

POLICY ON FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS

I. INTRODUCTION

1. Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), requires every listed entity, to familiarize the independent directors with the nature of the industry in which the listed entity operates; the business model of the listed entity; roles, rights, responsibilities of independent directors; and any other relevant information, through various programmes. In pursuance of the same, the Policy on Familiarization Programmes for Independent Directors (hereinafter the "**Policy**") has been formulated and adopted by InSolare Energy Limited (the "**Company**") to enable the independent directors to fulfil their roles effectively and efficiently. This Policy is effective from 16th June, 2025 and may be amended from time to time by the Company.

II. DEFINITIONS

1. In this Policy, unless there is anything repugnant to the subject or context thereof, the terms used herein shall have the following meanings:
 - 1.1. "**Act**" means the Companies Act, 2013 and rules issued thereunder.
 - 1.2. "**Board**" in relation to the Company, means the collective body of the Directors of the Company;
 - 1.3. "**Director**" means a Director appointed to the Board of the Company defined under Section 2(34) of the Act;
 - 1.4. "**Independent Director**" means an independent director appointed to the Board in accordance with the Act and Listing Regulations.
2. The terms and expressions used in this Policy but not defined herein shall have the same meaning as assigned under the Act, Listing Regulations, or any other applicable law, rules or regulations issued thereunder, as the case may be.

III. OBJECTIVES

The Company through its managing director / executive director / Key Managerial Personnel will conduct Familiarisation Programmes periodically to familiarize the Independent Directors with the strategy, operations, and functions of the Company. Following are the main objectives of the Policy:

1. To lay down a formal and structured process to familiarise the Independent Directors at the time of their appointment on the Board of Directors of the Company ("Board") so as to enable them to understand the Company - its operations, business, industry and environment in which it functions and the regulatory environment applicable to it.
2. Further, to update the Directors on a continuous basis on any significant changes that may arise/ occur during the course of their tenure on the Board.
3. To take all efforts to keep the directors well informed to enable them to make timely advice and decision.

IV. FAMILIARIZATION PROCESS

1. The Company shall conduct regular programmes/presentations/training sessions as needed to ensure the continuous development of the Independent Directors and the Board. The programmes, *inter alia*, shall continually educate the Independent Directors on the following:
 - a. The Company's corporate profile, business model, nature of operations, industry position, mission, vision, management structure, human resource policies, quarterly and annual financial results, budgets, internal audit reviews and risk management frameworks.
 - b. The nature of solar energy industry, prevailing industry standards, competitive practices, product offerings, strategies etc. The programme shall also include an overview and outlook of the Indian economy, markets, trends, risk management mechanism, among others.
 - c. The Company should conduct an orientation programme for the newly inducted Independent Directors to introduce them to the business practices, codes and policies, compliance practices, corporate culture of the Company including the solar energy business, regulatory developments affecting the Company.
 - d. The roles, rights, responsibilities and conduct of Independent Directors as specified under the Listing Regulations, the Act, the SEBI (Prohibition of Insider Trading) Regulations, 2015 and any other applicable law, rules, or regulations as the case may be.
 - e. Regulatory and legal developments affecting the Company and the broader industry, including applicable laws, along with their impact on the business and operations of the Company including financial parameters, working capital management, fund flows, senior management changes, major litigation, compliances, subsidiary information, etc.

- f. Significant updates regarding business strategies, functions, corporate social responsibility, environmental policies, risk management, vigil mechanisms, as deemed necessary.
- g. Periodic interaction with the senior leadership team of the Company during the programmes/presentations/training sessions.
- h. Expert-led training sessions on governance best practices, risk mitigation, and compliance
- i. The Company may include other details and information during familiarization sessions as deemed necessary.

2. ATTENDANCE

The attendance and participation of independent directors in the familiarization programmes, including the number of programmes attended by each Independent Directors, along with the number of hours spent by the Independent Directors on such programmes shall be duly recorded by the Company. Such attendance and participation may be considered as a criterion in the periodic evaluation of the performance of the independent directors by the Board, in accordance with the Company's policy for valuation of board of directors.

3. DISCLOSURES

The details of the programmes, including session topics, number of participants, and training hours, shall be made available on the website of the Company, in terms of Regulation 46(2) of the Listing Regulations.

4. REVIEW

This Policy shall be subject to review by the board, once in 1 year(s), or as may be deemed necessary from time to time.

5. LIMITATION AND AMENDMENTS

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, such amendment(s), clarification(s), circular(s) etc. shall prevail upon the relevant provisions of the Policy and this Policy shall stand amended accordingly from the effective date of such amendment(s), clarification(s), circular(s) etc.