

**POLICY ON PREVENTION OF SEXUAL HARASSMENT  
[ADOPTED BY BOARD ON 05.02.2025]**

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## 1. Purpose and Commitment

Excelsoft Technologies Limited (“Company”) is committed to providing a safe, respectful and harassment-free work environment for all employees and persons associated with the Company. The Company has zero tolerance towards sexual harassment at the workplace in any form.

This Policy is framed in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (“POSH Act”) and the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013 (“POSH Rules”). It is the duty of every person covered by this Policy to conduct themselves in a manner that keeps the workplace free from sexual harassment.

## 2. Scope

This Policy applies to any instance of sexual harassment of women at the workplace or in the case of an employee, arising outside the workplace, regardless of who was involved. This Policy covers the process to investigate and redress complaints of sexual harassment at the Workplace or Extended Workplace.

## 3. Applicability

This Policy applies to Excelsoft Technologies Limited and covers:

- a. all employees, whether full-time, part-time, temporary, contractual, on probation, trainees or apprentices, while on engagement with the Company in India;
- b. customers, vendors and their employees, consultants, and anyone else doing business at the Company’s Workplace or in interactions arising from work carried out by or on behalf of the Company; and
- c. anyone present at the Workplace such as candidates, visitors and guests.

## 4. Objectives

The objectives of this Policy are to:

- a. treat all persons with dignity and respect at all times;
- b. prevent unwelcome gestures or behaviour of a sexual nature;
- c. prevent situations of oppression or hostility created through sexual harassment;
- d. ensure prompt and fair investigation and redressal of all complaints of sexual harassment;
- e. ensure compliance with the POSH Act, POSH Rules, and all applicable laws; and
- f. create awareness of rights and remedies available to persons who experience sexual harassment.

## 5. Definitions

- a. **“Aggrieved Woman”** means a woman, whether employed or not, who alleges to have been subjected to any act of Sexual Harassment at the Workplace by the Respondent. For the purposes of the statutory ICC process, the Aggrieved Person shall be a woman.
- b. **“Complainant”** means the Aggrieved Woman or a person authorised by the Aggrieved Woman who is raising the complaint on her behalf.
- c. **“Employer”** means a senior employee of the Company designated as Employer under this Policy and/or as defined under applicable law.

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- d. **“Internal Complaints Committee” or “ICC”** means the Internal Complaints Committee constituted under Section 4 of the POSH Act, consisting of a minimum of 4 (four) members comprising:
- a Presiding Officer who shall be a woman employed at a senior level at the Workplace from amongst the employees. If a senior level woman employee is not available at the relevant Workplace, the Presiding Officer shall be nominated from any other administrative unit or office of the Company or from another employer;
  - not less than 2 (two) members from amongst employees who are committed to the cause of women or who have had experience in social work or have legal knowledge;
  - 1 (one) external member from an NGO or association committed to the cause of women or a person familiar with issues relating to sexual harassment.

At least ½ (One-half) of the total members of the ICC shall be women at all times. The Presiding Officer shall mandatorily be a woman – there is no exception to this requirement under the POSH Act.

- e. **“Prevention of Sexual Harassment Committee” or “PSHC”** means the committee consisting of global members who form the ICC to conduct investigations based on the region where a complaint is reported and under applicable local law.
- f. **“Presiding Officer”** means the woman member of the ICC at a senior level, selected and designated to lead the inquiry process.
- g. **“Respondent”** means the person against whom the Complainant has made the complaint.
- h. **“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
  - any other unwelcome physical, verbal or non-verbal conduct of sexual nature.

Sexual Harassment also includes quid pro quo harassment (where submission to such conduct is made a term or condition of employment or is used as a basis for employment decisions) and hostile work environment harassment (where such conduct has the purpose or effect of unreasonably interfering with work or creating an intimidating, hostile or offensive work environment).

- i. **“Workplace”** means all administrative locations of the Company and includes the Extended Workplace – any place visited by the employee arising out of or during the course of employment (including meetings at third party premises, offsite meetings, public venues), transportation provided by the Company, Company-sponsored events, offsites, parking lots, business conferences, airports and any other location as provided under applicable laws. Workplace also includes all digital platforms of interaction where the employee represents the Company. Acts that are personal in context and have no nexus to the employment relationship are excluded.

