

SSML/MUM/2019

26th July, 2019.

To,

BSE Limited, Phiroze Jijibhoy Tower, Dalal Street, Mumbai 400 001. 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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Dear Sir,

Sub : Details of the voting results of the 41st Annual General Meeting (AGM).

Ref : Regulation 44(3) of the SEBI (LODR) Regulations, 2015.


In terms with regulation 44(3) of SEBI (LODR) Regulations, 2015, please find enclosed consolidated Voting Results in the prescribed format for our 41st AGM held on 25th July, 2019 as Annexure – A.

We are also enclosing herewith the Consolidated Report dated 25th July, 2019 of the Scrutinizer on the e-voting and voting through ballot paper at the AGM. The Voting Results along with the Scrutinizer's Report will be disclosed on the website of the Company www.siyaram.com.

This is for your information and records.

Thanking you,

Yours faithfully,
For Siyaram Silk Mills Limited


(William Fernandes)
Company Secretary

Encl: a/a.

Annexure - A

Voting results for the 41st Annual General Meeting held on 25th July, 2019

Date of the AGM:	25 th July, 2019
Total number of shareholders on record date: 18th July, 2019 (cut-off date for remote e-voting purpose)	15170
No. of shareholders present in the meeting either in person or through proxy:	88
Promoters and Promoter Group:	48
Public:	40
No. of Shareholders attended the meeting through Video Conferencing.	Not Arranged

Agenda-wise disclosure of voting results.

Item No.	Details of Agenda	Resolution Required (Ordinary /Special Resolution)	Mode of Voting (Show of Hands/ Poll/Posting Ballot/E-Voting)	Remark
1	Adoption of Standalone and Consolidated Audited Financial Statement for the financial year ended 31 st March, 2019 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
2.	To confirm Interim Dividend of Rs. 2.20 per Equity Share already paid and to declare Final Dividend on the Equity Shares of the Company for the financial year ended 31 st March, 2019.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
3.	Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323), as Director, retiring by rotation.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
4.	Ratification of remuneration of Rs. 5,00,000/- payable to	Ordinary	Remote E-voting and Poll	Passed with

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.)

	M/s. Bhuta & Associates, Cost Accountants as Cost Auditors for the F.Y.2019-20.			requisite majority
5.	Appointment of Smt. Mangala R. Prabhu (DIN 06450659) as Independent Director of the Company, to hold office for a term of five consecutive years with effect from 25 th March, 2019 to 24 th March, 2024 and whose office shall not be liable to retire by rotation.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
6.	Approval of the payment of remuneration to all the Promoter Whole Time Directors of the Company in excess of 5% of the Net Profit but upto 10% of the Net Profit of the Company for each year calculated as per the provisions of section 198 and other applicable provisions of the Companies Act, 2013 during the next 3(three) financial years ending 31 st March, 2020 to 31 st March, 2022.	Special	Remote E-voting and Poll	Passed with requisite majority
7.	Approval of New set of Articles of Association of Company adopted in substitution and superseding the existing set of Articles of Association of the Company.	Special	Remote E-voting and Poll	Passed with requisite majority

The mode of voting for all the resolutions of the 41st AGM was :-

1. Remote e-voting conducted between 21st July, 2019 to 24th July, 2019.
2. Poll conducted at the Meeting.

Given below is the resolution wise combined result of remote e-voting and poll.

RESOLUTION NO. 1: ORDINARY RESOLUTION

Adoption of Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.

Whether promoter/promoter group are interested in the agenda / resolution						No.			
Category	Mode of Voting	No. of Shares	No. of votes	% of votes	No. of votes – in	No. of votes –	% of votes in	% of votes	

		held (1)	polled (2)	Polled on Outstan ding shares (3)={2}/ (1)*100)	favour (4)	against (5)	favour on votes polled (6)={4}/ (2)*100	against on votes Polled (7)={5}/ (2)*100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public – Institutions	E-Voting	5283602	4670557	88.40	4670557	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4670557	88.40	4670557	0	100.00	0.00
Public- Non Institutions	E-Voting	10151963	202321	1.99	202116	205	99.90	0.10
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311814	3.07	311609	205	99.93	0.07
Total		46870080	36341886	77.54	36341681	205	100.00	0.00

RESOLUTION NO. 2: ORDINARY RESOLUTION

To confirm Interim Dividend of Rs. 2.20 per Equity Share already paid and to declare Final Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2019.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={2}/ (1)*100)	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={4}/ (2)*100	% of votes against on votes Polled (7)={5}/ (2)*100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public – Institutions	E-Voting	5283602	4673182	88.45	4673182	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00

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	Total		4673182	88.45	4673182	0	100.00	0.00
Public- Non Institutions	E-Voting	10151963	202321	1.99	202306	15	99.99	0.01
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311814	3.07	311799	15	100.00	0.00
Total		46870080	36344511	77.54	36344496	15	100.00	0.00

RESOLUTION NO. 3: ORDINARY RESOLUTION

Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323), as a Director, who retires by rotation.

