

VIPA AUTOMATION INDIA PVT. LTD

INTERNAL POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

1. OBJECTIVE

- 1.1 VIPA Automation India Pvt. Ltd (the “Company”) is an equal employment opportunity company that focuses on creating a healthy working environment that enables employees to work without fear of prejudice, gender bias or sexual harassment.
- 1.2 The Company strives to provide a professional work environment free of sexual harassment, exploitation and intimidation. The Company also believes that all employees (as defined hereinafter) have the right to be treated with dignity and respect.
- 1.3 As required by applicable law in India, including without limitation The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”), the Company has framed this Policy on the Prevention of Sexual Harassment (“Policy”).

2. APPLICABILITY

- 2.1 The Policy is applicable to all employees of the Company, present and future, male and female, including persons employed on regular, temporary, ad hoc or daily wage basis, either directly or through an agent, including a contractor, with or without the knowledge of the Company, whether for remuneration or not, or working on a voluntary basis or otherwise, whether the terms of employment are express or implied and includes a co-worker, a contract worker, probationer, trainees, apprentices or any employee called by any other such name (collectively referred to herein as “Employee(s”).
- 2.2 This policy shall apply to all allegations of sexual harassment (as defined hereinafter) made by an employee, against another employee, occurring or having occurred at the workplace, including allegations made by employees at any place visited by the employee arising out of or during the course of employment with the company, including transportation provided by the company for undertaking such travel.
- 2.3 This policy is not intended to impair or limit the right of any employee seeking a remedy available under law. Proceedings under this policy shall continue notwithstanding any proceedings initiated by an employee against an alleged accused under any law in force.

3. DEFINITIONS OF SEXUAL HARASSMENT

3.1 **“Sexual Harassment”** includes any one or more of the following unwelcome acts/behaviours (whether directly or by implication):

- physical contact and advances.
- a demand or request for sexual favors.
- making sexually colored remarks.
- showing pornography.
- Any other unwelcome physical, verbal or non-verbal conduct of a sexual nature.

3.2 The following circumstances, among other circumstances, if it occurs or is present in relation to or connected with any act or behavior of sexual harassment may amount to Sexual Harassment:

- implied or explicit promise of preferential treatment in employment;
- implied or explicit threat of detrimental treatment in employment;
- implied or explicit threat about present or future employment status;
- interferes with work or creating an intimidating or offensive or hostile work environment for the employee;
- Humiliating treatment likely to affect the health or safety of an employee.

3.3 Examples of actions of Sexual Harassment

Actions of sexual harassment may include (but are not limited to) the following:

- **Unwelcome sexual advances**
These include patting, pinching, brushing up against, hugging, kissing, fondling, physical contact or molestation, physical jokes, or any other physical contact considered unwelcome by another individual; winking at, showing of pornography, lurid stares, stalking; letters, phone calls, e-mail, messages (which includes WhatsApp, Messenger and any other messaging tools), gestures, sounds, display of pictures, signs and other verbal or non-verbal communication which offends the individual’s sensibilities and affects her/his performance.
- **Requests or demands for sexual favors**
These include subtle or blatant pressures or requests for any type of sexual favors accompanied by an implied or stated promise of preferential treatment or negative consequence concerning an individual’s employment status.
- **Sexually-colored remarks**
These include verbal abuse or joking that is of a sexual nature and considered unwelcome by another individual. For example, comments about an individual’s body or appearance where such comments are beyond mere courtesy, telling “dirty jokes” that are clearly unwelcome and considered offensive by others or any other tasteless, sexually-oriented comments, innuendoes or actions that offend others.

3.4 GENERAL

In addition to the above, determining what constitutes sexual harassment depends upon the facts and the context in which the act/behavior occurs. Sexual harassment may take many forms - subtle and indirect, or blatant and overt. For example:

- It may be conduct towards an individual of the opposite sex or the same sex.
- It may occur between peers or between individuals in a hierarchical relationship.
- It may be aimed at coercing an individual to participate in an unwanted sexual relationship or it may have the effect of causing an individual to change behaviour or work performance.
- It may consist of repeated action or may arise from a single incident depending on the gravity of the allegation.

