even when the trading window is open. Any designated Persons who carries on any transaction or series of transaction to circumvent this clause shall be in violation of this Code. The designated person's needs to apply for pre-clearance only if he/she or their dependents intends to Trade beyond the threshold limits mentioned above. The pre-clearance procedure shall be as hereunder:
 - (a)** An application may be made in the prescribed form (Annexure 1) to the Compliance Officer indicating the estimated number of Securities that the Designated Person (and/or his/ her Immediate Relatives) intends to Trade in, the details as to the depository with which he has a security demat account, the details as to the Securities in such depository mode and such other details as may be required by the Compliance Officer.
 - (b)** An undertaking (Annexure 2) shall be executed in favour of the Bank by such Designated Person incorporating, *inter alia*, the following clauses, as may be applicable:
 - (i)** That the Designated Person/ Immediate Relative(s) do not have any access to or have not received UPSI up to the time of signing the undertaking.
 - (ii)** That in case the Designated Person has access to or receives UPSI after the signing of the undertaking but before the execution of the Trade he/she shall inform the Compliance Officer of the change in his/her position and that he/she would completely refrain from Trading in the Securities of the Bank till the time such UPSI becomes Generally Available.
 - (iii)** That the Designated Person has not contravened this Code and has made a full and true disclosure of all relevant information while applying for pre-clearance to Trade.

- (iv) The Compliance officer shall have regard to whether the above undertaking is reasonably capable of being rendered inaccurate.

- 7.2.** The application and undertaking referred to in Clause 6.1(a) and (b) shall be submitted electronically through the Bank's designated portal. In the event of a technical snag or system failure that prevents submission through electronic mode, the same may be submitted in physical form as an exception, subject to pre-clearance from the Secretarial Department of the Bank.
- 7.3.** All Designated Persons and their Immediate Relatives shall execute their Trades in respect of the Securities of the Bank within 7 (seven) Trading Days from the grant of pre-clearance in the prescribed form (Annexure 3) or such shorter period of less than 7 (seven) Trading Days, in the event the Trading Window is closed prior to the expiry of the period of 7 (seven) Trading Days.
- 7.4.** The Designated Person shall file within 2 (two) Trading Days of the execution of the Trade, the details of such transaction with the Compliance Officer in the prescribed form (Annexure 4) . On the failure to undertake the transaction within the abovementioned period(s), the Designated Person shall intimate the same to the Compliance Officer in the prescribed form (Annexure 5). Further, a fresh pre- clearance would be needed for the Trades to be executed.
- 7.5.** All Designated Persons who buy or sell any Securities of the Company shall not enter into an opposite transaction (contra trade) i.e. sell or buy any Securities of the Bank, during the next 6 (six) months following a previous sell or buy transaction. The Compliance Officer may grant a relaxation from the strict application of the abovementioned contra trade restriction for reasons recorded in writing provided that such relaxation does not violate the SEBI PIT Regulations,.
- 7.6.** All Designated Persons shall also not take positions in derivative transactions in the Securities of the Bank at any time.
- 7.7.** Should a contra trade be executed, inadvertently or otherwise, in violation of these restrictions, the profits from such trade shall be liable to be disgorged for remittance to the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.

Provided that the restriction set out under this Clause 7.6 shall not apply to (i) trades executed pursuant to exercise of stock options, (ii) trades executed pursuant to an approved trading plan for which pre-clearance is not required, (iii) trading in index futures or such other derivatives where the Securities are part of such derivatives, and (iv) buy back offers, open offers, rights issues, further public offerings, bonus issues and exit offers by the Bank.

- 7.8.** In respect of trades in securities is proposed to be undertaken by the Compliance Officer, the application for pre-clearance shall be submitted either to the Managing Director & Chief Executive Officer or to the Chairperson Audit Committee of the Board.

8. Reporting Requirements for transactions in Securities

8.1. Initial Disclosure

Every person on appointment as a Key Managerial Personnel or a Director of the Bank or upon becoming a Promoter or member of the Promoter Group shall disclose his holding of Securities of the Bank as on the date of appointment or becoming a Promoter or member of the Promoter Group, within 7 (seven) days of such appointment or becoming a Promoter or member of Promoter Group.

