



**MARAL OVERSEAS LIMITED**  
**GENERAL INFORMATION ABOUT COMPANY**

<b>Scrip Code</b>	:	<b>521018</b>
<b>Nse Symbol</b>	:	<b>MARALOVER</b>
<b>Msei Symbol</b>	:	<b>NOTLISTED</b>
<b>ISIN</b>	:	<b>INE882A01013</b>
<b>Name Of The Entity</b>	:	<b>Maral Overseas Limited</b>
<b>Date Of Start Of Financial Year</b>	:	<b>01-04-2023</b>
<b>Date Of End Of Financial Year</b>	:	<b>31-03-2024</b>
<b>Reporting Quarter</b>	:	<b>Yearly</b>
<b>Date Of Report</b>	:	<b>31-03-2024</b>
<b>Risk Management Committee</b>	:	<b>Not Applicable</b>
<b>Market Capitalisation As Per Immediate Previous Financial Year</b>	:	<b>Top 2000 Listed Entities</b>



MARAL OVERSEAS LIMITED

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

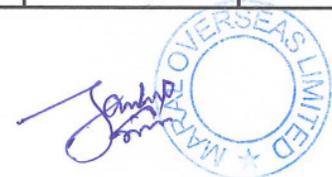
Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Disqualification of Directors under section 164 of the Companies Act, 2013				Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing 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										
1	Mr	Shekhar Agarwal	A*****M	00066113	Executive Director	Chairperson	CEO MD	09-10-1952	No				Active	NA	27-01-1989	01-04-2022			5	0	4	0
2	Mr	Ravi Jhunjunwala	A*****D	00060972	Non-Executive - Non Independent Director	Not Applicable		28-10-1955	No				Active	NA	27-11-1996				6	2	5	2
3	Mr	Shantanu Agarwal	A*****M	02314304	Executive Director	Not Applicable	MD	16-01-1986	No				Active	NA	22-04-2014				2	0	3	0
4	Mr	Kamal Gupta	A*****F	00038490	Non-Executive - Independent Director	Not Applicable		12-02-1946	No				Active	YES	19-09-2019	26-09-2014	26-09-2019	114	3	3	9	4
5	Mr	Priya Shankar Dasgupta	A*****J	00012552	Non-Executive - Independent Director	Not Applicable		30-06-1955	No				Active	NA	26-09-2014	26-09-2019		114	4	4	3	2
6	Mrs	Archana Capoor	A*****C	01204170	Non-Executive - Independent Director	Not Applicable		17-09-1958	No				Active	NA	06-11-2015	06-11-2020		101	6	6	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. Further he was 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 weather listed or not listed.
- Chairmanship include Membership.



<b>1 Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr. No.	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	18-03-1997		
2	00012552	Priya Shankar Dasgupta	Non-Executive - Independent Director	Member	20-10-2003		
3	02314304	Shantanu Agarwal	Executive Director	Member	19-01-2018		
4	01204170	Archana Capoor	Non-Executive - Independent Director	Member	28-10-2021		
<b>2 Nomination and Remuneration Committee</b>							
Whether the Nomination and Remuneration Committee has a Regular Chairperson						Yes	
Sr. No.	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	27-10-2005		
2	00012552	Priya Shankar Dasgupta	Non-Executive - Independent Director	Member	27-10-2005		
3	01204170	Archana Capoor	Non-Executive - Independent Director	Member	19-06-2020		
<b>3 Stakeholders Relationship Committee</b>							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr. No.	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	05-05-2001		
2	00066113	Shekhar Agarwal	Executive Director	Member	05-05-2001		
3	02314304	Shantanu Agarwal	Executive Director	Member	19-01-2018		
<b>4 Risk Management Committee : Not Applicable</b>							
Whether the Risk Management Committee has a Regular Chairperson							
Sr. No.	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
N.A.							
<b>5 Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr. No.	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	22-04-2014		
2	00066113	Shekhar Agarwal	Executive Director	Member	22-04-2014		
3	02314304	Shantanu Agarwal	Executive Director	Member	22-04-2014		
4	00038490	Dr. Kamal Gupta	Non-Executive - Independent Director	Member	10-05-2016		
<b>6 Other Committee</b>							
Sr. No.	DIN Number	Name of Committee Members	Name of other committee	Category 1 of Directors	Category 2 of Directors	Remarks	



III. Meeting of Board of Directors							
Disclosure of notes on meeting of Board of Directors explanatory							
Sr. No.	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	01-11-2023			Yes	6	6	3
2		07-02-2024	97	Yes	6	6	3
3		20-03-2024	41	Yes	6	5	2

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr. No.	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	01-11-2023				Yes	4	4	3	0
2	Audit Committee	07-02-2024	97			Yes	4	4	3	0
3	Stakeholders Relationship Committee	01-11-2023				Yes	3	3	1	0
4	Stakeholders Relationship Committee	07-02-2024	97			Yes	3	3	1	0
5	Corporate Social Responsibility Committee	01-11-2023				Yes	4	4	2	0
6	Corporate Social Responsibility Committee	07-02-2024	97			Yes	4	4	2	0



V. Related Party Transactions			
Sr. No.	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. No.	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 1000 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. No.	Subject	Compliance status
1	Name of signatory	Sandeep Singh
2	Designation	Company Secretary & 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	Email address for grievance redressal and other relevant details	Yes		www.maraloverseas.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	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		-
15.1	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		-
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		-
16	New name and the old name of the listed entity	Yes		www.maraloverseas.com
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	Yes		www.maraloverseas.com
20	Secretarial Compliance Report	Yes		www.maraloverseas.com
21	Materiality Policy as per Regulation 30 (4)	Yes		-
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.maraloverseas.com
23	Disclosures under regulation 30(8)	Yes		www.maraloverseas.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		www.maraloverseas.com
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.maraloverseas.com
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.maraloverseas.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.maraloverseas.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.maraloverseas.com



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		

Annexure II		
1	Name of Signatory	Sandeep Singh
2	Designation	Company Secretary and Compliance Officer




## Annexure-II

## II. Annual Affirmations

Sr	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(1C), 17(1D) & 17(1E)	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	17(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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	



Sr	Particulars	Regulation Number	Compliance Status(Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
Any other information to be provided -Add Notes.				
Name of Signatory		Sandeep Singh		
Designation		Company Secretary & Compliance Officer		

The image shows a handwritten signature in blue ink that reads "Sandeep Singh". To the right of the signature is a circular blue ink stamp. The text around the perimeter of the stamp reads "MARYON OVERSEAS LIMITED". There is a small star symbol at the bottom center of the stamp.

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Date of the event

Brief details of the event



Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
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>(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</b>			
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
<b>(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</b>			
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
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
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, 2024	
<b>Name</b>	Manoj Gupta		
<b>Designation</b>	CFO		
<b>Place</b>	Noida		
<b>Date</b>	19.04.2024		



Signatory Details	
Name of signatory	Sandeep Singh
Designation of person	Company Secretary & Compliance Officer
Place	Noida
Date	19.04.2024