Bandhan Bank Limited
Head Office: Floors 12-14, Adventz Infinity@5, BN 5, Sector V, Salt Lake City, Kolkata 700091
CIN: L67190WB2014PLC204622 | Phone: +91 33 6609 0909, 4045 6456 | Fax: +91 33 6609 0502
Email: companysecretary@bandhanbank.com | Website: www.bandhan.bank.in

Ref. No.: BBL/SEC/215/2026-27

November 25, 2026

BSE Limited
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 541153

National Stock Exchange of India Limited
The Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
NSE Symbol: BANDHANBNK

Dear Sir/Madam,

Sub.: Amended 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' of Bandhan Bank Limited ('Bank')

Pursuant to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, please find enclosed, a copy of the amended 'Code of Practices and Procedures for Fair Disclosure of UPSI' ('**Code of Fair Disclosure**') of the Bank, as approved by the Board of Directors, at its meeting held today, i.e., November 25, 2026. The Code of Fair Disclosure is also available on the Bank's website, www.bandhan.bank.in.

The Board Meeting commenced at 10:00 A.M. and concluded at 19:40 P.M.

You are requested to take note of the above.

This disclosure is being simultaneously uploaded at the Bank's website, www.bandhan.bank.in.

Thank you.

Yours faithfully,
for **Bandhan Bank Limited**
INDRANIL BANERJEE
Digitally signed by INDRANIL BANERJEE
Date: 2026.11.25 20:46:31 +05'30'
Indranil Banerjee
Company Secretary

Encl.: *As above*

Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)

BACKGROUND

The Securities and Exchange Board of India ("**SEBI**") introduced the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended ("**the Insider Trading Regulations**") in order to regulate the conduct of designated persons, insiders, connected persons and persons who are deemed to be connected persons on matters relating to Insider Trading.

Regulation 8(1) of the Insider Trading Regulations requires the Board of Directors of every company, whose securities are listed on a stock exchange, to formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A to the Insider Trading Regulations.

In consonance with the principles of fair disclosure specified in the Insider Trading Regulations, Bandhan Bank Limited (the "**Bank**") would adhere to following Code of Practices and Procedures for Fair Disclosure in respect of unpublished price sensitive information ("**UPSI**") (hereinafter referred as "**Code**") in relation to the Bank and/ or its securities. The provisions of this Code have to be read along with the Insider Trading Regulations and if there is any inconsistency/contradiction between the two, the provisions of the Insider Trading Regulations shall prevail.

1. Any information that could have a material impact on price of shares/ securities of the Bank shall be promptly disclosed to Stock Exchanges where the shares/ securities of the Bank are listed no sooner than credible and concrete information comes into being in order to make such information generally available. Such disclosure would be and subject to receipt of internal approvals and made through authorised personnel of the Bank, in accordance with applicable corporate and securities laws. Should any dissemination of UPSI on behalf of the Bank take place without prior internal approval as referred above, out of accidental omission, selectively, inadvertently or otherwise by any Employee/Director of the Bank then such Employee/Director of the Bank shall forthwith inform the aforesaid authorized personnel. The authorized personnel will then promptly take appropriate measures to rectify such inadvertent disclosures or omissions including disseminate the UPSI so as to make such information generally available.

2. Uniform and universal dissemination of UPSI would be ensured by the Bank by adopting a common platform i.e. Stock Exchanges for public disclosure. Once the UPSI

is communicated to Stock Exchanges as aforesaid, then other medium of dissemination may also be used to ensure such information is made accessible to the public on a non-discriminatory basis.

3. The Chief Financial Officer of the Bank would be the '**Chief Investor Relations Officer**' ("**CIRO**") of the Bank for the purpose of this Code and the Insider Trading Regulations. CIRO is authorized to ensure proper and timely dissemination of information and disclosure of UPSI relating to the Bank and/ or its securities to the Stock Exchanges in coordination with the Company Secretary of the Bank.

4. The CIRO is authorized to respond to any queries that may be received from stock exchanges, press, electronic/ social media or investors of the Bank, for verification of any market rumours relating to the Bank and/ or any of its subsidiaries, reported in mainstream media [as defined in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015], subject to internal clearances.

5. No UPSI should be shared with analyst and research personnel. In case any disclosure of UPSI is inadvertently made at a meeting with analysts or at any investors relation conference, which if made public could materially impact the price of the securities of the Bank on the stock exchange(s), would be promptly communicated to the stock exchanges on which the securities of the Bank are listed, so as to ensure such information is generally available to the public. The authority for determination and disclosure of Material Events / Information or UPSI to the Stock Exchanges shall also be guided by the Policy on Determination of Material Events / Information of the Bank.

6. The Bank will ensure developing practices to make presentations / transcripts / 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.

7. Any information that may be classified as UPSI would be dealt with by the Directors and Employees of the Bank on 'Need to Know' basis only and such UPSI shall be shared only in furtherance of "legitimate purposes" which shall include the following and shall be in compliance with the Insider Trading Regulations and the Code of Conduct for Prevention of Insider Trading of the Bank:
   a. performance of duties; or
   b. discharge of legal obligations; or
   c. necessitated by any regulatory/statutory obligations / orders; or

d. in the ordinary course of business by Designated Persons or authorised person with the existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants,
e. for any genuine or reasonable purpose as may be determined by the 'Chief Investor Relations Officer'.

Provided that sharing of UPSI, as envisaged above, has not been carried out to evade or circumvent the prohibitions of the Insider Trading Regulations.

8. The Board of Directors of the Bank shall ensure that a Structured Digital Database ("**SDD**") is maintained containing the nature of UPSI and the names of such persons who have shared the information and also the names of such persons or entities as the case may be with whom information is shared along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained internally with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

   Any UPSI shared by the Designated Persons for legitimate purpose, shall be recorded in SDD, as and when transmitted, in such manner as may be communicated by the Bank from time to time.

   Provided that entry of information, not emanating from within the organisation, in SDD may be done not later than 2 calendar days from the receipt of such information or such other time as may be specified by the SEBI.

9. This Code has been reviewed and approved by the Board on March 18, 2018, February 27, 2019, August 23, 2024 and November 25, 2026. The Code shall be applicable and binding on all Directors, Employees, connected persons and Designated Persons (as defined in the 'Code of Conduct for Prevention of Insider Trading') of the Bank and shall be deemed to have come into effect from the approval of the Board of Directors of the Bank.