

ADANI PORTS AND SEZ LTD.

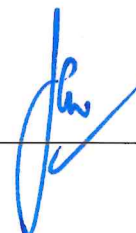
Policy Guidelines & Procedure on Prevention of Sexual Harassment of Women at Workplace

1. Background, Purpose & Objective

- 1.1. Adani Ports and Special Economic Zone Limited is an equal opportunity employer and treats all employees and candidates equally and is committed to creating a healthy working environment free from discrimination on any ground and from harassment at work including Sexual Harassment. Thus, ensuring and enabling all Employees to work without fear of prejudice, gender bias and Sexual Harassment.
- 1.2. Sexual Harassment infringes the fundamental right of a woman to equality under Articles 14 and 15 of the Constitution of India. Further, Article 21 of the Constitution of India guarantees right to life and to live life with dignity which includes right to a safe environment free from Sexual Harassment. The right to protection from Sexual Harassment and right to work with dignity are recognized as universal human rights by International Conventions. Accordingly, The Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as "**POSH Act**") and Rules thereunder were implemented by Govt. of India in the year 2013 based on fundamental guidelines laid down by Hon'ble Supreme Court in 1997 to address the issue of Sexual Harassment at Workplace.
- 1.3. Adani Ports and Special Economic Zone Limited will not tolerate any form of Sexual Harassment, directly or indirectly, and is committed to take all necessary steps to ensure a Workplace free from any form of Sexual Harassment.

Sexual harassment at the Workplace, or other than workplace, if involving employees, is a grave and punishable offence. Adani Ports and Special Economic Zone Limited operates a zero- tolerance policy for any form of Sexual Harassment, deals with all incidents seriously and promptly investigates all allegations of Sexual Harassment. Any person found to have sexually harassed another shall face disciplinary action up to and including dismissal from employment.

- 1.4. POSH Act and its Rules enjoins upon employers to lay down guidelines / policies for protection against sexual harassment of women at workplace, directly or indirectly, and for the prevention and redressal of complaints of sexual harassment and for matters connected with or incidental thereto.



- 1.5. Adani Ports and Special Economic Zone Limited guidelines provide a platform for centralization of information / data on existing as well as formation of new Internal Committees as well as to oversee compliance with statutory requirements with respect to POSH Act and its Rules/amendments including orders from the competent judicial authorities.

To address any complaints of Sexual Harassment and ensure implementation of this Policy across all the locations of Adani Ports and Special Economic Zone Limited, the following Committees have been constituted:

- i. Group Monitoring Committee ('GMC') is a centralized redressal committee at Adani Group level.
- ii. Internal Committee, ('IC') at all the sites of Adani Ports and Special Economic Zone Limited and its subsidiaries.

2. Scope & Coverage

The Policy is applicable to:

- 2.1 All employees / consultants / advisors / retainers of Adani Ports and Special Economic Zone Limited including its subsidiaries, associates.
- 2.2 All suppliers and clients of Adani Ports and Special Economic Zone Limited & its subsidiaries including their agents.
- 2.3 All Third parties including their agents associated with Adani Ports and Special Economic Zone Limited & its subsidiaries during all activities conducted at Workplace or all work-related activities elsewhere. (all persons mentioned hereinabove shall also be referred to as "**Concerned Person(s)**")

Where Sexual Harassment occurs as a result of an act of commission by any Concerned Person(s) at their Workplace, Adani Ports and Special Economic Zone Limited shall take all necessary and reasonable steps to assist the Aggrieved Person.

This policy is deemed to be incorporated in the service conditions of all employees and comes into effect immediately.

3. Definitions

- 3.1 "Aggrieved Person" means in relation to a Workplace, any woman, of any age whether employed or not, who alleges to have been subjected to any act of Sexual Harassment by the Respondent
- 3.2 "Committee(s)" means committee(s) formed by Adani Ports and Special Economic Zone Limited for redressal of complaints of Sexual Harassment in accordance with the procedure laid down in this Policy.
- 3.3 "Complaint" means and includes:
- i) any written complaint in the nature of Sexual Harassment made by an Aggrieved Person against any other Employee within Adani Ports and Special Economic Zone Limited including its subsidiaries, associates or any Third Party having business dealings with Adani Ports and Special Economic Zone Limited including its subsidiaries, associates.
- 3.4 "Employer" means:
- i) in relation to any department, organization, undertaking, establishment, enterprise, institution, office, branch or unit, the head of that department, organization, undertaking, establishment, enterprise, institution, office, branch or unit;
 - ii) in any workplace not covered under (i) above, any person responsible for the management, supervision or control of the workplace.
- For the purposes of this definition "management" includes the person or board or committee (including Group Committee) responsible for formulation and administration of policies related to prevention of sexual harassment at workplace.
- iii) in relation to workplace covered under sub-clauses (i) and (ii), the person discharging contractual obligations with respect to his or her employees.
- 3.5 "Employee" would mean and include the following:
- i) "Employee" used herein is to be strictly interpreted in terms of and provisions of the POSH Act.
 - ii) For the purpose of this policy "Employee" means 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 express or implied and includes a co-worker, a contract worker, intern, probationer, deputation, trainee, apprentice or called by any other such name.