4. COMPLAINTS COMMITTEE

- 4.1 **Constitution of the Complaints Committee** - The Company has constituted an Internal Committee (the “Committee”) as required by applicable law, which would deal with all formal complaints (as defined hereinafter) and allegations of sexual harassment.

The names of the Committee members along with their contact details shall be displayed, from time to time, on the notice boards(s) at the Company’s premises and/or its internal website. The Company shall also regularly and promptly notify (in the aforesaid manner) any changes in the said details.

- 4.2 **Disqualification, resignation or termination of membership** - An employee committee member (including the Presiding Officer) shall be removed from the committee / disqualified by the Company, if she/he:

- contravenes Section 16 of the POSH Act;2013
- has been convicted for an offence or if an enquiry into an offence under any extent law is pending against her/him;
- is found guilty in any disciplinary proceedings or if a disciplinary proceeding is pending against her/him;
- has so abused her/his position as a member of the Committee as to render her/his continuance in office prejudicial to public interest.

- 4.3 **Quorum** - A quorum of 3 IC members and an external member is required to be present for an enquiry to take place. The quorum shall include the Presiding Officer and at least two members, with at least half of such persons being women.

- 4.4 **Term** - a committee member shall not hold office for more than 3 years. However, the Company may temporarily extend the term of any member of the committee in order to dispose of any pending complaint.
- 4.5 Notwithstanding the aforesaid, the Company shall be entitled, at its sole discretion and at any time, to terminate the appointment (as member of the Committee) of any member and appoint a substitute thereof.
- 4.6 **Recusal by member** - Any committee member who believes that his/her objectivity may be compromised for any reason may apply to the committee to recuse himself/herself from an investigation. The committee will consider whether or not to accept such requests and if accepted, shall appoint a replacement committee member for the particular investigation in accordance with the law and/or this policy and notify all concerned parties. Further, if at least 2 members of the committee believe that the objectivity of a certain member may be compromised for any reason during a specific enquiry, the committee may request the said member to recuse himself/herself from an investigation.

5. **REDRESSAL MECHANISM**

Any employee, who wishes to make a complaint alleging an act of sexual harassment, would have do so to the committee in the manner described below. The procedure of redressal of such a complaint is also provided below.

5.1 **Initiation of Complaint**

Any employee who believes he or she is being sexually harassed may submit a complaint with supporting evidence and list of witness of the alleged incident to any member of the committee in writing with his/her signature within 3 months of occurrence of incident and in a series of incidents, within a period of 3 months from the date of the last incident. *[In addition, an Employee can talk with a supervisor or a representative from HR].* Any of these sources of intake will ensure that the Employee's complaint is promptly brought to the notice of the Committee.

The complaint may be oral or in writing. If the complaint is oral, the concerned committee member shall record the same in writing, in detail, and have the contents confirmed by the complainant.

Where an aggrieved Employee is unable to make a complaint on account of her/his physical incapacity, a complaint may be filed by:

- His /her relative or friend; or
- His/her co-worker; or
- An officer of the National Commission for Women or State Women's Commission;
or

- Any person who has knowledge of the incident, with the written consent of the aggrieved employee.

Where an aggrieved employee is unable to make a complaint on account of her/his mental incapacity, a complaint may be filed by:

- Her/his relative or friend; or
- A special educator; or
- A qualified psychiatrist or psychologist; or
- The guardian or authority under whose care she/he is receiving treatment or care; or
- Any person who has knowledge of the incident jointly with her/his 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.

Where the aggrieved employee is dead, a complaint may be filed by any person who has knowledge of the incident with the written consent of the legal heir of the aggrieved employee.

Where the aggrieved employee is unable to make a complaint for any other reason, a complaint may be filed by any person who has knowledge of the incident with the written consent of the aggrieved employee.

The committee may, for the reasons to be recorded in writing, extend the time limit not exceeding 3 months, if it is satisfied that the circumstances were such which prevented the aggrieved employee from filing a complaint in 3 months.

