

NIIF INFRASTRUCTURE FINANCE LIMITED (“NIIF IFL/ the Company”) PREVENTION OF SEXUAL HARASSMENT POLICY (“POSH”)

Applicable Regulation

Prevention of Sexual Harassment Act, 2013

Reviewing & Approving Authority

Authority	Designation
Prepared by	Head – Human Resources
Reviewed by	Chief Executive Officer & Chief Compliance Officer
Recommended by	Nomination and Remuneration Committee
Approved by	Board of Directors
Month/year	October 2024

Version History:

Last Reviewed	Brief Description
May 2022	Policy Review – No change
November 2023	Changes made pursuant to Regulations
October 2024	Policy Review – No change

NIIF INFRASTRUCTURE FINANCE LIMITED

Regd. Office: 3rd Floor, UTI Tower, North Wing, GN Block, Bandra Kurla Complex, Bandra, Mumbai-400051, Maharashtra

CIN: U67190MH2014PLC253944 | **Phone:** +91- 022 6859 1300 | **Website:** www.niifil.in

CONTENTS OF THE POLICY

Sr. No.	Particulars	Page No.
A.	Scope and Objective	2
B.	Definitions	3-4
C.	Constitution of Internal Complaints Committee (IC) and its Functions	4-5
D.	Process of filing a complaint and redressal mechanism	5
E.	Record Keeping	5
F.	Confidentiality	5
G.	Appeal	5
H.	Non Retaliation	5
I.	Malicious Complaints or False Evidence	6
J.	Complaints having elements of a criminal offence	6
K.	Conflict Resolution	6
L.	Amendments	6
	Annexures	7-13

NIIF IFL – POSH Policy

A. SCOPE AND OBJECTIVE

NIIF Infrastructure Finance Limited (the “**Company**” or “**NIIF IFL**”) is committed to create an environment that promotes and fosters equal employment opportunities. It is committed to create a safe and healthy working environment that enables its employees to work without fear of prejudice, gender bias and Sexual Harassment. Towards this, it is essential that all employees deal with their colleagues and third parties with fairness and respect, keeping in mind that his / her behaviour can affect the internal and external reputation of the Company.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made there under (“**Act**”) casts an obligation on all employers to have processes in place to prevent Sexual Harassment of Women at Workplace as well as to provide for redressal of complaints of Sexual Harassment.

Any person making unwelcome physical contact and explicit sexual overtures, demanding or requesting sexual favours, making sexually coloured remarks or showing pornography against the will of a woman shall be guilty of the offence of Sexual Harassment and Section 354A of the Indian Penal Code 1860 prescribes punishment for this offence, ranging from simple to rigorous imprisonment, for term one year to three years, or with fine, or with both.

The right of women to protection from Sexual Harassment and the right to work with dignity are recognized as universal human rights by international conventions such as ‘Convention on the Elimination of all Forms of Discrimination against Women’ (CEDAW), which has been ratified by Government of India.

In order to prohibit, prevent and deter the commission of any act of Sexual Harassment at the Workplace and to provide the procedure for the redressal of complaints pertaining to Sexual Harassment, the Company has put in place this Sexual Harassment (Prevention and Redressal) Policy (“**Policy**”) which reflects the Company’s zero-tolerance to any form of prejudice, gender bias and Sexual Harassment at the Workplace.

This Act seeks to protect Women from Sexual Harassment at the Workplace. However, as the Company would like to keep the Policy gender neutral, in the event that any complaint is raised by a male Employee, such complaints would be addressed under the Company’s disciplinary Policy.

This Policy applies to all Employees (as defined herein) of the Company.

B. DEFINITIONS

1. “**Aggrieved Woman / Complainant**” in relation to a Workplace, means a woman, of any age, whether an Employee or not who alleges to have been subjected to any act of Sexual Harassment by the Respondent at the Workplace. A Complainant includes any other person who files a complaint on behalf of an Aggrieved Woman who is unable to make a complaint on account of her physical or mental incapacity or death or otherwise, provided that such

other person has knowledge of the incident and other than in cases of mental incapacity or death, files the complaint with the written consent of the Aggrieved Woman.

