



PROUD TO BE INDIAN
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MARAL OVERSEAS LIMITED

GENERAL INFORMATION ABOUT COMPANY

SCRIP CODE	:	521018
NSE SYMBOL	:	MARALOVER
MSEI SYMBOL	:	NOT LISTED
ISIN	:	INE882A01013
NAME OF THE ENTITY	:	MARAL OVERSEAS LIMITED
DATE OF START OF FINANCIAL YEAR	:	01-04-2020
DATE OF END OF FINANCIAL YEAR	:	31-03-2021
REPORTING QUARTER	:	YEARLY
DATE OF REPORT	:	31-03-2021
RISK MANAGEMENT COMMITTEE	:	NOT APPLICABLE
MARKET CAPITALISATION AS PER IMMEDIATE PREVIOUS FINANCIAL YEAR	:	TOP 2000 LISTED ENTITIES



Sachin Agarwal

MARAL OVERSEAS LIMITED

I. Composition of Board of Directors

Disclosure of notes on composition of board of Directors explanatory																		
Whether the listed entity has a Regular Chairperson											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 Birth	Whether special resolution passed? [Refer Reg-17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committees 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)
1	Mr	SHEKHAR AGARWAL	AAEPA6590M	00066113	Executive Director	Chairperson	CEO MD	09-10-1952	NA		27-01-1989	01-04-2019		5	0	4	4	0
2	Mr	RAVI JHUNJHUNWALA	AAAGP0729D	00060972	Non-Executive - Non Independent Director	Not Applicable		28-10-1955	NA		27-11-1996			6	2	6	6	2
3	Mr	SHANT ANU AGARWAL	AFUPA737SM	02314304	Executive Director	Not Applicable	MD	10-01-1986	NA		22-04-2014			2	0	3	3	0
4	Mr	KAMAL GUPTA	AAHFG1101F	00038490	Non-Executive - Independent Director	Not Applicable		12-02-1946	YES	19-09-2019	26-09-2014	26-09-2019		3	3	9	9	4
5	Mr	PRIVA SHANKAR DASGUPTA	ADWPD2072J	00012552	Non-Executive - Independent Director	Not Applicable		30-06-1955	NA		26-09-2014	26-09-2019		6	6	7	7	3
6	Mrs	ARCHANA CAPOOR	ABSFC4053C	01204170	Non-Executive - Independent Director	Not Applicable		17-09-1958	NA		06-11-2015	06-11-2020		5	5	5	5	1

Notes :

- PAN number of any Director would not be displayed on the website of Stock Exchanges.
- Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.
- Includes Committee Chairmanship.
- Shri Shekhar Agarwal was appointed as Director on 27.01.1989 and was further reappointed as a Managing Director for the period of three year w.e.f. 01.04.2019.
- Membership and Chairmanship of all public companies are considered whether listed or not listed.
- Chairmanship include Membership.
- Dr. Kamal Gupta was re-appointed as Independent Director to hold office for a 2nd term of five consecutive years commencing from 26th September, 2019 up to 25th September, 2024 and he shall be attaining the age of seventy five years in the year 2021. Accordingly the approval of members was taken by way of Special Resolution in the Annual General Meeting held on 19th September, 2019 in accordance with the provisions of Regulation 17 (1A) and other applicable provisions of SEBI (Listing Obligation and Disclosure Requirement), Regulation 2015 as amended.
- In the Board Meeting held on 19th June, 2020, Shri Ravi Jhunjunwala, relinquished the position of Chairmanship of the Company with immediate effect. However, Shri Ravi Jhunjunwala is continuing as Director of the Company. Shri Shekhar Agarwal, Managing Director of the Company elected as Chairman of the Board in the above Board Meeting with immediate effect i.e 19.06.2020.
- In the Board Meeting held on 19th June, 2020, Shri Shantanu Agarwal, Non-Executive Director was elected as Joint Managing Director of the Company without remuneration for a period of five years w.e.f 19th June, 2020.



