

BENARES HOTELS LIMITED

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT THE WORKPLACE

(POSH)

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1. INTRODUCTION AND OBJECTIVE

The Tata Group strives to create and maintain a healthy, safe and productive work environment, free from discrimination and harassment. As laid out in the Tata Code of Conduct (“**TCOC**”) ,every Group Company strives to provide equal opportunity and a harassment free workplace to all employees without regard to race, caste, religion, colour, ancestry, marital status, gender, sexual orientation, age, nationality, ethnic origin or disability.

Tata Sons Limited (the “**Company**”) is therefore committed to creating a safe and conducive work environment that enables employees to work without fear of prejudice, gender bias and sexual harassment.

Accordingly, this Policy has been framed with the intention of preventing Sexual Harassment at workplace, that includes prohibition and redressal of sexual harassment should it occur.

At the Tata group, all employees are expected to uphold the highest standards of ethical conduct at the workplace and in all their interactions with business stakeholders. 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 sexual connotation (of sexual nature)
- Refrain from creating hostile atmosphere at workplace via sexual harassment
- Report sexual harassment experienced and/or witnessed to appropriate authorities and abide by the complaint handling procedure of the company.

2. SCOPE AND COVERAGE

This policy is applicable to all Employees of the Company in India. Local country laws will take precedence over this policy, in other geographies, if applicable.

This policy considers the definition of Right to life, under the Constitution of India. It means right to life with dignity and the fundamental right to carry on any occupation, trade or profession, which depends on the availability of a "safe" working environment where employees feel secure and truly believe that their dignity is maintained.

This policy takes complete cognizance of the latest legislation by the Government of India "The Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act 2013 and its rules notification published on 9th December 2013. This Act is to provide protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment and for the matters connected herewith or incidental thereto.

3. DEFINITIONS

Sexual Harassment

Sexual Harassment may include any of the following but not limited to:

- Unwelcome sexual advances involving verbal, non-verbal, or physical conduct, implicit or explicit
- Physical contact and advances;
- Demand or request for sexual favours;
- Sexually coloured remarks, including but not limited to vulgar / indecent jokes, letters, phone calls, text messages, e-mails, gestures etc.
- Showing pornography or the likes
- Any other unwelcome physical, verbal or non-verbal conduct of sexual nature.
- Physical contact and advances such as touching, stalking, sounds which have explicit and /or implicit sexual connotation/overtones, molestation
- Display of pictures, signs etc. with sexual nature/ connotation/ overtones in the work area and work related areas

- Verbal or non-verbal communication which offends the individuals sensibilities and affect her/his performance and has sexual connotation/ overtone/ nature
- Teasing, innuendos and taunts, physical confinement and /or touching against one's will and likely to intrude upon one's privacy

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

- Implied or explicit promise of preferential treatment in the employment
- Implied or explicit threat or detrimental treatment in the employment
- Implied or explicit threat about the present or future employment status
- Interference with the work or creating an intimidating or offensive or hostile work environment
- Humiliating treatment likely to affect health or safety

An alleged act of Sexual Harassment committed during or outside of office hours falls under the purview of this policy

Aggrieved Individual

An Aggrieved Individual, in relation to a workplace, is a person, of any age, whether an Employee or not, who alleges to have been subjected to any act of Sexual Harassment.

Complainant

A Complainant is any Aggrieved Individual (if the Aggrieved Individual is unable to make a complaint on account of his/her physical or mental incapacity or death or otherwise) who makes a complaint alleging Sexual Harassment under this Policy.

Employee

An Employee means a person employed with the Company for any work on permanent, 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 are express or implied and includes a co-worker, a contract worker, probationer, trainee, apprentice or called by any other such name.

Respondent

A Respondent means the person against whom the Complainant has made a complaint.

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.

Workplace

- Premises, locations, establishments, enterprises, institutions, offices, branches or units established, owned, controlled by the Company.
- Places visited by the Employee arising out of or during the course of employment including transportation provided by the employer for undertaking such journey.

4. INTERNAL COMPLAINTS COMMITTEE

Internal Complaints Committee Composition

- i) The Company shall constitute an Internal Complaints Committee (ICC) – also known as the POSH Committee. If the administrative units of a company are located at different places, the ICC shall be constituted at all administrative units or offices covering each of its administrative offices and units. The ICC shall comprise the following:
 - Equal representation of men and women on the ICC.