8.2. Continual Disclosure

- (a) Every Promoter, member of Promoter Group, Designated Person and Directors of the Bank shall disclose to the Bank the number of such Securities acquired or disposed of within 2 (two) Trading Days of such transaction if the value of the Securities Traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of INR 10,00,000 (Indian Rupees Ten Lakhs) (or such other threshold as may be prescribed by the Board).
- (b) The disclosure shall be made within 2 (two) Trading Days of:
 - (i) the receipt of intimation of allotment of shares, or
 - (ii) the acquisition or sale of Securities, as the case may be.
- (c) Particulars of such Trading shall be reported by the Bank to the stock exchanges on which the Securities of the Bank are listed within 2 (two) Trading Days of receipt of the disclosure, or on becoming aware of such information, as the case may be. Manual reporting is dispensed with as long as the Bank complies with the requirements of System Driven Disclosures in line with SEBI Circular No.SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020, and maintains the data base in the manner as prescribed, with one of the depositories, who has been designated by the Bank as its depository in terms of the referred circular.
- (d) It is clarified for the avoidance of doubt that the disclosure of incremental transactions after any disclosure is made as above, shall be made when the transactions effected after the prior disclosure given in a calendar quarter exceeds the abovementioned threshold of INR 10,00,000 (Indian Rupees Ten Lakhs) (or such other threshold as may be prescribed by the Board).

8.3. Disclosures by other Connected Persons

The Bank may at his discretion require any other Connected Person or class of Connected Persons to make disclosures of holdings and Trading in Securities of the Bank at such frequency as may be determined by the Compliance Officer in prescribed form (Annexure -

10) in order to monitor compliance with the SEBI PIT Regulations.

8.4. Disclosure by the Company to the Stock Exchange(s)

Within 2 (two) Trading Days of the receipt of intimation under Clause 8.2 (*Continual Disclosure*) or becoming aware of the relevant Trade(s), the Compliance Officer shall disclose to all Stock Exchanges on which the Bank is listed the particulars of the relevant Trades(s).

Manual reporting is dispensed with as long as the Bank complies with the requirements of System Driven Disclosures in line with SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/168 dated September 09, 2020, and maintains the data base in the manner as prescribed, with one of the depositories, who has been designated by the Bank as its depository in terms of the referred circular.

8.5. Other Disclosure Requirements

All Designated Persons shall be required to submit disclosures setting out certain prescribed details, to the Compliance Officer, in the following manner:

- (a) Annexure 6: Details of all holdings in Securities by the Designated Persons and their Immediate Relatives, along with certain other prescribed details, to be disclosed at the time of joining the organization (for new Designated Persons).
- (b) Annexure 7: Any change in the information disclosed to the Compliance Officer (i.e. name, PAN, Immediate Relatives, persons with whom the Designated Person shares a material financial relationship, phone/ mobile/ cell numbers, educational institutions and past employers) shall be intimated to the Compliance Officer, within a period of 7 (seven) days of such change.
- (c) Annexure 8: An annual disclosure of any Trades in Securities along with confirmation of certain details, to be submitted within 15 (fifteen) days of the end of every financial year

- 8.6.** The Compliance Officer shall maintain records of all the declarations and information given by the Designated Persons/ their Immediate Relatives for a minimum period of 5 (five) years. Further, the Bank shall maintain updated address and contact details of Designated Persons for a period of one year after their resignation from service.

9. Penalty for contravention of the Code

- 9.1.** Every Designated Person shall be individually responsible for complying with the provisions of the Code (including to the extent the provisions hereof are applicable to his/her Immediate Relatives).
- 9.2.** Any Designated Person who contravenes this Code may be penalised and appropriate action may be taken by the Bank.