Whether promoter/promoter group are interested in the agenda / resolution						Yes		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2)/(1) *100 }	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4)/(2) *100 }	% of votes against on votes Polled (7)={ (5)/(2) *100 }
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public – Institutions	E-Voting	5283602	4673182	88.45	4673182	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4673182	88.45	4673182	0	100.00	0.00
Public- Non Institutions	E-Voting	10151963	202321	1.99	202012	309	99.85	0.15
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311814	3.07	311505	309	99.90	0.10
Total		46870080	36344511	77.54	36344202	309	100.00	0.00

RESOLUTION NO. 4: ORDINARY RESOLUTION

Ratification of remuneration of Rs.5,00,000/- payable to Messrs. Bhuta & Associates, Cost Accountants as Cost Auditors for the F. Y. 2019-20.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes Polled on Outstanding	No. of votes – in	No. of votes – against	% of votes in favour on	% of votes against

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		(1)	(2)	ng shares (3)={ (2)/(1) *100	favour (4)	(5)	votes polled (6)={ (4)/(2)*100	t on votes Polled (7)={ (5)/(2)* 100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public Institutions	E-Voting	5283602	4673182	88.45	4673182	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4673182	88.45	4673182	0	100.00	0.00
Public- Non Institutions	E-Voting	10151963	202321	1.99	202115	206	99.90	0.10
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311814	3.07	311608	206	99.93	0.07
Total		46870080	36344511	77.54	36344305	206	100.00	0.00

RESOLUTION NO. 5: ORDINARY RESOLUTION

Appointment of Smt. Mangala R. Prabhu (DIN 06450659) as Independent Director of the Company, to hold office for a term of five consecutive years with effect from 25th March, 2019 to 24th March, 2024 and whose office shall not be liable to retire by rotation.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2)/(1) *100	No. of votes in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4)/(2)*100	% of votes against on votes Polled (7)={ (5)/(2)*100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public Institutions	E-Voting	5283602	4673182	88.45	4673182	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4673182	88.45	4673182	0	100.00	0.00

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Public- Non Institutions	E-Voting	10151963	202185	1.99	201836	349	99.83	0.17
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311678	3.07	311329	349	99.89	0.11
Total		46870080	36344375	77.54	36344026	349	100.00	0.00

RESOLUTION NO. 6: SPECIAL RESOLUTION

Approval of the payment of remuneration to all the Promoter Whole Time Directors of the Company in excess of 5% of the Net Profit but upto 10% of the Net Profit of the Company for each year calculated as per the provisions of section 198 and other applicable provisions of the Companies Act, 2013 during the next 3(three) financial years ending 31st March, 2020 to 31st March, 2022.

Whether promoter/promoter group are interested in the agenda / resolution						Yes.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={ (2)/(1) *100}	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={ (4)/(2)*100	% of votes against on votes Polled (7)={ (5)/(2)*100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public – Institutions	E-Voting	5283602	4673182	88.45	3146876	1526306	67.34	32.66
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4673182	88.45	3146876	1526306	67.34	32.66
Public- Non Institutions	E-Voting	10151963	202185	1.99	201735	450	99.78	0.22
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311678	3.07	311228	450	99.86	0.14
Total		46870080	36344375	77.54	34817619	1526756	95.80	4.20

RESOLUTION NO. 7: SPECIAL RESOLUTION

Approval of New set of Articles of Association of Company adopted in substitution and superseding the existing set of Articles of Association of the Company.

Whether promoter/promoter group are interested in the agenda / resolution						No.		
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes Polled on Outstanding shares (3)={2}/(1)*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)={4}/(2)*100	% of votes against on votes Polled (7)={5}/(2)*100
Promoter and Promoter Group	E-Voting	31434515	0	0.00	0	0	0.00	0.00
	Poll		31359515	99.76	31359515	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		31359515	99.76	31359515	0	100.00	0.00
Public – Institutions	E-Voting	5283602	4673182	88.45	4521605	151577	96.76	3.24
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4673182	88.45	4521605	151577	96.76	3.24
Public- Non Institutions	E-Voting	10151963	202185	1.99	201976	209	99.90	0.10
	Poll		109493	1.08	109493	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		311678	3.07	311469	209	99.93	0.07
Total		46870080	36344375	77.54	36192589	151786	99.58	0.42

The above mentioned Resolutions were accordingly passed by the members with requisite / special majority.

Thanking you,

Yours faithfully,
For Siyaram Silk Mills Limited



William Fernandes
Company Secretary



P. NAITHANI & ASSOCIATES

Company Secretaries

902, B Wing, Venus Tower, Veera Desai Road, Andheri (W), Mumbai - 400 053.

