

Policy on Prevention of Sexual Harassment

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1. POLICY STATEMENT

As a Company, we are committed to conducting and governing ourselves with ethics, transparency and accountability and to this, we have developed governance structures, practices and procedures that ensure that ethical conduct at all levels is promoted across our value chain. It is thus in acknowledgement of and consonance with these values, that we are dedicated to ensuring that the work environment at all our locations is conducive to fair, safe and harmonious relations, based on mutual trust and respect, between all the associates of the Company. We also strive to guarantee a safe and welcoming environment to all those who visit any of our locations in any capacity, such as customers, vendors etc. Discrimination and harassment of any type is strictly prohibited. We wish to promote and maintain this culture to ensure that associates of the Company do not engage in practices that are abusive in any form or manner whatsoever.

The Company aims to provide a safe working environment and prohibits any form of sexual harassment. Hence any act of sexual harassment or related retaliation against or by any associate is unacceptable. This policy therefore, intends to prohibit such occurrences and also details procedures to follow when an associate believes that a violation of the policy has occurred within the ambit of all applicable regulations regarding sexual harassment.

Making a false complaint of sexual harassment or providing false information regarding a complaint will also be treated as a violation of policy.

All managers to ensure that they themselves as well as their team, including new joinees, are aware of the Policy on Prevention of Sexual Harassment in place and strictly adhere to it.

Company will promptly investigate all complaints and take appropriate action, up to and including termination of employment.

2. ACRONYMS

Term/ Acronym	Explanation
HR	Human Resources
NGO	Non-Governmental Organization
RM	Reporting Manager
POSH	Prevention of Sexual Harassment

3. APPLICABILITY

This policy will extend to all associates of the Company including those employed on regular, temporary, ad-hoc or daily wage basis, either directly or through an agent, including a contractor, whether for the remuneration or not, or working on a voluntary basis or otherwise, whether the terms of employment are express or implied (hereinafter referred to as "Associates").

The policy also extends to those who are not employees of the Company, such as customers, visitors, vendors, suppliers, contract worker, probationer, trainee, apprentice or called by any other such name, but are subjected to sexual harassment at the Premises (defined hereinafter) of the Company.

4. SCOPE

The scope of the Policy is restricted to the following for all Associates:

- i. business locations of the Company

- ii. any external location visited by Associates due to or during the course of their employment with the Company such as business locations of other Companies/entities, guest houses etc.
- iii. any mode of transport provided by the Company (or a representative of the Company) for undertaking a journey to and from the aforementioned locations
- iv. at any other location whether in India or outside India.

5. DEFINITIONS

“Aggrieved Associate” means in relation to a workplace, any individual, of any age whether employed in the Company or not, who alleges to have been subjected to any act of Sexual Harassment by the associate of the Company.

“Employer” means in any workplace, any person responsible for the management, supervision and control of the Workplace.

“Sexual harassment” includes any unwelcome sexually determined behavior (direct or implied) such as physical contact and advances, unwelcome communications or invitations, demand or request for sexual favors, sexually cultured remarks, showing pornography, creating a hostile work environment and any other unwelcome “sexually determined behavior” (physical, verbal or non-verbal conduct) of a sexual nature.

“Sexual Harassment” would also mean:

- i. Quid pro quo sexual harassment, which means something in return or an exchange of one thing for another.
 - In the workplace, quid pro quo sexual harassment takes place if sexual favors are asked in exchange for any kind of special treatment on the job. Threatening an Associate about his/her present or future employment status if he/she does not consent to such sexual advances or a favor also amounts to sexual harassment. The act of ‘asking’ may either be verbal or implied and the ‘sexual conduct’ may be verbal or physical. But, in either case, it must be unwelcome
 - For e.g.: Direct or implied requests or offers by any associate for sexual favors in exchange for actual or promised job benefits such as favorable reviews, salary increases, promotions, increased benefits, or continued employment constitutes sexual harassment.
- ii. Hostile work environment includes
 - Hostile environment sexual harassment occurs when either speech or conduct of a sexual nature takes place, and is seen or perceived as offensive and interferes with the work performance of the recipient, or any one or more Associates
 - Hostile environment sexual harassment may also include intimidating or harassing conduct that is directed at an individual, or a group of individuals
 - It will also mean related retaliation which includes marginalizing someone in the workplace with regard to his / her roles and responsibilities, socially ostracizing, intimidating someone physically, psychologically, and emotionally or someone close to or related to the victim, to the extent the humiliation or intimidation affects the health or safety.

