



MONTECARLO

BORN TO ACHIEVE

NOTICE

NOTICE is hereby given that the 22nd Annual General Meeting of the members of **Montecarlo Limited** will be held on Saturday, the 30th September, 2017 at 11:30 A.M. at the registered office of the company situated at 706, 7th Floor, Shilp Building, Nr. Municipal Market, C.G. Road, Navrangpura, Ahmedabad - 380009 to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt:

- a) the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Board of Directors and the Auditor's thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

2. To appoint a Director in place of **Mr. Kanubhai M. Patel (DIN: 00025552)**, who retires by rotation and being eligible offers himself for re-appointment.

3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139 and 142 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and Board of Directors of the Company, the consent of the members be and is hereby accorded for appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Reg. No. 117366W/W-100018) Ahmedabad, in place of retiring auditor M/s. Surana Maloo & co., (Firm Reg. No. 112171W), Ahmedabad, to hold office from the conclusion of this annual general meeting until the conclusion of twenty seventh annual general meeting of the Company, subject to ratification of appointment by the members at every Annual General Meeting held after this Annual General Meeting, on such remuneration as may be determined by the Board of Directors of the Company or Audit Committee."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."



Date: 29.08.2017
Place: Ahmedabad

Registered Office:
706, Shilp Building, 7th Floor,
Nr. Municipal market, C.G. Road,
Navrangpura, Ahmedabad-380 009
CIN: U40300GJ1995PLC025082

BY ORDER OF THE BOARD
For, Montecarlo Limited



Company Secretary

NOTES:

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company and instrument appointing proxy should reach the registered office of the company at least 48 hours before the commencement of the meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and the Rules framed thereunder, a person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such proxy shall not act as a proxy for any other person or Member.

All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company on all working days between 11.00 a.m. to 1.00 p.m. prior to date of Annual General Meeting.

As per Secretarial Standard on General Meetings, information regarding appointment/re-appointment of Directors is annexed hereto.

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BY ORDER OF THE BOARD
For, Montecarlo Limited



Company Secretary



ANNEXURE TO NOTICE
Details of Directors seeking Appointment/ Re-appointment

Name & Age of Director	Qualification & Experience	Terms & Condition of appointment/re-appointment	Date of first appointment on the Board	No. of B.M. attended during the year	Shareholding	Remuneration	Other Directorship*	Membership /Chairmanship of Committees
Mr. Kanubhai M. Patel	Mr. Kanubhai M. Patel is the Chairman and Managing Director of Montecarlo Limited and he holds the degree of Bachelor of Commerce. Reaping his robust experience of more than 36 years in the construction activity, he aligns the company's strategic vision by mentoring and motivating the management; business development and corporate affair functions of the company and is also responsible for all the major policy decisions. His committed leadership, operational expertise and business acumen have commuted the company into one of the fastest growing and diversified private companies of India.	Re-Appointed as Managing Director for 5 years w.e.f. 01.10.2014	20.03.1995	3	5000 Equity Shares	Last Drawn- 276 Lacs p.a. Sought to be paid- 276 Lacs p.a.	1. MPIL 2. MBMPL 3. MHHHPL 4. MSBHPL	Chairman: CSR Committee

- * MPIL- Montecarlo Projects India Limited
 MBMPL-Montecarlo Barjora Mining Private Limited
 MHHHPL- Montecarlo Hubli Haveri Highway Private Limited
 MSBHPL- Montecarlo Singhara Binjabahal Highway Private Limited



Attendance Slip

Montecarlo Limited

CIN- U40300GJ1995PLC025082

Regd. Office. 706, Shilp Building,

7th Floor, Nr. Municipal Market,

C.G. road, Navrangpura,

Ahmedabad-380009

I hereby record my presence at the 22nd Annual general Meeting of the Company held at 706, 7th Floor, Shilp Building, Nr. Municipal Market, C.G. Road, Navrangpura, Ahmedabad - 380009 on Saturday, 30.09.2017 at 11:30 A.M.

Full name of member attending _____

Full name of joint- holder _____
(To be filled in if first named joint-holder does not attend meeting)

Name of Proxy _____
(To be filled in if Proxy Form has been duly deposited with the Company)

No. of Shares held _____

Folio No.: _____

DPID No.*: _____

Client ID No.*: _____

* Applicable for Members holding Shares in electronic form.

Signature of Member/Proxy _____



Form No. MGT-11

Proxy Form

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19(3) of the Companies (management and Administration) Rules, 2014]

Montecarlo Limited

CIN- U40300GJ1995PLC025082

Regd. Office. 706, Shilp Building,

7th Floor, Nr. Municipal Market,

C.G. road, Navrangpura,

Ahmedabad-380009

Name of the Member : _____

Address : _____

Email id : _____

Folio No. _____ DPID _____ Client ID No. _____

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1. Name : _____

Address : _____

E-mail Id : _____

Signature : _____, or failing him

2. Name : _____

Address : _____

E-mail Id : _____

Signature : _____, or failing him

3. Name : _____

Address : _____

E-mail Id : _____

Signature : _____



As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual general meeting of the Company, to be held on the Saturday, 30.09.2017 at 706, 7th Floor, Shilp Building, Nr. Municipal Market, C.G. Road, Navrangpura, Ahmedabad - 380009 at 11:30 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Board of Directors and the Auditor's thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Kanubhai M. Patel (DIN: 00025552), who retires by rotation and being eligible offers himself for re-appointment.
3. Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors of the Company.

Signed this _____ day of _____ 20 _____

Affix Rs. 1/-
Revenue
Stamp

Signature of Shareholder _____

Signature of proxy holder(s) _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Route Map to the venue of the AGM

