

11th October, 2017

To,

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

Sub: Corporate Governance Report for the HY Ended 30th September, 2017.

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 Year ended : **30TH SEPTEMBER**, **2017**.

	I. Composition of Board of Directors							
Titl e (M r ./ Ms)	Name of the Director	PANs & DIN	Category (Chairpers on /Executiv e/N on- Executive /in dependen t/N ominee)&	Date of Appoint ment in the current term /cessati on	Te nur e*	No of Directors hip in listed entities including this listed entity (Refer Regulatio n 25(1) of Listing Regulatio ns)	Number of members hips in Audit/ Stakehold er Committe e(s) including this listed entity (Refer Regula tion	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing
1	Ramesh D. Poddar	PAN AACPP2359R DIN00090104	Chairman - Executive	01/11/2012		1	1	-
	Pawan D. Poddar	PAN AACPP2360E DIN00090521	Executive	01/08/2016		1	1	-
	Shrikishan D. Poddar	PAN AACPP2362G DIN00160323	Executive	01/11/2012		1	-	_
1	Ashadevi R. Poddar	PAN AACPP2358Q DIN00169841	Executive	01/08/2014		1	-	-
Mr.	Gaurav P. Poddar	PAN AACPP1923D DIN03230539	Executive	01/08/2017		1	-	-

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 CIN: L17116MH1978PLC020451

Internet: www.siyaram.com CIN: L17116MH1978PLC020451 Registered Office: H - 3/2, MIDC, A - Road, Tarapur, Boisar, Palghar - 401 506 (Mah.)





Mr.	Ashok M. Jalan	PAN AABPJ3865B DIN00456869	Executive	30/01/2017		1	_	-
Mr.	Harish N. Motiwalla	PAN AFAPM1447A DIN00029835	Non Executive - Independent	01/08/2014	5 years	6	4	5
Mr.	Mangesh D. Teli	PAN ABXPT8781H DIN00218899	Non Executive - Independent	01/08/2014	5 years	1	1	-
Mr.	Dileep H. Shinde	PAN AAWPS9273R DIN00270687	Non Executive - Independent	01/08/2014	5 years	1	1	1
Mr.	Shailesh S. Vaidya	PAN AAAPV3513D DIN00002273	Non Executive - Independent	01/08/2014	5 years	3	-	, .
Mr.	Ashok N. Garodia	PAN AAMPG2442G DIN00206017	Non Executive - Independent	01/08/2014	5 years	1	1	-
Mr.	Pramod S. Jalan	PAN AACPJ9467A DIN00215144	Non Executive - Independent	01/08/2014	5 years	1	<u>-</u>	-
Mr.	Tarun Kumar Govil	PAN ABXPG5452E DIN06924673	Non Executive - Independent	30/07/2014	5 years	2	-	1

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

^{*} 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	Name of Committee members	Category (Chairperson/Executive/Non- Executive/independent/Nomin ee) \$
1. Audit Committee	Harish N. Motiwalla	Chairman- Non Executive/ Independent
	Mangesh D. Teli	Non Executive - Independent
	Dileep H. Shinde	Non Executive - Independent
2. Nomination & Remuneration Committee	Harish N. Motiwalla	Chairman - Non Executive- Independent
	Mangesh D. Teli	Non Executive - Independent
	Pramod S. Jalan	Non Executive - Independent
Risk Management Committee(if applicable)	N.A	N.A.



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[&]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



Ramesh D. Poddar Pawan D. Poddar Executive - Non Independent Index - Independent Executive - Non Independent Index - Inde	4. Stakeholders Relationship Committee'		Dile	L .		Chairman - Non Executive - Independent		
*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 relevant quarter 27th May, 2017 Date(s) of Meeting of Tournettees Date(s) of meeting of the committee in the requirement of quorum met (details) **This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional V. Related Party Transactions Subject Ves/No/NA) poter note below the provious approval obtained for material RPT Whether elevant quarter of committee obtained yes N.A. To example, if the Board has been composed in accordance with the requirement of committee or non-compliance may be indicated. Similarly, in case the Listed Entity has no relat party transactions, the words "N.A." may be indicated.				Ramesh D. Poddar		Executive - Non Independent		
more than one category write all categories separating them with hyphen III. Meeting of Board of Directors Date(s) of Meeting (if Date(s) of Meeting (if any) in the relevant quarter Date(s) of Meeting (if Quarter Quarter 26th July, 2017 Date(s) of meeting of Quarter Two consecutive (in number of days) IV. Meeting of Committees Date(s) of meeting of the committee in the requirement of Quorum met (details) Audit Committee 26th July, 2017. Yes – 3 Directors 27th May, 2017 Date(s) of meeting of the committee in the previous quarter (details) Audit Committee 26th July, 2017. Yes – 3 Directors 27th May, 2017 S9 days This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional V. Related Party Transactions Subject Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee Note 3. In the column "Compliance Status", compliance or non-compliance may be indicated Yes/No/NA. For example, if the Board has been composed in accordance with the requirement of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no relat party transactions, the words "N.A." may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.					ldar E	Exec	utive - Non Independent	
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3. In the column "Compliance Status", compliance or non-compliance may be indicated Yes/No/N.A. For example, if the Board has been composed in accordance with the requirement of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no relat party transactions, the words "N.A." may be indicated.	omnibus approval have been reviewed by Audit				N.A.			
VI. Affirmations	Note 3. In the column "C Yes/No/N.A. For e of Listing Regulation party transactions, 4. If status is "No" det	xample, if the Board ons, "Yes" may be i the words "N.A." ma ails of non-complian	d has indica ay be i	been co ted. Sim indicated	omposed in ac nilarly, in case d.	cor	dance with the requirements	



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1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

Yes

 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
- 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 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, 2017, hence this Report will be placed in the said meeting.

For SIYARAM SILK MILLS LIMITED

William Fernandes

Company Secretary & Compliance Officer

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



ANNEXURE III

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

I Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/No/NA) ^{refer note below}
Copy of the annual report including balance sheet, profit and loss account, directors 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
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

LYernande William Fernandes

Company Secretary & Compliance Officer

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