

HEADS UP VENTURES LIMITED

POLICY FOR THE PREVENTION, PROHIBITION AND PUNISHMENT OF SEXUAL HARASSMENT OF WOMEN

At Heads UP Ventures Limited, it is our desire to promote a healthy and congenial working environment irrespective of gender, caste, creed or social class of the employees. We are an equal employment opportunity company which is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. We value every individual and are committed to protect the dignity and respect of every individual. Therefore, we have zero-tolerance for sexual harassment and any act of sexual harassment will invite serious disciplinary action. This Policy for Prevention, Prohibition and Punishment of Sexual Harassment of Women (the / this '**Policy**') is meant to educate the employees about what conduct constitutes sexual harassment, the ways and means which we are adopting to prevent occurrence of any such event, and in the unlikely chance of such an occurrence, to enable a fair mechanism for dealing with such untoward conduct.

1. **Object of the Policy**

The Policy has the following objects:

- 1.1 To provide protection against sexual harassment of women employees at Heads UP Ventures Limited (the '**Company**') and for the prevention and redressal of complaints of sexual harassment and for matters connected therewith or incidental thereto;
- 1.2 To promote a productive work environment;
- 1.3 To create a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company also believes that all the employees of the Company have the right to be treated with dignity;
- 1.4 The Supreme Court of India has also directed companies to lay down guidelines and a forum for redressal of grievances related to sexual harassment. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (the Act) also directs the management or employers to lay down the guidelines and a forum for redressal of grievances related to sexual harassment.

2. **Scope of the Policy**

- 2.1 This Policy for prevention and redressal of sexual harassment at workplace, is applicable to:
Every employee (means any person on the rolls of the Company including those on deputation, contract, temporary, permanent, part timer, freelancers, or working as consultants, including all personnel affiliated with third parties, who work at the Company site or facilities) ;
- 2.2 All the visitors and vendors associated with the Company and visiting any premises of the Company or whose premises the employees visit during the course of business.
- 2.3 An alleged act of sexual harassment against the employee, whether the incident has occurred during or beyond office hours;
- 2.4 An alleged act of sexual harassment against the employee, whether sexual harassment has taken place within or outside the Company premises;
- 2.5 Interactions arising as a result of employment within the Company (social, business or other functions where the conduct or comments may have an adverse impact);

3. Definitions

- 3.1 **'Employee'** means a person employed at a workplace for any work 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 principal employer, 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, contract worker, probationer, trainee, apprentice or called by any other such name;
- 3.2 **'Employer'** means :
- 3.2.1 In relation to any department, branch or unit of the Company, the head of that Department, branch or unit or such other officer as the Company may specify in this behalf;
- 3.2.2 In relation to any workplace not covered under 3.2.1, any person responsible for the management, supervision and control of the workplace; and
- 3.2.3 In relation to a workplace covered under 3.2.1 and 3.2.2, the person discharging contractual obligations with respect to his or her employees.
- 3.3 **'Management'** includes the person or Board or the Committee responsible for formulation and administration of policies for such organization.

Words, terms and expressions not defined under this policy shall have same meaning as defined or referred under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed thereunder.

4. What constitutes Sexual Harassment

Sexual Harassment shall include one act or a series of acts, whether committed by self or abetted, but not be limited to mean:

- 4.1 Unwelcome physical contact and sexual advances;
- 4.2 A demand, blackmail, or request for sexual favours whether verbal or textual or graphic, or electronic or by any other action;
- 4.3 Making sexually coloured remarks;
- 4.4 Unwelcome physical and/or verbal or non-verbal conduct, such as, remarks or jokes, loaded comments, obnoxious comments or utterances, innuendos and taunts, sounds or display of a derogatory nature, sending letters, phone calls, sms, mms, sending sexually explicit, racially offensive or derogatory emails or voice-mails, sexual or indecent gestures and indication, displaying sexually graphic magazines, calendars, or posters, exhibition of pornography, eve teasing, lurid stares, stalking, molestation, physical contact, assaulting or using force or abetting an act with intention of disrobing or compelling a female employee to be naked, physical confinement against one's will and likely to intrude upon one's privacy and any other unwelcome physical, verbal or non-verbal conduct of sexual nature and have the purpose and /or effect of interfering with a woman's work or performance or of creating an intimidating, hostile or offensive employment environment;
- 4.5 Entry into a private place marked for female employees, with mala fide intentions;

