



Date: November 08, 2024

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400001.

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot C/1, G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai 400051.

BSE Scrip Code: 505029

NSE Symbol: ATLASCYCLE

Subject: Postal Ballot Notice Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Dear Sir(s)/Madam(s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, please find enclosed here with a copy of Notice of Postal Ballot along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013 (“**the Act**”) and SEBI Listing Regulations, for seeking approval of the Members of the Company for the below mentioned Resolutions:

Sr. No.	Description of Resolution
1	To appoint Mr. Chander Mohan Dhall (DIN: 01398734) as Whole Time Director of the Company.

Pursuant to the provisions of Section 110 and other applicable provisions of the Act read with Rules framed thereunder and in accordance with the General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, No. 03/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (“MCA”) (“hereinafter collectively referred to as “MCA Circulars”), the Postal Ballot Notice along with the Explanatory Statement, is being sent only by electronic mode to those Members whose names appear on the Register of Members/List of Beneficial Owners as on November 01st, 2024 (“Cut-off Date”).

The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide remote e-voting facility to its Members. The remote e-voting period shall commence from **Sunday, November 10, 2024 at 9:00 a.m. (IST) and end on Monday, December 09, 2024 at 5:00 p.m. (IST)**. The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date. Communication of assent or dissent of the Members would only take place through the remote e-voting system.

The copy of the said Postal Ballot Notice is being made available on the website of the Company at www.atlasbicycles.com, on the websites of BSE Limited at www.bseindia.com



ATLAS CYCLES (HARYANA) LIMITED

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and National Stock Exchange of India Limited at www.nseindia.com. It is also being made available on the website of NSDL at the weblink www.evoting.nsdl.com.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For Atlas Cycles (Haryana) Limited

PRAKHAR RASTOGI

Company Secretary & Compliance Officer

Encl: As above



POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**"The Act"**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (**"Rules"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), including any statutory modification(s) or re-enactment(s) thereof for the time being enforce and the Secretarial Standard – 2 (**"SS-2"**) on General Meetings issued by the Institute of Company Secretaries of India (as amended) and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (**"MCA"**) vide its General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and various subsequent circulars, read with circulars No. 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (**"MCA Circulars"**), to transact the special business(es) as set out below which are proposed to be passed by the Members of Atlas Cycles (Haryana) Limited (**"the Company"**) by means of Postal Ballot, only by voting through electronic means (**remote e-voting**).

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice (**"Notice"**) is being sent only through electronic mode to those Members whose email addresses are registered with the Company or Registrar and Transfer Agent (**"RTA"**) or National Securities Depository Limited (**"NSDL"**) and Central Depository Services (India) Limited (**"CDSL"**) (collectively referred to as **"Depositories"**).

The Explanatory Statement pursuant to Section 102 of the Act, pertaining to proposed Resolution setting out all material facts concerning each item and reasons thereof, is appended to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the aforesaid MCA Circulars, the manner of voting on the proposed resolutions is restricted only to remote e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depositories. The instructions for e-voting are appended to this Notice under the heading 'Instructions for e-voting' at Note 7.

The Board of Directors of the Company vide its board resolution dated October 29, 2024 have appointed CS Mukesh Arora, Proprietor of M/s. Mukesh Arora & Co., Practicing Company Secretaries (C.P. No. 4405) as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

Members holding Equity Shares of the Company as on the Cut-off Date mentioned in this Notice are requested to carefully read the instructions mentioned under the head 'Instructions for e-voting' in this Notice and record their assent (**"FOR"**) or dissent (**"AGAINST"**) on the proposed resolutions through remote **e-voting commencing from Sunday, November 10, 2024 at 9:00 a.m. (IST) to Monday, December 09, 2024 at 5:00 p.m. (IST)**. The Company has engaged the services of NSDL for the purpose of providing remote e-voting facility to its members. In accordance with the MCA Circulars, the



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Company has made necessary arrangements to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the process provided in the Notes to receive this Notice.

The Scrutinizer will submit his report to the Chairman of the Company or the Company Secretary or any other authorized person, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced within two (2) working days from the conclusion of the remote e-voting process. The said results, along with the Scrutinizer's Report, will be placed on the website of the Company (www.atlasbicycles.com) and NSDL (www.evoting.nsdl.com) and displayed at the Registered Office of the Company. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolutions, if approved, will be taken as having been duly passed on the last date specified for remote e-voting i.e. **Monday, December 09, 2024.**

Following are the proposed resolutions seeking approval of the Members of the Company through Postal Ballot.

SPECIAL BUSINESS

Item No.1

TO APPOINT MR. CHANDER MOHAN DHALL (DIN: 01398734) AS WHOLE TIME DIRECTOR OF THE COMPANY AND IN THIS REGARD, TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, and as recommended by Nomination and Remuneration Committee and approved by Board of Directors of the Company, the appointment of Mr. Chander Mohan Dhall (DIN: 01398734), as the Whole Time Director of the company, being not liable to retire by rotation, and to hold office for a term of 3 (Three) consecutive years w.e.f. December 09, 2024 upon such terms and conditions including remuneration as set out in the Statement pursuant to Section 102(1) of the Act, annexed to this Postal Ballot Notice."

