

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : MONTE CARLO FASHIONS LIMITED

2. Quarter ending : December 31, 2015

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	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	10.08.2011		5	0	0
Mr.	Sandeep Jain	ABNPJ4742Q 00565760	Executive	01.08.2012		1	1	0
Mrs.	Ruchika Oswal	AABPO2482M 00565979	Executive	10.08.2011		2	0	0
Mrs.	Monica Oswal	AABPO2483L 00566052	Executive	10.08.2011		2	2	0
Mr.	Dinesh Gogna	AAVPG4248H 00498670	Non-Executive	01.07.2008		6	7	2
Mr.	Paurush Róy	AFAPR5265D 03038347	Non-Executive	05.06.2012		1	2	0
Mr.	Sailen Kumar Chaudhuri	AACPC4929Q 01021930	Non-Executive-Independent	27.06.2014	5 years	1	1	0



Mr.	Ajit Singh Chatha	AAKPC3593J 02289613	Non-Executive-Independent	27.06.2014	5 years	4	1	0
Mr.	Yash Paul Sachdeva	AFVPS9526F 02012337	Non-Executive-Independent	27.06.2014	5 years	6	5	0
Mr.	Suresh Kumar Singla	ADDPS7049B 00403423	Non-Executive-Independent	27.06.2014	5 years	4	6	3
Mrs.	Manisha Gupta	AGBPG4907F 06910242	Non-Executive-Independent	27.06.2014	5 years	1	1	0

\* Dr. Vandana Bhandari (DIN: 06841653) ceased to be director of the Company w.e.f 09.11.2015.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/ Executive/Non- executive/ independent/Nominee)
1. Audit Committee	1. Mr. Suresh Kumar Singla 2. Mr. Paurush Roy 3. Mr. Yash Paul Sachdeva 4. Mr. Dinesh Gogna 5. Mrs. Manisha Gupta 6. Mr. Sailen Kumar Chaudhuri	Chairperson-Non- Executive-Independent Non- Executive Non- Executive-Independent Non- Executive Non- Executive-Independent Non- Executive-Independent
2. Nomination & Remuneration Committee	1. Mr. Yash Paul Sachdeva 2. Mr. Suresh Kumar Singla 3. Mr. Dinesh Gogna 4. Mr. Paurush Roy	Chairperson-Non- Executive-Independent Non- Executive- Independent Non- Executive Non- Executive



3. Stakeholders Relationship Committee	1. Mr. Dinesh Gogna 2. Mr. Sandeep Jain 3. Mr. Paurush Roy 4. Mr. Yash Paul Sachdeva	Chairperson-Non- Executive Executive Non- Executive Non- Executive- Independent
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### 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)
06.08.2015	09.11.2015	94 Days

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive in number of days
1. Audit Committee			
09.11.2015	Yes	06.08.2015	94 Days
2. Nomination & Remuneration Committee			
		06.08.2011	
3. Stakeholders Relationship Committee			
09.11.2015	Yes	06.08.2015	94 Days

### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes*
Whether shareholder approval obtained for material RPT	Yes
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 for ratification.



**VI. Affirmations:**

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.

PLACE: LUDHIANA  
DATE: 14.01.2016



FOR MONTE CARLO FASHIONS LIMITED

*Sahil Jain*  
SAHIL JAIN

COMPANY SECRETARY  
& COMPLIANCE OFFICER