

Prevention of Sexual Harassment Policy

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| Owner(s): | Human Resource & Compliance Department. |
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| Reviewed By: | Tatva Legal |
| Approved by: | Board of Directors in its meeting held on 12 th January, 2023. |

Revision History

| Release No. | Release Date | Change details | Amended by | Approved by |
|--------------------|---------------------|---|-------------------|--------------------------|
| 01 | 18.04.2023 | Addition in External Committee Member. | Company | Board of Director |

1.0. Background

Integrow Asset Management Private Limited (hereinafter referred to as the “**Company**”) is committed to provide equal opportunity and a harassment free workplace, notwithstanding race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin or disability, as the case may be, within the Company’s office premises and other locations directly related to the Company’s business. Thus, in order to create such a safe and conducive work environment, this Policy has been framed, in line with the provisions of the “Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013” of India (hereinafter referred to as the “**Act**”) and existing rules framed thereunder namely the “Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013 (hereinafter referred to as the “**Rules**”).

The Company has zero-tolerance for Sexual Harassment and actively discourages the unwelcome actions / behaviours which lead to direct/indirect harassment of any Employee (defined hereunder) at the Workplace (defined hereunder). The Company is determined to promote a working environment in which persons of all genders complement each other as equals, an environment that encourages maximum productivity and to respect the personal dignity. All concerned, including but not limited to Employer(s) (defined hereunder) and Employee(s), should take cognizance of the fact that the Company strongly opposes Sexual Harassment and that such behavior against any Employee is prohibited under law. Commission of any act of Sexual Harassment as defined in the Act and in this Policy shall result in strict disciplinary action.

2.0. Purpose & Scope

The objective and purpose of this Policy is to provide mechanism for prevention, protection against and punishment for Sexual Harassment of an individual at workplace and redressal of complaints of Sexual Harassment and matters related to it.

This Policy extends to all the Employees (full-time, part-time, trainees and those on contractual assignments) including individuals coming to the workplace for employment or for any other purpose whatsoever including but not limited to visitors, vendors, contractual resources, secondees and applies to any alleged act of Sexual Harassment against persons at workplace, whether the incident has occurred during or beyond office hours.

The workplace includes:

1. All offices or other premises where the Company’s business is conducted.
2. All Company-related activities performed at any other site away from the Company’s premises.
3. Any social, business or other functions where the conduct or comments may have an adverse impact on the Workplace or Workplace relations.
4. Any other place visited in order to fulfil professional responsibilities.

This Policy does not prevent any Aggrieved Individual from taking recourse to the law of the land.

This Policy shall come into force with immediate effect.

3.0. Important definitions

(a) "Aggrieved Individual" means in relation to a Workplace, a person, of any age, whether employed or not, who alleges to have been subject to any act of Sexual Harassment by the Respondent and includes contractual, temporary Employees and visitors.

(b) "Complainant" is any Aggrieved Individual (including a representative as more fully described under Rule 6 of the said Rules, if the Aggrieved Individual is unable to make a complaint on account of his/her physical or mental incapacity or death or otherwise) who makes a complaint alleging Sexual Harassment under this Policy.

(c) "Employee" as defined under the Act and means a person employed with the Company for any work on permanent, temporary, part-time, ad-hoc or daily wage basis, either directly or through an agent, including a contractor, who with or without the knowledge of the Principal Employer, whether for remuneration or not, or working on a voluntary basis or otherwise, whether the terms of employment are expressed or implied and includes a co-worker, a contract worker, probationer, trainee, apprentice or called by any other such name. It also includes any visitor on the Company premises or any person who is a temporary resident of any of the accommodations or premises allotted by the Company.

(d) "Employer" means the Company and such officers, directors or other persons who are responsible for formulation and administration of policies of the Company.

(e) "Internal Committee" means and include an Internal Complaints Committee (hereinafter referred to as the "ICC").

(f) "Member" means a member of the ICC.

