



TERRA CLEAN LIMITED

POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

1. Objective

This Policy has been framed in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder ("the Act"). While this Policy covers the key aspects of the Act, reference shall always be made to the Act for further clarification, and the provisions of the Act shall prevail in case of any inconsistency.

Terra Clean Limited ("TeCL" or "the Company") is committed to providing a safe, secure and dignified work environment, free from sexual harassment, exploitation and intimidation, for all its stakeholders including employees, agents, clients, contractors and partners.

TeCL values every individual associated with it and is committed to protecting their dignity and self-respect, maintaining personal integrity, and promoting a working environment where all genders are treated as equals and can contribute to maximum productivity.

The objective of this Policy is to provide protection against sexual harassment at the workplace, and for the prevention and redressal of complaints of sexual harassment and matters connected or incidental thereto.

2. Applicability

This Policy applies to all employees of the Company (permanent, temporary, contractual, trainees, probationers and apprentices), as well as to interns, consultants, visitors, clients and other third parties present at the Company's workplace, whether located in India or elsewhere.

Consistent with prevailing market practice and in the interest of fostering an inclusive workplace, this Policy extends its protection and complaint redressal mechanism to employees of all genders who allege sexual harassment, while the Committee constituted under this Policy shall continue to meet the composition requirements prescribed under the Act.

3. Definitions

- i. **"Aggrieved Person" or "Complainant"** means a person, in relation to the workplace, whether employed or not, who alleges to have been subjected to any act of sexual harassment by the Respondent.

- ii. **“Company”** means Terra Clean Limited (**“TeCL”**).
 - iii. **“Employee”** means a person employed at a workplace for any work, on a 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, whether the terms of employment are express or implied, and includes a co-worker, contract worker, probationer, trainee or apprentice.
 - iv. **“Employer”** means the Chairman of TeCL, or such other officer as may be designated by the Board or under the Company's service rules.
 - v. **“Internal Committee”** or **“IC”** means the Internal Committee constituted by the Company under Clause 6 of this Policy.
 - vi. **“Respondent”** means the person against whom the Aggrieved Person has made a complaint under this Policy.
 - vii. **“Sexual Harassment”** includes any one or more of the following unwelcome acts or behaviour (whether directly or by implication):
 - Physical contact and advances;
 - A demand or request for sexual favours;
 - Making sexually coloured remarks;
 - Showing pornography or other offensive or derogatory pictures, cartoons, representations, graphics, pamphlets or sayings; or
 - Any other unwelcome physical, verbal or non-verbal conduct of a sexual nature.
- The following circumstances, among others, if they occur or are present in relation to or connected with any act or behaviour of sexual harassment, may also amount to sexual harassment:
- Implied or explicit promise of preferential treatment in employment;
 - Implied or explicit threat of detrimental treatment in employment;
 - Implied or explicit threat about present or future employment status;
 - Interference with work, or creation of an intimidating, offensive or hostile work environment; or
 - Humiliating treatment likely to affect health and safety.
- viii. **“Workplace”** includes all premises of the Company; any place visited by an employee in the course of employment, including transportation provided by the Company for such purpose; and, for the avoidance of doubt, extends to remote and work-from-home arrangements, client and vendor sites visited on Company business, and Company-related virtual interactions (video calls, official messaging platforms and email) and work-related social or offsite events.

4. Guiding Principles

- i. **Zero tolerance:** The Company will not tolerate sexual harassment in any form and will take prompt and appropriate action on every complaint received.

- ii. Confidentiality: The identity and details of the Complainant, Respondent and witnesses shall be kept strictly confidential, subject to the disclosure requirements of the Act.
- iii. Non-retaliation: No Complainant, Respondent or witness shall be subjected to victimisation, retaliation or any adverse treatment for having participated in good faith in a complaint or inquiry process under this Policy. Any act of retaliation shall itself be treated as misconduct.
- iv. Natural justice: Every inquiry under this Policy shall be conducted in accordance with the principles of natural justice, providing a fair opportunity to be heard to all parties.