- 9.3.** Designated Persons who violate the Code shall also be subject to disciplinary action by the Bank, which may include sanctions, warning, wage freeze, suspension, recovery, clawback, termination, ineligibility for future participation in employee stock option plans, or such other action as maybe determined by the board of Directors in consultation with the Compliance Officer.
- 9.4.** Any amount collected from Designated Persons for the contravention of the code shall be remitted to the Board for credit to the Investor Protection and Education Fund, administered by the Board.
- 9.5.** The action by the Bank shall not preclude the Board from taking any action in case of violation of SEBI PIT Regulations.

10. Information to the Board in case of violation of the SEBI PIT Regulations

- 10.1.** In case it is observed by the Bank/ Compliance Officer that there has been a violation of the SEBI PIT Regulations, the Compliance Officer shall promptly inform the Stock Exchanges of the same, in accordance with the procedure and format prescribed by the Board under the SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020 on "Reporting to Stock Exchanges regarding violations under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 relating to the Code of Conduct (CoC).", or as may be prescribed by the Board, from time to time.
- 10.2.** The Compliance Officer shall maintain a database of violations of the Code.

11. Voluntary Reporting by Informants to SEBI

- 11.1.** [Nothing in this Code shall prevent any person from reporting a violation of Insider Trading Laws to the Board, in accordance with the SEBI PIT Regulations, and no Designated Person / employee of the Bank/ Compliance Officer shall have the right to compel disclosure of the identity or existence of an Informant or the information provided by such Informant].
- 11.2.** No Designated Person or employee of the Bank shall be discharged, terminated, demoted, suspended, threatened, harassed, or subject to any form of discrimination whatsoever (whether directly or indirectly) by reason of:
 - (a)** filing a Voluntary Information Disclosure Form set out in Annexure 9;
 - (b)** testifying in, participating in or otherwise assisting or aiding the Board in any investigation, inquiry, audit, examination or proceeding instituted or about to be instituted for an alleged violation of Insider Trading Laws, or in any manner, aiding the enforcement action taken by the Board; or
 - (c)** breaching any confidentiality agreement or provisions of any terms and conditions of employment or engagement solely to prevent any employee from cooperating with the Board in any manner.

- 11.3.** Nothing in this Code shall restrict, prohibit, limit or affect in any way, whether directly or indirectly, the ability of any person to provide information to the Board in accordance with Chapter IIIA of the SEBI PIT Regulations.
- 11.4.** Words and expressions used in this clause 11 and not defined herein, but defined in Chapter IIIA of the SEBI PIT Regulations shall have the meanings respectively assigned to them in Chapter IIIA of the SEBI PIT Regulations.
- 12.** The purpose of the Code is to put in place an adequate and effective system of internal controls to ensure compliance with the relevant requirements of the SEBI PIT Regulations. The Board of Directors or the Compliance Officer may, if required, develop and implement further policies and procedures in this regard for compliance with the SEBI PIT Regulations, or otherwise as they deem fit.

PART B: TRADING IN SECURITIES OF OTHER LISTED COMPANIES**1. APPLICABILITY OF THIS PART**

Part B of this Code shall impose conditions and restrictions on trading in securities of any other listed company by Designated Persons of the Bank and their Immediate Relatives, while they are associated or dealing with such entities in a fiduciary capacity. This includes, but is not limited to, situations where the Bank or its Designated Persons are engaged with listed entities to offer such products or services permitted under Section 6 of the Banking Regulation Act, 1949 and other applicable laws and regulations, or in any other capacity assigned by the Bank, that involves access to Unpublished Price Sensitive Information (UPSI) of such listed entities.

