

# PARMESHWARI SILK MILLS LIMITED

Regd. Off: Village Bajra, Rahon Road, Ludhiana-141007, Ph no. : +91-161-2691873,  
Email id: parmeshwarisilkmillsLtd@gmail.com Website: [www.parmeshwarisilkmills.com](http://www.parmeshwarisilkmills.com)  
CIN: L17116PB1993PLC012917

## Corporate Governance Report

1. Name of Listed Entity : **Parmeshwari Silk Mills Limited**  
2. Quarter ending : **30.09.2023**

### Annexure-I

<b>I. Composition of Board of Directors</b>												
Title (Mr./ Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent / Nominee)	Initial Date of Appoint ment	Date of Re- Appointme nt	Date of Cessati on	Tenure of Directors in month*	Date of Birth	No. of Director ship in listed entities includin g this listed entity [in reference to Regulatio n 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1) &17A(2)]	Number of membersh ips in Audit/ Stakeholde r Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairpers on in Audit/ Stakeholde r Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
<b>Mr.</b>	<b>Jatinder Pal Singh</b>	PAN - AQCPS 3248J  DIN- 01661864	Chairperson & Whole time Director (Executive)	08 <sup>th</sup> January, 1993	1 <sup>st</sup> September 2019	-	368.77**	25/11/1957	1	0	2	0

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<b>Mrs.</b>	<b>Arvinder Kaur</b>	PAN - AAWP K8751C  DIN- 0834432 3	Non- Executive Independent Director	1 <sup>st</sup> February, 2019	30 <sup>th</sup> September, 2019	-	56**	10/04/1959	1	1	2	2
<b>Mr.</b>	<b>Puneet Singh Taneja</b>	PAN- AFSPT3 340M  DIN- 0834432 4	Non- Executive Independent Director	1 <sup>st</sup> February 2019	30 <sup>th</sup> September, 2019	-	56**	18/12/1986	1	1	2	0
<b>Ms.</b>	<b>Harinder Kaur</b>	PAN- DRLPK 9334Q  DIN- 0840715 1	Whole Time Director (Executive)	30 <sup>th</sup> March, 2019	30 <sup>th</sup> March, 2019	-	54.01**	04/07/1994	1	0	0	0
<b>Mr.</b>	<b>Kushvinder Bir Singh</b>	PAN- AIPPS6 740Q  DIN- 0886350 4	Director (Non- Executive Independent Director)	21 <sup>st</sup> June, 2023	21 <sup>st</sup> June, 2023	-	3.10**	16/01/1959	1	1	2	0
<b>Ms.</b>	<b>Priya Begana</b>	PAN- AYPPB 8039F  DIN- 0770664 7	Director (Non- Executive Independent Director)	21 <sup>st</sup> June, 2023	21 <sup>st</sup> June, 2023	-	3.10**	15/07/1991	3	3	6	1

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	<b>Whether Regular chairperson appointed</b>	<b>YES</b>									
	<b>Whether Chairperson is related to managing director or CEO</b>	<b>NO</b>									
		**Calculated from Initial Date of Appointment									
<b>II.</b>	<b>Composition of Committees</b>										
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation						
1. Audit Committee	YES	<b>Mr. Arvinder Kaur</b>	Chairperson-Non-Executive Independent Director	01.02.2019	-						
		<b>Mr. Puneet Singh Taneja</b>	Non-Executive Independent Director	01.02.2019	-						
		<b>Mr. Jatinder Pal Singh</b>	Whole time Director (Executive)	06.05.2014	-						
		<b>Mr. Khushvinder Bir Singh</b>	Non-Executive Independent Director	20.07.2023	-						
		<b>Ms. Priya Begana</b>	Non-Executive Independent Director	20.07.2023	-						
2. Nomination & Remuneration Committee	YES	<b>Mr. Arvinder Kaur</b>	Chairperson-Non-Executive Independent	01.02.2019	-						

