
THE POLICY DISPLAYED WAS APPROVED BY THE ERSTWHILE BOARD OF DIRECTORS OF THE COMPANY IN ITS MEETING HELD ON 5TH DECEMBER 2024, T THIS POLICY HAS BEEN PUBLISHED ON THE WEBSITE OF THE COMPANY TO COMPLY WITH REGULATION 46 OF THE SEBI (LODR) REGULATIONS, 2015. THE BOARD OF THE COMPANY MAY MODIFY, ADD, DELETE OR AMEND ANY OF THE PROVISIONS OF THIS POLICY TIME TO TIME.

ICODEX PUBLISHING SOLUTIONS LIMITED
Prevention of Sexual Harassment Policy

1. Policy Statement and Objectives:

ICodex Publishing Solutions Limited (the "Company") is committed to a work environment in which all individuals are treated with respect and dignity.

The Company has zero tolerance towards any form of harassment, threats, insults, unlawful discrimination, and other unprofessional conduct within the Company and expects all employees to adopt a similar attitude.

The Board has approved the Company's Prevention of Sexual Harassment ("POSH Policy"), in accordance with the provisions prescribed in the "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" (the "POSH Act 2013") and the principles of natural justice. The Board expects all employees of the Company to demonstrate highest level of professional conduct in the course of their employment with the Company. All individuals must act responsibly and with a complete consciousness about the consequences of their actions on the other members.

While this POSH Policy sets forth the Company's goals of promoting a workplace that is free of sexual harassment, the POSH Policy is not designed or intended to limit the Company's authority to discipline or take remedial action for workplace conduct which the Company deems unacceptable, regardless of whether such conduct satisfies the definition of Sexual Harassment.

This POSH Policy also sets out a grievance mechanism to resolve any complaints of sexual harassment, threats, insults, unlawful discrimination and other unprofessional conduct.

Accordingly, while the POSH Policy covers all the key aspects of the POSH Act 2013, for any further clarification reference shall always be made to the POSH Act 2013 and the provisions of the POSH Act 2013 shall prevail.

2. Applicability:

This POSH Policy applies to every person engaged with the Company for any work whatsoever, on a regular, temporary, ad hoc basis either directly or through an agent, including contractors, consultants, trainees, apprentices, probationer, and even a visitor.

3. Important Definitions:

- a. "Complainant" shall mean a person of any age and gender whether employed or not, who has experienced Sexual Harassment or has observed some other person experiencing Sexual Harassment, or who files a complaint of alleged Sexual Harassment.

For the avoidance of any doubt, it is clarified that the Complainant can be any person who is associated with the Company in any capacity, including but not limited to a regular employee, part-time employee, contractor, consultant, trainee, or an intern.

- b. "Employee(s)" shall mean a person who is directly employed with the Company on regular or temporary basis including probationers, trainees.
- c. "Respondent" shall mean a person of any gender against whom the Complainant has made a complaint of Sexual Harassment.
- d. "**Sexual Harassment**" shall mean and include one or more of the following unwelcome acts or behavior (whether directly or by implication) namely:
- i) Physical contact and sexual advances such as pinching, patting, rubbing, or purposefully brushing up against another person;
 - ii) Staring in a sexually suggestive or offensive manner, or whistling;
 - iii) Demand or request for sexual favors;
 - iv) Making or using derogatory comments, slurs, or jokes of a sexual nature, verbal sexual advances or propositions, graphic commentaries about an individual's body, sexually degrading words used to describe an individual;
 - v) Making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, posters, calendars or computer screens or pornography;
 - vi) Inquiries about someone's sexual history or their sexual orientation;
 - vii) Any other unwelcome physical, verbal or non-verbal conduct of sexual nature;
 - viii) Sending suggestive or obscene letters, notes, chats, electronic messages;
 - ix) Wearing inappropriate clothes for a video call;
 - x) Scheduling video calls at odd hours without a reasonable cause; or
 - xi) Persistently calling or messaging a person at odd hours etc.

In addition to the above, any of the following circumstances, if it occurs in relation to any act or behavior of sexual harassment may amount to Sexual Harassment:

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

Any actions or words with any sexual connotations that interfere with an individual's ability to work or create an uncomfortable atmosphere are considered acts of Sexual Harassment.

- e. "**Witness**" shall mean a person (of any gender) who personally has seen or observed the Complainant experiencing Sexual Harassment or who has knowledge about such an incident.
- f. "**Workplace**" shall include any place of work (i.e. the head office / corporate office or any branch office) and it shall also include any place where the Complainant or the Respondent visits in connection with his/her work, during the course of and/or arising out of employment/ contract/ engagement with the Company, including transportation provided for undertaking such a journey or the place from where the employees are working remotely.