2. DESIGNATED PERSONS

Designated Persons means any officers who, in a fiduciary capacity, are associated with or engaged in activities involving other listed companies, including the following:

- 1) All the directors on the Board of the Bank and their Immediate Relatives
- 2) Key Managerial Personnel defined under the Companies Act, 2013 ("KMP") of the Bank and each of their respective Immediate Relatives;
- 3) Employees up to one level below Chief Executive Officer of the Bank irrespective of their functional role in the Bank or ability to have access to unpublished price sensitive information, including their Immediate relatives;
- 4) All members of committees at the executive level who are handling credit and investment proposals, including their Immediate relatives;
- 5) All the officers of the Secretarial Department, Treasury Department, Credit Risk Management Department, National and Central Credit Hubs, Strategy, MD Secretariat, ARD, CMD, WSB, CAT, SME & LAP Departments, Centralized Operations Officers handling Credit proposals and related documents of listed company and each of their respective Immediate Relatives;
- 6) Any other employee or officer of the Bank, including their Immediate Relatives, shall be deemed a Designated Person under this Policy as and when identified and informed by the Compliance Officer, based on the nature of their role involving fiduciary capacity and potential access to Unpublished Price Sensitive Information (UPSI).

3. COMPLIANCE OFFICER

"Compliance Officer" shall mean the Company Secretary or such other senior officer, who is Financially Literate and is capable of appreciating requirements for legal and regulatory compliance under the SEBI PIT Regulations designated so and reporting to the Board of Directors 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 SEBI PIT Regulations under the overall supervision of the board of Directors of the Bank.

4. TRADING BY DESIGNATED PERSONS IN SECURITIES OF OTHER LISTED COMPANIES IN THE RESTRICTED LIST

1. In order to monitor Trading in Securities of Other Listed Companies, the Compliance Officer shall maintain a Restricted List in a confidential manner.
2. The names of the Other Listed Companies in the Restricted List will be based on possession of or access or likelihood of access to UPSI in relation to any Other Listed Companies or their Securities with the Designated Persons and/or their Immediate Relatives, based on the entries made in Structured Digital Database.

3. All Designated Persons who are in possession of or have access to UPSI and their Immediate Relatives are prohibited from Trading in the Securities of Other Listed Companies in the Restricted List linked to their names as mentioned in Structured Digital Database.
4. It is clarified that Designated Persons and their Immediate Relatives may Trade in Securities of any Other Listed Companies that are included in the Restricted List, subject to the following:
 - Such Designated Person is not in possession of and does not have access to UPSI in relation to such Other Listed Companies or their Securities;
 - Compliance with the requirements of this Code and the Regulations.
5. Designated Persons and their Immediate Relatives can Trade in Securities of Other Listed Companies through Discretionary Portfolio Management Services. However, they cannot avail services of Non-discretionary Portfolio Management Services. Each Designated Person shall be responsible for ensuring that any Portfolio Management Service provider or other person trading in securities of Other Listed Companies does not violate any requirement under this Code or the Regulations.

5. TRADING IN SECURITIES OF OTHER LISTED COMPANIES OTHER THAN IN THE RESTRICTED LIST

1. Designated Persons and their Immediate Relatives may Trade in Securities of any Other Listed Companies that are not included in the Restricted List, subject to compliance with the requirements of this Code on Insider Trading and the Regulations.
2. It is clarified that pre-clearance in accordance with Paragraph 7 below will not be required by any Designated Persons and their Immediate Relatives in case of any Trades in Securities of Other Listed Companies that are not included in the Restricted List.

