



# ATLAS CYCLES (HARYANA) LIMITED

Registered Office: Atlas Road, Industrial Area, Sonapat-131001 (Haryana)  
CIN : L35923HR1950PLC001614

## ATLAS CYCLES (HARYANA) LIMITED

### CORPORATE GOVERNANCE REPORT FOR QUARTER ENDED 31<sup>st</sup> DECEMBER 2017

#### I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/ Executive/Non-Executive/Independent/None) a	Date of Appointment in the current term /cessation	Tenure*	No of Director ship 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)
Mr.	Hira Lal Bhatia	PAN: AAAPB2405L DIN: 00159258	Non-Executive	31/07/1979	---	1	2	1
Mr.	Ishwar Das Chugh	PAN: AAIPC8075F DIN: 00073257	Executive (Whole Time Director)	31.03.2013	5 years	1	1	---
Mr.	Kartik Roop Rai	PAN : AAKPR4679N DIN : 06789287	Independent	30.12.2014	5 years	1	1	1
Mr.	Sanjiv Kavaljit Singh	PAN : AMQPS9270C DIN : 00015689	Independent	30.12.2014	5 years	1	1	---
Ms.	Sadhna Syal	PAN : ALUPS3752Q DIN : 07837529	Independent	28.09.2017	5 years	1	---	---

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LEADING PRODUCER & EXPORTER OF QUALITY BICYCLES

Unit-I: Industrial Area, Atlas Road, Sonapat-131-001 (Haryana) India Phone : +91-130-2200001 to 2200006

Unit-II: Plot No. 55, Site-IV, UPSIDC Industrial Area, Sahibabad-201 010 District: Ghaziabad (U.P.) India Phone: +91-120-2895212 to 15

Unit-III: Plot No. U-16, 17, 21, 22, Industrial Area, Malangpur District: Bhiwani-127 117 (M.P.) India Phone: +91-7539-402007, 402026, 283314-317



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SPAN 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.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) s
1. Audit Committee	Mr Kartik Roop Rai	Independent / Chairperson
	Mr. Sanjiv Kavaljit Singh	Independent
	Mr. Hira Lal Bhatia	Non-Executive
2. Nomination & Remuneration Committee	Mr. Sanjiv Kavaljit Singh	Independent / Chairperson
	Mr Kartik Roop Rai	Independent
	Mr. Hira Lal Bhatia	Non-Executive
3. Risk Management Committee	NA	
4. Stakeholders Relationship Committee	Mr. Hira Lal Bhatia	Non-Executive / Chairperson
	Mr. Ishwar Das Chugh	Executive / Whole Time Director

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 meetings (in number of days)
04.08.2017 and 25.08.2017	16.10.2017, 29.11.2017*, 14.12.2017	51 days

\*Board meeting held on 29.11.2017 was rescheduled board meeting for board meeting postponed on 10th November, 2017 due to unavoidable circumstances.

## 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*

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29.11.2017** and 14.12.2017	Yes (Mr. Kartik Roop Rai, Mr. Hira Lal Bhatia and Mr. Sanjiv Kavaljit Singh were present)	04.08.2017 and 25.08.2017	95 days
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\*Details is 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

\*\* Audit Committee meeting held on 29.11.2017 was rescheduled meeting for committee meeting postponed on 10th November, 2017 due to unavoidable circumstances.

## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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: None

### Note:

- On Record Date 31.10.2017 (fixed vide Board Meeting dated 16.10.2017) each Equity Share of the Company having a face value of Rs. 10/- each fully paid up has been sub-divided into 2 (Two) Equity Shares having a face value of Rs. 5/- each fully paid up.

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## 2. Effect of sub-division on paid up share capital of the Company:-

PRE-SUB DIVISION:- Paid up capital comprises of 3251919 equity shares of Rs. 10/- each fully paid up.

POST-SUB DIVISION:- Paid up capital comprises of 6503838 equity shares of Rs. 5/- each fully paid up.

For **ATLAS CYCLES (HARYANA) LIMITED**

**LALIT LOHIA**  
**COMPANY SECRETARY**

Date: 13.01.2018  
Place: Sonapat

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