

Policy for Prevention of Sexual Harassment



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Table of Contents

1. Objective.....	3
2. Scope	3
3. Definition	3
4. Structure of Internal Committee (IC)	5
5. Confidentiality & Safeguards:.....	9
6. False Allegations:.....	9
7. Myths:.....	9
8. Changes & Modifications:	10
9. Annexure:	Error! Bookmark not defined.

1. Objective

Nucleus is committed to create and maintain safe work environment, free from sexual harassment, exploitation, intimidation & discrimination for all its employees, within but not limited to the office premises and, other locations directly related to the Company's business.

This policy is set up as per the guidelines of "The Sexual harassment of women at workplace (prevention, prohibition & redressal) Act, 2013.

Harassment is a serious matter and is seen as an unsolicited and unwanted verbal or physical conduct of a sexual nature that offends a reasonable person and interferes with that person's professional activities and opportunities at the office. Sexual harassment in the workplace is against the law and Nucleus adopts zero tolerance towards it.

2. Scope

- 2.1 This policy is applicable to all employees of Nucleus Software & its group of companies, including the employer and, it also extends to its contract workers, interns, customers, vendors, visitors etc.
- 2.2 Sexual harassment as addressed in this Policy need not necessarily be from one gender to another gender, it can be within the same gender as well.

3. Definition

Employee

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 expressed or implied and includes a co-worker, a contract worker, probationer, trainee, apprentice or called by any other such name.

Harassment

Verbal or non-verbal behavior that conveys insulting, hostile and degrading attitude to an employee. Apart from actual or attempted sexual assault, unwanted pressure for sexual favours, physical contact, advances, leaning over, looks or gestures are construed as sexual harassment.

Unwanted emails/ calls/ SMSes, personal questions, sexual teasing, jokes, remarks, or questions, as well as turning work related discussions to sexual topics are also considered to be harassment.

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Sexual harassment also includes such unwelcome sexually determined behaviour (whether directly or by implication) such as:

- Harassment based on pregnancy, disabilities, or any other medical conditions
- A deemed or explicit request for sexual favours by words or action
- Sexually coloured remarks
- Showing pornography, which may include but not limited to screen savers, calendars, desktop wallpaper, posters, websites, presentations, emails, computer games etc.
- Any other unwelcome physical, verbal, or non-verbal conduct of sexual nature
- Use of Official IT assets or cyber spaces for indulging in acts of sexual harassment.

The following circumstances, among others, if occurs or are present in relation to or connected with any one of the above act or behaviour of harassment may also amount to sexual harassment: -

- Implied or explicit promise of preferential treatment in employment
- Implied or explicit threat of detrimental treatment in employment
- Interference in work or creating an intimidating or offensive or hostile work environment
- Humiliating treatment likely to affect health or safety of an employee

Alleged

- Alleged can be any employee as defined above including but not limited to peer, supervisor, or team member of the victim from the same department or from any other department
- The alleged could also be a non-employee or a third-party agent who is directly or indirectly associated with the working of the company.
- The alleged may be of any gender.

Complainant

- Complainant can be any employee of the company who has been subjected to any act of harassment
- Need not be a person who is harassed but can also be anyone indirectly affected by the conduct.
- Does not necessarily have to be of opposite gender. The victim may be of any gender

4. Structure of Internal Committee (IC)

To prevent instances of sexual harassment and to receive and effectively deal with complaints pertaining to the same, an "Internal Committee" (IC) is constituted at each location/ branch office.

IC consists of:

- Presiding Officer who shall be a woman employed at a senior level at workplace from amongst the employees. If such senior level woman employee is not available in an office, then Presiding officer shall be nominated from other offices.
- One member shall be from amongst non-governmental organizations or associations committed to the cause of women or a person familiar with the issues relating to sexual harassment.
- Other members of the committee shall be nominated among the employees preferably committed to the cause of women or have experience in social work or have legal knowledge.
- The Company Secretary of the company will be an essential member of IC.
- At least one half of the total members is women.
- At least two members from each branch office must be part of IC.

