January 18, 2021

The BSE Limited
Corporate Relationship Department.
P J. Towers.
Dalal Street, Fort
Mumbai - 400 001

SCRIP CODE: **543066**

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex.
Bandra (E), Mumbai - 400 051

SYMBOL: **SBICARD**

Dear Sir/Madam,

Sub: Intimation under Securities and Exchange Board of India ("SEBI") (Prohibition of Insider Trading) Regulations, 2015

The Board of Directors of the Company have considered and revised the Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information formulated in terms of Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, in the Board Meeting held on January 18, 2021.

The same will be available on the website of the company.

This is for your information and record.

For SBI Cards and Payment Services Limited
(Formerly known as SBI Cards and Payment Services Private Limited)

SBI Cards and Payment Services Ltd. Regd. Office: Unit 401 & 402 4th Floor, Aggarwal Millennium Tower E-1,2,3, Netaji Subhash Place, Wazirpur New Delhi-110034

Payal Mittal Chhabra
Company Secretary & Compliance Officer

Enclosure: Code of Practices and Procedures for Fair disclosure of Unpublished Price Sensitive Information

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

In pursuance to the Regulation 8(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time ("Insider Trading Regulations"), it is required that the Board of Directors of every listed Company shall formulate a code of practices and procedures for fair disclosure of unpublished price sensitive information.

UNPUBLISHED PRICE SENSITIVE INFORMATION

(i) The Company shall promptly disclose unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such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. The information including but not restricted to :

(a) Financial results;
(b) Dividends including interim dividend;
(c) Change in capital structure;
(d) Public Issue/Buy Back of Securities
(e) Mergers, de-mergers, acquisitions, delistings, disposals and expansion of business and such other transactions;
(f) Changes in key managerial personnel;
(g) any such other information which may affect the price of securities.

(ii) The UPSI shall be uniform and universally disseminated and due care will be taken to avoid selective disclosure.

(iii) In case if the UPSI that gets disclosed selectively, inadvertently or otherwise, prompt steps shall be taken to make such information generally available.

DESIGNATION AND ROLE OF CHIEF INVESTOR RELATIONS OFFICER

(i) The Chief Financial Officer of the Company shall be the Chief Investor Relations Officer ("CIRO") for the purpose of the Code. The CIRO shall be responsible for dissemination of information and disclosure of Unpublished Price Sensitive Information and also responding to the queries on news reports and requests for verification of market rumors by regulatory authorities.

(ii) In the temporary absence of the CIRO for any reason whatsoever, Managing Director & CEO shall nominate any other official of the Company to be responsible for dissemination of information and disclosure of UPSI.

GENERAL OBLIGATIONS FOR PRESERVATION AND DISCLOSURE OF UPSI

(i) All unpublished price sensitive information shall be handled on a need to know basis and in accordance with the provisions of the Regulations and any other applicable codes, policies and procedures of SBI Cards and Payment Services Limited ("Company").

(ii) It is clarified that information to be termed as UPSI should be specific and intended to be generally made available at a point of time to ensure it does not lead to creation of a false market in securities. For the purpose of disclosure, the CIRO may consult such officials within the Company to ensure the correctness and credibility of the UPSI.

(iii) The CIRO shall authorise disclosure or dissemination of UPSI (1) by way of intimation to the stock exchanges, such that further disclosure can be made from the stock exchange websites; (2) on the official website of the Company to ensure official confirmation and documentation; and (3) in any other manner as may be decided by the CIRO to facilitate uniform and universal dissemination of UPSI.

(iv) All communications of UPSI with the stock exchange shall be approved by the CIRO and communicated through appropriate personnel under his direction.

(v) The CIRO shall also be responsible for overseeing the contents of UPSI to be posted on the website of the Company for the purposes of this Code and shall give appropriate directions for the publication of the same. No other person shall be authorised to post any UPSI in the absence of any directions from the CIRO or Managing Director & CEO.