The above-mentioned definitions are provided in this POSH Policy for the ease of understanding and are not exhaustive in nature. Upon the receipt of any complaint, the Internal Committee ("IC") will first analyze whether it amounts to a complaint of 'Sexual Harassment' and whether it has occurred at the 'Workplace' as is defined more specifically in the POSH Act 2013. The IC's decision on these matters will be final.

4. The Internal Committee ("IC"):

- a. As per guidelines set out in the POSH Act 2013, an IC has been constituted for the Company, and will be responsible to carry out the functions and obligations under this POSH Policy.
- b. The present constitution of the IC for accepting complains from women employees under the POSH Act 2013 is as follows:

Position	Name of the Member	Contact Detail

5. Complaint of Sexual Harassment:

If you experience any form of Sexual Harassment or, if you believe someone associated with the Company is experiencing any form of Sexual Harassment, you should immediately report the same to the IC / Redressal Committee Members. According to the POSH Act 2013, only women employees can complain to IC. Hence all Sexual Harassment complaints raised by women employees will be addressed under the POSH Act 2013, and all complaints from other gender will be addressed under the gender-neutral sexual harassment policy."

Redressal Committee (hereinafter the "Redressal Committee")

The constitution of Redressal Committee to accept complaints from other gender (except women who are already covered under POSH Act, 2013) is as follows:

Sr. No.	Name of the Committee Member	Contact Details

Note: If you are filing a complaint on someone else's behalf, it is important that you obtain a written consent from that person for filing such a complaint.

A detailed procedure for filing the complaint is given below on page 8 of this POSH Policy.

Note: If the respondent is not an employee of the Company or the Workplace where the incident took place, then with the consent of the Complainant, the complaint will be forwarded to the local police station for being dealt as per the provisions of the Indian Penal Code, 1960.

When a complaint is filed by or against an Employee of the Company's client, then the IC / Redressal Committee will converge with the client's IC / Redressal Committee to investigate the complaint.

6. Mechanism of reporting an incident of Sexual Harassment:

- a. The Complainant who believes that she/he has experienced or subjected or observed Sexual Harassment shall report the incident immediately to the IC / Redressal Committee or to the management of the Company. Such a complaint may be filed to the IC anytime during the employment tenure of the Complainant using the prescribed format in [Exhibit A](#).
- b. The Complainant shall submit all necessary supporting documents and the names and addresses of the witnesses while submitting any complaint to the IC/ Redressal Committee.
- c. Where such complaint cannot be made in writing, the Presiding Officer or any Member of the IC / Redressal Committee shall render all reasonable assistance to the Complainant for making the complaint in writing.
- d. If the Complainant is unable to make a complaint because of his/her physical or mental incapacity, a complaint may be filed by anyone of the below state person(s), provided that such person is not a legal practitioner:
 - (i) Any legal heir
 - (ii) Any relative or friend;
 - (iii) Any co-worker;
 - (iv) An officer of the National Commission for Women or State's Women Commission;
 - (v) A special educator;
 - (vi) A qualified psychiatrist or psychologist;
 - (vii) The guardian or authority under whose care the Complainant is receiving treatment or care;
 - (viii) Any person who has knowledge of the incident, with the written consent of the Complainant.
- e. In case the Complainant is dead, a complaint may be filed by his/her legal heir or any person who has knowledge of the incident, with the written consent of the Complainant's legal heir.

7. Inquiry into the Complaint:

- a. The Company promises to promptly and thoroughly investigate all reports of Sexual Harassment as discreetly and confidentially as possible. However, investigation of such complaint will generally require disclosure to the Respondent and witnesses
- b. The objective of the POSH Policy is to conduct a thorough investigation, to determine whether Sexual Harassment has occurred and to eliminate any hostile or offensive working condition and decide actions to take against the Respondent.

