

KINARA CAPITAL PRIVATE LIMITED

(formerly known as Visage Holdings and Finance Private Limited)

RBI Registration: B-02.00255 | CIN: U74899KA1996PTC068587



SEXUAL HARASSMENT POLICY (Prevention, Prohibition and Redress)

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SEXUAL HARASSMENT POLICY (Prevention, Prohibition and Redress)

1. Introduction

Kinara Capital Private Limited (formerly known as "Visage Holdings and Finance Private Limited") aims to provide a secure and equitable work environment where the employees, partners and third-party associates can conduct business activities together in a culture that is free of discomfort, mental anguish, exploitation or fear caused by acts of "Sexual Harassment". This policy for Prevention of Sexual Harassment is applicable within the office environment, as well as any locations that are directly related to the Company's business or dwellings where the employees of the company are present for the purposes of the company's business. Under the regulation of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 it is mandatory for every organization to frame POSH Policy.

1.1 Objective

The objective of this policy, inter alia is to:

- Prevent the incidents of Sexual Harassment
- Create awareness about the company's governance policy against Sexual Harassment
- Provide information on the Redress Mechanism for the aggrieved person.
- Provide information on the consequences of Sexual Harassment to the Respondent (If proved or considered as accepted by the Committee for Prevention of Sexual Harassment)
- Consequences of false information regarding a Complaint
- Provide information on treatment of complaints, maintenance of records and confidentiality.

1.2 Policy Statement

Statement for Prevention of Sexual Harassment

Company endeavors to uphold the dignity and respect of each and every person.

To this effect, the company is committed to govern its employees, partners and all business associates to:

- Promote a safe and congruent workplace
- Promote a welcoming environment based on mutual respect and trust amongst all employees and associates of the company
- Exhibit zero tolerance towards discriminatory behavior, abuse and sexual harassment (as defined in section 4.0 of this document) towards any person(s)
- Provide a satisfactory redress mechanism to the aggrieved person of discriminatory behavior, abuse and sexual harassment
- Amend the policy, rules and regulations from time to time to sustain and improve a safe and congruent workplace culture

Violation of this policy will call for stringent disciplinary action, which may include termination of employment and legal consequences. False complaints and misuse of this policy shall also be considered as a violation of the Policy.

2. Definition of Terms

Term	Operational Definition
Company	Kinara Capital Private Limited (earlier known as Visage Holdings and Finance Private Limited)
Aggrieved	Person who is the direct sufferer as a result of, Sexual Harassment, including employees, partners and third-party associates
IC	Internal Committee as defined in the POSH Act.
HR	Human Resources
NGO	Non-Governmental Organization
Manager	The immediate reporting manager of the aggrieved and accused
Sexual Harassment	<p>"Sexual Harassment" includes any one or more of the following acts or behavior (whether directly or by implication) namely: -</p> <ul style="list-style-type: none"> (i) physical contact and advances; or (ii) a demand or request for sexual favors; or (iii) making sexually colored remarks; or (iv) showing Pornography; or (v) any other physical, verbal or non-verbal conduct of sexual nature
Management Team	The CEO & COO of the company
Employee	"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, probationer, trainee, apprentice or called by any other such name

3. Scope

This policy is applicable to all employees at all branches, third parties, contract employees, part-time employees, vendor personnel and interns engaged in the business operations of the Company.

This policy also extends to individuals such as clients and visitors who are subjected to Sexual Harassment in the premises of the company. Other sites of the company such as guesthouses, serviced apartments, resorts, hotels, or any temporary or rented properties are also within the scope of this policy. Acts of Sexual Harassment in any mode of transport provided by the company is also included within the scope of this policy.

This policy covers the primary aspects and requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redress) Act, 2013 (the "Act"). The provisions of the Act shall always prevail over the content of this policy and the Act shall always be the point of reference for all clarifications and inadequacies of the policy.

4. Understanding Sexual Harassment at the workplace

Sexual harassment could mean any sexually connoted behavior (outright or implied) such as physical contact and suggestive advances, unwelcome communications or offers, demands or requests for sexual favors, sexually colored remarks, display of pornographic material, electronic messages, and any other "sexually suggestive behavior" (Physical, Verbal or Non- Verbal in conduct).