6. GENERAL CONDITIONS FOR TRADING IN THE SECURITIES OF OTHER LISTED COMPANIES

1. Notwithstanding any other provisions of this Code, Designated Persons, and their Immediate Relatives shall not Trade in Securities of any Other Listed Companies when in possession of UPSI in relation to such Other Listed Companies or their Securities. While Trading in the Securities of Other Listed Companies, when in possession of any UPSI in relation to any Other Listed Companies or their Securities, the Designated Persons may prove his/her innocence in accordance with the Regulations.
2. Designated Persons and their Immediate Relatives shall not Trade in derivatives, (including futures and options) of Securities of any Other Listed Companies. It is clarified that the requirements under Part B of this Code on Insider Trading shall not be applicable to: (i) Government Securities; or (ii) index-based derivatives including index futures, (iii) Mutual Funds, All Exchange Traded Funds, Benchmark Exchange Traded Scheme, which are not specific to any listed company.
3. Designated Persons that are Connected Persons of any Other Listed Companies and their Immediate Relatives and who are permitted to, and undertake Trade in the Securities of such Other Listed Companies (any quantity), shall not engage in a contra Trade (any quantity), i.e., take an opposite position to the prior Trade in the Securities of such Other Listed Companies, such as buying Securities if previously such person has sold Securities, and vice versa, during the 6 (six) months following the prior Trade. In case contra Trading in Securities of Other Listed Companies acquired on the stock exchanges is necessitated by certain circumstances (i.e., without holding for 6 (six) months), the Compliance Officer is empowered to grant relaxation from strict application of such restriction for reasons to be recorded in writing, provided that such relaxation does not violate the Regulations. Provided that this contra Trade restriction shall not be applicable for Trades carried out pursuant to exercise of stock options.
4. Part B of this Code shall apply only when a Designated Person and his immediate relative, as defined in Paragraph 2 of this Code, is in possession of Unpublished Price Sensitive Information (UPSI) in a fiduciary capacity.

7. PRE-CLEARANCE

1. Pre-clearance by Compliance Officer may be given to Designated Persons and their Immediate Relatives, if they are Trading in the Securities of any Other Listed Companies that are included in the Restricted List if such Trades comply with the requirements of Paragraph 4(4) of Part B of this Code.
2. Application for pre-clearance shall be made in the format as prescribed, to the Compliance Officer.
3. The Compliance Officer may grant approval or reject the request for pre-clearance without assigning any reasons. Prior to pre-clearing any Trades, the Compliance Officer shall be entitled to seek declarations to the effect that the applicant is not in possession of any UPSI in relation to the relevant Other Listed Companies or their Securities and shall also have regard to whether any declaration provided by the applicant is reasonably capable of being rendered inaccurate.
4. Upon pre-clearance being granted, the concerned Designated Persons or their Immediate Relatives, as the case may be, shall undertake the pre-cleared Trade of the Securities of such Other Listed Company within 7 (seven) Trading Days, including date of approval (such period, the "Pre-Clearance Period") and submit a report of the Trades executed within 2 (two) Trading Days of execution of the Trade in the format as prescribed.
5. If for any reason whatsoever, the proposed Trade of Securities of such Other Listed Companies is not completed within the Pre-Clearance Period, the concerned Designated Person must report such non-completion of Trade of Securities in the format as prescribed Form within 2 (two) Trading Days from the expiry of the Pre-Clearance Period.
6. Fresh application to the Compliance Officer would be required to be made for pre-clearance of any proposed Trade of Securities of the Other Listed Companies and also for any subsequent proposed Trade of Securities of the Other Listed Companies after the expiry of the Pre-Clearance Period in accordance with this Code.
7. No Designated Person shall apply for pre-clearance of any Trade in the Securities of any Other Listed Companies proposed to be carried out by such Designated Person or his/her Immediate Relatives, if such Designated Person or his/her Immediate Relative is in possession of UPSI in relation to such Other Listed Companies and their Securities.
8. In respect of trades in securities is proposed to be undertaken by the Compliance Officer, the application for pre-clearance shall be submitted either to the Managing Director & Chief Executive Officer or to the Chairperson Audit Committee of the Board.

ANNEXURE-1

SPECIMEN OF APPLICATION FOR PRE-DEALING APPROVAL

Date:

To,
The Compliance Officer,
CSB Bank Limited,
'CSB Bhavan', St. Mary's College Road,
Post Box No. 502, Thrissur, Kerala.
Pin – 680 020.

Dear Sir,

Application for Pre-dealing approval in Securities of the Bank/Company

Pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Bank's Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons, I seek approval to purchase / sale / subscription of _____ Securities of the Bank/Company 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.	Proposal is for	:	a. Purchase of Securities b. Subscription of Securities c. Sale of Securities
6.	Proposed date of dealing in securities	:	
7.	Name of the Security	:	
8.	Estimated number of securities proposed to be acquired/subscribed/sold	:	
9.	Price at which the transaction is proposed	:	
10.	Current market price (as on date of application)	:	

11.	Whether the proposed transaction will be through stock exchange or off- market deal	:	
12.	Folio No. / DP ID / Client ID No Where the securities will be credited/debited	:	

I enclose herewith the form of Undertaking signed by me.

