



PROUD TO BE INDIAN
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THROUGH COURIER

MOL/
January 15, 2016

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street,
MUMBAI - 400 001.

Sub: Quarterly Compliance Report on Corporate Governance

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith quarterly Compliance Report on Corporate Governance for the quarter ended the 31st December, 2015.

Thanking you,

Yours faithfully,
For **MARAL OVERSEAS LIMITED**

SWETA GARG
COMPANY SECRETARY
ACS-27175
Address: B-64, Sector 27,
Noida – 201 301

Encl.: As above

Maral Overseas Limited

Corporate Office :
Bhilwara Towers, A-12, Sector-1
Noida - 201 301 (NCR-Delhi), India
Tel. : +91-120-4390300 (EPABX)
Fax : +91-120-4277841, 4277842
Website: www.maraloverseas.com

Regd. Office & Works :
Maral Sarovar, V. & P. O. Khalbujurg
Tehsil Khasrawad, Distt. Khargone - 451 660, (M.P.)
Phones : +91-7285-265401-265405
Fax : +91-7285-265406
Website: www.lnjbhilwara.com

Corporate Identification No.: L17124MP1989PLC008255



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1. Name of Listed Entity : Maral Overseas Limited
2. Quarter ending : 31st December, 2015

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PANs & DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term/cessation	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	4	-	
Mr.	Shekhar Agarwal	AAEPA6590M/ 00066113/	Executive	01.04.2013	-	5	4	-	
Mr.	Shantanu Agarwal	AFUPA7375M/ 02314304	Non-Executive	22.04.2014	-	1	-	-	
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	10	4	
Mr.	P. S. Dasgupta	ADWPD2072J/ 00012552	Independent - Non Executive	26.09.2014	5 years	7	7	2	
Ms.	Archana Capoor	ABSPC4053C/ 01204170	Independent - Non Executive	06.11.2015 (Additional Director)@	0	4	1	-	





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SPAN number of any director would not be displayed on the website of Stock Exchange
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen
* to be filled only for Independent Director. 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 i.e. up to the date of current appointment.
@ Subject to approval at the ensuing Annual General Meeting.
#Includes Committee Chairmanship.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Dr. Kamal Gupta Mr. D. N. Davar Mr. P. S. Dasgupta	Chairperson – Independent- Non-Executive Independent -Non-Executive Independent -Non-Executive
2. Nomination & Remuneration Committee	Dr. Kamal Gupta Mr. D. N. Davar Mr. P. S. Dasgupta N.A.	Chairperson – Independent- Non-Executive Independent -Non-Executive Independent -Non-Executive N.A.
4. Stakeholders Relationship Committee*	Dr. Kamal Gupta Mr. D. N. Davar Mr. Shekhar Agarwal	Chairperson – Independent- Non-Executive Independent -Non-Executive Executive

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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)
21 st July, 2015	6 th November, 2015	108 days





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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 6 th November, 2015	Yes- All Members were Present	21 st July, 2015	108 days	
Stakeholders' Relationship Committee 6 th November, 2015	Yes- All Members were Present	21 st July, 2015	108 days	
Nomination & Remuneration Committee 6 th November, 2015	Yes- All Members were Present	21 st July, 2015	108 days	

* 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes





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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.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For MARAL OVERSEAS LIMITED

SWETA GARG
COMPANY SECRETARY
ACS-27175

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.