The following circumstances, among other circumstances, if it occurs or is present in relation to or connected with any act or behaviour of sexual harassment may amount to sexual harassment:

- (i) Implied or explicit promise of preferential treatment in her employment; or
- (ii) implied or explicit threat of detrimental treatment in her employment; or
- (iii) Implied or explicit threat about her present or future employment status; or
- (iv) Interference with his/her work or creating an intimidating or offensive or hostile work environment for her; or
- (v) Humiliating treatment likely to affect her health or safety.

Sexual harassment would also include -

4.1 Trade off Sexual Harassment:

Which means something in exchange or in return of one thing for another – In the workplace, trade off sexual harassment takes place when sexual favors are asked in exchange for any kind of special treatment on the job. Threatening an employee if he/ she does not consent to such sexual advances or favors also amount to sexual harassment.

The act of “asking” may either be voiced or implied and the ‘sexual conduct’ may be verbal or physical. In either case, it must be unwelcome. For instance, direct or implied requests or offers by any associate for sexual favors in exchange for actual or promised job benefits, or continued employment constitutes sexual harassment.

4.2 Hostility or Hostile Sexual Harassment:

Takes place when either communication or behavior of a sexual nature takes place and is seen or perceived as offensive and interferes with the performance of the victim(s). Hostile sexual harassment may also include threatening or distressing behavior that is directed at an individual who has refused sexual favors.

It will also mean related retaliation, which includes ostracizing someone in the workplace with regard to his/her roles and responsibilities, socially isolating, intimidating someone physically, psychologically and emotionally for not making sexual favors.

The above list is not exhaustive. There could be various other acts that could be construed as “Sexual Harassment”.

4.3 Sexual Harassment Related Grievances by or against Customer/External Stake Holders

- If the customer or any external stake holders experience any sexual behaviour, (whether directly expressed or implied, and includes the cases of physical contact and advances, or a sexual favor demanded or requested, or making remarks with sexual overtones, or showing pornography or other offensive material) or acting in an sexual manner through physical, verbal, or non-verbal means by Kinara officials, the customer can lodge a complaint to **posh@kinaracapital.com**
- The grievance thus received will be investigated by the Internal Complaints Committee (IC) set up at Kinara Capital under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act). The IC will reach out to the customer and explain the process of enquiry and action.
- In case any employee experiences Sexual Harassment by any customer or by any external stake holders, the company holds all the rights to initiate legal action against them.

5. Preventive Action

Kinara shall take all measures to:

- Provide a safe working environment to all employees by adopting adequate safety measures at workplace, which shall include, monitored entry and exit of persons at the workplace, display of ID cards, and other standard safety practices used by the industry.
- Sensitize all employees, contractors, and temporary workers on the Company premises on what amounts to Sexual Harassment and the consequences of the same by conducting awareness programs, online publications, and workshops at regular intervals.
- In the Company premises conspicuously display the penal consequences of Sexual Harassment and details of the IC constituted to deal with Sexual Harassment.
- Endeavor to create a free and fearless environment for employees to freely approach designated IC members to discuss any issues doubts relating to Sexual Harassment.

6. Internal Complaints Committee

In compliance with the provisions of the Act, the Company has established the Internal Complaints Committee ('IC'). The IC shall deal with all the complaints relating to Sexual Harassment in accordance with the provisions of the Act and the Company will provide all necessary infrastructure and facilities for conduct of inquiry by the IC.

The IC is organized as follows:

The IC shall always be headed by an employee working full-time at the level of Manager and above with the company (Presiding Officer)

The IC shall consist of the following members to be nominated by the Company, namely:

- A Presiding Officer who shall be a woman employed at a senior level at Kinara from amongst the employees:
- 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.
- One member from amongst non-governmental organizations or associations committed to the cause of women or a person familiar with the issues related to sexual harassment:

A minimum of 50% of the IC shall be composed of women

The IC shall also engage a non-governmental organization, or an association committed to the cause of women or a person familiar with the issues related to sexual harassment.