## 6. **Internal Complaints Committee – Constitution and Tenure**

The Company has constituted an ICC under Section 4 of the POSH Act for redressal of complaints of sexual harassment. The current composition of the ICC is as follows:

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Member Name	Designation	Email
Ms. Manjula Mukund	Presiding Officer	manjula@excelsoftcorp.com
Ms. Suvarna S	ICC Member	suvarna@excelsoftcorp.com
Mr. Shivakumar S	ICC Member	shiv@excelsoftcorp.com
Mr. Prashanth H M	ICC Member	prashanth@excelsoftcorp.com
Mr. Tejaswi V K	ICC Member	tejaswi@excelsoftcorp.com
Mr. S M Adithya Jain	ICC Member	adithya.jain@excelsoftcorp.com
Mr. Balaji Dasari	ICC Member	balaji.dasari@excelsoftcorp.com
Ms. Sandhya Dwivedi	ICC Member	sandhya.dwivedi@excelsoftcorp.com
Ms. Nithyashree H M	ICC Member	nithyashree.hm@excelindia.com
Ms. Deepa Madas	ICC Member	deepa.madas@excelindia.com
Ms. Junia Sebastian	External ICC Member	jsebastian@almtlegal.com

**Tenure:**

The Presiding Officer and every member of the ICC shall hold office for a term not exceeding 3 (three) years from the date of their nomination, as prescribed under Section 4(3) of the POSH Act. The ICC shall be reconstituted upon expiry of tenure, resignation, disqualification or any other vacancy.

**Functions of the ICC:** The ICC shall:

- receive and investigate every formal written complaint of sexual harassment;
- hold a meeting at least once every quarter and record whether any complaint was received or not, and review general safe working conditions;
- take appropriate remedial measures in response to any substantiated allegation;
- discourage and prevent employment-related sexual harassment;
- organise regular workshops and training programmes; and
- prepare and submit an annual report as required under the POSH Act.

**7. Complaint Filing – Time Limit**

An Aggrieved Woman may file a written complaint with the ICC within 3 (three) months from the date of the incident of sexual harassment, or in the case of a series of incidents, within 3 (three) months from the date of the last incident.

The ICC may, for reasons recorded in writing, extend the time limit by a further period not exceeding 3 (three) months if it is satisfied that circumstances were such that the Aggrieved Woman was prevented from filing the complaint within the original period.

An anonymous complaint shall not be investigated under this Policy. If the Aggrieved Woman is unable to make a written complaint due to physical incapacity or any other reason, the Presiding Officer or any ICC member shall assist her in making the complaint.

**8. Complaints – Who Can File and Where**
**8.1 Who Can File**

- The Aggrieved Woman herself; or

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- b. Any person authorised by the Aggrieved Woman to file the complaint on her behalf.

## 8.2 Where to File

Complaints shall be addressed to the ICC at the following contact points:

**Presiding Officer:** Ms. Manjula Mukund — manjula@excelsoftcorp.com

**External ICC Member:** Ms. Junia Sebastian — jsebastian@almtlegal.com

Complaints may also be submitted in writing to any other member of the ICC as listed in Clause 6 of this Policy. The ICC shall maintain confidentiality of the identity of the Complainant, Respondent and witnesses throughout the process.

## 9. Conciliation

The ICC may, before initiating an inquiry and only at the request of the Aggrieved Woman, take steps to settle the matter between the Aggrieved Woman and the Respondent through conciliation.

No monetary settlement shall be made the basis of conciliation. Where a settlement has been arrived at, no further inquiry shall be conducted by the ICC, and the terms of the settlement shall be recorded and a copy provided to both parties.

If the agreed settlement is not complied with by the Respondent, if the Aggrieved Woman does not request conciliation, or if the conciliation process fails, the ICC shall proceed to make an inquiry into the complaint.

## 10. Interim Relief

During pendency of an inquiry and upon a written request by the Aggrieved Woman, the ICC may, at its discretion and on a prima facie review of the matter, recommend interim measures to the Employer on a case-by-case basis without prejudicing the final outcome. Such measures may include:

- transfer of the Aggrieved Woman or the Respondent to another Workplace;
- grant of leave to the Aggrieved Woman in addition to the leave she would normally be entitled to;
- restraining the Respondent from appraising or supervising the work of the Aggrieved Woman or from any act that may affect her negatively;
- requiring the Respondent to remain at or work from home or a Workplace where the Aggrieved Woman is not located;
- suspension of the Respondent pending the inquiry; or
- any other appropriate relief in the circumstances.

## 11. Inquiry Procedure

Unless otherwise provided under applicable local law, the inquiry process and timelines shall be as follows:

- The ICC shall, within 7 (seven) working days of receipt of the complaint, inform the Employer and send one copy of the complaint to the Respondent.
- The Respondent shall be given an opportunity to submit a written explanation (if desired) within 10 (ten) working days from the date of receipt of the complaint and supporting documents.

