

S.S.Kothari Mehta & Co.  
Chartered Accountants  
Plot no. 68 Okhla Industrial Area, Phase -III  
New Delhi- 110020

P.K. Deora & Co.  
Chartered Accountants  
E-953, Chittranjan Park,  
New Delhi-110019

**Independent Auditor's Report on the quarterly and Year to Date Audited Financials Results of the company pursuant to the regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**TO**

**THE BOARD OF DIRECTORS OF  
MARAL OVERSEAS LIMITED**

**Report on the audit of the Financial Results**

**Opinion**

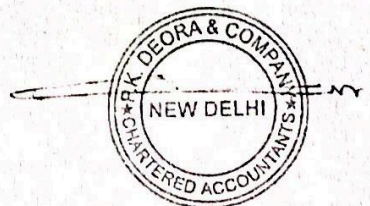
We have audited the accompanying statement of quarterly and year to date financial results of **Maral Overseas limited** (the company) for the quarter ended 31<sup>st</sup> March 2020 and for the year ended 31<sup>st</sup> March 2020 ("statement"), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. Is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive Loss and other financial information of the company for the quarter ended 31<sup>st</sup> March 2020 and for the year ended 31<sup>st</sup> March 2020.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence, obtained by us is sufficient and appropriate to provide a basis for our opinion.





### Management's Responsibilities for the Financial Results

The statement has been prepared on the basis of the annual financial statements. The Board of Directors of the company are responsible for the preparation and presentation of the statement that gives a true and fair view of the net loss and other comprehensive loss and other financial information in accordance with the applicable accounting standard prescribed under section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

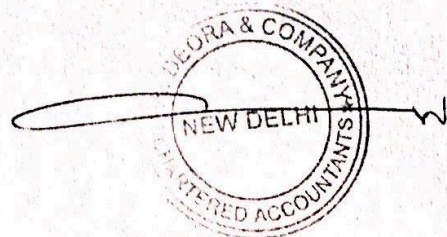
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from



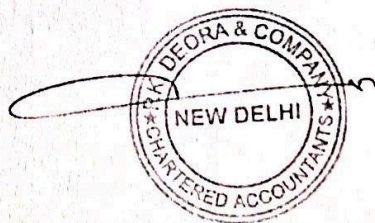


error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate Internal financial controls with reference to financials statement in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.





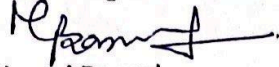
**Other matters**

The statement includes the results for the quarter ended 31<sup>st</sup> March 2020 being the balancing figure between the audited figures in respect of the full financial year ended 31<sup>st</sup> March 2020 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

**For S. S. KOTHARI MEHTA & Co.**

(Chartered Accountants)

Firm's Registration No. 000756N



**Neeraj Bansal**

Partner

Membership Number 095960

Place: Delhi

UDIN No:- 20095960AAAAER273D

Date: 19<sup>th</sup> June 2020



**For P. K. DEORA & CO.**

(Chartered Accountants)

Firm's Registration No. 004167N



**Pawan Kumar Deora**

Proprietor

Membership Number 083308

Place: Delhi

UDIN No:- 20083308AAAAAJ7565

## MARAL OVERSEAS LIMITED

CIN:L17124MP1989PLC008255

Regd. Office: Maral Sarovar, V. &amp; P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone - 451 660 (M.P.)

Phone: +91-7285-265401-265405, Fax: +91-7285-265406

Corporate Office: Bhilwara Towers, A-12, Sector - 1, Noida - 201 301 (U.P.)

Phone: +91-120-4390300 (EPABX), Fax: +91-120-4277841, Website: www.maraloverseas.com, E-mail: maral.investor@lnjbhilwara.com

