



ATLAS CYCLES (HARYANA) LIMITED

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

Date: 30th May, 2024

The Manager, Capital Market (Listing)
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
Mumbai – 400051

The Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED 31.03.2024.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019, dated 08.02.2019, please find enclosed herewith Annual Secretarial Compliance Report for year ended 31.03.2024.

Kindly take this information in your records and oblige.

Thanking you,

For Atlas Cycles (Haryana) Limited

PRAKHAR Digitally signed by
PRAKHAR RASTOGI
RASTOGI Date: 2024.05.30
18:55:06 +05'30'

Prakhar Rastogi
Company Secretary &
Compliance Officer

Encl.: as above



Secretarial Compliance Report Of Atlas Cycles (Haryana) Limited for the year ended 2023-24

We have examined:

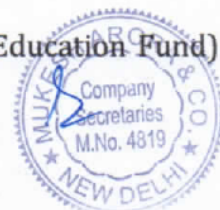
- (a) all the documents and records made available to us and explanation provided by Atlas Cycles (Haryana) Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 2023-24 in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, including:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) *Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) *Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) * Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) *Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) *Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) *Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016;
- (j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009;



(k) Securities and Exchange Board of India (Depository Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

(*Note: The Hon'ble National Company Law Appellate Tribunal (NCLAT), New Delhi vide order dated 02.08.2023 set aside the order passed by NCLT order dated 06.12.2022. In view of NCLAT order earlier removed board of directors by the NCLT took charge of the company w.e.f. 08.08.2023 (The new Board of Directors duly appointed by Hon'ble NCLT took charge of the company's affairs w.e.f. 09.12.2022).

We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks PCS*
1	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	YES	None
2	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations / circulars/ guidelines issued by SEBI 	YES YES	None None
3	<p><u>Maintenance and disclosures on Website:</u></p>		



	<ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	<p>YES</p> <p>YES</p> <p>YES</p>	<p>None</p> <p>None</p> <p>None</p>
4	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	<p>YES</p>	<p>None</p>
5	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	<p>NA</p> <p>NA</p>	<p>None</p> <p>None</p>
6	<p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as Documents per Policy of Preservation of and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	<p>YES</p>	<p>None</p>
7	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p>	<p>YES</p>	<p>None</p>



No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	YES	compliances were observed for any SEBI regulation/ circular/ guidance note etc. during the year under review.
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The trading in the securities of the company has been suspended from both NSE and BSE w.e.f. 18 January, 2020 and the suspension is continued till date.

Besides this there is no penalties pending against the company by National Stock Exchange and Bombay Stock Exchange for the i.e. 2023-24.

- The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. no	Compliance Requirement (Regulations/ circulars / Guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of violation	Details of violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
1	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

- The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. no	Compliance Requirement (Regulations/ circulars / Guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of violation	Details of violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
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1	<p>Non-compliance of Regulation 33 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") due to Non-finalization of financial results of the company for quarter/year ended March 2020, June 2020 & September 2020 on time due to covid-19 and countrywide full & partial lockdowns and non-</p>	<p>Regulation 33 and 34</p>		<p>BSE & NSE</p>	<p>Suspension & Fine/Penalty</p>	<p>Non-compliance of Regulation 33 and 34 of SEBI (LODR) 2015</p>	<p>BSE - 12,50,000 NSE - 3,10,000 (After waiver request)</p>	<p>The company has complied with the regulations and no further action is required to be taken by the company</p>	<p>The company has complied with the regulations by filing the pending financial results of the quarters and payment of the fines levied by NSE & BSE.</p>	<p>Fines imposed by both the stock exchanges have been paid by the company on 14-11-2023.</p>
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<i>cooperati on by one unit of the Company , under the day to day control of manage ment committe e of Sonepat unit.</i>									
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* Total Outstanding SOP fine for payment to NSE was Rs. 25,55,880 (Including GST) for previous years i.e. before 2023-24, however due to the submission of request letter to waive the penalty by the company, The committee of NSE had accepted the request of waiver for the penalty amounting to Rs. 15,48,000 (Excluding GST) imposed on the company and directed the company to pay penalty of Rs. 3,10,000/- (Excluding GST) regarding non-compliance with Regulation 33 of SEBI (LODR) 2015. The amount has been paid on 14-11-2023 by the company.

* The penalty levied by the BSE of Rs. 12,50,000/- due to non-compliance with Regulation 33 & 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for two consecutive quarters i.e., March 2020 & June 2020 has been paid on 14-11-2023 through RTGS.

**For Mukesh Arora & Co.
Company Secretaries**



(MUKESH ARORA)

Prop.

FCS No. 4819

CP No. 4405

UDIN NO:F004819F000464278

Place: New Delhi

Date: 28-05-2024