All locations/ branch offices will be additionally governed by the local laws (if any) in this regard.

For all locations where physical presence of the Company Secretary is not feasible, issues would be discussed and consulted with the Company Secretary through Virtual presence (Video Conference), phone or any other means.

The Company Secretary will be the Compliance Officer and will have the additional duty to ensure the suitable implementation of the policy and reporting to the Board of Directors, as applicable.

IC members will be replaced after every three years or as per the changes in the legal requirement or any changes due to a member leaving the company, change in seniority or any other specific reasons. HR Head will notify the list of members and replacement for vacancies caused during the year.

The name and contact details of IC members will be published visibly on the intranet of the company.

Training and orientation programs at regular intervals will be conducted for sensitizing the employees and supplement gaps in the knowledge of members of the IC and to ensure that they are better placed to duly discharge their duties.

Responsibility of IC

- Be available to receive complaints of sexual harassment at the workplace
- Initiating and conducting inquiry as per the established procedure

- Submitting findings and recommendations of inquiries
- Work together with the employer in implementing appropriate action
- Maintaining strict confidentiality throughout the process as per established guidelines

List of IC members are given in Annexure A

Procedure for Lodging a Complaint

It is in the victim's best interest (but not necessary) to directly inform the harasser that the conduct is unwelcome and must stop. However, if the unwelcome conduct continues, the victim must report the matter as per the below mentioned complaint procedure.

The victim can take the following steps to report in writing any perceived harassment within 3 months of the date of incident or in case of series of incidents, 3 months from the date of last incident:

- Report any perceived harassment to any member of the IC or through HR or any of their colleagues.
- The complaint can be made in writing, inside or outside the office premises during or after office hours.
- Victim can make use of the following listed mechanism to report the matter:
 - a. By email
 - b. By letter
 - c. By phone
 - d. By personally meeting any member of the IC against Sexual Harassment

The complaint ideally should cover the following details:

- a. Victim name
- b. Harasser name
- c. Brief of complaint
- d. Any witness
- e. Any supporting document, mail etc.

Anonymous complaints are not encouraged. However, any anonymous complaint, if received, can be acted upon at the sole discretion of the Presiding Officer. In any case, the Presiding Officer will take on record the anonymous complaint and record the reasons for taking or not taking action. Where the aggrieved employee is unable to make a complaint on account of their physical or mental incapacity or death or otherwise, their legal heir or such other person as may be prescribed may lodge a complaint.

Guidelines for Receiving a Complaint

Dealing with incidents of harassment is not like any other type of dispute. Complainants may be embarrassed and distressed, and it requires tact and discretion while receiving the complaint.

The following points are kept in mind by the receiver of the complaint: -

1. Complaints are listened to, and the complainant is informed that the Company takes the concerns seriously.

2. Complainant is informed that these concerns will be reported to the appropriate committee and follow up will be done speedily.
3. Situations are not to be pre-judged.
4. Complainant is allowed to bring another person to the meeting if they wish.
5. Written notes are taken while listening to the person. Complainants' own words are used while taking notes.
6. Clear description of the incident in simple and direct terms is prepared and details are confirmed with the complainant
7. All notes are kept strictly confidential.
8. Complainant's agreement is taken to allow proceedings with the matter, which involves a formal investigation. The complainant is advised that although the process is confidential, the respondent needs to be informed and any witnesses and persons directly involved in the complaint process will also learn of the complainant's identity.
9. Care is taken to prevent any disadvantage to or victimization of either the complainant or the respondent/ harasser

Resolution Procedure

- The member receiving the complaint will immediately record the time and date of receiving it and simultaneously inform the Presiding Officer and the Company Secretary. When both the parties are employees, the parties shall, during the course of inquiry, be given an opportunity of being heard.
- On receiving the complaint, IC will meet and conduct its proceedings within 3 working days of receipt of complaint.
- For a valid meeting at least, 2 members would constitute quorum.
- IC shall send notice to the respondent within 7 working days of receiving copy of the complaint.
- IC may before initiate an inquiry at the request of the aggrieved employee takes steps to settle the matter with the respondent through conciliation, provided that no monetary settlement shall be made as a basis of conciliation.
- IC can call the victim or any employee or any person for questioning. Such persons shall cooperate with IC in every way. Non-cooperation, not providing the desired

information or giving wrong information by anyone may become grounds for calling of strict disciplinary action.

