

APCO INFRATECH PRIVATE LIMITED

PREVENTION OF SEXUAL HARASSMENT POLICY

1. PREAMBLE:

- 1.1. Apco Infratech Private Limited is committed to providing a place of work that is free from sexual harassment and all forms of intimidation or exploitation.

2. OUR POLICY:

- 2.1. Apco Infratech Private Limited (includes its subsidiaries, Joint Ventures and associate companies) ["Company"], is an equal opportunity employment company, without regard to race, caste, religion, color, marital status, sex, age, nationality, disability of its staff or colleagues. The Company also believes that all employees of the Company have the right to be treated with dignity. The Company believes that Sexual Harassment at workplace is a grave offence. The Company holds the responsibility to identify and prevent Sexual Harassment and to develop a culture of "Zero Tolerance" for any form of Sexual Harassment at the Workplace. The Company will respond promptly to reports of Sexual Harassment and will take immediate steps to ensure there is no violation of this Policy and in case if required, to facilitate legal action. This Policy is applicable across the Company in all its Workplace.

3. LEGISLATIVE BACKGROUND AND REQUIREMENT

- 3.1. The Government of India has notified the Sexual Harassment of Women at the Workplace (Prevention, Prohibition Redressal) Act, 2013 ("Act") and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013 ("Rules"). Both the Act and the Rules have come into force with effect from December 9, 2013. The Act and the Rules were both drawn up and passed in furtherance to the guidelines as laid down by the Supreme Court of India in Vishal v. State of Rajasthan, to ensure that women, in particular, are protected against Sexual Harassment at all work places, be it in public or private, and to create work environments that recognizes right to gender equality, life and liberty and equality in working conditions everywhere.
- 3.2. This Anti-Sexual Harassment Policy gives effect to the legal provisions contained in the Act and the Rules relating to protection against Sexual Harassment at Workplace and for establishing the necessary mechanisms for redressal of complaints of Sexual Harassment and for matters connected therewith or incidental thereto.
- 3.3. In order to comply with the provisions of the Act, every organization has to formulate and implement an Anti- Sexual Harassment Policy ("Policy").
- 3.4. This Policy is meant to educate the Employees about what constitutes a Sexual Harassment and has been formulated to prohibit, prevent or deter the commission of acts of Sexual Harassment at workplace, and in the event of such an occurrence, to enable a fair mechanism for dealing with such conduct.

4. OBJECTIVES

- 4.1. To set forth the expectations of conduct and mutual respect at the workplace with regard to prevention of sexual harassment and the process of inquiry and complaint redressal if these expectations are not met or are violated.
- 4.2. To clearly establish that Company is committed to create a work environment free from all forms of discrimination and conduct which can be considered harassing, coercive, or disruptive, including sexual harassment.

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- 4.3. To identify a workable definition of sexual harassment in the workplace, explain the process of raising a complaint if sexual harassment occurs and emphasize that anyone engaging in harassing conduct will be subject to disciplinary action ranging from a warning to termination of service or legal action.
- 4.4. To outline the duties, responsibilities and rights of various stakeholders involved in the process.

5. SCOPE, APPLICABILITY AND EFFECTIVE DATE

- 5.1. This Policy is a policy for the protection of all employees and associates.
- 5.2. This Policy extends to all Employees and associates of the Company whether permanent, temporary, on training and on contract and is deemed to be incorporated in the service conditions of all Employees. It also extends to outsiders who come in contact of the Employees of the Company and who allege that they have been sexually harassed by the said Employee.
- 5.3. The Company will also not tolerate Sexual Harassment of the Employee of the Company, if engaged in by clients or any other business associates.
- 5.4. This Policy shall extend to:
 - 5.4.1. All Company-related activities performed at any other site away from the Company's premises;
 - 5.4.2. All Employees at (whether in the office premises or outside while on assignment) All Company's offices, factories (Plants), project sites situated in, India; or other premises where the Company's business is conducted.
 - 5.4.3. Incidents of Sexual Harassment reported by Company's Employee as a result of an act by a third party or outsider while on official duty.
- 5.5. The Company will take all necessary and reasonable steps to assist the affected person in terms of support and preventive action.
- 5.6. This Policy shall come into effect immediately.