(g) "Presiding officer" means the presiding officer of the ICC and shall be a woman employed at a senior level at the workplace amongst the Employees.

(h) "Respondent" means a person against whom a complaint alleging Sexual Harassment has been made under this Policy.

(i) "Parties" means collectively the Complainant and the Respondent.

(j) "Sexual Harassment" includes any one or more of the following unwelcome acts of behavior (whether directly or by implication):

A. Any unwelcome sexually determined behaviour or pattern of conduct that would cause discomfort and/or humiliate a person at whom the behaviour or conduct was directed namely

(i) Physical contact and advances;

(ii) Demand or request for sexual favours;

iii) making sexually coloured remarks or remarks of sexual nature about a person's clothing and/or body;

(iv) showing pornography (or offensive or derogatory pictures, cartoons or pamphlets); lurid stares, forcible physical touch or molestation, stalking;

(vi) Any other unwelcome physical, visual, verbal or non-verbal conduct of sexual nature including but not limited to cat-call, wolf/finger whistle, vulgar/indecent jokes, gender based insults or sexist remarks, letters, phone calls, text messages, e-mails, gestures ,eve teasing, innuendos and taunts, physical confinement against one's will, sounds, display of pictures, signs etc.

Sexual harassment can involve a series of incidents or it can be a one-off occurrence.

B. The following circumstances, among other circumstances, if it occurs or is present in relation to or connected with any act or behaviour of sexual harassment may amount to sexual harassment:-

- i. Implied or explicit promise of preferential treatment in employment; or
- ii. Implied or explicit threat of detrimental treatment in employment; or
- iii. Implied or explicit threat about the present or future employment status; or
- iv. Interference with work or creating an intimidating or offensive or hostile work environment for the person; or
- v. Humiliating treatment affecting any person's health or safety.

(k) "Workplace" means establishments, enterprises, institutions, offices, branches, premises, organizations, undertakings, locations or units established, owned, controlled by the Company or places visited by the Employees out of or during the course of employment including accommodation, transportation provided by the Employer for undertaking such journey. It also includes any such location where employee visits to carry out Company's business or attend any seminar, training, conferences, etc. or attend a function including get-together and picnic organized by the Company.

4.0 Procedures & Guidelines

4.1 Composition of Internal Committee

- 4.1.1 Considering organizational spread and complexity, the Company provides redressal mechanism consisting of an Internal Committee (ICC) to prevent Sexual Harassment and to receive and effectively deal with complaints pertaining to the same. ICC will promote and facilitate measures to ensure there is no hostile environment towards Employees at Workplace. It will also monitor and review the implementation and effectiveness of this Policy.
- 4.1.2 The constitution of current Internal Committee is as per Annexure III. The details of the Members, including their names and contact information, of the ICC constituted by the Company shall at all times be displayed at office notice board and published on website of Company and will be updated on a periodic basis, as and when applicable.
- 4.1.3 Initially, and till further notice, the ICC will comprise of the following four Members:
 1. Presiding Officer (PO): who shall be a woman employed at a senior level at workplace from amongst the Employees;
 2. not less than two Members from amongst Employees preferably committed to the cause of women or who have had experience in social work or have legal knowledge; and
 3. one member from amongst non-governmental organisations or associations committed to the cause of women or a person familiar with the issues relating to sexual harassment.

The elected Members, including the Presiding Officer shall hold office for such period, not exceeding 3 (three) years, from the date of their nomination as may be specified by the Employer. As per the applicable law, at least "one-half" of the Members should be women, and in no event shall the number of female Members of the ICC decrease by one-half of the total number of Members, as the case may be.

- 4.1.4 The Presiding Officer reserves the right to nominate more Members of appropriate seniority and rank in the ICC to conduct such enquiries to ensure equal representation of the gender as that of the Complainant or for any other valid reason.

