

Bank of Baroda

BUSINESS RESPONSIBILITY AND SUSTAINABLE DEVELOPMENT MANUAL

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Introduction

Bank of Baroda "(BOB)" was founded on July 20, 1908 by Maharaja Sayajirao Gaekwad III, the Maharaja of Baroda. The Bank was nationalized alongside 13 other significant Indian commercial banks on July 19, 1969 and is now a prominent public sector undertaking (PSU).

Bank of Baroda aspires to create long term value for all its stakeholders including employees, customers, investors, regulators, value chain partners, suppliers and communities by integrating ESG practices across its operations.

Approach and Scope

The Business Responsibility and Sustainable Development Manual (BRSD) elucidates how the Bank integrates ESG practices across its business policies, strategy and procedures. Further, it also aligns stakeholder insights into the Bank's non-financial disclosures and performance with national and global ESG standards and guidelines.

The BRSD Manual and its elements are universally applicable across Bank of Baroda's domestic and international operations as well as its value chain partners.

Bank of Baroda's ESG approach is inclusive of:

- Establishing a robust ESG governance framework
- Integrating ESG into corporate business strategy
- Continuous monitoring of ESG performance
- Developing a long-term ESG strategy and targets
- Driving an ESG centric culture across the organization

The Bank has taken into consideration the following frameworks and standards:

- Relevant national and global ESG standards and guidelines
- The International Finance Corporation Standards
- Mandate of the Securities and Exchange Board of India ("SEBI") i.e., Business Responsibility and Sustainability Report ("BRSR") based on National Guidelines on Responsible Business Conduct ("NGRBC")
- Relevant global environmental, social, labor, and biodiversity conventions ratified by India

This BRSD Manual is a combination of the existing policies, SOPs, protocols and other internal documents.

Our Mission

To be a top-ranking National Bank of International Standards committed to augmenting stakeholders' value through concern, care and competence

ESG Governance Framework

Philosophy

The CSR and Sustainability Committee governance structure of the Bank is aligned to the overall governance philosophy and core values of BOB. The CSR and Sustainability Committee will oversee the application of sustainable strategies, policies and practices across the organization.

The Bank recognizes that ESG has become an important driver of stakeholder value. Investors are now increasingly focusing on the Board's role in effective ESG oversight and disclosures. Effective Board oversight in today's context requires a significant investment of time and effort thereby demanding a robust governance framework. Hence, the Bank has constituted a standalone CSR and Sustainability Committee of the Board that encompasses comprehensive ESG objectives.

The mandate of the committee is as mentioned below:

- Enhancing capacity building and integration of ESG parameters into strategic business planning
- Identifying key risks and opportunities for sustainable growth by adopting industry best practices
- Setting the Bank's short term and long-term sustainability goals
- Strengthening compliance to national and global ESG guidelines, standards, and frameworks by providing guidance on the structure, policies and regulations that impact the business
- Driving ESG culture across the organization and value chain while regularly reviewing the Bank's ESG commitments and aspirations
- Review of the Corporate Social Responsibility Policy of the Bank and recommend modifications, if any, for adoption by the Board
- Instituting a transparent monitoring mechanism for implementation of CSR projects / activities undertaken by the Bank

- Review the annual plans and programs for the CSR activities of the Bank and advise the Board accordingly.
- Arrange for submission of quarterly report on CSR activities of the Bank to the Board
- The CSR & Sustainability Committee of the Board may also set-up an internal committee of Bank officials to have strong operational focus and delve deeper into the CSR/Sustainability activities and drive the ESG initiatives

The Bank shall publish its Business Responsibility and Sustainability Report (BRSR) to highlight its performance against stated principles of the National Guidelines on Responsible Business Conduct (NGRBC) developed by the Ministry of Corporate Affairs, Government of India.

The Bank shall disclose its sustainability performance through an annual Sustainability Report as per the national and international ESG frameworks.

ENVIRONMENT

Philosophy

The Bank recognizes business operations and its impact on environment and society at large. The Bank strives for conservation of natural resources, emission reduction, judicious use of plastic, responsible disposal of waste among others.

