

उत्तर प्रदेश ग्रामीण बैंक

UTTAR PRADESH GRAMIN BANK

HO/01/HRM/RKJ/2025-26/68

Date: 15.05.2025

Circular to all Branches and Offices
Issued by HRM Department, Head Office

Dear Sir,




Re : Code of Conduct and Ethics for Employees and Officers of the Bank.

Consequent upon amalgamation of Baroda U.P. Bank, Aryavart Bank and Prathama U.P. Gramin Bank into new entity "Uttar Pradesh Gramin Bank", the Hon'ble Board of Directors in the meeting dated 07.05.2025, have adopted Code of Conduct and Ethics for Employees and Officers of the Bank.

The copy of said Code of Conduct and Ethics, is enclosed for meticulous compliance by all officers and employees of the Bank. Any violation of the provisions of the aforesaid code, shall attract disciplinary action.

Please bring the contents of the circular to the notice of all Employees and Officers of the Bank.

Yours faithfully,


(Ghanshyam Singh)
General Manager (HRM)

Encl.: As above


UTTAR PRADESH **GRAMIN BANK**

Code of Conduct and Ethics **for Employees and Officers**

Introduction

This Code of Conduct & Ethics is a statement of the Bank's commitment for maintaining integrity, honesty and highest standards of ethical practices. This statement helps in furthering Bank's commitment by defining the standards of conduct that is expected from all employees / Officers in performing their day-to-day duties, roles and responsibilities across various functions and different levels. This statement is an intent of Bank's Commitment to adhere to its internal as well as the regulatory policies/ guidelines and the applicable laws of the land while upholding highest level of integrity and moral values.

Scope of the Code of Conduct & Ethics

- This statement is applicable to all the employees / Officers of the Bank.
- The actions of all employees / Officers must be governed by the principles explained in the statement in letter and spirit in true sense.
- While the statement covers a wide range of practices / situations / behaviours, these standards cannot and do not cover every issue / situation that may arise, but provide guidance regarding conduct as an employee / officer.
- This statement prescribes the minimum expectations that Bank has from its employees / Officers. Breaches are not acceptable and will be treated / dealt with, in accordance with the applicable conduct regulations / rules.

This statement provides broad overview of code of conduct & ethical practices for an employee/officer (Part A), instances to be treated as mis-conduct by an employee / officer (Part B) and the Disciplinary Procedures & Penalties for mis-conduct/ violation of the Code or any orders / rules issued by the Bank (Part C).

PART A:

Code of Conduct & Ethics - Practices for an employee/Officer

General rules of Conduct

- Every employee/officer shall at all times take all possible steps to ensure and protect the bank's interest and discharge his / her duties with utmost integrity, honesty, devotion and diligence and refrain from doing things which render him / her unbecoming of a Bank employee/officer.
- Every employee/officer shall maintain desired conduct and discipline and show courtesy, respect and attention towards every person he/she is dealing with, while discharging of his / her duties.
- Every employee/officer shall take all possible steps to ensure the integrity and devotion towards the duties performed by the persons who are under his / her control and authority.

Avoiding Conflict of Interest

A conflict of interest exists when an employee's / officer's personal interests are inconsistent with that of the Bank.

- All employees / Officers must avoid situations where individual's personal interests conflict or appear to conflict, with the interest of Bank and / or its stakeholders.
- Such conflicts may arise in dealings between employees / Officers and other entities such as customers / vendors / business partners etc and may even result in an undue financial / non-financial gains to the employee/officer, his family members or acquaintances.

Some examples of situations where conflict of interest may arise are (illustrative only):

- Use of position (undue influence / business decision) for securing employment / admission / membership of family members in concerns / institutions / clubs enjoying the Bank's Clientele.
- Grant of Facilities to such concerns where family members are employed.
- Accepting engagement outside the Bank that may benefit the employee/officer in any manner.
- Personal Investment Decisions based on information gathered by virtue of being in employment with the Bank.
- Promoting a vendor / business partner for personal gains.

Ensuring Privacy / Confidentiality

Privacy of Employee /officer Information:

Employees / Officers must protect the privacy and confidentiality of employee / officer related information such as personal records / medical history / emoluments. Such information should be shared on need to know basis after relevant approvals from appropriate/designated authority or as per any regulatory / statutory requirement.

Proprietary and Confidential Information:

Any information that is non-public in nature and may be sensitive and could give competitive advantage to others or divulging of which could be detrimental to the Bank's interest, should not be disclosed to anyone, not authorized to receive.

