



**ATLAS CYCLES
SONEPAT**

ATLAS CYCLES (HARYANA) LIMITED

Registered Office : Industrial Area, Atlas Road, Sonapat-131 001, (Haryana) India.
Corporate Identity Number L35923HR1950PLC001614

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS
OF M/S. ATLAS CYCLES (HARYANA) LIMITED AT THEIR MEETING HELD ON 4TH
AUGUST, 2017 AT 3, AURANGZEB LANE, NEW DELHI – 110011**

AGENDA ITEM No. 43 : SPLIT OF EQUITY SHARES

“RESOLVED THAT subject to approval of shareholders in 66th Annual General Meeting of the company and pursuant to the provisions of Section 61 (1) (d), 64 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned statutory authorities or bodies, each Equity Share of the Company having a face value of Rs. 10/- each fully paid up be sub-divided into 2 (Two) Equity Shares having a face value of Rs. 5/- each fully paid up;

RESOLVED FURTHER THAT on sub-division, 2 (two) Equity Shares of face value of Rs. 5/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- each subject to the terms of the Memorandum and Articles of Association of the Company and shall rank paripassu in all respects with the existing fully paid Equity Shares of Rs. 10/- each of the Company and shall be entitled to participate in full in dividends to be declared after the sub- divided Equity Shares are allotted.

RESOLVED FURTHER THAT upon the sub-division of the Equity Shares as aforesaid, the existing Share Certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10/- each held in physical form shall be deemed to have been automatically cancelled and be of no effect on and from the Record Date to be decided by the Board of Directors and each physical shareholder shall surrender their existing issued Share Certificate(s) to M/s Mas Services Limited, the Registrar & Transfer Agent (RTA) of the Company at its registered address and the RTA shall issue and dispatch the new Share Certificate(s) of the Company, in lieu of such existing issued Share Certificate(s) subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014 and in the case of the Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to



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LEADING PRODUCERS & EXPORTERS OF QUALITY BICYCLES



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the respective beneficiary accounts of the Shareholders with the Depository Participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division;

RESOLVED FURTHER THAT the Memorandum of Association of the Company shall be suitably altered and modified to factor in the sub division, subject to approval of the shareholders in the 66th Annual General Meeting of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee thereof) be authorised to take such steps as may be necessary including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Company for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.

By the order of the Board

FOR ATLAS CYCLES (HARYANA) LIMITED

for Atlas Cycles (Haryana) Ltd.,

Company Secretary

LALIT LOHIA

COMPANY SECRETARY

ACS: 23995

**Address: Atlas Road, Industrial Area
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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF M/S. ATLAS CYCLES (HARYANA) LIMITED AT THEIR MEETING HELD ON 25TH AUGUST, 2017 AT 3, AURANGZEB LANE, NEW DELHI – 110011

AGENDA ITEM No. 6: APPOINTMENT OF M/S MAS SERVICES FOR SOCK SPLIT

The Chairman informed the Board that for executing the process Stock Split approved by the Board of Directors in their meeting held on 04.08.2017, the Company required to appoint M/s Mas Services Ltd. (Registrar & Transfer Agent of the Company). The Board discussed the matter and after deliberation passed the following resolution: -

“RESOLVED THAT M/s Mas Services Limited, Registrar & Share Transfer Agent of the Company be and is hereby authorized for and on behalf of the Company to take necessary steps for completion of the process of Stock Split;

RESOLVED FURTHER THAT Mr. Lalit Lohia, Company Secretary of the Company be and is hereby authorized to coordinate with M/s Mas Services Ltd. and complete the Stock Split process and also authorized to finalize service charges with M/s Mas Services Ltd.”

By the order of the Board

FOR ATLAS CYCLES (HARYANA) LIMITED
For ATLAS CYCLES (HARYANA) LIMITED



COMPANY SECRETARY

LALIT LOHIA

COMPANY SECRETARY

ACS: 23995

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF M/S. ATLAS CYCLES (HARYANA) LIMITED AT THEIR MEETING HELD ON 16TH OCTOBER, 2017 AT 3, AURANGZEB LANE, NEW DELHI – 110011

AGENDA ITEM NO. 5: FIXATION OF RECORD DATE FOR SUB-DIVISION

The Board discussed about split of the shares & it was informed that in the 66th Annual General Meeting of the company held on 28.09.2017, consent of the members was obtained for split of equity shares and in the same meeting the Board was authorized to exercise all such powers and to do all such acts and things which were necessary to give effect of the above stated business including delegation of all or any of its powers to any Committee thereof.

Accordingly the Board passed the following resolution:-

“RESOLVED THAT record date for split of shares be and is hereby fixed as 31ST October, 2017 and 2 (two) Equity Shares of face value of Rs. 5/- each be allotted in lieu of existing 1 (one) Equity Share of Rs. 10/- each to those shareholders whose name appears on the Register of Members on the record date fixed as aforesaid;

RESOLVED FURTHER THAT design/format of the share certificate as submitted in this meeting and initialed by the Chairman for the purpose of identification, be and is hereby approved;

RESOLVED FURTHER THAT the consent of the Board be and is hereby accorded for printing of share certificates and that the blank share certificate be kept under the custody of MAS SERVICES LIMITED, Registrar & Share Transfer Agent of the Company, who shall render an account of the same;

RESOLVED FURTHER THAT the Share Certificate shall be signed electrically by Mr. Ishwar Das Chugh, Whole time director and Mr. Hira Lal Bhatia, Director of the company and Mr. Lalit Lohia, Company Secretary of the company, be and is hereby authorised to sign the share certificates manually;



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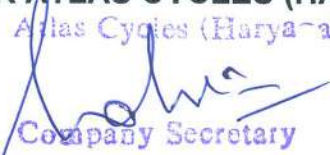
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RESOLVED FURTHER THAT MAS Services Limited, Registrar & Share Transfer Agent of the company and Mr. Lalit Lohia, Company Secretary of the company be and are hereby authorised to do all acts, deeds and things as may be necessary for effecting aforesaid Split, including obtaining of new ISIN from both National Securities Depositories Limited and Central Depository & Securities Limited”

By the order of the Board

FOR ATLAS CYCLES (HARYANA) LIMITED

for Atlas Cycles (Haryana) Ltd.


Company Secretary

LALIT LOHIA

COMPANY SECRETARY

ACS: 23995

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