

TATA FINTECH PRIVATE LIMITED
POLICY ON PREVENTION, PROHIBITION AND REDRESSAL
OF SEXUAL HARASSMENT AT THE WORKPLACE

SECTION I: INTRODUCTION AND OBJECTIVE

TATA Fintech Private Limited (the “**Company**”) strives to create and maintain a healthy, dignified, safe and productive work environment, free from gender bias, discrimination and harassment. The Tata Values enshrine the principles of integrity, responsibility and unity.

Section D(1) of the Tata Code of Conduct states that the Company shall not “discriminate on any ground, including race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin, disability or any other category protected by applicable law.”

Section D(5) of the Tata Code of Conduct states, “Everyone in our work environment must be treated with dignity and respect. We do not tolerate any form of harassment, whether sexual, physical, verbal or psychological.”

This policy has been framed with the intention of preventing Sexual Harassment at the Workplace and that includes redressal of Sexual Harassment should it occur (this “**Policy**”).

At the Company, all Employees are expected to uphold the highest standards of ethical conduct at the Workplace and in all their interactions with business stakeholders, other Employees and persons. This means that Employees have a responsibility to:

- Treat each other with dignity and respect;
- Follow the letter and spirit of law;
- Refrain from any unwelcome behaviour that has a sexual connotation (i.e. of a sexual nature);
- Refrain from creating a hostile atmosphere at the Workplace through Sexual Harassment;
- Abide by terms of the complaint handling procedure of the Company and this Policy;
- Refrain from condoning, encouraging or trivializing acts of Sexual Harassment.

SECTION II: SCOPE AND COVERAGE

1. This Policy is applicable to all Employees of the Company.
2. In jurisdictions outside India, additional local country laws shall take precedence over this Policy in the event of conflict with this Policy.
3. The Company has a zero tolerance policy towards Sexual Harassment at the Workplace.
4. Employees are prohibited from engaging in any act of Sexual Harassment at the Workplace. Employees are also prohibited from engaging in any act of Sexual Harassment against any other Employee, whether at the Workplace or outside.

Explanation 1: Any alleged act of Sexual Harassment committed by an Employee, against any person, at the Workplace, whether during or outside of office hours, falls within the purview of this Policy.

Explanation 2: Any alleged act of Sexual Harassment committed by any Employee, whether at the Workplace or outside the Workplace, against another Employee, falls within the purview of this Policy.

5. This Policy is based on the right to life with dignity, right to bodily integrity, the right to carry on any occupation, trade or profession which includes the right to a safe, secure, dignified and non-hostile work environment.
6. This Policy is in accordance with “The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 as amended in 2016 and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013 (collectively the “Act”) and is to be read along with the Act. This Policy seeks to provide protection against sexual harassment at the workplace and for the prevention and redressal of complaints of sexual harassment and for the matters connected herewith or incidental thereto. In order to ensure gender neutrality this policy is not confined to this Act alone. All the Employees irrespective of their gender can file complaints. Such complaints received from any Employee of the Company would be taken into consideration for further investigation.
7. The Company reserves the right to amend the Policy from time to time, including in order to comply with any amendments to applicable law.

SECTION III: DEFINITIONS

1. **Aggrieved Person:** An Aggrieved Person, in relation to a Workplace, is a person, of any age, gender or sexual orientation, whether an Employee or not, who alleges to have been subjected to any act of Sexual Harassment by an Employee of the Company.
2. **Appellate Authority:** The appellate authority shall be the court, tribunal or authority, as may be prescribed under applicable laws, from time to time, for the purposes of filing of an appeal under the provisions of the Act.
3. **Complainant:** A Complainant is any Aggrieved Person filing a complaint alleging Sexual Harassment under this Policy (and / or any other person filing a complaint alleging Sexual Harassment under this Policy on behalf of the Aggrieved Person in the circumstances mentioned in Section V(A) of this Policy).
4. **Employee:** An Employee means a person employed with or engaged by the Company for any work on permanent, regular, temporary, part time, 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 or engagement are express or implied and includes a co-worker, contract worker, consultant, intern, probationer, trainee, apprentice or called by any other such name.
5. **Employer:** Employer means TATA Fintech Private Limited, acting through the TDPL Chief Human Resources Officer, for purposes of the Act and this Policy.
6. **Respondent:** A Respondent means an Employee of the Company against whom a Complainant has made a complaint of Sexual Harassment under this Policy.
7. **Sexual Harassment:**
 - (a) Sexual Harassment includes any one or more of the following unwelcome acts or behaviour (whether directly or by implication):
 - (i) Sexual advances involving verbal, non-verbal, or physical conduct, implicit or explicit;

