

zomato

PREVENTION OF SEXUAL
HARASSMENT POLICY

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1. BACKGROUND

At Zomato, we have zero tolerance for sexual harassment at the workplace. We aim to create a comfortable environment that encourages the growth and development of all our people and we strongly believe that having a secure and fearless work environment at Zomato is pivotal to our success as an organisation.

We encourage harmonious work relations, based on mutual trust and respect between all employees. Discrimination and harassment of any type is strictly prohibited. Zomato wishes to promote and maintain this culture to ensure that employees do not engage in practices that are abusive in any form or manner whatsoever.

The Prevention of Sexual Harassment Policy (“Policy”) has been formed to prohibit, prevent and deter the commission of acts of sexual harassment at the workplace and to provide the procedure for the redressal of complaints about sexual harassment.

2. APPLICABILITY

This is a global policy and extends to all employees of Zomato, including those employed on a contractual basis and interns. Where any sexual harassment is caused to a Zomato employee due to an act by a third party or outsider, while on official duty, Zomato will take all necessary and reasonable steps to assist the affected person in terms of support and preventive action.

This Policy is made under the overall ambit of the Zomato Code of Conduct and is also in compliance of the Indian law - The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (“Act”).

3. SCOPE

The scope extends to all definitions of the workplace, as below:

- a. All business locations/ offices of Zomato;
- b. All Zomato held/ sponsored parties, social occasions and gatherings;
- c. Any external location visited by Zomato employees/ interns due to or during the course of their employment with Zomato such as business locations of other companies/ entities, guesthouses and residences, while in transit etc.;
- d. Any mode of transport provided by Zomato (or a representative of the Company) for undertaking a journey to and from the aforementioned locations; and
- e. The workplace referred to in this Policy also includes the notional extended workplace during work from home and can also include cyberspace and social media as well as electronic communication between persons covered under this Policy which may have work-related consequences.

4. DEFINITION OF SEXUAL HARASSMENT

Sexual Harassment as per the Policy is a form of workplace harassment of a sexual nature that affects the dignity of employees at work. Sexual harassment includes any one or more of the following unwelcome acts or behaviour (whether directly or by implication) namely:

- a. Physical contact and advances; or

- b. A demand or request for sexual favors; or
- c. Making sexually colored remarks; or
- d. Showing pornography; or
- e. Any other unwelcome physical, verbal or non-verbal conduct of a sexual nature.

Further, it is also made clear that “no person shall be subjected to sexual harassment in relation to or connected with any act or behaviour of sexual harassment which may amount to: (i) implied or explicit promise of preferential treatment in their employment; or (ii) implied or explicit threat of detrimental treatment in their employment; or (iii) implied or explicit threat about their present or future employment status; or (iv) interference with their work or creating an intimidating or offensive or hostile work environment for them; or (v) humiliating treatment likely to affect their health or safety.”

Some examples of acts considered sexual harassment are:

- a. Repeatedly standing too close to or brushing up against a person;
- b. Sexual pranks, or repeated sexual messages, jokes, in person or via email, messages, internal messaging tools, etc;
- c. Giving gifts or leaving objects that are sexually suggestive;
- d. Repeatedly asking a person to socialize during or after duty hours when the person has said no or indicated they are uninterested.

Sexual harassment also means

Quid pro quo sexual harassment: which means something in return or an exchange of one thing for another. In the workplace, quid pro quo sexual harassment takes place if sexual favors are asked in exchange for any kind of special treatment on the job. Threatening an employee if they do not consent to such sexual advances or favors also amounts to sexual harassment. The act of ‘asking’ may either be verbal or implied and the ‘sexual conduct’ may be verbal or physical.

A hostile work environment: arising when a co-worker or supervisor creates a work environment through verbal or physical conduct of a sexual nature that interferes with another co-worker’s job performance or creates a workplace atmosphere that is intimidating, hostile, offensive or humiliating and experienced as an attack on personal dignity.

What Does Not Amount to Sexual Harassment

If the interactions between the individuals are consensual, welcome, appreciated and/or reciprocated and within professional norms and the Zomato Code of Conduct, it may not amount to sexual harassment. Any welcome behaviour that is based on mutual attraction, respect and/or friendship is not sexual harassment. However, even in the case of formerly welcome behaviour, once unwelcomeness or discomfort is expressed, the same behaviour may amount to sexual harassment.