DEFINITIONS

- 5.7. Except where the context otherwise requires, the following words and expressions shall have the following meanings: -

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

- (i) Physical contact and advances; and/ or
- (ii) A demand or request for sexual favors; and/ or
- (iii) Making sexually colored remarks; and/ or
- (iv) Showing pornography; and/ or
- (v) Any other unwelcome physical conduct, implicit or explicit, verbal or non-verbal conduct of a sexual nature; and/ or
- (vi) Repeatedly asking to socialize during off-duty hours or continued expressions of sexual interest against a person's wishes; and/ or
- (vii) Stalking

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Additionally, any of the following, in relation to or connected with the above, will constitute sexual harassment:

- (i) Implied or explicit promise of preferential treatment in her employment; and/ or
- (ii) Implied or explicit threat of detrimental treatment in her employment; and/ or
- (iii) Implied or explicit threat about her present or future employment status; and/ or
- (iv) Interference with her work or creating an intimidating or offensive or hostile work environment for her; and/ or
- (v) Humiliating treatment likely to affect her health or safety.

"Employee"

for the purpose of this Policy, means and includes any person hired / engaged/ associated with the Company, whether as a consultant or as an employee on the rolls of the Company who is employed for any work on regular, temporary, ad-hoc or daily wage basis, directly or through an agent, including a contractor, with or, without the knowledge of the Company's management, whether for remuneration or not, or working on voluntary basis or otherwise, whether the terms of employment are express or implied and includes a co-worker, a contract worker, probationer, article clerk or called by any other such name.

"Workplace"

shall include:

- (i) Apco Infratech Private Limited (includes its subsidiaries, Joint Ventures and associate companies) in India and Corporate / Project offices address and
- (ii) Any place visited by an Employee of the Company, arising out of or during the course of discharging the Company's work, including transportation provided by the Company for undertaking such journey.

"Aggrieved Person /Victim" with respect to the Act in relation to the workplace is a person of any age, whether employed or not, who alleges to have been subjected to any act of Sexual Harassment by the Respondent. This would include guests or visitors at the workplace.

"Complainant"

shall include Aggrieved person /Victim or any other person filing the complaint on behalf of the Aggrieved person or Victim.

"Respondent"

means the person who is alleged or reported to have committed an act of Sexual Harassment and against whom the Aggrieved Person/ Complainant has made a Complaint under this Policy in terms of Section 9 of the Act.

"Complaint"

means information, either oral or written, made by the Aggrieved Person / Complainant. However, complaint made orally must be produced in writing with the assistance of the Internal Committee members.

6. INTERNAL COMMITTEE / INTERNAL COMPLAINTS COMMITTEE

6.1. An Internal Committee (IC) must be constituted, in accordance with the provision of Section 4 of the Act,

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in every branch or office of the Company, to redress complaints of Sexual Harassment.

6.2. An IC shall consist of: -

- 6.2.1. A presiding officer who shall be a woman employed at senior level;
- 6.2.2. Not less than two Members from amongst the Employees preferably committed to the cause of women;
- 6.2.3. One Member from an NGO or association committed to the cause of women or person familiar with the issues relating to the Sexual Harassment.

6.3. At least one half of the total Members nominated shall be women. The Presiding Officer and Members shall hold office for a period not more than 3 years.

6.4. An order constituting the IC shall be passed and shall be displayed at any conspicuous place of the Company.

IC Unit Level: Every location of the business/ Unit of the Company shall be covered by an Internal Committee (IC) for better achievement of objectives of this policy. This committee will receive and investigate into complaints related to sexual harassment and submit its' recommendations to the Management Team comprising of the HR Head and Company Secretary of the Company.