2. **“Employee(s)”** means any person employed by the Company for any work on regular, temporary, *ad hoc* or daily wage basis, either directly or through an agent, with or without the knowledge of the principal employer, including people employed on deputation, contract, part-time basis, whether for remuneration or not, or working on voluntary basis or otherwise, whether the terms of employment are express or implied and shall include trainees, probationer, apprentice, consultants and any other person called by any other such name, who is working in the Workplace of the Company.
3. **“Internal Complaints Committee” or “IC”** means the internal committee constituted by the Company in accordance with the provisions of the Act, to which the complaint of Sexual Harassment can be filed by the Aggrieved Woman / Complainant.
4. **“Respondent”** means a person against whom the Aggrieved Woman / Complainant has made a complaint of Sexual Harassment.
5. **“Sexual Harassment”** means and includes any one or more of the following unwelcome acts or behaviour (whether directly or by implication) namely:-
 - i. physical contact and advances, including but not limited to touching, stalking, sounds which have explicit and /or implicit sexual connotation / overtures / overtones, molestation;
 - ii. a demand or request for sexual favours;
 - iii. making sexually coloured remarks, including but not limited to vulgar / indecent jokes, letters, phone calls, text messages, e-mails, gestures etc.;
 - iv. showing pornography or
 - v. any other unwelcome physical, verbal or non-verbal conduct of sexual nature.

The following circumstances, amongst others, if it occurs or is present in relation to or are connected with any act or behaviour of Sexual Harassment may amount to Sexual Harassment:

- i. implied or explicit promise of preferential treatment in employment;
- ii. implied or explicit threat of detrimental treatment in employment;
- iii. implied or explicit threat about present or future employment status;
- iv. interference with work or creating an intimidating or offensive or hostile work environment;
- or
- v. humiliating treatment likely to affect health or safety.

6. **“Workplace” includes -**

- i. all offices, branches or other premises established, owned or controlled by the Company where the Company’s business is conducted;
- ii. any other site, away from the Company’s premises, where any activities related to the Company are performed;
- iii. any place where social, business or other functions are performed in the course of work, where any conduct or comment passed will have an adverse impact on the Workplace or Workplace relations;

- iv. any place visited by the Employee arising out of or during the course of employment including transportation provided by the Company for undertaking such journey.

C. CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE (IC) AND ITS FUNCTIONS

1. The IC shall comprise of the following members:
 - i. a presiding officer who shall be a woman employed at a senior level at workplace from amongst the employees
 - ii. Representative of HR of the Company;
 - iii. minimum two members from the employees committed to cause of women or having experience in social work/legal field (out of iii and iv , one of the member shall be women).
2. At least one-half of the total members so nominated shall be women.
3. The presiding officer and every member of the IC shall hold office for such period not exceeding three years, from the date of their nomination.
4. The member from NGO shall be paid such fees or allowances for holding the proceedings of IC as may be deemed appropriate by the CEO and as prescribed in the Act.
5. IC shall be responsible for (a) Investigating every formal written complaint of Sexual Harassment; and (b) Taking appropriate remedial measures to respond to any substantiated allegations of Sexual Harassment.
6. IC shall be centrally constituted for all Employees of the Company and shall operate from the Registered Office of the Company at 3rd Floor, UTI Tower, North Wing, GN Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400051. As and when required, the CEO and / or Designated HR Head may constitute IC at such administrative units or offices of the Company as may be required.
7. An Aggrieved Woman / Complainant with a Sexual Harassment concern may make a formal complaint to the IC in writing through letter addressed to "Presiding Officer – IC, NIIF IFL, 3rd Floor, UTI Tower, North Wing, GN Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400051 or alternatively can send an email on POSH@NIIFIL.IN, within 3 months from the date of occurrence of the alleged incident and in the case of a series of incidents, within a period of 3 months from the date of the last incident. IC may, for reasons to be recorded in writing, extend the time limit not exceeding 3 (three) months, if it is satisfied that the circumstances were such which prevented the Aggrieved Woman / Complainant from filing the complaint within the aforesaid period.
8. Any vacancy can be filled by such persons as nominated by the CEO and approved by the Board of Directors of the Company.

