

1. Name of Listed Entity : **MARAL OVERSEAS LIMITED**
 2. Quarter ending : **31st March, 2018**

Title (Mr./Ms.)	Name of the Director	PAN & DIN \$	Category (Chairperson/Executive/ Non- Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessati on	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	Ravi Jhunjhunwala	AAGPJ0739D/00060972	Chairperson-Non-Executive	27.11.1996	--	6	5	0
Mr.	Shekhar Agarwal	AAEPA6590M/00066113	Executive	01.04.2016^	--	5	4	0
Mr.	Shantanu Agarwal	AFUPA7375M/02314304	Non-Executive	22.04.2014	--	2	2	0
Dr.	Kamal Gupta	AAHPG1101F/00038490	Independent-Non-Executive	26.09.2014	5 Years	4	10	5
Mr.	D. N. Davar	AAAPD0015E/00002008	Independent-Non-Executive	26.09.2014	5 Years	6	9	4
Mr.	P. S. Dasgupta	ADWPD2072J/00012552	Independent-Non-Executive	26.09.2014	5 Years	6	7	2
Mrs.	Archana Kapoor	ABSPC4053C/01204170	Independent-Non-Executive	06.11.2015	5 Years	7	2	0

\$-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.

^- Appointed as director on 27.01.1989 and current tenure as Managing Director commenced w.e.f. 01.04.2016.

II. Composition of Committees

Name of Committee	Name of Committee members	DIN	Category (Chairperson/Executive/ Non- Executive/independent/Nominee) \$
1. Audit Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive
	Mr. D.N. Davar	00002008	Independent- Non-Executive
	Mr. P.S. Dasgupta	00012552	Independent- Non-Executive
	Mr. Shantanu Agarwal *	02314304	Non-Executive
2. Nomination & Remuneration Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive
	Mr. D.N. Davar	00002008	Independent- Non-Executive
	Mr. P.S. Dasgupta	00012552	Independent- Non-Executive
	Mr. Shantanu Agarwal *	02314304	Non-Executive
3. Risk Management Committee(if applicable)	N.A		N.A
4. Stakeholders Relationship Committee	Dr. Kamal Gupta	00038490	Chairman-Independent-Non-Executive
	Mr. D.N. Davar	00002008	Independent- Non-Executive
	Mr. Shekhar Agarwal	00012552	Executive
	Mr. Shantanu Agarwal *	02314304	Non-Executive
5. Corporate Social Responsibility Committee	Mr. P.S. Dasgupta	00012552	Chairman-Independent-Non-Executive
	Mr. Shekhar Agarwal	00066113	Executive
	Mr. Shantanu Agarwal	02314304	Non-Executive
	Dr. Kamal Gupta	00038490	Independent- Non-Executive

* During the year Shri Shantanu Agarwal Director of the Company was nominated as a member of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship committee by the Board of Director in thier meeting held on 19th January, 2018.

\$ Category of directors means executive/non-executive/independent/Nominee.



III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		Maximum gap between any two consecutive (in number of days)
1st November, 2017	19th January, 2018		78 days
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	YES	1st November, 2017	78 days
19th January, 2018	2 out of 3		
Stakeholders' Relationship Committee	YES	1st November, 2017	78 days
19th January, 2018	3 out of 3		
* 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			
Subject		Compliance status (Yes/No/NA)refer note below	
Whether prior approval of audit committee obtained		YES	
Whether shareholder approval obtained for material RPT		N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		YES	
VI. Affirmations			
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.			

For MARAL OVERSEAS LIMITED



VIRENDRA KUMAR GARG
COMPANY SECRETARY
FCS-7321

ANNEXURE II

Format 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

Item	Compliance status <small>(Yes/No/NA) refer note below</small>
Details of business	YES
Terms and conditions of appointment of independent directors	YES
Composition of various committees of board of directors	YES
Code of conduct of board of directors and senior management personnel	YES
Details of establishment of vigil mechanism/ Whistle Blower policy	YES
Criteria of making payments to non-executive directors	YES
Policy on dealing with related party transactions	YES
Policy for determining 'material' subsidiaries	YES
Details of familiarization programmes imparted to independent directors	YES
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES
email address for grievance redressal and other relevant details	YES
Financial results	YES
Shareholding pattern	YES
Details of agreements entered into with the media companies and/or their associates	N.A.
New name and the old name of the listed entity	N.A.

II Annual Affirmations

Particulars	Regulation Number	Compliance status <small>(Yes/No/NA) refer note below</small>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or</i>	16(1)(b) & 25(6)	YES
<i>Board composition</i>	17(1)	YES
<i>Meeting of Board of directors</i>	17(2)	YES
<i>Review of Compliance Reports</i>	17(3)	YES
<i>Plans for orderly succession for appointments</i>	17(4)	YES
<i>Code of Conduct</i>	17(5)	YES
<i>Fees/compensation</i>	17(6)	YES
<i>Minimum Information</i>	17(7)	YES
<i>Compliance Certificate</i>	17(8)	YES
<i>Risk Assessment & Management</i>	17(9)	YES
<i>Performance Evaluation of Independent Directors</i>	17(10)	YES
<i>Composition of Audit Committee</i>	18(1)	YES
<i>Meeting of Audit Committee</i>	18(2)	YES
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	YES
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	YES
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	N.A.
<i>Vigil Mechanism</i>	22	YES
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	YES
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	YES
<i>Approval for material related party transactions</i>	23(4)	N.A.
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	N.A.
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	N.A.
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	YES
<i>Meeting of independent directors</i>	25(3) & (4)	YES
<i>Familiarization of independent directors</i>	25(7)	YES
<i>Memberships in Committees</i>	26(1)	YES
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	YES
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	YES
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	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.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.-N.A.


VIRENDRA KUMAR GARG
 COMPANY SECRETARY
 FCS-7321