- (ii) Physical contact and / or advances of a sexual nature;
- (iii) Physical confinement of a sexual nature;
- (iv) Demand or request for sexual favours;
- (v) Making sexually coloured remarks or gestures, including but not limited to vulgar/indecent jokes, teasing, innuendos or taunts, comments of a sexual nature about a person and / or their body or clothing;
- (vi) Asking intrusive questions of a sexual nature about a person's private life or body;
- (vii) Sounds, gestures or other expressions which have a sexual connotation/overtone;
- (viii) Making comments of a sexual nature relating to a person's sexuality or threatening to "out" a person or make known publicly a person's sexual orientation or gender identity;
- (ix) Showing pornography or erotic or obscene material, or sending text or audio-visual images having sexual connotations/overtone;
- (x) Displaying pictures, signs, etc. of a sexual nature or having a sexual connotation;
- (xi) Watching, capturing or disseminating (whether on their own or at the behest of a third person), the following:
 - a. the image of a private bodily part of a person; or
 - b. the image of a person engaging in a private act in circumstances where such person would usually have the expectation of not being observed by any other person such as when using a lavatory or changing room etc.;
- (xii) Following or contacting/attempting to contact a person repeatedly to foster personal interaction despite a clear indication of disinterest by such person; or
- (xiii) Any other unwelcome physical, verbal or non-verbal conduct including that which is of a sexual nature or has sexual connotation/overtone.

Explanation 1: Any of the aforesaid acts will amount to Sexual Harassment, irrespective of whether such act was committed in written, printed, graphic, or verbal form, whether in person or through any mode of communication such as phone calls, audio or video calls, texts, emails or otherwise.

Explanation 2: Any act of instigation, assisting, aiding or conspiring (with another person), to carry out an act of Sexual Harassment, shall also be deemed to be an act of Sexual Harassment for the purposes of this Policy.

- (b) The following circumstances, among other circumstances, if they occur or are present in relation to or connected with any act or behavior of Sexual Harassment (as defined in (a) above) may also amount to Sexual Harassment for the purposes of this Policy:
 - (i) Implied or explicit promise of preferential treatment in the employment;
 - (ii) Implied or explicit threat of detrimental treatment in the employment;
 - (iii) Implied or explicit threat about the present or future employment status of the Aggrieved Person;
 - (iv) Interference with the work or creating an intimidating or offensive or hostile work environment; or
 - (v) Humiliating treatment likely to affect health or safety of the Aggrieved Person.

Explanation: Sexual Harassment may occur even in the absence of the circumstances listed in (b) above.

8. **Special Educator:** A Special Educator means a person trained in communication with people with special needs in a way that addresses their individual differences and needs.
9. **Workplace:** A Workplace includes:
 - (a) Premises, locations, establishments, enterprises, institutions, offices, branches or units established, owned or controlled by the Company; or
 - (b) Places visited by an Employee arising out of or during the course of employment or engagement with the Company including transportation for undertaking such journey.
 - (c) The aforesaid sub clauses (a) and (b) include but are not limited to any social, business or other events or programmes organized by or on behalf of the Company including at a third party's premise.
10. The following terms have the meanings specified in the indicated Section of this Policy:

Defined Term	Section
Act	Section II Clause 6
Company	Section I
Guide	Section V Clause (C)(10)
Internal Committee or IC	Section IV Clause (A)(1)
Policy	Section I
Presiding Officer	Section IV Clause (A)(2)(a)
SPOC	Section VI Clause (C)(2)

SECTION IV: INTERNAL COMMITTEE

A) Internal Committee Composition

1. The Company shall constitute, by an order in writing, an internal committee ("**Internal Committee**" or "**IC**") for each of its offices, branches or administrative units.
2. Each Internal Committee shall comprise of:
 - (a) A senior-level female employee of the Company, who shall be appointed as the presiding officer of the IC ("**Presiding Officer**");
 - (b) One (1) member, who shall be from a non-governmental organization or associations committed to the cause of women or otherwise familiar with issues relating to Sexual Harassment; and

