

SSML/MUM/2017

11<sup>th</sup> Sept., 2017.

To,

BSE Limited, Phiroze Jijibhoy Tower, Dalal Street, Mumbai 400 001.  <b>Scrip Code: 503811</b>	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051  <b>Company Symbol: SIYSIL</b>
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Dear Sir,

**Sub : Details of the voting results of the 39<sup>th</sup> 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 39<sup>th</sup> AGM held on 9<sup>th</sup> Sept., 2017 as Annexure – A.

We are also enclosing herewith the Consolidated Report dated 9<sup>th</sup> September, 2017 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](http://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 39<sup>th</sup> Annual General Meeting held on 9<sup>th</sup> September, 2017.**

<b>Date of the AGM:</b>	9 <sup>th</sup> September, 2017.
<b>Total number of shareholders on record date: 1<sup>st</sup> September, 2017 (cut-off date for remote e-voting purpose)</b>	<b>11354</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	72
<b>Promoters and Promoter Group:</b>	48
<b>Public:</b>	24
<b>No. of Shareholders attended the meeting through Video Conferencing.</b>	Not Arranged

**Agenda-wise disclosure of voting results.**

<b>Item No.</b>	<b>Details of Agenda</b>	<b>Resolution Required (Ordinary /Special Resolution)</b>	<b>Mode of Voting (Show of Hands/ Poll/Posting Ballot/E-Voting)</b>	<b>Remark</b>
1	Adoption of Audited Financial Statement for the financial year ended 31 <sup>st</sup> March, 2017 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
2.	Declaration of Dividend of Rs.15/- per equity share on the Equity Shares for the financial year ended 31 <sup>st</sup> March, 2017.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
3.	Re-appointment of Smt. R. Poddar(DIN 00169841), as Director, retiring by rotation.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
4.	Appointment of Messrs. Songira & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration.	Ordinary	Remote E-voting and Poll	Passed with requisite majority

5.	Ratification of remuneration of Rs.4,50,000/- payable to Messrs. Bhuta & Associates, Cost Accountants as Cost Auditors for the F.Y.2017-18.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
6.	Re-appointment of Shri. Ashok M. Jalan (DIN 00456869) as Senior President cum Director for a period of 5 years w.e.f. 30 <sup>th</sup> January, 2017 and to approve the remuneration payable to him.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
7.	Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) as President Executive Director for a period of 5 years w.e.f. 1 <sup>st</sup> August, 2017 and to approve the remuneration payable to him.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
8.	Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director for a period of 5 years w.e.f. 1 <sup>st</sup> November, 2017 and to approve the remuneration payable to him.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
9.	Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323) as Executive Director for a period of 5 years w.e.f. 1 <sup>st</sup> November, 2017 and to approve the remuneration payable to him.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
10.	Resolution authorizing payment of remuneration to Non-Executive Directors (other than Managing Director(s) and Whole-time Director(s)) of the Company.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
11.	Resolution authorising the Board to determine the fee to be charged for delivery of a document through a particular mode.	Ordinary	Remote E-voting and Poll	Passed with requisite majority
12.	Resolution approving Sub-division of the Equity Shares of the Company from the face value of Rs.10/- per Equity Share to Rs.2/- per Equity Share.	Ordinary	Remote E-voting and Poll	Passed with requisite majority

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

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13.	Resolution approving Alteration of Capital Clause V of the Memorandum of Association of the Company.	Special	Remote E-voting and Poll	Passed with requisite majority
14.	Resolution approving Alteration of Article 4 of the 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 39<sup>th</sup> AGM was :-

1. Remote e-voting conducted between 6<sup>th</sup> Sept., 2017 to 8<sup>th</sup> Sept., 2017.
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 Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2017 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 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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	77005	1	99.999	0.001
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82704	1	99.999	0.001
Total		9374016	6787047	72.40	6787046	1	99.9999	0.0001

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## RESOLUTION NO. 2: ORDINARY RESOLUTION

To declare Dividend of Rs. 15/- per equity share on the Equity Shares of the Company for the financial year ended 31<sup>st</sup> March, 2017.

