



PROUD TO BE INDIAN
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MOL/

September 23, 2017

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, C-1, Block - G,
Bandra-Kurla Complex,
Bandra (East),
MUMBAI - 400 051.

Re: Results declared under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the 28th Annual General Meeting of Equity Shareholders of Maral Overseas Limited along with Consolidated Scrutinizer Report

Dear Sir,

Please find enclosed herewith the results of the 28th Annual General Meeting of Equity Shareholders of the Company held on Friday, the 22nd September, 2017 at Maral Sarovar, V & P.O. Khalbujurg, Tehsil, Kasrawad, Distt Khargone-451660 Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Scrutinizer Report.

Thanking you,

Yours faithfully,

ATUL KUMAR JAIN
CHIEF FINANCIAL OFFICER

Encl : A/a.

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

a.	Date of the AGM.	22nd September, 2017
b.	Total number of Shareholders on record date. Cut-off date for e-voting.	16,413 15th September, 2017
c.	Number of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group - Public	15 37
d.	Number of Shareholders attended the meeting through Video Conferencing: - Promoters and Promoter Group - Public	Not applicable

Agenda-wise

Item No.1 To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2017 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 polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total	31108829	31104629	99.99	31104629	0	100	0.00
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total	8000	0	0.00	0	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	11514	0.11	11514	0	100	0.00
	Poll		84752	0.82	84752	0	100	0.00
	Total	10391171	96266	0.93	96266	0	100	0.00
TOTAL		41508000	31200895	75.17	31200895	0	100	0.00

Item No.2 To appoint a Director in place of Shri Shantanu Agarwal (DIN: 02314304) 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?						YES		
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	0	0.00	0	0	0.00	#DIV/0!
	Poll		0	0.00	0	0	0.00	0.00
	Total	31108829	0	0.00	0	0	0.00	#DIV/0!
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	8000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	9914	0.10	8914	1000	89.91	10.09
	Poll		84752	0.82	84752	0	100.00	0.00
	Total	10391171	94666	0.91	93666	1000	98.94	1.06
TOTAL		41508000	94666	0.23	93666	1000	98.94	1.06

Signature



Item No.3		Appointment of M/s S.S. Kothari Mehta & Co, Chartered Accountants (Firm registration No. 000756N) as the Joint Statutory Auditors of the Company and to 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 polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100.00	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	99.99	31104629	0	100.00	0.00
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0.00	0	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	9914	0.10	9914	0	100.00	0.00
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	0.91	94666	0	100.00	0.00
TOTAL		41508000	31199295	75.16	31199295	0	100.00	0.00

Item No. 4		Appointment of M/s. P. K. Deora & Co., Chartered Accountants (Firm registration No 004167N) as the Joint Statutory Auditors of the Company and to 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 polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100.00	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	99.99	31104629	0	100.00	0.00
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0.00	0	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	9914	0.10	9914	0	100.00	0.00
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	0.91	94666	0	100.00	0.00
TOTAL		41508000	31199295	75.16	31199295	0	100.00	0.00

Item No.5		Adoption of new set of Articles of Association of the Company						
Resolution require: (Ordinary/Special)					Special			
Whether promoter/promoters group are interested in the agenda/resolution?					YES			
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100.00	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	99.99	31104629	0	100.00	0.00
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0.00	0	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	11514	0.11	11514	0	100.00	0.00
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	0.93	96266	0	100.00	0.00
TOTAL		41508000	31200895	75.17	31200895	0	100.00	0.0000

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Item No.6 Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charge(s) in addition to the existing mortgage(s), charge(s) and hypothecation(s) created on the assets of the Company in favour of: State Bank of India in connection with Term Loan of Rs. 28.44 crore to part finance essential capital expenditure (capex) at Sarovar unit.								
Resolution require: (Ordinary/Special)					Special			
Whether promoter/promoters group are interested in the agenda/resolution?						No.		
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	31104629	99.99	31104629	0	100
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	11514	0.11	7914	3600	68.73	31.27
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	96266	0.93	92666	3600	96.26
TOTAL		41508000	31200895	75.17	31197295	3600	99.99	0.01