This is only an indicative list of the possible acts which could be treated as sexual harassment and is in no way intended to be construed as an exhaustive list.

In countries where local laws / regulations have clearly defined 'sexual harassment' and procedure to address any complaint relating to it, the interpretation of 'sexual harassment' & the investigation procedure shall be guided in accordance with the local laws / regulations as applicable.

6. PREVENTION ACTION

The Company will take reasonable steps to ensure prevention of sexual harassment at work which may include circulating applicable policies and other relevant information to all associates, including to all new joiners. All new joiners and existing associates of the organization are required to undertake the certification on the Policy on Prevention of Sexual Harassment at regular intervals as per local laws.

7. REDRESSAL COMMITTEE

The Company shall have an Internal Complaints Committee ("Committee") at all Tech Mahindra locations, to specifically address any complaints of sexual harassment. The Committee will be constituted by the Company and would be headed by a Presiding Officer, who shall be a woman Associate employed at a senior level at workplace from amongst the Associates. In case the senior level officer is not available, Presiding Officer shall nominate the senior level officer from other locations. .

The Internal Complaints Committee shall comprise of the following members:

- Not less than two member shall amongst Associates preferably committed to the cause of women or who have had experience in social work or have a legal knowledge; and
- One member from amongst non-governmental organization or associations committed to the cause of women or a person familiar with the issues relating to sexual harassment

Provided that, at least one-half of the total members so nominated shall be women

In addition to handling complaints of sexual harassment, the committees will also co-ordinate preventive activities to create a sexual harassment free atmosphere via:

- Common Information mailers
- Floating Articles on the same, from time to time
- display at any conspicuous place in the workplace, the penal consequences of sexual harassments; and the order constituting, the Committee; and
- organize workshops and awareness programmes at regular intervals for sensitizing the Associates with the provisions of the Act and orientation programmes for the members of the Committee in the manner as may be prescribed

The Presiding Officer and every Member of the Committee shall hold office for a period not exceeding three years, from the date of their nomination. Inclusion or removal of Committee Members shall be on the following grounds:

- contravention of the Policy or the legal provisions of the act; or
- has been convicted for an offence or an inquiry into an offence under any law for the time being in force in pending against him; or
- has been found guilty in any disciplinary proceedings or a disciplinary proceedings is pending against him; or
- has so abused his positions as to render his continuance in office prejudicial to the public interest or

Provided that the same has to be approved by Company.

The committee members, unit HR representatives and reporting managers will be provided necessary training inputs to handle such issues effectively and with the required sensitivity and concern.

8. PROCEDURE FOR DEALING WITH COMPLAINTS

8.1 FILING OF A COMPLAINT

If any Associate believes that (s)/he has been subjected to sexual harassment, such Aggrieved Associate may file a written complaint with any member of the Committee or send an email to Posh@TechMahindra.com, within three (3) months from the date of incident or in case of series of incidents, within a period of three (3) months from the date of last incident and within 180 calendar days for ex-employees of the Company and in case of a series of incidents, within a period of three months from the date of last incident.

The Committee for the reasons to be recorded in writing extend the time limit not exceeding three months, if it is satisfied that the circumstances were such which prevented the Aggrieved Associate from filing a complaint within the said period.

In case the complaint cannot be made in writing the Presiding Officer or any member of the Committee, as the case may be, shall render all reasonable assistance to the Aggrieved Associate for making the complaint in writing. Where the Aggrieved Associate is unable to make a complaint on account of its physical or mental incapacity or death or otherwise, their legal heir and in case of a woman the complaint can be made by such other person, as per the definition provided herein under Article [8.3], as may be prescribed may make a complaint under this Policy.

The Committee may, before initiating an inquiry and at the request of the Aggrieved Associate take steps to settle the matter between the Aggrieved Associate and the respondent through conciliation, provided that no monetary settlement shall be made as a basis of conciliation.

Where a settlement is arrived, no further inquiry shall be conducted by the Committee, as case may be. The Committee shall provide the copies of the settlement as recorded to the Aggrieved Associate, respondent and the Company, for records.

