MONTE CARLO

CST-03412094494 Dt.26.08.2011
TIN-03412094494 Dt.26.08.2011
PAN-AAFCM7888Q
TAN-JLDM04272C
CIN-L51494PB2008PLC032059

MONTE CARLO FASHIONS LIMITED

Regd. Office :- B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003
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 30, 2015

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

Sub: Clause 35A- Listing Agreement

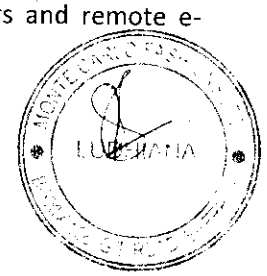
Dear Sir/ Madam,

We wish to inform you that at the 7th Annual General Meeting (AGM) of the Members of the Company held on Tuesday, 29th day of September, 2015 at 11:00 A.M. at the Registered Office of the Company at B-XXIX-106, G.T. Road, Sherpur, Ludhiana-141003, the Members of the Company have duly approved all the businesses as specified in the notice convening the said meeting.

Details of Voting Results (remote e-voting/ poll)

Date of Annual General Meeting:	29 September, 2015		
Total number of shareholders on record date: **(Cut off date for remote e-voting- 22nd September, 2015)**	51639		
No. of shareholders present in the meeting either in person or through proxy:			
	Present in person	**Present through proxy**	**Total**
Promoter and Promoter Group	13	0	13
Public	23	0	23
No. of shareholders attended the meeting through Video Conferencing:			
	Present in person	**Present through proxy**	**Total**
Promoter and Promoter Group	0	0	0
Public	0	0	0
Mode of Voting:	Remote E-Voting and Ballot Process		

The voting results of the Annual General Meeting in the format prescribed under Clause 35A of the Listing Agreement, containing the detail of resolutions passed through ballot papers and remote e-voting along with the Scrutinizer Report is enclosed as **Annexure-I.**



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Further, a copy of the voting results declared for AGM along with Scrutinizer's Report is also being placed on the website of the Company at www.montecarlocorporate.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

Kindly acknowledge the receipt and take the same on record.

For MONTE CARLO FASHIONS LIMITED

CO. SECRETARY & COMPLIANCE OFFICER

MONTE CARLO FASHIONS LTD. LUDHIANA B-XXIX-106, G.T. ROAD SHERPUR

ANNEXURE – I

Voting Results (includes Remote e-voting)

Item No.1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2015 ALONG WITH THE REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON:

Resolution Required : Ordinary

Mode of Voting : BALLOT PAPERS & REMOTE E-VOTING

Voting Results : Resolution passed by requisite majority

Promoter/ Public	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
Promoter and Promoter Group	13899034	13170166	94.7559	13170166	0	100	0
Public Institutional Holders	2075348	1652291	79.6151	1652291	0	100	0
Public-others	5757682	2381518	41.3624	2381449	69	99.9971	0.0029
Total	**21732064**	**17203975**	**79.1640**	**17203906**	**69**	**99.9996**	**0.0004**

Item No.2

TO DECLARE DIVIDEND ON EQUITY SHARES OF THE COMPANY FOR THE FINANCIAL YEAR 2014-15:

Resolution Required : Ordinary

Mode of Voting : BALLOT PAPERS & REMOTE E-VOTING

Voting Results : Resolution passed by requisite majority

Promoter/ Public	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
Promoter and Promoter Group	13899034	13170166	94.7559	13170166	0	100	0
Public Institutional Holders	2075348	1652291	79.6151	1652291	0	100	0
Public-others	5757682	2381518	41.3624	2381495	23	99.9991	0.0009
Total	**21732064**	**17203975**	**79.1640**	**17203952**	**23**	**99.9999**	**0.0001**

MONTE CARLO FASHIONS LTD. LUDHIANA. B-XXIX-105, G.T. ROAD, SHERPUR.