Item No.7 Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charges on such terms and conditions as may be decided by the Board up to an aggregate amount of Rs.500 crore								
Resolution require: (Ordinary/Special)					Special			
Whether promoter/promoters group are interested in the agenda/resolution?						No.		
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	31104629	99.99	31104629	0	100
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	11514	0.11	11514	0	100.00	0.00
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	96266	0.93	96266	0	100.00
TOTAL		41508000	31200895	75.17	31200895	0	100.00	0.00

Item No.8 Approval of the remuneration payable to M/s.K. G. Goyal & Co. (Firm Reg No. 000017) Cost Auditor of the Company for the financial year ending 31st March, 2018.								
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 polled	% of votes Polled on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes polled	% of votes against on votes polled
		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoters and Promoter Group	E-Voting (remote e-voting)	31108829	11341879	36.46	11341879	0	100	0.00
	Poll		19762750	63.53	19762750	0	0	0.00
	Total		31108829	31104629	99.99	31104629	0	100
Public - Institutional Holders	E-Voting (remote e-voting)	8000	0	0.00	0	0	0	0.00
	Poll		0	0.00	0	0	0	0.00
	Total		8000	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting (remote e-voting)	10391171	11514	0.11	11514	0	100.00	0.00
	Poll		84752	0.82	84752	0	100.00	0.00
	Total		10391171	96266	0.93	96266	0	100.00
TOTAL		41508000	31200895	75.17	31200895	0	100.00	0.00

Consolidated Scrutinizer's Report

(Pursuant to the section 108 and 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014)

To,

The Chairman of
28th Annual General Meeting of
Maral Overseas Limited

Sub. : Consolidated Report of the Scrutinizer on Remote E-voting carried out during Tuesday, 19th September, 2017 (9:00 A.M.) to Thursday, 21st September, 2017 (5:00 P.M.) and voting through poll conducted at 28th Annual General Meeting of Maral Overseas Limited held on Friday, 22nd September, 2017 at 11.00 A.M. at Maral Sarovar, V&P.o. Khalbujurg, Tehsil Kasrawad, Distt. Khargone Madhya Pradesh 451660

Dear Sir,

I, D.P Gupta, Practising Company Secretary (Membership No. FCS 2411) was appointed as Scrutinizer by the Board of Directors of Maral Overseas Limited ("the Company") for the purpose of:

- (i) Scrutinizing the voting through remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules") as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (ii) Scrutinizing the voting through poll in the fair and transparent manner under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 28th Annual General Meeting ("AGM") of the Members of the Company, held on 22nd September, 2017 at **Maral Sarovar, V&P.o. Khalbujurg, Tehsil Kasrawad, Distt. Khargone Madhya Pradesh 451660 at 11.00 A.M.**, and submit our report as under:



1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by poll on the resolutions contained in the Notice to the 28th AGM of the Members of the Company.
2. Our responsibility as a Scrutinizer for the remote e-voting process and for voting through poll at the AGM is restricted to make a Scrutinizer's report of the votes cast in "Favour" or "Against" the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company and MCS SHARE TRANSFER AGENT LIMITED ("The RTA"), to provide voting through poll conducted at the 28th AGM.
3. Further for the above, I submit our report as under:
 - (a) In accordance with the notice of the 28th AGM sent to the Members, the remote e-voting period commenced on Tuesday, 19th September, 2017 at 9:00 A.M. upto Thursday, 21st September, 2017 at 05:00 P.M. and was disabled for voting thereafter.
 - (b) The Members of the Company holding shares as on the "cut-off date" i.e. Friday, 15th September, 2017 were entitled to vote on the resolutions as contained in the Notice of the 28th Annual General Meeting.
 - (c) At the venue of the AGM, the facility to vote through polling papers had been provided to those members who were present in the AGM and have not exercised the option of remote e-voting.
 - (d) Empty ballot box was kept for polling and was locked in our presence with due identification marks placed by us.
 - (e) The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
 - (f) After counting the votes cast by the Members and proxy holders present at the 28th AGM, through polling paper, the votes cast through remote e-voting were unblocked on 22nd September, 2017 at 11.58 A.M.
4. I have issued separate scrutinizer's reports dated 22nd September, 2017 on the remote e-voting, voting by poll and this combined report (Remote e-voting and voting by Poll) on the resolutions as contained in the Notice of the AGM.
5. Thereafter, as per Rule 20 of the Rules, we submit herewith Consolidated Scrutinizers' Report on the results of remote e-voting together with that of voting



by Poll, stating total votes cast, valid votes, invalid votes, votes in favour of the Resolutions (No. & %) and votes cast against the Resolutions (No. & %) as under:-

A. Resolution 1:- To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2017 and the Report of Directors and Auditors thereon. (Ordinary Resolution)

Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	27	11353393	36.39
Voting by ballot	40	19847502	63.61
Total	67	31200895	100

Voted **against** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-
Total	0	0	0

Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

B. Resolution 2:-To appoint a Director in place of Sh. Shantanu Agarwal (DIN Number 02314304, who retires by rotation and being eligible offers himself for re-appointment (Ordinary Resolution)

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	8914	9.42
Voting by ballot	37	84752	89.53
Total	50	93666	98.95



Voted **against** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1000	1.05
Voting by ballot	0	0	-
Total	1	1000	1.05

(ii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Note: votes abstained: Total Ballot papers-3, Votes – 19762750 IN POLL AT AGM.

C. Resolution 3:- Appointment of M/s S.S. Kothari Mehta & Co, Chartered Accountants (Firm registration No. 000756N) as the Joint Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	11351793	36.38
Voting by ballot	40	19847502	63.62
Total	66	31199295	100

(ii) Voted **against** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-
Total	0	0	-

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



D.Resolution 4:- Appointment of M/s. P. K. Deora & Co., Chartered Accountants (Firm registration No 004167N) as the Joint Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

(iv) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	11351793	36.38
Voting by ballot	40	19847502	63.62
Total	66	31199295	100

(v) Voted against of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-
Total	0	0	-

(vi) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

E) Resolution 5:- Adoption of new set of Articles of Association of the Company (Special Resolution)

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	27	11353393	36.39
Voting by ballot	40	19847502	63.61
Total	67	31200895	100

(ii) Voted against of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-



Total	0	0	-
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(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

F. Resolution 6:-

Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charge(s) in addition to the existing mortgage(s), charge(s) and hypothecation(s) created on the assets of the Company in favour of:

State Bank of India in connection with Term Loan of Rs. 28.44 crore to part finance essential capital expenditure (capex) at Sarovar unit (Special Resolution)

(i) **Voted in favour of the resolution:**

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	11349793	36.38
Voting by ballot	40	19847502	63.61
Total	66	31197295	99.99

(ii) **Voted against of the resolution:**

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	3600	0.01
Voting by ballot	0	0	-
Total	1	3600	0.01

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

G. Resolution 7:- Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charges on such terms and conditions as may be decided by the Board up to an aggregate amount of Rs.500 crore. (Special Resolution)

(i) **Voted in favour of the resolution:**



Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	27	11353393	36.39
Voting by ballot	40	19847502	63.61
Total	67	31200895	100

(ii) Voted **against** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-
Total	0	0	-

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

H. Resolution 8:- Approval of the remuneration payable to M/s.K. G. Goyal & Co. (Firm Reg No. 000017) Cost Auditor of the Company for the financial year ending 31st March, 2018 (Ordinary Resolution)

(i) Voted **in favour** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	27	11353393	36.39
Voting by ballot	40	19847502	63.61
Total	67	31200895	100

(ii) Voted **against** of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	-
Voting by ballot	0	0	-
Total	0	0	-

(iii) **Invalid** votes :



Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

6. The report has been issued at the request of the Company for submission to the Stock Exchanges, to be placed on the website of the Company and website of the RTA. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.
7. The relevant records relating to the poll including remote e-voting shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the 28th AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully

D.P Gupta
(Scrutinizer)
C.P. No.1509
Membership No. FCS 2411



SURENDER KUMAR GUPTA
(Scrutinizer)
(DPID/Client ID No.IN300095/10478257)

Date: 22nd September, 2017

Countersigned by the Chairman of the meeting

(PRATAP SINGH PURI)
[Chairman of the Meeting]



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DECLARATION OF VOTING RESULTS OF THE REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS AT THE 28TH ANNUAL GENERAL MEETING OF MARAL OVERSEAS LIMITED. ("THE COMPANY") HELD ON FRIDAY, SEPTEMBER 22, 2017 AT 11.00 A.M AT MARAL SAROVAR, V. & P.O. KHALBUJURG, TEHSIL KASRAWAD, DISTT. KHARGONE-451660, MADHYA PRADESH.

