

PREVENTION OF SEXUAL  
HARASSMENT AT  
WORKPLACE ZUORA POSH  
POLICY, INDIA

2021

PREVENTION, PROHIBITION & REDRESSAL OF SEXUAL  
HARASSMENT AT THE WORKPLACE – Zuora India Private Limited

**JUNE 28, 2023**

**ZUORA INDIA PRIVATE LIMITED LOCATED AT Brigade World  
Trade Center, Tower B, 9th Floor, 142, Rajiv Gandhi Salai, Chennai, Tamil  
Nadu 600096**

## Introduction

**Zuora India Private Limited** (hereinafter referred to as **Zuora**) is committed to maintaining a workplace free from all forms of bullying, harassment, and discrimination. All forms of bullying, harassment and discrimination are against the law and all employees have a legal right to a workplace free from these types of misconduct.

Sexual harassment is a form of workplace discrimination and all employees of Zuora India Private Limited. are required to work and conduct themselves in a manner that prevents any and all forms of harassment in the workplace.

This “SEXUAL HARASSMENT AT WORKPLACE POLICY,” effective 1-December-2021 (hereinafter referred to as the ‘Policy’), addresses the prevention, prohibition, and redressal of sexual harassment of women at the workplace.

This Policy confirms the specific and express commitment of Zuora to promote a workplace free of sexual harassment towards any women in their India workplace, promote gender-safe spaces and remove underlying factors that contribute to a hostile work environment against women.

Sexual harassment of women at the workplace is unlawful under India’s Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (“Act”) and amounts to misconduct under the Zuora’s Global Code of Business and Ethics.

This Policy supersedes any previous policy or practice on or about sexual harassment of women at the workplace(s) of Zuora in India. This policy is made under the overall ambit of Zuora India Private Limited. and with reference to the Global Code of Business and Ethics (“Code of Conduct) as well as India’s Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 (the “Act”).

Women aggrieved of concerns of sexual harassment in the Zuora Workplace or on account of the actions of employees of Zuora are urged to report any violation of this policy by filing a complaint in the manner provided in this policy.

All complaints made by an Aggrieved Woman (as defined below) or such persons as are authorised by this policy to submit complaints on behalf of an Aggrieved Woman, in the manner provided herein, and pursuant to the Act, shall be addressed in accordance with this policy and applicable law.

In the event that any person not protected by the Act wishes to complain against any form of harassment, including sexual harassment, he/she/they may complain in accordance with Zuora’s Inc.’s Policy Prohibiting Discrimination, Harassment & Retaliation.

**Important Note:** *Zuora holds the sole prerogative to decide whether or not to cover an incident within the framework of this policy or provide assistance to the aggrieved as it deems fit.*

## I. Scope & Applicability

This Policy applies to:

1. The members of the Board of Directors, officer, senior leaders, managers, executives, employees (including regular, temporary, or ad-hoc employees, probationers, apprentices, and interns working with or without remuneration), independent contractor or consultant of Zuora (referred to collectively, including directors as **ZEO's**);
2. All contract labour working in the Zuora Workplace (defined below) in India;
3. Customers, vendors, and any others visiting the Zuora Workplace; or
4. Any other person as may be decided by the Internal Committee which holds the sole prerogative to decide whether to cover a matter within the framework of this policy or provide assistance to the aggrieved as it deems fit.

The workplace referred to in this Policy and any orders / documents / SOPs created under it, is not only restricted to Zuora's India office premises but may also include Zuora's company vehicles, third party premises where attendance is required for the performance of one's job, off site meetings and office external venues or any other place or forums which may be defined as 'extended workplace' by the management and the Internal Committee when the same may be related to work, ZEO's or may impact work or workplace conduct or environment.

The workplace also includes the extended workplace during work-remote and work- from-home and may also include cyberspace and social media as well as electronic communication between persons covered under this Policy when behaviours enabled online/virtually may have work related consequences (collectively defined herein as the **Zuora Workplace**).

For all purposes, whether any act or conduct, action or inaction complained against has been committed within the Zuora Workplace is a matter of final determination by the Internal Committee (s) of Zuora (as defined below).