Yours Faithfully,

(Signature)

ANNEXURE 2

FORMAT OF UNDERTAKING TO BE ACCOMPANIED WITH THE APPLICATION FOR PRE-CLEARANCE**UNDERTAKING**

To,

The Compliance Officer,
CSB Bank Limited,
'CSB Bhavan', St. Mary's College Road,
Post Box No. 502, Thrissur, Kerala.
Pin – 680 020.

Dear Sir/ Madam,

I of
the Bank residing at
.....
....., am desirous of dealing in Securities of the Bank/Company as mentioned in my application
dated for pre-clearance of the transaction.

I further declare that I or my Immediate Relative(s) are not in possession of or otherwise privy to any Unpublished Price Sensitive Information (as defined in the Bank's Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons (the Code)) up to the time of signing this Undertaking.

In the event that I or my Immediate Relative(s) have access to or received any information that could be construed as "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 I or my Immediate Relative(s) shall completely refrain from dealing in the Securities of the Bank until such information becomes public.

I declare that I or my Immediate Relative(s) have not contravened the provisions of the Code as notified by the Bank from time to time.

I undertake to submit the necessary report within two days of execution of the transaction / a 'Nil' report if the transaction is not undertaken.

If approval is granted, I or my Immediate Relative(s) 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 disclosures in the matter.

Date:

Signature:

ANNEXURE 3

FORMAT FOR PRE- CLEARANCE ORDER

To,

Name:

Designation:

Place:

This is to inform you that your request for dealing in _____(nos) Securities of the Bank/Company 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/Company. 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 CSB Bank Limited,

Compliance Officer

Date:

Encl: Format for submission of details of transaction

ANNEXURE 5

FORMAT OF REPORTING OF FAILURE OF COMPLETION OF TRANSACTION

To,

The Compliance Officer,
CSB Bank Limited,
'CSB Bhavan', St. Mary's College Road,
Post Box No. 502, Thrissur, Kerala – 680 020
Dear Madam/ Sir,

Re: Reporting of failure to execute transaction

I hereby declare that the transaction for Trading in the Securities of _____ for which, pre-clearance was granted on _____, was not completed within 7 (seven) Trading Days of receipt of the pre-clearance, due to _____. I shall obtain fresh pre-clearance in the event I wish to execute the said Trade again.

Thanking you,

Yours faithfully,

Place :
Date :

Signature :
Name :

ANNEXURE 4

FORMAT OF CONFIRMATION OF DATE OF COMPLETION OF TRANSACTION

To,

The Compliance Officer,
CSB Bank Limited,
'CSB Bhavan', St. Mary's College Road,
Post Box No. 502, Thrissur, Kerala.
Pin – 680 020.

Dear Madam/Sir,

Re: Date of completion of transaction

We hereby confirm that pursuant to the pre-clearance accorded to me, vide your letter No. SEC/<>>/<>> dated <>>, <>>, for dealing (sale/purchase) in <>> equity shares of CSB Bank Limited,/Company[] I have sold/purchased <>> (Nos) equity shares today, i.e., on <>>, <>>, details of which are furnished below:

No. of shares	Sale price per share (Rs.)	Total value (Rs.)
<>>	<>>	<>>
<>>		<>>

Thanking you,

Yours faithfully,

Place :

Signature :

Date :

Name :

* - strike out whichever is not applicable

ANNEXURE 6

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (1) (b) read with Regulation 6(2) – Disclosure on becoming a Key Managerial Personnel/Director/Promoter/Member of the promoter group]

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 or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & Address with contact nos.	Category of Person (KMP / Director or Promoter or member of the promoter group/ Immediate relative to/others, etc.)	Date of appointment of KMP/Director / OR Date of becoming Promoter/ member of the promoter group	Securities held at the time of appointment of KMP/Director or upon becoming Promoter or member of the promoter group		% of Shareholding
			Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	
1	2	3	4	5	6

