

POLICY FOR PREVENTION OF SEXUAL HARASSMENT OF NDR INVIT MANAGERS PRIVATE LIMITED

A. Preamble

This policy (the “**Policy**”) has been put in place to prohibit, prevent and deter any acts of sexual harassment, and to provide a procedure for dealing with cases of sexual harassment. This policy has been published pursuant to The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“**the Act**”) and rules made there under.

- B. This Policy extends to all employees (full-time, part-time, trainees and those on contractual assignments) and visitors of the NDR Invit Managers Private Limited, the investment manager to the NDR InvIT Trust, (the “**Investment Manager**”) or the NDR InvIT Trust (the “**Trust**”) at all locations and includes any alleged act of sexual harassment against any person at the workplace. The Policy shall become effective from March 25, 2023.

C. Definitions:

Workplace- Workplace includes:

- (a) All offices or other premises where the Investment Manager’s business is conducted.
- (b) All Investment Manager related activities performed at any other site away from the Investment Manager’s premises.
- (c) Any social, business or other functions where the conduct or comments may have an adverse impact on the workplace or workplace relations.

Aggrieved Person- In relation to workplace, a person of any age whether employed or not, who alleges to have been subjected to any act of sexual harassment by the Respondent.

Respondent- An employee against whom the complaint has been filed.

Sexual Harassment Sexual harassment includes any one or more of the following unwelcome acts or behavior (whether directly or by implication) namely:

- (a) physical contact and advances,
- (b) a demand or request for sexual favours,
- (c) making sexually coloured remarks,
- (d) showing pornography, or
- (e) any other unwelcome physical, verbal or non-verbal conduct of sexual nature.

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:

- (a) implied or explicit promise of preferential treatment in employment,
- (b) implied or explicit threat of detrimental treatment in employment,
- (c) implied or explicit threat about present or future employment status,
- (d) interference with work or creating an intimidating, offensive, or hostile work environment or

- (e) humiliating treatment likely to affect an individual's health or safety.

Sexual harassment includes 'quid pro quo' harassment when an individual's submission to unwelcome sexual conduct becomes an explicit or implicit condition of employment or when decisions such as promotion, transfer, compensation or discipline are determined on the basis of an individual's response to such conduct.

D. Responsibility of Employer

- (a) Effectively communicate a policy that prohibits unwelcome behavior that constitutes workplace sexual harassment, and provide a detailed framework for prevention, and redressal processes;
- (b) Provide a safe working environment at the workplace which shall include safety from the persons coming into contact at the workplace;
- (c) Carry out awareness, training sessions and orientation for all employees on a periodic basis;
- (d) Constitute Internal Complaints Committee/s ("ICC") in every workplace and district so that every working woman is provided with a mechanism for redress of her complaint(s);
- (e) Ensure capacity and skill building of ICC;
- (f) Display at any conspicuous place in the workplace the penal consequences of sexual harassments;
- (g) Provide necessary facilities to the ICC or the local committee, as the case may be, for dealing with the complaint and conducting an inquiry;
- (h) Assist in securing the attendance of respondent and witnesses before the ICC or the local committee, as the case may be;
- (i) Make available such information to the ICC or the local committee, as the case may be, as it may require having regard to the complaint made under sub section (1) of Section 9 of the Act;
- (j) Provide assistance to the woman if she so chooses to file a complaint in relation to the offence under the Indian Penal Code (45 of 1860) ("IPC") or any other law for the time being in force, as amended;
- (k) Cause to initiate action, under the IPC or any other law for the time being in force, against the perpetrator, or if the aggrieved woman so desires, where the perpetrator is not an employee, in the workplace at which the incident of sexual harassment took place;
- (l) Treat sexual harassment as a misconduct under the service rules and initiate action for such misconduct;
- (m) Monitor the timely submission of reports by the Internal Committee; and
- (n) Include in its annual report the number of cases filed, if any and their disposal under the Act.

E. Internal Complaints Committee

The ICC shall constitute the following members:

- (a) a presiding officer who shall be a woman employed at a senior level at workplace from amongst the employees:

Provided that in case a senior level woman employee is not available, the Presiding Officer shall be nominated from other offices or administrative units of the workplace.