- (c) Not less than three (3) other persons, who shall be employees of the Company, and are either committed to the cause of women or have had experience in social work or have legal knowledge.
3. At least one-half of the total members of the IC shall be women.
 4. Where there is no senior level woman employee eligible for nomination as the Presiding Officer, the Company shall appoint the Presiding Officer from other offices or administrative units of the Company.
 5. Subject to Clause (IV)(A)(6) to Clause (IV)(A)(10) below, the Presiding Officer and every member of the IC shall hold office for a period not exceeding three (3) years from the date of their nomination.
 6. A member of the IC may resign at any time by tendering his or her resignation in writing to the Company.
 7. The Presiding Officer or any other member of the IC who is an employee shall automatically vacate his or her office upon ceasing to be an employee of the Company.
 8. Removal, Recusal, or Replacement of member or Presiding Officer of IC
 - (a) In the event that the Presiding Officer and / or any member of the IC:
 - (i) Contravenes any provisions of the Act or this Policy; or
 - (ii) Has been convicted for an offence, or an inquiry into an offence under any law for the time being in force, is pending against him / her; or
 - (iii) Has been found guilty in any disciplinary proceedings or a disciplinary proceeding is pending against him / her; or
 - (iv) Has so abused his / her position as to render his / her continuance in office prejudicial to public interest;such Presiding Officer or member as the case may be, shall be removed from the IC.
 - (b) If any member of the IC / Presiding Officer has any conflict of interest in a matter before the IC or, acting reasonably, believes that he/ she may not be able to discharge their duties (as a member of the IC) in an unbiased manner, such IC member should disclose the same to the Presiding Officer (or, if such person is herself the Presiding Officer then to the senior most member of the IC), and should recuse themselves from the specific complaint before the IC. Such IC member should not be involved in the process, inquiry, findings, and communication related to the complaint at hand. If such recusal results in there not being enough number of IC members (as are required under the Policy) to conduct an inquiry, then the Presiding Officer (or the senior most member of the IC as applicable) should immediately inform the Company so that another eligible and qualified member may be immediately nominated to the IC (in compliance with the requirements of Section IV(A) of this Policy).
 - (c) Any vacancy created in an IC due to cessation of employment, resignation, death, disability,

recusal or removal, as applicable, shall be filled by a fresh nomination by the Company in accordance with the provisions mentioned above, and duly notified by an order in writing.

9. In the event that a Complainant or a Respondent has sufficient reason to believe that any member of the IC / the Presiding Officer either has a conflict of interest or will, on account of specific factors, be unable to discharge their duties (as a member of the IC) without bias, such Complainant or Respondent may directly contact the Ethics Officer with a written request to reconstitute the IC for purposes of his/ her matter only, prior to the commencement of proceedings under this Policy.
10. If such a request is raised by either the Complainant or the Respondent, then the Ethics Officer shall look into the concerns raised and take a decision within a period of five (5) business days of receipt of the written request. The decision of the Ethics Officer shall be final and binding. If recommended by the Ethics Officer, then the relevant member(s) of the IC shall promptly recuse herself/himself. Such IC member should not be involved in the process, inquiry, findings, and communication related to the complaint at hand. If such recusal results in there not being enough number of IC members (as are required under the Policy) to conduct an inquiry, then the IC shall be re-constituted (in compliance with the requirements of Section IV(A) of this Policy) no later than ten (10) business days since the date the Complainant or Respondent had raised an objection of bias in writing.