In case the conciliation fails to arrive at a settlement or if the Aggrieved Associate informs the Committee that the terms and conditions of the settlement have not been complied with by the respondent, the Committee shall proceed to make an inquiry into the complaint filed before the Committee.

Complaints brought after that time period will not be pursued absent extraordinary circumstances. The determination of whether the complaint was timely or whether extraordinary circumstances exist to extend the complaint period must be made by the Committee in conjunction with the Legal team of the Company.

Every attempt will be made to get the Aggrieved Associate to provide the complaint in writing. The complaint shall include the circumstances giving rise to the complaint, the dates of the alleged occurrences, and names of witnesses, if any. The complaint shall be signed by the Aggrieved Associate.

Complaints made anonymously or by a third party must also be investigated to the extent possible.

Where the Aggrieved Associate is unable to make a complaint on account of her/his physical or mental incapacity or death or otherwise, her/his legal heir or such other person as may be prescribed may make a complaint within 3 months of the incident.

If the complaint does not rise to the level of sexual harassment, the Committee may determine to dismiss the complaint without further investigation after consultation with Legal Team.

8.2 PROCESS OF ENQUIRY

- The Committee will ask the Aggrieved Associate to prepare a detailed statement of incidents/allegations. The Aggrieved Associate may be required to submit six (6) copies of the complaint along with supporting documents and the names and addresses of the witnesses. The statement of allegations will be shared with the respondent within seven (7) working days.
- The respondent will be asked to prepare a response to the statement of allegations, along with the list of documents and names and addresses of the witnesses and submit to the Committee within a period not exceeding ten (10) working days. .
- The statements and other evidence obtained in the inquiry process will be considered confidential.
- The Committee will organize verbal hearings with the complainant and the respondent, in accordance with the principle of natural justice.
- During the course of inquiry, the Committee shall make a copy of the findings available to both the Parties enabling them to make representations against the findings before the Committee.
- The Committee will take testimonies of other relevant persons and review the evidence wherever necessary. The committee should ensure that sufficient care is taken to avoid any retaliation against the witnesses.
- During the inquiry process, the complainant and the respondent shall refrain from any form of threat, intimidation or influencing of witnesses.
- The committee will conduct inquiry in accordance with the practices of natural justice, i.e. the Complainant will be offered to the respondent for cross-examination and vice versa.
- The Committee will arrive at a decision after carefully and fairly reviewing the circumstances, evidence and relevant statements.
- The Committee will ensure confidentiality during the inquiry process and will ensure that in the course of investigating a complaint:
 - (i) Both parties will be given reasonable opportunity to be heard along with witnesses and to produce any other relevant documents;
 - (ii) Upon completion of the investigation, both parties will be informed of the results of the investigation.
- The Committee will be empowered to do all things necessary to ensure a fair hearing of the complaint including all things necessary to ensure that victims or witnesses are neither victimized nor discriminated against while dealing with a complaint of sexual harassment. In this regard the Committee will also have the discretion to make appropriate interim recommendations in relation to a respondent person (pending the outcome of a complaint) including suspension, transfer, leave, change of work location etc.
- The Committee shall have the right to terminate the inquiry proceedings or to give ex-parte decision on the complaint, if the Aggrieved Associate or respondent fails, without sufficient cause, to present herself or himself for three consecutive hearing convened by the Presiding officer, provided fifteen (15) days advance notice is provided to the party concerned, provided that such termination or ex-parte order may not be passed without giving a notice in writing, fifteen days in advance, to the party concerned. .
- The investigation into a complaint will be conducted in such a way as to maintain confidentiality to the extent practicable under the circumstances.
- For the purpose of making an inquiry, the Committee shall have the same powers as are vested in the civil court under Code of Civil Procedure, 1908.
- The committee will investigate and prepare an enquiry report with recommendations within ninety (90) days.

- The parties to the complaint shall not be allowed to bring in any legal practitioner to represent them in their case at any stage of the proceedings before the Committee.
- In conducting the inquiry, a minimum of three members of the Committee including the Presiding Officer, shall be present for the hearing or participate through audio calls.