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		<b>Mr. Puneet Singh Taneja</b>	Director Non-Executive Independent Director	01.02.2019	-	
		<b>Mr. Jatinder Pal Singh</b>	Whole time Director* (Executive)	07.09.2020	-	
		<b>Mr. Khushvinder Bir Singh</b>	Non-Executive Independent Director	20.07.2023	-	
		<b>Ms. Priya Begana</b>	Non-Executive Independent Director	20.07.2023	-	
3.Risk Management Committee	NA	NA	NA			
4. Stakeholders Relationship Committee	YES	<b>Mr. Arvinder Kaur</b>	Chairperson-Non-Executive Independent Director	01.02.2019	-	
		<b>Mr. Puneet Singh Taneja</b>	Non-Executive Independent Director	01.02.2019	-	
		<b>Mr. Jatinder Pal Singh</b>	Whole time Director (Executive)	06.05.2014	-	
		<b>Mr. Khushvinder Bir Singh</b>	Non-Executive Independent Director	20.07.2023	-	
		<b>Ms. Priya Begana</b>	Non-Executive Independent Director	20.07.2023	-	

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5. Corporate Social Responsibility Committee		<b>Mr. Jatinder Pal Singh</b>  <b>Mr. Arvinder Kaur</b>  <b>Mr. Puneet Singh Taneja</b>  <b>Mr. Khushvinder Bir Singh</b>  <b>Ms. Priya Begana</b>	Chairperson & Whole time Director (Executive)  Non-Executive Independent Director  Non-Executive Independent Director  Non-Executive Independent Director  Non-Executive Independent Director	01.04.2019  01.04.2019  01.04.2019  20.07.2023  20.07.2023	-  -  -  -  -	

**\*Chairperson (Executive) of the Company**

III.	Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Total Number of Directors as on the date of the meeting	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meeting (in number of days)
24.04.2023	20.07.2023	Yes	6	6	4	28
28.04.2023	25.07.2023	Yes	6	6	4	4
04.05.2023	02.08.2023	Yes	6	5	3	7
29.05.2023	21.08.2023	Yes	6	6	4	18
21.06.2023						

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<b>IV. Meeting of Committees</b>							
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee						28.04.2023	84
	02.08.2023	Yes	5	4	3	29.05.2023	64
Stakeholders' Relationship Committee	02.08.2023	Yes	5	4	3	29.05.2023	64
Nomination & Remuneration Committee	NIL	NIL	NIL	NIL	NIL	21.06.2023	Nil
Corporate Social Responsibility Committee	21.08.2023	Yes	5	5	4	NIL	NIL

<b>V. Related Party Transaction</b>	
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 Audit Committee	Yes
<b>Note</b>	
1. 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.	

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<b>Details of Cyber Security incidence</b>			
<b>Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been Cyber Security incident or breaches or loss of data or documents during the quarter</b>			<b>No</b>
<b>Date of Event</b>	NIL	<b>Brief details of the event</b>	NIL
<b>VI. Affirmations</b>			
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 :                     <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> </ol> </li> <li>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.</li> <li>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.</li> <li>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</li> </ol>			

## Annexure-III

**Format to be submitted by listed entity at the end of 6 months after end of financial year**

<b>I. Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<b>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</b>	46(2)	Yes
<b>Presence of Chairperson of Audit Committee at the Annual General Meeting</b>	18(1)(d)	Yes
<b>Presence of Chairperson of the nomination</b>	19(3)	Yes

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<b>and remuneration committee at the annual general Meeting</b>		
<b>Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting</b>	20(3)	Yes
<b>Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report</b>	24A(1)	Yes
<b>Submission of Annual Secretarial Compliance Report</b>	24A(2)	Yes
<b>Whether “Corporate Governance Report” disclosed in Annual Report</b>	34(3) read with para C of Schedule V	Yes



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## Annexure-IV

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 – 30<sup>th</sup> September, 2023

<b>I. Disclosure of Loans / guarantees / comfort letters / securities etc.</b>			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance Outstanding at the end of six months</b>	
Promoter or any other entity controlled by them	NIL	NIL	
Promoter group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
(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:			
<b>Entity</b>	<b>Type (Guarantee, comfort, letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance Outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL

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KMPs or any other entity controlled by them	NIL	NIL	NIL
(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:			
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	NIL	NIL	NIL
Promoter group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
<b>II. Affirmations:</b> 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.  <b>Name:</b> Sukhdev Singh <b>Designation:</b> Chief Financial Officer			

**For Parmeshwari Silk Mills Limited**

**Honey Agarwal**  
**Company Secretary & Compliance Officer**  
**Membership No.:A26697**

**Date: 18.10.2023**