Moreover, Zomato requires that any romantic relationships between co-workers, who are in any manner senior/subordinate to each other in the Zomato workplace, should be voluntarily disclosed at the first possible instance to their concerned HR representative. The onus of such disclosure shall lie upon the person who is professionally senior amongst the persons in the relationship. All such disclosures shall be held in the strictest of confidence and only be disclosed to the Internal Committee for an ongoing inquiry, if and when called upon. In the absence of disclosure, all such relationships may be considered as conflict of interest and where a complaint is made alleging that the relationship was entered into under duress, the same may be presumed.

5. INTERNAL COMMITTEE

The Internal Committee (hereinafter referred to as the IC) has been constituted under Section 4 of the Indian law - The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (“Act”) for timely and impartial resolution to complaints of sexual harassment at all workplaces of Zomato.

It consists of senior employees of Zomato along with an independent member in accordance with statutory requirements of the Act.

Current constitution of Internal Committee (IC):

Presiding Officer – Ms. Akriti Chopra
External Member – Ms. Devika Singh
Member – Ms. Niharika Mohanty
Member – Ms. Shruti Goel
Member – Mr. Nishant Taneja

In addition to the above members, representatives of each workplace of Zomato have been appointed in IC, details of which can be obtained by writing to speakup@zomato.com.

All complaints made by women aggrieved of sexual harassment to the Internal Committee in the manner provided herein and pursuant to the Act shall be addressed and dealt with in accordance with this Policy and the Act.

In the event that any person not protected by the Act wishes to complain against any form of sexual harassment, the complaint will be dealt with by the IC in accordance with this Policy.

The IC would action promptly on all complaints of sexual harassment. An investigation may include individual conversations with the parties involved and, where necessary, with individuals who may have observed the alleged conduct or may have other relevant knowledge.

Confidentiality will be maintained throughout the investigatory process to the extent consistent with adequate investigation and appropriate corrective action. All employees are expected to cooperate fully in such investigations.

6. **FILING OF A COMPLAINT**

If any employee believes that they have been subjected or are being subjected to sexual harassment, such person may file a complaint by writing at speakup@zomato.com.

The complaint should include the circumstances giving rise to the complaint, the dates of the alleged occurrences, and names of witnesses, if any.

The complaint must be made to the IC as soon as the incident occurs and no later than 3 (three) months from the incident of sexual harassment and in case of a series of incidents, within a period of three months from the date of the last incident.

Complaints brought after that time period may not be pursued unless there were extraordinary circumstances preventing the complainant from raising the concern. The determination of whether the complaint was timely or extraordinary circumstances exist to extend the complaint period will be made by the IC.

Reporting about sexual harassment in the workplace is everyone's responsibility. Anonymous complaints are generally discouraged, as details of people involved are essential to the formal investigation process. If for any reason, an aggrieved person is unable to make a complaint in writing, they may reach out to any member of the Internal Committee to render reasonable assistance for making the complaint in writing. Additionally, if the aggrieved person is unable to make a complaint due to any reason, the same may be filed by a colleague, friend or any person with knowledge of the incident. This should be done with the consent of the aggrieved person.

All employees are responsible for preventing or deter the commission of acts of sexual harassment at the workplace. Managers and supervisors have a further responsibility to promote awareness of this Policy within their work area and report any incidents of sexual harassment that may be brought to their attention, whether in writing or otherwise.

Employees are duty bound to assist in investigative steps and employees' wholehearted participation shall be mandatory in this regard. Complainants, whistle-blowers and witnesses shall be protected from exposure, retaliation, or hostility. Retaliation is a serious violation of this Policy and any person found to have retaliated against an individual for having reporting harassment or for having acted as a witness will be subject to appropriate disciplinary actions of a severe nature.

However, where the Internal Committee finds that any witness in an inquiry has testified falsely on oath or has placed any forged or misleading document on record, it may also recommend disciplinary action for such employee.

7. PROCESS OF DEALING WITH COMPLAINTS

The complainant is advised to keep a record of incidents (dates, times, locations, possible witness, what happened, your response etc). It is not mandatory to have a record of events to file a complaint, but a record can strengthen the case and help the complainant remember the details over time.

The below stated process is a part of the service rules of Zomato and shall supersede any other rules of similar nature except where expressly made applicable. Any matter not directly expressed in this Policy shall fall within the discretion of the management to provide for. The below stated procedure is Directory in nature and will be followed as far as is practicable depending on the facts and circumstances of each case.