The complainant is required to submit 6 copies of the complaint along with supporting documents, the names and addresses of the witnesses to the committee.

5.2 **Processing of Complaint**

All complaints will be reviewed promptly and may be investigated in accordance with this policy. Failure to cooperate in an investigation or providing wrong or misleading information, or withholding information shall be a violation of this policy and may in itself lead to disciplinary action, up to and including termination from the employment. In investigating and in imposing any discipline, the Company will attempt to preserve confidentiality, except to the extent reasonably necessary to conduct the investigation, take any remedial action, and in accordance with applicable law.

5.3 **Confidentiality**

All proceedings, documents and other records maintained under this policy shall be confidential. All persons involved in the proceedings under this policy, including the

committee members, shall be under a duty to respect and maintain confidentiality. Any person breaching this provision shall be subject to disciplinary proceedings in accordance with the Company. Where any person entrusted with the duty to handle or deal with the complaint, enquiry or any recommendations or action to be taken under the provisions of this policy and/or applicable law contravenes this provision, he/she shall be liable for disciplinary action in accordance with company policy or the company may recover a sum of Rs. 5000 as penalty from such person. This provision shall, however, not apply to disclosures made to statutory authorities/court or disclosures made in compliance with any statutory requirement.

- 5.4 If an investigation reveals that a violation of this policy or other inappropriate conduct has occurred, then the Company will take corrective action as it determines to be reasonable and appropriate under the circumstances. For the avoidance of doubt, it is clarified that any finding of the Committee that an act of Sexual Harassment has been committed by any employee shall automatically be deemed to be Prohibited Conduct / misconduct. Notwithstanding anything contained in any other Company policy or employment contract with any employee, the Company has the right to take appropriate action against any employee for any violation of this policy which may extend to forthwith termination of employment without the need to provide any notice. Any termination of employment as above shall be deemed to be termination for cause' by the employer.

5.5 **Redressal Process**

- The committee will issue the notice and shall send a copy of the complaint and supporting documents within 7 working days to the respondent as well as the aggrieved employee, where the complaint has not been made by such employee.
- The Committee will hold a meeting with the complainant within 10 working days of the receipt of the complaint.
- The respondent has to reply within 10 working days from the date of receipt of the complaint along with his list of documents, names and addresses of witnesses.
- In case of a third party complaint, as mentioned above, the committee shall send a copy of the complaint and supporting documents to the respondent. Thereafter, the committee will hold a meeting with such respondent within [7] working days of the complaint and require such respondent to confirm the contents of the complaint. In the event the respondent refuses to confirm the same or denies the contents of the complaint, the committee would need to determine if there is any merit in the complaint and thereafter decide to continue with the enquiry procedure as required by this policy and the POSH Act, 2013. All such decisions of the committee must be recorded in writing.
- **Conciliation** - At the request of the aggrieved employee, the committee may take steps to settle the matter between the aggrieved employee and the respondent

through conciliation before initiating enquiry and record the settlement if any so arrived and forward the same to the management to take action as specified in the recommendation. No monetary settlement shall be made as a basis of conciliation. The committee shall provide the copies of the recorded settlement to the aggrieved employee and the respondent. Where a settlement is arrived at under this provision, no further enquiry shall be conducted by the Committee.

Where no mutually agreeable settlement can be reached during such above-mentioned conciliation process, the committee shall write a report to that effect and proceed to hold an enquiry

Further, if an aggrieved employee informs the Committee that any term or condition of a settlement arrived at as per this policy has not been complied with by the respondent; the committee shall proceed to make an enquiry into the complaint as provided herein below.