SECTION V: PROCESS

A) Complaint of Sexual Harassment

1. A Complainant may make, in writing, a complaint of Sexual Harassment to the Internal Committee, within a period of three (3) months from the date 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, for the reasons to be recorded in writing, extend the aforesaid time limit by a further period not exceeding three (3) months, if it is satisfied that the circumstances were such which prevented the Complainant from filing a complaint within the original three (3) month period.
2. If the Complainant makes an oral complaint to a member of the IC and is not in a position to make the complaint in writing, any member of the IC shall render all reasonable assistance to the person for making the complaint in writing.
3. If the Aggrieved Person is unable to make a complaint on account of his/her physical incapacity, a complaint may be filed, with the consent of the Aggrieved Person, by:
 - (a) His/her relative or friend; or
 - (b) His/her co-worker; or
 - (c) An officer of the National Commission for Women or State Women's Commission; or
 - (d) Any person who has knowledge of the incident.
4. If the Aggrieved Person is unable to make a complaint on account of his/her mental incapacity, a complaint may be filed 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 (i) the Aggrieved Person's relative or friend or (ii) a Special Educator or qualified psychiatrist or psychologist, or (iii) guardian or authority under whose care he/she is receiving treatment or care;
5. If the Aggrieved Person 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 Aggrieved Person's written consent.
 6. If the Aggrieved Person is deceased, a complaint may be filed by any person who has knowledge of the incident, with the written consent of his/her legal heir/s.
 7. A complaint may be submitted to a member of the IC either in person, or through the specific official email id of the IC member, or on the official group email id of the IC (as notified in the order constituting the IC). The emails sent to the aforesaid official group email id will reach all current IC members. If submitting the complaint in person, the Complainant shall submit six copies of the complaint along with supporting documents. The Complainant should endeavor to provide the information specified at Annexure 1 hereof to the extent reasonably possible.
 8. A complaint can also be channeled through a POSH mail id which is communicated by the employer to the employee.
 9. On receipt of the complaint, the IC shall send to the Respondent within a period of seven (7) working days, one (1) copy of the complaint and other supporting documents submitted by the Complainant.
 10. The Respondent shall file his/her reply to the complaint along with any supporting documents, and names and addresses of witnesses (if any), within a period of ten (10) working days from the date on which the Respondent received the copy of the complaint from the IC. A copy of the response received from the Respondent (along with supporting documents etc) should be shared by the IC, with the Complainant, forthwith.
 11. A summary of broad timeline for the entire process is provided at Annexure 2 hereof.

B) Conciliation

1. Prior to initiating an inquiry, the IC may, only at the written request of the Aggrieved Person, take steps to settle the matter between the Aggrieved Person and the Respondent through conciliation, provided that no monetary settlement is made the basis of such conciliation.
2. In case a settlement has been arrived at, the IC shall record the settlement so arrived in writing and forward the same to the Employer to take action as specified in the recommendation of the IC.
3. The IC will provide copies of the settlement as recorded to the Aggrieved Person and the Respondent.
4. Upon a conciliation being reached, the IC would not be required to conduct any further inquiry.

C) Inquiry

1. In case (a) no conciliation is sought, or (b) no settlement is reached through conciliation, or (c) any term or condition of the settlement arrived at after conciliation is not complied with by the Respondent; the Internal Committee shall conduct an inquiry into the complaint or, as the case may be, forward the complaint to the police.
2. The IC shall conduct an inquiry into the complaint in accordance with the principles of natural justice. During the course of the inquiry both the parties shall be provided with the soft copy of the findings of the complaint by the IC. In case the soft copy of the inquiry report is provided by the IC, the same shall be acknowledged by the respective parties from their respective mail ids by adequately responding to the email sent by IC. Such acknowledgment email received from the parties shall be kept in the file of inquiry by an IC member. This *inter alia* includes permitting both parties to be present at all hearings, hearing both parties and their witnesses on the allegations, allowing both parties to ask questions (subject to the conditions mentioned in Clauses 3 and 5 below), giving a reasoned order, and the right of both parties to receive a copy of the findings of the IC. The IC shall ensure that adequate advance notice in writing is given to the Complainant and the Respondent of the date/s, time and venue at which the inquiry shall take place. In certain circumstances where a physical inquiry is not possible the IC may use Video Conferencing tools to conduct inquiry virtually depending upon the situation. The IC may try to convince the parties for a video inquiry, but if objected, IC may use video to complete the verification, document the objection and proceed with an audio call. For any form of electronic evidence submitted during the investigation, if evidence is not in its original form, a certificate should be produced assuring its originality by the user who used the device during the period.
3. The IC shall ensure that the dignity of all parties concerned is maintained during the proceedings. In particular, the IC shall not permit questions that appear to have been put only to intimidate, harass, browbeat or humiliate any witness, Aggrieved Person or Respondent. The IC will also not consider the past sexual history of the Aggrieved Person as relevant in any manner for the purposes of the inquiry.
4. Keeping in mind the particular sensitive nature of inquiries involving allegations of Sexual Harassment, the IC will endeavor to ensure that the inquiry process is conducted in a manner that is reasonably sensitive to the needs of all parties. In particular, if the Aggrieved Person or any witness so requests, the IC shall take adequate steps such as to ensure that they are not made to sit directly facing the Respondent.
5. If the Aggrieved Person so requests (or if any other witness so requests and the IC considers the request justified), the IC shall require the Respondent to submit any questions to be put to the Aggrieved Person or such witness in writing to the IC and the IC shall ask the said questions to the Aggrieved Person or such witnesses (in the presence of the Respondent). The IC may decide, for reasons to be recorded in writing, to not ask a question if it violates any norms stated in this Section above, or for the same reason may re-frame the question in a manner that keeps its meaning intact. The IC shall inform the Aggrieved Person, Respondent, the witness of the option of questions being asked through the IC.
6. While conducting the inquiry, a minimum of three (3) members of the IC including the Presiding Officer shall be present in person.