Item No. 3

TO APPOINT SH. SANDEEP JAIN, WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF COMPANIES ACT 2013:

Resolution Required : ORDINARY

Mode of Voting : BALLOT PAPERS & REMOTE E-VOTING

Voting Results : Resolution passed by requisite majority

Promoter/ Public	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
Promoter and Promoter Group	13899034	13170166	94.7559	13170166	0	100	0
Public Institutional Holders	2075348	1652291	79.6151	1652291	0	100	0
Public-others	5757682	2381518	41.3624	2381414	104	99.9956	0.0044
Total	**21732064**	**17203975**	**79.1640**	**17203871**	**104**	**99.9994**	**0.0006**

Item No.4

TO APPOINT SH. DINESH GOGNA, WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF COMPANIES ACT 2013:

Resolution Required : Ordinary

Mode of Voting : BALLOT PAPERS & REMOTE E-VOTING

Voting Results : Resolution passed by requisite majority

Promoter/ Public	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
Promoter and Promoter Group	13899034	13170166	94.7559	13170166	0	100	0
Public Institutional Holders	2075348	1652291	79.6151	1652291	0	100	0
Public-others	5757682	2381518	41.3624	2381391	127	99.9946	0.0054
Total	**21732064**	**17203975**	**79.1640**	**17203848**	**127**	**99.9993**	**0.0007**

MONTE CARLO FASHIONS LTD LUDHIANA B-XXIX-106, G.T. ROAD, SHERPUR

Item No.5

TO APPOINT STATUTORY AUDITORS AND FIXATION OF THEIR REMUNERATION:

Resolution Required : Ordinary

Mode of Voting : BALLOT PAPERS & REMOTE E-VOTING

Voting Results : Resolution passed by requisite majority

Promoter/ Public	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
Promoter and Promoter Group	13899034	13170166	94.7559	13170166	0	100	0
Public Institutional Holders	2075348	1652291	79.6151	1652291	0	100	0
Public-others	5757682	2381518	41.3624	2381437	81	99.9966	0.0034
Total	21732064	17203975	79.1640	17203894	81	99.9995	0.0005

For Monte Carlo Fashions Ltd.

Company Secretary

MONTE CARLO FASHIONS LTD. LUDHIANA. B-XXIX-106, G.T. ROAD, SHERPUR

P. S. DUA & ASSOCIATES
COMPANY SECRETARIES

5SF, Sant Isher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424
E-Mail: cspsdua@gmail.com

Consolidated Report of Scrutinizer

To
The Chairman
Monte Carlo Fashions Limited
B - XXIX-106, G.T. Road, Sherpur
Ludhiana-141003.
CIN: L51494PB2008PLC032059

Sub: Consolidated Scrutinizer Report on remote e-voting carried out during 26th September, 2015 (9:00 A.M.) to 28th September, 2015 (5:00 P.M.) and Poll conducted at the 7th Annual General Meeting of Monte Carlo Fashions Limited held on 29th September, 2015.

Sir,

I, Pritpal Singh Dua, Company Secretary in Practice of M/s P.S. Dua & Associates, Company Secretaries, has been appointed as a Scrutinizer by the Board of Directors of Monte Carlo Fashions Limited (CIN: L51494PB2008PLC032059) vide Board Resolution for the remote e-voting held on 26th September, 2015 (9:00 A.M.) to 28th September, 2015 (5:00 P.M.) and the Chairman of the 7th Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at the 7th AGM of the Company on the September 29th, 2015.

I submit my report as under:

1. The Company engaged the services of Central Depository Services India Ltd. (CDSL) to offer the remote e-voting facility to the shareholders. The remote e-voting facility was offered and kept open by the company to its shareholders for the period commencing on 26th September, 2015 (at 9:00 A.M) and ending on 28th September, 2015 (at 5:00 P.M). The shareholders whose names appeared in the Register of Members/List of Beneficial Owners as on 22nd

P.S. DUA & ASSOCIATES LUDHIANA CP No.: 3934 COMPANY SECRETARIES

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E-Mail: cspsdua@gmail.com

September, 2015 (the Cut Off date) were allowed to participate and vote electronically during the aforesaid period of remote e-voting.

