

India Prevention of Sexual Harassment Policy

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Purpose

VMware values the diversity of its workforce. The global Equal Employment Opportunity and Prohibited

Harassment policies and Business Conduct Guidelines, all reinforce the requirement that all employees be treated respectfully. All employees worldwide shall abide by those global policies.

The purpose of the Prevention of Sexual Harassment Policy (“**PSH Policy**”) is to provide specific guidance to employees in VMware’s operations in India with respect to the sexual harassment of women in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

This PSH policy aims to prevent sexual harassment by or against female VMware employees, consultants, contract workers, vendors, visitors and customers in the physical workplace or wherever VMware is conducting business or work related events in India. This policy would also be applicable when the employees are travelling or are outside the physical workplace during the course of their work for VMware.

Scope

Applies to all employees of VMware subsidiaries located in India.

What is harassment?

Harassment is any unwanted intimidating or inappropriate behaviour based on a personal attribute, such as gender, race, colour, religion, marital or parental status, caste, sexual orientation or disability. VMware prohibits harassment in the workplace, at customer sites and at work-related events. Harassment may offend, upset, humiliate or scare another person and it makes the workplace uncomfortable and unpleasant. If unaddressed, it can also cause major workplace disruptions.

The global Prohibited Harassment policy and this PSH policy prohibits unintentional as well as intentional harassment as even behaviour which is meant as a joke may have the impact of hurting or offending another. A workplace without harassment is a workplace where people respect and recognize the rights and differences of others.

Type of Harassment – Defining Prohibited Sexual Harassment under the PSH policy

Harassment in the workplace can take a number of forms. It can be overt (obvious) and direct or subtle and indirect. It may or may not be directed at a particular person.

Examples of unwelcome behaviour that may be sexual harassment and which will be addressed under this PSH Policy as inappropriate include, but are not limited to:

- Suggestive comments about a fellow employee's appearance;
- Leering or staring at a person or parts of her body;
- Persistent sexual or romantic advances;

- Jokes based on a person's attributes or which are derogatory to women;
- Sexually suggestive or pornographic or nude posters or screensavers in the workplace;
- Displaying or circulating cartoons, pictures, videos or literature, of a sexual nature manually or electronically
- Asking questions about a woman's sex life, preferences or experiences;
- Verbal, written, or physical abuse;
- Spreading rumours about another's relationships;
- Work-related events involving strippers, or at nude or partially nude bars;
- Obscene telephone calls/unsolicited letters, text messages, messages or postings on social media, email or other electronic communications;
- Unwanted attention from staring at a person to stalking them in or out of the workplace;
- Offensive hand or body gestures;
- Unnecessary and unwanted physical contact (pinching, patting, brushing up against a person, touching, kissing, hugging against a person's will);
- Indecent or sexual assault;
- Conditioning benefits of employment on agreement to a sexual or romantic relationship by explicit or implicit promise of preferential or detrimental treatment at work;
- Making explicit or implicit threats about present or future status of employment;
- Any other unwelcome physical, verbal or non-verbal conduct of sexual nature which interferes with an individual's work or creates an intimidating, hostile, or offensive work environment; or creates a humiliating effect which is likely to affect health or safety

Retaliation against any person who has brought a complaint of sexual harassment or has participated in the investigation of a complaint as a witness or committee member is prohibited and will be addressed as misconduct.

VMware promotes a workplace that is free of sexual or other harassment. For purposes of this PSH Policy the workplace includes work-related settings such as business trips and business-related social events which may occur during or after the regular work day, transport on company provided vehicles and at customer events.

Harassment of employees by non-employees such as customers, service providers, or independent contractors will also be addressed either under this PSH policy or by working directly with the employer of such non-employees, as may be appropriate.

In addition, VMware will address harassment of non-employees including customers, service providers, or independent contractors by its employees in conjunction with their employers as appropriate. VMware will take all appropriate steps to prevent, address and remedy any claims of harassment.

It is clarified that the process for dealing with any conduct that amounts to sexual harassment against women at the workplace shall be as stipulated in this PSH policy, and in the event of conduct that is other forms of harassment, it will be dealt with as misconduct.

What should you do if you experience behavior which you feel is harassing?