5. Duties of the Employer

In accordance with Section 19 of the Act, the Company shall:

- Provide a safe working environment at the workplace, including safety from persons coming into contact at the workplace;
- Display at a conspicuous place in the workplace the penal consequences of sexual harassment and the composition of the Internal Committee;
- Provide necessary facilities to the Internal Committee for dealing with complaints and conducting inquiries;
- Assist in securing the attendance of the Respondent and witnesses before the Internal Committee;
- Make available such information to the Internal Committee as it may require in relation to an inquiry;
- Provide assistance to the Aggrieved Person, if she or he so chooses, to file a complaint under the Indian Penal Code / Bharatiya Nyaya Sanhita or any other applicable law;
- Treat sexual harassment as misconduct under the Company's service rules and initiate action for such misconduct;
- Monitor the timely submission of reports by the Internal Committee; and
- Report annually, to the appropriate Government authority as prescribed under the Act, and disclose in the Company's Board's Report the number of cases filed and their disposal under this Policy during the relevant financial year.

6. Roles and Responsibilities

6.1 Responsibility of every individual

It is the responsibility of every individual at the workplace to respect the rights of others and never to encourage harassment. This includes:

- Refusing to participate in any activity which constitutes harassment;
- Supporting a person who wishes to reject unwelcome behaviour; and
- Acting as a witness if a person subjected to harassment decides to lodge a complaint.

6.2 Responsibility of managers and employees

All managers must ensure that no one is subjected to harassment and that all employees are treated equally. Managers must ensure that employees understand harassment will not be tolerated, that complaints will be taken seriously, and that the Complainant, Respondent and witnesses are not victimised in any way.

7. Constitution of the Internal Committee

- ✓ To receive, inquire into and recommend suitable action on complaints of sexual harassment, the Company shall constitute an Internal Committee ("IC"), comprising:
 - i. A Presiding Officer, being a woman employed at a senior level at the workplace. Where no senior-level woman employee is available, the Presiding Officer shall be nominated from another administrative unit of the workplace, or, failing that, from any other workplace of the Company or another organisation;
 - ii. Not less than two Members from amongst employees, preferably committed to the cause of women or having experience in social work or legal knowledge;
 - iii. One Member from amongst non-governmental organisations or associations committed to the cause of women, or a person familiar with issues relating to sexual harassment,provided that at least one-half of the total Members so nominated shall be women.
- ✓ Term: The Presiding Officer and every Member shall hold office for a term not exceeding three (3) years from the date of nomination, as prescribed under the Rules.
- ✓ Quorum: No inquiry proceeding shall be valid unless a minimum of three IC Members, including the Presiding Officer, are present.
- ✓ Vacancy: If the Presiding Officer or any Member ceases to be an employee of the Company or otherwise becomes unable to act, the Company shall nominate a replacement in accordance with this Clause within a reasonable time.

8. Responsibilities of the Internal Committee

- ✓ Receiving complaints of sexual harassment at the workplace;
- ✓ Initiating and conducting inquiries in accordance with the procedure established under this Policy and the Act;
- ✓ Submitting findings and recommendations following inquiry;
- ✓ Coordinating with the Employer for implementation of appropriate action;
- ✓ Maintaining strict confidentiality throughout the process; and

- ✓ Submitting annual reports in the format prescribed under the Act to the Employer, for onward transmission to the District Officer as required.

9. Lodging of Complaint

The Complainant may submit a detailed written complaint, along with supporting documentary evidence and/or names of witnesses, to any Member of the IC. The complaint must be lodged within three (3) months from the date of the incident, or the last in a series of incidents. The IC may extend this period by a further three (3) months, for reasons recorded in writing, where satisfied that circumstances prevented the Complainant from lodging the complaint within the original period.

Where a complaint cannot be made in writing, the Presiding Officer or any IC Member shall render reasonable assistance to the Complainant in reducing the complaint to writing.

