

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, 2018

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 TENTH (10th) ANNUAL GENERAL MEETING OF MONTE CARLO FASHIONS LIMITED
HELD ON 27TH SEPTEMBER, 2018**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith Proceedings of the Tenth (10th) Annual General Meeting of the Members of the Company held on Thursday, 27th day of September, 2018 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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SUMMARY OF PROCEEDINGS OF THE TENTH (10th) ANNUAL GENERAL MEETING

The Tenth (10th) Annual General Meeting of the Members of the Company was held on 27th September, 2018 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. Manisha Gupta - Independent Director
7. Dr. Amrik Singh Sohi - Independent Director

IN ATTENDANCE:

1. Sh. Sahil Jain - Company Secretary
2. Sh. Raj Kapoor Sharma - Vice President- Accounts

BY INVITATION:

Sh. Naresh Anand, representative of Walker Chandiok & 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:

76 members holding 13,348,890 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, 2018 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.



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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 thereunder are available for inspection by the Members.

The following business items as contained in the Notice were briefed to the members one by one:

ORDINARY BUSINESS:

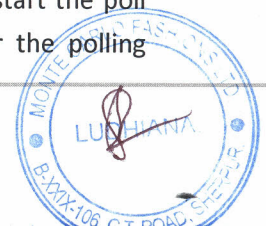
1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2018 along with the Reports of Directors and Auditors thereon.
2. To declare dividend on Equity Shares of the Company for the Financial Year 2017-18.
3. To appoint a Director in place of Smt. Ruchika Oswal (DIN: 00565979), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Smt. Monica Oswal (DIN: 00566052), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers herself for re-appointment.
5. To ratify the appointment of Statutory Auditors and to fix their remuneration.

SPECIAL BUSINESS:

6. To appoint Sh. Paurush Roy (DIN: 03038347), as an Independent Director of the Company.
7. To appoint Sh. Rishabh Oswal (DIN: 03610835), as Director of the Company.
8. To appoint Sh. Rishabh Oswal (DIN: 03610835), as an Executive Director of the Company.

The Chairman then informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with rules made thereunder 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, 24th September, 2018 at 09.00 A.M. and ended on Wednesday, 26th September, 2018 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



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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 on 12:38 P.M. after the members cast their votes.

For MONTE CARLO FASHIONS LIMITED


CO. SECRETARY & COMPLIANCE OFFICER

