

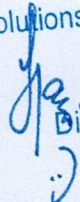


**PREVENTION OF SEXUAL HARASSMENT
POLICY**

OF

VARDHMAN AIRPORT SOLUTIONS LIMITED

**Pursuant to the provisions of the Sexual Harassment of Women at
Workplace (Prevention, Prohibition and Redressal) Act, 2013**

For Vardhman Airport Solutions Ltd.

Director

PREVENTION OF SEXUAL HARASSMENT POLICY

POLICY ON PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

1. OBJECTIVE

Vardhman Airport Solutions Limited ("the Company") is committed to providing a safe, secure and dignified work environment free from sexual harassment. This Policy on Prevention of Sexual Harassment at Workplace ("Policy") is framed in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder.

This Policy shall be implemented with due care during the period of the Company's proposed SME Initial Public Offering ("IPO") and post-listing phase, having regard to heightened regulatory and reputational sensitivities.

2. SCOPE AND APPLICABILITY

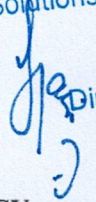
This Policy applies to all employees (permanent, temporary, contractual), trainees, consultants and any other persons having a working relationship with the Company. The Policy covers incidents of sexual harassment arising out of or in the course of employment and having a nexus with the workplace, as defined under the POSH Act.

3. DEFINITIONS

Words and expressions used but not defined herein shall have the meanings assigned to them under the POSH Act and the rules made thereunder.

4. INTERNAL COMPLAINTS COMMITTEE (ICC)

The Company shall constitute an Internal Complaints Committee ("ICC") in accordance with the provisions of the POSH Act. The ICC shall consist of a Presiding Officer who is a woman employee at senior level, at least two employee members committed to the cause of women, and one external member from a non-governmental organisation or association familiar with issues relating to sexual harassment. At least one-half of the total members of the ICC shall be women.

For Vardhman Airport Solutions Ltd.
 Director

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5. REPORTING OF COMPLAINT

Any aggrieved woman may make a complaint of sexual harassment in writing to the ICC within the timelines prescribed under the POSH Act. Assistance shall be provided for making the complaint, if required.

6. INQUIRY PROCEDURE

The ICC shall conduct the inquiry in accordance with the principles of natural justice and the procedures laid down under the POSH Act and applicable rules. All proceedings, findings and recommendations of the ICC shall be documented and preserved in accordance with the Company's Policy for Preservation of Documents.

7. CONFIDENTIALITY

Confidentiality of the complaint, identity of parties, inquiry proceedings and recommendations shall be maintained in accordance with Section 16 of the POSH Act. Confidentiality shall be maintained to protect the dignity and reputation of all parties involved, until the conclusion of proceedings.

8. PROTECTION AGAINST RETALIATION

The Company prohibits retaliation against any person who reports sexual harassment or participates in an inquiry in good faith. Any act of retaliation shall be treated as serious misconduct.

9. FALSE OR MALICIOUS COMPLAINTS

Where the ICC arrives at a conclusion that the allegation against the respondent is malicious or the complaint has been made knowing it to be false, the ICC may recommend action against the complainant in accordance with the POSH Act. Such malicious conduct shall be treated as serious misconduct.

For Vardhman Airport Solutions Ltd.

 Director

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10. DISCLOSURE

The Company shall include disclosures relating to the number of cases filed and disposed of under this Policy in the Board's Report, as required under the Companies Act, 2013. Upon listing, disclosures shall be made in accordance with applicable SEBI Listing Regulations.

11. SAFE HARBOUR

Directors and officers of the Company shall be entitled to rely on actions taken in good faith under this Policy, based on the findings and recommendations of the ICC, for governance and regulatory purposes.

12. REVIEW AND AMENDMENT

The Board of Directors may review and amend this Policy from time to time to ensure compliance with applicable law and regulatory requirements.

For Vardhman Airport Solutions Ltd.

Director

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