1 Audit Committee Details							
Sr	DIN Number	Name of Committee Members	Whether the Audit Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of Directors	Category 2 of Directors			
1	00038490	KAMAL GUPTA	Non-Executive - Independent Director	Chairperson	18-03-1997		
2	00012552	PRIYA SHANKAR DASGUPTA	Non-Executive - Independent Director	Member	20-10-2003		
3	02314304	SHANTANU AGARWAL	Executive Director	Member	19-01-2018		
2 Nomination and Remuneration Committee							
Sr	DIN Number	Name of Committee Members	Whether the Nomination and Remuneration Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of Directors	Category 2 of Directors			
1	00038490	KAMAL GUPTA	Non-Executive - Independent Director	Chairperson	27-10-2005		
2	00012552	PRIYA SHANKAR DASGUPTA	Non-Executive - Independent Director	Member	27-10-2005		
3	01204170	ARCHANA CAPOOR	Non-Executive - Independent Director	Member	19-06-2020		
3 Stakeholders Relationship Committee							
Sr	DIN Number	Name of Committee Members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of Directors	Category 2 of Directors			
1	00038490	KAMAL GUPTA	Non-Executive - Independent Director	Chairperson	05-05-2001		
2	00066113	SHEKHAR AGARWAL	Executive Director	Member	05-05-2001		
3	02314304	SHANTANU AGARWAL	Executive Director	Member	19-01-2018		
4 Risk Management Committee : Not Applicable							
Sr	DIN Number	Name of Committee Members	Whether the Risk Management Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of Directors	Category 2 of Directors			
N.A.							
5 Corporate Social Responsibility Committee							
Sr	DIN Number	Name of Committee Members	Whether the Corporate Social Responsibility Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of Directors	Category 2 of Directors			
1	00012552	PRIYA SHANKAR DASGUPTA	Non-Executive - Independent Director	Chairperson	22-04-2014		
2	00066113	SHEKHAR AGARWAL	Executive Director	Member	22-04-2014		
3	02314304	SHANTANU AGARWAL	Executive Director	Member	22-04-2014		
4	00038490	KAMAL GUPTA	Non-Executive - Independent Director	Member	10-05-2016		
6 Other Committee							
Sr	DIN Number	Name of Committee Members	Name of other committee		Category 1 of Directors	Category 2 of Directors	Remarks



Subhash Agarwal

III. Meeting of Board of Directors						
Disclosure of notes on meeting of Board of Directors explanatory						
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	30-10-2020			Yes	6	3
2		28-01-2021	89	Yes	5	2
3		05-03-2021	35	Yes	6	3

IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	30-10-2020				Yes	3	2
2	Audit Committee	28-01-2021	89			Yes	3	2
3	Audit Committee	05-03-2021	35			Yes	3	2
4	Stakeholders Relationship Committee	30-10-2020				Yes	3	1
5	Stakeholders Relationship Committee	28-01-2021	89			Yes	3	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	



Sukhdev Agarwal

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 500 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:	There was no comments /observation/advice on the said report by the Board of Directors.

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SHEKHAR AGARWAL
2	Designation	CHAIRMAN & MANAGING DIRECTOR AND CEO

Signatory Details		
Name of signatory	SHEKHAR AGARWAL	
Designation of person	CHAIRMAN & MANAGING DIRECTOR AND CEO	
Place	NOIDA	
Date	13.04.2021	



Subhash Agarwal

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"	Web address
1	Details of business	Yes		www.maraloverseas.com
2	Terms and conditions of appointment of independent directors	Yes		www.maraloverseas.com
3	Composition of various committees of board of directors	Yes		www.maraloverseas.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.maraloverseas.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.maraloverseas.com
6	Criteria of making payments to non-executive directors	Yes		www.maraloverseas.com
7	Policy on dealing with related party transactions	Yes		www.maraloverseas.com
8	Policy for determining 'material' subsidiaries	Yes		www.maraloverseas.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.maraloverseas.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.maraloverseas.com
11	email address for grievance redressal and other relevant details	Yes		www.maraloverseas.com
12	Financial results	Yes		www.maraloverseas.com
13	Shareholding pattern	Yes		www.maraloverseas.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.maraloverseas.com
18	Credit rating or revision in credit rating obtained	Yes		www.maraloverseas.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.maraloverseas.com
21	Materiality Policy as per Regulation 30	Yes		www.maraloverseas.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.maraloverseas.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory			




Annexure II			
II. Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status If status is "No" details
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), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA



Sudhakar Agarwal

Sr	Particulars	Regulation Number	Compliance status	If status is "No" details
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided			

Annexure II	
1	Name of signatory
2	Designation
	SHEKHAR AGARWAL CHAIRMAN & MANAGING DIRECTOR AND CEO

Annexure II	
III. Affirmations	
Sr	Particulars
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied
	Any other information to be provided
	Compliance status (Yes/No/NA) NA



Shekhar Agarwal