D. PROCESS OF FILING A COMPLAINT AND REDRESSAL MECHANISM

The detailed process and redressal mechanism is provided in **Annexure A** at the end of this Policy.

E. RECORD KEEPING

IC shall keep complete and accurate documentation of the complaint, its investigation and the resolution thereof. The incident would be documented and copy of full report of IC will be kept with the Designated HR Head.

F. CONFIDENTIALITY

The identity and addresses of the Aggrieved Woman / Complainant, Respondent and witnesses, any information relating to conciliation and inquiry proceedings, recommendations of the IC, and the action taken by the Company under the provisions of this Act shall not be published, communicated, or made known to the public, press and media in any manner whatsoever. All Employees and witnesses who are part of the IC proceedings will need to sign confidentiality agreements. Any person found to be in breach of the confidentiality obligations provided herein and / or under the Act, as the case may be, shall be liable for the consequences of such breach as prescribed under the confidentiality agreements or as per applicable law. In addition, under the Act, the Designated HR Head on behalf of the Company shall be entitled to recover Rs 5,000 as penalty from any person who breaches the obligation of confidentiality.

Information may be disseminated regarding the justice secured to any victim of Sexual Harassment without disclosing the name, address, identity, or any other particulars calculated to lead to the identification of the Aggrieved Woman / Complainant and witnesses.

G. APPEAL

In the event that any person is aggrieved from the recommendations made by the IC or non-implementation of such recommendations, she may appeal to the appropriate authority¹, as specified by the Act, within a period of 90 (ninety) days of the recommendations.

H. NON RETALIATION

While dealing with complaints of Sexual Harassment, the IC shall ensure that the Aggrieved Woman / Complainant or the witness(es) are not victimized or discriminated against by the Respondent or by others at the behest of the Respondent.

Further, the Company does not tolerate retaliation in any form or manner against any Employee who, acting in good faith, reports suspected misconduct 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 as per the terms of employment.

I. MALICIOUS COMPLAINTS OR FALSE EVIDENCE

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

¹Appellate Authority shall mean the appellate authority notified under Section 2(a) of the Industrial Employment (Standing Orders) Act, 1946 (20 of 1946).

motive of maligning the concerned individual / tarnishing his image in the Company or has produced any false evidence or forged or misleading documents and to settle personal / professional scores, strict action will be taken against the Aggrieved Woman / Complainant in accordance with **Annexure A**.

In case the Aggrieved Woman / Complainant is not able to substantiate the incident(s) with adequate proof and witnesses, such inability alone shall not render the complaint to be a false or malicious complaint.

J. COMPLAINTS HAVING ELEMENTS OF A CRIMINAL OFFENCE

The Designated HR Head shall provide assistance to the Aggrieved Woman / Complainant if the Aggrieved Woman / Complainant chooses to file a complaint in relation to the offence under the IPC or any other law for the time being in force.

K. CONFLICT RESOLUTION

In case of any conflict between the provisions of this Policy and the Act, the provisions of the Act shall prevail. However, if the Policy provides for a behavioural standard higher than that envisaged under the Act, then the Employees of the Company shall adhere to such higher behavioural standards as part of their terms of employment.

L. AMENDMENTS

The Company reserves the right to amend the Policy from time to time in order to comply with any applicable laws / rules / regulations that come into effect from time to time, in relation to Sexual Harassment and / or proceedings of the ICC. Any such amendment shall be made by the CEO of the Company, which shall be noted at the next Audit Committee of the Company held after such amendment.

