



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

MOL/
August 26th, 2022

BSE Limited, Corporate Relationship Department, 1 st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai-400001 Scipe code : 521018	National Stock Exchange of India Limited, Listing Department, Exchange Plaza, C-1, Block -G, Bandra -Kurla Complex, Bandra (East), Mumbai-400051 Scrip code : MARAL OVER
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Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the voting results along with the Scrutinizer's Report of the 33rd Annual General Meeting of the Company attached as Annexures.

We would like to inform you that all the Resolutions set out in the Notice were passed with requisite majority by the shareholders.

You are requested to please take the same on record.

Thanking you,

Yours faithfully,

For Maral Overseas Limited


Virendra Kumar Garg
Company Secretary
FCS-7321
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
Website: www.maraloverseas.com
GSTIN: 09AACCM0230B1Z8

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
GSTIN: 23AACCM0230B1ZI

Corporate Identification No: L17124MP1989PLC008255

Compliance Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – 33rd Annual General Meeting of Equity Shareholders of Maral Overseas Limited held through Video Conferencing

Date of the AGM	25th August, 2022
Total number of shareholders on record date	16876
Cut-off date for e-voting.	18th August, 2022
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Nil
Public:	Nil
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	11

Agenda-wise

Item No.1	To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2022 and the Report of Directors and Auditors thereon.							
Resolution require: (Ordinary/Special)					Ordinary			
Whether promoter/promoters group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Public - Institutionals Holders	Remote E-Voting	66868	59428	88.8736	59428	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	66868	59428	88.8736	59428	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	10332303	217740	2.1074	217540	200	99.9081	0.0919
	E-Voting at AGM		11	0.0001	11	0	100.0000	0.0000
	Total	10332303	217751	2.1075	217551	200	99.9081	0.0919
	Grand Total	41508000	31381808	75.6042	31381608	200	99.9994	0.0006



Item No.2	To declare a dividend of Rs. 2/- (20%) per Equity Share of the face value of Rs. 10/- each for the financial year ended the 31st March, 2022.							
Resolution require: (Ordinary/Special)					Ordinary			
Whether promoter/promoters group are interested in the agenda/resolution?					No.			
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Public - Institutionals Holders	Remote E-Voting	66868	59428	88.8736	59428		100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	66868	59428	88.8736	59428	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	10332303	217740	2.1074	214740	3000	98.6222	1.3778
	E-Voting at AGM		11	0.0001	11	0	100.0000	0.0000
	Total	10332303	217751	2.1075	214751	3000	98.6223	1.3777
	Grand Total	41508000	31381808	75.6042	31378808	3000	99.9904	0.0096



Item No.3	To appoint a Director in place of Shri Ravi Jhunjhunwala (DIN: 00060972) who retires by rotation and being eligible, offers himself for re-appointment.							
Resolution require: (Ordinary/Special)					Ordinary			
Whether promoter/promoters group are interested in the agenda/resolution?					No.			
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	66868	59428	88.8736	0	59428	0.0000	100.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	66868	59428	88.8736	0	59428	0.0000	100.0000
Public- Non Institutions	Remote E-Voting	10332303	217740	2.1074	214640	3100	98.5763	1.4237
	E-Voting at AGM		11	0.0001	11	0	100.0000	0.0000
	Total	10332303	217751	2.1075	214651	3100	98.5764	1.4236
	Grand Total	41508000	31381808	75.6042	31319280	62528	99.8008	0.1992



Item No.4	To re-appoint M/s. S. S. Kothari Mehta & Co. Chartered Accountants (Firm Registration No.000756N) as the Statutory Auditors of the Company and fix their remuneration.							
Resolution require: (Ordinary/Special)						Ordinary		
Whether promoter/promoters group are interested in the agenda/resolution?						No.		
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Public - Institutionals Holders	Remote E-Voting	66868	59428	88.8736	59428	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	66868	59428	88.8736	59428	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	10332303	217740	2.1074	214540	3200	98.5304	1.4696
	E-Voting at AGM		11	0.0001	11	0	100.0000	0.0000
	Total	10332303	217751	2.1075	214551	3200	98.5304	1.4696
	Grand Total	41508000	31381808	75.6042	31378608	3200	99.9898	0.0102