7. The Act has vested the IC with certain powers that a civil court has under the Code of Civil Procedure 1908 when trying a suit. Accordingly, the IC shall have the powers of : (a) summoning and enforcing the attendance of any person, and examining him/her on oath, and (b) requiring the discovery and production of documents.
8. The IC shall have the right to terminate the inquiry proceedings or to give an ex- parte decision in writing on the complaint, if the Complainant or the Respondent fails, without sufficient cause, to present themselves, for three (3) consecutive hearings before the IC. Such termination or ex-parte order may not be passed without giving a notice in writing, fifteen (15) days in advance, to the party concerned.
9. The Complainant or the Respondent shall not be allowed to bring in any legal practitioner to represent them at any stage of the proceedings before the IC whether during physical or virtual sessions of the inquiry.
10. The IC shall conduct the inquiry into the complaint in accordance with the Act, this Policy, the sexual harassment inquiry internal process guide of the Company (the “**Guide**”) and all applicable laws.
11. All persons who are part of the IC and / or the IC proceedings shall sign a confidentiality undertaking agreeing to abide by the confidentiality conditions mentioned in Clause H of Section V of this Policy. Any breach of the aforesaid confidentiality clause is punishable under Sections 16 and 17 of the Act and as provided in Clause H of Section V of this Policy.
12. The inquiry shall be completed as expeditiously as possible and no later than ninety (90) days from the date of receipt of the complaint. The IC shall submit a report (in writing) of its findings and recommendations to the Employer, the Complainant and the Respondent within a period of ten (10) days from the completion of the inquiry.
13. A copy of the inquiry report shall be made available to both the parties for their information, and also to enable them to appeal against the findings and recommendations of the IC before the Appellate Authority, should they choose to do so.

D) Action during Pendency of Inquiry

1. During the pendency of an inquiry, on a written request made by the Complainant, the IC may recommend to the Employer to:
 - (a) Transfer the Aggrieved Person or the Respondent to any other workplace;
 - (b) Grant leave to the Aggrieved Person upto a period of three (3) months (such leave would be in addition to the leave such person would otherwise be entitled to); or
 - (c) Restrain the Respondent from reporting on the work performance of the Aggrieved Person or writing his/her confidential report and assign the same to another officer.
2. The IC shall exercise the aforesaid power to recommend interim measures, in a judicious manner, after considering *interalia* the facts of the situation and interests of the parties.
3. On receiving a recommendation from the IC, the Employer shall implement the recommendations made and send a report of such implementation to the IC.