- While conducting the proceedings, one of the IC members will make the minutes of discussion, which will be signed by all IC members present in the meeting. Minutes of the meeting will include the recommendation/s of action to be taken and disagreements and results of voting, if any.
- IC shall strive to complete the inquiry within 30 days from the date of the incident and the inquiry report/recommendation has to be issued within 5 days from the date of completion of inquiry.
- The recommendations of IC will normally be by consensus. Otherwise at least, 75% votes have to be in favour of the action being recommended.
- IC will give its recommendations to the HR Head. The HR Head or Acting HR Head will accept and implement the decision within 30 days of its receipt.
- During the course of inquiry, IC has the option to transfer the harasser/ respondent or victim to another BU or grant leave or WFH up to a period of 3 months or any other relief to the victim, as may be prescribed. Such leave granted to the victim shall be in addition to the leave victim would be otherwise entitled.
- When and if IC arrives at the conclusion that the allegation against the respondent has not been proved, it shall recommend that no action is required to be taken in the matter.
- If sexual harassment is found to have taken place, appropriate action is required to be taken.
Appropriate action may include one or more of the following:
 - i. Written warning, extended probation, suspension, transfer, summary termination or initiation of criminal proceedings.
 - ii. A copy of findings shall be made available to both the parties enabling them to make representation against the findings before the committee.
 - iii. IC can also recommend HR to deduct such sums it may consider appropriate to be paid to the victim from the salary of the harasser. The severity of the disciplinary action will be determined by a number of factors, including the severity of harassment which will be decided by IC.
 - iv. The minutes will be put up to the HR Head and the Board of Directors.

4.1 Criminal/Legal Proceedings

If the Sexual harassment is of a kind which is an offense under the Indian Penal Code or under any other law, the Committee Head shall initiate appropriate action in accordance with law by making a complaint with appropriate authority. The HR Head will be in charge of this process.

4.2 Escalation Process

If the complainant is not satisfied with the process or the resolution and recommendation provided or non-implementation of recommendations, can escalate the matter in the following order:

- i) HR Head
- ii) Board of Directors through their nominee
- iii) May appeal to the court or tribunal within a period of 90 days of the recommendations.

5. Confidentiality & Safeguards

Confidentiality

All harassment complaints will be treated with utmost confidentiality to the extent possible.

Safeguards

All efforts will be made by the Company to ensure safety of the victim/complainant against any form of discrimination, intimidation, and abuse.

Reprisal by any employee against any other employee or intimidating or influencing a witness in harassment complaint will not be tolerated and will be punished by strict disciplinary action.

6. False Allegations

Any complaint of sexual harassment against another person which is proven or determined to be false or frivolous or malicious in nature shall be treated as an offence and liable for strict disciplinary action or summary termination as decided by the IC.

7. Myths

7.1 Only women can be sexually harassed.

False: The complainant as well as the Alleged may be of any gender. The victim does not necessarily have to be of the opposite gender.

7.2 Sexual harassment must be by an employee of the company for the conduct to be harassment.

False: Harassment could also occur as a result of an act of omission or commission by any third party or outsider.

7.3 It is sexual harassment to ask a co-worker for a date, if that person has already indicated their disinterest.

True: Since in such a case the behaviour leads to unwelcome remarks/advances.

7.4 Jokes or generic comments made in a lighter note are not offensive.

False: Any comments perceived as off-color by an employee who feels they are undesired, come under the purview of sexual harassment.

8. Changes & Modifications

This policy can only be altered or modified at the sole discretion of the HR Head.

All requirements of the “Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013”, shall be applicable to this Policy.

Any additional requirement of the above-mentioned Act as amended will also be applicable to this Policy.