Some examples of Proprietary and Confidential Information are (illustrative only):

- Bank's financial performance, if it has not yet been published.
- Information related to potential acquisitions and divestment by the Bank, if it has not been officially disclosed.
- Marketing / Business Plans of the Bank, if it has not been disclosed.
- Sensitive information related to technology / systems.

Insider Trading

Insider trading is defined as a malpractice wherein trade of a company's securities is undertaken by persons who by virtue of their work / proximity have access to the

otherwise non-public information which can be crucial for making investment decisions. As a Bank employee/officer, one could have access to material, non-public information about Bank, customers and partner companies that conduct business with the Bank. Any employee/officer in possession of confidential / non- public information should not indulge in insider trading.

Further, no employee shall speculate in any stock, share of securities or commodities or valuables of any description or shall make investments which are likely to embarrass or influence him / her in the discharge of his / her duties.

Use of Undue Influence

No employee/officer shall bring or attempt to bring any political or other outside influence, bear upon any superior authority to further his / her interests in respect of matters pertaining to his / her service with the bank.

Outside Business / Employment

- No employee / officer shall engage directly or indirectly in :
 - Any trade or business or undertake any other employment except with the prior sanction of the bank.
 - Part-time employment in any other institution, organization, etc.

Participation in Political Activities

Members of staff are prohibited from participating in politics in any shape or form and also from contesting elections to any legislative or local bodies. The following activities on the part of bank employees / Officers are strictly prohibited;

- To be an office bearer of political party or an organization which takes part in politics;
- To take part in or assist in any manner in any movement / agitation or demonstration of a political nature;
- To take part in an election to any legislature or local authority; and
- To canvass in any election to any legislative or local authority.

Members of staff should not, therefore, contest elections, participate in politics in any shape or any form contrary to the above rules. Any employee found violating the above instructions would be liable for disciplinary action in terms of bank's rules / regulations / guidelines.

Further, all employees / Officers are expected not to become a member of any such organization which are prejudicial to the interests of the country.

Acceptance of Gifts

No employee should accept or permit any member of his / her family or any person acting on his / her behalf to accept any gift in cash / kind. The expression 'gift' shall also include service such as free transport, boarding, lodging or any other pecuniary advantage when provided by any person other than a near relative or a personal friend having no official dealings with the employee/officer of the Bank.

Gaining Advantage out of Business Opportunities

No employee/officer shall exploit any opportunity for personal gains at the expense of the Bank.

Some examples are (illustrative only):

- Divert genuine business to other Financial Institutions.
- Receiving commission or fee for a transaction conducted with other FI / Broker etc.

Use of Social Media

Social Media has become one of the biggest communication channel and it empowers its users with freedom to express their views / opinions / information with each other.

- Employees / Officers are expected to be diligent while using the social media and should follow the Bank's laid down standards on Social Media usage so that it should not interfere with their official / customer commitments.
- Employees / Officers should not make any false, misleading or defamatory statements which may damage reputation of the bank and all its stakeholders.

Prohibition of Discrimination at workplace

Bank prohibits any sort of discrimination on the basis of race, gender, religion, disability, cultural, socio-economic status etc. All employees / Officers are expected not to indulge in any such activity. All employees / Officers are expected to work towards creating / promoting a conducive and cohesive work environment where each employee/officer feels valued and contributes optimally. All employees / Officers are expected to embrace difference and respect Diversity at workplace.

Prohibition of Sexual Harassment

Sexual harassment at the workplace negatively affects the working environment. Such practices undermine gender equality at work, create unfair practices in employment, and adversely impact the dignity and well-being of workers. Further, it creates psychological anxiety and stress and if ignored, can result in loss of productivity, low morale, and increase in absenteeism. Sexual harassment at the workplace is an unethical practice which is strictly prohibited and any violation or breach of this ethic shall be viewed seriously and may invite strict action against the violator.

Workplace Dress Code for Employees / Officers

Untidy or improper dress can convey a sense of unprofessionalism, casualness and unreliability of the employee/officer and consequently the Bank. Therefore, all employees / Officers are expected to wear formal, decent and presentable attire. The appearance and dress of an employee / officer should not draw unwanted attention.