If you are comfortable doing so, tell the person engaging in the behaviour that their actions are making you uncomfortable. Often the person engaging in the behaviour is simply unaware of the impact of their actions. Make notes of the events; take copies of any visual or written harassment.

If the behaviour does not stop or you are not comfortable addressing the behaviour directly you should immediately report the behaviour:

- To any HR Partner
- To any manager
- To ETICA

For concerns about Sexual Harassment you may report to these specialists:

- psh-bangalore@vmware.com (For Bangalore site)
- psh-pune@vmware.com (For Pune site),
- by email, phone or in person to any member of the PSH Committee

Employees who are in smaller locations in India, should report to either the Pune or Bangalore PSH Committee

If an employee or manager observes or experiences something, but is unsure as to whether the behaviour would violate this policy, they should discuss their concerns with HR or any member of the PSH Committee.

VMware provides training and information to all employees so that they can recognize and prevent harassment. Since VMware wants to ensure a comfortable environment for all, any employee who observes and is concerned about potential harassment is encouraged to come forward.

False Accusations

Mischievous or false charges of harassment are rare, but if they do occur they will be addressed. Sometimes individuals are simply mistaken about an event. However, the bringing of an intentionally false charge may result in disciplinary action up to and including termination of employment.

What VMware will do

All claims of workplace harassment will be investigated fully and fairly by a trained internal, or in some cases external investigator or in the case of sexual harassment, by the PSH Committee as set forth below. VMware will take appropriate remedial action to ensure that the behavior is not repeated.

Disciplinary action may be one or more of the following: the requirement that the accused write an apology; counseling; training; written warning; demotion; transfer; withholding of bonus; withholding of promotion; other disciplinary action up to and including termination of employment without notice. Other remedial action may include separation of the parties physically or instructions to the parties not to communicate, so long as the complainant is not disadvantaged by the action.

Constitution and powers of prevention of sexual harassment (“PSH”) Committee

VMware has established a PSH Committee to deal with redressal of claims of sexual harassment at the workplace. The PSH Committee consists of, at a minimum, five members at each location where VMware has more than 10 employees (employees in VMware locations other than Bangalore and Pune will be handled by the existing PSH Committees in the Bangalore and Pune locations). Where there are more than 5 members on the PSH Committee, only 5 members will be involved in the resolution of any particular case and the constitution of the sub-committee will have at least three female members, a senior level woman employee as chair and an external member. The PSH Committee is headed by a woman and not less than half of its members are women. VMware has also engaged an external consultant who is familiar with the issue of sexual harassment to sit as a member of the PSH Committee.

The members of the PSH Committee shall generally hold office for a period of 3 years. At the completion of a term, new members shall be nominated in their place for a similar term. The PSH Committee may also be reconstituted in the event of retirement or resignation or if a member takes a leave of absence or terminates his or her employment with VMware.

The names of the persons who are on the PSH Committee from time to time along with their work contact telephone numbers and other details shall be displayed on VMware's notice board and/or put on VMware's intranet for the information of all employees and others in the workplace.

Duties:

Intake of Complaints

Complaints may be raised to the PSH Committee in writing by any aggrieved person (Complainant) normally within a period of three months from the date of the incident of sexual harassment or in the case of a series of incidents, within a period of three months from the date of the last incident of sexual harassment. The PSH Committee may, in its discretion investigate older complaints, but will consider the delay as a relevant factor. Normally, the PSH Committee will not investigate oral complaints. Where a complaint is made orally, one of the PSH Committee members will meet with the Complainant and create a written complaint which the Complainant can attest to as true and accurate. The Committee will proceed with the investigation only after the Complainant attests the complaint.

Investigation of Complaints

The PSH Committee shall have the duty to investigate every written complaint of alleged sexual harassment in the best manner possible and to act without bias, considering the rights of all parties. The PSH Committee may investigate complaints either when they are made by the Complainant or in certain special circumstances, where the Complainant is unable to make the complaint; the PSH Committee may allow relatives, friends, and co-workers etc. to make the complaint in accordance with applicable law.

PSH Committee Process Steps for dealing with complaints:

The following steps will take place in most if not all complaints. The PSH Committee may need to modify these steps based on the facts presented, the parties involved, the severity of the actions alleged or other circumstances, to ensure both fairness and safety.