## II. Definitions

1. **Aggrieved Woman:** In relation to a workplace, a woman, of any age whether employed or not, who alleges to have been subjected to any act of sexual harassment by the Respondent.
2. **Employer:** In relation to any department, organisation, undertaking, establishment, enterprise, institution, office, branch or unit of the appropriate Government or a local authority, the head of that department, organisation, undertaking, establishment, enterprise, institution, office, branch or unit or such other officer as the appropriate Government or the local authority, as the case may be, may by an order specify on this behalf. In relation to any workplace not covered by the aforesaid, employer means any person responsible for the management, supervision, and control of the workplace. In this policy, references to Zuora or the management are references to such Employer.
3. **Employee:** 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. In this policy, references to ZEO are references to such Employee.
  - a. **Interim Relief:** The reliefs provided to the Aggrieved Woman upon her written

request, by the Employer, upon recommendation of the Internal Committee(s) of Zuora in accordance with the Act. These may include with respect to the Aggrieved Woman, the Respondent or any witnesses named, steps such as transfers, grant of paid leave, and/or change of reporting or any other means to prevent retaliation and/or further contact between the parties during the pendency of any proceedings before the Internal Committee (s).

4. **Internal Committee:** Independent Committee(s) named 'Internal Committee' formed by Zuora for each Zuora Workplace by orders in writing under Section 4 of the Act to ensure prevention and redressal of all sexual harassment complaints. The constitution of an Internal Committee shall include:

- a. A Presiding Officer who shall be a woman employed at a senior level at the workplace from amongst the employees. Provided that in case a senior level woman employee is not available, the Presiding Officer shall be nominated from other offices or administrative units of the workplace referred to in sub-section. Provided further that in case any offices or administrative unit of the workplace does not have a senior level woman employee, the Presiding Officer shall be nominated from any other workplace of Zuora or other department or organization.
- b. 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. Provided further that in case any office or administrative unit of the workplace does not have members with the required qualifications, members may be nominated from any other workplace of Zuora or other department or organization.
- c. One member from amongst non-governmental organisation or associations committed to the cause of women or a person familiar with the issues relating to sexual harassment.  
Not less than 50 percent of the members shall be women.

Zuora shall, at all times, notify via the intranet the notices, names of the members who constitute the Internal Committees (ICs), along with their contact numbers and email addresses. Any changes in the membership of the ICs shall be duly notified. The public website however, will contain the internal committee's email address only.

In the event that the merits of a particular case require additional caution or consideration, in the interest of a fair, objective and unbiased inquiry, Zuora may appoint "Special Members" to replace any, or all of the members appointed to the Committees as above. Any such change in membership, or special appointments, shall be duly notified to the concerned parties in advance.

The Presiding Officer and every Member of the Internal Committee shall hold Office for such period, not exceeding three years, from the date of their nomination unless otherwise rescinded on account of resignation or departure from the company, long leave for medical and/or other reasons and such. Vacancies, if any, shall be filled in a timely manner. Zuora shall, in compliance with the Act, hold skill and capacity building programmes for Internal Committee members on an annual basis.

5. **Respondent:** Person against whom the Aggrieved Woman has made a complaint.

**6. Sexual Harassment:** Sexual Harassment as defined under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 includes:

“Any one or more of the following unwelcome acts or behaviour (whether directly or by implication) namely:

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

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 also be sexual harassment:

- a. Implied or explicit promise of preferential treatment in employment;
- b. Implied or explicit threat of detrimental treatment in employment;
- c. Implied or explicit threat about present or future employment;
- d. Interference with work or creating an intimidating or offensive or hostile work environment; or
- e. Humiliating treatment likely to affect health or safety.

Important Note: It is the perception of the recipient and / or the impact or effect of the behaviour and not the intent of the offender that is critical in an assessment of such issues/cases.

Sexism, sexist conduct, sex stereotyping or sex-based harassment may also be construed as a form of Sexual Harassment at the Workplace.

**What Does Not Amount to Sexual Harassment:** Any expressly welcome behaviour that is based on mutual attraction, respect and/or friendship is not sexual harassment provided that the same does not have any deleterious effect on the workplace environment or on fellow colleagues. Provided that, even in the case of formerly welcome behaviour, once unwelcome or once discomfort is expressed, the same behaviour may amount to sexual harassment.

Also, Zuora requires that any romantic relationships between co-workers, who are in any manner senior/subordinate to each other in the Zuora Workplace, should be voluntarily disclosed at the first possible instance to their concerned HR representative. The onus of such disclosure would lie upon the person who is deemed professionally senior amongst the persons in the relationship. All such disclosures shall be held in the strictest of confidence and shall only be disclosed to the Internal Committee for the purposes of an ongoing proceeding into a grievance received, if and when called upon. In the absence of such 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.

