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**MOL/  
September 19, 2019**

<b>BSE Limited,</b> Corporate Relationship Department, 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai-400001  <b>Scipe code : 521018</b>	<b>National Stock Exchange of India Limited,</b> Listing Department, Exchange Plaza, C-1, Block -G, Bandra -Kurla Complex, Bandra (East), MUMBAI-400051  <b>Scrip code : MARAL OVER</b>
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**Sub:- Outcome/Proceedings of 30<sup>th</sup> Annual General Meeting held on 19<sup>th</sup> September, 2019 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In pursuance of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith proceedings of the 30<sup>th</sup> Annual General Meeting of the Members of the Company held on today i.e. 19<sup>th</sup> September, 2019 at the Registered Office of the Company at Maral Sarovar, V & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone, Madhya Pradesh to transact the business as mentioned in the notice of AGM dated 6<sup>th</sup> August, 2019.

Please take and keep the above in your record and disseminate the same for the information of Investors.

**Thanking you,  
Yours faithfully,  
For Maral Overseas Limited**

  
**Virendra Kumar Garg  
Company Secretary  
FCS-7321**

**Encl.: As above**

### *Maral Overseas Limited*

**Corporate Office :**  
Bhilwara Towers, A-12, Sector-1  
Noida - 201 301 (NCR-Delhi), India  
Tel. : +91-120-4390300 (EPABX)  
Fax : +91-120-4277841  
Website: www.maraloverseas.com  
GSTIN: 09AACCM0230B1Z8

**Regd. Office & Works :**  
Maral Sarovar, V. & P. O. Khalbujurg  
Tehsil Khasrawad, Distt. Khargone - 451 660, (M.P.)  
Phones : +91-7285-265401-265405  
Fax : +91-7285-265406  
Website: www.injbhilwara.com  
GSTIN: 23AACCM0230B1Z1

**Corporate Identification No: L17124MP1989PLC008255**



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**PROCEEDINGS OF 30<sup>th</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON THURSDAY, THE 19<sup>TH</sup> DAY OF SEPTEMBER, 2019, AT 11:00 A.M AT THE REGISTERED OFFICE AT MARAL SAROVAR, V. & P.O. KHALBUJURG, TEHSIL KASRAWAD DISTT. KHARGONE-451660 MADHYA PRADESH.**

Shri Shantanu Agarwal, Director and Member of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee as nominated to attend the AGM by Chairman of the respective Committees was elected as a Chairman of the meeting.

Shri Virendra Kumar Garg, Company Secretary informed the Chairman that requisite numbers of member for constituting the quorum as per the Companies Act, 2013 were present in person.

The Chairman informed to the members that other Directors have conveyed their inability to attend the meeting due to their pre-occupations. The Statutory Auditors and Secretarial Auditors of the Company were present in the meeting through their authorised representative.

The Chairman called the Meeting to order. The Notice of the meeting and the Auditors Report, Board Report were taken as read with the permission of members present. There were no qualification in the Auditor's Report and Report of Secretarial Auditor of the Company.

The Chairman welcomed the members to the 30<sup>th</sup> Annual General Meeting of the Company. The Chairman, thereafter, addressed the members highlighting the salient features of the Company's operations relating to the year ended the 31<sup>st</sup> March, 2019. He then stated that with regard to the remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended vide Companies (Management and Administration) Amendment Rules 2015 Secretarial Standard-2 and pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to members remote e-voting facility from 16<sup>th</sup> September, 2019 (9:00 a.m.) to 18<sup>th</sup> September, 2019 (5:00 p.m.) to exercise their votes in respect of all resolutions mentioned in the Notice convening AGM. He further announced that Statutory Registers maintained as per the Companies Act, 2013 were kept ready at the Meeting for inspection by the members.

The Chairman informed that he himself was interested in the Resolution no. 2, 3 and 6 of the Notice and therefore he requested that for the Resolution no 2, 3 & 6 Shri Dinesh Kumar Mittal present should Chair the meeting and conduct the proceeding for above Resolution.

With the consent of all members present Shri Dinesh Kumar Mittal member of the Company was elected as Chairman of the meeting for the item no 2, 3 & 6 of the notice of the AGM.

He then initiated discussion and invited the queries on the financial statements. The members raised certain queries which were adequately replied. Thereafter, the Chairman informed that the members, who did not cast their vote through remote e-voting and were being present in person and/or through proxy at the AGM, were provided the facility of voting through poll at the meeting.

He then informed to the members that Shri Pranav Kumar, Practicing Company Secretary was appointed as the scrutinizer to conduct and scrutinize the poll process in fair, transparent and efficient manner.

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Tehsil Khasrawad, Distt. Khargone - 451 660, (M.P.)  
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Fax : +91-7285-265406  
Website: [www.lnjbhilwara.com](http://www.lnjbhilwara.com)  
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Thereafter, the Chairman put forward the resolutions relating to the following items:-

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31<sup>st</sup> March, 2019 and the Report of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Shantanu Agarwal (DIN: 02314304) who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS

3. Re-appointment of Shri Shekhar Agarwal (DIN: 00066113) as Managing Director of the Company for a period of three years w.e.f. 1st April, 2019.
4. Re-appointment of Dr. Kamal Gupta, (DIN: 00038490) as an Independent Director of the Company for a second term of five consecutive years starting from 26<sup>th</sup> September, 2019.
5. Re-appointment of Shri Priya Shankar Dasgupta, (DIN: 00012552) as an Independent Director of the Company for a second term of five consecutive years starting from 26<sup>th</sup> September, 2019.
6. Approval of an extension of period of redemption of 6,00,000 3% Cumulative Redeemable Preference Shares (CRPS) of Rs.100/- issued to the promoters, which are due for redemption on 31<sup>st</sup> March, 2020, for a period of one year i.e. 31<sup>st</sup> March, 2021.
7. Approval of the remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg. No. 000017) Cost Auditor of the Company for the financial year ending 31<sup>st</sup> March, 2020.

Thereafter, the poll process was conducted in the presence of the scrutinizer.

The Chairman thereafter announced that the voting results along with the consolidated scrutinizer report will be submitted to BSE Limited and National Stock Exchange of India Limited within 48 hours of the conclusion of the meeting and also be made available on the website of the Company and the website of NSDL.

There being no other business to discuss, the meeting ended with a vote of thanks to the Chair.

Thereafter the meeting was concluded at 12.00 Noon.



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