



VIRESCENT
INFRASTRUCTURE

Virescent Infrastructure Investment Manager Private Limited

Prevention of Sexual Harassment Policy (“Policy”)

(Approved and Adopted by the Board of Directors on

December 17th, 2020 and amended March 23rd, 2022 and June 13th, 2022)

The contents of this Policy are the property of Virescent Infrastructure Investment Manager Private Limited and both, its use and dissemination, are for internal purposes only. This document may not be reproduced, stored or distributed, in any format or by any means, whether electronic or physical, without the prior formal authorization of the Company.

1. Preface and applicability

- Virescent Infrastructure Investment Manager Private Limited (hereinafter referred to as "Employer") is an equal employment opportunity company and is committed to creating a healthy working environment that enables employees to work without the fear of prejudice, gender bias and sexual harassment. Sexual harassment at the workplace or other than workplace, if involving employees, is a grave offence and is therefore, punishable
- The Supreme Court has also directed companies to lay down guidelines and a forum for redressal of grievances related to sexual harassment
- This policy applies to all the employees on the rolls of the Virescent Infrastructure Investment Manager Private Limited ("Company"), including those on deputation, training, contract, temporary, etc.
- It is also deemed to be incorporated in the service conditions of each of the employees
- This policy applies to all subsidiaries, joint ventures, or other affiliates of Virescent Infrastructure Investment Manager Private Limited, including any entities managed by Virescent Infrastructure Investment Manger Private Limited according to an investment management agreement under the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014.

2. Scope

Harassment may be unlawful and is prohibited whether it occurs in the workplace, at customer or vendor sites, or other employment-related events or activities. Harassment of employees, applicants, customers, contractors, or suppliers by other employees is a violation of company policy. Harassment includes, without limitation, verbal harassment, physical harassment, and visual harassment.

3. Definitions

Sexual Harassment is defined as any unwelcome sexually determined behavior whether direct or implied. This will include physical contact or advances, demand or request for sexual favors, sexually colored remarks, showing pornography or any other unwelcome physical, verbal or non-verbal conduct of sexual nature.

Sexual Harassment may vary in form depending on circumstances. It may consist of, but not limited to any of the following:

- Transmitting any message by mail, telephone, letters, etc; which is abusive, lewd, or blatantly sexual
- Seeking favors either explicitly or implicitly in return for employment, promotion, examination, or evaluation of a person towards any company activity
- Inappropriate comments about dress, appearance or physique
- Making abusive or offensive gestures, including leering and whistling
- Physical confinement against one's will and any other act likely to violate one's privacy
- Actual Sexual assault

- Eve teasing and taunts, sexually charged jokes or remarks and behavior, which have sexually-oriented innuendos
- Any pervasive pattern of behavior which makes an employee uncomfortable, insecure, or feel humiliated or disadvantaged based on gender differentiation creates the environment at the workplace hostile or intimidating, or offensive

It is important to note that harassment is often defined by the way the recipient feels, rather than by the intent of the person causing the offence. It cannot, therefore, be excused or justified by claiming that it was unintentional or humorous. The implications of harassment are serious, and the Company will take appropriate disciplinary action against the accused.

4. Procedure

Employees who observe, learn of, or are subjected to harassment, are responsible immediately to report to the complaint redressal committee called the Internal Complaints Committee (ICC) for prompt investigation. Investigations will be conducted in as discrete and as confidential a manner as is practicable.

Retaliation against individuals who report such violations of policy, or against those who provide information in an investigation of such violations, is also a violation of policy.

The company will act promptly and vigorously to take corrective action and appropriate discipline concerning respect to any harassment or retaliation, up to and including termination of offending individuals.

5. Internal complaints committee

5.1 In an endeavor to deal with issues of sexual harassment in a more focused manner and take action against erring employees to its logical conclusion, an Internal Complaints Committee has been constituted comprising of the following members:

1. Ms. Neeru Bafna (Presiding Officer)
2. Ms. Charmy Bhoot
3. Mr. Atul Raazada
4. Ms. Neha Kedia (External Member)

5.2 The term of the members of the ICC will not exceed three years from the date of their nomination.

5.3 An exclusive email id being **posh@virescent.com** is created with access only to ICC.

5.4 Meetings of the ICC to be held (i) Once every 6 months or (ii) Within 7 days from the receipt of the complaint (iii) Such other special meetings as may be required.