- 4.6 Taking photographs of female employees and/or converting without permission it into obscene or pornographic material and circulating the same by any means viz:- physical/electronic media;
- 4.7 Use of the body or any part of it or any object as an extension of the body in relation to a woman by a man with a sexual purpose, without her consent or against her will, such conduct will amount to sexual assault;
- 4.8 All such acts and conducts against women employees, which amount to commission of a sexual offence under the applicable Indian laws.

It is clarified that it is the reasonable perception of the woman that would be relevant in determining whether any single incident or a series of incidents were sexually determined and, if so, whether such conduct was unwelcome or not, whether such conduct is humiliating, hurts the dignity, causes mental torture, fear and anxiety, which constitute health and safety problem, causes restricted movement, fearful living and discrimination and that her objection would disadvantage her in connection with her employment, including evaluation, grading, recruitment or promotion, in the event of raising any objection and not obliging or consenting to such conduct or when it creates a hostile environment.

5. Responsibilities Regarding Sexual Harassment:

- 5.1 All employees of the Company have a personal responsibility to ensure that their behavior is not contrary to this Policy.
- 5.2 All employees are encouraged to reinforce the maintenance of a work environment free from sexual harassment.

6. Composition of Internal Complaints Committee

The Company shall constitute an Internal Complaints Committee at all administrative units or offices for redressal of sexual harassment Complaint (made by the victim) and for ensuring time bound treatment of such Complaints with the following:

- (i) One Senior Level woman employee (who shall be the Presiding Officer).
Provided that in case the senior level woman employee is not available, the Presiding Officer shall be nominated from other offices or administrative units of the workplace referred under clause (2) of sub section (o) of Section 2 of the Act.
- (ii) Two Members committed to the cause of women or who have had experience in social work or have legal knowledge.
- (iii) One member would be nominated on prescribed fees or allowances from non-government organizations or associations working for cause of women or a person familiar with issues relating to sexual harassment.

At all times at least one-half of total members of Internal Complaints Committee shall be women and every member shall hold office for a tenure not exceeding three years from the date of their nomination as specified by the Company, unless such member has been convicted for an offence or an inquiry for an offence is pending against him/her, or make an unauthorized disclosure to the media or any person and breaches confidentiality or abuses his/her position, then in such event the member shall be removed from the Internal Complaints Committee and the vacancy so created shall be a casual vacancy to be filled by fresh nomination by the Chairman or Managing Director of the Company in consonance with the provisions of the Act.

7. Complaint, Complainant, Respondent

- 7.1 Complaint is a formal expression of a grievance in writing submitted by a Complainant or a person on his or her behalf within three months of the date of the incident or in case of a series of incidents within three months of the last incident to the Internal Complaint Committee at the workplace.
- 7.2 Complainant is the aggrieved employee or any other person on her behalf who has obtained her consent in writing or in the event such Complainant is incapacitated or has expired then by her legal heirs or such person who has knowledge of the incident or cared for her welfare.
- 7.3 Respondent is the person against whom the Complaint is filed.