The ICC is responsible for:

- Investigating every formal written complaint of Sexual Harassment following procedures in conformity with the principles of natural justice and gender sensitivity;
- Providing a report to the Employer of material findings while inquiring a complaint;
- Taking appropriate remedial measures to respond to any substantiated allegations of Sexual Harassment;
- Discouraging and preventing employment-related Sexual Harassment;

4.2 Complaint of Sexual Harassment

4.2.1 Filing of complaint

1. Aggrieved Individual is encouraged to clearly tell the Respondent that his certain behaviour is unwelcome and that he must stop/desist forthwith. However, this shall not prevent such Aggrieved Individual from taking appropriate action against the Respondent under this Policy or under the applicable law.
2. Any Aggrieved Individual may make, in writing, a complaint of Sexual Harassment to the ICC within a period of 3 (three) months from the date of incident and in case of a series of incidents, within a period of 3 (three) months from the date of last incident. The Employee may also email the complaint to Principal Officer at Sanchi.Jain@integrowamc.com.
3. However, the ICC may, for reasons to be recorded in writing, extend such time limit of filing complaint up to further 3 (three) months, if it is satisfied that bona-fide circumstances prevented the Aggrieved Individual from filing complaint within the time limit mentioned in sub-clause (2) hereinabove. The complaint should clearly mention name and available details of both the Aggrieved Individual and the Respondent. Anonymous or pseudonymous complaints will not be investigated.
4. Where the Aggrieved Individual is unable to make the complaint on account of her/his physical or mental incapacity or death or otherwise, his/her representative, as more fully described under Rule 6 of the said Rules, may make a complaint.
5. In an event where the Aggrieved Individual is unable to make a formal complaint in writing, the Presiding Officer of the ICC shall render reasonable assistance to the person for the purpose of making the written complaint to the ICC. If the complaint is oral, it shall be reduced in writing by the HR or ICC Member receiving the complaint and the same shall be authenticated by the Aggrieved Individual or Complainant under his/her dated signature or thumb impression as the case may be.
6. The Complainant shall submit 6 (six) copies of the complaint accompanied by available supporting documents and relevant details concerning the alleged act of Sexual Harassment(s) including names and address of witnesses, if any which the Complainant believes to be true and accurate.
7. The complaint should include the contact details of the Complainant / victim such as name, address, contact number, department etc. In both the cases above, the written complaint/email must provide the details of the incident together with the name/s of, the

alleged harasser/s and the victim/s as available. The ICC may further, if so required, ask the Complainant to furnish additional information as may be required.

8. It is recommended to keep a record of incident (dates, times, locations, possible witness, detail of incidents, SMS, call records, your response). It is not mandatory to have a record of events to file a complaint, but a record can strengthen the case and helps remembering the details over time, especially when the complaint is not filed immediately.
9. A concerned co-worker may also inform the Internal Committee of any instance or behaviour of sexual harassment by a co-worker towards another employee.

4.3 Redressal Process

4.3.1 Conciliation

Before the ICC initiates an inquiry, the Complainant may request the ICC to take steps to resolve the matter through conciliation provided no monetary settlement shall be made as basis of conciliation. If a settlement has been so arrived, the ICC shall record the same and forward the same to the Employer and provide copies of the settlement to the Aggrieved Individual and the Respondent. In such cases, no further inquiry shall be conducted by the ICC.

The ICC shall ensure that: (i) Monetary settlement will not be made as a basis of conciliation; and (ii) the terms of the settlement shall be signed by both the Parties.