8.3 COMPLAINT OF SEXUAL HARASSMENT

For the purpose of Article 8.1:

- i. Where the Aggrieved Associate is unable to make a complaint on account of his/her physical incapacity, a complaint may be filled by-
 - a. His/her relative or a friend; or
 - b. His/her co-worker; or
 - c. an officer of National Commission for Woman or State Women's Commission; or
 - d. any person who has knowledge of the incident, with the written consent of the Aggrieved Associate;
- ii. Where the Aggrieved Associate is unable to make a complaint on account of his/her mental incapacity, a complaint may be filled by:
 - a. His/her relative or friend; or
 - b. a special educator; or
 - c. a qualified psychiatrist or psychologist or
 - d. The guardian or authority under whose care he/she is receiving treatment or care; or
 - e. any person who has knowledge of the incident jointly with his/her relative or friend or a special educator or qualified psychiatrist or psychologist or guardian or authority under whose care he/she is receiving treatment or care;
- iii. Where the Aggrieved Associate for any other reason is unable to make a complaint, a complaint may be filed by any person who has knowledge of the incident, with the written consent of the Aggrieved Associate;
- iv. Where the Aggrieved Associate is dead, a complaint may be filled by any person who has knowledge of the incident, with the written consent of the legal heir of the Aggrieved Associate.

8.4 DECISION AND ACTION

During the pendency of inquiry, on a written request made by the Aggrieved Associate, the Committee, may recommend to the Company to -

- (a) transfer the Aggrieved Associate or the respondent to any other workplace; or
- (b) grant leave to the Aggrieved Associate; or
- (c) grant such other relief to the Aggrieved Associate as may be prescribed.

The leave granted to the Aggrieved Associate under this section shall be in addition to the leave he/she would be entitled to otherwise if the case is proved.

Once the investigation is completed, the Committee shall provide a report of its findings to the Company, within ten (10) days from the date of completion of the inquiry and such report shall be

made available to the concerned parties. The Company shall act upon the recommendation of the Committee with sixty (60) days of receipt of the report of the Committee.

The Committee shall make a determination will be made regarding the validity of the harassment allegations. If it is determined that the harassment has not occurred, it shall recommend to the Company that no action is required to be taken in this matter. If it is determined that harassment has occurred; prompt, remedial action will be taken. The Committee will share the investigation details and the findings thereof with the appropriate functional Head HR and agree on the applicable disciplinary action. This may include some or all of the following:

- Restore any lost terms, conditions or benefits of employment to the Aggrieved Associate.
- Discipline the respondent. This discipline can include deduction from the salary or wages the amount to be paid to the Aggrieved Associate, demotion, suspension, and termination.

The disciplinary action will be carried out by the concerned HR department. Such disciplinary action may even include transfer, demotion or termination. All related documents will be maintained in the associate's folder, ensuring confidentiality.

This policy shall not, however, be used to raise malicious complaints. If a complaint has been made in bad faith, as demonstrated by clear and convincing evidence, disciplinary action which may include demotion, suspension or termination will be taken against the person raising the complaint.

The Presiding Officer will share the details of all complaints received and redressed with the Corporate Ombudsman on a quarterly basis.

As per the provisions of "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the employer shall include in its report the number of cases filed, if any, and their disposal under this Act in the annual report of the Company or where no such report is required to be prepared, intimate such number of cases, if any, to the district officer."

9. DETERMINATION OF COMPENSATION

For the purpose of determining the sums to be paid to the Aggrieved Associate, the Committee shall have to regard the following:

- the mental trauma, pain, suffering and emotional distress caused to the Aggrieved Associate;
- the loss in the career opportunity due to the incident of sexual harassment; medical expenses incurred by the victim for physical or psychiatric treatment;
- the income and financial status of the respondent; and
- feasibility of such payment in lump sum or in installments

10. PROHIBITION OF PUBLICATION OR MAKING KNOWN CONTENT OF COMPLAINT OR INQUIRY

The contents of the complaint made under the Policy, identity and addresses of the Aggrieved Associate, respondent and witnesses, any information relating to conciliation and inquiry proceedings, recommendations of the Committee and the action taken by the Company shall not be published, communicated or made known to the public, press and media in any manner:

Provided that information may be disseminated regarding the justice secured to any victim of sexual harassment without disclosing the name, address, identity or any other particulars calculated to lead to the identification of the Aggrieved Associate, respondent and witnesses.

