

FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity: SIYARAM SILK MILLS LIMITED

2. Quarter ending: 31ST MARCH, 2025

I. C	omposition	of Board of Di	rectors						•			
Titl e (Mr/ Ms)	Name of the Director	DIN.	(Chairperso	Appointment	Date of Re-appoint ment	Date of Cessatio n		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)]		No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Ramesh D. Poddar	00090104	Chairman related to Promoter- Executive	24/01/1989	01/11/2022		-	08/11/1952	1	0	1	0
Mr.	Pawan D. Poddar	00090521	Executive	24/01/1989	01/08/2024	-	-	05/06/1954	1	0	1	0
Mr.	Shrikishan D. Poddar	00160323	Executive	27/10/1989	01/11/2022	-	•	09/08/1963	1	0	0	0



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

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Mr.	Gaurav P. Poddar	03230539	Executive	01/08/2012	01/08/2022	<u>=</u>	-	04/02/1985	1	0	0	0
Mr.	Ashok M. Jalan	00456869	Executive	30/01/2007	30/01/2025	<u>=</u>	-	02/10/1959	1	0	2	0
Mrs.	Mangala R.Prabhu	06450659	Non Executive - Independent		25/03/2024	-	12 months	15/04/1955	5	5	7	3
Mr.	Chetan S. Thakkar	03273267	Non Executive - Independent		01/08/2024	<u> </u>	8 months	18/01/1975	1	1	1	1
Mr.	Ashok N. Desai	03609419	Non Executive - Independent		01/08/2024		8 months	13/01/1953	1	1	0	0
Mr.	Deepak R. Shah	06954206	Non Executive – Independent		01/08/2024		8 months	04/06/1964	3	2	4	. 1
Mr.	Sachindra N. Chaturvedi			01/08/2019	01/08/2024	-	8 months	30/09/1950	1	1	1	1

Whether Regular chairperson appointed - YES

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

\$PAN 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.



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[&]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



II. Composition of Commi						
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category	Chairperson /Member	Date of Appointment	Date of Cessation
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	
2. Nomination & Remuneration Committee	YES	Sachindra N. Chaturvedi	Non-Executive/ Independent	Chairperson	05/08/2019	
remaneration committee		Mangala R. Prabhu	Non-Executive – Independent	Member	05/08/2019	
		Chetan S. Thakkar	Non-Executive – Independent	Member	05/08/2019	-
3. Risk Management Committee(if applicable)	YES	Gaurav P. Poddar	Executive – Non Independent	Chairperson	28/01/2019	
		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	
100		Ramesh D. Poddar	Executive - Non Independent	Member	12/05/2014	
II K A		Pawan D. Poddar	Executive – Non Independent	Member	12/05/2014	

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		Ashok M. Jalan	Executive – Non Independent	Member	05/08/2019	
i. Corporate Social Responsibility 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	
		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
26-Oct-2024	Yes	10	10	5
25-Jan-2025	Yes	10	9	5

Company Remarks	
Maximum gap between any two	90
consecutive (in number of days)	36





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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	26-Oct-2024	Yes	4	4	3	0
Audit Committee	25-Jan-2025	Yes	4	4	3	0
Stakeholders Relationship Committee	26-Oct-2024	Yes	4	4	1	0
Stakeholders Relationship Committee	25-Jan-2025	Yes	4	4	1	0
Corporate Social Responsibility Committee	26-Oct-2024	Yes	4	4	1	0
Corporate Social Responsibility Committee	25-Jan-2025	Yes	4	4	1	0
Risk Management Committee	04-Mar-2025	Yes	3	2	1	1

Company Remarks
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]

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90

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V. 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:

No Comments/Observations

The meeting of the Board of Directors will be held on 30th April, 2025 hence this Report will be placed at the said meeting