- At the first meeting, the committee shall hear the complainant and record her/his allegations. If the complainant does not wish to depose personally due to embarrassment of narration of event, a lady officer for lady employees involved and a male officer for male employees involved shall meet and record the statement.
- The Committee shall hand over a copy of the complaint and other materials provided by the complainant to the respondent within 7 working days and give him/her opportunity to submit a written explanation if she/he so desires within 10 working days of receipt of the same. The respondent shall also be required to indicate whether he/she wishes the committee to examine any witnesses or furnish any evidence within the said 10 day period.
- The complainant shall also be required to indicate in writing whether the complainant or the respondent wishes the committee to examine any witnesses or furnish any additional evidence.
- Upon receipt of the responses from the respondent and the complainant, the committee shall conduct a hearing at such venue or venues as are convenient to the parties, where both the complainant and the respondent shall be heard in person. The Committee shall notify the respondent and complainant (as well as the witnesses, if any) of the time and venue of each hearing. Any records of the proceedings of such or any other hearings or meetings of the committee shall be maintained strictly confidential. If the complainant/ respondent desires to provide further documentary evidence before the committee, she / he shall supply copies of such documents certifying the same to be copy of the original.

- In case any party to the proceedings (including any person called as witness) makes any oral submission/ deposition before the Committee, the same shall be reduced into writing by the committee and has to be signed by the party making such submission/ deposition.
- The Committee shall call upon all witnesses mentioned by both the parties.
- The Committee shall provide reasonable opportunity to the complainant and to the respondent, for putting forward and stating their respective cases in accordance with the principles of natural justice. The committee shall provide copies of all documents/ other materials provided and copies of all deposition/ submissions made by each party in support of his/ her case to the other party.
- In the event if the aggrieved person or the respondent is not present in person at a hearing of the committee, the hearing shall be adjourned to a date not later than three (3) days from the date of the original hearing, to be held at a time and venue convenient to the parties. The hearing shall be conducted on such adjourned date irrespective of whether the respondent is present or not. Provided that nothing contained herein shall preclude the committee from adjourning such hearing for a longer period subject to recording its reasons for such adjournment.
- In case the complainant or respondent fails without sufficient cause to be present for 3 consecutive hearings, the Committee can pass an ex parte order or terminate the enquiry after giving 15 days' notice to the concerned party.
- Parties shall not be allowed to bring any legal practitioner to represent them at any stage of the proceedings before the Committee.
- The committee shall complete the enquiry within reasonable period but not beyond 90 days from the date of the complaint and communicate its findings and recommendations, if any, to the management of the company within 10 days from the date of completion of the enquiry. The respondent and the complainant shall be informed of the findings and conclusions of the committee by the company in a manner deemed fit by the company.
- In case the respondent is found by the committee to have committed sexual harassment, the committee shall recommend that disciplinary actions as misconduct / Prohibited Conduct in accordance with the Company's service rules.
- Further, notwithstanding anything in the Company's rules applicable to the respondent, the committee may recommend that a deduction of such sum be made from the salary/wages of the accused as the committee deems appropriate to be paid to the aggrieved employee or to the legal heirs of the aggrieved employee in accordance with the POSH Act, 2013

- The company shall take action in accordance with the recommendation of the committee within 60 days of receipt of the same.
- In the event the committee arrives at the conclusion that the complaint has not been proved, it shall recommend that no action is required to be taken in the matter. This does not prejudice the right of the company to take appropriate action on the issue under company policy.
- In case the Committee finds that an offence under the Indian Penal Code, 1860 (“IPC”) or any other law has been committed, then this fact shall be mentioned in its report and appropriate action shall be initiated by the Company as per applicable law.
- For the purpose of making an enquiry into a complaint, the Committee shall have the same powers as vested in a Civil Court under the Code of Civil Procedure, 1908 in respect of
 - (i) summoning and enforcing the attendance of any person and examining him under oath;
 - (ii) requiring the discovery and production of documents; and
 - (iii) any other prescribed matter. The Committee shall follow principles of natural justice in all its proceedings and subject thereto, shall maintain confidentiality of the identity of the complainant, the alleged accused and the witnesses, as also the contents of the complaint. The proceedings of the Committee shall be conducted in accordance with applicable law and the Company’s guidelines in relation to the same.

