

SSML: / L & S/14-15

9th April, 2015.

Bombay Stock Exchange Limited  
Deputy General Manager,  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers, Dalal Street,  
**Mumbai - 400 021.**

Dear Sir,

**Reg : Corporate Governance Report**

Pursuant to clause 49 of the Listing Agreement, the Compliance Report on Corporate Governance of the Company is given hereunder:

Name of the Company : Siyaram Silk Mills Limited  
Quarter Ending on : 31st March, 2015.

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)	YES	
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
<b>III. Audit Committee</b>	49 (III)	YES	
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	YES	
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI. Risk Management</b>	49 (VI)	YES	Risk Management Committee not constituted as the Company is not in the list of Top 100 Listed

Corporate office: B - 5, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 (India)

Phone : 3040 0500, Fax: 3040 0599 Email: william.fernandes@siyaram.com

Internet: www.siyaram.com

CIN : L17116MH1978PLC020451

Registered Office: H - 3/2, MIDC, A - Road, Tarapur, Boisar, Thane - 401 506 (Mah.)

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
			Companies
<b>VII. Related Party Transactions</b>	49 (VII)	YES	
<b>VIII. Disclosures</b>	49 (VIII)	YES	
(A) Related party transactions	49 (VIII A)	YES	No material transaction with related party during the quarter
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be disclosed in Annual Report for the year ended 31.03.2015
(C) Remuneration of Directors	49 (VIII C)	YES	- do -
(D) Management	49 (VIII D)	YES	- do -
(E) Shareholders	49 (VIII E)	YES	- do -
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	NO IPO Proceeds
<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	Will be disclosed in Annual Report for the year ended 31.03.2015
<b>X. Report on Corporate Governance</b>	49 (X)	YES	- do -
<b>XI. Compliance</b>	49 (XI)	YES	- do -

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
For Siyaram Silk Mills Limited

*William Fernandes*  
William Fernandes  
Company Secretary and Compliance Officer  
**CC -**  
**National Stock Exchange of India Limited**  
Listing Dept  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East)  
MUMBAI - 400 051.