The 28th Annual General Meeting ("AGM") of the Company was held on Friday, 22nd September, 2017 at 11.00 A.M at Maral Sarovar, V. & P.O. Khalbujurg, Tehsil Kasrawad, Distt. Khargone-451660, Madhya Pradesh

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing and Disclosure Requirements) Regulations, 2015 ("LODR"), the Company has provided the facility of Remote E-voting to all its Members, to enable them to cast their votes on all resolutions set forth in the Notice of AGM dated August 9, 2017 electronically. The Remote E-Voting was open for three days from Tuesday, September 19, 2017 (9.00 A.M) till Thursday, September 21, 2017 (5.00 P.M). In line with the provisions of the Companies Act, 2013 and the clarifications issued by the Ministry of Corporate Affairs, the voting at the venue of 28th AGM was conducted through Ballot Papers. The Board of Directors have appointed Mr. D.P. Gupta, Company secretary in practice (Membership No. FCS 2411) for scrutinizing the voting process through Remote E-Voting as well as Ballot Paper in a fair and transparent manner. The scrutinizer has submitted his consolidated report dated September 23RD September, 2017 on the voting (Remote E-voting and Ballot Paper) on the resolution as set out in the notice of AGM.



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



The paid up capital of the Company as on the cut off date i.e. September 15, 2017 is 41,50,80,000.00 based on the scrutinizer's report the result be declared as follows:

R es ol ut io n N o.	Particulars of the Resolution	Resoluti on requires (ordinar y/ special)	Total no. Of votes caste d	No. Of vote s in favo ur	% of vot es in fav our	No . Of vot es ag ain st	% of votes again st	No. of inva lid vote s	Resul t
1	To receive, consider and adopt the Audited Financial Statements for the financial year ended the 31st March, 2017 and the Report of Directors and Auditors thereon.	Ordinary	3120 0895	3120 0895	100	0	0	0	Pass ed with requis ite major ity
2	To appoint a Director in place of Shri Shantanu Agarwal (DIN: 02314304) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	9466 6	9366 6	98. 94	10 00	1.06	0	Pass ed with requis ite major ity
3	Appointment of M/s S.S. Kothari Mehta & Co, Chartered Accountants (Firm registration No. 000756N) as the Joint Statutory Auditors of the Company and to fix their remuneration.	Ordinary	3119 9295	3119 9295	100	0	0	0	Pass ed with requis ite major ity
4	Appointment of M/s. P. K. Deora & Co., Chartered Accountants (Firm registration No 004167N) as the Joint Statutory Auditors of the Company and to fix their remuneration.	Ordinary	3119 9295	3119 295	100	0	0	0	Pass ed with requis ite major ity

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5	Adoption of new set of Articles of Association of the Company	Special	3120 0895	3120 0895	100	0	0	0	Passed with requisite majority
6	Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charge(s) in addition to the existing mortgage(s), charge(s) and hypothecation(s) created on the assets of the Company in favour of: State Bank of India in connection with Term Loan of Rs. 28.44 crore to part finance essential capital expenditure (capex) at Sarovar unit.	Special	3120 0895	3119 7295	99.99	36 00	0.01	0	Passed with requisite majority
7	Special Resolution under Section 180(1)(a) for creation of mortgage(s) and charges on such terms and conditions as may be decided by the Board up to an aggregate amount of Rs.500 crore	Special	3120 0895	3120 0895	100	0	0	0	Passed with requisite majority
8	Approval of the remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg No. 000017) Cost Auditor of the Company for the financial year ending 31st March, 2018.	Ordinary	3120 0895	3120 0895	100	0	0	0	Passed with requisite majority

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Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of the AGM have been duly approved and passed by the shareholders with requisite majority.

Thanking You,
Yours very Truly,

For MARAL OVERSEAS LIMITED

P.S. PURI

Chairman of the 28th AGM of Maral Overseas Limited

Date: September 23, 2017

Place: Noida

Maral Overseas Limited

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