The IC's presiding officer and members shall hold the position for not more than 3 years, from the date of their nomination.

Where the Presiding Officer or any Member of the internal Committee, --

- (a) Contravenes the provisions of section 16 of the Act; or
- (b) Has been convicted for an offence or an inquiry into an offence under any law for the time being in force is pending against him/her; or
- (c) He/she has been found guilty in any disciplinary proceedings or a disciplinary proceeding is pending against him/her; or
- (d) Has so abused his position as to render his continuance in office prejudicial to the public interest, such Presiding Officer or Member, as the case may be, shall be removed from the Committee and the vacancy so created or any casual vacancy shall be filled by fresh nomination in accordance with the provisions of this section

6.1 Duties and Responsibilities of the IC

- The IC shall deal with the complaints in accordance with the provisions of the Act; and
- Work with the rest of the Company to implement preventive actions to create a healthy work environment that is free of sexual harassment by mailing information, publishing articles, and generally keeping the organization aware of the policy for prevention of sexual harassment.

6.2 Lodging a complaint

- any Aggrieved person may submit a complaint of Sexual Harassment in writing to the IC within a period of three (3) months from the date of the incident and in case of a series of incidents within three (3) months from the date of the last incident. The complaint may be submitted to posh@kinaracapital.com
- if the complainant is able to satisfy the IC that there were circumstances which prevented lodging of the complaint within the period of three (3) months as stipulated, for the reasons recorded in writing the IC may extend the time limit for lodging the complaint by a further period not exceeding three months.
- in the event the Aggrieved person is not in a position to make a complaint in writing, the IC may provide all reasonable assistance to the person to make a complaint in writing.
- If the Aggrieved person is unable to make a complaint on account of his/her physical or mental incapacity or death, a legal heir may lodge and pursue the complaint.
- where the aggrieved is unable to make a complaint on account of his/her physical incapacity, a complaint may be filed by -
 - a) his/her relative or friend; or
 - b) his/her co-worker; or
 - c) an officer of the National Commission for Women or State Women's Commission; or

d) any person who has knowledge of the incident, with the written consent of the aggrieved.

- Where the aggrieved is unable to make a complaint on account of his/her mental incapacity, a complaint may be filed by-
 - a) his/her relative or friend; or
 - b) a special educator; or
 - c) a qualified psychiatrist or psychologist; or
 - d) the guardian or authority under whose care he/she is receiving treatment or care; or
 - e) any person who has knowledge of the incident jointly with her relative or friend or a special educator or qualified psychiatrist or psychologist, or guardian or authority under whose he/she is receiving treatment or care.

6.3 Proceedings of the IC

Below are only key aspects of the proceedings and the same are not exhaustive.

The IC shall conduct the proceedings strictly in accordance with the provisions of the Act and the other laws as may be applicable.

- On receipt of a complaint, keeping in mind the seriousness of the allegations, the IC may request the Aggrieved person to settle the matter with the respondent or accused through conciliation. In such a settlement, the Aggrieved person shall not be awarded any monetary compensation.
- Where a settlement has been arrived, the Internal Committee shall record the settlement so arrived and forward the same to the employer or as prescribed in the Act to take action as specified in the recommendation.
- The Internal Committee shall provide the copies of the settlement as recorded to the aggrieved person and the respondent.
- If the allegations require an inquiry into the matter and if the person accused is an employee of the Company, the IC shall proceed to conduct inquiry in accordance with the applicable HR policies of the Company.
- If the allegations require an inquiry and the person accused is not an employee of the Company, then IC shall provide all assistance to the Aggrieved person, if he/she so desires to lodge the complaint with the employer of the accused or to the jurisdictional local complaints committee (a committee constituted by the government to deal with Sexual Harassment cases against employers who have not or are not required to constitute/d the IC) or the Police as the case may be.

6.4 Enquiry by IC

6.4.1 The Act has vested IC with the powers of a civil court and it can summon, enforce attendance of any person for inquiry, examining him/her on oath, requiring the discovery and production of document and any other matter which may be prescribed in the Act.