**Audited Financial Results for the Quarter and Year ended 31st March, 2020**

Sr. No.	Particulars	(Rs. In lakhs)				
		Quarter Ended			Year Ended	
		31.03.2020 Audited	31.12.2019 Un-Audited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
I	Revenue from Operation	14,708	16,680	19,654	67,595	75,714
II	Other Income	413	262	491	1,733	1,468
III	Total Revenue (I+II)	15,121	16,942	20,145	69,328	77,182
IV	Expenses					
	a) Cost of material consumed	9,705	10,379	13,116	43,289	49,551
	b) Purchases of stock in trade	64	-	-	69	269
	c) Changes in inventories of finished goods, work in progress and stock in trade	271	(41)	355	861	(784)
	d) Employee benefits expense	2,457	2,493	2,300	9,865	9,342
	e) Finance Costs	338	359	516	1,570	1,698
	f) Depreciation and amortisation expense	609	597	566	2,441	2,032
	g) Other Expenses	3,002	3,256	3,106	12,761	13,739
	Total expenses (IV)	16,446	17,043	19,959	70,856	75,847
V	Profit (+) / Loss (-) before Exceptional items and tax (III -IV)	(1,325)	(101)	186	(1,528)	1,335
VI	Exceptional items	-	-	-	-	-
VII	Profit (+) / Loss (-) before tax (V-VI)	(1,325)	(101)	186	(1,528)	1,335
VIII	Tax Expense					
	(1) Current tax (Net of MAT credit)	-	-	(5)	-	235
	(2) Deferred tax	(45)	44	78	-	268
	(3) Tax adjustments for earlier years	-	-	19	-	19
IX	Profit (+) / Loss (-) for the period from continuing operations (VII-VIII)	(1,280)	(145)	94	(1,528)	813
X	Other Comprehensive Income					
	a) (i) Items that will not be reclassified to profit or loss	191	(24)	(110)	118	(98)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(64)	7	38	(39)	34
	b) (i) Items that will be reclassified to profit or loss	(309)	23	(179)	(352)	84
	(ii) Income tax relating to items that will be reclassified to profit or loss	103	(7)	63	118	(29)
XI	Total Comprehensive income for the period (IX+X) (Comprising profit (+) / Loss (-) and other comprehensive income for the period)	(1,359)	(146)	(94)	(1,683)	804
XII	Reserves (excluding Revaluation Reserve as shown in the Balance sheet of the previous year)				4,224	5,907
XIII	Earnings Per Equity Share (for continuing operation):					
	1) Basic	(3.08)	(0.35)	0.23	(3.68)	1.96
	2) Diluted	(3.08)	(0.35)	0.23	(3.68)	1.96
XIV	Paid-up equity share capital (not annualised) (Face value of Equity share capital Rs. 10/- per shares)	4,150.80	4,150.80	4,150.80	4,150.80	4,150.80

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**SEGMENTWISE REVENUE, RESULTS AND CAPITAL EMPLOYED**

Sl. No.	Particulars	(Rs In lakh)				
		Quarter Ended			Year Ended	
		31.03.2020 Audited	31.12.2019 Un-Audited	31.03.2019 Audited	31.03.2020 Audited	31.03.2019 Audited
<b>1</b>	<b>Segment Revenue</b>					
	a) Yarn *					
	b) Fabric	12,113	12,316	13,440	50,075	53,475
	c) Garment	4,665	6,722	8,198	26,353	28,130
	Total	2,595	3,008	2,995	11,983	12,862
	Less :- Inter Segment Revenue	19,373	22,046	24,633	88,411	94,467
	<b>Net Sales /Income from Operations</b>	<b>4,665</b>	<b>5,366</b>	<b>4,979</b>	<b>20,816</b>	<b>18,753</b>
<b>2</b>	<b>Segment Result</b>					
	(Profit (+)/Loss (-) before tax and Interest from each Segment)					
	a) Yarn					
	b) Fabric	(21)	113	563	1,071	2,301
	c) Garment	(352)	97	485	181	1,345
	Total	(558)	112	(264)	(973)	(288)
	Less :- i. Interest	(931)	322	784	279	3,358
	ii. Other un-allocable expenditure net off unallocable income	338	359	517	1,570	1,698
	<b>Total Profit Before Tax</b>	<b>56</b>	<b>64</b>	<b>81</b>	<b>237</b>	<b>325</b>
		<b>(1,325)</b>	<b>(101)</b>	<b>186</b>	<b>(1,528)</b>	<b>1,335</b>
<b>3</b>	<b>Capital Employed</b>					
<b>3(A)</b>	<b>Segment Assets</b>					
	a) Yarn					
	b) Fabric	24,320	24,983	26,706	24,320	26,706
	c) Garment	12,773	13,768	13,368	12,773	13,368
	Total	5,868	6,703	5,235	5,868	5,235
	Unallocable Other assets(net)	42,961	45,454	45,309	42,961	45,309
	Total	(1,499)	(1,656)	(1,609)	(1,499)	(1,609)
<b>3(B)</b>	<b>Segment Liabilities</b>	<b>41,462</b>	<b>43,798</b>	<b>43,700</b>	<b>41,462</b>	<b>43,700</b>
	a) Yarn					
	b) Fabric	20,746	20,706	21,148	20,746	21,148
	c) Garment	10,347	11,480	11,308	10,347	11,308
	Total	1,994	1,879	1,186	1,994	1,186
		<b>33,087</b>	<b>34,065</b>	<b>33,642</b>	<b>33,087</b>	<b>33,642</b>
	<b>Total Capital Employed</b>	<b>8,375</b>	<b>9,733</b>	<b>10,058</b>	<b>8,375</b>	<b>10,058</b>