Where the Complainant is unable to lodge a complaint owing to incapacity, the following persons may do so on the Complainant's behalf, with the Complainant's written consent (or, where the Complainant is deceased or otherwise unable to give consent, as permitted under the Act):

- A legal heir, relative or friend;
- A co-worker; or
- Any person having knowledge of the incident.

Where a complaint is first received by a person who is not an IC Member, that person shall report it to the IC immediately.

10. Guidelines for the Receiver of a Complaint

- ✓ Hear the complaint and assure the Complainant that the Company takes the matter seriously;
- ✓ Inform the Complainant that the matter will be reported to the IC and dealt with expeditiously;
- ✓ Avoid pre-judging the situation;
- ✓ Take written notes while listening to the Complainant;
- ✓ Allow the Complainant to bring another person to the meeting if they wish;
- ✓ Prepare a clear, simple and direct description of the incident;
- ✓ Keep all notes strictly confidential;
- ✓ Obtain the Complainant's consent before proceeding with a formal investigation;

- ✓ Explain that, although the process is confidential, the Respondent and relevant witnesses will necessarily learn of the Complainant's identity; and
- ✓ Take care to avoid any disadvantage to, or humiliation of, either the Complainant or the Respondent.

11. Conciliation

At the request of the Complainant, and before initiating an inquiry, the IC may take steps to conciliate the matter between the Complainant and the Respondent. It shall be made clear to all parties that conciliation does not, of itself, imply acceptance of the complaint by the Respondent; it is a mechanism to resolve issues or clear misunderstandings.

No monetary settlement shall be made the basis of conciliation. Where a settlement is reached, the IC shall record it and report it to the Employer for appropriate action, and shall provide copies of the settlement to the Complainant and Respondent. Conciliation should be completed within two (2) weeks of receipt of the complaint. No further inquiry shall be conducted once a settlement is recorded.

12. Initiation of Inquiry

The IC shall initiate an inquiry where:

- No conciliation is requested by the Complainant;
- Conciliation has not resulted in a settlement; or
- The Complainant informs the IC that a term of the settlement reached through conciliation has not been complied with by the Respondent.

13. Inquiry Procedure

- ✓ The IC shall commence inquiry within one (1) week of receipt of the original complaint, closure of conciliation, or a repeat complaint, as applicable.
- ✓ The Complainant shall submit the complaint with supporting documents and names of witnesses;
- ✓ The IC shall forward a copy of the complaint to the Respondent within seven (7) working days;
- ✓ The Respondent shall file a reply with supporting documents within ten (10) working days of receiving the complaint;
- ✓ No legal practitioner may represent any party at any stage of the inquiry;
- ✓ The inquiry shall be conducted in accordance with the principles of natural justice; and
- ✓ A minimum of three IC Members, including the Presiding Officer, shall be present for the inquiry.

- ✓ The IC shall interview the Respondent separately and impartially, and shall clearly state the allegation and its source. The Respondent shall be given full opportunity to respond and to lead evidence. Detailed notes of all meetings shall be prepared and may be shared with the Complainant and Respondent on request. Witnesses produced by either party shall be interviewed and their statements recorded; where either party wishes to cross-examine a witness, the IC shall facilitate this through questions routed via the IC. The entire inquiry, including submission of the Inquiry Report, shall be completed within ninety (90) days of commencement.

14. Interim Relief

During the pendency of the inquiry, upon a written request from the Complainant, the IC may recommend that the Employer:

- ✓ Transfer the Complainant or the Respondent to another workplace;
- ✓ Grant the Complainant leave of up to three (3) months, in addition to leave otherwise due;
- ✓ Restrain the Respondent from assessing the Complainant's work performance; or
- ✓ Grant such other relief as may be appropriate.

The Employer shall inform the IC once any recommended interim relief has been implemented.

15. Termination of Inquiry

The IC may terminate the inquiry, or render an ex-parte decision, where the Complainant or Respondent is absent, without reasonable cause, for three (3) consecutive hearings. A written notice of fifteen (15) days shall be given to the absent party before any such termination or ex-parte order.