1. Where the PSH Committee believes that the complaint falls under the purview of sexual harassment, the PSH Committee will send a copy of the complaint received (or attested by the employee) along with supporting documents to the alleged offender (Accused) within [seven working days] of the receipt of the complaint. The Accused will be asked to file a reply along with the list of documents and the names and addresses of witnesses supporting his/her claim within a period of ten working days.
2. The PSH Committee may, upon the Complainant's request, attempt to resolve the matter by way of conciliation. Any settlement arrived at by way of a conciliation process shall be recorded, signed by both parties, and a copy of the same will be forwarded to the management of VMware to take action as specified in the recommendation. The terms of settlement shall be made available to both parties. Where a settlement is reached, no further enquiry shall be conducted by the PSH Committee.
3. If the Complainant does not request for conciliation, or if requested and the conciliation process fails or if the terms of settlement are not complied with, the PSH Committee will initiate an enquiry and communicate the same to the Complainant and the Accused. Quorum for the enquiry shall be 3 members, including the external member.
4. The PSH Committee will then conduct the enquiry on the basis of potential list of evidence and witnesses including, as appropriate:
 - a. The Complainant
 - b. Any document, evidence or witness produced by the Complainant.
 - c. The Accused
 - d. Any document, evidence or witness produced by the Accused.
 - e. Any other witnesses to any of the actions

- f. Manager of the Complainant
 - g. Manager of the Accused
 - h. Any documentary proof- such as emails, chats or other communication between the parties
 - i. Any documentary proof – such as emails to HR or Management about the actions
 - j. Those portions of the Complainant's personnel file as are relevant to the complaint
 - k. Those portions of the accused's personnel file as are relevant to the complaint
 - l. Those portions of any previous investigations which are relevant to the complaint
5. During the enquiry, PSH Committee will
- a. Determine whether any additional information is required
 - b. Review any documentary evidence
 - c. Determine order and timing of witness testimony
6. Witnesses are sent notices requiring their attendance at a particular time. Failure to appear at the hearing without a reasonable explanation may be addressed as misconduct.
7. Both the Accused and the Complainant (unless specifically exempted by the PSH Committee in writing) may be required to attend the hearing. If either party fails to attend three consecutive hearings for which they are required to be present without sufficient cause, the PSH Committee may terminate the inquiry or make a final determination.
8. Witnesses provide testimony in person.
9. At the discretion of the PSH Committee, which will be exercised depending on the facts of each case, the Complainant and the Accused may be allowed to cross-examine the other party and their witnesses. The PSH Committee, in determining if cross-examination is appropriate, will take into account the concerns of the Complainant regarding fear of retaliation or further harassment. However, where either party is denied the right to cross-examine the witnesses, the PSH Committee may record statements of the parties/ witnesses and provide the same to the other party so that they may raise questions on the same. The PSH Committee can then cross-examine the parties/witnesses on the basis of the questions.
10. After each hearing, minutes are created and signed off to confirm that they are accurate by the PSH Committee and the witness.
11. After all witnesses are interviewed, the PSH Committee should meet to determine if there is any additional information required, additional witnesses who need to be called or existing witnesses who need to be recalled. That additional evidence or testimony is then scheduled and heard.
12. After all evidence has been presented, the PSH Committee will convene to determine the factual basis for any findings.
13. The findings and their factual determination is written up and presented to the Country HR Lead and Management for determination of appropriate discipline and/or remedial actions. A summary of the findings will be provided to the Complainant and the Accused. The PSH Committee shall recommend discipline or remedial action as set out above in the 'What VMware will do' section. The PSH Committee may recommend disciplinary action as set out above in the 'What VMware will do' section against the Complainant if it is found that the complaint had been filed maliciously or in bad faith or against other witnesses who it is determined have intentionally presented false evidence or made false statements.
14. The PSH Committee may also recommend to the Country HR Lead and Management to deduct a compensatory sum from the salary of the Accused and pay it to the Complainant or the Accused may be directed to pay the compensatory amount to the Complainant.