Compliance

The Bank shall abide by and respect all rules and regulations related to environmental protection and safety in letter and spirit.

Energy and Emission Management

- The Bank recognizes the impact of climate risk on its overall business operations. The Bank shall be committed to minimize the impact arising from both its operational as well as its credit and investment portfolio's environmental footprint.
- The Bank shall take on initiatives to monitor and reduce its energy consumption. These initiatives include:
 - Measure, monitor and control the energy consumption and emission generated
 - Establish and implement standard operating practices for energy conservation
 - > Adopt energy efficient products and services by leveraging technologies which will result in reduced energy consumption and emissions wherever possible and feasible
- The Bank shall put efforts in reducing the carbon footprint across its business activities by taking climate friendly initiatives that preserve the interest of the country in achieving National Determined Contributions (NDC's).
- The Bank has several Indian Green Building Council (IGBC) certified buildings across various locations. The Bank shall strive to acquire this certification for their other corporate buildings, wherever feasible.
- Several branches of the Bank in rural/semi urban areas are powered by renewable energy.
 The Bank shall endeavour to power the remaining branches using renewable energy wherever feasible.

Water Management

- At the Bank, water is used for employee consumption, canteen operations and other domestic applications. The Bank shall continue its water conservation efforts by adopting best practices to further reduce levels of consumption, wherever possible and feasible.
- For corporate offices, where sewage treatment plant is established, the treated wastewater is used for internal landscape.

Waste Management

- The Bank shall dispose hazardous and non-hazardous waste generated in a responsible manner through authorized recyclers.
- The Bank shall make conscious efforts to reduce the usage of plastic from all its corporate offices.
- The Bank shall promote paperless banking through various initiatives and also endeavours to adopt fully paperless mode of working in all its offices and branches.
- The Bank shall manage its e-waste and battery waste in a responsible manner through authorized recyclers.
- The Bank shall ensure proper segregation of its dry waste and wet waste at corporate offices, while the processing of its wet waste will be done at the biogas plant.
- The Bank shall assess and address the adverse impacts of its business operations in ecological sensitive locations, wherever applicable.

SOCIAL

Philosophy

The Bank believes in creating an inclusive environment by establishing internal and external programs which are designed to create an engaging, supportive, and equitable environment for all

Stakeholder Inclusivity and Engagement

- Bank has developed and put in place, systems, and procedures to identify the relevant stakeholders, understand their expectations and concerns in a fair and equitable manner. This has helped us in aligning our strategies to resonate with stakeholder priorities.
- Bank constantly endeavours to share and disclose material information to its relevant stakeholders as recommended by statutory guidelines.
- Bank effectively communicates the results, future plans and achievements to all its relevant stakeholders by leveraging various digital/ non-digital platforms and modes.
- Bank has provided a secure mechanism to stakeholders to disclose any unethical and improper practices taking place in the Bank for appropriate action.

Human Rights Advocacy

- In accordance with the Bank's Human Rights Policy, the Bank ensures that none of its stakeholders are subject to discrimination based on race, ethnicity, caste, religion, culture, colour, age, gender identity or expression, disability, socio-economic status of an individual, etc.
- The Bank shall prohibit use of child labor, forced labor or any form of involuntary labour, paid or unpaid in its premises.
- The Bank aspires to conduct business with customers who share its commitment to uphold human rights and endeavours to prevent adverse effects. The Bank shall undertake necessary due diligence of its customers and safeguard the rights of those who may be impacted by unethical behavior.
- The Bank shall effectively communicate the Policy on Human Rights to employees, customers, shareholders, regulators, value chain partners, suppliers, and communities to familiarize them with its key elements and grievance redressal mechanism in case of violation.

- The Bank shall ensure that all stakeholders, including value chain partners, undergo human rights training.
- The Bank has established a robust, efficient, fair, open, and transparent grievance redressal
 procedure to track, monitor, and respond to human rights breaches and to offer the aggrieved
 parties an appropriate solution. Employee grievances are recorded through the Baroda
 Samadhan portal and through a complaint box which shall be made available at all branches.

