

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : MONTE CARLO FASHIONS LIMITED  
 2. Quarter ending : SEPTEMBER 30, 2018

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive /independent/ Nominee)	Date of Appointment in the current term /cessation	Tenure (In Months)*	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Jawahar Lal Oswal	AABPO2481J 00463866	Chairperson- Executive	10.08.2016		5	0	0
Mr.	Sandeep Jain	ABNPJ4742Q 00565760	Executive	01.08.2017		1	1	0
Mrs.	Ruchika Oswal	AABPO2482M 00565979	Executive	10.08.2016		2	0	0
Mrs.	Monica Oswal	AABPO2483L 00566052	Executive	10.08.2016		2	2	0
Mr.	Rishabh Oswal	AASPO9670L 03610853	Executive	01.06.2018		1	0	0
Mr.	Dinesh Gogna	AAVPG4248H 00498670	Non-Executive	01.07.2008		6	7	2
Mr.	Paurush Roy	AFAPR5265D 03038347	Non-Executive- Independent	25.05.2018	4	1	2	0
Mr.	Ajit Singh Chatha	AAKPC3593J 02289613	Non-Executive- Independent	27.06.2014	51	4	2	0



Mr.	Suresh Kumar Singla	ADDPS7049B 00403423	Non-Executive-Independent	27.06.2014	51	5	7	3
Mrs.	Manisha Gupta	AGBPG4907F 06910242	Non-Executive-Independent	27.06.2014	51	4	3	1
Mr.	Amrik Singh Sohi	AFIPS9034F 03575022	Non-Executive-Independent	01.02.2016	32	5	3	1
Mr.	Alok Kumar Misra	AAVPM5329H 00163959	Non-Executive-Independent	09.08.2016	25	3	5	1

*\*Total period (in months) from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.*

## II. Composition of Committees



Name of Committee	Name of Committee Members	Category 1 (Chairperson/ Executive/Non-executive/ independent/Nominee)	Category 2 (Chairperson / Member)
Audit Committee	Mr. Suresh Kumar Singla Mr. Dinesh Gogna Mr. Paurush Roy Mrs. Manisha Gupta Mr. Alok Kumar Misra	Non- Executive-Independent Non- Executive Non- Executive-Independent Non- Executive-Independent Non- Executive-Independent	Chairperson Member Member Member Member
Nomination & Remuneration Committee	Mr. Suresh Kumar Singla Mr. Dinesh Gogna Mr. Paurush Roy	Non- Executive-Independent Non- Executive Non- Executive- Independent	Chairperson Member Member
Stakeholders Relationship Committee	Mr. Dinesh Gogna Mr. Sandeep Jain Mr. Paurush Roy	Non- Executive Executive Non- Executive- Independent	Chairperson Member Member





III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter		Maximum gap between any two consecutive (in number of days)
25.05.2018	30.07.2018		65 Days
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive in number of days
1. Audit Committee			
30.07.2018	Yes 4 out of 5 members were present	25.05.2018	65 Days
2. Nomination & Remuneration Committee			
30.07.2018	Yes 2 out of 3 members were present	25.05.2018	65 Days
3. Stakeholders Relationship Committee			
30.07.2018	Yes 3 out of 3 members were present	25.05.2018	65 Days





<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes*
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
*Summarized statements of transactions with Related Parties are also submitted on quarterly basis to the Audit Committee and Board for ratification.	
<b>VI. Affirmations:</b>	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee	
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors, as applicable.	
<b>PLACE: LUDHIANA</b> <b>DATE: 13.10.2018</b>	<p style="text-align: right;"><b>For MONTE CARLO FASHIONS LIMITED</b></p> <div style="text-align: right;">  <div style="display: flex; align-items: center;">   <b>SAHIL JAIN</b>  <b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b> </div> </div>

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE OF MONTE CARLO FASHIONS LIMITED FOR SIX MONTHS ENDED ON 30.09.2018**

<b>AFFIRMATIONS:</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with Para C of Schedule V	Yes
<b>PLACE: LUDHIANA</b> <b>DATE: 13.10.2018</b>		<p align="center"><b>For MONTE CARLO FASHIONS LIMITED</b></p> <div style="display: flex; align-items: center; justify-content: center;">  <div style="margin-left: 20px;">   <b>SAHIL JAIN</b>  <b>COMPANY SECRETARY</b>  <b>&amp; COMPLIANCE OFFICER</b> </div> </div>