Whistleblower Policy

Through this policy, Bank is committed to develop a culture, where it is safe for all

those who raises / alarms concerns about any unacceptable / unethical practice or misconduct at any level. No adverse action shall be taken or recommended against an employee/officer (Whistle Blower) in retaliation to his lodging a complaint against some practice or policy of the Bank, or of any another individual or entity with whom the Bank has a business relationship, on the basis of a reasonable belief that whose working is against the interest of the Bank or the said practice is in violation of law or a clear mandate of any other policy.

Know your customer/Anti Money Laundering

The regulations regarding the anti-Money Laundering / Combating the Financing of Terrorism must be strictly complied with. Laundering of money through a Bank can seriously damage its reputation and could also deter genuine customers from transacting their business with the Bank in addition to severe sanctions. Towards this end, it is the responsibility of each and every employee/officer to exercise due diligence in establishing the antecedents of the customers, thereby complying with the KYC guidelines at all times.

Accuracy of Bank's Records and Reporting

Maintenance of Bank's Records:

It is expected from all employees / Officers that the data and information maintained by them are accurate and as per laid down procedure. The records must be maintained as per the record maintenance policy of the Bank.

Reporting to Regulator / Government bodies:

It is expected from all employees / Officers to prepare full and accurate reports / statements / certificates and furnish to regulators / government bodies timely after approval from competent authority, so that correct information reaches to the intended recipient.

Inappropriate Sales and Customer Commitment

Mis-selling is the deliberate, reckless, or mis-guided sale of products or services in circumstances where the product or service is unsuitable for the customer's needs or product is misrepresented. This practice of mis-selling for the purpose of achieving budgetary targets or otherwise is not acceptable to the Bank as the same results in the erosion of the credibility and reputation of the Bank in the market.

Towards this end, it is expected from all employees / Officers of the Bank that they assist the customers based upon their requirements and help the bank in creating long term value and sustainable business.

Protecting Bank's Assets

Any property / asset of the Bank, whether tangible or intangible in nature, should be used responsibly for professional and legitimate business purposes and not in an improper manner or for personal gains. All employees / Officers are expected to protect the Bank's assets and ensure their efficient use.

Further, all employees / Officers are expected to contribute and ensure that the

ambience of the premises reflects Bank's commitment to excellent customer satisfaction, thereby promoting Bank's interests.

Workplace Health & Safety

All employees / Officers must strive and be attentive to ensure healthy and safe work environment. Bank is fully committed to the safety of its employees / Officers and expects that its business is run in full compliance of all related laws.

Indebtedness

All employees / Officers of the Bank in general act as ambassador of the Bank while interfacing with general public at large. Since, employees / Officers' credibility is directly related to the Bank's credibility, it is very important that all employees / Officers manage their personal finances /affairs prudently and must refrain from habitual indebtedness or insolvency.

PART- B

Misconduct (for illustration purpose only)

- Failure to perform duties with utmost integrity and honesty.
- Not adhering to Bank's established processes / guidelines / regulations.
- Not arriving to work on time.
- Neglecting to provide courteous and prompt service to customers.
- Unauthorized absence from duty.
- Unauthorized disclosure of Bank's information.
- Collusion / Connivance to harm Bank's Interests.
- Deliberately facilitating Money Laundering.
- Not maintaining Bank's Records properly.
- Posting inappropriate / inaccurate content on Social Media.
- Distribution of inappropriate / obscene videos or messages or images.
- Engaging in illegal activities.
- Use of foul / abusive language at Workplace.
- Insubordination or disrespectful conduct with fellow employees / Officers.
- Submission of false or inflated TA Bills / other claims.
- Participating in any activity that harms Bank's reputation.
- Soliciting / Receiving of Commission / Kickbacks for transacting business.
- Being under the influence of intoxicating drink / drug during course of duty.
- Any other misconduct falling within Service Regulations or other guidelines.

PART- C

Disciplinary Procedures & Penalties

Depending upon the non-compliant behaviour of the employee/officer with the Code of conduct / rules / guidelines, an employee/officer may be subjected to Disciplinary action as per the provisions of UTTAR PRADESH GRAMIN BANK (OFFICERS AND EMPLOYEES) SERVICE REGULATIONS, 2010. Such action may include penalty in terms of the above provisions as deemed appropriate considering the seriousness and nature of the violation/misconduct.

Disclaimer: This statement of Code of Conduct and Ethics is a brief reference for all the employees / Officers. To know more about the model of conduct, employees / Officers may refer to the UTTAR PRADESH GRAMIN BANK (OFFICERS AND EMPLOYEES) SERVICE REGULATIONS, 2010 or Bank's internal circulars / guidelines issued from time to time.