- iii) This broad definition of "Employee" used for the purpose of this policy cannot be used to claim rights of an employee conferred by any other law of the land for the time being in force.

3.6 "Respondent" means a person against whom the Aggrieved Person has made a Complaint.

3.7 "Sexual Harassment" would mean and include, directly or indirectly, any of the following, but not limited to:

- i) Unwelcome sexual advances, requests, or demand, for sexual favours, either explicitly or implicitly, in return for employment, promotion, examination or evaluation of a person towards any company activity.
- ii) Unwelcome sexual advances involving verbal, non-verbal, or physical contact and advances, sexually coloured remarks, jokes, letters, phone calls, e-mail, gestures, showing of pornography, lurid stares, including touching an employee's clothing, hair or body and/or touching or rubbing oneself sexually around another person or molestation, stalking, sounds including kissing sounds or smacking lips, display of pictures, signs including whistling, verbal or non-verbal communication which offends the individual's sensibilities and affects her/his performance;
- iii) Act or conduct by a person in authority which creates the environment at workplace hostile or intimidating for women employee and includes implied or explicit threat about her present or future employment status as well as humiliating treatment likely to affect her health or safety.
- iv) Any other unwelcome gesture by an employee having sexual overtones.
- v) 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:
 - (a) implied or explicit promise of preferential treatment in her employment; or

- (b) implied or explicit threat of detrimental treatment in her employment; or
- (c) implied or explicit threat about her present or future employment status; or
- (d) interference with her work or creating an intimidating or offensive or hostile work environment for her; or
- (e) humiliating treatment likely to affect her health or safety.

3.8 "Third Party" includes any person not on the rolls of Adani Ports and Special Economic Zone Limited but interacts with the employees such as consultants, retainers, customers, vendors, suppliers, contract workers, trainees or any outside visitor within or outside Adani Ports and Special Economic Zone Limited.

3.9 "Workplace" would mean and include the following but not limited to:

- i) Any premises, locations, establishments, enterprises, institutions, offices, branches, or units established, owned, controlled by Adani Ports and Special Economic Zone Limited and its subsidiaries, associates.
- ii) Any external location visited by the Employee arising out of or during the course of employment including any mode of transportation provided by the Employer or use of public transport such as uber/ola etc. for undertaking a journey to and from the aforementioned locations.

4. Redressal Committees for Prevention of Sexual Harassment and their respective Scopes

4.1 Group Monitoring Committee (GMC)

A Committee at group level is formed to:

- i) To provide a healthy and safe working environment at the Workplace which shall include safety from the persons coming into contact at the Workplace and further clearly display at any and all conspicuous places in the Workplace the penal consequences of Sexual Harassment. Further, assist in designing required interventions for awareness and propagation of this policy at regular intervals for sensitizing the Employees with the procedure and provisions of the

Policy and Act.

- ii) Oversight and ensure the rightful implementation of the Policy at all locations/ branches/ offices of all the verticals of the Adani Group. Further, provide required guidance / advice for continual compliance from time to time and necessary facilities to the Internal Committee (IC) for dealing with the Complaint and conducting an inquiry.
- iii) Monitor and review functions of Internal Committee (IC) such as ensure the Complaints received have been redressed as per the policy without any deviation and further the Complaints which have been escalated are addressed promptly, performing all statutory duties in diligent manner as prescribed in POSH Act and its Rules. Furthermore, provide an avenue for Aggrieved Person to register / escalate their Complaints in case the same is not attended to by local IC at an appropriate time.

If it deems necessary may, suo moto, review an investigation / inquiry proceeding conducted by IC against Sexual Harassment and take any action as it may deem fit to protect and safeguard the interest and fairness of the redressal process.