For Siyaram Silk Mills Limited

William Fernandes

Company Secretary and Compliance officer

Annexure - I Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

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		Annexure II	
1	Annexure II to be submitted by listed entity at		
	I. Disclosure on w	ebsite in terms of L	_isting Regulations
Sr	Item	Compliance status (Yes/No/NA)	Web address
1.1	Details of business	Yes	https://www.siyaram.com/about-us.php .
. 1.2	Memorandum of Association and Articles of Association	Yes	https://siyaram-images.s3.ap-south- 1.amazonaws.com/images/investor-relationship- doc/communications/2024-2025/Memorandom-of-Association- and-Articles-of-Association.pdf
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	https://siyaram-images.s3.ap-south- 1.amazonaws.com/images/investor-relationship- doc/communications/2024-2025/Brief-Details-of-Directors-of- Siyaram-Silk-Mills-Ltd.pdf
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-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



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			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/communications/2022-2023/SSML-
6	Criteria of making payments to non-executive directors	Yes	Terms-and-Conditions-of-Independent-Directors-2021-22.pdf
			https://siyaram-images.s3.ap-south-1.amazonaws.com/
			images/investor-relationship-doc/policy/2019-2020/
7	Policy on dealing with related party transactions	Yes	Related-Party-Transaction-Policy.pdf
			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/policy/2019-2020/SSML-Policy-for-
8	Policy for determining 'material' subsidiaries	Yes	determining-material-subsidiaries.pdf
			https://siyaram-images.s3.ap-south-
	Details of familiarization programmes imparted to independent		1.amazonaws.com/images/investor-relationship-doc/other-listing-
9	directors	Yes	compliance/2024-2025/Familiarisation-Programme-2024-2025.pdf
			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/other-listing-compliance/2021-2022/
10	Email address for grievance redressal and other relevant details	Yes	Contact-Details-2021-22.pdf
	Contact information of the designated officials of the listed entity		https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
	who are responsible for assisting and handling investor		investor-relationship-doc/other-listing-compliance/2021-2022/
- 11	grievances	Yes	Contact-Details-2021-22.pdf
1			https://www.siyaram.com/investor-relations/quarterly-financial-
12	Financial results	Yes	<u>results.php</u>
	d P		https://www.siyaram.com/investor-relations/share-holding-
13	Shareholding pattern	Yes	patterns.php ·
	Details of agreements entered into with the media companies		
14	and/or their associates	NA	<u> </u>
	(I) Schedule of analyst or institutional investor meet		
	(II) Presentations prepared by the listed entity for analysts or		
	institutional investors meet, post earnings or quarterly calls prior		10 10 10 10 10 10 10 10 10 10 10 10 10 1
15.1	to beginning of such events."	Yes	https://www.siyaram.com/investor-relations/communications.php



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	Audio or video recordings and transcripts of post		
15.2	earnings/quarterly calls	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
			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/other-listing-compliance/2022-2023/
18	Credit rating or revision in credit rating obtained	Yes	Credit Rating Bank Loans 06 Sep 2022.pdf
			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
	Separate audited financial statements of each subsidiary		investor-relationship-doc/annual-reports/2021-2022/Cadini-
19	of the listed entity in respect of a relevant financial year	Yes	SRL-Financials-2022.pdf
20	Secretarial Compliance Report	Yes	https://www.siyaram.com/investor-relations/communications.php
	A CONTRACTOR OF THE PROPERTY O		https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/policy/2019-2020/Policy-on-Criteria-
21	Materiality Policy as per Regulation 30 (4)	Yes	for-determining-materiality-of-events.pdf
	Disclosure of contact details of KMP who are authorized for the		
	purpose of determining materiality as required under regulation		https://www.siyaram.com/investor-relations/corporate-
22	30(5)	Yes	governance.php
23	Disclosures under regulation 30(8)	Yes	https://www.siyaram.com/investor-relations/communications.php
	Statements of deviation(s) or variations(s) as specified in		
24	regulation 32	NA	
			https://siyaram-images.s3.ap-south-1.amazonaws.com/images/
			investor-relationship-doc/policy/2021-2022/Siyaram-Dividend-
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	Distribution-Policy-Final.pdf .
	Annual return as provided under section 92 of the Companies		
26.1	Act, 2013	Yes	https://www.siyaram.com/investor-relations/communications.php
26.2	Employee Benefit scheme documents framed in terms of SEBI	NA	
	(SBEB) Regulations, 2021		= =
27	Confirmation that the above disclosures are in a separate	Yes	https://www.siyaram.com/investor-relations/communications.php