- c. The IC / Redressal Committee shall make an inquiry into the complaint in accordance with the principles of natural justice and in compliance with the applicable law.
- d. On receipt of the complaint, the IC / Redressal Committee shall send one copy of the complaint to the Respondent within a period of seven (7) working days from the receipt of the complaint.
- e. The Respondent shall then file his/her reply to the complaint along with the list of documents and names and addresses of the witnesses within a period of ten (10) working days from the date of receipt of the copy of the complaint from IC / Redressal Committee.
- f. The IC / Redressal Committee shall have the right to terminate the inquiry proceedings or to give an ex-parte decision by giving fifteen (15) days of written notice to the Complainant and the Respondent if the Complainant and/or Respondent fails to present himself or herself for three (3) consecutive proceedings.
- g. The Complainant or Respondent shall not be allowed to bring in any legal practitioner to represent them in the proceedings before the IC.
- h. The ICS shall endeavor to resolve any complaints promptly without unnecessary delay not exceeding the period of three (3) months from receipt of the complaint.
- i. The IC will record its decisions and recommendations as per the format given under [Exhibit B](#). and accordingly, inform the same to the Complainant and the Respondent.
- j. For making an inquiry under the POSH Act 2013, the IC shall have the same powers as are vested in a Civil Court under the Code of Civil Procedure, 1908, namely:
 - (i) Summoning and enforcing the attendance of any person and examining him on oath;
 - (ii) Requiring the discovery and production of documents; and
 - (iii) Any other matter which may be necessary.
- k. The IC may forward the complaint to the appropriate police authority if deemed necessary.
- l. The management of the Company shall act upon the recommendations of the IC immediately but not later than sixty (60) calendar days of the receipt of the recommendations of the IC.

8. Conciliation:

- a. Upon a request made by the Complainant, before initiating an inquiry into any alleged complaint, the IC may take steps in accordance with the POSH Act 2013 to resolve the matter between the Complainant and Respondent, through conciliation.
- b. In case the Respondent agrees to actions such as apologies or voluntary resignation, without going through the formal disciplinary procedures, then on the basis of such actions, the Complainant and the Respondent may arrive at a resolution of the complaint informally.
- c. Where the parties have arrived at a conciliation, no further inquiry shall be conducted by IC. IC shall record the details of the conciliation and forward the same to Director – Human Resources ("**HR**") for necessary action within ten (10) working days of the

conciliation.

- d. It is to be noted that no complaint of Sexual Harassment shall and will be resolved by way of monetary settlement in cases of conciliation.
- e. Subject to point (i) above, if the complaint has not been resolved through conciliation, IC may proceed to initiate a formal inquiry into the complaint.

9. Disciplinary Action:

Based on the conclusions of the investigation, the IC will suggest (as a part of the written report in case of formal resolution) appropriate disciplinary action to the management of the Company; which can include written apology, counseling, carrying out community service, warning, reprimand or censure, suspension, transfer from project/location (of Complainant or the Respondent), withholding of promotion, deducting the salary or any such sum as it may deem necessary, withholding of pay rise or increment, direct the Respondent to pay to the Complainant such sum considering the trauma suffered, loss in career, medical expenses incurred, income or financial status of the Complainant or any action up to and including termination of employment. The Company will implement the actions with the support of the HR Head of the Company.

10. Other Relief to Complainant During Pendency of Inquiry:

The IC at the written request of the Complainant, may recommend to the Company-

- a. To either transfer the Complainant (with consent from Complainant) or the Respondent to other location;
- b. Grant leave to the Complainant up to a period of three (3) months or grant such other relief to the Complainant as the IC deems appropriate; or
- c. Recommend to the manager of the upward hierarchy of the Company to restrain the Respondent from reporting on the work performance of the Complainant or writing her/his confidential report or assign the same to another officer.

11. Appeal

Each Complainant and Respondent has the right to appeal to the Labour Commissioner or regular courts of justice within ninety (90) days from the date of recommendations by the IC / Redressal Committee if they are not satisfied by the recommendation given by the IC/ Redressal Committee.

12. Confidentiality

- a. Cases that involve allegations of Sexual Harassment are especially sensitive, and special attention will be given to the issue of privacy for all individuals.
- b. The contents of the Complaint, the identity, and addresses of the Complainant, Respondent, and witnesses, any information relating to conciliation and inquiry proceedings, recommendations of the IC and the action taken by the Company shall not be published, communicated or made known to the public, press, and media in any manner information will be released only on a need-to-know basis.
- c. Investigation at times may compromise total confidentiality.

13. Retaliation

This POSH Policy strictly prohibits any kind of intimidation or harassment of individuals who have filed complaints, instituted proceedings, assisted in investigations, or formally or informally objected to discriminatory practices, irrespective of the outcome. The Company will take strict action against those Employees who would indulge in such retaliatory actions. The Company will ensure that the Complainant or witnesses are not victimized or discriminated against while dealing with any complaint of Sexual Harassment.

14. Frivolous or False Charges

- a. This POSH Policy shall not be misused to bring frivolous or malicious charges against fellow employees.
- b. If the IC / Redressal Committee arrives at the conclusion that the allegation against the Respondent is malicious or the Complainant has made the Complaint knowing it to be false or the Complainant has produced any forged or misleading document, it may recommend the Company to take any action including a written apology, warning, reprimand or censure, withholding of promotion, withholding of pay rise or increments, terminating the Complainant from service or undergoing a counseling session or carrying out communit