5.5 The ICC shall prepare an annual report in each calendar year and submit the same to the Employer and the District officer, which shall have the requisite details.

6. Redressal procedure

- 6.1 Any person aggrieved shall put up a written complaint before the Internal Complaints Committee at the earliest point in time, but in any case, within 3 (three) months from the date of occurrence of the alleged incident. In case the aggrieved cannot make a complaint on account of her physical or
- 6.2 Mental incapacity or death or otherwise, his/her legal heir or close relative can make a complaint on his/ her behalf
- 6.3 In conducting the inquiry, a minimum of three Members of the Complaints Committee, including the Presiding Officer or the Chairperson, as the case may be, shall be present.
- 6.4 At the first meeting, the Committee members shall hear the complainant and shall record his / her allegations. The Presiding officer or any member of the ICC will maintain a register to endorse the complaints received by it and keep the contents confidential, except to use the same for discrete / explicit investigations.
- 6.5 The complaint shall be specific and should contain all the material and relevant documents concerning the incident including, the name of the accused. The Complaints Committee will hold a meeting with the Complainant and the Accused (separately) within 10 (ten) days of the receipt of the complaint.
- 6.6 The ICC will document the minutes of such meetings along with any documentary proofs submitted by both – the Complainant and the Accused.
- 6.7 If the complaint does not fall under the purview of Sexual Harassment or the complaint does not mean an offence of Sexual Harassment, the same would be dropped after recording the reasons thereof.
- 6.8 In case if the complaint is found to be false, the complainant shall, if deemed fit, be liable for appropriate disciplinary action by the Management.
- 6.9 If the complaint is under the purview of Sexual Harassment, then a formal enquiry into the alleged complaint shall be conducted by the ICC. The enquiry may be discrete or explicit.
- 6.10 The ICC shall prepare and hand over the statement of charges against the person who is accused and give him / her an opportunity to submit a written explanation within 7 (seven) days of the receipt of the same. Similarly, the Complainant shall be provided a copy of the written explanation submitted by the Accused.
- 6.11 If the Complainant or the Accused, desires any witness/es to be called, they shall communicate in writing to the ICC the names of witness/es whom they propose to call. The Complaints Committee shall call upon all witness/es mentioned by both the parties.

- 6.12 The ICC shall provide every reasonable opportunity to the Complainant and the Accused, for putting forward and defending their respective case. If the Complainant or the Accused desires to tender documents by way of evidence, they shall supply the copies to the ICC and shall affix their signatures on the same.
- 6.13 The ICC shall complete the enquiry within a reasonable period but not beyond Ninety days and communicate its findings and its recommendation for action to the Management. The report of the Committee shall be considered as an Enquiry report on the basis of which an erring employee can be awarded appropriate punishment straightaway.
- 6.14 The Head Human Resources/Management will direct appropriate action in accordance with the recommendation proposed by the ICC.
- 6.15 The parties shall not be permitted to bring any legal practitioner to represent them in their case at any stage of the proceedings before the ICC.
- 6.16 During the pendency of an enquiry, on a written request made by the Complainant, the ICC may recommend to the Employer to:
- (i) Transfer the Complainant or Respondent to any other workplace.
 - (ii) Grant leave to the Complainant up to a period of 3 (three) months.
 - (iii) Restraint the respondent from reporting on the work performance of the Complainant and assign the same to other officer.

7. Guidelines to employees before raising a complaint

If you are being harassed, tell the accused that his / her behavior is un-welcome and ask him / her to stop. Keep a record of incidents (date, time, location, possible witness, what happened, your response; etc). It is not mandatory to have a record of events to file a complaint, but a record can strengthen your case and help you remember the details over time. If after requesting the accused to stop his / her behavior, the harassment still continues, report the complaint as per the Redressal Procedure.

8. Appeal

- 8.1 Any person aggrieved by the recommendation of the ICC or on account of non-implementation of the recommendations by the employer may prefer an appeal to the Court or Tribunal in accordance with the Rules framed under the Act.
- 8.2 The appeal must be made within a period of 90 (Ninety) days from the recommendations of ICC.

9. Confidentiality

All information received shall be kept confidential. Any person (including witnesses) who breaches confidentiality shall be subject to disciplinary action.