15. Any Discipline and remedial steps are then taken by HR and Management. and confirmed to the PSH Committee.
16. Closure memo is sent to the complainant by the HR member of the PSH Committee.
17. The witnesses are thanked for their participation and reminded of their duty of confidentiality. Any breach of confidentiality by a person (including the accused and witnesses) shall be dealt with seriously and may result in disciplinary action, up to and including termination.
18. An HR member of the PSH will collect all files of the investigation and maintain in a secure location separate from any party's personnel file.
19. HR member of the PSH to calendar to check back with the Complainant to check that there have been no repeats of behaviour.

Interim Actions pending Outcome of Investigation:

At any point during the pendency of the enquiry, on a written request being made by the Complainant, the PSH Committee may recommend to the Country HR Lead and Management to: (i) transfer the Complainant to another office of VMware in India, or (ii) transfer the Accused to another office of VMware in India, (iii) grant leave to the Complainant up to a period of three months or, (iv) restrain the Accused from reporting on the work performance of the Complainant or writing his/her appraisal/ confidential report(s).

The PSH Committee may also recommend to the Country HR Lead and Management to suspend the Accused with full pay during the pendency of the enquiry if the circumstances so merit.

General Principles Guiding the Redress of Sexual Harassment

- The PSH Committee is guided by principles of fairness and due process.
- In camera proceedings: All the proceedings of the PSH Committee shall be in-camera proceedings in order to maintain confidentiality (This means that these proceedings will not be carried on in public, but only in the presence of the people having an interest in the issue).
- Confidentiality: The PSH Committee shall take utmost care to ensure that confidentiality is maintained at all stages. Complainants, Accused and witnesses will be advised at all stages of the internal procedure to maintain confidentiality and to discuss the complaint only with those who have an official responsibility in the proceedings.
- Conflict of interest: All individuals involved in the resolution of complaints of sexual harassment will have to ensure that they have no conflict of interest or bias in relation to any party to the complaint and that there is no perception by the parties that they have a conflict of interest or bias. Persons having concerns about perceptions of possible conflict of interest or partiality should exclude themselves from the process.
- Victimization/Non-retaliation: Complaints of victimization/retaliation will be treated seriously. Victimization includes any unfavorable treatment of a person who has been involved with a sexual harassment complaint or with the investigation proceedings. Unfavorable treatment could include adverse changes in the working environment, denial of training or promotion, or making negative, unfounded or belittling comments. Witnesses, if any, shall also not be victimized for being a witness to an instance of sexual harassment. Complaints of victimization against a person who has complained of sexual harassment, given evidence in a sexual harassment enquiry, or been found guilty of sexual harassment may result in disciplinary action.
- Non-waiver of statutory rights: This policy and procedures documented do not constitute a waiver of any of the statutory and common law rights of both the Complainant and alleged harasser and it shall be open to both parties to exercise any of their legal rights. These rights may entitle the parties to pursue matters based on sexual harassment in the regular courts of law.

- **Obligations of the management:** The Country HR Head and Management shall provide all necessary assistance for the purpose of ensuring full effective and speedy implementation of this policy. Management shall be bound by the findings of the PSH Committee and may not interfere in an investigation or conduct a separate inquiry.
- **Criminal Action:** If the Complainant desires to take criminal action against the Accused, VMware will attempt to provide all reasonable assistance to the Complainant. Further, VMware may also initiate criminal action against the Accused.

The Members of PSH Committee for the current year are:

Bangalore PSH Committee:

1. Gowri Sivakumar
2. Jayabharthi Laxminarayan
3. Manoj Warriar
4. Sanjay Swami
5. Vasavi Sirnapalli
6. Jyothi Mallikarjun
7. Pushpalatha GP
8. Swaroop Malangi
9. Kavitha Uttam
10. Supriya Menon
11. Nirupama Nag
12. Mehru Banu
13. Eric Lee James

Pune PSH Committee:

1. Meera Mudgal
2. Priyanka Bali
3. Geeta Photographer
4. Aditya Gokhale
5. Mathew George
6. Amit Sachdev

External consultant:

Supriti – Independent Diversity Management Consultant

Investigations if necessary in other VMware locations in India will be handled by the PSH Committees in Bangalore and Pune

Version History Tracker

Version History	Date	Change Details	Change Agent
1	May 2014	New Policy	HR APJ ELG
2	June 2014	Updated to align with legal requirements	HR APJ ELG
3	26 August 2016	Updated to new policy template	Kelly Xiao – Associate Employment Counsel

Signature:

Date:

Email: