

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

Manufacturers & Exporters of High Class Woollen Hosiery Knitwear, Textiles & Exclusive Fully Fashion Knitwears

September 29, 2016

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 EIGHTH (8th) ANNUAL GENERAL MEETING OF MONTE CARLO FASHIONS LIMITED
HELD ON 29TH SEPTEMBER, 2016**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith Proceedings of the Eighth (8th) Annual general Meeting of the Members of the Company held on Thursday, 29th day of September, 2016 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

CO. SECRETARY & COMPLIANCE OFFICER



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PROCEEDINGS OF THE EIGHTH (8th) ANNUAL GENERAL MEETING OF MONTE CARLO FASHIONS LIMITED HELD ON 29th SEPTEMBER, 2016

PRESENT

DIRECTORS:

- | | | |
|-------------------------|---|--|
| Sh. Sandeep Jain | - | Executive Director |
| Smt. Ruchika Oswal | - | Executive Director |
| Sh. Dinesh Gogna | - | Non- Executive Director & Chairman of Stakeholders Relationship Committee |
| Dr. Suresh Kumar Singla | - | Independent Director & Chairman of the Audit Committee and Representative of Dr. Yash Paul Sachdeva, Chairman of Nomination & Remuneration Committee |

MEMBERS:

31 members holding 13056290 Equity Shares. There were no proxies.

IN ATTENDANCE:

- | | | |
|-----------------|---|-------------------------|
| Sh. Raman Kumar | - | Chief Financial Officer |
| Sh. Sahil Jain | - | Company Secretary |

BY INVITATION:

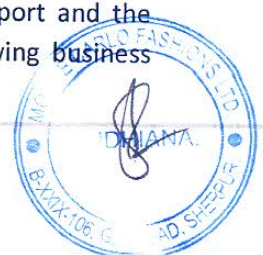
- Sh. Naresh Anand, representative of Walker Chandio & Co. LLP, Statutory Auditors of the Company
Sh. P.S. Dua, M/s. P.S. Dua & Associates, Secretarial Auditor of the Company and Scrutinizer

The Eighth (8th) Annual General Meeting of the Members of the Company was held on Thursday, 29th day of September, 2016 at 11.00 A.M. at the Registered Office of the Company situated at B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003.

In the absence of Sh. Jawahar Lal Oswal, Chairman & Managing Director, Sh. Sahil Jain, Company Secretary after ascertaining the requisite quorum is present, called the meeting in order. Thereafter the members present unanimously elected Sh. Sandeep Jain, Executive Director as Chairman and then he presided over the meeting.

The Chairman welcomed the Members to the Annual General Meeting and addressed them about the working and future prospects of the Company.

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. Then with the permission of the Members present, notice convening the meeting, Auditors' Report and the Director's Report having already been circulated, was taken as read. Thereafter the following business items as contained in the Notice were briefed to the members one by one:



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ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2016 alongwith the Reports of Directors and Auditors thereon.
2. To declare dividend @100% i.e ₹10/- per Equity Share for the Financial Year 2015-16.
3. To appoint Director in place of Sh. Paurush Roy (DIN: 03038347), who retires by rotation in terms of Section 152(6) and being eligible, offers himself for re-appointment.
4. To appoint Director in place of Sh. Sandeep Jain (DIN: 00565760), who retires by rotation in terms of Section 152(6) and being eligible, offers himself for re-appointment.
5. To ratify the appointment of Statutory Auditors and to fix their remuneration.

SPECIAL BUSINESS:

6. To approve Related Party Transactions
7. To appoint Dr. Amrik Singh Sohi (DIN: 03575022) as an Independent Director of the Company
8. To appoint Sh. Alok Kumar Misra (DIN: 00163959) as an Independent Director of the Company
9. To Re-appoint Sh. Jawahar Lal Oswal (DIN: 00463866) as Chairman & Managing Director of the Company
10. To Re-appoint Smt. Ruchika Oswal (DIN: 00565979) as Executive Director of the Company
11. To Re-appoint Smt. Monica Oswal (DIN: 00566052) as Executive Director of the Company

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

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 Monday, 26th September, 2016 at 09.00 A.M. and ended on Wednesday, 28th September, 2016 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 cast their votes. After ensuring that all the members present have cast their votes,



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the Chairman declared the closure of voting process and asked the scrutinizer to take the custody of ballot papers.

Further it was informed 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 on 12:20 P.M. with a vote of thanks to the Chair.

For MONTE CARLO FASHIONS LIMITED


CO. SECRETARY & COMPLIANCE OFFICER