On receiving a complaint:

- i. The IC may ask the complainant to prepare a detailed statement of incidents/allegations. The IC before initiating an inquiry, and at the request of the complainant could take steps to settle the matter between the complainant and the respondent through conciliation provided that no monetary settlement shall be made as a basis of conciliation. Where a settlement is reached, the copies of the settlement as recorded, will be provided to the complainant and the respondent & no further inquiry shall be conducted by the Committee.
- ii. Where inquiry is being conducted, the complaint and/or the statement of allegations will be shared with the respondent (the person against whom the complaint is made)
- iii. The respondent will be asked to prepare a response to the complaint and/or statement of allegations and submit to the IC within the given time
- iv. The IC will organize hearings with the complainant and the respondent. Meetings may be conducted through video conference, call or in person.
- v. The Committee will take testimonies of other relevant persons and review the evidence wherever necessary
- vi. The Committee will arrive at a decision after carefully and fairly reviewing the circumstances, evidence and relevant statements

As far as practicable, the IC will ensure that in the course of investigating a complaint:

- i. The IC will complete the inquiry process within 90 days of submission of the complaint.
- ii. Parties will be given reasonable opportunity to be heard along with witnesses and to produce any other relevant documents
- iii. Upon completion of the investigation, both parties will be informed of the results of the investigation. The inquiry report will be shared with both the parties within 10 days of closure of the enquiry.
- iv. Measures including movement from teams, change of supervision or placing parties on leave may be taken by the IC to avoid any hostility between the parties and/ or retaliation against the witnesses
- v. Both parties refrain from any form of threat, intimidation or influencing of witnesses, Investigation will be conducted in such a way as to maintain confidentiality to the extent practicable under the

circumstances

- vi. Recommend transferring the complainant or respondent to other departments or team during the pendency of the inquiry, if deemed necessary
- vii. Rules of natural justice shall be followed by the Internal Committee, however, the parties shall not be allowed to be represented by a legal practitioner in the proceedings.

8. DECISIONS AND ACTIONS

Once the investigation is completed, a determination will be made regarding the validity of the harassment allegations. If it is determined that harassment has occurred, appropriate disciplinary action shall be taken against the respondent employee. Disciplinary action may include counselling, warning, transfer, suspension, or termination.

The IC will also have the discretion to make appropriate recommendations in relation to the complainant and/or respondent (pending the outcome of a complaint) including transfer, leave, change of work location/ department etc. The IC would be sharing recommendations/reports with the HR head and both the aggrieved party and the respondent within 10 days from completion of the inquiry. The HR team will carry out the disciplinary action and would be actioned within 60 days of receiving the report from the IC.

This Policy has been evolved as a tool to ensure that in the interest of fair play, Zomato's employees have a forum to approach in the event of instances of harassment. However, if on investigation it is revealed that the complaint was made with malicious intent and with the motive of maligning the concerned individual/tarnishing their image in the Company and/or to settle personal/ professional differences, action may be taken against the complainant in a similar manner as the actions that could be taken against a respondent. Malicious intent will be established by an inquiry before any actions are recommended. It is made clear that mere lack of evidence is not construed as malicious intent however it is imperative that complaints be made in a timely manner and responsibly.

9. AMENDMENT

Any change in the Policy shall be approved by the Board. The Board shall have the right to withdraw and/or amend any part of this Policy or the entire Policy, at any time, as it deems fit, or from time to time, and the decision of the Board in this respect shall be final and binding. Any subsequent amendment/modification in the Act or the rules framed thereunder or the SEBI Listing Regulations and/or any other laws in this regard shall automatically apply to this Policy.

10. COMPLIANCE

The Internal Committee of the Company would be responsible for supervision of the Policy. All employees of the Company are required to comply with the provisions of this Policy.

Any queries regarding this Policy may be referred to IC as defined above, who is in charge of administering, enforcing and updating this Policy.

11. INTERPRETATION

In any circumstance where the terms of this Policy are inconsistent with any existing or newly enacted law, rule, regulation or standard governing the Company, the said law, rule, regulation or standard will take precedence over this Policy.

12. **VERSION HISTORY**

Version	Approved in	Description
Version 1	April 2021	Original Policy
Version 2	May 2023	Updated the IC member list and other verbatim changes