

POLICY ON RELATED PARTY TRANSACTIONS

Introduction :

As per Clause 49 of Listing Agreement and Section 188 of the Companies Act, 2013 and Rules made thereunder, the Board of Directors of the Company has formulated a Policy on dealing with Related Party Transactions.

Objective:

This policy regulates the approval and reporting of transactions between the Company and its Related Parties in respect to :

- a) sale, purchase or supply of any goods or materials;
- b) selling or otherwise disposing of, or buying , property of any kind;
- c) leasing of property of any kind;
- d) availing or rendering of any services; and
- e) such related party's appointment to any office or place of profit in the Company, its Subsidiary Company or Associate Company.

Definitions:

1. "Board" means Board of Directors of the Company.
2. "Audit Committee" means Committee of the Board of Directors of the Company constituted under provisions of the Listing agreement, Section 177 of the Companies Act, 2013 and Rules made thereunder.
3. "Related Party" as defined in Section 2(76) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.
4. "Relative" as defined in Section 2(77) of the Companies Act, 2013 and Rules made thereunder and Clause 49 of the Listing Agreement.
5. " Related Party Transactions " means transactions as defined under Section 188 of the Companies Act, 2013 and Rules made thereunder and Clause 49 of the Listing Agreement.

Materiality:

Prior approval of the Company by way of Special Resolution is required to be obtained to enter into contract or arrangement with related party, if paid up capital of the Company exceeds Rs. 10.00 crores or value of transactions exceed the limits as specified in Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2015.

Policy :

Every Director shall, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, disclose the nature of his concern or interest in Form MBP-1.

All Related Party Transactions shall be reported to the Audit Committee for its approval.

The Company shall not enter into any contract or arrangement with a related party without prior approval of the Board of Directors.

Where the transactions exceed the materiality threshold limits, prior approval of shareholders would be required.

Disclosures :

1. This Policy on Related Party Transactions has been uploaded on the website of the Company www.gkb.net and weblink thereto has been given in the Annual Report.
2. Details of all material transactions with related parties shall be disclosed quarterly along with the Compliance report on Corporate Governance.
3. The Company shall disclose the Related Party Transactions in the Company's Annual Report.

Review of the Policy :

This Policy will be reviewed by the Board of Directors of the Company and changes, if any, will be made from time to time.