



ATLAS CYCLES (HARYANA) LIMITED

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

Date: 10th January, 2016

The Manager, Capital Market (Listing)
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400051
FAX NO. 022-26598237/38

The Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400001
FAX NO. 022-22721919/2037/2039/
2041/2061

SUB: COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27 (2) OF THE SEBI (LISTING OBLIGATION And DISCLOSURE REQUIREMENT) REGULATIONS, 2015 FOR THE QUARTER ENDED 31.12.2016

Dear Sir,

Pursuant to Regulation 27 (2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, we are enclosing herewith Compliance report on Corporate Governance for the Quarter Ended 31st December, 2016.

Thanking You,

Yours Faithfully

For ATLAS CYCLES (HARYANA) LIMITED


JASPREET SINGH
COMPANY SECRETARY



ATLAS CYCLES (HARYANA) LIMITED

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ATLAS CYCLES (HARYANA) LIMITED

CORPORATE GOVERNANCE REPORT FOR QUARTER ENDED 31st December 2016

| I. Composition of Board of Directors | | | | | | | | |
|--|-------------------------|-------------|---|---|-------------|---|--|---|
| Title (Mr. / Ms) | Name of the Director | PAN\$ & DIN | Category (Chairperson/ Executive/Non - Executive/inde pendent/Nomi nee) & | Date of Appointment in the current term /cessation | Tenure * | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| SAME AS PREVIOUS QUARTER | | | | | | | | |
| <small>\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</small> | | | | | | | | |

II. Composition of Committees

| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) s |
|-------------------|---------------------------|--|
|-------------------|---------------------------|--|

SAME AS PREVIOUS QUARTER

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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) |
|---|---|---|
| 21.07.2016, 13.08.2016 and 24.08.2016 | 27.10.2016, 14.11.2016 and 28.12.2016 | 45 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 meetings in number of days* |
|---|---|---|---|
| 27.10.2016 and 14.11.2016 | Yes (Mr. Kartik Roop Rai, Mr. Hira Lal Bhatia and Mr. Sanjiv Kavaljit Singh were present) | 13.08.2016 and 24.08.2016 | 17 days |

*Details are only for Audit Committee Meeting as required

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA) <small>refer note below</small> |
|--|---|
| Whether prior approval of audit committee obtained | Yes |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes |

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

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
 - d. Risk management committee (applicable to the top 100 listed entities)
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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: Board took note of the same.

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.

For ATLAS CYCLES (HARYANA) LIMITED



JASPREET SINGH
COMPANY SECRETARY