

PARMESHWARI SILK MILLS LIMITED

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

Corporate Governance Report

1. Name of Listed Entity : **Parmeshwari Silk Mills Limited**
2. Quarter ending : **30.09.2024**

Annexure-I

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent / Nominee)	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure of Directors in month*	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)&17A(2)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Jatinder Pal Singh	PAN - AQCPS3 248J DIN- 01661864	Chairperson & Wholetime Director (Executive)	08 th January, 1993	1 st September 2024	-	380.23**	25/11/1957	1	0	2	0
Ms.	Harinder Kaur	PAN- DRLPK9	Whole Time Director	30 th March,	30 th September,	-	66.01**	04/07/1994	1	0	0	0

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		334Q DIN-08407151	(Executive)	2019	2024							
Mr.	Kushvinder Bir Singh	PAN-AIPPS6740Q DIN-08863504	Director (Non-Executive Independent Director)	21st June, 2023	21st June, 2023	-	15.09**	16/01/1959	1	1	2	2
Ms.	Priya Begana	PAN-AYPFB8039F DIN-07706647	Director (Non-Executive Independent Director)	21 st June, 2023	21st June, 2023	-	15.09**	15/07/1991	3	3	6	1
	Whether Regular chairperson appointed			YES								
	Whether Chairperson is related to managing director or CEO			NO								
	**Calculated from Initial Date of Appointment											
II.	Composition of Committees											
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	Mr. Khushvinder Bir Singh	Chairperson-Non-Executive Independent Director	20.07.2023	-				

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		Mr. Jatinder Pal Singh	Wholetime Director (Executive)	06.05.2014	-	
		Ms. Priya Begana	Non-Executive Independent Director	20.07.2023	-	
2. Nomination Remuneration Committee	YES	Mr. Khushvinder Bir Singh	Chairperson-Non-Executive Independent Director	20.07.2023	-	
		Mr. Jatinder Pal Singh	Wholetime Director* (Executive)	07.09.2020	-	
		Ms. Priya Begana	Non-Executive Independent Director	20.07.2023	-	
3.Risk Management Committee	NA	NA	NA			

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4. Stakeholders Relationship Committee	YES	Mr. Khushvinder Bir Singh	Chairperson-Non-Executive Independent Director	20.07.2023	-	
		Mr. Jatinder Pal Singh	Wholetime Director (Executive)	06.05.2014	-	
		Ms. Priya Begana	Non-Executive Independent Director	20.07.2023	-	
5. Corporate Social Responsibility Committee	YES	Mr. Jatinder Pal Singh	Chairperson & Wholetime Director (Executive)	01.04.2019	-	
		Mr. Khushvinder Bir Singh	Non-Executive Independent Director	20.07.2023	-	
		Ms. Priya Begana	Non-Executive Independent Director	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)
02.05.2024	06.07.2024	Yes	4	4	2	29

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29.05.2024	24.07.2024	Yes	4	4	2	17
04.06.2024	13.08.2024	Yes	4	4	2	19
06.06.2024	30.08.2024	Yes	4	4	2	16
	03.09.2024	Yes	4	4	2	3

IV. Meeting of Committees							
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	13.08.2024	YES	3	3	2	29.05.2024	75
	30.08.2024	YES	3	3	2	Nil	16
Stakeholders' Relationship Committee	13.08.2024	YES	3	3	2	29.05.2024	75
Nomination & Remuneration Committee	03.09.2024	YES	3	3	2	04.06.2024	90
Corporate Social Responsibility Committee	13.08.2024	YES	3	3	2	04.06.2024	69

V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes

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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
Note 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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Details of Cyber Security incidence			
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			No
Date of Event	NIL	Brief details of the event	NIL
VI. Affirmations			
<ol style="list-style-type: none"> 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 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"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee 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. 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. 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: 			

Annexure-III

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

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

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Meeting		
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	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 – 30th September, 2024

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

II. Affirmations:

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.

Name: Sukhdev Singh

Designation: Chief Financial Officer

For Parmeshwari Silk Mills Limited

Shreya Dave

Company Secretary & Compliance Officer

Membership No.: A70197

Date: 18.10.2024