Item No.5	Ratification of remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg. No. 000017) Cost Auditors of the Company for the financial year ending 31st March, 2023.							
Resolution require: (Ordinary/Special)						Ordinary		
Whether promoter/promoters group are interested in the agenda/resolution?						No.		
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	Remote E-Voting	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	31108829	31104629	99.9865	31104629	0	100.0000	0.0000
Public - Institutional Holders	Remote E-Voting	66868	59428	88.8736	59428	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	Total	66868	59428	88.8736	59428	0	100.0000	0.0000
Public- Non Institutions	Remote E-Voting	10332303	217740	2.1074	214540	3200	98.5304	1.4696
	E-Voting at AGM		11	0.0001	11	0	100.0000	0.0000
	Total	10332303	217751	2.1075	214551	3200	98.5304	1.4696
	Grand Total	41508000	31381808	75.6042	31378608	3200	99.9898	0.0102

For Maral Overseas Limited

Virendra Kumar Gang
Company Secretary
M. No. FCS-7321
maral.investor@lnjbhilwara.com





PRANAV KUMAR & ASSOCIATES

COMPANY SECRETARIES

Mobile : +91-9716050088, +91-9810793994,

E-mail : services@pkacs.in • www.pkacs.in

REPORT OF SCRUTINIZER

To,
The Chairman of
33rd Annual General Meeting of
Maral Overseas Limited,
Maral Sarovar, V& P.O., Khalbujurg,
Tehsil Kasrawad District Khargone- 451660
Madhya Pradesh, India

Dear Sir,

Ref: 33rd Annual General Meeting of Maral Overseas Limited

Consolidated Scrutinizer's Report on remote e-voting carried out during Monday, August 22, 2022 (9:00 A.M.) to Wednesday, August 24, 2022 (5:00 P.M.) and E-Voting at the 33rd Annual General Meeting held through Video Conferencing ("VC") or / Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Pranav Kumar, Partner of Pranav Kumar & Associates, Company Secretaries have been appointed as the Scrutinizer by the Board of Directors of Maral Overseas Limited (hereinafter referred to as "**the Company**") for the purpose of scrutinizing the process of voting through electronic means (remote e-voting) held between 9:00 a.m. on Monday, August 22, 2022 to 5:00 p.m. on Wednesday, August 24, 2022 as well as for E-voting at the Annual General Meeting for resolutions contained in the notice dated July 21, 2022 ("**Notice**") of the 33rd Annual General Meeting ("**AGM**") of **Maral Overseas Limited** held on Thursday, August 25, 2022 at 02:00 P.M. through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") without physical presence of the members at the AGM Venue in compliance with MCA Circular No. 02/2022 dated May 05, 2022, read with Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January, 13, 2021, Circular No. 21/2021 dated December 14, 2021 Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and in accordance with the SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, read with circulars SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as 'MCA & SEBI Circulars').

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules made thereunder read with MCA Circulars, SS-2 and regulations contained in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means on the resolution contained in the Notice of the AGM.

HEAD OFFICE : 3F CS 70, Third Floor, Ansal Plaza, Sector-1, Vaishali, Ghaziabad - 201010 (U.P.), Ph. No. : 8877939883, 8051548350

BRANCH OFFICE : Kunti Sadan, Mahatma Buddh Path, Road No.14, Keshri, Near Chhatrapati Maharaj, Patna (Bihar)-800024



Ph. No. : 8877939883, 8051548350



The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system. As the Scrutinizer, I have to scrutinize:

- i. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- ii. process of e-voting during the AGM through electronic voting system ("e-voting")

Pursuant to aforesaid MCA & SEBI Circulars an advertisement was published in Business Standard (English) and Nav Bharat (Hindi), having electronic editions on July 30, 2022 respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

As mentioned in the notice, the deemed venue of the AGM shall be the Registered Office of the Company at Maral Sarovar, V. & P. O. Khalbujurg, Tehsil Kasrawad, District Khargone, Madhya Pradesh-451660.

As confirmed by the Company, the Notice dated July 21, 2022 convening Annual General Meeting (AGM) containing the statement setting out material facts under Section 102 of the Act along with the Annual report of the Company for the Financial year 2021-22 was sent in electronic form only to those members whose email addresses are registered with the Company /depositories. The Notice calling the 33rd AGM of the Company and Annual Report for the year 2021-22 had been uploaded on the website of the Company at www.maraloverseas.com and also intimated to respective stock exchanges on BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Notice of AGM and Annual Report of the Company was also hosted on the website of NSDL at www.evoting.nsdl.com.

Since the AGM was held pursuant to the MCA & SEBI Circulars through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of above-mentioned MCA & SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice to 33rd Annual General Meeting of the members of the company.