4.2 Internal Committee (IC)

A Committee at BU level is formed to:

- i) Prevention, Prohibition and Redressal
- ii) Receive Complaints
- iii) Take or recommend immediate action
- iv) Investigate Objectively
- v) Document / Evidence findings
- vi) Recommend Actions
- vii) Facilitate Conciliations as per law
- viii) Create Awareness
- ix) Submission of Annual Report to District Officer

* The Presiding Officer and every Member of the Internal Committee shall hold office for such period, not exceeding three years, from the date of their nomination as may be specified by the employer as per Policy Annexure.

5. Redressal and Enquiry Process

- i) Both the Committees, i.e. GMCs and ICs shall be governed by

provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013 and any rules / amendments thereof, including Supreme Court Guidelines on the subject.

- ii) Further it is to be noted that the entire Complaint procedure of redressal and enquiry has been already detailed and adopted by Internal Committees (IC) for each region/location accordingly. [A copy of the entire Complaint procedure of redressal and enquiry detailed and adopted by Internal Committees (IC) for each region/location is marked and annexed as Annexure 1]
- iii) A copy of the Complaint with all the annexures, the full inquiry report of the Complaint, post completion of investigation process along with its recommendations shall be made available by IC to the GMC within 10 days of completion of inquiry/investigation. GMC shall communicate to IC within 7 days its views to take final action against the complaint.
- iv) GMC shall provide any other assistance, guidance and supervision, from time to time, as and when required to each and every IC for a prompt and smooth redressal and enquiry procedure to be conducted in the most fair and just manner within the time frame and policy of the Adani Group.
- v) IC shall submit its final report on the investigation with a recommendation for further action on the Complaint. GMC may take up along with IC any other Complaint(s) which are of grave and serious in nature related to Sexual Harassment at Workplace requiring its immediate and direct involvement.

6. Procedures for Prevention of Sexual Harassment

6.1 Complaint Registration:

- i) Aggrieved Person – may make a written complaint of sexual harassment to IC within three months of period from the incident or in case of a series of incidents, within a period of three months from the date of last incident. The Internal Committee may extend the time limit to a further period of 3 months, if it is satisfied that the circumstances were such which prevented the Aggrieved Person from filing a complaint within the prescribed period.

- ii) If the woman is not able to give complaint in writing - Presiding officer will provide her the assistance making the complaint in writing
- iii) IC has to ensure that the complaint is registered within a period of 3 months. If not, the Group Monitoring Committee can take a call.
- iv) If Aggrieved Person is unable to make a complaint on account of her physical or mental incapacity or death or otherwise, her legal heir or such other person as per POSH and its Rules may make a complaint under this section.

6.2 Conciliation:

- i) The IC may, before initiating an inquiry and at the request of the Aggrieved Person take steps to settle the matter between her and the Respondent through conciliation.
- ii) However, no monetary settlement shall be made as a basis of conciliation.
- iii) If settlement has been arrived, the Internal Committee shall record the same and provide copies of the settlement to the Aggrieved Person and the respondent, in such cases no further inquiry shall be conducted by the IC.

6.3 Inquiry

- i) In cases where settlement is not requested and/or arrived at through conciliation, the Internal Committee will conduct an inquiry into the complaint as per the provisions of law including APSEZ's policies and procedures. An inquiry may also be initiated if the Aggrieved Person informs the IC that any terms of settlement has not been complied with by the respondent.
- ii) The IC shall forward one copy of the complaint to the respondent for obtaining a response, within seven working days of receiving the complaint. The respondent shall file his reply to the complaint along with his list of documents, name, addresses of witnesses within 10 working days of receiving the complaint. The IC shall consider the reply from the respondent and conduct an inquiry in accordance with the principles of natural justice, statutory principles under the law and having regard to the relevant policies and procedures of APSEZ.
- iii) The Aggrieved Person or the respondent to the complaint shall not be allowed to bring any legal practitioner to represent them at any stage of proceedings before the Internal Committee.

- iv) The IC shall terminate the inquiry proceedings or give an ex-parte decision on the complaint if the complainant or the respondent fails without sufficient cause to present himself/herself for three consecutive hearings convened by the Presiding Officer of the IC.
- v) The IC shall serve notice in writing to a party, fifteen days in advance, before termination or the ex-parte order.
- vi) Based on written request from the Aggrieved Person, certain relief including restrain on the respondent from reporting on the work performance of the Aggrieved Person and such other relief as prescribed under law may extend to the Aggrieved Person.

6.4 Appeal

Any person aggrieved with the remedial/disciplinary actions may prefer an appeal in accordance with the provisions of the law including APSEZ's policies and procedures.

