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General information about company

Scrip code	533018
Name of the entity	Simplex Mills Company Limited
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
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

Add Notes

Is there any change in information of board of directors compare to previous quarter

Yes

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
<div><div>Add</div><div>Delet</div></div>														
1	Mr	Manish Harshey		07733097	Non-Executive - Independent Director	Not Applicable		20-02-2017		60	2	2	0	7
2	Mr	Kashiprasad C Murarka		00157829	Non-Executive - Independent Director	Not Applicable		01-02-2016	27-02-2017	60	2	2	0	8
3	Mr	Pradeep S Chonkar		07092309	Non-Executive - Non Independent Director	Not Applicable		05-08-2015	10-03-2017		2	0	0	9
4	Mr	Sabhapati Girijashankar Shukla		02799713	Non-Executive - Independent Director	Not Applicable		11-08-2010		60	1	0	2	
5	Mr	Shekhar R Singh		03357281	Non-Executive - Non Independent Director	Chairperson		07-08-2013			2	2	0	
6	Mrs	Sita Sunil		00041722	Non-Executive - Non Independent Director	Not Applicable		10-08-2009			3	0	0	
7	Mrs	Fatima Fernandes		00506058	Non-Executive - Non Independent Director	Not Applicable		05-08-2015			2	0	0	

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

Is there any change in information of committees compare to previous quarter

Yes

Sr

Name Of Committee

Name of Committee members

Category 1 of directors

Category 2 of directors

Name of other committee

Add

Delet

Enter only one committee member name in one row

1

Audit Committee

Manish Harshey

Non-Executive - Independent
Director

Member

2

Nomination and remuneration committee

Manish Harshey

Non-Executive - Independent
Director

Member

3

Stakeholders Relationship Committee

Manish Harshey

Non-Executive - Independent
Director

Member

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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors
explanatory

[Add Notes](#)

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)

[Add](#)[Delet](#)

1

11-11-2016

2

30-01-2017

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Annexure 1							
IV. Meeting of Committees							
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 (details)	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
<div>AddDelet</div>							
1	Audit Committee	30-01-2017	Yes		11-11-2016	79	
2	Stakeholders Relationship Committee	30-01-2017	Yes		11-11-2016	79	

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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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	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	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

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]		Add Notes	

Annexure II

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				Add Notes

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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		Add Notes

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Signatory Details

Name of signatory	Fatima Fernandes
Designation of person	Director
Place	Mumbai
Date	04-04-2017

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