Note: “Securities” shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Open Interest (OI) in derivatives on the securities of the company held on appointment of KMP or Director or upon becoming a Promoter or member of the promoter group of a listed company and immediate relatives of such persons and by other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group			Open Interest of the Option Contracts held at the time of appointment of Director/KMP or upon becoming Promoter/member of the promoter group		
Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature:

Designation:

Place:

Date:

ANNEXURE 7

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]

Name of the Bank:

ISIN of the Bank:

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN & address with contact nos.	Category of Person (Promoter/ member of the promoter group/ designated person/ Director s/immediate relative to /others etc.)	Securities held prior to acquisition/ disposal		Securities acquired/Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/ disposal of shares, specify		Date of intimation to company	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	Value	Transaction Type (Purchase/ sale Pledge / Revocation / Invocation/ Others- please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No. and % of share holding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

(ii) Value of transaction excludes taxes/brokerage/any other charges

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Name & Signature:

Designation:

Date:

Place:

ANNEXURE 8

Date:

Name of the Designated Person :
 Personal Identification Number :

To,
 The Compliance Officer,
 CSB Bank Limited,
 'CSB Bhavan', St. Mary's College Road,
 Post Box No. 502, Thrissur, Kerala.
 Pin – 680 020.

Re: Annual Disclosure Declarations

Dear Madam/ Sir,

As per the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons of CSB Bank Limited (hereinafter referred to as the “Code”) I, _____ the undersigned hereby declare the “Securities” holding as on _____ for myself and all my Immediate Relative(s) in the Bank as under:

Permanent Account Number	
Opening balance	
A. Number of shares	
B. Percentage of holding	
(+) Bought during the year (Nos.)	
A. Number of shares	
B. Percentage of holding	
(-) Sold/Transferred during the year	
A. Number of shares	
B. Percentage of holding	
(=) Closing Balance	
A. Number of shares	
B. Percentage of holding	
DP Name	
DP Id	
Client's Id	
Folio No.(if physical)	

(If required, a separate Schedule can be annexed)

* “Immediate Relative” shall mean 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. I, _____ the undersigned, hereby further solemnly declare that I have made full and true disclosures with respect to the Securities held by me and my Immediate Relative(s) as on the above date as well as the other details set out above.

All capitalized terms used herein but not defined shall have the same meaning ascribed to them in the Code.

Place:

Signature:

Date:

Name:

ANNEXURE 9

Form for Informant's Voluntary Information Disclosure to be submitted to the Board.

Note: For submission of information through a legal representative, the redacted copy of the Form expunging information that may identify the Informant shall be submitted by the legal representative without expunging any information relating to the legal representative and the details relating to the violation of securities laws.

*Indicates that the required field is non-mandatory, remaining fields are mandatory

I. PERSONAL INFORMATION OF THE INFORMANT		
A.INDIVIDUAL 1:Last Name:.....	First Name:.....	Title:.....
Address:	City / State:	PIN:
Telephone (with State Code):	Mobile:	E-Mail address:
Employment Details*:	Permanent Account Number, if available:	
II. LEGAL REPRESENTATIVE (where applicable)		
Last Name:.....	First Name:.....	Title:.....
Firm Name (if not self-employed):		
Contact address :	City / State:	PIN:
Residence address:	City / State:	PIN:
Telephone (with State Code):	Mobile:	E-Mail address:
Bar Council Enrolment Number:		
III. SUBMISSION OF ORIGINAL INFORMATION		
1. Is it a violation of securities laws? Yes / No		
2. If yes to question (1), please describe the type of violation:		
3. Has the violation: Occurred / Occurring / Potential to occur in future		
4. If the violation has occurred, date of occurrence: dd/mm/yy (<i>in case exact date is not known, an approximate period may be entered</i>)		
5. Have the individual(s) or their representatives had any prior communication(s) or representations with the Board concerning this matter? Yes (Details thereof) / No		