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and are hereby severally authorized to take all such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution."

By order of the Board of Directors

For **Atlas Cycles (Haryana) Limited**

Prakhar Rastogi

Company Secretary & Compliance Officer



ATLAS CYCLES (HARYANA) LIMITED

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

Date: November 08, 2024

Place: Sahibabad

Registered Office:

Industrial Area, Sonipat, Haryana-131001

Corporate Office:

Plot 55, Site-IV UPSIDC, Industrial Area Sahibabad, Ghaziabad, Uttar Pradesh-201010

Notes:

1. "The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("the Act") read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice ("Notice")."
2. "In accordance with the General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 02/2021 dated January 13, 2021, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, No. 03/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), this Notice is being sent only by electronic mode to those Members whose names would appear on the Register of Members/List of Beneficial Owners as on Friday, November 01, 2024 ("Cut-off Date"), to be received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (collectively referred to as "Depositories") and whose e-mail address is registered with the Company or Registrar and Transfer Agent ('RTA') or Depositories. The Member may note that this Notice will also be available on the Company's website www.atlasbicycles.com, websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com and National Stock Exchange of India Limited, www.nseindia.com and on the website of NSDL, www.evoting.nsdl.com."
3. In accordance with the MCA Circulars, the physical copies of this Notice, along with postal ballot forms and pre-paid business envelope, are not being sent to any Member. Accordingly, the communication of the assent or dissent of the Members eligible to vote is restricted only to remote e-voting i.e. by casting their votes electronically instead of submitting postal ballot forms.
4. Members holding Equity Shares of the Company as on the Cut-off Date ("Eligible Members") only shall be entitled to vote through remote e-voting process in relation to the resolutions specified in this Notice. A person who becomes a Member after the Cut-off Date should treat this Notice for information purpose only.

It is however clarified that, all Members of the Company as on the Cut-Off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

5. Eligible Members who have not registered their E-mail IDs are required to register the same to receive this Notice and the procedure for remote E-voting along with the login ID and

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password-related details. After successful submission of the e-mail ID, the Company or NSDL will share an electronic copy of the Notice within 48 hours of receiving details of the e-mail ID.

6. Members who wish to inspect the documents referred to in the Notice or Explanatory Statement may send their requests at companysecretary@atlascycles.co.in from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e. Monday, December 09, 2024.

7. THE INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:

In accordance with the provisions of Sections 108 and 110 of the Act read with Rules, including any statutory modification or re-enactment thereof for the time being in force, MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) read with circular of SEBI on e-Voting Facility provided by Listed Entities dated December 9, 2020, Secretarial Standard on General Meetings (SS-2) and any amendments thereto, the Company is providing facility for voting remotely, only by electronic means, to its Eligible Members and the stated items of Special business shall be transacted only through remote e-voting.

The Company has engaged the services of NSDL for providing remote e-voting facility to the Eligible Members, enabling them to cast their vote electronically, in a secured manner.

- (i) The voting period begins on **Sunday, November 10, 2024 at 9:00 AM (IST)** and ends on **Monday, December 09, 2024 at 5:00 PM (IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, November 01, 2024, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in the e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are



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advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

Pursuant to the abovesaid SEBI Circular, the login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider – NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System My easi.</p>

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	<p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	4) Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com homepage. The system will authenticate the user by sending an OTP on the registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) log in through their Depository Participants (DP) .	You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-Voting facility. After successful login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on the company name or e-Voting service provider name and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/Password are advised to use the Forget User ID and Forget Password option available at the above-mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.



Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.18002109911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at www.evoting@nsdl.co.in or call at: 022-48867000 and 022-24997000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for Remote e-Voting for Physical shareholders and shareholders other than individuals holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user, follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to log in. • If both the details are not recorded with the depository or company, please enter the Member ID/folio number in the Dividend Bank details field.



- (ii) After entering these details appropriately, click on the “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach the ‘Password Creation’ menu where they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the Electronic Voting Sequence Number (EVSN) of IIFL Securities Limited on which you choose to vote.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on the “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiii) Additional Facility for Non-Individual Shareholders and Custodians – For Remote e-Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.



- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizers to verify the same.
- Alternatively, non-individual shareholders are required to mandatorily send the relevant Board Resolution/Authority letter, etc., together with attested specimen signature of the duly authorized signatory who is authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarial@iifl.com, if they have voted from the individual tab and not uploaded the same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders** - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to the Company at secretarial@iifl.com or RTA at rnt.helpdesk@linkintime.co.in.
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. **For individual Demat Shareholders** - Please update your email ID & mobile no. with your respective Depository Participant (DP), which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll-free no. 1800 210 9911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll-free no. 1800 210 9911.



ATLAS CYCLES (HARYANA) LIMITED

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

EXPLANATORY STATEMENT

[Pursuant to Section 102, 108 and 110 of the Companies Act, 2013]

The following Statement sets out all the material facts relating to the Resolutions to be passed as mentioned in the accompanying Notice.