\* Includes Captive & Standby power

Notes:

- The above Results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its Meeting held on 19th June, 2020. The Statutory Auditors have Audited the result for the quarter and year ended March 31, 2020.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under section 133 of the Companies Act, 2013, and other recognized accounting practices and policies to the extent applicable.
- The figures of the quarter ended March 31, 2020 are the balancing figures between the audited figures in respect to the Full Financial year and the published figures of nine months ended December 31, 2019, which were subject to Limited review by the Statutory Auditors.
- The Company has adopted Ind AS 116 on "Leases" with effect from April 1, 2019 by using modified retrospective approach and accordingly, comparative information for the year ended March 31, 2019 has not been restated. The company has recognized and measured Right-of-Use (ROU) Assets and the lease liability over the remaining lease period and payment discounted using the incremental borrowing rate as at the date of initial application. This has resulted in recognizing ROU assets of Rs 798.38 Lac and corresponding lease liability of RS 798.38 Lac as at April 1, 2019. In the results for the quarter ended and the year ended March 31, 2020, the nature of expenses in respect of operating leases has changed from lease rent in previous years to depreciation for the ROU assets of Rs 61.44 Lac and Rs 245.75 Lac and finance cost for interest accrued on lease liability of Rs 16.05 Lac and Rs 64.29 Lac respectively. The effect of adoption of Ind AS 116 on the results and earnings per share for the quarter and year ended March 31, 2020 are not material. Segment results have been arrived after considering interest expense on lease liability.
- In view of Ministry of Textiles, Government of India's Gazette Notification number CG-DL-E-15012020-215423 dated January 14, 2020, the Company during the current quarter reversed the Merchandise Export from India Scheme (MEIS) benefit of Rs. 223.41 lac for the period from March 07, 2019 to December 31, 2019 in the financial results and has reduced the same from the amount of revenue from operations.
- Impact of Covid-19 Pandemic**  
Due to COVID-19 outbreak, Government of India declared lockdown on March 24, 2020 and the Company temporarily suspended the operations in all the units of the Company in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lock down of production facilities etc. during the lock-down period. However, production and supply of goods has commenced for Yarn and Fabric Division on April 24, 2020 and Garment Division on May 11, 2020 after obtaining permissions from the appropriate government authorities. The Company has considered the possible effects that may result from the COVID 19 situation on the carrying value of its assets comprising property, plant and equipment, intangible assets, right of use assets, investments, inventory and trade receivables. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 which may be different from that estimated as at the date of approval of these standalone results. The Company will continue to closely monitor any material changes arising of future economic conditions and impact on its business.
- The figures of the previous period / year have been regrouped / recast wherever considered necessary.

By order of the Board  
For Maral Overseas Limited

*Shekhar Agarwal*  
Shekhar Agarwal  
Chairman & Managing Director  
DIN-00066113

Place Noida (U.P.)  
Date 19th June, 2020

# MARAL OVERSEAS LIMITED

CIN:L17124MP1989PLC008255

Regd. Office: Maral Sarovar, V. & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone - 451 660 (M.P.)

Corporate Office: Bhilwara Towers, A-12, Sector - 1, Noida - 201 301 (U.P)

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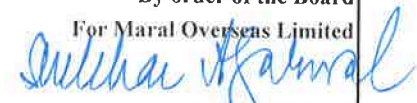
## Statement of Audited Assets And Liabilities as on 31st March, 2020

(Rs. In lakhs)

Particulars	31.03.2020	31.03.2019
<b>ASSETS</b>		
<b>Non-current assets</b>		
(a) Property, plant and equipment	17,882	18,504
(b) Capital work - in - progress	1	304
(c) Other intangible assets	328	297
(d) Biological Assets other than bearer Plants	6	7
(e) Financial assets		
(i) Loans	14	10
(ii) Other financial assets	1,076	5
(g) Other non-current assets	868	1,006
<b>Total non-current assets</b>	<b>20,177</b>	<b>20,133</b>
<b>Current assets</b>		
(a) Inventories	9,819	10,939
(b) Financial assets		
(i) Investments	30	49
(ii) Trade receivables	7,529	9,588
(iii) Cash and cash equivalents	819	425
(iv) Bank Balances	150	220
(v) Loans	50	53
(v) Other financial assets	858	298
(d) Other current assets	3,834	3,831
<b>Total current assets</b>	<b>23,089</b>	<b>25,403</b>
<b>Total assets</b>	<b>43,265</b>	<b>45,537</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
(a) Equity share capital	4,151	4,151
(b) Other equity	4,224	5,907
<b>Total Equity</b>	<b>8,375</b>	<b>10,058</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
(a) Financial liabilities		
(i) Borrowings	3,779	5,075
(ii) Other financial liabilities	430	20
(b) Provisions	285	267
(c) Defferred tax Liability(net)	69	136
(c) Other non-current liabilities	-	-
(d) Deferred government grant	1,763	26
<b>Total non-current liabilities</b>	<b>6,326</b>	<b>5,523</b>
<b>Current liabilities</b>		
(a) Financial liabilities		
(i) Borrowings	16,183	17,405
(ii) Trade payables		
A. total outstanding dues of micro enterprises and small enterprises	590	172
B. total outstanding dues of creditors other than micro enterprises and small enterprises	5,166	5,655
(iii) Other financial liabilities	5,482	4,986
(b) Provisions	120	253
(c) Current tax liabilities	-	21
(d) Other current liabilities	1,022	1,463
<b>Total current liabilities</b>	<b>28,564</b>	<b>29,956</b>
<b>Total liabilities</b>	<b>34,891</b>	<b>35,479</b>
<b>Total Equity and liabilities</b>	<b>43,265</b>	<b>45,537</b>

