

MONTE CARLO FASHIONS LIMITED

Regd. Office : B-XXIX-106, G.T. Road, Sherpur, Ludhiana - 141003 (Pb.) India.

Tel.: 91-161-5048610, 5048620, 5048630, 5048640 Fax : 91-161-5048650

September 27, 2019

National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai-400051.	BSE Limited. Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai-400001.
Symbol: MONTECARLO	Scrip Code: 538836

**Sub: PROCEEDINGS OF ELEVENTH (11th) ANNUAL GENERAL MEETING OF MONTE CARLO FASHIONS
LIMITED HELD ON 27TH SEPTEMBER, 2019**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith Proceedings of the Eleventh (11th) Annual General Meeting of the Members of the Company held on Friday, 27th day of September, 2019 at 11.00 A.M. at the Registered Office of the Company situated at B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003.

Kindly acknowledge and take the same on your record.

Thanking you

Yours faithfully

For MONTE CARLO FASHIONS LIMITED


ANKUR GAUBA

COMPANY SECRETARY & COMPLIANCE OFFICER



MONTE CARLO FASHIONS LIMITED

Regd. Office : B-XXIX-106, G.T. Road, Sherpur, Ludhiana - 141003 (Pb.) India.

Tel.: 91-161-5048610, 5048620, 5048630, 5048640 Fax : 91-161-5048650

SUMMARY OF PROCEEDINGS OF THE ELEVENTH (11th) ANNUAL GENERAL MEETING

The Eleventh (11th) Annual General Meeting of the Members of the Company was held today, i.e. Friday, 27th September, 2019 at 11.00 A.M., at the Registered Office of the Company situated at B-XXIX-106, G.T. Road, Sherpur, Ludhiana- 141003.

DIRECTORS PRESENT:

- | | | |
|----------------------------|---|--|
| 1. Sh. Jawahar Lal Oswal | - | Chairman & Managing Director |
| 2. Sh. Sandeep Jain | - | Executive Director |
| 3. Sh. Rishabh Oswal | - | Executive Director |
| 4. Sh. Dinesh Gogna | - | Non-Executive Director & Chairman of Stakeholders Relationship Committee |
| 5. Dr. Suresh Kumar Singla | - | Independent Director & Chairman of the Audit Committee and Nomination & Remuneration Committee |
| 6. Dr. Amrik Singh Sohi | - | Independent Director |

IN ATTENDANCE:

- | | | |
|--------------------------|---|-------------------------|
| 1. Sh. Ankur Gauba | - | Company Secretary |
| 2. Sh. Raj Kapoor Sharma | - | Chief Financial Officer |

BY INVITATION:

Sh. Gurpreet Singh, representative of Walker Chandiook & Co. LLP, Statutory Auditors of the Company
Sh. P.S. Dua, M/s. P.S. Dua & Associates, Secretarial Auditor of the Company and Scrutinizer

MEMBERS:

129 members holding 13354561 Equity Shares. There were no proxies.

Sh. Jawahar Lal Oswal, Chairman of the meeting, took the chair. After ascertaining that the requisite quorum is present, Chairman called the meeting to order.

The Chairman welcomed the Members to the Annual General Meeting and with the consent of the Members present, Notice convening the Annual General Meeting, the Director's report, Audited Financial Statements for the Financial Year ended 31st March, 2019 and Auditors' Report having already been circulated, was taken as read. He then delivered his speech and addressed the members about the working and future prospects of the Company.

Ankur Gauba



MONTE CARLO FASHIONS LIMITED

Regd. Office : B-XXIX-106, G.T. Road, Sherpur, Ludhiana - 141003 (Pb.) India.

Tel.: 91-161-5048610, 5048620, 5048630, 5048640 Fax : 91-161-5048650

Thereafter, the Chairman asked the members whether they have any query/Clarification on the Financial Statements or any of the business items set out in the notice. The Chairman addressed the queries raised by the members present.

Thereafter the Company Secretary announced that the Statutory Registers as required under the provisions of the Companies Act, 2013 and rules made there-under are available for inspection by the Members.

The following business items as set out in the Notice calling the meeting were put for shareholders approval:-

ORDINARY BUSINESS:

Sr No.	Particulars	Type of Resolution
1.	To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2019 along with the Reports of the Directors and Auditors thereon	Ordinary Resolution
2.	To appoint a Director in place of Sh. Sandeep Jain (DIN: 00565760), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
3.	To appoint a Director in place of Sh. Dinesh Gogna (DIN: 00498670), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To ratify the appointment of Statutory Auditors and to fix their remuneration	Ordinary Resolution

SPECIAL BUSINESS:

Sr No.	Particulars	Type of Resolution
5.	Re-appointment of Dr. Suresh Kumar Singla (DIN: 00403423) as an Independent Director of the Company	Special Resolution

MONTE CARLO FASHIONS LIMITED

Regd. Office : B-XXIX-106, G.T. Road, Sherpur, Ludhiana - 141003 (Pb.) India.

Tel.: 91-161-5048610, 5048620, 5048630, 5048640 Fax : 91-161-5048650

6.	Re-appointment of Dr. Manisha Gupta (DIN: 06910242) as an Independent Director of the Company	Special Resolution
7.	Re-appointment of Sh. Alok Kumar Misra (DIN: 00163959) as an Independent Director of the Company.	Special Resolution
8.	Re-appointment of Dr. Amrik Singh Sohi (DIN: 03575022) as an Independent Director of the Company	Special Resolution
9.	Re-appointment of Sh. Ajit Singh Chatha (DIN: 02289613) as an Independent Director of the Company	Special Resolution

The Chairman then informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with rules made there-under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice. The remote e-voting commenced on Tuesday, 24th September, 2019 at 09.00 A.M. and ended on Thursday, 26th September, 2019 at 05.00 P.M.

It was also informed that Sh. P.S. Dua of M/s P.S. Dua & Associates has been appointed as scrutinizer for the e-voting as well as to conduct the poll process. The Chairman then asked the Scrutinizer to start the poll process and the scrutinizer showed the empty ballot box to the shareholders. Thereafter the polling process started and the members present casted their votes. After ensuring that all the members present have casted their votes, the Chairman declared the closure of voting process and asked the scrutinizer to take the custody of ballot papers.

Further it was announced that the combined results of the voting through remote e-voting and voting at the meeting through ballot process shall be submitted to the stock exchanges and will also be uploaded on Company's website in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thereafter the meeting concluded at 12:30 P.M.

For MONTE CARLO FASHIONS LIMITED


ANKUR GAUBA

COMPANY SECRETARY & COMPLIANCE OFFICER