10. Complaints Made With A Malicious Intent

This policy has been evolved as a tool to ensure that in the interest of justice and fair play, our employees have a forum to approach in the event of instances of sexual harassment. However, if on investigation it is revealed that the complaint was made with a malicious intent and with the motive of maligning the concerned individual / tarnishing his/her image in the company and to settle personal/professional scores, strict action will be taken against the complainant. The employees who are victims of sexual harassment may, in addition to the above, seek legal remedies as may be provided under the various laws for the time being in force.

11. Miscellaneous

- 11.1 The committee may recommend to the CEO/Chairman of the Board of directors, action which may include transfer or any of the other appropriate disciplinary action.
- 11.2 The management shall provide all necessary assistance for the purpose of ensuring full, effective, and speedy implementation of this policy.
- 11.3 Where sexual harassment occurs as a result of an act or omission by any third party or outsider, committee shall take all steps necessary and reasonable measures to assist the affected person in terms of support and preventive action.
- 11.4 The Committee shall analyse and put up report on all complaints of this nature at the end of the year for submission to CEO/Chairman.

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 within 7 days of such finding.

Annexure A – Powers of the Board under Section 179 of CA 2013

1. The Complaint should be made by the Complainant in writing. In case where the Complaint cannot be made in writing, the Presiding Officer or any member of the ICC shall render all reasonable assistance to the Complainant to make the Complaint in writing.
2. Where the Complainant is unable to make a complaint on account of her physical incapacity, Complaint may be filed by:
 - i) Her relative or friend;
 - ii) Her co-worker;
 - iii) An officer of the National Commission for Women or State Women's Commission;
 - iv) Any person who has knowledge of the incident with the written consent of the Complainant
3. Where the Complainant is unable to make a complaint on account of her mental incapacity, Complaint may be filed by:
 - i) Her relative or friend;
 - ii) A special educator
 - iii) A qualified psychiatrist or psychologist
 - iv) The guardian or authority under whose care she is receiving treatment or care; or
 - v) Any person knows about of the incident jointly with her relative or friend or a special educator or a qualified psychiatrist or psychologist or a guardian or authority under whose care she is receiving treatment or care;
4. Where the Complainant for any other reason is unable to make a complaint, a Complaint may be filed by any person who is aware of the incident, with the Complainant's written consent.
5. Where the Complainant is dead, a complaint may be filed by any person who has knowledge of the incident, with the written consent of the legal heir.
6. The Complaint of sexual harassment at workplace to the ICC should be filed 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.
7. However, the ICC may for reasons recorded in writing extend the said period for a further period not exceeding three months, if it is satisfied that circumstances prevented the Complainant from filing the Complaint within the said period.
8. The Complainant shall file six copies of the Complaint and should include the name of the Respondent, details of the incidents (dates, times, locations, names and addresses of possible witness, what happened, supporting documents, response of the Complainant).
9. A Non-Disclosure Undertaking shall be signed by all individuals concerned with the Complaint; including the Complainant, the Respondent, witnesses (if any) prior to commencing an inquiry. The indicative format of the Non-Disclosure Undertaking is annexed as Annexure G, which may be modified by the ICC members as may be necessary from time to time.
10. One of the copies of the Complaint shall be sent to the Respondent within seven working days of the receipt of the Complaint.

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 Complaint.

Annexure B - Format of the Complaint

Sr. No.	Query	Particulars
1.	Name of Complainant	
2.	Address and contact number of the Complainant	
3.	Name, address and contact of next of kin of the Complainant	
4.	Designation of the Complainant	
5.	Immediate supervisor of the Complainant	
6.	Employer of the Complainant	
7.	Name of Respondent	
8.	Address and contact number of the Respondent, if available	
9.	Name, address and contact of next of kin of the Respondent, if known	
10.	Designation of the Respondent, if known	
11.	Immediate supervisor of the Respondent, if known	
12.	Employer of the Respondent, if known	
13.	Details of the incident	
14.	Date and time of incident (If more than one, kindly mention all the dates and times)	
15.	Place of incident (If more than one, kindly mention all the places)	
16.	Details of the incident	
17.	Witnesses to the incident, if any (If more than one, kindly mention all the witnesses)	
18.	Any oral or written evidence of the incident (Attach copies of the documents, if any)	
19.	Names and addresses of person(s) who the Complainant confided in about the incident, if applicable	
20.	Any further relevant details	
I state that the information as stated above is true and accurate		
Date:		
Signature of Complainant		