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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	77005	1	99.999	0.001
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82704	1	99.999	0.001
Total		9374016	6787047	72.40	6787046	1	99.9999	0.0001

## RESOLUTION NO. 3: ORDINARY RESOLUTION

Re-appointment of Smt. Ashadevi R. Poddar (DIN 00169841), 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	6286903	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal		0	0	0	0	0	0

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		Ballot						
		Total	0	0	0	0	0	0
Public – Institutions	E-Voting	945566	807839	85.43	807389	450	99.94	0.06
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807389	450	99.94	0.06
Public- Non Institutions	E-Voting	2141547	77006	3.60	77002	4	99.995	0.005
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82701	4	99.995	0.005
Total		9374016	890544	9.50	890090	454	99.9490	0.0510

**RESOLUTION NO. 4: ORDINARY RESOLUTION**

Appointment of Messrs. Songira & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration.

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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	76988	18	99.98	0.02
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82687	18	99.98	0.02
Total		9374016	6787047	72.40	6787029	18	99.9997	0.0003

**RESOLUTION NO. 5: ORDINARY RESOLUTION**

Ratification of remuneration of Rs.4,50,000/- payable to Messrs. Bhuta & Associates, Cost Accountants as Cost Auditors for the F. Y. 2017-18.

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

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	Voting	Shares held (1)	votes polled (2)	Polled on Outstanding shares (3)={ (2)/(1) *100}	votes in favour (4)	votes against (5)	votes in favour on votes polled (6)={ (4)/(2) *100}	votes against on votes Polled (7)={ (5)/(2) *100}
Promoter and Promoter Group	E-Voting	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	76973	33	99.96	0.04
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82672	33	99.96	0.04
<b>Total</b>		<b>9374016</b>	<b>6787047</b>	<b>72.40</b>	<b>6787014</b>	<b>33</b>	<b>99.9995</b>	<b>0.0005</b>

### RESOLUTION NO. 6 : ORDINARY RESOLUTION

Re-appointment of Shri. Ashok M. Jalan (DIN 00456869) as Senior President cum Director for a period of 5 years w.e.f. 30<sup>th</sup> January, 2017 and to approve the remuneration payable to him.

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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public Institutions	E-Voting	945566	807839	85.43	799170	8669	98.93	1.07
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

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	Total		807839	85.43	799170	8669	98.93	1.07
Public- Non Institutions	E-Voting*	2141547	75889	3.54	75871	18	99.98	0.02
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		81588	3.80	81570	18	99.98	0.02
Total		9374016	6785930	72.39	6777243	8687	99.87	0.13

\*E-voting of 1117 Shares by Shri. Ashok Jalan is reduced as he is interested in the above resolution.


**RESOLUTION NO. 7: ORDINARY RESOLUTION**

Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) as President cum Executive Director for a period of 5 years w.e.f. 1<sup>st</sup> August, 2017 and to approve the remuneration payable to him.

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	6286903	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutions	E-Voting	945566	807839	85.43	754117	53722	93.35	6.65
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	754117	53722	93.35	6.65
Public- Non Institutions	E-Voting	2141547	77006	3.60	76988	18	99.98	0.02
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82687	18	99.98	0.02
Total		9374016	890544	9.50	836804	53740	93.96	6.04

**RESOLUTION NO. 8 : ORDINARY RESOLUTION**

Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director for a period of 5 years w.e.f. 1<sup>st</sup> November, 2017 and to approve the remuneration payable to him.

 Whether promoter/promoter group are interested in the agenda / resolution	Yes.
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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	6286903	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutions	E-Voting	945566	807839	85.43	762336	45503	94.37	5.63
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	762336	45503	94.37	5.63
Public- Non Institutions	E-Voting	2141547	76806	3.59	76788	18	99.98	0.02
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82505	3.85	82487	18	99.98	0.02
<b>Total</b>		<b>9374016</b>	<b>890344</b>	<b>9.50</b>	<b>844823</b>	<b>45521</b>	<b>94.8873</b>	<b>5.1127</b>

**RESOLUTION NO. 9 : ORDINARY RESOLUTION**

Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323) as Executive Director for a period of 5 years w.e.f. 1<sup>st</sup> November, 2017 and to approve the remuneration payable to him.

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	6286903	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Institutions	E-Voting	945566	807839	85.43	754117	53722	93.35	6.65
	Poll		0	0	0	0	0	0
	Postal		0	0	0	0	0	0

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	Ballot							
	Total		807839	85.43	754117	53722	93.35	6.65
Public- Non Institutions	E-Voting	2141547	76805	3.59	76787	18	99.98	0.02
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82504	3.85	82486	18	99.98	0.02
Total		9374016	890343	9.50	836603	53740	93.9641	6.0359

**RESOLUTION NO. 10 : ORDINARY RESOLUTION**

Resolution authorizing payment of remuneration to Non-Executive Directors (other than Managing Director(s) and Whole-time Director(s)) 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 Outstand ing 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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	76927	79	99.90	0.10
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82626	79	99.90	0.10
Total		9374016	6787047	72.40	6786968	79	99.9990	0.0010

**RESOLUTION NO. 11 : ORDINARY RESOLUTION**

Resolution authorising the Board to determine the fee to be charged for delivery of a document through a particular mode.