8. Responsibilities of the Internal Complaints Committee

- 8.1 Investigating every formal written Complaint of sexual harassment made within three months of the date of incident and in case of a series of incidents within a period of three months from the date of the last incident.
- 8.2 Taking appropriate remedial measures to respond to any substantiated allegations of sexual harassment.
- 8.3 Discouraging and preventing employment-related sexual harassment
- 8.4 The Internal Complaints Committee shall for the purposes of making an inquiry have the powers of the Civil Court under the Code of Civil Procedure, 1908, when trying a suit in respect of the following matters:-
 - a. summoning and enforcing the attendance of any person or examining him on oath;
 - b. requiring the discovery and production of documents: and
 - c. any other matter which may be prescribed.
- 8.5 Upon a written request by the Complainant, the Internal Complaints Committee may recommend to the Company:-
 - a. transfer the Complainant or the Respondent to any other workplace; or
 - b. grant leave to the Complainant up to a period of 3 (three) months, which shall be in addition to what she is otherwise entitled: or
 - c. grant such other relief to the Complainant as may be prescribed; or
 - d. restrain the Respondent from reporting on the work performance of the Complainant or writing her confidential report and as signing the same to another employee; or
- 8.6 The Company in turn shall report the implementations of the above stated recommendations to the Internal Complaints Committee.
- 8.7 The Internal Complaints Committee shall prepare a yearly report in the prescribed form and submit such yearly report to the Company with the following details:-
 - a. number of Complaints of sexual harassment received in the year;
 - b. number of Complaints disposed off during the year;

- c. number of Complaints pending for more than ninety days;
- d. number of workshops or awareness programme against sexual harassment carried out;
- e. nature of action taken by the Company or the District Officer.

8.8 The yearly report submitted by the Internal Complaints Committee would be incorporated in the annual report of the Company.

The Internal Complaints Committee may from time to time organise workshops, seminars, programs and/or sessions etc to educate the Employees on the subject involved.

9. Procedure for making Complaints

- 9.1 The Complaints must be made by furnishing six copies of Complaint in writing, except in case when the Complainant is incapacitated and is not in a normal state of mind due to the act of sexual harassment perpetuated; the Complaint may then be made by the Complainant's relative or friend, co-worker, or any 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 women and or person accompanying the Complainant.
- 9.2 When the Complainant on account of mental incapacity is unable to file a Complaint then a Complaint may be filed on her behalf by her relative or friend, a special educator, a qualified psychiatrist or psychologist, the guardian or the authority under whose care she is receiving treatment or care, or any person who has knowledge of the incident jointly with her relative or friend or a special educator or a qualified psychiatrist or psychologist the guardian or the authority under whose care she is receiving treatment or care.
- 9.3 Any other person who has knowledge of the incident with the Complainant's written consent.
- 9.4 Where the Complainant has expired, a Complaint may be filed by any person who has knowledge of the incident with the written consent of the Complainant's legal heirs.

Notwithstanding the above each Complaint has to be treated with utmost confidentiality.

10. Conciliation

- 10.1 The Internal Complaints Committee shall at the request of the Complainant take steps to settle the Complaint through the process of conciliation. However, no monetary settlement shall be made under the process of conciliation.
- 10.2 The Internal Complaints Committee shall record the settlement arrived at through the process of conciliation and forward the same to the Company and to the Complainant.
- 10.3 Where a settlement has been reached, no further action against the Respondent is necessitated.
- 10.4 In the event of a breach of any term or condition of the settlement recorded, the Internal Complaints Committee shall proceed to initiate an inquiry into the Complaint

11. Manner of Inquiry

- 11.1 The Complainant shall submit six copies of the Complaint alongwith supporting documents and the names and addresses of the witnesses.
- 11.2 Upon the receipt of the Complaint, the Internal Complaints Committee shall send a copy of the Complaint to the Respondent within a period of seven working days.
- 11.3 The Respondent shall file his reply to the Complaint alongwith the list of documents, names and addressed of witnesses within a period not exceeding ten working days from the date of receipt of the Complaint from the Internal Complaints Committee.
- 11.4 The Internal Complaints Committee shall make inquiry into the Complaint in accordance with the principles of natural justice.
- 11.5 The Internal Complaints Committee shall have the right to terminate the inquiry proceedings or give an ex parte decision on the Complaint, if the Complainant or Respondent fails, without sufficient cause, to present herself /himself for three consecutive hearings convened by the Internal Complaints Committee. Nevertheless, such termination or ex parte order may not be passed without giving a notice in writing, fifteen days in advance to the party concerned.
- 11.6 No legal practitioner can represent the Complainant/Respondent at any stage of the proceedings before the Internal Complaints Committee.
- 11.7 A minimum of three members of the Internal Complaints Committee including the Presiding Officer shall be present to conduct the inquiry proceeding.
- 11.8 The inquiry shall be completed within a period of ninety days.