### III. Reporting Sexual Harassment

1. All ZEOs have a responsibility to prevent or deter the commission of acts of sexual harassment in the workplace. Management and employees shall play a role in creating and maintaining a working environment in which sexual harassment is unacceptable. ZEO's shall ensure that their conduct does not cause offense to others, and they shall discourage unacceptable behaviour on the part of others. Any employee who is the recipient of any unwelcome sexual behaviour as described by this policy or knows of the occurrence of such harassment to anyone else, is expected to report the same at the earliest.
2. A complaint may be submitted in writing by an Aggrieved Woman to **icteam@zuora.com** or to any member of the Internal Committee mentioned at **Annexure A** within three (3) months of occurrence of an act of Sexual Harassment. If for any reason, a complaint cannot be made in writing, the Aggrieved Woman may reach out to any member of the Internal Committee to render her reasonable assistance for making her complaint in writing.
3. If the complaint is with respect to alleged misconduct that has been going on for some time – then the complaint should be made within three months of the date of the last incident of Sexual Harassment. Complaints made after the period described above should be accompanied with the reason(s) for such delay. Complaints made after six (6) months from the last act of Sexual Harassment may not be reviewed by the Internal Committee. It is at the Internal Committee's discretion to review such complaints and the Internal Committee shall make an informed decision on how to proceed based on the facts and circumstances of each complaint.
4. Managers and superiors have a further responsibility to promote awareness of this policy within their work area and report any acts of Sexual Harassment that may be brought to their attention whether in writing or otherwise. In case the employee communicates verbally to his/her Team manager, HR Manager, or any other employee about any incident/s, they are encouraged to forward the complaint in writing to the Internal Committee or email to **icteam@zuora.com**.
5. In case of incapacity of the Aggrieved Woman, the complaint may be filed by her relative/friend/co- worker/any person who has the knowledge of the incident with her consent.
6. In case of mental incapacity, the relative/friend/qualified psychiatrist or psychologist /any person who has the knowledge of the incident with her consent may file a complaint on her behalf.
7. Anonymous complaints are generally discouraged, as details of the individuals involved are essential to the formal investigation process.

### IV. Procedure to Handle Complaints of Sexual Harassment

Each complaint of Sexual Harassment shall be dealt with the utmost confidentiality and urgency by Internal Committee(s) (ICs) constituted in Zuora. The procedure enumerated below is within the realm of the Code of Conduct of Zuora 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 procedure below to handle complaints of Sexual Harassment will be followed as far as is practicable, depending on the facts and circumstances of each inquiry:

1. Within three (3) working days from the receipt of a complaint, the Internal Committee shall

- acknowledge receipt of the same to the sender and schedule a confidential meeting with the Aggrieved Woman at the earliest.
2. The Internal Committee, may, before initiating an inquiry and at the request of the Aggrieved Woman, take steps to settle the matter between her and the Respondent through conciliation provided that no monetary settlement shall be made as a basis of conciliation.
  3. Where a conciliation is successful, the Internal Committee shall provide the copies of the settlement as recorded to the Aggrieved Woman and the Respondent and no further inquiry shall be conducted by the Internal Committee.
  4. If a conciliation is not successful or where a conciliation is not in the best interests of the workplace, as solely determined by the Internal Committee, the Internal Committee will proceed with an inquiry.
  5. Inquiry shall be conducted in accordance with this Policy and the process provided herein which is in conjunction with the provisions of Section 11 of the applicable Act. 6. Upon initiation of an inquiry, a notice of explanation (including the complaint received) shall be shared with the Respondent who shall be given five (5) working days to respond with his/her/their explanation, names of witnesses and evidence, if any.
  7. During an Inquiry, the Internal Committee has the powers to provide Interim Relief. To ensure an unbiased inquiry, parties may also be placed on leave as per the discretion of the Internal Committee.
  8. The inquiry by the Internal Committee may include meetings conducted through video conference, mobile or in person. 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 inquiry proceedings. At least three (3) members of the Internal Committee including the Presiding Officer and External Member shall be involved in all meetings and proceedings of the Internal Committee.
  9. Cross examination and re-examination of the parties and witnesses shall be, as far as possible, through written questions. The Internal Committee shall take utmost care to avoid adversarial style of proceedings which may cause hostility between colleagues and impact the work environment. Confidentiality shall be maintained at all times. All submissions, whether verbal or in writing, made to the Internal Complaints Committee will be treated to be made on oath (i.e., a sworn declaration that one will tell the truth).
  10. Any in-person interactions between the parties to an inquiry may only be allowed where both parties are comfortable with such an interaction or where a party demonstrates that grave prejudice shall be caused to him/her in the absence of such opportunity, and it will be within the discretion of the IC to allow such requests or place any terms or conditions for such interactions.
  11. During proceedings, the Internal Committee shall have all powers available to it under the Act for summoning evidence and or witnesses, or causing production of documents (including electronic records such as chats records, emails, location details etc.)
  12. In case either the Aggrieved Woman or the Respondent fail to participate in the proceedings of the IC, the IC may, subject to having provided three consecutive opportunities to participate, proceed ex-parte or close the proceedings after giving a notice in writing to the affected party of a minimum period of 15 days.
  13. The Internal Committee shall arrive at its findings on the basis of preponderance or probabilities and keeping in mind the sensitivity of the issues involved.
  14. The inquiry process and end result will be documented in writing and, where both parties are employees, the findings of the Internal Committee shall be shared with the parties for their objections/representation if any. Such sharing may happen via email or otherwise. If no objections/representation are received within ten (10) days of such sharing, the findings of the Internal Committee shall become final.
  15. An inquiry will be completed no later than ninety (90) calendar days (not including ordinary