Annexure A

DETAILED PROCESS AND REDRESSAL MECHANISM

Sr. No	Process Description	Action Owner	Hand Over To
2.1.1	<p>An Aggrieved Woman / Complainant with a Sexual Harassment concern may make a formal complaint to the IC in writing through letter addressed to “Presiding Officer – IC,NIIF IFL, 3rd Floor, UTI Tower, North Wing, GN Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400051 ” or alternatively can send an email on posh@niiffl.in, within 3 (three) months from the date of occurrence of the alleged incident and in the case of a series of incidents, within a period of 3 (three) months from the date of the last incident. Provided that, a complaint may be accepted within such extended timeline as determined by the IC in accordance with paragraph C7 of this Policy. The IC will neither accept nor entertain oral complaints under this Policy.</p> <p>Where such a complaint cannot be made in writing, any member of the IC shall render all reasonable assistance to the Complainant to reduce the complaint in writing and obtain the signature of the Complainant.</p> <p>Complainant shall submit to the IC, 6 (six) copies of the complaint along with supporting documents (if any), and name and contact details of the witnesses (if any).</p> <p>In case the complaint is against an IC member, then the Complainant may follow the procedure mentioned in this Policy except that the complaint will be filed directly to the Designated HR Head instead of IC. The Designated HR Head will then forward the complaint to the IC excluding the member involved in the complaint. In this case, the IC member involved in the complaint will be treated as the Respondent only and will have no say in the proceedings of the IC.</p>	Aggrieved Woman / Complainant	Directly to the IC / Designated HR Head
2.1.2	<p>IC shall then review the complaint and take one of the following actions –</p> <p>i. <u>In the event, the complaint does not fall within the purview of Sexual Harassment;</u> the IC shall forward the complaint to</p>	IC	Designated HR Head / Respondent

Sr. No	Process Description	Action Owner	Hand Over To
	<p>Designated HR Head for necessary action as per terms of employment.</p> <p>ii. <u>In case the complaint is identified as a Sexual Harassment case and any one party involved in the case is not an employee of the Company</u>, IC / Designated HR Head will provide all assistance to the external agency / regulator / Police to resolve the case and the Company shall be in no way liable for any legal action from either of the party involved in the case. In addition, the IC shall inform the Audit Committee of the Company about this case.</p> <p>iii. <u>In case the complaint is identified as a Sexual Harassment case and the parties involved are employees of the Company</u>, IC shall send a copy of the complaint to the Respondent within 7 (seven) working days from the date of receipt of the complaint. In addition, the IC shall inform the Audit Committee of the Company about this case.</p>		
2.1.3	The Respondent should file a reply to the IC along with the list of documents, and names and addresses of witness(es), if any, within a period not exceeding 10 (ten) working days from receipt of a copy of the complaint.	Respondent	IC
2.1.4	<p>The IC may, before initiating an inquiry, at the request of the Aggrieved Woman / Complainant take steps to settle the matter between the Aggrieved Woman / Complainant and the Respondent through conciliation. However, no monetary settlement shall be made on the basis of the conciliation. Where a settlement has been arrived at, the IC shall record the settlement so arrived at and forward the same to Designated HR Head to take action as specified in the recommendation and shall provide copies of the settlement to the Aggrieved Woman / Complainant and the Respondent. The copy of the settlement arrived at shall be kept in the safe custody of the Designated HR Head.</p> <p>Post the conciliation process, after the settlement is arrived, the IC will not do further inquiry in the</p>	IC / Designated HR Head / Conciliators	Aggrieved Woman / Complainant, Respondent and Designated HR Head