- A senior level woman Employee shall be appointed as the presiding officer of the ICC (“**Presiding Officer**”). The Presiding Officer shall automatically vacate her office upon ceasing to be Employee of the Company.
 - Minimum two members of the ICC will be appointed from amongst employees who are preferably committed to the cause of women or who have had experience in social work or have legal knowledge in this field.
 - One member from amongst non-governmental organizations or associations committed to the cause of women or a person familiar with the issues relating to Sexual Harassment.
- ii) The Presiding Officer and every member of the ICC shall hold office for a period not exceeding three years, from the date of their nomination.
- iii) A member of the ICC may resign at any time by tendering his resignation in writing to the Company.

Removal or Replacement of ICC member or Presiding Officer

In the event that the Presiding Officer and / or any member of the ICC:

- contravenes any provisions of the Policy; or
- 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
- has been found guilty in any disciplinary proceedings or a disciplinary proceeding is pending against him / her; or
- 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 ICC. Any vacancy created due to cessation of employment, resignation, death, disability or removal, as applicable, shall be filled by a fresh nomination by the Company in accordance with the appropriate guidelines.

5. GUIDELINES

- The contents of the complaint made, the identity and addresses of the Complainant, Respondent and witnesses, any information relating to conciliation and inquiry proceedings, recommendations of the ICC and the action taken on the Respondent shall not be published, communicated or made known to the public, press and media in any manner. If the same is violated, the Company shall recover a sum of Rupees five thousand as penalty from such person or take action as per the provisions of the service rules.
- However, information may be disseminated regarding the justice secured to any victim without disclosing the name, address, identity or any other particulars calculated to lead to the identification of the Complainant and witnesses.
- The Presiding Officer or any member of the ICC shall render all reasonable assistance to the Complainant for making the complaint in writing.
- The ICC may consider various factors as required under the law for the purpose of determining the sums to be paid to the Aggrieved Individual,
- In case a witness has given false evidence or produced any forged or misleading document during the inquiry, action may be taken against the said witness in accordance with the provisions of the service rules applicable.
- The ICC shall ensure that the principles of natural justice are adhered to in relation to the conduct of hearings upon a Complaint and both the

Complainant and the Respondent are provided with a fair opportunity to make their submissions.

- The contents of the report of ICC shall be kept confidential by ICC and the Company.
- Any refusal by any Employee of the Company to attend any hearing before the ICC when summoned or to provide to the ICC, any documents and / or information within his / her power or possession shall constitute a misconduct under the Company's service rules, rendering such Employee for adverse action by the Company.

Non Retaliation

The company will not accept, support or tolerate retaliation in any form against any employee who, acting in good faith, reports suspected misconduct, asks questions or raises concerns. Any person who engages in such retaliation directly or indirectly, or encourages others to do so, may be subject to appropriate disciplinary action.

- Retaliation will be treated as a major misconduct.
- Retaliation against those reporting sexual harassment is prohibited by this policy.
- Retaliation means and includes any hurtful employment action against an individual/s.
- Anyone suspecting or experiencing retaliation should report to the appropriate authorities.
- Anyone feeling that a retaliation complaint did not get a prompt response can contact Group Chief Ethics Officer directly.
- Retaliation cases are treated as seriously as an alleged case of sexual harassment even if the original harassment complaint is not proven.

6. PROCESS

Complaint of Sexual Harassment

- i) A Complainant can make, in writing, a complaint of Sexual Harassment to the Internal Complaints Committee (ICC), within a period of three months from the date of incident and in case of a series of incidents, within a period of three months from the date of last incident. The ICC may, for the reasons to be recorded in writing, extend the time limit not exceeding three months, if it is satisfied that the circumstances were such which prevented the Complainant from filing a complaint within the said period.