Our Employees

- The Bank strives to offer and uphold equal opportunities throughout recruitment, active employment and post superannuation. A fair compensation model and an equal opportunity policy are in place to ensure everyone is treated fairly and without bias.
- In an effort to promote an inclusive work environment, the Bank offers a comprehensive range of benefits, including insurance coverage for employees and policies specifically created to address their personal requirements at different stages of their lives.
- The Bank has established a Strategic Advisory Committee of the Board on Human Resources (HR). The Committee of HR discusses various matters/issues related to Human Resources. The Bank also inducts specialists in Human Resources area as advisors to the Committee.
- The Bank is committed to zero tolerance of harassment at the workplace. The Bank has
 developed a Prevention of Sexual Harassment (POSH) policy and put in place the necessary
 redressal mechanisms in the form of Internal Complaints Committee (ICC) that investigates
 cases of sexual misconduct through a fair and transparent process.
- The Bank assures that all relevant labor regulations are followed. The organization has established recognized unions which represent all employees, including those who are employed under contract.
- The Bank strictly abides by all relevant wage regulations and ensures that all stakeholders receive fair and on-time payment of their statutory wages.
- The Bank is open to employee suggestions and encourages constructive and honest feedback from all employees on a periodic basis. To facilitate this, the Bank conducts its annual 'Voice of Barodians' - Employee Engagement Survey, to understand the level of employee engagement and the opinion of the employees on various engagement parameters.

- The Bank has a Diversity, Equity, and Inclusion (DEI) policy which aims to promote gender diversity, provide equal opportunities, and promote inclusivity at all levels. The policy endeavours to create better promotion avenues for women, especially in senior management grades, providing special provisions for the deployment and development of women. It also covers equal opportunity principles in resourcing, conducting training programs for specially abled groups and promoting inclusivity at all levels.
- The Bank has implemented various initiatives, policies, mechanisms centered on talent acquisition, development and retention, employee recognition, building pride in working for the Bank, among others.
- The Bank understands the value of having a qualified workforce with the essential competencies to carry out its strategic and operational initiatives. The Bank is dedicated to giving all employees opportunities for training and development in a nurturing environment. The Bank has introduced a comprehensive leadership development initiative, with the objective of building a robust and sustainable pipeline of leaders for the Bank.
- The Bank is committed to sensitize employees on sustainability and ESG issues. Periodic awareness programs on ESG are being provided and shall continue to be provided through the E-Learning portal 'Baroda Gurukul' and Baroda Academy to all employees.

Health and Safety

- The Bank is committed to providing all employees with a safe and healthy workplace.
- The Bank has a SOP in place which has identified all the risks, hazards and mitigation strategies associated while working within the premises.
- The Bank shall implement practices that are congenial to the health and wellbeing of its employees.
- The Bank has always been very sensitive to these challenges faced by the employees and
 has taken necessary measures from time to time to address physical, mental and emotional
 health and safety. Focus on health and wellness is a part of the Bank's 'Policy on Employee
 Engagement'.
- The Bank has always been a front-runner in taking health and wellness initiatives not only for our employees but also for our ex-employees.

- It shall also undertake reasonably practicable steps to:
 - ➤ Ensure a secure, sanitary, humane, and accessible workplace for all its employees, including people with disabilities.
 - Ensure, all the relevant mock drills are conducted, and procedures are in place as part of its emergency response and preparedness procedures
 - Respond in an organized & speedy manner to any pandemic situation that affects the safety of the Bank's employees and/or disrupts the Bank's critical business functions