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- c. The Aggrieved Woman shall be provided with a copy of the written explanation submitted by the Respondent, if any.
- d. If either party desires to lead evidence or require witness(es) to be called, they shall communicate the names of such witness(es) to the ICC in writing, after which the Presiding Officer will summon them. The ICC may also call upon any witness or examine any records it deems fit.
- e. The Presiding Officer may convene such number of hearings as necessary to complete the inquiry. If either party fails to attend 3 (three) consecutive hearings without sufficient cause, the ICC may terminate the inquiry or pass an ex-parte order, provided that 15 (fifteen) days written notice has been given to the concerned party in advance.
- f. When the Aggrieved Woman is a third party and does not agree to a personal appearance before the ICC, the ICC shall proceed based on prima facie evidence available.
- g. The ICC shall record the entire proceedings of each hearing and the minutes shall be signed by the parties attending as acknowledgment of the record.
- h. The parties shall not be allowed to bring a legal practitioner to represent them at any stage of the proceedings before the ICC.
- i. All complaints shall be investigated in a sensitive and confidential manner. Disclosure of the identity of the Complainant, Respondent or witnesses, or the details of the proceedings, is prohibited under the POSH Act and shall be treated as a breach of this Policy.
- j. The inquiry shall be completed within 90 (ninety) days from the date of receipt of the complaint.
- k. After completing the inquiry, the ICC shall submit its recommendations and report to the Employer within 10 (ten) days of the conclusion of the inquiry.
- l. The ICC report shall also contain recommendations on corrective, preventive and other actions required from the Company.
- m. Both the Complainant and the Respondent shall be informed about the closure and outcome of the investigation.

## **12. Malicious Complaints**

Where the ICC concludes that the allegation against the Respondent is malicious or the Complainant has made the complaint knowing it to be false or has produced forged or misleading documents, the ICC may recommend appropriate remedial action against the Complainant.

Mere inability to substantiate a complaint or provide adequate proof shall not be treated as a malicious complaint and shall not attract any action against the Complainant. If any witness has given false evidence or produced forged or misleading documents, disciplinary action shall be recommended against such witness.

## **13. Right to Appeal**

If the Aggrieved Woman or the Respondent is not satisfied with the recommendations of the ICC or with the action taken by the Employer pursuant to such recommendations, they may file an appeal before the appropriate authority under the POSH Act or under applicable local law, within 90 (ninety) days from the date of the recommendations, as provided under Section 18 of the POSH Act. If the ICC process was flawed on grounds of natural justice, the aggrieved party may also approach the High Court under Article 226 of the Constitution.

## **14. Annual Reporting and Disclosure**

The ICC shall prepare an annual report at the end of each calendar year containing the following information and submit it to the Employer and the District Officer as required under Section 21 of the POSH Act:

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- a. number of complaints of sexual harassment received during the year;
- b. number of complaints disposed of during the year;
- c. number of cases pending for more than 90 (ninety) days; and
- d. number of workshops or awareness programmes conducted during the year.

In accordance with the Companies (Accounts) Second Amendment Rules, 2025 (notified on May 30, 2025, effective July 14, 2025), the Board's Report of the Company shall include the following disclosures:

- a. total number of sexual harassment complaints received during the financial year;
- b. number of complaints disposed of during the financial year;
- c. number of complaints pending for more than 90 (ninety) days; and
- d. gender composition of employees of the Company as at the end of the financial year (number of women, men and transgender employees).

### **15. Awareness and Training**

The Company shall, through the ICC and the Human Resources function, organise regular workshops, awareness programmes and training sessions for employees at all levels to:

- a. build awareness of this Policy and the provisions of the POSH Act;
- b. sensitise employees on issues of sexual harassment, gender equality and workplace dignity;
- c. train ICC members on inquiry procedures, evidence handling and confidentiality requirements; and
- d. communicate the complaint redressal mechanism to all employees, including new joiners during induction.

The Company shall display notices about the POSH Act and this Policy at conspicuous places at all its offices and facilities.

### **16. Policy Review**

This Policy shall be reviewed at least once in every 2 (two) years to ensure that it remains consistent with the objectives of the Company and with the POSH Act, POSH Rules and all other applicable laws. The Policy shall be reviewed at shorter intervals if the law pertaining to sexual harassment is amended before the stipulated time of review.

In case of any amendment(s), clarification(s) or circular(s) issued by any relevant authority that are inconsistent with the provisions of this Policy, such amendment(s), clarification(s) or circular(s) shall prevail and this Policy shall stand amended accordingly from the effective date, even if not expressly incorporated herein.

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