7. RAISING/LODGING A COMPLAINT

- 7.1. Any person who feels that she is being sexually harassed, directly or indirectly, may submit a Complaint of the alleged incident to any member of the IC in writing with their signature within three (3) months of occurrence of incident, and in case of a series of incidents, within a period of three (3) months from the date of the last incident. The IC may, after recording its reasons in writing, extend the time limit if it is satisfied with the circumstances that led to preventing the Complainant from making the Complaint within three (3) months;
- 7.2. In case of any difficulty in filing the Complaint in writing, the Presiding Officer/Member of the IC shall provide reasonable assistance to the Complainant to file a written Complaint;
- 7.3. A Complaint may also be made by a legal heir or any of the persons specified under sub section (2) of Section 9 of the Act read with Rule 6 of the Rules, where the Complainant is unable to do so, on account of any kind of incapacity;
- 7.4. The Internal Committee shall maintain a register to record the Complaint received by it and keep the contents confidential, except to use the same for inquiry;
- 7.5. The Complainant must file six copies of the Complaint along with supporting documents and names and addresses of witnesses;
- 7.6. The IC shall forward one copy of the Complaint to the Respondent within seven (7) working days;
- 7.7. The Respondent must file his response to the Complaint along with supporting documents and names and addresses of witnesses, within ten (10) days of receiving the Complaint copy from the IC. A copy of the said response shall be provided to the Complainant forthwith.

8. REDRESSAL PROCESS

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8.1. Settlement through Conciliation

- 8.1.1. At the request of the Complainant the IC, shall, prior to initiating an inquiry, take steps to settle the matter between the Complainant and the Respondent through conciliation. The IC shall record the terms of any such settlement reached between the Complainant and the Respondent, and forward the same to the management/employer to take action as recommended;
- 8.1.2. If the Respondent fails to comply with the terms and conditions of the Settlement, the Complainant may inform the IC of the same for further action, as provided under the Act.
- 8.1.3. The request for conciliation will always and exclusively be initiated by the Complainant. The Complainant will not be pressurized by any individual or group, within or outside the company to request for conciliation. If this is brought to the notice of the IC or management, strict action, including termination of service will be initiated against anyone who pressurizes the Complainant to request for conciliation.
- 8.1.4. Conciliation will never be the first option suggested to the Complainant to address any complaint of Sexual Harassment.
- 8.1.5. Position of the offender and the criticality of the position occupied by the offender shall not be any hindrance to the disciplinary action taken against the offender.

9. INQUIRY AND ACTION

- 9.1. The IC will initiate an inquiry within 30 days of receiving the written complaint and make an inquiry into the Complaint in accordance with the principles of natural justice;
- 9.2. During the pendency of an inquiry, the IC shall, on the request made by the Complainant, grant interim relief in accordance with the provision of section 12 of the Act;
- 9.3. Actions during pendency of inquiry
 - 9.3.1. Transfer the victim/respondent to another location/workplace.
 - 9.3.2. Grant leave to the victim up to a period of three months (In addition to the leave otherwise entitled)
 - 9.3.3. Grant any other relief as found suitable by IC.
- 9.4. Where both the Complainant and the Respondent are Employees of the Company, the IC will give each of them an opportunity of being heard at the time of inquiry, and will make available to each, a copy of its findings enabling them to make representation in respect of such findings, before the IC;
- 9.5. The IC may terminate the inquiry proceedings or decide ex-parte on the Complaint, if the Complainant or the Respondent does not, without sufficient cause, present himself/herself for three consecutive hearings convened by the IC;
- 9.6. The quorum for convening a meeting of the IC for the purpose of an inquiry shall be three (3) members of the IC, including the presiding officer; at least two of these three members will be women.
- 9.7. The IC shall complete the inquiry within a period of ninety (90) days and communicate its findings and its recommendations for action to the Company's management in a report, within ten (10) days of completing the inquiry;

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- 9.8. A copy of the report shall also be made available to the Complainant and the Respondent;
- 9.9. The report of the IC shall be treated as a final report on the basis of which the Respondent can be awarded appropriate punishment straightaway within sixty (60) days of its receipt. In the event the IC concludes that allegations of Sexual Harassment have been established, it shall in its report to the Company, recommend that action against the Respondent be taken in accordance with the Company's service rules. The Company's Management will direct appropriate action in accordance with the recommendation proposed by the IC;
- 9.10. In case, the IC finds the degree of offence to be coverable under the Indian Penal Code, then this fact shall be mentioned in its report and if required appropriate action shall be initiated by the management of the Company or on the request of the Complainant, for making a Police complaint;
- 9.11. In the event, the Complaint does not fall under the purview of Sexual Harassment or the allegations are not established, the IC shall recommend to the Company that no action is required to be taken and close the enquiry by recording reasons in writing;
- 9.12. None of the parties can be represented by a lawyer during the proceedings;
- 9.13. The IC shall be governed by the Act and the Rules.