Our customers

- The Bank strives to establish a long-lasting engagement with its customers based on loyalty and trust by attending to their requirements, boosting customer experience, and sustaining reliability and performance.
- The Bank is committed to provide customers with best-in-class products and services based on their requirements. The Bank delivers customer service with honesty, responsiveness, transparency, respect, value, loyalty and with an aim to resolve any real or potential problems.
- Owing to the above commitment, the Bank shall endeavour to align its services to offer social
 and environmentally linked products which will help in accelerating sustainable development.
 The Bank also encourages the integration of responsible systems and standards to reduce
 and mitigate the detrimental effects of corporate operations on all facets of society, including
 customers.
- The Bank aims to propel the digitization process to a new trajectory by offering a selfcontained Digital Bank through the rollout of various programs by enabling not only banking activities like deposits and loans but also investment and shopping, all in one place.
- Abiding by the Bank's Customer Privacy policy, it shall continue to serve customers' data
 with utmost sensitivity and privacy. Bank collects and retains personal information only to the
 extent it is necessary for the effective operations of the Company or is mandated by a statute.
 The Bank keeps such information confidential and discloses only to those who have a
 legitimate need to know.
- The Bank shall continue to strengthen its grievance redressal system and processes to address consumer concerns and complaints. It also has a robust governance mechanism to seek appropriate and fair consumer feedback. The Bank has a Customer Service Committee at the Board level that reviews the status of complaints lodged on various portals and their

effective resolution periodically. It also conducts a root cause analysis of complaints of repetitive nature and suggests remedial measures to minimize such complaints.

Our Community

- The Bank's Corporate Social Responsibility (CSR) Policy is founded on the premise that business owes its existence to society which is governed by a Board level CSR and Sustainability Committee, which shall guide the implementation of CSR projects.
- Through its CSR initiatives and community investments, the Bank strives to empower local communities in various domains to address the most pressing issues facing mankind.
- The Bank endeavours to implement programs that promotes skill development and provide financial counseling services for the upliftment of the underprivileged sections of the society.
- The Bank shall be conducting Social Impact Assessments for its community interventions, which are intended to demonstrate their impact and identify areas for improvement. For a project with a duration of three years, an assessment shall be conducted. If programs are upscaled or renewed at the end of each fiscal year, a separate Impact Assessment shall be conducted each year, as they shall be considered as distinct single-year projects.

GOVERNANCE

Philosophy

The Bank recognizes its obligation towards its stakeholders by developing corporate systems and processes which demonstrate positive impact through measurable progress and tangible results. It follows ethical business practices, being compliant, introducing sustainable products and services, managing the risks, environmentally friendly sourcing, technological applications to prevent cyber threats, among others

Business ethics, transparency and accountability

- Bank has formulated an elaborate Code of Ethics (COE) for the Bank, which is applicable to the employees, customers, shareholders, value chain partners, suppliers, vendors, agents, correspondents and other external stakeholders.
- All Personnel are responsible for demonstrating integrity and leadership by complying with the provisions of the COE, and policies and affirm their compliance to the same. The Bank shall conduct trainings on the COE for relevant stakeholders.
- Directors and Senior Management Personnel comprising all Chief General Managers, General Managers and Vertical Heads are governed by a Code of Conduct (COC). The Board Members and Senior Management Personnel have affirmed the compliance of the Code.
- The Bank does not unlawfully or inappropriately use any information, material, intellectual
 property or confidential information of stakeholders including that of its suppliers, business
 partners or competitors.
- The Bank believes in free and fair competition and does not subscribe to any unethical or illegal business practices to gain competitive advantage.
- The Bank shall encourage their third party's to align with the principles of National Guidelines on Responsible Business Conduct.
- The Bank provides secure mechanisms such as grievance redressal, Whistleblower Policy/Guidelines and vigil mechanism among others for its stakeholders to report on any unethical instances. These mechanisms also enable the Bank to take structured action and address key stakeholder concerns raised from time to time.

Compliance

- The Bank is committed to ensuring compliance to all state and national rules and regulations, in letter and spirit.
- The Bank has a robust compliance system including a well-documented compliance policy which outlines key roles and responsibilities across corporate functions.
- The compliance function is committed to strict observance of all statutory provisions contained in various legislations such as Banking Regulation Act, Reserve Bank of India Act, Foreign Exchange Management Act, Prevention of Money Laundering Act, among others as well as other regulatory guidelines issued from time to time. It also strives to adhere to the Bank's internal policies and fair practices code.
- The Bank does not engage in any activity that enhances or supports a competitor's position or conduct any non-compliances which can create a conflict of interest.
- In the process of capacity building, the Bank endeavours to impart training to all compliance officers and nominated officials to various external training programs conducted by reputed institutions on latest developments in the areas of compliance.
- The Bank shall abide with all anti-bribery, anti-fraud and anti-money laundering rules and regulations and has in place Know Your Customer/ Anti-Money Laundering / Combating of Financing of Terrorism [KYC/AML/CFT] policies. The Bank does not tolerate bribery in any form and does not offer/receive any improper payments or comparable benefits to/ from any customer, government official / agency / representative or any person or institution, for securing or providing undue favors.

