

12th October, 2019

To,

BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai - 400001	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Scrip Code: 503811	Company Symbol: SIYSIL

Sub: Corporate Governance Report for the period ended 30th September, 2019.

Pursuant to regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance Report on Corporate Governance of the Company is given hereunder:

1. Name of Listed Entity : **SIYARAM SILK MILLS LIMITED**
2. Period ending : **30th September, 2019.**

I. Composition of Board of Directors

Title (Mr / Ms)	Name of the Director	PAN ^b & DIN	Category (Chairperson / Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)

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, Palghar - 401 506 (Mah.)

Mr.	Ramesh D. Poddar	PAN AACPP2359R DIN00090104	Chairman related to Promoter-Executive	24/01/1989	01/11/2017			08/11/1952	1	0	1	0
Mr.	Pawan D. Poddar	PAN AACPP2360E DIN00090521	Executive	24/01/1989	01/08/2016			05/08/1954	1	0	1	0
Mr.	Shrikishan D. Poddar	PAN AACPP2362G DIN00160323	Executive	27/10/1989	01/11/2017			09/08/1963	1	0	0	0
Mrs.	Ashadevi R. Poddar	PAN AACPP2358Q DIN00169841	Executive	01/08/2014	01/08/2014	31/07/2019		15/09/1951	0	0	0	0
Mr.	Gaurav P. Poddar	PAN AACPP1923D DIN03230539	Executive	01/08/2012	01/08/2017			04/02/1985	1	0	0	0
Mr.	Ashok M. Jalan	PAN AABPJ3865B DIN00456869	Executive	30/01/2007	30/01/2017			02/10/1959	1	0	2	0
Mr.	Harish N. Motiwalla	PAN AFAPM1447A DIN00029835	Non Executive - Independent	21/05/2011	01/08/2014	31/07/2019	5 years	24/03/1945	6	6	4	4
Mr.	Mangesh D. Tel	PAN ABXPT8781H DIN00218899	Non Executive - Independent	08/06/2004	01/08/2014	31/07/2019	5 years	10/07/1952	0	0	0	0
Mr.	Dileep H. Shinde	PAN AAWPS9273R DIN00270687	Non Executive - Independent	30/01/2009	01/08/2014	31/07/2019	5 years	23/09/1950	0	0	0	0
Mr.	Shailesh S. Vaidya	PAN AAAPV3513D DIN00002273	Non Executive - Independent	31/10/2005	01/08/2014	31/07/2019	5 years	03/11/1957	2	2	0	0
Mr.	Ashok N. Garodia	PAN AAMPG2442G DIN00206017	Non Executive - Independent	29/05/2008	01/08/2014	31/07/2019	5 years	01/10/1956	0	0	0	0
Mr.	Pramod S. Jalan	PAN AACPJ9487A DIN00215144	Non Executive - Independent	30/01/2009	01/08/2014	31/07/2019	5 years	15/02/1954	0	0	0	0

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, Palghar - 401 506 (Mah.)

Mr.	Tarun Kumar Govil	PAN ABXPG5452E DIN06924673	Non Executive - Independent	30/07/2014	30/07/2014	29/07/2019	5 years	08/03/1961	1	1	1	1
Mrs.	Mangala R. Prabhu	PAN AAGPP5122Q DIN06450859	Non Executive - Independent	25/03/2019			5 years	15/04/1955	3	3	1	2
Mr.	Chetan S. Thakkar	PAN ACJPT9171E DIN03273267	Non Executive - Independent	01/08/2019			5 years	18/01/1975	2	2	1	1
Mr.	Ashok N. Desai	PAN AAHPD7089H DIN03609419	Non Executive - Independent	01/08/2019			5 years	13/01/1953	3	3	2	1
Mr.	Deepak R. Shah	PAN AAFPS6684M DIN06954206	Non Executive - Independent	01/08/2019			5 years	04/06/1964	3	3	1	0
Mr.	Sachindra N. Chaturvedi	PAN AABPC2380A DIN00553459	Non Executive - Independent	01/08/2019			5 years	30/09/1950	1	1	0	1

Whether Regular chairperson appointed – **YES**

Whether Chairperson is related to managing director or CEO – Chairperson is the Managing Director of the Company

§ PAN of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Sachindra N. Chaturvedi	Chairperson - Non Executive/ Independent	05/08/2019	

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, Palghar - 401 506 (Mah.)

		Deepak R. Shah	Non Executive - Independent	05/08/2019	-
		Mangala R. Prabhu	Non Executive - Independent	05/08/2019	
		Ashok M. Jalan	Executive	05/08/2019	
		Harish N. Motiwalla	Non Executive - Independent	06/08/2011	31/07/2019
		Mangesh D. Teli	Non Executive - Independent	31/07/2006	31/07/2019
		Dileep H. Shinde	Non Executive - Independent	12/05/2014	31/07/2019
2. Nomination & Remuneration Committee	YES	Sachindra N. Chaturvedi	Chairperson - Non Executive/ Independent	05/08/2019	
		Mangala R. Prabhu	Non Executive - Independent	05/08/2019	
		Chetan S. Thakkar	Non Executive - Independent	05/08/2019	
		Harish N Motiwalla	Non Executive - Independent	11/08/2011	31/07/2019
		Mangesh D Teli	Non Executive - Independent	31/07/2006	31/07/2019
		Pramod S Jalan	Non Executive - Independent	12/05/2014	31/07/2019
3. Risk Management Committee(if applicable)		N.A			
4. Stakeholders Relationship Committee'	YES	Chetan S. Thakkar	Chairperson - Non Executive/ Independent	05/08/2019	
		Ramesh D. Poddar	Executive - Non Independent	12/05/2014	
		Pawan D. Poddar	Executive - Non Independent	12/05/2014	
		Ashok M. Jalan	Executive - Non Independent	05/08/2019	
		Dileep H Shinde	Non Executive - Independent	12/05/2014	31/07/2019
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
17 th May, 2019	25 th July, 2019	YES	8	3	68 days
25 th July, 2019	13 th August, 2019	YES	10	5	18 days

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
13 th August, 2019	YES	4	3	17 th May, 2019	87 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 **to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

Note:

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 - YES
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee- YES
 - b. Nomination & Remuneration Committee - YES
 - c. Stakeholders Relationship Committee - YES
 - d. Risk management committee (applicable to the top 100 listed entities) – N.A
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - YES
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - YES
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. – YES
The meeting of the Board of Directors of the Company will be scheduled to be held after 15th October, 2019; hence this Report will be placed in the said meeting.

For **SIYARAM SILK MILLS LIMITED**



William Fernandes

Company Secretary & Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

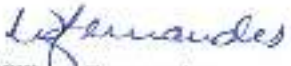
Corporate office: B - 5, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 (India)

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, Palghar – 401 506 (Mah.)

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)^{clear note below}
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NO (Since the regular Chairperson of the Stakeholder Relationship Committee was out of India, the Chairperson of the Audit Committee who was authorized was present at the Annual General Meeting to answer queries of shareholders)
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
Note		
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		
2. If status is "No" details of non-compliance may be given here.		
3. If the Listed Entity would like to provide any other information the same may be indicated here.		
For SIYARAM SILK MILLS LIMITED		
 William Fernandes Company Secretary & Compliance Officer		

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

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

Internet: www.siyaram.com CTN : L17116MH1978PLC020451

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