E) Actions based on the Inquiry Report

1. In the event that the IC arrives at the conclusion that the allegation against the Respondent has not been proved, it shall recommend in writing to the Employer that no action is required to be taken in the matter.
2. Where the IC arrives at the conclusion that the allegation against the Respondent has been proved, it shall recommend in writing to the Employer to take action against the Respondent, which may include:
 - (a) A written apology from the Respondent;
 - (b) Issuance of a warning;
 - (c) Issuance of a reprimand or censure;
 - (d) Withholding of promotion;
 - (e) Immediate transfer, or suspension without pay;
 - (f) Termination from service;
 - (g) Withholding of pay rise or increments;
 - (h) Undergoing a counseling session;
 - (i) Carrying out community service;
 - (j) Deduction from the salary or wages of the Respondent such sum as it may consider appropriate to be paid to the Aggrieved Person or to his/her legal heirs (the determination of the amount shall be made in accordance with the clause (3) below); and / or
 - (k) Taking action for Sexual Harassment as a misconduct as may be prescribed under applicable laws, internal policies of Company and /or the terms of the contract with the Respondent
3. For the purpose of determining the sum to be paid to the Aggrieved Person under (2) above, the IC may take into consideration the following factors:
 - (a) The mental trauma, pain, suffering and emotional distress caused to the Aggrieved Person;
 - (b) The loss in career opportunity due to the incident of Sexual Harassment;
 - (c) Medical expenses incurred by the Aggrieved Person for physical or psychiatric treatment or counselling;
 - (d) The income and financial status of the Respondent;
 - (e) Feasibility of such payment in lump sum or in instalments.
4. In case the Employer is unable to make deductions from the salary of the Respondent due to his /her being absent from duty or cessation of employment, it may direct the Respondent to pay such sum to the Aggrieved Person. In case the Respondent fails to pay the sum referred to above, the IC may forward the order for recovery of the sum as an arrear of land revenue to the concerned district officer.
5. The Employer shall act upon the recommendation of the IC at the earliest and in any case no later than sixty (60) days of receipt of the recommendation.

F) Malicious and False Complaints and False Evidence

1. If the IC arrives at one of the following conclusions:
 - (a) That the allegation(s) made by the Complainant was done with malicious intent; or
 - (b) The Complainant has made the complaint knowing it to be false; or
 - (c) The Complainant has made the complaint knowing it to be untrue; or
 - (d) The Complainant, Respondent, or a witness has given false evidence, or produced any forged or misleading document;

it may recommend to the Employer to take one or more of the following actions against the Complainant, Respondent or witness, as the case may be:

- (i) Seeking a written apology;
 - (ii) Issuance of a letter of warning;
 - (iii) Issuance of a reprimand or censure;
 - (iv) Withholding of promotion;
 - (v) Withholding of pay rise or increments;
 - (vi) Terminating the person from service;
 - (vii) Instruct that the person undergo a counselling session;
 - (viii) Instruct that the person carry out community service; and/ or
 - (ix) Taking such action as may be prescribed under applicable laws, internal policies of Company and / or the terms of the contract with the said person;
2. Mere inability to substantiate a complaint or provide adequate proof shall not attract action against the Complainant.
3. The findings mentioned in Clause F (1) above shall be established after an inquiry as per the process prescribed in this Policy before any action is recommended by the IC to the Employer in this regard.

G) Appeal

1. In the event that the Complainant or the Respondent or any other person is aggrieved by the scenarios provided at Section 18 of the Act including any finding or the recommendations made by the IC or by the non-implementation of such recommendation/s, he/she may appeal to the Appellate Authority, within a period of ninety (90) days of the recommendations.

H) Confidentiality

1. The contents of the complaint made, the identity and addresses of the Complainant, the Respondent and witnesses, any information relating to conciliation and inquiry proceedings, recommendations of the IC and the action taken by the Employer as per the provisions of the Act and this Policy shall not be published, communicated or made known to the public, press and media in any manner, by any person. If this provision is contravened, the Employer shall be entitled to take all steps to secure confidentiality, take all actions in accordance with the Act, Company policies and / or provisions of the contract with such person, for such breach and also recover from such person such sum as penalty as may be prescribed thereunder.

2. However, information may be disseminated regarding the justice secured to any Aggrieved Person without disclosing the name, address, identity or any other particulars, which may lead to the identification of the Aggrieved Person, the Complainant, Respondent and witnesses.