4.3.2 Inquiry

- (1) In case where a settlement is not feasible or could not be arrived at through conciliation (ref clause 4.3.1 above), the ICC will conduct an inquiry into the complaint. Additionally, an inquiry may also be initiated if the Complainant informs the ICC that any terms of settlement (ref clause 4.3.1 above) has not been complied with by the Respondent.
- (2) In the event that complaint does not fall under purview of Sexual Harassment or the complaint does not mean an offence of sexual harassment, the same would be dropped after recording the reasons for the same in the minutes of Internal Committee meeting.
- (3) The ICC within 7 (seven) working days of receiving the complaint shall forward one copy thereof to the Respondent for obtaining a response.
- (4) The Respondent within 10 (ten) working days of receiving the complaint shall file his/her reply to the complaint along with list of supporting documents, names and addresses of witnesses.
- (5) The ICC shall consider the reply from the Respondent and initiate an inquiry. The Complainant or the Respondent to the complaint shall not be allowed to bring any legal practitioner to represent them at any stage of the proceedings before the ICC. ICC shall hear both the Complainant and the Respondent on date(s) at such time and venue as will be intimated to them in advance and the principles of natural justice will be followed accordingly.
- (6) The ICC may, during such investigation, exercise the power of a civil court, vested in it, in respect of: (i) summoning and enforcing the attendance of any person and examining him

under oath; (ii) requiring discovery and production of documents; and (iii) any other prescribed matter.

- (7) In the event of failure to attend personal hearing before ICC by the Complainant or the Respondent on 3 (three) consecutive dates (intimated in advance) without sufficient cause, the ICC shall have the right to terminate the inquiry proceedings or give an ex-parte decision. However, ICC shall serve a notice in writing to the Party (ies), 15 (fifteen) days in advance, before such termination or the ex-parte order.
- (8) The Internal Committee shall not permit any evidence or examination based on the Complainant's character, personal life, conduct, personal and sexual history.
- (9) All proceedings of the Internal Committee shall be recorded in writing. The record of the proceedings and the statement of witnesses shall be endorsed by the persons concerned in token of authenticity thereof.
- (10) The inquiry process shall be completed maximum within the period of 90 (ninety) days from the date of receipt of the complaint.
- (11) The ICC shall, within 10 (ten) days from the date of completion of inquiry, provide a report of its findings and recommendation(s) to the Board of Directors in the manner provided in Annexure 4 below. Such report and recommendation(s) shall also be made available to the Complainant(s) and Respondent(s).
- (12) The final report must be examined and signed by all Internal Committee members.
- (13) Where the conduct of Sexual Harassment amounts to a specific offence under the Indian Penal Code (45 of 1860) or under any other law; it shall be the duty of ICC to immediately inform the Complainant of his/her right to initiate action in accordance with law with the appropriate authority, and facilitate and/or give advice and guidance regarding the same. Any such action or proceedings initiated shall be in addition to proceedings initiated and /or any action taken under this Policy.

4.3.3 Interim relief

During pendency of the inquiry, on a written request made by the Complainant, the ICC may recommend the Employer to:

- Grant leave to the Aggrieved Individual for a maximum period of 3 (three) months, in addition to the leave that he/she would be otherwise entitled; or
- Transfer the Aggrieved Individual or the Respondent to any other Workplace; or
- Grant such other relief to the Aggrieved Individual as may found to be appropriate; or
- Restraint the Respondent from reporting on the work performance of the Complainant.

4.3.4 Action

- (1) If upon completion of inquiry, the allegation against the Respondent has not been proved, the ICC may recommend to the Company that no action be taken in the matter.
- (2) If the ICC arrives at the conclusion that the allegation against the Respondent has been proved, it shall recommend the following:
 - a. Take action for Sexual Harassment as a misconduct in accordance with provisions of service rules or standing order, wherever applicable. In case where no service rules are available, it shall recommend the nature of disciplinary action to be

taken, taking into consideration the gravity of the offence of which he has been found guilty and the impact on the Aggrieved Individual;

- b. To require the Respondent to tender written apology to the Complainant, issue warning, withholding of promotions/increments of the Respondent, terminating the Respondent, as it may deem fit and proper;
- c. To deduct from salary/wages of the Respondent or issue direction for payment of such sum as it may consider appropriate to be paid to the Aggrieved Individual or to their legal heirs, as it may determine by considering the following factors:
 - i. the mental trauma, pain, suffering and emotional distress caused to the Aggrieved Individual;
 - ii. the loss in the career opportunity due to the incident of sexual harassment;
 - iii. medical expenses incurred by the victim for physical or psychiatric treatment;
 - iv. the income and financial status of the Respondent;
 - v. Feasibility of such payment in lump sum or in instalments
- d. Such other action as it may deem appropriate.

