



MARAL OVERSEAS LIMITED

CIN: L17124MP1989PLC008255

Registered Office: Maral Sarovar, V. & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone - 451660, Madhya Pradesh

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NOTICE OF 34th ANNUAL GENERAL MEETING, REMOTE E-VOTING / E-VOTING AND BOOK CLOSURE

In continuation of our Newspaper Advertisement dated 18th August, 2023, NOTICE is hereby given that **34th Annual General Meeting ("AGM")** of Members of Maral Overseas Limited ("**the Company**") will be held on **Wednesday, 20th day of September, 2023 at 2:00 p.m.** through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") to transact the Ordinary and Special Businesses as set out in the Notice of 34th AGM without the physical presence of the members at the AGM venue. The venue of the AGM shall be deemed to be Registered Office of the Company at Maral Sarovar, V. & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone-451660 Madhya Pradesh.

Pursuant to General Circulars Nos. 14/2020 dated 8th April, 2020, (read together with Circular No.17/2020 dated 13th April, 2020, Circular No. 02/2021 dated, 13th January, 2021, Circular No. 21/2021 dated 14th December, 2021, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10 /2022 dated 28th December, 2022) and Circular No. 20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs ("**MCA**") as also the various circulars issued by Securities Exchange Board of India ("**SEBI**") vide its Circular dated 5th January, 2023, (read together with Circulars dated 13th May, 2022, dated 15th January, 2021 and dated 12th May, 2020) (collectively referred as "**Applicable Circulars**") permitted the holding of AGM by the Companies through Video Conferencing/Other Audio Visual Means ("**VC/OAVM**"), without the physical presence of the members at AGM venue. In compliance with these Applicable Circulars, 34th AGM of the Company shall be conducted through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The instructions for joining the AGM has been provided in the Notice of AGM.

In compliance with the Applicable Circulars, the Notice of 34th AGM and the Annual Report of the Company including audited financial statements for the financial year 2022-23 along with Directors' Report, Auditor's Report and other documents required to be attached thereto, have been sent on **25th August, 2023** through electronic mode to the members of the Company whose email addresses are registered with the Company /Depository Participant(s). The requirements of sending physical copies of the Notice of 34th AGM and Annual Report to the Members have been dispensed vide Applicable Circulars.

The Notice of 34th AGM and the Annual Report of the Company are also 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 and e-voting during the AGM facility) i.e. www.evoting.nsdl.com.

Instructions for remote e-voting and e-voting during the AGM:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), Secretarial Standard-2 on General Meetings of ICSI and in accordance with the Applicable Circulars referred to in Note No. 2 of the notice of the AGM, the Company is providing facility of remote e-Voting as well as e-Voting during the AGM to its Members in respect of the business(es) to be transacted at the 34th AGM through NSDL.

The manner of e-voting for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses have been provided in the Notice of 34th AGM. Login details for e-voting have been made available to the members on their registered email address.

The Register of Members and Share Transfer Books of the Company shall remain closed from **Thursday, 14th September, 2023 to Wednesday, 20th September, 2023 (both days inclusive)** for 34th Annual General Meeting.

Members holding shares either in physical form or in dematerialized form, as on the **Cut-Off date i.e. Wednesday 13th September, 2023**, may cast their vote electronically. A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintained by the depositories as on **cut-off date i.e. Wednesday 13th September, 2023** only shall be entitled to avail the facility of remote e-voting as well as voting during the Annual General Meeting.

The remote e-voting period commences on **Sunday, 17th September, 2023 at 9:00 a.m.** and **end on Tuesday, 19th September, 2023 5:00 p.m.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The remote e-voting shall not be allowed beyond the said date and time.

The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the **cut-off date i.e. Wednesday 13th September, 2023**. A person whose name is recorded in the Register of Members/Beneficial owners as on the cut-off date shall only be entitled to avail the facility of remote e-voting/e-voting at the AGM and a person who is not a member as on the cut-off date should treat the Notice of AGM for information purpose only.

In case a person has become the Member of the Company after the dispatch of Notice but on or before the **cut-off date i.e. Wednesday 13th September, 2023**, he/she may obtain login id and password by sending a request over at evoting@nsdl.co.in mentioning demat account number/folio number, PAN, name and registered address. Such Members may cast their votes using the e-voting instructions, in the manner specified by the Company in the Notice of 34th AGM. However, members who are already registered with NSDL for e-voting can use their existing User id and Password for casting their vote through remote e-voting/ e-voting during the AGM.

The facility of e-voting shall be made available at the AGM and members attending the AGM, who have not already cast their vote, may cast their vote electronically on business (es) set forth in Notice of 34th AGM. Members who have cast their vote by remote e-voting may attend the AGM but shall not be entitled to cast their vote(s) again at the AGM.

Members, whose email address and banks details are not registered with the Company or with their respective Depository Participant/s, are requested to get their email address and banks details registered by following the steps as given below:

<p>In case of Physical Shareholding</p>	<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) and g) Contact Details etc.</p> <p>Following additional details/documents need to be provided in case of updating Bank Account details: 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>
<p>In case of Demat Shareholding</p>	<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>

Shri Pranav Kumar, Practicing Company Secretary (Membership No. FCS 5013 and COP No.3429) or failing him Ms. Arpita Saxena, Practicing Company Secretary (Membership No. ACS 23822 and COP No. 11962) being partner of M/s. Pranav Kumar Associates, Company Secretaries in Practice has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner.

The results shall be declared not later than forty-eight hours from conclusion of the meeting by posting the same on the website of the Company at www.maraloverseas.com, website of NSDL (agency for providing the Remote e-voting/ e-voting during the AGM facility) i.e. www.evoting.nsdl.com and by filing with the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. It shall also be displayed on the Notice Board at the Registered Office & Corporate Office of the Company. Subject to the requisite number of votes, the Resolutions shall be deemed to be passed on the date of the AGM i.e. **20th September, 2023**.

In case of any queries, members may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022-4886 7000 and 022-24997000 or send a request at evoting@nsdl.co.in. In case of any grievance connected with facility for remote e-voting or e-voting, please contact to Ms. Pallavi Mhatre, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in.

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

Sd/
Virendra Kumar Garg
Company Secretary
FCS-7321