11. DUTIES OF THE EMPLOYER

The Company shall—

- a. provide a safe working environment at the workplace which shall include safety from the persons coming into contact at the workplace;
- b. display at any conspicuous place in the workplace, the penal consequences of sexual harassments
- c. organize workshops and awareness programmes at regular intervals for sensitizing the Associates with the provisions of the Act and orientation programmes for the members of the Committee in the manner as may be prescribed;
- d. provide necessary facilities to the Committee for dealing with the complaint and conducting an inquiry;
- e. assist in securing the attendance of respondent and witnesses before the Committee;
- f. make available such information to the Committee as it may require having regard to the complaint made;
- g. provide assistance to the Aggrieved Associate if he/she so chooses to file a complaint against the respondent in relation to the offence under the Indian Penal Code or any other law for the time being in force;
- h. cause to initiate action, under the Indian Penal Code or any other law for the time being in force, against the perpetrator, or if the Aggrieved Associate so desires, where the perpetrator is not an Associate, in the workplace at which the incident of sexual harassment took place;
- i. treat sexual harassment as a level 3 misconduct under the disciplinary policy of the Company and initiate action for such misconduct;
- j. monitor the timely submission of reports by the Committee.

12. SEXUAL HARRASMENT AND CLIENT/PARTNERS

The Company encourages its clients/partners to have a commitment to a sexual harassment free working atmosphere within their Companies. The Company may play a facilitating role in redressal of complaints of sexual harassment in such circumstances.

13. POLICY IMPLEMENTATION AND REVIEW

The policy will be implemented and reviewed by the HR department. The Company reserves the right to amend, abrogate, modify, rescind / reinstate the entire policy or any part of it at any time.

14. ANNEXURE**14.1 ANNEXURE I – RESPONSIBILITY OF ASSOCIATES**

The below is only an indicative list of basic Do's and Don'ts and is in no way intended to be construed as an exhaustive list.

Do's

- Know TechM's Policy on Prevention of Sexual Harassment
- Be aware of inappropriate behaviours and avoid the same.
- Say "NO" if asked to go to places, do things or participate in situations that make you uncomfortable.
- Trust your instincts. Walk away from uncomfortable situations.
- Say "NO" to offensive behaviour as soon as it occurs.
- Refrain from taking discriminatory actions or decisions which are contrary to the spirit of this policy.
- Maintain confidentiality regarding any aspect of an inquiry to which they may be party to.

Don'ts**Verbal harassment:**

- Sexually suggestive comments or comments on physical attributes.
- Offensive language that insults or demeans a colleague, using terms of endearment.
- Singing or humming vulgar songs.
- Requests for sexual favours, sexual advances, coerced acts of a sexual nature.
- Requests for dates or repeated pressure for social contact.
- Discussing sexual activities, sexual prowess or intruding on the privacy of an associates.
- Sexually colored propositions, insults or threats.
- Graffiti in the office premises.

Nonverbal harassment:

- Offensive gestures, staring, leering or whistling with the intention to discomfort another.
- Even if not directly done to a particular individual, uttering a word, making a gesture or exhibiting any object with the intention that such word, gesture, or object be heard or seen by associates.
- Sounds, gestures, display of offensive books, pictures, cartoons, magazines, calendars or derogatory written materials at one's workplace.
- Showing or mailing pornographic posters, Internet sites, cartoons, drawings.
- Suggestive letters, phone calls, SMS, electronic instant messaging or e-mail messages.

Physical harassment:

- Physical contact or advances.
- Intentional touching of the body, e.g. Hugs, kisses, brushing, fondling, pinching etc. that make others uncomfortable.
- Any displays of affection that make others uncomfortable or are inappropriate at the workplace.

14.2 ANNEXURE II – GUIDELINES FOR INTERNAL COMPLAINTS COMMITTEE**Role of the Committee:**

- Review the complainant's complaint in a fair and objective manner
- Help the complainant and the respondent find a way of solving the problem
- Determine the facts of the case with the individuals concerned and the witnesses, if any, and prepare a report with the findings
- Be bound in the principle of natural justice and be unbiased in their evaluation

Committee Members: The committee members are listed on the company intranet and can be viewed on MyBeat Plus>HR Website>POSH Committee.