

# SOLEX ENERGY LIMITED

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

### Introduction

In compliance with the **Companies Act, 2013** and the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** (the “Listing Regulations”), the **Board of Directors of Aashka Hospitals Limited** (the “Company”) has developed a comprehensive **Familiarization Programme**. This initiative is designed to provide Independent Directors with a clear understanding of their role, the governance framework, the Company’s business operations, and the industry landscape. The objective is to ensure that Independent Directors are well-informed to effectively discharge their responsibilities, stay updated on legal and regulatory changes, and contribute meaningfully to the Company’s strategic direction.

### Program Overview

Upon joining the Board, each Independent Director is introduced to their role through a formal **Letter of Appointment**, which outlines the scope of their duties and responsibilities. The Company also arranges an **Induction Programme** to familiarize new Independent Directors with the **Company’s operations, business model, and industry**. This ensures that they are well-equipped to perform their functions efficiently and make informed decisions. The key areas covered during the familiarization process include:

- **Independence Criteria:** A thorough explanation of the criteria for independence as set out under the **Companies Act, 2013** and **Listing Regulations**.
- **Compliance Framework:** Introduction to key compliance personnel and departments that the Independent Directors can rely on for accurate information and advice.
- **Allocation of Time and Responsibilities:** Clear expectations on the time commitment required for overseeing important areas such as risk management, financial controls, corporate governance, CSR, and stakeholder relations.
- **Directorial Duties:** A detailed overview of the roles, responsibilities, and liabilities of Independent Directors.

#### CORPORATE OFFICE

301-303, Trinity Business Park, Madhuvan Circle,  
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- **Directors' Responsibility Statement:** Understanding of the **Directors' Responsibility Statement** that is included in the **Board's Report**.
- **Vigil Mechanism:** Introduction to the policies related to whistleblowing, fraud detection, and the functioning of the **Audit Committee**.
- **Risk Management:** A detailed session on the Company's **risk management framework**, identifying key risks and mitigation strategies.
- **Board Evaluation:** The process for evaluating the performance of the Board and its individual members.
- **Related Party Transactions:** Familiarization with the policies and procedures governing related party transactions, in line with legal requirements.
- **Internal Controls:** Overview of the internal financial controls and the procedures for loans and investments as per the **Companies Act, 2013**.

## Induction and Orientation for New Directors

As part of the induction process, new Independent Directors are provided with a set of documents that help them understand the Company's organizational structure and operations. These include:

- **Memorandum and Articles of Association:** The foundational documents of the Company.
- **Annual Reports:** The past three years' annual reports to give an overview of the Company's performance.
- **Code of Conduct:** The **Code of Conduct for Directors and Senior Management** outlining expected ethical standards.
- **Roles and Responsibilities:** A detailed note on the specific roles and responsibilities of Directors within the Company.
- **Policy Handbook:** A compilation of the Company's various policies, including governance practices and operational procedures.
- **Organizational Chart:** A visual representation of the Company's structure, showing key management and director roles.
- **Financial Information:** A snapshot of the Company's budget for the current financial year, providing an understanding of financial priorities.

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## Ongoing Familiarization and Knowledge Sharing

The familiarization of Independent Directors does not end with induction but continues throughout their tenure. The Company ensures continuous updates through:

- **Management Presentations:** Regular presentations from senior management, covering key aspects such as industry trends, business strategies, and operational challenges.
- **Regular Updates on Legal and Regulatory Changes:** The Company ensures that Independent Directors are informed about any amendments to the **Companies Act, 2013, Listing Regulations**, and other relevant statutory provisions.
- **Relevant Policies:** Updates on important policies, including risk management procedures, financial controls, and compliance matters.

## Knowledge Transfer and Training Sessions

To ensure that the Independent Directors are kept abreast of any changes in regulations or their roles, the Company organizes **training sessions** and **knowledge-sharing forums**. These sessions may include:

- Updates on **statutory changes** and how they impact the Company's operations.
- Briefings on significant **related party transactions** and their rationale.
- Insights into the Company's **risk profile, mitigation strategies**, and **legal compliance**.

These sessions aim to provide Independent Directors with the knowledge they need to make informed decisions and contribute to the Board's strategic discussions.

## Disclosure of Familiarization Programme

The Company is committed to transparency in its governance practices. As such, the **Familiarization Programme** is available on the Company's official website. Furthermore, the details of the programme will be disclosed in the **Annual Report**, with a direct link to the programme's page on the website for easy access by stakeholders.

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## Review and Amendments

The **Board of Directors** retains the authority to review and amend this **Familiarization Programme** from time to time to ensure that it remains aligned with applicable laws and best governance practices. Any amendments to the policy will be made in line with statutory updates, and in case of any discrepancies between the provisions of this programme and prevailing regulatory guidelines, the statutory provisions will take precedence.

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