

NAME	PLACE	DATE
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MARAL OVERSEAS LIMITED

CIN: L17124MP1989PLC008255

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NOTICE OF THE 33RD ANNUAL GENERAL MEETING OF MARAL OVERSEAS LIMITED TO BE HELD THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS

Notice is hereby given that the 33rd Annual General Meeting ("AGM") of Maral Overseas Limited ("the Company") will be held on **Thursday, the 25th day of August, 2022 at 02:00 P.M.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the businesses as set out in the Notice of the 33rd AGM which will be sent in due course of time. The venue of the meeting shall be deemed to be Registered Office of the Company at Maral Sarovar, V. & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone-451660 Madhya Pradesh.

Members may note that, in view of Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular No. 02/2022 dated May 05, 2022 which read together with previous Circulars No. 21/2021 dated December 14, 2021, No. 02/2021 dated January, 13, 2021, No. 20/2020 dated May 5, 2020, No.17/2020 dated April 13, 2020 and No.14/2020 dated April 8, 2020 and also in accordance with Circulars issued by Securities Exchange Board of India ("SEBI") i.e. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 read with circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 ("collectively referred as **Applicable Circulars**") permitting the holding of AGM by the Companies through Video Conferencing/Other Audio Visual Means ("VC/OAVM") during the calendar year 2022, without the physical presence of the members at the AGM venue. In compliance with these Applicable Circulars, the 33rd AGM of the Company shall be conducted through **VC/OAVM** without the physical presence of the members at the AGM venue. Hence, Members can attend and participate in the AGM through VC/OAVM only. The instructions for joining the AGM will be provided in the Notice of AGM.

Members may further note that in pursuance of above stated circulars and also in furtherance of Go-Green initiative of the government, the Notice of the AGM and Annual Report for the financial year 2021-22, will be sent through electronic mode only to those members whose email addresses are registered with the Company / Depository Participant. The aforesaid documents will also be available on the website of the Company at www.maraloverseas.com, on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and also on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

Members may note that the Board of Directors of the Company at their meeting held on 11th May, 2022 has recommended a dividend of Rs. 2/- per share on the face value of Rs. 10/- per share for the financial year 2021-22 subject to the approval of the members of the Company at the 33rd AGM. Accordingly, the date for the purpose of determining the members eligible to receive dividend for financial year 2021-22 is **Thursday, 18th August, 2022**.

The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, the 19th August, 2022 to Thursday, the 25th August, 2022 (both days inclusive)** for the purposes of 33rd Annual General Meeting of the Company and for payment of dividend for financial year 2021-22, if declared at the AGM. The Dividend, if declared, will be paid within 30 days from the date of AGM through various online transfer modes to the members who have updated their bank account details with the Depositories in case of shares held in Demat mode and with the Registrar & Share Transfer Agent of the Company, in case shares are held in physical mode. For Members, who have not updated the bank account details, dividend warrants/demand drafts /cheques will be sent to the registered addresses by permitted mode.

The Company will be providing facility of remote e-voting and e-voting at the AGM to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has made arrangement with **National Securities Depository Limited (NSDL)** for facilitating voting through electronic means, as the authorized agency.

The remote e-voting period commences on **Monday, the 22nd August, 2022 (9:00 a.m.) and end on Wednesday, the 24th August, 2022 (5:00 p.m.)**. Members holding shares either in physical form or in dematerialized form, as on the **Cut-Off date of Thursday the 18th August, 2022**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and who have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on the **Cut-Off date of Thursday the 18th August, 2022** shall only be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting. The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses will be provided in the Notice of AGM. Login details for e-voting shall be made available to the members on their registered email address.

Manner of registering of Email addresses and mandate of receiving Dividend electronically, if declared in the AGM:

Members are requested to provide their email addresses and bank account details to Registrar and Share Transfer Agent i.e. MCS Share Transfer Agent Limited of the Company or Depository Participants (DP). The process of registering the same is mentioned below:

In case of Physical shareholding	<p>Send a duly signed request letter in Form ISR-1 along with supporting documents to the RTA of the Company i.e. MCS Share Transfer Agent Limited (Unit : Maral Overseas Limited), F-65, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020 or scanned copy on email at helpdeskdelhi@mcsregistrars.com and provide the following details/documents for registering email address:</p> <p>a) Folio No., b) Name of shareholder, c) Email ID, d) Copy of PAN card (self-attested), e) Copy of Aadhar (self-attested) f) Copy of share certificate (front and back).</p> <p>Following additional details/documents need to be provided in case of updating Bank Account details:</p> <p>a) Name and Branch of the Bank in which you wish to receive the dividend, b) the Bank Account type, c) Bank Account Number, d) MICR Code Number, e) IFSC Code, and f) Copy of the cancelled cheque bearing the name of the first shareholder.</p>
In case of Demat shareholding	<p>Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.</p>

Members who are holding shares in physical form or who have not registered their email addresses with the Company can cast their vote through remote e-voting or through the e-voting system during the meeting in the manner as provided in the notice of AGM.

Members may further note that, as per the Income Tax Act, 1961 (hereinafter referred to as IT Act), as amended by the Finance Act, 2020, dividends paid or distributed by the Company after April 1, 2020, shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the time of making the payment of the said Dividend, if declared at the ensuing AGM. The TDS rate would vary depending on the residential status of the shareholder and the documents submitted by shareholder of the Company and accepted by the Company. Accordingly, the Dividend will be paid after deducting TDS as per applicable TDS rates.

The shareholders are therefore requested to furnish the necessary documents/declarations to the Company at tds.maral22@lnjb.com / Company's RTA i.e. M/s. MCS Share Transfer Agent Limited to enable the Company in applying the appropriate TDS on Dividend payment. In this regard, a 'General Communication on Tax Deducted at Source on Dividend for the Financial Year 2021-22' was sent on 11th July, 2022 to all the shareholders and copy of the said communication is also available on the website of the Company at the following link https://www.maraloverseas.com/pdf/TDS_Communication.pdf

In case of any queries/grievances, Members may refer to the "Frequently Asked Questions (FAQs) for Members and participation in AGM and remote e-Voting user manual for Members" available at downloads section of "<http://www.evoting.nsdl.com>" or call the toll free no.: 1800 1020 990 and 1800 22 44 30. Members may also write and email to company at maral.investor@lnjbhilwara.com.

The above information is being issued for the information and benefit of all Members of the Company and is in Compliance with the MCA Circulars and the SEBI Circular(s).

By order of the Board
for **Maral Overseas Limited**

Sd/-
Virendra Kumar Garg
Company Secretary
FCS-7321