To,

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

Sub: Corporate Governance Report for the period ended 31st March, 2023.

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 ended : **31st March**, **2023**.



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

I. Co	omposition	of Board of Dire	ctors			· · ·			·				
Title (Mr./ Ms)	Name of the Director	PAN ³ & DIN.	Category (Chairperson	Appointment	Date of Re-appoint ment	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)	Membership in Committees of the Company
1	Ramesh D. Poddar	PAN AACPP2359R DIN00090104	Chairman related to Promoter- Executive	24/01/1989	01/11/2022	-	-	08/11/1952	1	0	1	0	SC, CSR
1	Pawan D. Poddar	PAN AACPP2360E DIN00090521	Executive	24/01/1989	01/08/2021	-	-	05/06/1954	1	0	1	0	SC, CSR
1	Shrikishan D. Poddar	PAN AACPP2362G DIN00160323	Executive	27/10/1989	01/11/2022	-	_	09/08/1963	1	0	0	0	-
1	Gaurav P. Poddar	PAN AACPP1923D DIN03230539	Executive	01/08/2012	01/08/2022	-	-	04/02/1985	1	0	0	0	RMC
Mr.	Ashok M. Jalan	PAN AABPJ3865B DIN00456869	Executive	30/01/2007	30/01/2022	-	-	02/10/1959	1	0	2	0	AC,SC,RMC, CSR
Mrs.	Mangala R.Prabhu	PAN AAGPP5122Q	Non Executive –	25/03/2019	25/03/2019	-	48 months	15/04/1955	4	4	4	2	AC,NRC

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



		DIN06450659	Independent										
Mr.	Chetan S. Thakkar	PAN ACJPT9171E DIN03273267	Non Executive - Independent	01/08/2019	01/08/2019	-	44 months	18/01/1975	1	1	1	1	SC,NRC
Mr.	Ashok N. Desai	PAN AAHPD7089H DIN03609419	Non Executive - Independent	01/08/2019	01/08/2019	-	44 months	13/01/1953	1	1	0	0	-
Mr.	Deepak R. Shah	PAN AAFPS6684M DIN06954206	Non Executive – Independent	01/08/2019	01/08/2019	-	44 months	04/06/1964	3	2	3	1	AC, CSR
Mr.	N. Chaturvedi	PAN AABPC2360A DIN00553459	Executive - Independent	01/08/2019	01/08/2019	-	44 months	30/09/1950	2	2	2	1	AC,RMC, NRC

Whether Regular chairperson appointed – YES

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



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

^{\$}PAN of any director would not be displayed on the website of Stock Exchange

[&]amp;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.

Name of Committee	Whether Regular chairperson	Name of Committee members	Category	Chairperson /Member	Date of Appointment	Date of Cessation
	appointed					
1. Audit Committee	YES	Sachindra N. Chaturvedi	Non-Executive - Independent	Chairperson	05/08/2019	-
·		Deepak R. Shah	Non-Executive – Independent	Member	05/08/2019	-
		Mangala R. Prabhu	Non-Executive – Independent	Member	05/08/2019	-
		Ashok M. Jalan	Executive - Non Independent	Member	05/08/2019	-
. Nomination &	YES	Sachindra N. Chaturvedi	Non-Executive – Independent	Chairperson	05/08/2019	-
Remuneration Committee		Mangala R. Prabhu	Non-Executive – Independent	Member	05/08/2019	-
		Chetan S. Thakkar	Non-Executive – Independent	Member	05/08/2019	-
3. Risk Management	YES	Gaurav P. Poddar	Executive – Non Independent	Chairperson	28/01/2019	-
Committee(if applicable)		Ashok M. Jalan	Executive – Non Independent	Member	28/01/2019	-
		Surendra S. Shetty	Chief Financial Officer	Member	28/01/2019	-
		Sachindra N. Chaturvedi	Non-Executive – Independent	Member	27/05/2021	-
4. Stakeholders Relationship Committee	YES	Chetan S. Thakkar	Non-Executive/ Independent	Chairperson	05/08/2019	-
Committee		Ramesh D. Poddar	Executive – Non Independent	Member	12/05/2014	-
		Pawan D. Poddar	Executive – Non Independent	Member	12/05/2014	-

Executive - Non Independent

05/08/2019

Member

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

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Ashok M. Jalan



Corporate Social esponsibility Committee	YES	Ramesh D. Poddar	Executive – Non Independent	Chairperson	12/05/2014	_
		Pawan D. Poddar	Executive - Non Independent	Member	12/05/2014	-··· -
		Deepak R. Shah	Non Executive - Independent	Member	05/08/2019	-
	ļ.	Ashok M. Jalan	Executive – Non Independent	Member	05/08/2019	

III. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
03-Nov-2022	Yes	10	9	5
28-Jan-2023	Yes	10	10	5

Company Remarks		
Maximum gap between any two	85	
consecutive (in number of days)		



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

IV. Meetings of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	03-Nov-2022	Yes	4	4	3	0
Audit Committee	28-Jan-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	03-Nov-2022	Yes	4	3	1	0
Stakeholders Relationship Committee	28-Jan-2023	Yes	4	4	1	0
Corporate Social Responsibility Committee	03-Nov-2022	Yes	4	3	1	0
Corporate Social Responsibility Committee	28-Jan-2023	Yes	4	4	1	0
Risk Management Committee	10-Mar-2023	Yes	3	3	1	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee, Stakeholders Relationship	85
Maximum gap between any two consecutive (in number of days) [Only for Addit Committee, Clarifolders Relationship	
Committee and Corporate Social Responsibility Committeel	



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

Annexure I 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:

- 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.

Annexur	e II						

Annexure II 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		in (101 the Whole of the	,
Sr	ltem	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		https://www.siyaram.com/about-us.php
2	Terms and conditions of appointment of independent directors	Yes		https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/communications/2022-2023/SSML-Terms-and-Conditions-of-Independent-Directors-2021-22.pdf
3	Composition of various committees of board of directors	Yes		https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/other-listing-compliance/2021-2022/Board-of-Directors-and-Committees-2021-2022.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/code-of-conduct/2019-2020/SSML-CODE-OF-



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

			 CONDUCT-Directors-Sr.Mgt-Revised.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/policy/2019-2020/Final Whistle Blower Policy.pdf
6	Criteria of making payments to non-executive directors	Yes	https://www.siyaram.com/investor-relations/annual-reports.php
7	Policy on dealing with related party transactions	Yes	 https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/policy/2019-2020/Related-Party-Transaction-Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes	 https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/policy/2019-2020/SSML-Policy-for-determining-material-subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/other-listing-compliance/2021-2022/Familiarisation_Program_2021-22.pdf
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/other-listing-compliance/2021-2022/Contact-Details-2021-22.pdf
11	email address for grievance redressal and other relevant details	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/other-listing-compliance/2021-2022/Contact-Details-2021-22.pdf
12	Financial results	Yes	 https://www.siyaram.com/investor-relations/quarterly-financial-results.php
13	Shareholding pattern	Yes	 https://www.siyaram.com/investor-relations/share-holding-patterns.php
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	Yes	https://www.siyaram.com/investor-relations/communications.php
16	New name and the old name of the listed entity	NA	
17	Advertisements as per regulation 47 (1)	Yes	 https://www.siyaram.com/investor-relations/other.php
18	Credit rating or revision in credit rating obtained	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/other-listing-compliance/2022-2023/Credit Rating Bank Loans 06 Sep 2022.pdf
19	Separate audited financial statements of each	Yes	 https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-

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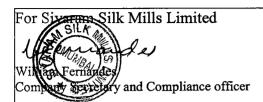
	subsidiary of the listed entity in respect of a relevant financial year		relationship-doc/annual-reports/2021-2022/Cadini-SRL-Financials-2022.pdf
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://www.siyaram.com/investor-relations/communications.php
21	Materiality Policy as per Regulation 30	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/policy/2022-2023/Policy on Materiality of Related Party Transactions.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	https://siyaram-images.s3.ap-south-1.amazonaws.com/images/investor-relationship-doc/policy/2021-2022/Siyaram-Dividend-Distribution-Policy-Final.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes	
24	Disclosure of notes on website in terms of Listing Regulations explantory [Text Block]		

I. 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) 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. YES
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The meeting of the Board of Directors will be held after 21st April, 2023, hence this Report will be placed at the said meeting.

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



II. Sr	Annual Affirmations Particulars	Regulation Number	Compliance	If status is "No" details of non-
51	rantemars	Regulation (value)	status (Yes/No/NA)	compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

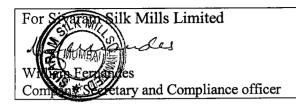
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21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	·
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

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III.	Affirmations	
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.	Yes
	Sivaram Silk Mills Limited Sharing of the second of the s	
	am Fernandes pany Secretary and Compliance officer	

Annexure III

Additional Half yearly Disclosure

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending - 31.03.2023

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:

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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	0.00	0.00	0.00
Promoter Group or any other entity controlled by them	0.00	0.00	0.00
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them	0.00	0.00	0.00

(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:

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



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	0.00	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	0.00	

II. Affirmations:

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.

Name: Suferitor Shetty

Designation. Chief Financial Officer

Note:

- 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
- a) by a government company to/ for the Government or government company
- b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
- c) by a banking company or an insurance company; and
- d) by the listed entity to its employees or directors as a part of the service conditions
- 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

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