Sr. No	Process Description	Action Owner	Hand Over To
	<p>complaint. Reasonable follow up shall be made with the Aggrieved Woman / Complainant by IC / Designated HR Head.</p>		
2.1.5	<p>If the conciliation does not stop the behaviour and / or the Respondent fails to abide by the terms of the conciliation and / or at the request of the Aggrieved Woman / Complainant, the IC may commence an inquiry into the complaint or forward the complaint to the Police for necessary action.</p> <p>Provided, the IC may take a legal opinion, for deciding whether IC should forward the complaint to the Police.</p> <p>Inquiry to be conducted with a minimum of 3 (three) members of the IC, including the Presiding Officer. The Presiding Officer will preside over the investigation.</p> <p>For the purposes of the inquiry, the IC shall have all the powers conferred on it in accordance with the Act, including power 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.</p> <p>The IC shall make an inquiry into the complaint in accordance with the principles of natural justice. The IC must notify in writing, the time and dates of its meetings to the Aggrieved Woman / Complainant and the Respondent, not less than 5 (five) days in advance of any such meeting.</p> <p>The Aggrieved Woman / Complainant and the Respondent shall, during the course of the inquiry, be given the opportunity of being heard and copy of the findings shall be made available to both the parties enabling them to make representations against the findings before the IC.</p> <p>The IC has a right to terminate the inquiry proceedings or to give an ex-parte decision on the complaint if the Complainant/ Aggrieved Woman / Respondent fails, without sufficient cause to</p>	IC	Aggrieved Woman / Complainant, Respondent, Lawyers and Police

Sr. No	Process Description	Action Owner	Hand Over To
	<p>present himself or herself for 3 (three) consecutive hearings called by the Presiding Officer provided 15 (fifteen) days' advance written notice has been given to the party concerned.</p> <p><u>Note:</u> Neither Aggrieved Woman / Complainant nor the Respondent can bring any legal practitioner to represent them in their case at any stage of the proceedings pending before IC. However, they may be accompanied by a colleague or family member for psychological or emotional support. Such colleague or family member will not be permitted to speak at or otherwise interfere with the proceedings of the IC.</p>		
2.1.6	<p>Pending inquiry, the IC at its discretion or at the written request of Aggrieved Woman / Complainant, may decide to:</p> <ol style="list-style-type: none"> a. Restrain the Respondent from taking decisions on the work performance of the Aggrieved Woman / Complainant or writing her confidential or appraisal report and shall assign the same to another officer b. Transfer the Aggrieved Woman / Complainant or the Respondent to any other Workplace of the Company. c. Grant leave to the Aggrieved Woman / Complainant up to 3 (three) months. This leave shall be in addition to the leave the Aggrieved Woman / Complainant would be otherwise entitled to under the terms of employment. d. Issue a restraint order to warn the Respondent that any attempt on his part, or by person(s) acting on his behalf, to contact or influence, or intimidate, or exert pressure on the Complainant or witnesses may prove prejudicial to his case. 	IC	Complainant/ Aggrieved Woman and Respondent

Sr. No	Process Description	Action Owner	Hand Over To
2.1.7	<p>The inquiry should be completed within a period of 90 (ninety) days, or such extended period as may be permitted under applicable law, from the day when complaint was filed by the Aggrieved Woman.</p> <p>On completion of the inquiry, report of the findings shall be submitted by the IC to the Designated HR Head, Aggrieved Woman / Complainant and Respondent within 10 (ten) days of completion of the inquiry.</p> <p>If the complaint against the Respondent is not proved to be true then it shall be recommended that 'No Action' is required to be taken in the matter.</p> <p>The IC may recommend to Designated HR Head any one or combination of the following actions based on severity of the Sexual Harassment and its impact on the Aggrieved Woman:</p> <ol style="list-style-type: none"> 1. Written Apology, 2. Reprimand or censure, 3. Warning, 4. Assistance by the Company to the Aggrieved Woman / Complainant in filing the relevant complaint before the concerned law enforcement agency, if requested, 5. Transfer the Aggrieved Woman / Complainant or Respondent, 6. Withholding of Promotion or Increments of the Respondent, 7. Termination of employment of the Respondent, 8. Suspension, 9. Respondent to be made to attend counselling sessions, 10. Deduction of such sum from the salary / wages of the Respondent as the IC may deem appropriate to be paid to the Aggrieved Woman / Complainant or to the legal heirs, 11. Carrying out community service, 12. Any other action as may be deemed appropriate by the IC. <p>The above list is inclusive and not exhaustive.</p> <p>In case the IC has recommended in its report that deduction be made for the salary / wages of the</p>	IC and Designated HR Head	IC, Designated HR Head, Complainant / Aggrieved Woman and Respondent