Provided further that in case the other offices or administrative units of the workplace do not have a senior level woman employee, the Presiding Officer shall be nominated from any other workplace - or other department or organisation;

- (b) not less than two members from amongst employees preferably committed to the cause of women or who have had experience in social work or have legal knowledge;
- (c) 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:

Provided that at least one-half of the total members so nominated shall be women.

The presiding officer and every member of the ICC shall hold office for such period, not exceeding three years, from the date of their nomination as may be specified by the employer.

The Member appointed from amongst the non-governmental organizations or associations shall be paid such fees or allowances for holding the proceedings of the ICC, by the employer, as may be prescribed.

Details of the members, including their names and contact information shall be displayed at office notice board and will also be published in the intranet web pages and will be updated on a periodic basis. The ICC shall function in accordance with the charter notified by the Investment Manager for the functioning of the ICC.

The ICC shall submit to the employer and district officer an annual report of his organization which shall include-

- (a) Number of complaints of sexual harassment received in the year
- (b) Number of complaints disposed of during the year
- (c) Number of cases pending for more than ninety days
- (d) Number of workshops or awareness programmes against sexual harassment carried out
- (e) Nature of action taken by the employer or district officer where no such report is required to be prepared, intimate such number of cases, if any, to the district officer

F. Aggrieved Woman

- (a) An aggrieved person can file a complaint within three (3) months of the incident or three (3) months from the date of the last incident, in case of a series of incidents.
- (b) The ICC may extend the time limit to a further period of three months, if it is satisfied that the circumstances were such which prevented the aggrieved person from filing a complaint within the prescribed period.
- (c) If a person is unable to make a complaint on account of physical or mental incapacity or death, the person's legal heir or any other person prescribed can submit a complaint on such person's behalf. Such a complaint can be filed by writing to the email address provided below or to the concerned human resources point of contact.

Email: complaints@ndrinvt.com

- (d) Where such a complaint cannot be made, the presiding officer or any member of the ICC shall render all reasonable assistance to the aggrieved person for making the complaint in writing.
- (e) Complaints can be filed either electronically or as a physical handwritten complaint to the ICC. All complaints shall be accompanied by the requisite supporting documents which contain details of relevant dates, timings and locations; name of the respondent(s); and the working relationship between the parties. It should also include names and address of witnesses to the extent available and which the complainant believes to be true and accurate. If the complaint is filed in physical form, the complainant shall furnish six (6) copies of the complaint and accompanying documents.
- (f) Where any offence attracts the provisions of the IPC, then at the request of the complainant, the Investment Manager shall assist the complainant in filing a police complaint.

G. Redressal of Complaint Conciliation

- (a) Before the ICC initiates an inquiry, the aggrieved person may request the ICC to take steps to resolve the matter through conciliation. This can include counselling, educating, orienting, or warning the respondent to promptly stop the unwelcome behavior or appointing a neutral person to act as a conciliator between the parties to resolve the complaint through conciliation.
- (b) However, no monetary consideration shall be made as the basis for such conciliation. If a settlement has been so arrived, the ICC 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 ICC.

H. Inquiry

- (a) In case where a settlement is not requested and/or arrived at through, the ICC will conduct an inquiry into the complaint as per the provisions of the law including the Investment Manager's policies and procedures. An inquiry may also be initiated if the aggrieved person informs the ICC that any terms of settlement has not been complied with by the respondent.
- (b) Once the ICC receives a complaint, it 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, names and addresses of witnesses within ten working days of receiving the complaint. The ICC shall consider the reply from the respondent and conduct an inquiry in accordance with the principles of natural justice, statutory procedures under the law and having regard to the relevant policies and procedures of the Investment Manager. The ICC shall have the inherent authority to provide any reasonable extensions in time to any of the parties in their discretion.
- (c) The aggrieved woman/complainant or the respondent to the complaint shall not be allowed to bring any legal practitioner or third party to represent them at any stage of the proceedings before the ICC. Provided that, a party may, with the permission of the ICC, be represented by any other employee of the Investment Manager (not being a legal practitioner or in-house counsel), where the ICC believes that such representation is required in accordance with the principles of natural justice
- (d) The ICC 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

ICC. The ICC shall serve a notice in writing to the party, fifteen days in advance, before the termination or the ex-parte order.