6.5 Harassment by individuals outside this policy

If an Aggrieved Person brings to the notice of the IC any instances of sexual harassment where the respondent is not employee/personnel covered under this policy, the Management or any person delegated by the Management shall provide assistance to the woman, if she so chooses, to file a complaint with the Internal Committee of the respondent's employer or under the IPC or any other law for the time being in force, as may be appropriate.

7. Action during pendency of inquiry

- 7.1 During the pendency of an inquiry on a written request made by the Aggrieved Person, the Internal Committee, may recommend to the employer to:
- i) transfer the Aggrieved Person or the respondent to any other workplace;
or
 - ii) grant leave to the Aggrieved Person up to a period of three months; or
 - iii) grant such other relief to the Aggrieved Person as may be prescribed.

- 7.2 The leave granted to the Aggrieved Person under this section shall be in addition to the leave she would be otherwise entitled.

8. Disciplinary Action for Sexual Harassment

The Committee shall recommend disciplinary action against the Respondent, if found guilty, post completion of the investigation proceedings. The nature and severity of the disciplinary action will be commensurate with the severity and persistence of misconduct. The disciplinary action may be inclusive of but shall not be restricted to the below:

- i) Mandatory Written Apology accepting such action not to be repeated in future towards any person.
- ii) Mandatory training or counselling session.
- iii) Letter of Warning that shall be marked in the employee's employment record with the Company.
- iv) Immediate transfer to a different department, location or both for either the Aggrieved Person or the person against whom the complaint is made/ accused/ respondent.
- v) Withholding of promotion, increment, gratuity, incentives, bonus or all.
- vi) Deduction from salary or wages of Respondent as considered appropriate to be paid to the Aggrieved Person or to her legal heirs.
- vii) Demotion from the Respondent Employee's present grade.
- viii) Dismissal from service of the Company.
- ix) Any other action that the Committee deems reasonable.

9. Determination of Compensation

For the purpose of determining the sums to be paid to the Aggrieved Person, the Internal Committee, shall have regard to:

- i) the mental trauma, pain, suffering and emotional distress caused to the Aggrieved Person.
- ii) the loss in the career opportunity due to the incident of sexual harassment.
- iii) medical expenses incurred by the victim for physical or psychiatric

treatment.

- iv) the income and financial status of the Respondent.
- v) feasibility of such payment in lump sum or in instalments.

10. Protection Against False Accusations

- i) False or malicious accusations of Sexual Harassment can have serious or disturbing effect on innocent Employees.
- ii) All Complaints made of Sexual Harassment should be factual and true. If after investigation it becomes clear that the Aggrieved Person or any other person making such Complaint, made false accusation (including producing forged or misleading document) against the Respondent, the so-called Aggrieved Person or any other person making the Complaint would become liable for appropriate disciplinary action.
- iii) A mere failure to substantiate a Complaint or provide an adequate proof shall not attract action against the Aggrieved Person
- iv) The malicious intent on the part of the Aggrieved Person shall be established after an inquiry in accordance with the procedure prescribed by the Committee before any disciplinary action is recommended.

11. Protection Against Victimization/Retaliation

- i) Adani Ports and Special Economic Zone Limited shall not accept, support nor tolerate victimization or retaliation measures of any kind against any person, who acting in good faith, reports act of Sexual Harassments. It shall be considered and treated as a major misconduct.
- ii) Any person who engages in such retaliation/ victimization, directly or indirectly or encourages others to do so, may be subject to appropriate disciplinary action.
- iii) Victimization or Retaliation shall be treated as seriously as Sexual Harassment even if the original Sexual Harassment

Complaint is not proven.

- iv) Anyone feeling that a complaint of victimization or retaliation did not get a prompt response can raise a grievance with the Group Committee.

12. Confidentiality

- i) This policy and the law prohibits any person from publishing, communicating, or making known to the public, press and media in any manner, contents of the complaint, the identity and addresses of the Aggrieved Person, respondent and witnesses, any information relating to conciliation and inquiry proceedings, or recommendations of the Internal Committee. Any violation shall also be subject to disciplinary action in accordance with the provisions of law including APSEZ's policies and procedures.
- ii) It is to be noted that the Minutes of the Meeting of the Committees, the findings, recommendations, decisions of the Committees and any document or any verbal communication shall be kept strictly confidential,
- iii) However, it is noted that if the complaint has been registered with the police/under the IPC, the matter may become part of public proceedings. Even in such instances, any person privy to the complaint, inquiry or proceedings should not disclose the identity and address of the Aggrieved Person, respondent, and witnesses to the public, press or media in any manner.