10. APPEAL

Any person aggrieved by the recommendations or non-implementation of the recommendations made by the IC, may prefer an appeal, in accordance with the law within ninety (90) days of the recommendations.

11. FALSE COMPLAINT/EVIDENCE

11.1. Duty of good faith

- 11.1.1. IC shall take action in accordance with the provision of Section 14 of the Act against a Complainant for knowingly or recklessly bringing a false Complaint of Sexual Harassment and false evidence;
- 11.1.2. If on an inquiry, the Complaint is found to be false or malicious, or that a witness has given misleading evidence, the Complainant or the witness, as the case may be, shall be liable for appropriate disciplinary action by the IC. Such malicious intent must be established after an inquiry;
- 11.1.3. A mere inability or insufficiency to substantiate a Complaint shall not be considered as grounds for taking action.

11.2. Non-Retaliation

- 11.2.1. No person shall be subject to harassment, intimidation, or retaliation of any kind for having brought a good faith complaint of prohibited harassment.

12. CONFIDENTIALITY AND PROHIBITION OF PUBLICATION

- 12.1. Any and all persons entrusted with the duty to handle or deal with a Complaint, inquiry or any recommendation or action to be taken under the Act, Rules and this Anti-Sexual Harassment Policy shall

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not disclose the name, address, identity or any other particulars that can in any way reveal the identity of the Complainant and the witnesses or the Respondent to the public or media. In case of any violation, the concerned person shall be liable for penalty in accordance with the provisions of the service rules applicable to the said person or where no such service rules exist, in such manner as may be prescribed by law.

- 12.2. The contents of the complaint, identity and addresses of the victim, respondent and witnesses, any information relating to inquiry proceedings, recommendations of the IC and the action taken by the Company are not to be published, communicated or made known to the public, press or media. However, information may be disseminated regarding the justice administered to any victim of sexual harassment without disclosing the name, address, identity or any other particulars calculated to lead to the identification of the victim and witnesses.

13. ROLES AND RESPONSIBILITIES

13.1. Role of Company:

- 13.1.1. The management shall provide all necessary assistance for the purpose of ensuring full, effective and speedy implementation of this Anti-Sexual Harassment Policy.
- 13.1.2. The Company shall provide safe working environment at the Workplace which shall include safety from the persons coming into contact at the Workplace.
- 13.1.3. Where Sexual Harassment occurs as a result of an act or omission by any third party or outsider, the IC and the Company shall take all steps necessary and reasonable to assist the affected person in terms of support and preventive action.
- 13.1.4. The IC shall prepare a report on all Complaints at the end of the year for submission to Company's management and the Company shall submit the same to the district officer.
- 13.1.5. It is both, the duty and obligation of the Company to provide necessary communication and training with respect to this Policy.
- 13.1.6. The Company shall ensure that this Policy is communicated, explained and handed over at the time of induction of every new joiner.
- 13.1.7. The Company, in consultation with the IC, will be responsible for providing clarifications to staff and colleagues with respect to any queries related to this Policy, as and when required.
- 13.1.8. The Company shall ensure implementation of this Policy in line with overall Anti-Sexual Harassment guidelines and directions as also the Act, and the Company shall provide appropriate training to employees on gender sensitivity and ensure that this Policy and code is communicated, explained and handed over at the time of induction of every new joiner.
- 13.1.9. The Company shall display at any conspicuous place in the Workplace, the penal consequences of Sexual Harassment and the order constituting the IC.
- 13.1.10. The Company shall provide assistance to the Complainant if she chooses to file a complaint in relation to the offence under the Indian Penal Code or any other law for the time being in force.
- 13.1.11. The Company shall provide necessary facilities to the IC, to deal with the Complaint and conduct an inquiry.
- 13.1.12. The Company shall assist in securing the attendance of the Respondent and the witness before the IC.