- (e) The proceedings of the ICC, including statements and evidences placed before it, and the report of the ICC, will be considered confidential. Any breach of confidentiality by any person under this Policy shall lead to appropriate disciplinary action which may include termination of the employment/ criminal action etc.
- (f) Based on a written request from the aggrieved person, certain relief including transfer of either party to any other workplace, or restrain on the respondent from reporting on the work performance of the aggrieved person, or grant of leave to the aggrieved person or any other relief as prescribed under law may be extended to the aggrieved woman.

I. Inquiry Report

- (a) The ICC will investigate the complaint through interviewing the parties and all witnesses, including review of any relevant evidence. The entire inquiry process shall be completed within ninety (90) days and shall forward within ten (10) days thereafter, a report to the Investment Manager's management with its recommendations. If the allegation has not been proved, the ICC shall recommend that no action be required to be taken in the matter. If the allegation has been proved, the ICC shall recommend disciplinary action as prescribed under the law and having regard to the relevant policies and procedures of the Investment Manager and not limited to:
 - (i) Initiating disciplinary action against the employee up to and including termination which may include a warning, reprimand, censure, withholding of promotion of increments, community service or termination of service;
 - (ii) Impose fines on the employee for misconduct or order compensation to be paid to the complainant.
- (b) If the ICC arrives at a conclusion that the allegation against the respondent is malicious or the complainant has made the allegation knowing it to be false or the complainant/witnesses has produced forged or misleading evidence, it may recommend to take disciplinary action against the complainant/witness in accordance with the law and having regard to the relevant policies and procedures of the Investment Manager, not limited to:
 - (i) Initiate disciplinary action against the employee which may include a warning, reprimand, censure, withholding of promotion of increments, community service or termination of service;
 - (ii) Impose fines or penalties on the employee for misconduct

Provided that a mere inability to substantiate a complaint or provide adequate proof need not attract action against the complainant.

The recommendations of the ICC shall be acted upon by the Investment Manager within sixty (60) days of receipt of the same.

J. Appeal

Any person aggrieved by the recommendation of the ICC, may within ninety (90) days of receipt of the same, prefer an appeal to a court or tribunal in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, as amended.

K. Prohibition on disclosure of information

This Policy and the law prohibits any person from publishing, communicating or making known to fellow employees, the public, press and media in any manner, contents of the complaint, the identity and addresses of the aggrieved woman, respondent and witnesses, any information relating to conciliation and inquiry proceedings, or recommendations of the ICC. Any violation shall also be subject to disciplinary action and appropriate compensation and monetary penalty in accordance with the provisions of the law and the Investment Manager's policies and procedures.

However, it is to be 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 woman, respondent and witnesses to the public, press or the media in any manner.

L. Harassment by individuals outside this Policy

If an aggrieved woman brings to the notice of the ICC any instances of sexual harassment where the respondent is not a partner, staff or other individuals covered under this Policy, the Investment Manager's management or any person delegated by the Investment Manager's management shall provide assistance to the woman, if she so chooses, to file a complaint with the ICC of the respondent's employer or under the IPC, or any other law for the time being in force, as may be appropriate.

M. Protection against retaliation

Regardless of the outcome of the complaint made in good faith, the complainant and any person providing information or any witness, will be protected from any form of retaliation. While dealing with complaints of sexual harassment, the ICC shall ensure that the complainant or the witness are not victimized or discriminated against by the respondent. Any unwarranted pressures, retaliatory or any other type of unethical behavior from the respondent against the complainant or witness while the investigation is in progress should be reported by the complainant to the ICC as soon as possible. Disciplinary action, if required will be taken in relation to any such complaints.

However, if the ICC, upon inquiry, discovers that the complaint including any evidence or witnesses are malicious or known to be false or misleading, the ICC may recommend that action be taken against such a party. A mere inability to substantiate a claim shall not be considered as a malicious complaint by the ICC.

Adopted by the board of directors of NDR Invit Managers Private Limited on behalf of Trust on April 25, 2023.

Certified True Copy

Sd/-

Authorised Signatory

Name: Krishnan Iyer Subramanian

Designation: Chief Executive Officer