12. Inquiry report and its consequences

- 12.1 The report on the findings of the inquiry conducted by the Internal Complaints Committee shall be furnished to the Company, the Complainant and the Respondent within a period of ten days from the date of completion of the inquiry.
- 12.2 The Internal Complaints Committee shall recommend to the Company that no action is required to be taken against the Respondent in the matter, when the allegation against the Respondent is not proved.
- 12.3 The Internal Complaints Committee shall, on arriving at a conclusion that Respondent is guilty, recommend the following to the Company:-
 - a. to take action for sexual harassment as a misconduct; such action may be in the form of a written apology, warning, reprimand or censure, withholding of promotion, withholding of pay rise or increments, terminating the Respondent from service or undergoing a counselling session or carrying out community services;
 - b. to deduct from the salary or wages of the Respondent;
 - c. in case the Company is unable to deduct the compensation as a result of the Respondents absence from duty or cessation of employment, it will direct the Respondent to pay an ascertained sum as Compensation to the Complainant.

Provided that in the event of failure of the Respondent to pay the sum referred to in clause (b), the Internal Complaints Committee may forward the order for recovery of the sum as an arrear of land revenue to the concerned District Officer.

- d. Compensation will be computed on the basis of:-
- i. the mental trauma, pain, suffering and emotional distress caused to the Complainant;
 - ii. the loss in the career opportunity due to the incident of sexual harassment;
 - iii. medical expenses incurred by the Complainant 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.

13. Punishment for false and malicious Complaint and false evidence.

- 13.1 The Internal Complaints Committee shall upon arriving at the conclusion after an inquiry that the Complaint is malicious or been made knowing it to be false and the evidence furnished is false or misleading, may recommend to the Company to take action against the Complainant or the person who has tendered the Complaint on behalf of the Complainant.
- 13.2 Mere inability to substantiate a Complaint or provide adequate proof will not attract action against the Complainant.

14. Confidentiality

The Company will do everything consistent with enforcement of this Policy and with the law to protect the privacy of the individuals involved and to ensure that the Complainant and the Respondent are treated fairly. Information about individual Complaints and their disposition is considered confidential and cannot be published, communicated or made known to the public, press or media and any breach would involve a penalty being imposed upon the miscreant.

15. Appeal

The following persons may prefer an appeal to any court not being inferior to the Metropolitan Magistrate or Judicial Magistrate within a period of ninety days from the recommendations.

- 15.1 Any Complainant aggrieved by the conclusion of the Internal Complaints Committee that the Complaint has not been proved;
- 15.2 Any Respondent aggrieved by the decision of the Internal Complaints Committee for action to be taken as a result of the Complaint being proven;
- 15.3 Any Respondent aggrieved by the decision of the Internal Complaints Committee to deduct its wages and salaries as a result of the Complaint being proven;
- 15.4 Any person on whom penalty may be levied as a result of breach of confidentiality.

16. Further information

Any employee requiring further information about this Policy should contact any member of the Management Team.

DISCLAIMER:

The content of the Policy does not constitute nor should it be construed as a promise of employment or as a contract between Heads UP Ventures Limited and any of its employees.

Heads UP Ventures Limited at its option, may change, delete, suspend, or discontinue parts or the Policy in its entirety, at any time without prior notice. In the event of a Policy change, employees will be notified. Any such action shall apply to existing as well as to future employees.

In the event of any dispute or ambiguity, interpretation of this Policy shall be decided by Heads UP Ventures Limited management..