I) Non Retaliation

1. The Company will not accept, support or tolerate retaliation in any form against any person who acting in good faith, files a complaint under this Policy, or participates in an inquiry proceeding, or takes, recommends or implements any action under this Policy, or reports, raises questions, or concerns regarding issues of Sexual Harassment, including any suspected act of Sexual Harassment at the Workplace. Such retaliation shall amount to a misconduct and any person who engages in such retaliation directly or indirectly, or encourages others to do so, is liable to be proceeded against and made subject to appropriate disciplinary action as may be prescribed under applicable laws, internal policies of the Company and / or the terms of the contract with the said person.

Explanation 1: Retaliation means and includes any adverse action against any individual.

Explanation 2: Retaliation shall be treated as seriously as an alleged case of Sexual Harassment even if the original complaint of Sexual Harassment is not proved in an inquiry.

2. Any person suspecting or experiencing retaliation should report it to the IC.
3. A person feeling aggrieved on the ground that a complaint of retaliation did not get a prompt response may contact the Ethics Officer directly.

SECTION VI: ROLES & RESPONSIBILITIES

A) Employees

1. As a custodian of the Tata Values, Tata Code of Conduct, Employees shall have following responsibilities:
 - (a) To be aware of and to abide by laws applicable to them, their job and the Company policies and procedures including this Policy;
 - (b) To be aware of, and to not engage in or participate in any prohibited or inappropriate behaviors or activities including any activity that may amount to Sexual Harassment or any act of retaliation;
 - (c) To be aware that the Company has a zero-tolerance policy towards Sexual Harassment and will take allegations seriously;
 - (d) To handle information related to known or suspected violations of this Policy in a discreet and confidential manner;
 - (e) To not attempt to investigate the information or suspected violations of this Policy on their own;
 - (f) To set an example of proper workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct;
 - (g) To refuse to encourage or participate in any activity which may constitute Sexual Harassment;
 - (h) To support any person in rejecting behavior that may constitute Sexual Harassment.

B) Manager

1. A Manager is a reporting authority or anyone who is responsible for the outcome of work and has a reporting relationship with the Aggrieved Person and/ or the Respondent in the Company.
2. A Manager has the same responsibilities as an Employee (as discussed in Section VI (A) above), as well as the following additional responsibilities as a custodian of the Tata Values and the Tata Code of Conduct.
 - (a) If any Aggrieved Person or other Employee and/or stakeholder has conveyed information about Sexual Harassment to the Manager, to not discourage such person from complaining to the IC;
 - (b) If an oral or written complaint is submitted to the Manager, to immediately put the Aggrieved Person in contact with an IC member, and provide all required support for the inquiry process in accordance with this Policy;
 - (c) Keep disclosed information as confidential and handle information in a discreet manner;
 - (d) Not attempt to investigate or verify information relating to Sexual Harassment;
 - (e) Allow the Complainant, Respondent, witnesses and allied parties to attend the inquiry proceedings at the stipulated time and place;
 - (f) Ensure no retaliation and zero tolerance to Sexual Harassment or inappropriate conduct;
 - (g) Set an example of proper workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct.

C) Human Resources

1. Human Resource team members have the same responsibilities as an Employee (as discussed in Section VI (A) above), and the following additional responsibilities as custodians of the Tata Values, Tata Code of Conduct, and this Policy:
 - (a) Make information, policies (including this Policy) and procedures easily available to Employees via the intranet, emails, and other suitable forms of dissemination;
 - (b) If an oral or written complaint is submitted to a Human Resource team member, to immediately put the Aggrieved Person in contact with an IC member and provide all support for the inquiry process in accordance with this Policy;
 - (c) Not attempt to investigate or verify information provided by the Aggrieved Person;
 - (d) Carry out all corrective measures and remediation established in the final decision of the IC;
 - (e) Lead conversations, dialogues and trainings within the Company on issues of diversity, inclusion and prevention of harassment;
 - (f) Set an example of proper and appropriate workplace behaviour and ethical standards in line with Tata Values and Code of Conduct.
2. The Human Resources department at the Company shall designate a member from its team as a Special Point of Contact ("**SPOC**") for the purposes of disseminating information about the Act and the Policy and ensuring that this Policy is adequately communicated to all Employees and persons associated or working with the Company. Such SPOC should have adequate knowledge about applicable laws, Company policies including this Policy, and the ability to answer questions regarding relevant policies and procedures.

