

XBRL Excel Utility	
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1. Overview
The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report
XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin
1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index		
1	Details of general information about company	<a href="#">General Info</a>
2	Composition of BOD	<a href="#">Annexure I - Composition of BOD</a>
3	Composition of Committee	<a href="#">Annexure I - Composition of Committee</a>
4	Meeting of BOD	<a href="#">Annexure I - Meeting of BOD</a>
5	Meeting of Committees	<a href="#">Annexure I - Meeting of Committees</a>
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9	Annual Affirmation	<a href="#">Annexure II - Annual Affirmation</a>
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11	Annexure III	<a href="#">Annexure III</a>
12	Signatory Details	<a href="#">Signatory Details</a>

4. Steps for Filing Corporate Governance Report
<b>I. Fill up the data:</b> Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.) - Use paste special command to paste data from other sheet.
<b>II. Validating Sheets:</b> Click on the "Validate" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.
<b>III. Validate All Sheets:</b> Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.  Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.
<b>IV. Generate XML :</b> Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file. - Save the XBRL/XML file in your desired folder in local system.
<b>V. Generate Report :</b> Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report. - Save the HTML Report file in your desired folder in local system. - To view HTML Report open "Chrome Web Browser" . - To print report in PDF Format, Click on print button and save as PDF.
<b>VI. Upload XML file to BSE Listing Center:</b> For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

5. Fill up the data in excel utility
1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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### General information about company

Scrip code	533018
NSE Symbol	
MSEI Symbol	
ISIN	INE457H01019
Name of the entity	SIMPLEX MILLS COMPANY LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

Enter the quarter  
ended date only

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## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory						<a href="#">Add Notes</a>									
Is there any change in information of board of directors compare to previous quarter						No									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
<a href="#">Add</a>	<a href="#">Delete</a>														
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Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	<a href="#">Add Notes</a>
Is there any change in information of committees compare to previous quarter	No

Audit Committee Details					
Sr	DN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Nomination and remuneration committee					
Sr	DN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Stakeholders Relationship Committee					
Sr	DN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Risk Management Committee					
Sr	DN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Corporate Social Responsibility Committee					
Sr	DN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

Other Committee						
Sr	DN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

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Annexure 1		
III. Meeting of Board of Directors		
Disclosure of notes on meeting of board of directors explanatory		<a href="#">Add Notes</a>
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)
<a href="#">Add</a> <a href="#">Delete</a>		
1	06-11-2017	
2	08-02-2018	93

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
<a href="#">Add</a> <a href="#">Delete</a>							
1	Audit Committee	08-02-2018	Yes		06-11-2017	93	
2	Stakeholders Relationship Committee	08-02-2018	Yes		06-11-2017	93	

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**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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## Annexure 1

## VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	FATIA FERNANDES
2	Designation	Director



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Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.simplex-group.com
2	Terms and conditions of appointment of independent directors	Yes		www.simplex-group.com
3	Composition of various committees of board of directors	Yes		www.simplex-group.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.simplex-group.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.simplex-group.com
6	Criteria of making payments to non-executive directors	Yes		www.simplex-group.com
7	Policy on dealing with related party transactions	Yes		www.simplex-group.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.simplex-group.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.simplex-group.com
11	email address for grievance redressal and other relevant details	Yes		www.simplex-group.com
12	Financial results	Yes		www.simplex-group.com
13	Shareholding pattern	Yes		www.simplex-group.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

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II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	NA	
3	Meeting of Board of directors	17(2)	NA	
4	Review of Compliance Reports	17(3)	NA	
5	Plans for orderly succession for appointments	17(4)	NA	
6	Code of Conduct	17(5)	NA	
7	Fees/compensation	17(6)	NA	
8	Minimum Information	17(7)	NA	
9	Compliance Certificate	17(8)	NA	
10	Risk Assessment & Management	17(9)	NA	
11	Performance Evaluation of Independent Directors	17(10)	NA	
12	Composition of Audit Committee	18(1)	NA	
13	Meeting of Audit Committee	18(2)	NA	
14	Composition of nomination & remuneration committee	19(1) & (2)	NA	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	NA	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	NA	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	NA	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	NA	
24	Meeting of independent directors	25(3) & (4)	NA	
25	Familiarization of independent directors	25(7)	NA	
26	Memberships in Committees	26(1)	NA	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	NA	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	NA	
Any other information to be provided				<a href="#">Add Notes</a>

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1	Name of signatory	FATIA FERNANDES
2	Designation	Director

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### Annexure II

#### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		<a href="#">Add Notes</a>

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### Annexure II

1	Name of signatory	FATIMA FERNANDES
2	Designation	Director

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### Signatory Details

Name of signatory	FATIMA FERNANDES
Designation of person	Director
Place	MUMBAI
Date	07-04-2018

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