6. Does this violation relate to an entity of which the individual is or was an officer,

director, counsel, employee, consultant or contractor? Yes (Details thereof) / No
7. If yes to question (6), was the original information submitted first to your Head or internal legal and compliance office? Yes / No
8. If yes question (7), then please provide, date of submission of original information: dd/mm/yy
9. Please describe in detail why you think the information submitted is a violation?
10. What facts or supporting material is your allegation based on? Please attach any additional documents to this form, if necessary.
11. Identify any documents or other information in your submission that you believe could reasonably be expected to reveal your identity and explain the basis for your belief that your identity would be revealed if the documents were disclosed to a third party.
12. Provide details of connection amongst the Informant, the company whose securities are involved and the person against whom information is being provided:
IV. DECLARATION
I/we hereby declare that,- A. I/we have read and understood the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; B. I/we accept that mere furnishing of information by me/us does not by itself confer on me/us right to get reward and that I/we may not get any Reward at all. I/we would be bound by the decisions that the authority competent to grant reward may take; C. I/we accept that the Securities and Exchange Board of India is under no obligation to enter into any correspondence regarding action or inaction taken as a result of my/our information. D. I/we accept that the reward would be an ex-gratia payment which, subject to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, shall be granted at the absolute discretion of the competent authority. The decision of the authority shall be acceptable to me/us and I/we shall not challenge it in any litigation, appeal, adjudication, etc. E. In the event of my/our death before the reward is paid to me/us, it may be paid to (Details of nominee) F. I/we declare that the information contained herein is true, correct and complete to the best of my/our knowledge and belief and not obtained from the categories of persons indicated in sub-regulation (2) and sub-regulation (6) of regulation 7G of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and agree to indemnify the Board in case it is not so found. I/we fully understand that I/we may be subject to action under securities laws as well as Section 182 of the Indian Penal Code, 1860 (45 of 1860) and ineligible for Reward if, in my/our submission of information or in any other dealings with the Board, I/we knowingly and wilfully make any false, fictitious, or

fraudulent statements or representations, or use any false writing or document knowing that the writing or document contains any false, fictitious, or fraudulent statement.

Signature:.....

Date: dd/mm/yy

Place:

V. CERTIFICATE BY LEGAL REPRESENTATIVE (where the information is submitted through legal representative)

I hereby certify as follows,-

(a) I have reviewed the completed and signed Voluntary Information Disclosure Form for completeness and accuracy and the information contained therein is true, correct and complete to the best of my knowledge;

(b) I have irrevocable consent from the Declarant, to provide to the Securities and Exchange Board of India, the original Voluntary Information Disclosure Form in the event of a request for it from the Securities and Exchange Board of India due to concerns that the Informant has not complied with these regulations or where the Securities and Exchange Board of India requires the said information for the purpose of verification for declaring any gratuitous reward to the Informant or where the Securities and Exchange Board of India determines that it is necessary to seek such information to accomplish the purpose of the Securities and Exchange Board of India Act including for the protection of investors, sharing with foreign securities regulators and foreign and Indian law enforcement agencies, etc.;

(c) I am and shall continue to be legally obligated to provide the original Voluntary Information Disclosure Form without demur within seven (7) calendar days of receiving such request from the Securities and Exchange Board of India.

Signature:.....

Date: dd/mm/yy

Place:

ANNEXURE 10

SEBI (Prohibition of Insider Trading) Regulations, 2015
Regulation 7(3) – Transactions by Other connected persons as identified by the Bank

Details of trading in securities by other connected persons as identified by the Bank

Name, PAN, CIN/DIN, & address with contact nos. of other connected persons as identified by the Bank	Connection with Bank	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/acquisition of shares/disposal of shares, specify		Date of intimation to company	Mode of acquisition/disposal (on market/public/rights/preferential offer/off market/Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements, etc.)	No.	Value	Transaction Type (Purchase/sale/Pledge/Revocation/Invocation/Others-please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(ii) Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives on the securities of the company by other connected persons as identified by the Bank

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
16	17	18	19	20	21	22

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature:

Designation:

Date:

Place: