



**POLICY FOR DETERMINATION OF MATERIALITY
OF INFORMATION OR EVENT
OF
INSOLATION ENERGY LIMITED**

**{Pursuant to SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015}**

Approved on: 03/09/2024

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I. PREAMBLE

This Policy has been framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") to provide a framework for determining materiality of information for the purpose of proper, sufficient and timely disclosure of the same to the Stock Exchange.

II. DEFINITIONS

In these regulations, unless the context otherwise requires:-

- a) **"Board of Directors"** means the board of Directors, of Insolation Energy Limited as constituted from time to time;
- b) **"Company/Listed Entity"** means "Insolation Energy Limited" inclusive of its registered office.
- c) **"Key Managerial Personnel"** means key managerial personnel as defined in subsection (51) of section 2 of the Companies Act, 2013;
- d) **"Policy"** shall mean this policy for determining the Materiality of events or information and as amended from time to time;
- e) **"Listing Regulations"** shall mean Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 including any modifications, clarifications, circulars or re-enactment thereof.
- f) **"Material Event"** or "Material Information" shall mean such event or information as defined under Part A and B of Schedule III of the Listing Regulations. In this Policy, the words, "material" and "Materiality" shall be construed accordingly.
- g) **"Stock Exchanges"** means where the Equity Shares of the Company are listed.

Any other term not defined herein shall have the same meaning as defined in the Companies Act, 2013, Regulations or any other applicable law or Regulations to the extent applicable to the Company.

III. CRITERIA FOR DETERMINING MATERIALITY OF EVENTS OR INFORMATION

The following criteria shall be applied for determination of materiality:-

- a) The omission of an event or information, which is likely to result in discontinuity or alternation of event or information already available publicly ;or
- b) The omission of an event or information is likely to result in significant market reaction if the said omission came to light at a later date; or

- c) The omission of an event or information, whose value or the expected value impact in terms of value, exceeds the lower of the following:
- (1) two percent of turnover, as per the last audited consolidated financial statements of the listed entity;
 - (2) two percent of net worth, as per the last audited consolidated financial statements of the listed entity, except in case the arithmetic value of the net worth is negative;
 - (3) five percent of the average of absolute value of profit or loss after tax, as per the last three audited consolidated financial statements of the listed entity;
- d) In case where the criteria specified in sub-clauses (a), (b) and (c) are not applicable, an event or information may be treated as being material if in the opinion of the Board of Directors of the Company, the event or information is considered material.

IV. DISCLOSURES OF EVENTS OR INFORMATION

- a) The listed entity shall first disclose to the stock exchange(s) all events or information which are material in terms of the provisions of Listing Regulations as soon as reasonably possible and in any case not later than the following:
- (i) thirty minutes from the closure of the meeting of the board of directors in which the decision pertaining to the event or information has been taken;
 - (ii) twelve hours from the occurrence of the event or information, in case the event or information is emanating from within the listed entity;
 - (iii) twenty four hours from the occurrence of the event or information, in case the event or information is not emanating from within the listed entity:
- Further, the disclosure with respect to events/information/agreements specified in Listing Regulation shall be made within such timelines as specified in the Listing Regulation or as specified by the SEBI from time to time.
- Provided further that in case the disclosure is made after the timelines specified the listed entity shall, along with such disclosure provide the explanation for the delay.
- b) The Company shall make disclosures updating material developments on a regular basis, till such time the event is resolved/closed, with relevant explanations.
- c) The Company shall disclose on its website all such events or information which has been disclosed to stock exchange(s) under Listing regulation(s), and such

disclosures shall be hosted on the website of the listed entity for a minimum period of five years and thereafter as per the archival policy of the listed entity, as disclosed on its website.

- d) The Company shall disclose all events or information with respect to subsidiaries which are material for the Company.
- e) The Company shall provide specific and adequate reply to all queries raised by stock exchange(s) with respect to any events or information; *Provided that the stock exchange(s) shall disseminate information and clarification as soon as reasonably practicable.*
- f) The Company may on its own initiative also, confirm or deny any reported event or information to stock exchange(s)
- g) The promoter, director, key managerial personnel or senior management of a listed entity shall provide adequate, accurate and timely response to queries raised or explanation sought by the listed entity in order to ensure compliance with the requirements under sub-regulation 11 of regulation 30 of the listing regulation and the listed entity shall disseminate the response received from such individual(s) promptly to the stock exchanges.
- h) In case where an event occurs or an information is available with the Company, which has not been indicated in Para A or B of Part A of Schedule III of the listing regulations, but which may have material effect on it, the Company is required to make adequate disclosures in regard thereof.
- i) In case an event or information is required to be disclosed by the Company in terms of the provisions of regulation 30 of Listing regulation, pursuant to the receipt of a communication from any regulatory, statutory, enforcement or judicial authority, the Company shall disclose such communication, along with the event or information, unless disclosure of such communication is prohibited by such authority.
- j) Relevant/respective employees of the listed entity shall identify any potential event or information in accordance with the stated policy and report the same to the below mentioned Key Managerial Personnel.

V. AUTHORISATION OF KEY MANAGERIAL PERSONNEL

Name and contact details of the KMPs authorised under Regulation 30(5) of the Listing Regulations are as follows:

The contact details of aforesaid Key Managerial Personnel are provided here under:

S.No.	Name and Designation	Contact Details
1.	Mr. Vikas Jain (DIN: 00812760) Managing Director	Contact No.- +91 141-4019103 Email ID- info@insolationenergy.in
2.	Mr. Manish Gupta (DIN: 02917023) Chairman and Whole Time Director	
3.	Madhuri Maheshwari Chief Financial Officer	Contact No.- +91 9116122134 Email ID- cfo@insolationenergy.in
4.	Nitesh Sharma Company Secretary and Compliance Officer	Contact No.- +91 9116122139 Email ID- cs@insolationenergy.in

VI. COMMUNICATION OF THIS POLICY

All new Employees and Directors shall be handed over a copy of this Policy as a part of the joining documentation, along with other policies. For all existing Employees and Directors, a copy of this Policy shall be handed over within one month of the adoption or any change thereof under this Policy by the Board of Directors of the Company. This Policy shall also be posted on the website of the Company.

VII. POWER TO AMEND THE POLICY

This policy, all amendments thereto and disclosures made by or on behalf of the Company of events or information to the Stock Exchanges, pursuant to this policy shall be uploaded on the website of the Company.

The Board of Directors is authorized to make modifications/amendments to this policy in consonance to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 and any amendment thereto and the decision of the Board in this respect shall be final and binding.

Any subsequent amendment/modification in the Regulation and/or other applicable laws in this regard shall automatically apply to this policy.

This Policy was approved by the Board of Directors at its meeting held on 5th April, 2022 and was last reviewed and approved on 03rd September, 2024.