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	No. of votes – in	No. of votes – against	% of votes in favour	% of votes against

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		(1)	(2)	Outstand ing shares (3)={ (2)/(1)*100}	favour (4)	(5)	on votes polled (6)={ (4)/(2)*100	on votes Polled (7)={ (5)/(2)*100
Promoter and Promoter Group	E-Voting	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	762786	45053	94.42	5.58
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	762786	45053	94.42	5.58
Public- Non Institutions	E-Voting	2141547	77006	3.60	76927	79	99.90	0.10
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82626	79	99.90	0.10
Total		9374016	6787047	72.40	6741915	45132	99.34	0.66

**RESOLUTION NO. 12 : ORDINARY RESOLUTION**

Resolution approving sub-division of the Equity Shares of the Company from the face value of Rs.10/- per Equity Share to Rs.2/- per Equity Share.

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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	76945	61	99.92	0.08
	Poll		5699	0.26	5699	0	100	0

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.)

	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82644	61	99.92	0.08
Total		9374016	6787047	72.40	6786986	61	99.9991	0.0009

**RESOLUTION NO. 13 : SPECIAL RESOLUTION**

Resolution approving Alteration of Capital Clause V of the Memorandum 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	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77005	3.60	76941	64	99.92	0.08
	Poll		5699	0.26	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82704	3.86	82640	64	99.92	0.08
Total		9374016	6787046	72.40	6786982	64	99.9990	0.0010

**RESOLUTION NO. 14 : SPECIAL RESOLUTION**

Resolution approving Alteration of Article 4 of the 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

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.)

				1)*100)				)/(2)*100
Promoter and Promoter Group	E-Voting	6286903	0	0	0	0	0	0
	Poll		5896503	93.79	5896503	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		5896503	93.79	5896503	0	100	0
Public – Institutions	E-Voting	945566	807839	85.43	807839	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		807839	85.43	807839	0	100	0
Public- Non Institutions	E-Voting	2141547	77006	3.60	76942	64	99.92	0.08
	Poll		5699	0.27	5699	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		82705	3.86	82641	64	99.92	0.08
<b>Total</b>		<b>9374016</b>	<b>6787047</b>	<b>72.40</b>	<b>6786983</b>	<b>64</b>	<b>99.9990</b>	<b>0.0010</b>

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

Thanking you,

Yours faithfully,  
For Siyaram Silk Mills Limited

*William Fernandes*

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 / 2674 0882 | Mobile : +91 98204 00325 | Email : cs@careerimpact.in

## 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 RD,  
Tarapur, Boisar, Palghar,  
Maharashtra

Dear Sir,

**Sub :** Report on Remote e-voting carried out during 6<sup>th</sup> September, 2017 (9.00 am IST) to 8<sup>th</sup> September, 2017 (5.00 pm IST) and Poll conducted at the 39<sup>th</sup> Annual General Meeting (AGM) of Siyaram Silk Mills Limited held on 9<sup>th</sup> September, 2017.