6. INTERIM MEASURES

During the pendency of the enquiry, on a written request made by the aggrieved employee, the committee shall be empowered to recommend to the company and the company shall implement, any of the following:

- (i) The transfer of aggrieved employee or the respondent to any other workplace;
- (ii) The grant of leave to the aggrieved employee upto a period of three (3) months;
- (iii) Restrain the respondent from reporting on the work performance of the aggrieved employee or writing the confidential report of the aggrieved employee and assign the same to another officer of the Company;
- (iv) The grant of any such other relief to the aggrieved employee, as may be prescribed or permitted.
- (v) Any such leave granted to the aggrieved Employee shall be in addition to the leave she/he would be otherwise entitled to under applicable law.

The Company reserves the right to require the respondent to take indefinite administrative leave (with payment of applicable salary) immediately from the time of receipt of a formal complaint of sexual harassment until the committee has concluded its investigation. This is to ensure that there is no retaliation against the respondent by other employees and/or retaliation by the respondent against the complainant/other employees. Any such decision will be communicated in writing to the respondent by committee in writing. The Company reserves the right to require the respondent to work from home or from an alternate company location during the enquiry.

7. COMPENSATION

DETERMINATION OF COMPENSATION

For the purpose of determining the sums to be paid to the aggrieved person under clause (ii) of sub-section (3) of section 13, the Internal Committee, as the case may be, shall have regard to

- (a) The mental trauma, pain, suffering and emotional distress caused to the aggrieved woman;
- (b) The loss in the career opportunity due to the incident of sexual harassment;
- (c) Medical expenses incurred by the victim for physical or psychiatric treatment; (d) the income and financial status of the respondent;
- (e) Feasibility of such payment in lump sum or in installments.

8. APPEAL

Aggrieved employee and the respondent from the recommendations of the committee made under this policy or non-implementation of such recommendations by the Company may prefer an appeal to the appropriate authority in accordance with Section 18 of the POSH Act, 2013. This appeal must be made within a period of 90 working days from the date of filing of the report by the Committee with the Company.

9. THIRD PARTY HARASSMENT

Where an employee is sexually harassed as a result of an act or omission by any third party, the Company will take all steps necessary and reasonable to assist the affected person in terms of support and preventive action, including assistance in filing of First Information Report / criminal complaint with the law enforcement authorities and take action as appropriate under this Policy.

10. **MALICIOUS OR FALSE COMPLAINT**

If on investigation, the Committee determines that the allegation was malicious or the complainant has made the complaint knowing it to be false or the complainant has produced any forged or misleading document, the same will be deemed to be inappropriate conduct/misconduct in terms of company policy and the committee will recommend that action will be taken against the complainant in accordance with the company's service rules. It is clarified that a mere inability to substantiate a complaint or provide adequate proof will not attract action against a complainant under this provision.

Where the committee arrives at a conclusion that during the enquiry any witness has given false evidence or produced any forged document, it may recommend necessary action against such witness in accordance with the Company's service rules.

11. **ANNUAL REPORT**

The Internal Committee shall in each calendar year prepare, in such form and at such time as may be prescribed, an annual report and submit the same to the employer and the District Officer.

12. **RETALIATION**

The Company's policies prohibit any form of retaliation against anyone who has reported conduct believed to be in violation of this policy, or who has assisted in investigating such a complaint. If any employee feels he/she has experienced retaliation, he/she should follow the reporting steps outlined above. If it is determined this no-retaliation policy has been violated, or if the Committee's investigation is otherwise interfered with, this may result in disciplinary action, up to and including termination of the individual involved in the inappropriate conduct.

13. **CRIMINAL PROCEEDINGS**

Where the conduct of an employee amounts to a specific offence under the IPC or under any other law in force, the Company shall provide assistance to an aggrieved employee if the employee chooses to file a complaint in relation to any such offence. The Company will further comply with any requirements in relation to external reporting of an IPC offence as may be stipulated by applicable law.

14. **MISCELLANEOUS**

- The Company reserves the right to amend the provisions of this Policy, from time to time, as it deems fit, subject to applicable law.
- This Policy will not prejudice any rights available under the Protection of Human Rights Act, 1993, the POSH Act, 2013 and under the Constitution of India.