(3) The action will be taken by the Company within 60 days of the receipt of report.

4.3.5 Prohibition on disclosure of information

This Policy and the law prohibit any person including ICC Members from publishing, communicating or making known to the public, press and media in any manner, contents of the complaint, the identity and addresses of the Aggrieved Individual, Respondent and witnesses, any information relating to conciliation and inquiry proceedings, or recommendations of the ICC during the proceedings under the provisions of the Act. Any violation thereto shall also be subject to applicable disciplinary action. Further, the Presiding Officer shall impose monetary sanctions as per provisions of the Act and Rules.

4.3.6 Harassment by individuals outside this policy

If an Aggrieved Individual brings to the notice of the ICC any instances of Sexual Harassment where the Respondent is not an Employee or amongst other individuals covered under this policy, the management or any person delegated by the management shall provide assistance to the Aggrieved Individual, if such Aggrieved Individual so chooses, to file a complaint with the ICC of the Respondent's Employer or under the Indian Penal Code or any other law for the time being in force, as may be appropriate.

4.3.7 Protection to Complainant

The Company is committed to ensuring that no Employee who brings forward a harassment concern is subject to any form of reprisal. Any reprisal will be subject to disciplinary action. The Company will ensure that the victim or witnesses are not victimized or discriminated against while dealing with complaints of Sexual Harassment.

However, anyone who abuses the procedure (for example, by maliciously putting an allegation knowing it to be untrue and/or produces any forged or misleading document) will be subject to applicable disciplinary action.

4.3.8 Appeal

Any person aggrieved by the recommendation of ICC or non-implementation of the recommendations made by the ICC may prefer an appeal under the relevant provisions of the Act and Rules.

4.3.9 Disciplinary Proceedings

Pursuant to written recommendation of Presiding Officer on the basis of report and findings of ICC and subject to the final outcome of the appeal proceedings, if any, (ref. clause 4.3.8 above) necessary disciplinary proceedings may be initiated against the Respondent in terms of the applicable provisions.

5 False Accusations

- 5.1 The complaint of Sexual Harassment made by any Employee shall be taken up with utmost seriousness by Company. There shall be zero tolerance for any false accusation.
- 5.2 If the ICC comes to a conclusion that the allegation was made with malicious intent or the Aggrieved Individual or any other person making the complaint on behalf of the Aggrieved Individual produced false or forged or misleading documents to prove his/ her case, the ICC may recommend action to be taken against the person who has made the complaint, including termination of service. In such a case, malicious intent has to be established after an inquiry, before any action is recommended. A mere inability to substantiate a complaint or provide adequate proof would not attract action as provided herein.
- 5.3 It is to be noted that the foregoing statement is not intended to discourage Employees from coming forward with any complaints. The Company recognizes and expects that some claims may be difficult to prove or support. These types of complaints will not be considered to be false accusations.

6 Amendment to the Policy

- 6.1 The Company is entitled to make any alteration or amendment to this Policy. Any such alterations or amendment or rescinding will be intimated to the Employees via email and such amendment shall be published at a conspicuous place in the office.
- 6.2 Nothing contained in this Policy shall operate in derogation of any law for the time being in force or to the prejudice of any right of any Employee under any other rules or law.
- 6.3 The ICC shall prepare an annual report with the following details and shall submit the same to the board of directors of the Company to include in its Annual report:
 - 6.3.1 Number of complaints of Sexual Harassment received during the year;
 - 6.3.2 Number of complaints disposed of during the year;
 - 6.3.3 Number of cases pending for more than 90 days;
 - 6.3.4 Number of workshops or awareness program against Sexual Harassment carried out;
 - 6.3.5 Nature of action taken by the Employer.