(vi) Information disclosure/ dissemination should normally be approved in advance by the CIRO. If the information is accidentally disclosed without prior approval, the person responsible must inform the CIRO immediately, even if the information is not considered price sensitive and if required, the CIRO shall take all reasonable steps to rectify the same.

SHARING OF INFORMATION WITH ANALYSTS AND RESEARCH PERSONNEL

(i) The Company shall ensure that any information shared with analysts and research personnel is not UPSI and is generally available. Alternatively, the information shared as above shall simultaneously be made public.

(ii) The CIRO shall also develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences and display on the official website to ensure official confirmation and documentation of disclosures made.

RESPONDING TO MARKET RUMOR'S

The CIRO shall ensure that appropriate and fair responses are provided to queries on news reports and requests for verification of market rumors by Regulatory Authorities. Note:

Words not defined herein shall have the meaning as per the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015.

LEGITIMATE PURPOSE

The UPSI can be shared by an Insider for Legitimate purposes as per its "Policy for determination of Legitimate Purposes", provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

POLICY FOR DETERMINATION OF LEGITIMATE PURPOSES

1. INTRODUCTION

This "Policy for Determination of Legitimate Purposes" hereinafter referred to as the "Policy" is prepared in accordance with Regulation 3(2A) of SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018.

2. OBJECTIVE

The objective of this policy is to identify 'Legitimate Purposes' for performance of duties or discharge of legal obligations, which will be considered as exception for procuring UPSI relating to the Company. The assessment of whether sharing of UPSI for a particular instance would tantamount to 'legitimate purpose' would depend on the specific facts and circumstances of each case. Accordingly, this Policy only sets out the principles that should be considered while assessing if the purpose for which UPSI is proposed to be shared is "legitimate".

Primarily, the following factors should be considered to determine the legitimate purpose:

(a) whether sharing of such information is in the ordinary course of business of the Company;

(b) whether information is sought to be shared to evade or circumvent the prohibitions of the Insider Trading Regulations;

(c) whether sharing the information is in the best interests of the Company or in furtherance of a genuine commercial purpose;

(d) whether the information is required to be shared for enabling the Company to discharge its legal obligations;

(e) whether the nature of information being shared is commensurate to the purpose for which access if sought to be provided to the recipient.

It is clarified that in the event there exist multiple purposes for sharing UPSI, each purpose will be evaluated on its own merits, in line with the aforementioned principles.

3. DIGITAL DATABASE

A structured digital database shall be maintained containing the nature of unpublished price sensitive information and the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation 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.

4. RESTRICTIONS ON COMMUNICATION AND TRADING BY INSIDERS

The Company shall inform the recipient of UPSI, by way of written intimation and/or contractual agreement, such as confidentiality agreement, that (i) the information being shared is UPSI and that the Company is the exclusive owner of such UPSI; (ii) upon receipt of UPSI, the recipient would be deemed to be an Insider and subject to the provisions of the Insider Trading Regulations, (iii) the recipient must maintain confidentiality of the UPSI at all times, (iv) the recipient may use the UPSI only for the approved purposes for which it was disclosed; (v) the recipient should provide a written undertaking that he/she/it shall not undertake trades in the securities of the Company while in possession of the UPSI; and (vi) the recipient must extend all cooperation to the Company, as may be required in this regard.

5. DEFINITIONS

5.1 "Legitimate Purposes" means sharing of UPSI in the ordinary course of business by an Insider with the following, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations:

i. Company's Partners
ii. Auditors, Accountancy firms, Legal advisors, Merchant Bankers, Consultants
iii. Collaborators
iv. Lenders
v. Customers
vi. Suppliers
vii. Any other advisors/consultants/partners
viii. Any other person with whom UPSI is shared

Person who is in receipt of UPSI pursuant to a "legitimate purpose" shall be considered as an "insider" for purpose of these regulations and due notice shall be given to such persons (Insiders) to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations

6. AMENDMENT

If the Company makes any changes / amendments to this Code (ANNEXURE A), it will be immediately notified to the stock exchange(s) on which its securities are listed. The same will also be uploaded on the website of the Company from time to time.