

PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

MARAL OVERSEAS LIMITED		
GENERAL INFORMATION ABOUT COMPANY		
SCRIP CODE	:	521018
NSE SYMBOL	:	MARALOVER
MSEI SYMBOL	:	NOTLISTED
ISIN	:	INE882A01013
NAME OF THE ENTITY	:	MARAL OVERSEAS LIMITED
DATE OF START OF FINANCIAL YEAR	:	01-04-22
DATE OF END OF FINANCIAL YEAR	:	31-03-23
REPORTING QUARTER	:	YEARLY
DATE OF REPORT	:	31-03-23
RISK MANAGEMENT COMMITTEE	:	NOT APPLICABLE
MARKET CAPITALISATION AS PER IMMEDIATE PREVIOUS FINANCIAL YEAR	:	TOP 2000 LISTED ENTITIES



I. Composition of Board of Directors

Disclosure of notes on composition of board of Directors explanatory

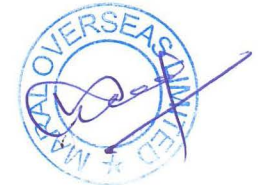
Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO 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	Disqualification of Directors under section 164 of the Companies Act, 2013					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 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)
									Whether the director is disqualified?	Start date of disqualification	End date of disqualification	Details of disqualification	Current Status										
1	Mr	Shekhar Agarwal	AAEPA6590M	00066113	Executive Director	Chairperson	CEO MD	09-10-52	No				Active	NA		27-01-89	01-04-22			5	0	4	0
2	Mr	Ravi Jhunjhunwala	AAGPJ0739D	00060972	Non-Executive - Non Independent Director	Not Applicable		28-10-55	No				Active	NA		27-11-96				6	2	6	2
3	Mr	Shantanu Agarwal	AFUPA7375M	02314304	Executive Director	Not Applicable	MD	16-01-86	No				Active	NA		22-04-14				2	0	3	0
4	Mr	Kamal Gupta	AAHPG1101F	00038490	Non-Executive - Independent Director	Not Applicable		12-02-46	No				Active	YES	19-09-19	26-09-14	26-09-19		102	3	3	9	4
5	Mr	Priya Shankar Dasgupta	ADWPD2072J	00012552	Non-Executive - Independent Director	Not Applicable		30-06-55	No				Active	NA		26-09-14	26-09-19		102	6	6	5	3
6	Mrs	Archana Capoor	ABSPC4053C	01204170	Non-Executive - Independent Director	Not Applicable		17-09-58	No				Active	NA		06-11-15	06-11-20		89	5	5	6	2

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 thereafter, he was designated as Managing Director of the Company. His term as Managing Director was expired on 31.03.2022 and he was further reappointed as a Managing Director for the period of three year w.e.f. 01.04.2022 in the Board Meeting held on 03.02.2022.
- Membership and Chairmanship of all public companies are considered whether listed or not listed.
- Chairmanship include Membership.



1	Audit Committee Details							
	Whether the Audit Committee has a Regular Chairperson						Yes	
	Sr	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
	1	00038490	Kamal Gupta	Non-Executive - Independent Director	Chairperson	18-03-97		
	2	00012552	Priya Shankar Dasgupta	Non-Executive - Independent Director	Member	20-10-03		
2	Nomination and Remuneration Committee							
	Whether the Nomination and Remuneration Committee has a Regular Chairperson						Yes	
	Sr	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
	1	00038490	Kamal Gupta	Non-Executive - Independent Director	Chairperson	27-10-05		
	2	00012552	Priya Shankar Dasgupta	Non-Executive - Independent Director	Member	27-10-05		
3	Stakeholders Relationship Committee							
	Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
	Sr	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
	1	00038490	Kamal Gupta	Non-Executive - Independent Director	Chairperson	05-05-01		
	2	00066113	Shekhar Agarwal	Executive Director	Member	05-05-01		
4	Risk Management Committee : Not Applicable							
	Whether the Risk Management Committee has a Regular Chairperson							
	Sr	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
	3	02314304	Shantanu Agarwal	Executive Director	Member	19-01-18		
	N.A.							
5	Corporate Social Responsibility Committee							
	Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
	Sr	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
	1	00012552	Priya Shankar Dasgupta	Non-Executive - Independent Director	Chairperson	22-04-14		
	2	00066113	Shekhar Agarwal	Executive Director	Member	22-04-14		
6	Other Committee							
	Sr	DIN Number	Name of Committee Members	Name of other committee	Category 1 of Directors	Category 2 of Directors	Remarks	
	4	00038490	Kamal Gupta	Non-Executive - Independent Director	Member	10-05-16		



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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	04-11-22			Yes	6	4	2
2		02-02-23	89	Yes	6	6	3
3		16-03-23	41	Yes	6	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)	Total Number of Directors as on date of the Meeting	Number of Director Present (all directors including Independent Director)	No of Independents Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	04-11-22				Yes	4	3	2	0
2	Audit Committee	02-02-23	89			Yes	4	4	3	0
3	Stakeholders Relationship Committee	03-11-22				Yes	3	2	1	0
4	Stakeholders Relationship Committee	02-02-23	90			Yes	3	3	1	0
5	Corporate Social Responsibility Committee	04-11-22				Yes	4	3	1	0
6	Corporate Social Responsibility Committee	02-02-23	89			Yes	4	3	2	0
7	Nomination and Remuneration Committee	04-11-22				Yes	3	2	2	0
8	Nomination and Remuneration Committee	02-02-23	89			Yes	3	3	3	0



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	

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	Virendra Kumar Garg
2	Designation	Company Secretary and Compliance Officer



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 (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	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



II. Annual Affirmations				
Sr. No.	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), 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	7(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	



Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
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			Virendra Kumar Garg
2	Designation			COMPANY SECRETARY & COMPLIANCE OFFICER
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				



Additional Half yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability			
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
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.	YES	No such 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) were given directly or indirectly by the company to its 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 during the period ended 31st March, 2023	
Name	Manoj Gupta		
Designation	CFO		
Place	Noida		
Date	19.04.2023		



Signatory Details	
Name of signatory	Virendra Kumar Garg
Designation of person	Company Secretary and Compliance Officer
Place	NOIDA
Date	19.04.2023