Tel.: 022- 2674 4476 Mobile: +91 98204 00325 | Email: cs@careerimpact.in

GSTIN: 27AAEPN1711B1ZC

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ON POLL

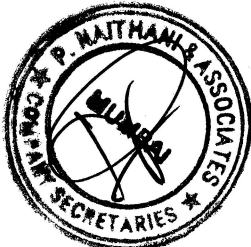
To,
The Chairman,
Siyaram Silk Mills Limited
Regd.Off: H-3/2, MIDC, A Road,
Tarapur, Boisar, Dist Palghar - 401506,
Maharashtra

Dear Sir,

Sub: Report on Remote e-voting carried out during 21st July, 2019 (9:00 A.M.) to 24th July, 2019 (5:00 P.M.) and Poll conducted at the 41st Annual General Meeting (AGM) of Siyaram Silk Mills Limited held on 25th July, 2019.

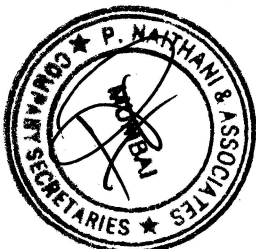
I, Prasen Naithani, in the capacity of the Scrutinizer, furnish the consolidated report as under:

1. The Company engaged the services of National Securities Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer the Remote e-voting facility to its shareholders. The Remote e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 21st July, 2019 (9:00 A.M.) to 24th July, 2019 (5:00 P.M.). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 18th July 2019 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of Remote e-voting. On 24th July, 2019, the votes cast through Remote e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Ms. Isha Goraksha and Ms. Tanvi Mayekar who were present as witnesses.
2. At the AGM of the Company held on Thursday, 25th July, 2019 at 11.00 a.m. at Plot No. G-4/1(A), MIDC, Tarapur, Boisar, Dist. Palghar - 401 506, Maharashtra, a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the Remote e-voting to cast their votes through the poll.
3. Further, Empty ballot (polling) box were locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot (polling) box were unlocked by me in the presence of Mr. Vinay Karmarkar and Mr. Punam Kataria and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. All the resolutions were passed with requisite majority. I am herewith enclosing the details containing inter alia, list of equity shareholders, who cast their votes through e-voting and by poll on each of the resolutions.



CONSOLIDATED REPORT

Sr. No.	Particulars of Resolution	Method of Voting	Number of votes polled /casted by them	Votes in favour of Resolution		Votes against Resolution		Invalid Votes	
				No.	%	No.	%	No. of members (in person or by proxy)	Total no. of votes cast by them
1	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon. Ordinary Resolution	e-voting	56	4872673	99.9958%	205	0.0042%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	131	36341681	99.9994%	205	0.0006%	2	290
2	To confirm Interim Dividend of Rs. 2.20 per Equity Share already paid and to declare Final Dividend on the Equity Shares of the Company for the financial year ended 31st March, 2019. Ordinary Resolution	e-voting	57	4875488	99.9997%	15	0.0003%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	132	36344496	100.0000%	15	0.0000%	2	290



3	To appoint a Director in place of Shri. Shrikishan D. Poddar (DIN 00160323), who retires by rotation and being eligible, offers himself for re-appointment. Ordinary Resolution	e-voting	57	4875194	99.9937%	309	0.0063%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	132	36344202	99.9991%	309	0.0009%	2	290
4	To ratify the remuneration of Rs.5,00,000/- payable to M/s Bhuta & Associates, Cost Accountants for the F.Y. 2019-20 plus applicable tax, reimbursement of traveling and other out-of-pocket expenses Ordinary Resolution	e-voting	57	4875297	99.9958%	206	0.0042%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	132	36344305	99.9994%	206	0.0006%	2	290
5	To appoint Smt. Mangala R. Prabhu as Independent Director of the Company, to hold office for a term of five consecutive years with effect from 25th March, 2019 to 24th March, 2024 and whose office shall not be liable to retire by rotation. Ordinary Resolution	e-voting	56	4875018	99.9928%	349	0.0072%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	131	36344026	99.9990%	349	0.0010%	2	290



6	Approval of the payment of remuneration to all the Promoter Whole Time Directors of the Company in excess of 5% of the Net Profit but upto 10% of the Net Profit of the Company for each year calculated as per the provisions of section 198 and other applicable provisions of the Companies Act, 2013 during the next 3(three) financial years ending 31st March, 2020 to 31st March, 2022. Special Resolution	e-voting	56	3348611	68.6843%	1526756	31.3157%	0	0
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	131	34817619	95.7992%	1526756	4.2008%	2	290
7	Approving New set of Articles of Association of Company adopted in substitution and superseding the existing set of Articles of Association of the Company. Special Resolution	e-voting	56	4723581	96.8867%	151786	3.1133%	0	
		Poll	75	31469008	100.0000%	0	0.0000%	2	290
		Total	131	36192589	99.5824%	151786	0.4176%	2	290



From the above report, I state that the entire resolutions stand passed under the combined Remote e-voting and poll with requisite/special majority.

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The register and all other papers and relevant records relating to Remote electronic voting & voting by poll are handed over to the Company Secretary.

Thanking you.

Yours Faithfully,
For P. Naithani & Associates,
Practicing Company Secretary

For P. Naithani & Associates
Company Secretary:


P. Naithani

FCS No. 3830 CP.No. 3389

Mr. Prasen Naithani
Proprietor
CP: 3389
FCS: 3830



Place: Boisar
Date: 25/07/2019