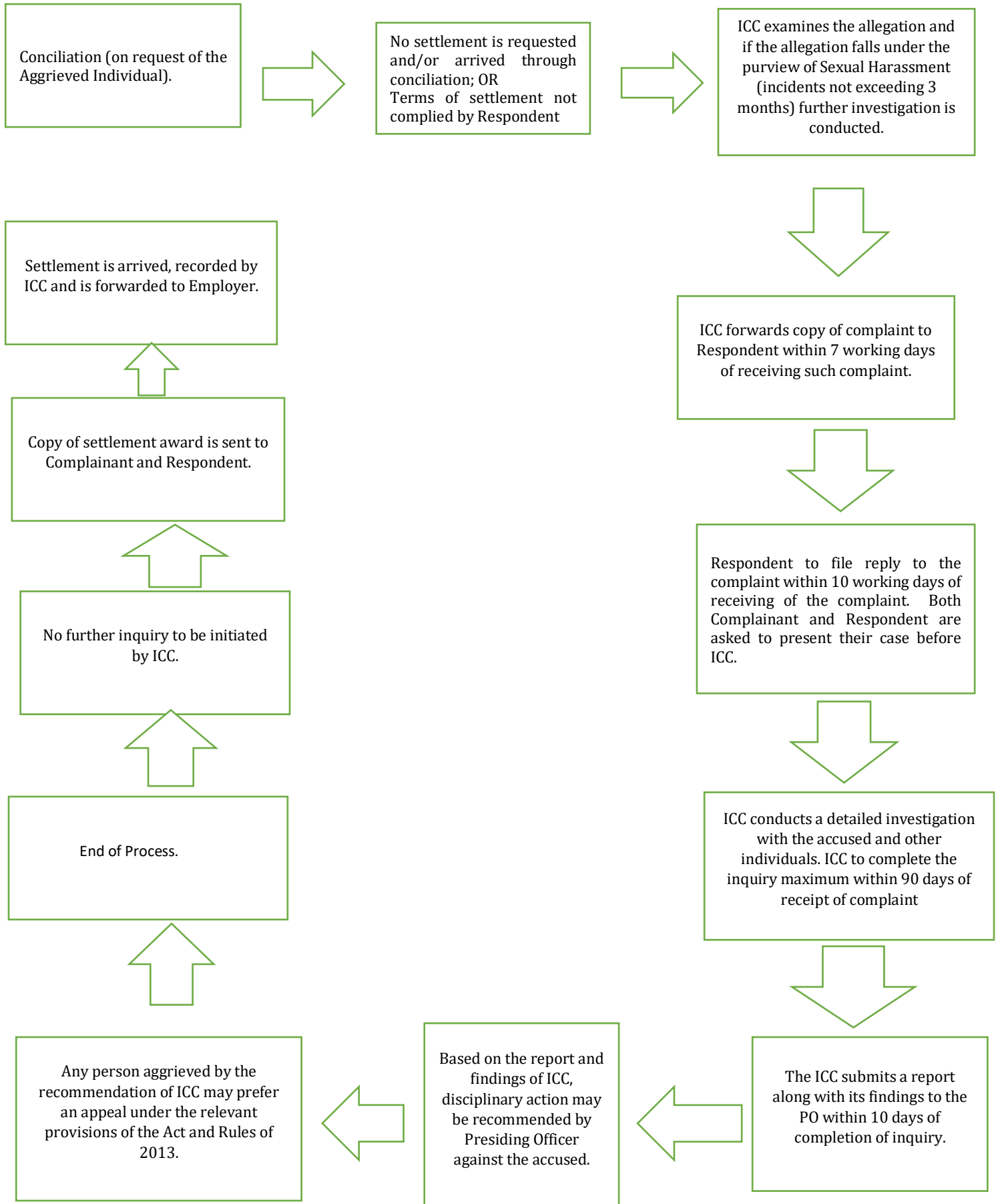
7 Miscellaneous

- 7.1 Complaints relating to Sexual Harassment shall be handled and investigations will be conducted according to the principles of natural justice, basis of fundamental fairness, in an impartial and confidential manner so as to protect the identity of all viz., the person bringing the charge, potential witnesses, and the person accused of improper behaviour. Additionally, all efforts shall be taken to ensure objectivity and thoroughness throughout the process of investigation.
- 7.2 The identity and address of the Aggrieved Individual, Respondent and witnesses must not be published or disclosed to the public or media or other employees or officers of the Company.
- 7.3 The decision of Company shall be final and binding on all. However, the same is without prejudice to any recourse that Company or the individual concerned may have against the Respondent and it shall not limit or restrict the rights of the Complainant and/ or

Company to pursue, nor shall they be precluded from pursuing, such further and other legal actions as may be available.

Annexure 1

GRIEVANCE REDRESSAL PROCEDURE



Annexure 2

Sections of the Indian Penal Code (IPC) – Sexual Harassment and Punishment for Sexual Harassment

Under the Indian Penal Code, the newly introduced Section (Section 354A) which deals with Sexual Harassment has made this a 'cognizable offense' i.e. a person charged with Sexual Harassment may be arrested **without a warrant**.

(1) A man committing any of the following acts:

(i) physical contact and advances involving unwelcome and explicit sexual overtures; or

(ii) a demand or request for sexual favours; or

(iii) showing pornography against the will of a woman; or

(iv) making sexually coloured remarks,

shall be guilty of the offence of Sexual Harassment.

(2) Any man who commits the offence specified in clause (i) or clause (ii) or clause (iii) above, shall be punished with rigorous imprisonment for a term which may extend to three years, or with fine, or with both.