My responsibility as a scrutinizer for the e-voting process and voting at Annual General Meeting is restricted to make a Scrutinizer's Report of the votes casts "in favor" or "against" the resolutions based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) the authorized agency to provide e-voting facilities, engaged by the Company for providing remote e-voting facilities and e-voting at the AGM through VC/OAVM.



Further, I submit my report as under:

1. The Shareholders of the Company holding shares as on the "cut- off" date i.e. August 18, 2022, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 5 in the Notice of the AGM of Maral Overseas Limited by remote e-voting and e-voting at AGM through VC/OAVM.
2. At the AGM, the Chairperson announced that the facility for e-voting is available to facilitate the Members attending the Meeting through VC/OAVM and who did not participate in the remote e-voting to cast their votes.
3. Members who had exercised their vote through remote e-voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.
4. The voting period for remote e-voting commenced at 9:00 a.m. on Monday, August 22, 2022 and ended at 5:00 p.m. on Wednesday, August 24, 2022 and E-voting at the AGM dated on August 25, 2022 and the National Securities Depository Limited (NSDL) remote e-voting platform was blocked thereafter.
5. After conclusion of AGM, the results of the remote e-voting and e-voting facility were then unblocked on the NSDL e-voting platform, and the results were downloaded.
6. The consolidated results of the remote e- voting and e-voting at the AGM on each resolution, based on the reports generated by NSDL are as under:

ORDINARY BUSINESS

ITEM NO.1: ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2022 and the Report of Directors and Auditors thereon:

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	94	3,13,81,597	99.9994
E-Voting at AGM	1	11	0.0000
Total	95	3,13,81,608	99.9994

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	1	200	0.0006




E-Voting at AGM	0	0	0
Total	1	200	0.0006

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

ITEM NO.2: ORDINARY RESOLUTION

To declare a dividend of Rs. 2/- (20%) per Equity Share of the face value of Rs. 10/- each for the financial year ended 31st March, 2022.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	93	3,13,78,797	99.9904
E-Voting at AGM	1	11	0.00000
Total	94	3,13,78,808	99.9904

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	2	3,000	0.0096
E-Voting at AGM	0	0	0
Total	2	3,000	0.0096

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
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Remote e-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

ITEM NO.3: ORDINARY RESOLUTION:

To appoint a Director in place of Shri Ravi Jhunjhunwala (DIN: 00060972) who retires by rotation and being eligible, offers himself for re-appointment.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	91	3,13,19,269	99.8008
E-Voting at AGM	1	11	0.0000
Total	92	3,13,19,280	99.8008

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	62,528	0.1992
E-Voting at AGM	0	0	0
Total	4	62,528	0.1992

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

ITEM NO.4: ORDINARY RESOLUTION:

To re-appoint M/s. S. S. Kothari Mehta & Company, Chartered Accountants (Firm Registration No. 000756N) as Statutory Auditors of the Company and fix their remuneration




i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	91	3,13,78,597	99.9898
E-Voting at AGM	1	11	0.0000
Total	92	3,13,78,608	99.9898

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	3,200	0.0102
E-Voting at AGM	0	0	0
Total	4	3,200	0.0102

iii. Invalid Votes:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

SPECIAL BUSINESS

ITEM NO.5: ORDINARY RESOLUTION:

Ratification of remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg. No. 000017) Cost Auditors of the Company for the financial year ending 31st March, 2023.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	91	3,13,78,597	99.9898
E-Voting at AGM	1	11	0.0000
Total	92	3,13,78,608	99.9898




ii. **Voted against the resolution:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	4	3,200	0.0102
E-Voting at AGM	0	0	0
Total	4	3,200	0.0102

iii. **Invalid Votes:**

Mode of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of votes cast
Remote e-voting	0	0	0
E-Voting at AGM	0	0	0
Total	0	0	0

7. You may accordingly declare the combined result of the Remote e-Voting and e-Voting during AGM.
8. The electronic data and e-voting registers including other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping

Thanking you,

Yours faithfully,

For Pranav Kumar & Associates

Company Secretaries

ICSI unique code-P2005BI010400

Firm Peer Review No. -1035/2020


(Pranav Kumar)
Partner

FCS-5013 : COP-3429



Date: 26/08/2022

Place: Dehradun

UDIN: F005013D000852343

For Maral Overseas Limited


Chairman & Managing Director