days of closure and national, emergency and company holidays) from initiation of inquiry. Any delays beyond this period may require reasons in writing to be provided by the Internal Committee in its report.

16. On completion of an inquiry, the final report of the Internal Committee will be provided to the Employer within a period of ten (10) calendar days from the date of completion of the inquiry along with the Recommendations of the Internal Committee. The report will also be made available to concerned parties.
17. ZEO's are duty bound to assist in an inquiry. All complainants, whistle-blowers, Aggrieved Women, and witnesses shall be protected from retaliation. Retaliation is a serious violation of this policy and any person found to have retaliated against an individual for reporting an alleged act of Sexual Harassment or bringing up a concern about violation of this Policy or for acting as a witness, or where a person is stopped, dissuaded, pressurised or influenced in any manner so that s/he faces difficulty in participating in proceedings of the IC, such acts shall be viewed as retaliatory acts and will be subject to appropriate disciplinary actions up to and including termination. Retaliation will be treated as misconduct and will be treated as seriously as an alleged case of harassment and will apply even if the original complaint is not substantiated.
18. 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 including and up to termination.

## V. Recommendations

1. Where substantiation is found of allegations raised in a complaint by the Internal Committee, it shall recommend disciplinary action including but not limited to,
  - a. Counselling
  - b. Warning (verbal or written)
  - c. Written apology from Respondent
  - d. Bond of good behaviour from Respondent
  - e. Debarring from supervisory duties
  - f. Transfer
  - g. Denial of employee benefits like increments/promotion/salary correction etc.
  - h. Cancellation of specific work Assignment
  - i. Suspension
  - j. Separation (non-stigmatic)
  - k. Dismissal
  - l. Other actions / outcomes expressly provided for in the subject Act such as monetary compensation to Aggrieved Woman or community service by the Respondent may also be recommended subject to the provisions of the Act.
  - m. If the Internal Committee has reasons to believe that the Aggrieved Woman or the witnesses can be subject to retaliation, then it can recommend change of reporting from the Respondent, transfer of either party etc.
2. Recommendations made by the Internal Committee shall be proportionate and keeping in consideration of any one or all of the following factors: a) the nature / gravity of the act(s) of the Respondent, b) repetition of acts of Sexual Harassment, if any, c) the impact on the Aggrieved Woman, d) the seniority / position of the Respondent; e) prior complaints, if any against the Respondent f) prior feedback (formal or informal), if any, given to the Respondent and/or g) the impact of the offence on the workplace environment, workplace relationships and / or the company profile as a whole.
3. Such recommendations shall form part of the inquiry report of the Internal Committee and shall be acted upon by the Employer within sixty days of receipt. A report of the resulting action taken shall be provided by the Employer to the Internal Committee.



4. In case of a finding of the Internal Committee that the allegations raised in the complaint cannot be substantiated, no further action will be taken. Notwithstanding the aforesaid, the Internal Committee may still take actions that are preventive in nature and designed to ensure that there is no hostility or continuing concerns between the parties. Change of reporting, shift times, teams etc., counselling and/or workshops and trainings may be part of such preventive actions.
5. In case of a prima facie finding in the inquiry that the complaint may have been filed with malicious intent, the Internal Committee may recommend action against the person making the complaint. However, no such recommendations may be made without such malicious intent being established through a separate and an independent inquiry. Mere inability to substantiate a complaint does not indicate a malicious intention.