By order of the Board

For Maral Overseas Limited



Shekhar Agarwal

Chairman & Managing Director

DIN: 00066113

Place Noida ( U.P.)

Date 19th June, 2020

**MARAL OVERSEAS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH., 2020**

	Period Ended 31.03.2020	Year Ended 31.03.2019
	Audited (Rs. in Lakhs)	Audited (Rs. in Lakhs)
<b>A. Cash flow from operating activities</b>		
Profit for the year before tax	(1,528.12)	1,334.61
<u>Adjustments for:</u>		
Finance costs recognised in P&L	1,421.98	1,490.86
Interest income recognised in P&L	(305.18)	(157.24)
Depreciation and amortisation expense	2,441.47	2,032.06
Loss/(Profit) on sale of property, plant & equipment	(18.11)	6.18
Unrealised Exchange (gain)/loss	(672.81)	(391.94)
Provision for doubtful trade receivables & advances	43.32	10.21
Fair value of investment through profit & loss	18.82	(14.72)
Fair value of financial liability	55.03	98.41
	<b>1,456.40</b>	<b>4,408.43</b>
<u>Movements in working capital:</u>		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	2,016.10	(1,344.91)
Other financial assets	(1,981.80)	(101.11)
Other assets	(40.81)	(1,410.94)
Inventories	1,119.87	(123.38)
Loans	(1.45)	(14.09)
Trade payables	601.21	1,910.03
Other current liabilities	(440.09)	325.55
Other financial liabilities	1,187.03	(278.11)
Provisions/other items	2.10	2.13
Deferred government grant	1,736.83	(5.35)
<b>Cash generated from operations</b>	<b>5,655.39</b>	<b>3,368.25</b>
Income tax paid	(8.32)	(300.20)
<b>Net cash generated by operating activities (A)</b>	<b>5,647.07</b>	<b>3,068.05</b>
<b>B. Cash flow from investing activities</b>		
Capital expenditure on capital assets, including capital advances	(1,458.24)	(3,993.66)
Bank Balances not considered as cash & cash equivalents	70.34	(84.59)
Interest received	304.78	154.01
Assets classified as held for sale	-	0.70
Sale of investments	-	15.72
<b>Net cash generated by/(used in) investing activities (B)</b>	<b>(1,083.12)</b>	<b>(3,907.82)</b>
<b>C. Cash flow from financing activities (refer note 44)</b>		
Redemption of preference shares	-	(1,071.35)
Repayment of term loan	(1,636.31)	(2,256.15)
Payment of Lease liability	(268.70)	-
Interest on lease	64.21	-
Changes in working capital loan	(911.35)	5,910.19
Interest paid	(1,417.68)	(1,489.77)
<b>Net cash generated by/(used in) financing activities (C)</b>	<b>(4,169.83)</b>	<b>1,092.92</b>
<b>Net Increase/decrease in Cash and cash equivalents (A+B+C)</b>	394.12	253.15
Cash and cash equivalents at the beginning of the year	425.01	171.86
<b>Cash and cash equivalents at the end of year end</b>	<b>819.13</b>	<b>425.01</b>

**MARAL OVERSEAS LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH., 2020**

	Year Ended 31.03.2020	Year Ended 31.03.2019
	(Rs. in Lakhs)	(Rs. in Lakhs)
<b>Balances with banks</b>		
- In current accounts	802.95	408.22
Cheques on hand	1.45	-
Cash on hand ( Refer note (i) below)	14.73	16.79
	<b>819.13</b>	<b>425.01</b>

Place: Noida U.P.  
Date : 19th June, 2020

By order of Board  
For Maral Overseas Limited

Shekhar Agarwal  
Chairman & Managing Director  
DIN-00066113