Item No.1

Appointment of Mr. Chander Mohan Dhall as the Whole-Time Director of the Company

Mr. Chander Mohan Dhall, aged 62 years, possess Master degree of Commerce and Post graduate diploma in master of business administration. He had served the Company for past 28 years looking after the accounting areas of the Company. He was serving as CFO of the Company and later appointed as Whole Time Director in the 69th AGM of the Company held on 30th Sept 2021 for a period of 3 consecutive years thereby completed his tenure as Whole-Time Director on 29th September 2024. Mr. Dhall also resigned from the position of CFO of the company w.e.f. 14th Oct., 2024. However, considering the current position of the Company, where the company is facing issues in managing operations and finance, he was later convinced by the board to re-join the board as Whole Time Director of the Company on following terms:

Period:

For the period of Three years w.e.f. December 09, 2024 (date of end of E-voting)

Remuneration:

1. Basic Salary Rs 65,000/- (Rupees Sixty-Five Thousand Only) plus Special Allowance Rs. 93,280/- (Rupees Ninety-Three Thousand Two Hundred and Eighty Only) per month or as may be decided by the Board of Directors from time to time inclusive of D.A. and other allowances and payments, if any.
2. He shall be entitled to the perquisites, benefits, and allowance as may be decided by Board and / or Nomination and Remuneration Committee from time to time;
3. Overall Remuneration: The aggregate of remuneration payable to Mr. Chander Mohan Dhall in any financial year shall not exceed the limits prescribed from time to time under section 196, 197 of the Act read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force);
4. Mr. Chander Mohan Dhall shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof;
5. The perquisites shall be valued in terms of actual expenditure incurred by the Company and shall be evaluated wherever applicable as per Income Tax Act, 1961 or rules made thereunder and any modification thereof.

Based on the recommendation of the Nomination and Remuneration Committee and keeping in view of his vast experience and exposure in accounting laws, the Board of Directors of the Company at its meeting held on 29th October 2024, has appointed Mr.

Website : www.atlasbicycles.com; E-mail : companysecretary@atlascycles.co.in

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ATLAS CYCLES (HARYANA) LIMITED

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

Chander Mohan Dhall (DIN:01398734), as Additional Director and Chief Financial Officer (“CFO”) of the Company w.e.f. 29th October, 2024 pursuant to provisions of section 161(1) and 203 of The Companies Act, 2013. Further details of Mr. Chander Mohan Dhall as required in Secretarial standard and are provided in Annexure-A

Mr. Chander Mohan Dhall is interested in the resolution set out at Item No. 1 of the Notice with regard to his Appointment. Relatives of Mr. Chander Mohan Dhall may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board accordingly recommends the Special Resolution as set out at Item No. 1 of the Notice for approval of the Members.

By order of the Board of Directors
For Atlas Cycles (Haryana) Limited

Prakhar Rastogi
Company Secretary & Compliance Officer

Date: November 08th, 2024
Place: Sahibabad

Registered Office:
Industrial Area, Sonipat, Haryana-131001

Corporate Office:
Plot 55, Site-IV UPSIDC, Industrial Area Sahibabad, Ghaziabad, Uttar Pradesh-201010



ATLAS CYCLES (HARYANA) LIMITED

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Annexure-A

Information pertaining to Directors seeking re-appointment as mentioned under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards.

Particulars	Mr. Chander Mohan Dhall
Age	62 years
Nationality	Indian
Date of first appointment on the Board	30 th September 2021
Qualifications & Experience	Mr. Chander Mohan Dhall is CWA/CMA by qualification and also possess a Master Degree of Commerce and is associated with the Company since 1996. Mr. Chander Mohan Dhall has experience of more than 40 years in serving several Companies in the field of Accounting & Finance and is presently serving the Company as Chief Financial Officer of the Company.
Specific Functional Area	Accounting, finance and taxation
Brief Profile	Mr. Chander Mohan Dhall is a Proficient Accounting and Finance professional with CWA/CMA degree in finance and more than 40 years' experience in the industry. He is serving the Company for past 28 years with excellent performance and accountability in financial sphere of the Company. He has also served the Company in capacity of Whole time Director of the Company from 30 th September 2021 till completion of his tenure on 29 th September 2024.
Number of shares held in the Company	Nil
Attendance in number of Board Meetings eligible during the financial year 2023-24.	Eight (8) Board Meetings
Memberships/Chairmanships of committees of other public companies (includes only Audit Committee and Stakeholders Relationship Committee in	Nil

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public limited companies) as on March 31, 2024.	
Relationships between Directors inter-se	None
Last drawn Remuneration	Basic Salary Rs. 58,000/- (Rupees Fifty Eight Thousand only) plus Special Allowance: 85,480/- (Eighty Five thousand four hundred Eighty only) and 12.33% Provident Fund on Basic salary
Remuneration Sought to be paid	As detailed in Explanatory Statement for Item No.1
Name of Listed entities in which the person also holds the directorship and the membership of Committees of the board (along with listed entities from which the person has resigned in the past three years)	None

By order of the Board of Directors
For Atlas Cycles (Haryana) Limited

Prakhar Rastogi
Company Secretary & Compliance Officer

Date: November 08th, 2024
Place: Sahibabad

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