16. Considerations in Preparing the Inquiry Report

- ✓ Whether the language, visual material or physical behaviour complained of was of a sexual or derogatory nature;
- ✓ Whether the allegations follow logically and reasonably from the evidence;
- ✓ The credibility of the Complainant, Respondent, witnesses and evidence;
- ✓ The Respondent's previous conduct or track record, if any; and
- ✓ Whether both parties were given a fair opportunity to be heard.

A copy of the proceedings and final findings shall be made available to both parties to enable them to make representations to the IC before the findings are finalised.

17. Action Following Inquiry

17.1 The IC shall submit its report, containing findings and recommendations, to the Employer within ten (10) days of completion of the inquiry.

17.2 Complaint not substantiated

Where the IC concludes that the allegation is not proved, it shall recommend that no action be taken. The IC shall ensure both parties understand that the matter is fully investigated and concluded, and that neither party will face any disadvantage on this account.

17.3 Complaint substantiated

Where the IC concludes that the allegation is proved, it shall recommend that the Employer take action treating sexual harassment as misconduct in accordance with applicable service rules, which may include:

- ✓ Counselling;
- ✓ Censure or reprimand;
- ✓ A written apology by the Respondent;
- ✓ Written warning;
- ✓ Withholding of promotion and/or increments;
- ✓ Suspension;
- ✓ Termination of employment; or
- ✓ Any other action the Management may deem fit.

In addition, a sum determined in accordance with Section 15 of the Act shall be paid to the Aggrieved Person, having regard to: the mental trauma, pain, suffering and emotional distress caused; the loss in career opportunity due to the incident; medical expenses incurred for physical or psychiatric treatment; the income and financial status of the Respondent; feasibility of such payment in lump sum or instalments; and any other relevant factor. This amount shall be recovered by way of deduction from the salary or wages of the Respondent, or otherwise as directed.

The Employer shall act upon the IC's recommendations within sixty (60) days and confirm such action to the IC.

18. Malicious or False Complaints

Where the IC concludes that a complaint was made knowing it to be false, or that the Complainant (or any other person making the complaint) produced a forged or misleading document, the IC may recommend action against such person, on lines similar to those applicable to a substantiated complaint against a Respondent. In arriving at such a conclusion, the IC shall bear in mind that a mere inability to substantiate a complaint, or

insufficiency of evidence, shall not by itself attract action; malicious intent must be established on the basis of a distinct, separate inquiry into that specific question.

19. Prohibition of Victimisation

No Complainant, Respondent, witness, or IC Member shall be victimised, retaliated against, or subjected to any adverse treatment in employment, for having made, participated in, or assisted with, a complaint or inquiry in good faith under this Policy. Any act of retaliation shall be treated as misconduct under the Company's service rules and dealt with independently of the outcome of the underlying complaint.

20. Confidentiality

The identity of the Complainant, Respondent and witnesses, the statements and other evidence gathered in the inquiry, and the action taken by the Employer, shall be treated as strictly confidential information and shall not be published or made known to the public or media, save as required by law or by an order of a competent forum. Contravention of this clause shall attract disciplinary action as prescribed under the Act.

21. Appeal

Any party aggrieved by the recommendations of the IC, or by the Employer's implementation (or non-implementation) thereof, may appeal to the Court or Tribunal notified as the appellate authority under the Act, within ninety (90) days of the recommendations being communicated.

22. Contact for Lodging a Complaint

Complaints under this Policy may be addressed to any Member of the Internal Committee. The names, designations and contact details (email/extension) of current IC Members shall be displayed at all Company premises and on the Company's internal communication portal, and updated promptly upon any change in composition.

23. Amendment and Review

This Policy shall be reviewed periodically, and in any event upon any material change in the Act or Rules, to ensure continuing compliance. Any amendment to this Policy shall require approval of the Board of Directors.