Product Responsibility and Sustainability

- The Bank understands its responsibility towards its products and services and provides its customers with guidance on the safe and responsible usage of various banking products and services.
- The Bank strives to make continuous efforts to encourage universal access to its products and services. In case of discontinuation of any service, it would be carried out in a responsible and non-discriminatory manner.
- The Bank ensures training to all its relevant employees about the products and services which it offers to avoid inappropriate communication to customers.

- The Bank is committed to playing its part in the transition towards a low carbon and resource efficient economy through adoption of low-carbon strategies, technologies, and business processes in its operations as well as service offerings. Furthermore, the Bank regularly monitors its performance to improve existing systems and processes to minimize the adverse environmental and social impacts.
- The Bank shall endeavour to engage with business partners/associates including local suppliers and vendors who embed responsible practices in their operations and provide sustainable services.

Procurement Practices

The Bank makes efforts to procure products which are environment friendly and energy
efficient, wherever possible and feasible. Furthermore, the Bank shall communicate with
relevant stakeholders for improving the environment, health, and safety performances.

Responsible Advocacy with Public and Regulatory Bodies

- The Bank being one of the largest Banks in the country is associated with policymakers and regulators for the advancement of public good, especially in the areas of governance and administration, economic, banking sector reforms, inclusive development policies, etc.
- From communication perspective, the Bank includes all its stakeholders the Government, Investors, Customers, Employees, Suppliers/Service Providers, Trade Associations, Civil Society Groups, Public and Society, at large.
- Bank aims to inform and involve all stakeholders in the activities that nurture the growth of the Bank through sustained, consistent and relevant messages using judicious mix of both external and internal communication tools.

Risk Management

- The Bank has cultivated a strong risk management culture within the organization through a robust Enterprise Risk Management system. Furthermore, the system helps in early identification, assessment, measurement, aggregation, and management of all risks.
- The Board has also constituted a Risk Management Committee of the Board which
 oversees the different type of risks and addresses, both risks and opportunities that might
 materially impact the accomplishment of strategic business goals.

• The Bank has also identified climate change as a key risk to its overall business operations. The Bank is committed to minimize the impact arising out of climate risk and shall devise a robust mechanism to reduce its climate risk exposure. This will include, putting appropriate measures and undertake reasonably practicable steps for identification and mitigation of all risks.

Sustainable Finance

- The Bank has identified climate change as a key risk to its overall business operations. The Bank's Global Credit Exposure Management Policy has developed an Internal Rating Model with parameters relating to environment issues. The Bank's credit proposals are assessed through Credit Assessment Memorandum (CAMs) which incorporates comments on environment/pollution factors. To further strengthen the Internal Rating Model, climate risk considerations and ESG parameters are being incorporated by the Bank into the loan review procedure which shall be further evolved & strengthened. When processing loans, the Bank shall consider all possible financial risks related to environmental and climate change, including screening, appraisal, pre-sanction procedures, and post-disbursement monitoring.
- As a part of its service offerings, the Bank shall focus on green and sustainable products to promote renewable energy generation and energy efficiency, clean mobility, sustainable farming, waste management, among others.
- The Bank shall not finance setting up new units producing / consuming Ozone Depleting Substances ("ODS") and small / medium scale units engaged in the manufacturing of aerosol units using Chlorofluorocarbons ("CFC") which enables reduction in greenhouse effect.