(3) Any man who commits the offence specified in clause (iv) above shall be punished with imprisonment of either description (i.e. either simple or rigorous) for a term which may extend to one year, or with fine, or with both.

In addition to Section 354A set out above, acts of Sexual Harassment may also constitute other offenses under IPC including Section 354 (assault or criminal force to woman with intent to outrage her modesty), Section 354C (Voyeurism), Section 354D (Stalking), Section 375 and 376 (Rape) and Section 509 (word, gesture or act intended to insult the modesty of a woman) of the IPC.

Annexure-3

Composition of Internal Complaints Committee

| Sr No. | Name | Designation |
|---------------|----------------------|--------------------------------|
| 1 | Mrs. Sanchi Jain | Chairman & Presiding Member |
| 2 | Ms. Kiran Loke | Member |
| 3 | Mrs. Tapan Deshpande | Member |
| 4 | Mr. Kunal Karan | Member |
| 5. | Mr. Dattaram Haibat | External Member |

ANNEXURE 4

RECOMMENDED FORMAT OF THE REPORT

| Si No | Item | Notings |
|--------------|---|--|
| 1 | Date of receipt of complaint | |
| 2 | Name/ Contact details of complainant/ victims (s) | |
| 3 | Date / Location of incident | |
| 4 | Brief description of complaint (can enclose the complaint document) | |
| 5 | Name/ Contact details of the alleged harasser (s) | |
| 6 | Internal Committee Member (s) | |
| 7 | Date (s) of investigation/inquiry - Enter beginning & close dates | |
| 8 | Documents referred / verified/ collected / enclosed | <ol style="list-style-type: none">1. Statement from Complainant2. Statement from Witnesses if any3. Statement from Harasser (s)4. Any other circumstantial evidence |
| 9 | Analysis/ Observations of Committee | |
| 10 | Conclusion | |
| 11 | Recommendation of Committee | |

Place and date:

Name / Designation and Signature of
Internal Committee Members