13.2. Role of Individual:

- 13.2.1. To forward or submit to the IC, any written complaint from any aggrieved individual and to support/co-operate during any investigation as part of the inquiry process.

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- 13.2.2. Be aware of and abide by the laws applicable to them, their job and the company policies and procedures.
- 13.2.3. Participate in the procedure of investigation if a complaint is brought forward. If an employee elects not to participate in the procedure constituted by the Company, and does not wish to proceed with the complaint, it will need to be formally withdrawn. The complaint will still be reviewed; it will be the discretion of the management to accept or reject the request for withdrawal of the complaint.
- 13.2.4. Provide a full and truthful disclosure of relevant information and assist with investigations of alleged policy violations.
- 13.2.5. Handle information related to known or suspected violations of this policy in a discreet and confidential manner.
- 13.2.6. Not attempt to investigate the information or suspected violations of this policy on their own i.e. without involving the IC.
- 13.2.7. Set an example of proper workplace behavior and ethical standards in line with Company's Values.

13.3. Role of a Manager:

- 13.3.1. Bring the written complaint immediately to the IC, and provide all kinds of support for the further investigations as a part of inquiry process.
- 13.3.2. Have an adequate knowledge about applicable laws, and answer questions regarding relevant policies and procedures.
- 13.3.3. Immediately forward any report or complaint of an alleged violation of this policy and not attempt to investigate or verify the information unless instructed by IC.
- 13.3.4. Keep disclosed information as confidential. Handle information in a discreet manner and disclose confidential information strictly on a "need-to-know" basis only.
- 13.3.5. Allow the complainant, respondent, witnesses and allied parties to attend the inquiry proceedings at the stipulated time and place.
- 13.3.6. Carry out all corrective measures and remediation in the final decision.
- 13.3.7. Ensure advocacy so that all employees / associates are adequately informed about the Company's POSH policy and the redressal mechanism.
- 13.3.8. Ensure no retaliation and zero tolerance to sexual harassment or inappropriate conduct having color of sexual harassment.

13.4. Role of Human Resources:

- 13.4.1. Make information, policies and procedures available to employees via the company's intranet. Take cognizance of the written complaint and bring the complaint immediately to the IC and provide all kinds of support for the further investigations as a part of inquiry process.
- 13.4.2. Ensure that employees and stakeholders are communicated properly about the POSH policy.
- 13.4.3. Not attempt to investigate or verify the information unless instructed by IC. Carry out all corrective measures and remediation established in the final decision.
- 13.4.4. Set an example of proper workplace behavior and ethical standards in line with Company's Values.

13.5. Role of IC:

- 13.5.1. To be fair while making the assessment of the situation, investigation and giving the verdict.
- 13.5.2. Conduct the inquiry process and recommend appropriate actions as per the process outlined in section 10 of this document in line with the statutory requirements applicable.
- 13.5.3. Follow the principles of natural justice and treat the complainant, respondent, witnesses and

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related persons to the inquiry with dignity and respect

- 13.5.4. Submit to the Company an annual report comprising details of all cases and actions taken.
- 13.5.5. Keep disclosed information as confidential. Handle information in a discreet manner and disclose confidential information strictly on a “need-to-know” basis only.
- 13.5.6. If an employee faces sexual harassment outside of the company work and work premises, assist them in filing a complaint in the police station as appropriate.

14. REVISION AND TERM OF THE CODE AND POSH POLICY

- 14.1. This Anti-Harassment Policy shall be reviewed preferably once in three years, or as and when there are any amendments to the Act or Rules, whichever is earlier.

15. CONTACT DETAILS OF KEY PERSONS

- 15.1. Names of the members of the unit wise IC, along with their contact details are provided in the order constituting the IC (published on website of the company and/or circulated through company email). The Company will periodically update the list of names and contact details of the members, whenever required.