Cybersecurity

- The Bank is committed towards maintaining a cyber-safe environment, which is facilitated by a comprehensive governance framework, cybersecurity and Information Security policies and numerous operational controls to address the risk of cyber security. Furthermore, Bank has devised a cyber security crisis management plan to mitigate monetary, reputational risks and maintain Business Continuity.
- The Bank has strengthened the network security infrastructure by adoption of network access control.
- The Bank has also taken utmost care in respecting personal privacy and dignity. The Bank collects and retains personal information only to the extent it is necessary for the effective

operations of the Bank or is mandated by a statute. The Bank keeps such information confidential and discloses only to those who have a legitimate need to know.

- Business and individuals are protected from internet-based risks and frauds by a Cyber Insurance Policy. The Bank makes efforts to educate its customers and the general public on cyber frauds to protect them from falling prey to cyber criminals. Customers are also educated on where and how to file complaints in case they fall prey to cybercrimes.
- The Bank has obtained a Cyber Liability Policy covering Bank of Baroda and its subsidiaries (India and Overseas).
- The Bank has obtained Insurance policy to covers losses to customers (Card, internet banking, mobile banking, UPI etc.), which get confirmed from Operational / Digital Group departments. The losses with respect to customers which are generally of smaller amounts and would not get covered under Cyber Liability Policy would get covered under this Insurance policy.

Review Mechanism of Business Responsibility and Sustainable Development Manual

- The Business Responsibility and Sustainable Development Manual shall be reviewed once
 in three years. However, review may also be undertaken before due date, if there is any
 change in the regulatory guidelines or in the Bank's internal guidelines or as necessitated
 by any changes.
- Any changes to the Business Responsibility and Sustainable Development Manual due to change in regulations, guidelines, procedures, among others will be discussed with the Executive Director in charge of ESG and CSR. Recommendations for amendment / review of the manual will be submitted to and approved by Executive Director accordingly. The next scheduled review of the Business Responsibility and Sustainable Development Manual is on 31st March 2025.

Any regulatory guidelines issued by Reserve Bank of India (RBI) / Government from time to time on the issues covered herein will automatically be deemed to be a part of this Manual.

Mapping of Bank Policies to NGRBC Guidelines

The table below illustrates the Bank's existing policies that address the BRSR (NGRBC guided) principles for the Bank's environmental, social, and governance (ESG) responsibilities.

Principle	Principle Name	Policies/Guidelines
Principle 1	Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable	1. Whistleblower Policy and Guidelines 2. Conflict of Interest guidelines 3. Privacy policy 4. CoC for Directors & Senior Management 5. Fraud Prevention Mechanism 6. Code of Ethics 7. Policy for Determination of Materiality of Events 8. AML/CFT & KYC Guidelines 9. Policy on Related Party Transactions 10. Social media Policy 11. Codes of Fair Disclosure and Conduct 12. Compliance Policy
Principle 2	Businesses should provide goods and services in a manner that is sustainable and safe	Business Continuity Plan Outsourcing Policy
Principle 3	Businesses should respect and promote the well-being of all employees, including those in their value chains	1. Human rights policy 2. POSH 3. Board Diversity Policy 4. Equal Opportunity Policy 5. Social Media Policy 6. Diversity, Equity and Inclusion Policy
Principle 4	Businesses should respect the interests of and be responsive to all its stakeholders	CSR policy Policy for Determination of Materiality of Events Code of Ethics Customer Protection Policy Grievance Redressal Policy
Principle 5	Businesses should respect and promote human rights	Human rights policy Diversity, Equity and Inclusion Policy
Principle 6	Businesses should respect and make efforts to protect and restore the environment	Business Responsibility and Sustainable Development Manual SOP on Waste Management & Occupational Health and Safety Management System Construction Works Manual Ambience Manual Premises Code Guidelines
Principle 7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent	Business Responsibility and Sustainable Development Manual Communication & Reputation, Crisis Management Policy Social media Policy
Principle 8	Businesses should promote inclusive growth and equitable development	1. CSR policy

Principle 9	Businesses should engage with and provide value to their consumers in a responsible manner	 Customer protection policy Customer rights policy Information Security Policy Grievance Redressal Policy Cyber Security Policy Cyber Crisis Management Plan AML/CFT & KYC Guidelines Diversity, Equity and Inclusion Policy
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