

GKW LIMITED

FAMILIARISATION POLICY FOR INDEPENDENT DIRECTORS OF

GKW LIMITED

The Familiarization Policy (“the Program”) for Independent Directors of GKW Ltd. (“the Company”) pursuant to Regulation 25(7) and Regulation 46(2) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended.

1. Purpose

The program formulated with the objective of making the Independent Directors of the Company accustomed to their roles and responsibilities is divided into various modules with emphasis on:

- Roles, Rights and Responsibilities - Board dynamics & functions
- Strategy, Operations and functions of the Company

The Program has been designed considering the specific needs of Corporate Governance and the expected obligations of Independent Directors in view of the onerous responsibility conferred by the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended from time to time.

2. Familiarization Process

The Company periodically familiarizes the Independent Directors with the strategy, operations and functions of the Company in the Board Meeting and Committee Meetings.

The program as familiarized through Chairman appointed by the Board essentially has two broad components –technical and behavioral. The technical component shall enable the participants to understand Company business, strategies, industry dynamics and its growth plans and prepare them for an active role in Company. The behavioral component shall empower the participants to understand board procedures and help them to be effective in board activities. The Program also aims to offer a conceptual framework based upon current expectations which require the Independent Directors to adhere to a code and standard of ethics and integrity for fulfillment of their responsibilities in a professional and faithful manner to promote confidence of the investment community particularly minority shareholders, regulatory authorities and the stakeholders at large. The Independent Directors also apprised their duties and responsibilities under the Companies Act, 2013.

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The program, if necessary, shall be conducted in such manner as to facilitate and convenience the Independent Directors and enable them to attend the same in view of their busy schedules.

The Company may circulate other statutory information for the role and responsibilities on a regular basis and may provide specific regulatory updates from time to time; and

The Company may, if necessary, conduct an introductory familiarization program / presentation, when a new Independent Director comes on the Board of the Company.

3. Disclosure of the Policy

This policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

4. Review of the Program

The Board will review this program and make revisions as may be required.