- ii) If the Aggrieved Individual is unable to make a complaint on account of his/her physical incapacity, a complaint may be filed by:
 - his/her relative or friend; or
 - his/her co-worker; or
 - an officer of the National Commission for Women or State Women's Commission; or
 - any person who has knowledge of the incident, with the written consent of the Aggrieved Individual

- iii) If the Aggrieved Individual is unable to make a complaint on account of his/her mental incapacity, a complaint may be filed by:
 - his/her relative or friend; or
 - a special educator; or
 - a qualified psychiatrist or psychologist; or
 - the guardian or authority under whose care he/she is receiving treatment or care; or
 - any person who has knowledge of the incident jointly with the Aggrieved Individual's relative or friend or a special educator or qualified psychiatrist or

psychologist, or guardian or authority under whose care he/she is receiving treatment or care

- iv) If the Aggrieved Individual 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 his/her written consent.
- v) If the Aggrieved Individual 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.
- vi) The Complainant shall submit six copies of the complaint along with supporting documents and relevant details concerning the alleged incident(s), the name and details of the Respondent and names and addresses of the witnesses.

Conciliation

Prior to initiating an inquiry, the ICC may, at the request of the Complainant take steps to settle the matter between the Complainant and the Respondent through conciliation, provided that no monetary settlement is made the basis of such conciliation. In case a settlement has been arrived at the ICC shall record the settlement so arrived and forward the same to the Company to take action as specified in the recommendation of the ICC.

The ICC will provide copies of the settlement as recorded to the Complainant and the Respondent. Upon a conciliation being reached, the ICC would not be required to conduct any further inquiry.

Inquiry

- i) Subject to the above and in the event of any term or condition of the settlement not been complied with by the Respondent, the ICC shall conduct an inquiry regarding the complaint.
- ii) On receipt of the complaint, the ICC shall send one of the copies received from the Complainant to the Respondent within a period of seven working days.
- iii) The Respondent shall file his reply to the complaint along with his list of documents, and names and addresses of witnesses, within a period not exceeding ten working days from the date of receipt of the documents.
- iv) The ICC shall make an inquiry into the complaint in accordance with the principles of natural justice. The ICC must notify in writing, the time and dates of its meetings to the Company, the Complainant and the Respondent, not less than 5 days in advance of any such meeting.
- v) While conducting the inquiry, a minimum of three members of the ICC including the Presiding Officer or Chairperson, as the case may be, shall be present.
- vi) The ICC shall have the powers to summon and enforce the attendance of any person and conduct an examination, request the discovery and production of documents and / or any other matter which may be prescribed and deemed necessary for the inquiry process.
- vii) The ICC shall have the right to terminate the inquiry proceedings or to give an ex-parte decision on the complaint, if the Complainant or Respondent fails, without sufficient cause, to present themselves, for three consecutive hearings convened by the Chairperson or Presiding Officer. Provided that such termination or ex-parte

order may not be passed without giving a notice in writing, fifteen days in advance, to the party concerned.

- viii) The Complainant and the Respondent shall not be allowed to bring in any legal practitioner to represent them in their case at any stage of the proceedings before the complaints committee. However, they may be accompanied by a colleague for psychological or emotional support. Such colleague will not be permitted to speak at or otherwise interfere with the proceedings of the ICC.
- ix) All colleagues and witnesses who are part of the ICC proceedings will need to sign a confidentiality agreement
- ix) During the course of inquiry, the Complainant and the Respondent shall be given an opportunity of being heard and a copy of the findings shall be made available to both the parties enabling them to make representation against the findings before the ICC.
- x) The inquiry shall be completed within a period of ninety days from the date of receipt of the complaint.

Action during Pendency of Inquiry

- i) During the pendency of an inquiry, on a written request made by the Complainant, the ICC may recommend the following to the Company:
 - transfer the Aggrieved Individual or the Respondent to any other workplace
 - grant leave to the Aggrieved Individual upto a period of three months
 - grant such other relief to the Aggrieved Individual as may be prescribed under applicable law

- restraint the respondent from reporting on the work performance of the Aggrieved Individual or writing his/her confidential report and assign the same to another officer
- ii) The leave granted to the Aggrieved Individual shall be in addition to the leave he/she is otherwise entitled to.
- iii) On receiving a recommendation from the ICC, the Company shall implement the recommendations and send a report of such implementation to the ICC.

