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BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai - 400001 Scrip Code: 503811	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 Company Symbol: SIYSIL
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Sub: **Corporate Governance Report for the period ended 31st March, 2022.**

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 : **31st March, 2022.**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN ^s & DIN.	Category (Chairpers on /Executive/ Non- Executive/ independe nt / Nominee) &	Initial Date of Appoint ment	Date of Re-app ointment	Date of Cessation	Ten ure *	Date of Birth	No. of directo rship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors hip in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of membershi ps in Audit/ Stakehold er Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperso n 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.)



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SIYARAM SILK MILLS LIMITED

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	01/08/2021	-	-	05/06/1954	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
Mr.	Gaurav P. Poddar	PAN AABPP1923D 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	30/01/2022	-	-	02/10/1959	1	0	2	0
Mrs.	Mangala R. Prabhu	PAN AAGPP5122Q DIN06450659	Non Executive - Independent	25/03/2019	-	-	36 Months	15/04/1955	4	3	1	2
Mr.	Chetan S. Thakkar	PAN ACJPT9171E DIN03273267	Non Executive - Independent	01/08/2019	-	-	32 Months	18/01/1975	1	1	0	1
Mr.	Ashok N. Desai	PAN AAHPD7089H DIN03609419	Non Executive - Independent	01/08/2019	-	-	32 Months	13/01/1953	3	3	2	0
Mr.	Deepak R. Shah	PAN AAFPS6684M DIN06954206	Non Executive - Independent	01/08/2019	-	-	32 Months	04/06/1964	3	2	2	1
Mr.	Sachindra N. Chaturvedi	PAN AABPC2360A DIN00553459	Non Executive - Independent	01/08/2019	-	-	32 Months	30/09/1950	2	2	1	1

Whether Regular chairperson appointed – YES

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

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*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	-
		Deepak R. Shah	Non Executive – Independent	05/08/2019	-
		Mangala R. Prabhu	Non Executive – Independent	05/08/2019	-
		Ashok M. Jalan	Executive – Non Independent	05/08/2019	-
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	-
3. Risk Management Committee(if applicable)	YES	Gaurav P. Poddar	Chairperson-Executive	28-01-2019	
		Ashok M. Jalan	Executive	28-01-2019	
		Surendra S. Shetty	Member	28-01-2019	
		Sachindra N. Chaturvedi	Non-Executive /Independent	27-05-2021	
4. Stakeholders Relationship Committee	YES	Chetan S. Thakkar	Chairperson - Non Executive- Independent	05/08/2019	-
		Ramesh D. Poddar	Executive – Non Independent	12/05/2014	-

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		Pawan D. Poddar	Executive – Non Independent	12/05/2014	-
		Ashok M. Jalan	Executive – Non Independent	05/08/2019	-
5. Corporate Social Responsibility Committee		Ramesh D. Poddar	Chairperson - Executive Director	12-05-2014	-
		Pawan D. Poddar	Executive Director	12-05-2014	-
		Deepak R. Shah	Non-Executive - Independent Director	05-08-2019	-
		Ashok M. Jalan	Executive Director	05-08-2019	-

[&]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)
26 th October 2021	29 th January 2022	YES	10	5	94 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					
29 th January 2022	YES	4	3	26 th October 2021	94 Days

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Stakeholders Relationship Committee					
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*
29 th January 2022	YES	4	1	26 th October 2021	94 Days
Nomination and remuneration committee					
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*
29 th January 2022	YES	3	3	26 th October 2021	94 Days
Corporate Social Responsibility Committee					
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*
29 th January 2022	YES	4	1	26 th October 2021	94 Days
Risk Management Committee					
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*
24 th March 2022	YES	4	1	28 th September 2021	176 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)
Whether prior approval of audit committee obtained	refer note below
	YES


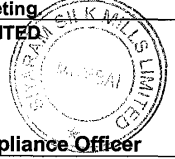
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Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA
Note: 1 In the column "Compliance Status", compliance or non-compliance may be indicated 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 1000 listed entities) – Yes 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 30th April, 2022 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.

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Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
1) Details of business	Yes	www.siyaram.com
2) Terms and conditions of appointment of independent directors	Yes	www.siyaram.com
3) Composition of various committees of board of directors	Yes	www.siyaram.com
4) Code of conduct of board of directors and senior management personnel	Yes	www.siyaram.com
5) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.siyaram.com
6) Criteria of making payments to non-executive directors	Yes	www.siyaram.com
7) Policy on dealing with related party transactions	Yes	www.siyaram.com
8) Policy for determining 'material' subsidiaries	Yes	www.siyaram.com
9) Details of familiarization programmes imparted to independent directors	Yes	www.siyaram.com
10) Email address for grievance redressal and other relevant details	Yes	www.siyaram.com
11) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.siyaram.com
12) Financial results	Yes	www.siyaram.com
13) Shareholding pattern	Yes	www.siyaram.com
14) Details of agreements entered into with the media companies and/or their associates	NA	
15) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N/A	www.siyaram.com
16) New name and the old name of the listed entity	NA	
17) Advertisements as per regulation 47 (1)	Yes	www.siyaram.com
18) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	www.siyaram.com
19) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	www.siyaram.com
As per other regulations of the LODR:		
20) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.siyaram.com
21) Materiality Policy as per Regulation 30	Yes	www.siyaram.com

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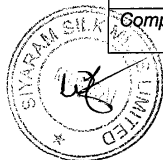
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22) Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	www.siyaram.com
It is certified that these contents on the website of the listed entity are correct. : Yes		

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note Below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes



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Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated Basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



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STARAM SILK MILLS LIMITED

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	N/A		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below :			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By:			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0

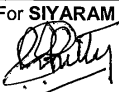
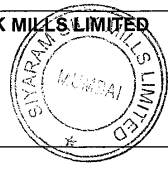
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KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by :			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes		
Name	Surendra Shetty	For SIYARAM SILK MILLS LIMITED   Surendra Shetty CFO	
Designation	CFO		
Place	Mumbai		
Date	18-04-2022		

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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.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. YES

For **SIYARAM SILK MILLS LIMITED**

William Fernandes

William Fernandes
Company Secretary & Compliance Officer



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