- The inquiry by the IC shall start with summoning of the accused person and supply of a copy of the complaint lodged against him/her with supporting documents if any.
- The IC shall hear both the parties, examine them or any connected person or persons or witnesses on oath and give them fair chance of representing their case before it.
- A party to the proceeding before IC shall be entitled for supply of a copy of any document filed before the IC by the opposite party and entitled to examine before the IC any object, material supplied to the IC in connection with the allegation or in defense thereof.
- The IC shall complete the Inquiry within a period of ninety (90) days from the date of filing of the complaint.

6.5 Interim Recommendations of IC

During pendency of inquiry on a written request made by the Aggrieved person, the IC may recommend.

- Transfer the Aggrieved person or accused to any other department or workplace of the Company or
- Grant leaves up to a period of three months to the Aggrieved person in addition to the leaves for which he/she should be entitled to in the normal course or
- Any other suitable relief under the circumstances

6.6 Report of IC

Within Ten (10) days from the date of completion of the Inquiry, the IC shall submit a report of its findings to the Management of the Company and copies of the same shall be made available to the concerned parties before it.

6.7 Consequences of the IC Report

1. If IC arrives at a conclusion that the accused is not guilty of the allegations made against him/her, it shall recommend to the Management Team not to take any action in the matter.
2. If the IC arrives at a conclusion that the allegation against the accused is proven, it may recommend the following to the Management Team:
 - a) To take action for Sexual Harassment as a misconduct in accordance with the applicable HR policies of the Company.
 - b) To deduct from the salary of the accused such sum as it may consider appropriate to be paid to the Aggrieved person or to his/her legal heirs, keeping in mind the mental trauma, pain and suffering, emotional distress, loss of career opportunity, medical expenses, income and financial status of the accused.
 - c) Provided further that if the accused fails to pay the sum referred to in clause B, the Internal Committee may forward the order for recovery of the sum as an arrear of land revenue to the concerned District Officer.

The employer or the District Officer shall act upon the recommendation within sixty days of its receipt by him.

6.8 False or Malicious Complaint and False Evidence

If the IC after inquiry comes to the conclusion that the Aggrieved person has made deliberately false or malicious allegation against the accused person or has produced forged or misleading documents, then the IC may recommend to the Management Team to treat the act as misconduct and take consequential actions.

6.9 Confidentiality

The company recognizes the difficulty of the Aggrieved to come forth with a complaint regarding sexual harassment. Therefore, in the interest of the Aggrieved, it is of utmost importance to maintain confidentiality and restricted access to the complaints and records pertaining to the complaints - whether in physical or digitized forms throughout the process of receiving and redress of the complaints. Owing to the sensitive nature of the information the complaints or the results of such complaints shall not be shared with anyone other than the persons or concerned authorities with prior approval from the Management Team

7. Obligations of the Management Team

- Provide necessary facility to the IC in dealing with the complaints and conducting inquiry
- Assist in securing the attendance of the accused and witness before the IC
- Make available the information required by the IC.
- Provide assistance to the Aggrieved person if he/she chooses to file a complaint with the Police or court against the accused.
- Lodge a Police complaint against the accused who is not an employee of the company if the Aggrieved person so desires.
- Treat Sexual Harassment as a misconduct
- Monitor the timely submission of the reports by the IC.
- Implement the recommendations of the IC.
- Take action to file reports as may be required by the Act to the government.
- Facilitate conduct of workshops, awareness sessions and trainings to employees, contractors and temporary workers about acts of Sexual Harassment and its consequences.
- Provide IC members with adequate training to handle issues related to Sexual Harassment effectively with a sense of urgency and empathy.