Sr. No	Process Description	Action Owner	Hand Over To
	<p>Respondent as envisaged above and the Designated HR Head is unable to make such deduction due to his being absent from duty or cessation of employment, the IC may direct the Respondent to pay such sum to the Aggrieved Woman / Complainant. In case the Respondent fails to pay the sum referred above, the IC may forward the order for recovery of the sum as an arrear of land revenue to the concerned District Officer.</p> <p>Upon receipt of the IC report, Designated HR Head will inform about the same to the Audit Committee of the Company. Designated HR Head shall act upon the recommendations within 60 (sixty) days of receipt of the IC report and send a report of such implementation to the IC and the Audit Committee of the Company.</p>		
2.1.8	In cases where the IC arrives at a conclusion that the complaint was false or malicious or false or misleading documents were produced, then the IC may recommend that the Designated HR Head take action in accordance with the provisions of the terms of employment or any action as per point 2.1.7 above.	IC	Designated HR Head
2.1.9	The number of complaints of Sexual Harassment received, disposed off, pending for more than 90 (ninety) days, workshops conducted, action taken in the year need to be filed as Annual Report to the concerned District Officer and Designated HR Head under Section 21 of the Act.	IC	Deputy Collector ² and Designated HR Head
2.1.10	The Company shall include in its Annual Report, the number of Sexual Harassment cases filed, if any, and their disposal under the Act.	Designated HR Head	Registrar of Companies

Duties of IC / Company / Designated HR Head -

Sr. No	Process Description	Action Owner	Hand Over To
2.2.1	IC members will hold the office for 3 (three) years from the date of their nomination to the IC.	Audit Committee / Designated HR Head	-
2.2.2	Disseminate this Policy and create awareness sessions for the Employees.	Designated HR Head	Employees

² In Maharashtra, the District Officer would be the Deputy Collector of the concerned district.

2.2.3	Orientation & Capacity/Skill building program for the IC.	Designated HR Head	IC
2.2.4	Display of names and contact details of members of IC at all branches/locations.	Designated HR Head	Facilities
2.2.5	Display the constitution of IC and penal consequences of Sexual Harassment at conspicuous place(s) in the Workplace.	Designated HR Head	Facilities
2.2.6	Submit Annual Reports containing: <ul style="list-style-type: none"> • Number of complaints received during the year • Number of complaints disposed of during the year • Number of cases pending for more than 90 days • Number of workshop /programme against Sexual Harassment carried out • Nature of action taken by the Company / Designated HR 	Designated HR Head	Deputy Collector / Labour Office
2.2.7	Designated HR Head will be responsible for the co-ordination and meetings of the IC. Designated HR Head shall monitor timely submission of reports by the IC.	Designated HR Head	-
2.2.8	Report of the number of Sexual Harassment cases filed, if any and their disposal to be included in the Directors report which forms part of the Annual Report of the Company.	Designated HR Head	Registrar of Companies
2.2.9	Provide assistance to the Aggrieved Woman / Complainant if she chooses to file a complaint in relation to an offence under the Indian Penal Code or any other applicable law in force.	Designated HR Head	Aggrieved Woman / Complainant
2.2.10	Provide necessary facilities to the IC and assist in securing the attendance of Respondent and witnesses before the IC.	Designated HR Head	IC
2.2.11	Cause its subsidiaries to adopt Policy on prevention, prohibition and redressal of Sexual Harassment, which shall be consistent with this Policy, whenever applicable.	Board of Directors	Subsidiary Company

Document Name	Document Sample
Annual Return Format	 Format.docx