

1. Name of Listed Entity : **MARAL OVERSEAS LIMITED -CORPORATE GOVERNANCE REPORT**
 2. Quarter ending : **30th June, 2019**

Title (Mr./Ms.)	Name of the Director	PAN & DIN \$	Category (Chairperson /Executive/ Non- Executive/ independent/ Nominee) *	Date of Birth	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 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)
Mr.	Ravi Jhunjhunwala	AAGPJ0739D/00060972	Chairperson-Non-Executive	28-10-1955	27-11-1996	27-11-1996		--	6	2	5	0
Mr.	Shekhar Agarwal	AAEPA6590M/00066113	Executive	09-10-1952	27-01-1989	01-04-2019		--	5	0	4	0
Mr.	Shantanu Agarwal	AFUPA7375M/02314304	Non-Executive	16-01-1986	22-04-2014	22-04-2014		--	2	0	2	0
Dr.	Kamal Gupta	AAHPG1101F/00038490	Independent-Non-Executive	12-02-1946	13-07-1991	26-09-2014		57 Months	3	3	9	4
Mr.	D. N. Davar	AAAPD0015E/00002008	Independent-Non-Executive	08-08-1934	28-09-2004	26-09-2014		57 Months	6	4	8	2
Mr.	P. S. Dasgupta	ADWPD2072J/00012552	Independent-Non-Executive	30-06-1955	28-09-2004	26-09-2014		57 Months	6	6	7	2
Mrs.	Archana Capoor	ABSPC4053C/01204170	Independent-Non-Executive	17-09-1958	06-11-2015	06-11-2015		44 Months	6	6	2	1

\$-PAN number of any director would not be displayed on the website of Stock Exchange
 &- Category of directors means executive/non-executive/independent/Nominee.
 *- 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.
 ^- Appointed as Director on 27.01.1989 and current tenure as Managing Director for the period of three year was expired on 31.03.2019 and he was reappointed as a Managing Director by the Board for the period of three year w.e.f. 01.04.2019 Subject to approval of the Shareholders.




II. Composition of Committees

Name of Committee	Name of Committee members	DIN	Category 1 of the Director	Category 2 of the Director	Date of Appointment	Date of Cessation
1. Audit Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	18-03-1997	
	Mr. D.N. Davar	00002008	Independent- Non-Executive	Member	29-10-2004	
	Mr. P.S. Dasgupta	00012552	Independent- Non-Executive	Member	20-10-2003	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
2. Nomination & Remuneration Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	27-10-2005	
	Mr. D.N. Davar	00002008	Independent- Non-Executive	Member	27-10-2005	
	Mr. P.S. Dasgupta	00012552	Independent- Non-Executive	Member	27-10-2005	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
3. Risk Management Committee(if applicable)	N.A		N.A			
4. Stakeholders Relationship Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	05-05-2001	
	Mr. D.N. Davar	00002008	Independent- Non-Executive	Member	25-04-2006	
	Mr. Shekhar Agarwal	00012552	Executive	Member	05-05-2001	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
5. Corporate Social Responsibility Committee	Mr. P.S. Dasgupta	00012552	Chairman-Independent-Non-Executive	Chairperson	22-04-2014	
	Mr. Shekhar Agarwal	00066113	Executive	Member	22-04-2014	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	22-04-2014	
	Dr. Kamal Gupta	00038490	Independent- Non-Executive	Member	10-05-2016	

⁵ Category of Directors means executive/non-executive/independent/Nominee.

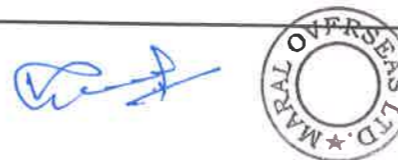
III. Meeting of Board of Directors


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 (details)	Number of Directors present	No of independent director attending the meeting	Maximum gap between any two consecutive (in number of days)
31st January, 2019	7th May, 2019	YES	7	4	95 days

IV. Meeting of Committees

Name of the Committee	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 (details)	Number of Directors present	No of independent director attending the meeting	Maximum gap between any two consecutive (in number of days)
Audit Committee	31st January, 2019	7th May, 2019	YES	4	3	95 days
Stakeholders' Relationship Committee	31st January, 2019	7th May, 2019	YES	4	2	95 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	
Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.-YES</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.-</p> <ul style="list-style-type: none"> a. Audit Committee-YES b. Nomination & Remuneration Committee.-YES c. Stakeholders Relationship Committee-YES d. Risk Management Committee (applicable to the top 100 listed entities)-N.A. <p>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.-YES</p> <p>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.-YES</p> <p>5-a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.-YES</p> <p>5-b. Any comments/observations/advice of Board of Directors may be mentioned here: There were no comments / observation/ advice on the said report by the Board of Directors.</p>	
<p>For MARAL OVERSEAS LIMITED For Maral Overseas Ltd.  Company Secretary VIRENDRA KUMAR GARG COMPANY SECRETARY FCS-7321</p>	