Annexure C - Format of the Reply of the Respondent

Sr. No.	Query	Particulars
1.	Name of Respondent	
2.	Address and contact number	
3.	Name, address and contact of next of kin	
4.	Designation	
5.	Immediate supervisor	
6.	Employer	
7.	Details of the incident	
8.	Defences of the Respondent	
9.	Any oral or written evidence supporting the Respondent's defence (Attach copies of the documents, if any)	
10.	Witnesses to support the Respondent's defence, if any (If more than one, kindly mention all the witnesses)	
11.	Any further details	
I state that the information as stated above is true and accurate		
Date:		
Signature of Respondent		

Annexure D - Format of Witness statement

Sr. No.	Query	Particulars
1.	Name of witness	
2.	Address and contact number	
3.	Designation	
4.	Immediate supervisor	
5.	Employer	
6.	Witness for Complainant or Respondent	
7.	Details of the incident	
8.	Date and time of incident(s)	
9.	Place of incident(s)	
10.	Circumstances	
11.	Number of occurrences witnessed	
12.	Reaction to the incident by Complainant/ Respondent	
13.	Any oral or written evidence of the incident	
14.	Any further details	
<p>3. I state that the information as stated above is true and accurate. I hereby confirm that I shall at all times maintain the confidentiality of all information that I am privy to and that may be shared with during the course of the inquiry proceedings. I will not, either directly or indirectly, make any disclosure of any confidential information to any third party.</p>		
Date:		
Signature of Witness		

Annexure D - Format of Witness statement

[On the letterhead of the ICC]

Date:

Complainant:

Respondent:

ICC Members present:

The Complainant had filed a Complaint dated [] with the ICC in relation to certain allegations against the Respondent. The Complaint had been duly taken on record by the ICC and had sent a copy of the Complaint to the Respondent within [] days.

The ICC has not yet initiated an inquiry into this matter.

The Complainant had through her letter dated [] requested the ICC to settle the matter between the Complainant and the Respondent.

The parties have thus reached a settlement and the terms of which are as under:

The Respondent shall comply with the aforesaid terms and conditions within [] days of the date hereof.

Annexure F -Format of the Report of the ICC

Sr. No.	Query	Particulars
1.	Name and other details of the Complainant	
2.	Name and other details of the Respondent	
3.	Date of complaint	
4.	Whether the inquiry has been concluded within 90 days of receipt of Complaint	
5.	Documentation/ oral evidence relied upon by the Complainant	
6.	Documentation/ oral evidence relied upon by the Respondent	
7.	Whether the Complainant requested conciliation and settlement of the matter and if yes, the reason why the complaint was not settled	
8.	Any recommendation for interim action pending completion of inquiry	
9.	Reasons for the recommendation	
10.	Detailed facts of the incident	
11.	Whether the incident can be termed as sexual harassment under the Act	
12.	Detailed reasons for the decision in XI above	
13.	Action recommended against the Respondent	
14.	Reasons for recommending the said action	
15.	Whether the Complainant has filed a criminal action against the Respondent and status of the same	
Date:		
Signature of the ICC Members		

Annexure G - Non-disclosure Undertaking

Date: [_____]

I, [_____] [s/o] [d/o Mr. _____], having his/her permanent residing address at [_____] (hereinafter referred to as "**Recipient**"), working with [_____] as [_____] hereby execute this undertaking in relation to the complaint filed/to be filed or Inquiry proceedings initiated/to be initiated before the Internal Complaints Committee ("**ICC**") constituted under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act ("**Act**"), 2013 by [_____] ("**Complainant**") against [_____] ("**Respondent**").

I hereby agree and irrevocably undertake that I shall keep the Complaint, identity, and addresses of the Complainant, Respondent, witnesses, any information relating to conciliation and inquiry proceedings, recommendations of ICC, and action taken by the Employer under the Act or any other information related thereto ("**Confidential Information**") is strictly confidential and shall not either wilfully or through any other act, omission or, negligence, share, distribute, disclose or howsoever cause or induce any other person to share, distribute or disclose either verbally, electronically or in writing any such Confidential Information to any person, other than as required under applicable laws.

I further undertake not to publish, communicate or make known to public, press or media the Confidential Information in any manner whatsoever.

I am aware and acknowledge that in case of breach of this Undertaking, I shall be liable for penal consequences and other consequences in accordance with the rules of the service/or as per applicable laws.

Signed by

[_____]