Inquiry Report and Actions

- i) On the completion of an inquiry the ICC shall provide a written report of its findings to the Company within a period of ten days from the date of completion of the inquiry and such report be made available to the concerned parties.
- ii) In the event that the ICC arrives at the conclusion that the allegation against the Respondent has not been proved, it shall recommend to the Company that no action is required to be taken in the matter.
- iii) Where the ICC arrives at the conclusion that the allegation against the Respondent has been proved, it shall recommend in writing to the Company to take action against the Respondent, which may include:
 - a written apology from the Respondent
 - a letter of warning may be placed in the personal file of the Respondent
 - reprimand or censure
 - immediate transfer or suspension without pay
 - termination from service
 - withholding of pay rise or increments
 - undergoing a counseling session
 - carrying out community service

- register an FIR against the Respondent in case the act alleged, prima facie constitutes an offense under the Indian Penal Code
 - deduction from the salary or wages of the Respondent such sum as it may consider appropriate to be paid to the Aggrieved Individual or to his/ her legal heirs
- iv) In case the Company is unable to make deductions from the salary of the Respondent due to his being absent from duty or cessation of employment, it may direct the Respondent to pay such sum to the Complainant. In case the Respondent fails to pay the sum referred above, the ICC may forward the order for recovery of the sum as an arrear of land revenue to the concerned district officer.
- v) The Company shall act upon the recommendation given by ICC within sixty days of receipt of the recommendation.

Malicious Complaint

In case the ICC arrives at a conclusion that the allegation against the Respondent is malicious or the Complainant has made the complaint knowing it to be false or has produced any forged or misleading document, it may recommend to the Company to take suitable action against the Complainant who has made the complaint, in accordance with the provisions of the applicable service rules or as prescribed under applicable law.

Mere inability to substantiate a complaint or provide adequate proof need not attract action against the Complainant. Further, the malicious intent on part of the Complainant needs to be established through the inquiry process before any action against such Complainant is recommended by the ICC to the Company.

Appeal

In the event that any person is aggrieved from the recommendations made by the ICC or non-implementation of such recommendations, he/she may appeal to the appropriate authority, as specified by the law, within a period of ninety days of the recommendations.

7. ROLES & RESPONSIBILITIES

Employees

As a custodian of the Tata Values, Tata Code of Conduct and statutory guidelines, employees have following responsibilities.

- To forward or submit to the ICC, any written complaint from any aggrieved individual and to support/ co-operate during any investigation as part of the inquiry process.
- Be aware of and abide by laws applicable to them, their job and the company policies and procedures.
- Be aware of, and do not participate in any prohibited or inappropriate behaviors or activities while representing Tata Group/Company
- Be aware that the Company will take allegations seriously and will ask their cooperation in an investigation if they bring a complaint forward
- Participate in the procedure of investigation if a complaint is brought forward, it will be reviewed. If an employee elects not to participate in the procedure constituted by Company ,and does not wish to proceed with the complaint, it will need to be formally withdrawn. The complaint will still be reviewed.and the findings of the complaint will be explained in writing. It will be the discretion of the management to accept or reject the request for withdrawal of the complaint.
- Provide a full and truthful disclosure of relevant information and assist with investigations of alleged policy violations.
- Handle information related to known or suspected violations of this policy in a discreet and confidential manner.

- Not attempt to investigate the information or suspected violations of this policy on their own i.e.without involving the ICC.
- Set an example of proper workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct.

Manager

Manager is a reporting authority or anyone who is responsible for the outcome of work and has a reporting relationship with the complainant in the Company.

Manager has the same responsibilities as the employee, as well as these additional responsibilities as a custodian of the Tata Values, Tata Code of Conduct and statutory guidelines. If an employee and/or stakeholder has conveyed about sexual harassment to the manager, it is the responsibility of the manager to encourage the complainant to give it in writing to him/her and the ICC.

- Bring the written complaint immediately to the ICC, and provide all kinds of support for the further investigations as a part of inquiry process
- Have adequate knowledge about applicable laws, and answer questions regarding relevant policies and procedures.
- Immediately forward any report or complaint of an alleged violation of this policy and all relevant or requested information to the appropriate Human Resources Business Partner.
- Keep disclosed information as confidential. Handle information in a discreet manner, and disclose confidential information strictly on a “need-to-know” basis only.
- Not attempt to investigate or verify the information unless instructed by the Human Resources or Legal Department personnel in charge of the investigation and the ICC
- Fully cooperate, facilitate and aid the prompt handling of an investigation by ICC ,Human Resources, the Legal Department or the management.