2. The compliance with the provisions of the Companies Act, 2013 and the rules made there under relating to voting through electronic means and voting by using ballots by the shareholders on the resolutions proposed in the notice of the 7th Annual General Meeting (AGM) of the Company is the responsibility of the management of the Company. My responsibility as a scrutinizer is to ensure that voting process both through electronic means and by use of ballots at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the Resolutions, based on reports generated from the electronic voting system and report generated for voting by use of ballots at the meeting.

3. I have rendered scrutinizer's report separately on the remote e-voting and by using ballots at the meeting and I hereby submit consolidated scrutinizer's report pursuant to Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions contained in the Notice of the aforesaid Annual General Meeting.

4. The result of voting is as under:

A. Resolution 1:- Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2015 along with the Reports of the Board of Directors and Auditors thereon.

5SF, Sant Isher Singh Nagar, Pakhowal Road, Ludhiana - 141002 (Punjab), Tel. 0161 - 4623424
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(I) Voted in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
69	17203906	99.9996%

(II) Voted against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
3	69	0.0004%

(III) Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of Votes cast by them
2	223

As the number of votes cast in favour of the resolution exceeds the votes cast against the resolution by members, so entitled and voting, I report that the Ordinary Resolution as set out in the Notice of 7th AGM has been passed as an ordinary resolution by the members.

B. Resolution 2:- Ordinary Resolution

To declare dividend on equity shares of the Company for the Financial Year 2014-15.

(I) Voted in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
71	17203952	99.9999%

P S DUA & ASSOCIATES LUDHIANA COMPANY SECRETARIES

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(II) Voted against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
1	23	0.0001%

(III) Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of Votes cast by them
2	223

As the number of votes cast in favour of the resolution exceeds the votes cast against the resolution by members, so entitled and voting, I report that the Ordinary Resolution as set out in the Notice of 7th AGM has been passed as an ordinary resolution by the members.

C. Resolution 3:- Ordinary Resolution

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.

(I) Voted in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
67	17203871	99.9994%

(II) Voted against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
5	104	0.0006%

(III) Invalid Votes

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COMPANY SECRETARIES
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E-Mail: cspsdua@gmail.com

Total Number of Members whose votes were declared invalid	Total number of Votes cast by them
2	223

As the number of votes cast in favour of the resolution exceeds the votes cast against the resolution by members, so entitled and voting, I report that the Ordinary Resolution as set out in the Notice of 7th AGM has been passed as an ordinary resolution by the members.

D. Resolution 4:- Ordinary Resolution

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.

(I) Voted in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
66	17203848	99.9993%

(II) Voted against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
6	127	0.0007%

(III) Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of Votes cast by them
2	223

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E-Mail: cspsdua@gmail.com

As the number of votes cast in favour of the resolution exceeds the votes cast against the resolution by members, so entitled and voting, I report that the Ordinary Resolution as set out in the Notice of 7th AGM has been passed as an ordinary resolution by the members.

E. Resolution 5:- Ordinary Resolution

To appoint Statutory Auditors of the Company and to fix their remuneration

(I) Voted in Favour of the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
68	17203894	99.9995%

(II) Voted against the Resolution:

Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
4	81	0.0005%

(III) Invalid Votes

Total Number of Members whose votes were declared invalid	Total number of Votes cast by them
2	223

As the number of votes cast in favour of the resolution exceeds the votes cast against the resolution by members, so entitled and voting, I report that the Ordinary Resolution as set out in the Notice of 7th AGM has been passed as an ordinary resolution by the members.

P. S. DUA & ASSOCIATES LUDHIANA CP No. 3934 COMPANY SECRETARIES

P. S. DUA & ASSOCIATES
COMPANY SECRETARIES

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5. All the relevant records of voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 7th Annual General Meeting and the same shall be handed over to the Chairman/Company Secretary for safe keeping.

Thanking You.
Yours Faithfully

For P.S. Dua & Associates

P.S. DUA & ASSOCIATES LUDHIANA CP No. 3934 COMPANY SECRETARIES

P.S. Dua
FCS No: - 4552
CP No: - 3934

Date: - 29.09.2015
Place: - Ludhiana