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 6<sup>th</sup> September, 2017 (9.00 am) and ending on 8<sup>th</sup> September, 2017 (5.00 pm). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 1<sup>st</sup> September, 2017 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of Remote e-voting. On 9<sup>th</sup> September, 2017, the votes cast through Remote e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Ms. Pramila Gawde and Ms. Kavita Thombare who were present as witnesses.
2. At the AGM of the Company held on Saturday the 9<sup>th</sup> September, 2017, at 11:00 am. at Plot No. G-4/1(A), MIDC, Tarapur, Boisar, Dist. Palghar – 401506, 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) boxes were unlocked by me in the presence of Mr. Sumit Maheshwari and Mr. Manish Bhandari 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. Resolution	Particulars of Resolution	Method of Voting	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	Adoption of Audited Financial Statements for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon- Ordinary Resolution	e-voting	884844	99.9999	1	0.0001	0	0
		Poll	5902202	100	0	0.00	2	2
		<b>Total</b>	<b>6787046</b>	<b>99.9999</b>	<b>1</b>	<b>0.0001</b>		
2	Confirmation of Dividend – Ordinary Resolution	e-voting	884844	99.9999	1	0.0001	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6787046</b>	<b>99.9999</b>	<b>1</b>	<b>0.0001</b>		
3	Re-appointment of Smt. Ashadevi R. Poddar (DIN 00169841), who retires by rotation and being eligible, offer herself for re-appointment – Ordinary Resolution	e-voting	884391	99.9487	454	0.0513	0	0
		Poll	5699	100	0	0	2	2
		<b>Total</b>	<b>890090</b>	<b>99.9490</b>	<b>454</b>	<b>0.0510</b>		
4	Appointment of M/s. Songira & Associates, Chartered Accountants (FRN 128085W), as the Statutory Auditors – Ordinary Resolution	e-voting	884827	99.9980	18	0.0020	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6787029</b>	<b>99.9997</b>	<b>18</b>	<b>0.0003</b>		
5	Ratification of remuneration payable to M/s. Bhuta & Associates, Cost Accountants, (FRN 100817), as cost auditor – Ordinary Resolution	e-voting	884812	99.9963	33	0.0037	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6787014</b>	<b>99.9995</b>	<b>33</b>	<b>0.0005</b>		
6	Re-appointment of Shri. Ashok M. Jalan (DIN 00456869) as Senior President cum Director, for a further period of 5 (five) years – Ordinary Resolution	e-voting	876158	99.0182	8687	0.9818	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6778360</b>	<b>99.8720</b>	<b>8687</b>	<b>0.1280</b>		
7	Re-appointment of Shri. Gaurav P. Poddar (DIN 03230539) and re-designated as President and Executive Director, for a further period of 5 (five) years – Ordinary Resolution	e-voting	831105	93.9266	53740	6.0734	0	0
		Poll	5699	100	0	0.0000	2	2
		<b>Total</b>	<b>836804</b>	<b>93.9655</b>	<b>53740</b>	<b>6.0345</b>		
8	Re-appointment of Shri. Ramesh D. Poddar (DIN 00090104) as Chairman and Managing Director, for a further period of 5 (five) years – Ordinary Resolution	e-voting	839124	94.8543	45521	5.1457	0	0
		Poll	5699	100	0	0	2	2
		<b>Total</b>	<b>844823</b>	<b>94.8873</b>	<b>45521</b>	<b>5.1127</b>		



9	Re-appointment of Shri. Shrikishan D. Poddar (DIN 00160323) as Executive Director, for a further period of 5 (five) years - Ordinary Resolution	e-voting	830904	93,9252	53740	6.0748	0	0
		Poll	5699	100	0	0	2	2
		<b>Total</b>	<b>836603</b>	<b>93.9641</b>	<b>53740</b>	<b>6.0359</b>		
10	Authority for payment of Remuneration to Non-Executive Directors not exceeding 1% of the net profits of the Company - Ordinary Resolution	e-voting	884766	99,9911	79	0.0089	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6786968</b>	<b>99.9988</b>	<b>79</b>	<b>0.0012</b>		
11	Approval to Charge Service Documents to the members of the Company under section 20 of the Act - Ordinary Resolution	e-voting	839713	94,8994	45132	5.1006	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6741915</b>	<b>99.3350</b>	<b>45132</b>	<b>0.6650</b>		
12	Approval of sub-division of Equity Shares - Ordinary Resolution	e-voting	884784	99,9931	61	0.0069	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6786986</b>	<b>99.9991</b>	<b>61</b>	<b>0.0009</b>		
13	Approval for amendment to clause V of Memorandum of Association of the company - Special Resolution	e-voting	884780	99,9928	64	0.0072	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6786982</b>	<b>99.9991</b>	<b>64</b>	<b>0.0009</b>		
14	Approval for Amendment to Article 4 of Articles of Association of company - Special Resolution	e-voting	884781	99,9928	64	0.0072	0	0
		Poll	5902202	100	0	0	2	2
		<b>Total</b>	<b>6786983</b>	<b>99.9991</b>	<b>64</b>	<b>0.0009</b>		

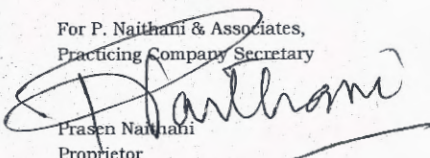
From the above report, I state that the entire resolutions stand passed under the combined Remote e-voting and poll with requisite/special majority.

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

  
Prasen Naithani  
Proprietor  
CP: 3389  
FCS: 3830



Place: Tarapur  
Date: 09/09/2017