- Allow the complainant, respondent, witnesses and allied parties to attend the inquiry proceedings at the stipulated time and place.
- Carry out all corrective measures and remediation established in the final decision.
- Ensure that employees are adequately communicated the Company's POSH policy
- Ensure no retaliation and zero tolerance to sexual harassment or inappropriate conduct
- Set an example of proper workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct.

Human Resources

Human Resource team members have the same responsibilities as the employee and additional responsibilities as a custodian of the Tata Values , Tata Code of Conduct and statutory guidelines.

- Make information, policies and procedures available to employees via the Web, Human Resources and Tata Company management.
- Take cognizance of the written complaint and bring the complaint immediately to the ICC and provide all kinds of support for the further investigations as a part of inquiry process.
- Ensure that employees and stakeholders are communicated properly about Tata Company POSH policy.
- Not attempt to investigate or verify the information unless instructed by the legal Department personnel in charge of the investigation and the ICC
- Carry out all corrective measures and remediation established in the final decision.
- Set an example of proper and appropriate workplace behaviour and ethical standards in line with Tata Values and code of conduct.

ICC

ICC members have the same responsibilities as the employees and additional responsibilities as a custodian of the Tata Values , Tata Code of Conduct and statutory guidelines.

- To be fair while making the assessment of the situation, investigation and giving the verdict.
- Conduct the inquiry process and recommend appropriate actions as per the process outlined in section 6 of this document in line with the statutory requirements applicable.
- Inform the parties involved in the inquiry proceedings well in time and in writing.
- Follow the principles of natural justice and treat the complainant, respondent, witnesses and related persons to the inquiry with dignity and respect.
- Submit to the Company an annual report comprising details of all cases and actions taken.
- Keep disclosed information as confidential. Handle information in a discreet manner, and disclose confidential information strictly on a “need-to-know” basis only.
- 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.
- Set an example of proper and appropriate workplace behaviour and ethical standards in line with Tata Values and Tata Code of Conduct.

In case the Committee finds the degree of offence coverable under the Indian Penal Code, then this fact shall be mentioned in its report and appropriate action shall be initiated by the Management, for making a Police Complaint as may be appropriate

The Company

The Company is responsible for providing a safe working environment for its employees, free from harassment, bias and prejudice of any kind. Towards this end, it will:

- Treat Sexual Harassment as misconduct under the service rules and take appropriate action for the same
- Encourage respectful and dignified behaviour at workplace at all times by all
- Have zero tolerance towards acts of sexual harassment
- Declare the names and contact details of all Members of the ICC
- Display at conspicuous places in the workplace, the penal consequences of Sexual Harassment.
- Organize workshops and awareness programs at regular intervals for sensitizing employees with the provisions of this policy
- Organize orientation and skill building programs for the members of the ICC.
- Ensure that necessary facilities and information are provided to the ICC for dealing with the complaint and conducting an inquiry.
- assist in securing the attendance of Respondent and witnesses before the ICC and make available such information to the ICC as it may require with regards to the complaint.
- provide assistance to the Complainant if the Complainant chooses to file a complaint in relation to the offence under the Indian Penal Code (refer Annexure 2 regarding Punishment for Sexual Harassment under the IPC) or any other law for the time being in force.
- cause to initiate action, under the Indian Penal Code or any other law for the time being in force, against the Respondent, or if the Complainant so desires, where the Respondent is not an employee, in the workplace at which the incident of Sexual Harassment took place.
- monitor the timely submission of reports by the ICC.
- at its sole discretion, may provide additional facilities to the Aggrieved Individual including:
 - an option for a transfer of the Aggrieved Individual or the Respondent who is proved to be guilty, to any other workplace.
 - an option for a change of role / department (if feasible)
 - support to the Aggrieved Individual to undergo professional counselling

- at the discretion of ICC, provide for compensation for mental trauma, pain and distress suffered, for loss in career opportunity etc. based on various relevant factors including salary and financial status of the Respondent.
- Cause their respective subsidiaries to adopt the policies on prevention, prohibition and redressal of Sexual Harassment, which shall be consistent with this Policy.

8. EXCEPTIONS

Any exception to this policy requires the approval of the Group Chief Ethics Officer, Group General Counsel and the Group Chief Human Resources Officer.

9. AMENDMENTS

The Company reserves the right to amend the Policy from time to time in order to comply with any laws / rules / regulations that come into effect from time to time, related to Sexual Harassment.