8. Protection of Aggrieved Person

- The complainant/victim/aggrieved parties shall not be subjected to reprisal under any circumstances.
- No discrimination shall be practiced against the complainant/victim/aggrieved.
- In the event of the incident becoming public or made known to the employees for reasons whatsoever, the details shall not be discussed or brought up in any forum by parties unrelated to the complaint. Any discussions regarding the incident, if required shall be taken up with the IC only.
- Breach of the above rules intended for the protection of the complainant/victim/aggrieved parties shall attract disciplinary action
- The Complainant is given a lot of support in the form of interim relief and if necessary, the Complainant will also be referred to counsellors to work through the distress of a sexual harassment case. In addition, the External Member on the IC, an advocate who works with SASHA, an organization dedicated entirely to the prevention of sexual harassment in the workplace can also support.

9. Policy implementation and maintenance

- The responsibility of implementation and maintenance of this policy rests with the IC and the Management Team.
- The company reserves the right to repeal, amend, modify, and rescind/reinstate parts of this policy or the policy in its entirety anytime.
- Any changes, if made, shall be mentioned in the revision history of this document with changes to the version number as applicable.
- All changes shall be reviewed by the IC and approved by the Board.

10. Employee Responsibilities

Below is an indicative list of what constitutes the do's and don'ts of how to prevent Sexual Harassment in the workplace. This is not an exhaustive list.

Dos:

- Know Company's policy for Prevention of Sexual Harassment
- Understand what constitutes inappropriate behavior and avoid the same
- Refuse to participate in situations or discussions that make you uncomfortable. Walk away from such situations
- Say 'No' to talks that include sexual connotations
- Refrain from discriminatory actions against the spirit of this policy
- Maintain confidentiality regarding any aspect of an inquiry to which you may be party to

Don't:

- Engage in sexually suggestive comments or comment on others physical attributes
- Use offensive language or words of endearment that can demean or make a coworker uncomfortable
- Sing or hum songs that are considered vulgar
- Request for sexual favors, make sexual advances, compel acts of sexual nature
- Make unreasonable request for social contacts or make repeated requests for social contact despite clear refusal of the person being requested
- Intrude the privacy of a co-worker
- Encourage graffiti / art / posters / cartoons and any kind of visual imagery with sexual undertone at the work-place
- Discuss sexual acts or sexual prowess in the office environment
- Wear clothing with suggestive remarks/graphics
- Wear clothing that are revealing (This will also diminish the formal decorum of the workplace)

Remember that the following acts can be considered as sexual harassment:

- Offensive gestures, leering, whistling, staring to the discomfort of others . Uttering a derogatory word, making a gesture, exhibiting an offensive object with the intention to be heard or seen by others
- Suggestive or indecent sounds, gestures, display of offensive literature, internet sites, drawings, cartoons, electronic messages and letters
- Unwanted physical contact or advances
- Intentional touching of the body in the following ways: hugs, kisses, brushing, caressing, pinching, etc. in a manner that causes discomfort to the others
- Any display of affection that can make the co-workers uncomfortable

11. Annexure - A**Prevention of Sexual Harassment (PoSH)****WHAT IS SEXUAL HARASSMENT?**

- Unwelcome Physical Contact
- Unwelcome communications (Oral, SMS etc.)
- Suggestive behavior (Physical, Verbal or Non-Verbal in conduct).

WHO CAN COMPLAIN?

- Affected employee or person specified in the policy and/or in the Act. (All genders)

WHEN TO COMPLAIN?

- Immediate or timeline mentioned in the policy and/or in the Act.

HOW TO COMPLAIN?

- In writing to the below mentioned mail ID posh@kinaracapital.com

12. IC Members contact details

Committee Members	Name	Designation	Department	Contact Details	Email ID
Presiding Officer	Herjinder Kaur Luggani	EVP	Audit & Compliance	9820995496	herjinder.l@kinaracapital.com
Member 1	Tavamani Gracy J	Deputy CHRO	Management	9620313739	gracy.j@kinaracapital.com
Member 2	Sanjiv Singh Gehlaut	SVP	Data Science	9741211666	sanjiv.g@kinaracapital.com
Member 3	Anuradha Vijayaragavan	CRO	Management	9940695513	anuradha.v@kinaracapital.com
External Member	Anjali Joisa (Advocate –SASHA)	Advocate	SASHA	7829737929	anjali@sashaindia.com
Common mail ID					posh@kinaracapital.com