



MARAL OVERSEAS LIMITED



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General Information about the Company	
Scrip Code	521018
NSE Symbol	MARALOVER
MSME Symbol	NOT LISTED
ISIN	INE882A01013
Name of Entity	Maral Overseas Limited
Date of Start of Financial Year	01-04-2019
Date of End of Financial Year	31-03-2020
Report Quarter	Half Yearly
Date of Report	30-09-2019
Risk Management Committee	Not Applicable
Market Capitalisation as per immediate previous financial Year	Top 2000 Listed Entities



MARAL OVERSEAS LIMITED -CORPORATE GOVERNANCE REPORT
30th September, 2019

1. Name of Listed Entity :
 2. Quarter ending :

Title (Mr./Ms.)	Name of the Director	PAN & DIN \$	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) &	Date of Birth	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 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)
Mr.	Ravi Jhuunjumwala	AAGFJ0739D/00060972	Chairperson-Non-Executive	28-10-1955	27-11-1996	-	-	-	6	2	6	2
Mr.	Shekhar Agarwal	AAEPA6590M/00066113	Executive	09-10-1952	27-01-1989	01-04-2019	-	-	5	0	4	0
Mr.	Shantanu Agarwal	AFUPA7375M/02314304	Non-Executive	16-01-1986	22-04-2014	-	-	-	2	0	2	0
Dr.	Kamal Gupta	AAHPG1101F/00038490	Independent-Non-Executive	12-02-1946	26-09-2014	26-09-2019	-	60	3	3	9	4
Mr.	Dharmendar Nath Davar	AAAPD0015E/00002008	Independent-Non-Executive	08-08-1934	26-09-2014	-	24-07-2019	58	0	0	0	0
Mr.	Pritya Shankar Dasgupta	ADWPD2072J/00012552	Independent-Non-Executive	30-06-1955	26-09-2014	26-09-2019	-	60	6	6	7	2
Mrs.	Archana Kapoor	ABSPC4053C/01204170	Independent-Non-Executive	17-09-1958	06-11-2015	-	-	47	6	6	3	1

\$-PAN number of any Director would not be displayed on the website of Stock Exchange

&- Category of Directors means executive/non-executive/Independent/Nominee.

*- 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 appointed as Director on 27.01.1989 and was reappointed as a Managing Director by the Board for the period of three year w.e.f. 01.04.2019. Membership and Chairmanship of all public companies are considered weather listed or not listed. Chairmanship include Membership



II. Composition of Committees

Name of Committee	Name of Committee members	DIN	Category 1 of the Director	Category 2 of the Director	Date of Appointment	Date of Cessation
1. Audit Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	18-03-1997	
	Mr. Dharmendar Nath Davar	00002008	Independent- Non-Executive	Member	29-10-2004	24-07-2019
	Mr. Priya Shankar Dasgupta	00012552	Independent- Non-Executive	Member	20-10-2003	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
Whether Permanent Chairperson appointed - Yes						
2. Nomination & Remuneration Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	27-10-2005	
	Mr. Dharmendar Nath Davar	00002008	Independent- Non-Executive	Member	27-10-2005	24-07-2019
	Mr. Priya Shankar Dasgupta	00012552	Independent- Non-Executive	Member	27-10-2005	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
Whether Permanent Chairperson appointed - Yes						
3. Risk Management Committee(if applicable)						
N.A.						
4. Stakeholders Relationship Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive	Chairperson	05-05-2001	
	Mr. Dharmendar Nath Davar	00002008	Independent- Non-Executive	Member	25-04-2006	24-07-2019
	Mr. Shekhar Agarwal	00012552	Executive	Member	05-05-2001	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	19-01-2018	
Whether Permanent Chairperson appointed - Yes						
5. Corporate Social Responsibility Committee	Mr. Priya Shankar Dasgupta	00012552	Chairman-Independent-Non-Executive	Chairperson	22-04-2014	
	Mr. Shekhar Agarwal	00066113	Executive	Member	22-04-2014	
	Mr. Shantanu Agarwal	02314304	Non-Executive	Member	22-04-2014	
	Dr. Kamal Gupta	00038490	Independent- Non-Executive	Member	10-05-2016	
Whether Permanent Chairperson appointed - Yes						

\$. Category of Directors means Executive/Non-Executive/Independent/Nominee.

III. Meeting of Board of Directors		Whether requirement of Quorum met (details)	Number of Directors present	No of Independent Director attending the meeting	Maximum gap between any two consecutive (in number of days)
Date(s) of Meeting (if any) in the previous quarter		YES	7	4	
7th May, 2019		YES	5	2	58
	8th August, 2019	YES	6	3	33



IV. Meeting of Committees

Name of the Committee	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	No of Independent Director attending the meeting	Maximum gap between any two consecutive (in number of days)
Audit Committee	7th May, 2019	5th July 2019	YES	4	3	
Stakeholders' Relationship Committee	7th May, 2019	8th August, 2019	YES	3	2	58
			YES	3	2	33
			YES	4	2	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional						

V. Related Party Transactions

Whether prior approval of audit committee obtained	Subject	Compliance status (Yes/No/NA)refer note below
Whether shareholder approval obtained for material RPT		YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A.
VI. Affirmations		YES

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
 - b. Nomination & Remuneration Committee.-YES
 - c. Stakeholders Relationship Committee-YES
 - d. Risk Management Committee (applicable to the top 100 listed entities)-N.A.
3. 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
4. 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
- 5-a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.-YES
- 5-b. Any comments/observations/advice of Board of Directors may be mentioned here: There were no comments / observation/ advice on the said report by the Board of Directors.

For MARAL OVERSEAS LIMITED

 VIRENDRA KUMAR GARG
 COMPANY SECRETARY AND COMPLIANCE OFFICER
 FCS-7321



ANNEXURE II

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirmations	Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
	<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	YES
	<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	NO*
	<i>Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting</i>	19(3)	NO**
	<i>Presence of Chairperson of the Stakeholders Relationship Committee at the Annual General Meeting</i>	20 (3)	NO***
	<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	YES
	Note		
	1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		
	2 If status is "No" details of non-compliance may be given here.		
	3 If the Listed Entity would like to provide any other information the same may be indicated here.		
	* Chairperson of the Audit Committee has authorised to Shri Shantanu Agarwal, Member of Audit Committee to Attend the meeting on their behalf.		
	** Chairperson of the Nomination and Remuneration Committee has authorised to Shri Shantanu Agarwal, Member of Nomination and Remuneration Committee to attend the meeting on their behalf.		
	***Chairperson of the Stakeholders Relationship Committee has authorised to Shri Shantanu Agarwal, Member of Stakeholders Relationship Committee to attend the meeting on their behalf.		
	<p align="center"> VIRENDRA KUMAR GARG COMPANY SECRETARY AND COMPLIANCE OFFICER FCS-7321 </p> 		