



To,
Manager - Listing Compliance
 National Stock Exchange of India Limited,
 'Exchange Plaza'. C-1, Block G, Bandra Kurla Complex,
 Bandra (E), Mumbai - 400 051

Scrip code: SIYSIL

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the proposed Scheme of Arrangement between Siyaram Silk Mills Limited ("Company") and its shareholders ("Scheme")

Compliance report as per Securities and Exchange Board of India's ("SEBI") Master Circular dated June 20, 2023 bearing reference number SEBI/HO/CFD/POD-2/P/CIR/2023/93 ("SEBI Master Circular")

It is hereby certified that the draft scheme of arrangement between Siyaram Silk Mills Limited ("**Company**") and its shareholders does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sl.	Reference	Particulars	Remarks
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Complied
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Complied
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Complied
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	Not Applicable



Corporate office: B - 5, Trade World, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 (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.)

(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Pursuant to the Scheme, there is no change in the Shareholding Pattern of the Company and therefore no Valuation Report is required in terms of SEBI Master Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 as amended from time to time.
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Complied. A copy of the Statutory Auditors' certificate of M/s. Jayantilal Thakkar & Co., Chartered Accountants (Firm Reg. No.:104133W) confirming that the accounting treatment mentioned in the Scheme is in accordance with Section 133 of the Companies Act, 2013 and other generally accepted accounting principles is enclosed as part of this application.



(e)	Para I(A)(9)	Provision of approval of public shareholders through e-voting	<p>The Company will comply with the provisions of e-voting as per the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time.</p> <p>Provision of Part 1(A)(10)(b) read with Para I(A)(10)(a) of SEBI Master Circular Nos. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 are not applicable. In this regard, Certificate from Statutory Auditors of the Company is enclosed as part of this application.</p>
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William Fernandes

William Fernandes
Company Secretary

Ramesh Poddar

Ramesh Poddar
Chairman and Managing Director

Certified that the transactions / accounting treatment provided in the draft Scheme of Arrangement between Siyaram Silk Mills Limited and its Shareholders are in compliance with all the Accounting Standards applicable to a listed entity.

Surendra Shetty

Surendra Shetty
Chief Financial Officer

Ramesh Poddar

Ramesh Poddar
Chairman and Managing Director

Date: 14th November, 2024



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