## VI. Confidentiality

Zuora will exercise utmost care in ensuring confidentiality of the process, protection of the parties involved and treat the entire process with dignity and merit it deserves. Breaches of confidentiality which are found to have taken place may result in the same disciplinary actions as stated above. The reports of the Internal Committee as well as all documents regarding Sexual Harassment complaints shall be in the custody of the designated person Director, Regional

Human Resources and will be kept as strictly confidential. The identities of the parties or other identifying information, or case details and proceedings shall not be published or communicated to the public or the press. However, information about cases may be shared in reporting (as mandated by authorities), or in an anonymised manner in preventive and awareness measures within Zuora or for ZEO's.

## VII. Annual Reporting

The Internal Committee(s) shall make best efforts to meet on a quarterly basis every calendar year, irrespective of complaints received. At the end of the calendar year, the Internal Committee shall prepare an Annual Report and submit the same to the Employer and / or concerned authorities as per law.

The annual report shall carry the following information:

1. Number of complaints of Sexual Harassment received in the calendar year;
2. Number of complaints concluded during the calendar year;
3. Number of inquiries pending for more than 90 days;
4. Number of workshops or awareness programs against Sexual Harassment for employees and or IC members carried out;
5. Nature of action taken by Employer.

## VIII. General Guidelines

Zuora as an Employer is responsible for ensuring that all duties under Section 19 of the Act are complied with. Accordingly, Zuora undertakes that:

1. It shall provide a safe working environment at the Zuora workplace, which shall include safety from the persons coming into contact at the Zuora workplace;
2. It shall display at any conspicuous place in the Zuora workplace, the penal consequences of

sexual harassment; and the order constituting the ICs under sub-section (1) of section 4;

3. It shall organize workshops and awareness programmes at regular intervals for sensitizing ZEO's with the provisions of the Act and orientation programmes for the members of the ICs;
4. It shall provide necessary facilities to the IC for dealing with the complaint and conducting an inquiry;
5. It shall assist in securing the attendance of the respondent and witness before the IC;
6. It shall make available such information to the IC as it may require having regard to the complaint made;
7. It shall provide assistance to the woman if she so chooses to file a complaint in relation to the offences under the Indian Penal Code, 1860 or any other law for the time being in force;
8. It shall cause to initiate action, under the IPC or any other law for the time being in force, against the perpetrator, or if the aggrieved woman so desires, where the perpetrator is not an employee, in the workplace at which the incident of sexual harassment took place;
9. It shall treat sexual harassment as a misconduct under the Zuora Code of Conduct and initiate action for such misconduct in accordance with this Policy;
10. It shall monitor the timely submission of reports by the Internal Committee. Wherever required, all ZEO's, particularly leaders, managers, and supervisors, shall play their part in cooperating with this policy, the proceedings of the Internal Committee(s) and supporting the initiatives and responsibilities of Zuora under it and the Act.

Zuora reserves the right to modify and amend the provisions of this Policy, so as to comply with applicable legal requirements, internal policies, or with a view to fine tune or alter the provisions of this Policy to the extent deemed necessary by Zuora from time to time.

Except where specifically stated, this Policy shall be applicable and will be in addition to and not in derogation of the provisions of any other policy and service rules for the time being in force within the organisation.

## ANNEXURE A

Pursuant to Section 4 (1) of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Internal Committee (“IC”) is hereby constituted to address all matters and complaints concerning sexual harassment at the workplace arising in the premises of Zuora India Private Limited at the location **ZUORA INDIA PRIVATE LIMITED LOCATED AT** Brigade World Trade Center, Tower B, 9th Floor, 142, Rajiv Gandhi Salai, Chennai, Tamil Nadu 600096 (“**Workplace**”).

The IC for the stated Workplace can be reached out via the email address [icteam@zuora.com](mailto:icteam@zuora.com)

It is the duty of every employee to bring any matters or complaints concerning sexual harassment in the workplace to the immediate attention of the IC. Complaints can be submitted to [icteam@zuora.com](mailto:icteam@zuora.com). Persons perpetrating sexual harassment at the workplace shall be dealt with strictly in accordance with the company policy and law and may even face disciplinary action.