D) Internal Committee

1. IC members shall have the following responsibilities in addition to those specified earlier in this Policy:

- (a) Act diligently on all complaints;
- (b) To be fair to all parties concerned when inquiring into a complaint of Sexual Harassment;
- (c) To conduct the inquiry and recommend appropriate actions as per the processes outlined in the Act, this Policy, the Guide, and in line with all applicable laws;
- (d) Follow principles of natural justice and treat the Complainant, the Respondent, witnesses and related persons to the inquiry with dignity and respect;
- (e) Submit to the Employer an annual report in a form and comprising details as required under the Act including details of all cases and actions taken as required thereunder;
- (f) Keep all information relating to the complaint and inquiry confidential. Handle information in a discreet manner;
- (g) Set an example of proper and appropriate workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct;
- (h) Inform the Complainant and the Respondent that they shall be entitled to counselling services at the expense of the Company before, during, and after the inquiry process.

E) The Company

1. The Company is responsible for providing a safe working environment free from harassment, bias and prejudice of any kind, and taking all steps for compliance with all applicable laws including the Act, this Policy. Towards this end, it will interalia:
 - (a) Encourage respectful and dignified behaviour at the Workplace at all times by all;
 - (b) Have zero tolerance towards acts of Sexual Harassment;
 - (c) Display at conspicuous places in the Workplace the order constituting the IC with names and contact details of all members of the IC;
 - (d) Display at conspicuous places in the Workplace, the penal consequences of Sexual Harassment;
 - (e) Organize workshops and awareness programs at regular intervals (in any case not less than once every two (2) quarters) for sensitizing Employees about gender sensitive behaviour, Sexual Harassment, and the provisions of the Act and this Policy;
 - (f) Organize orientation and skill building programs for the members of the IC at regular intervals (in any case not less than once every two (2) quarters);
 - (g) Ensure that necessary facilities and information are provided to the IC for dealing with the complaint and conducting an inquiry;
 - (h) Assist in securing the attendance of the Respondent and witnesses before the IC and make available such information to the IC as it may require with regards to the complaint;
 - (i) Provide assistance to the Aggrieved Person if he/she chooses to file a FIR in relation to offences under the Indian Penal Code or any other law for the time being in force;
 - (j) Where an Aggrieved Person alleges Sexual Harassment by a person who is not an Employee of the Company, assist such Aggrieved Person, if he or she so desires, to file a complaint in the workplace at which the incident of Sexual Harassment took place;
 - (k) Arrange to provide, at its own expense, counselling services to the Complainant and Respondent before, during and after the inquiry process.
 - (l) Monitor the timely submission of reports by the IC and compliance with all applicable laws;
 - (m) Comply with applicable law including without limitation, the Act, the Companies Act 2013, as amended, and this Policy;
 - (n) Comply with the reporting requirements under Section 21 and 22 of the Act and submit annual reports to the respective District Officers (as specified under the Act) in a form and comprising details as required under the Act;
 - (o) Make available such information to the IC as it may require having regard to the complaint made under this Policy;

- (p) Cause its subsidiaries to adopt appropriate policies on prevention, prohibition and redressal of Sexual Harassment, which shall, subject to applicable laws and due internal review, be consistent with this Policy;
- (q) For all such purposes the Group Human Resource Department, for and on behalf of the Employer shall be primarily responsible for the implementation of this Policy across the Company.

Annexure 1

Information to be Provided in a Complaint

A complaint of Sexual Harassment made under this Policy should, to the extent reasonably possible, contain the following basic information :

1. Name of the Complainant designation, and contact details (postal address, email id and telephone number).
2. Name and other details of the Respondent including, designation, contact details (postal address, email id and telephone number).
3. Details of the alleged incident(s) – A description of the incident(s), specifying the act(s) the Respondent is alleged to have committed, the date(s) and time(s) on which the incident(s) took place, the place where the incident(s) occurred. This information should be stated in as much detail as is possible for the Complainant to provide.
4. List of witness (if any), along with their contact details.
5. Any other information that the Complainant wishes to share with the IC.
6. The complaint shall be signed by the person making it.

Complaint can be sent IC at the following email ID

TATA Fintech Private Ltd – icc@tatafinserv.com

Annexure 2