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	section		
	as specified in regulation 46(2)		
	Compliance with regulation 46(3) with respect to accuracy		
28	of disclosures on the website and timely updating	Yes	https://www.siyaram.com/investor-relations/communications.php

	Annexure II							
	II. Annual Affirmations							
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)					
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes					
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes					



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18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
26	Meeting of Risk Management Committee	21(3A)	Yes
27	Quorum of Risk Management Committee meeting	21(3B)	Yes
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
32	Approval for material related party transactions	23(4)	NA
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
36	Alternate Director to Independent Director	25(1)	NA
37	Maximum Tenure	25(2)	Yes
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39	Meeting of independent directors	25(3) & (4)	Yes
40	Familiarization of independent directors	25(7)	Yes
41	Declaration from Independent Director	25(8) & (9)	Yes
42	Directors and Officers insurance	25(10)	Yes
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA



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44	Memberships in Committees	26(1)	Yes
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA

For SIYARAM SILK MILLS LIMITED

William Fernandes

Company Secretary & Compliance Officer

	Annexure II	
	III. Affirmations	
Sr	Particulars Particulars	Compliance status (Yes/No/NA)
29718	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance	
1.	requirements with respect to subsidiary of Listed Entity have been complied.	Yes

For SIYARAM SILK MILLS LIMITED

William Fernandes

Company Secretary & Compliance Officer

B. INVESTOR GRIEVANCE REDRESSAL REPORT

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Investor Grievance Redressal Report				
No. of investor complaints pending at the beginning of Quarter	0	4		
No. of investor complaints received during the Quarter	- 1			
No. of investor complaints disposed off during the Quarter	1			
No. of investor complaints those remaining unresolved at the end of the Quarter	. 0			

- C. <u>DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES NOT APPLICABLE</u>
- D. <u>DISCLOSURE OF IMPOSITION OF FINE OR PENALTY NOT APPLICABLE</u>
- E. <u>DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES</u>

Sr No.	Name of the Opposing Party	Date of Initiation of the litigation / dispute	Status of the litigation / dispute as per the last disclosure	Current status of the litigation / dispute
1	MVAT Department	14-07-2023	Appeal filed with the Deputy Commissioner of Sales Tax (Appeals) for Rs.19.44 lakhs under the MVAT Act for 2017-18.	Appeal yet to be heard
2	GST Department	18-07-2024	Appeal filed with the First Appellate Authority for Rs. 8.54 lakhs under the GST Act for 2018-19.	Appeal yet to be heard

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3	Income tax Department	18-01-2019	Appeal filed with the Commissioner of Income Tax (Appeals) for Rs. 378.99 lakhs under the Income Act for A.Y. 2016-17.	Appeal yet to be heard
4	Income tax Department	28-01-2020	Appeal filed with the Commissioner of Income Tax (Appeals) for Rs. 167.77 lakhs under the Income Tax Act for the A.Y. 2017-18.	Appeal yet to be heard
5	Mumbai Municipal Corporation Act.	23-01-2023	Property tax matter is pending with the Supreme Court of India Rs. 111.11 lakhs which pertains to F.Y. 2010 to 2024.	Matter yet to be heard

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. - NOT APPLICABLE

For Siyaram Silk Mills Limited

William Fernandes

Company Secretary and Compliance Officer