



## ATLAS CYCLES (HARYANA) LIMITED

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

### ATLAS CYCLES (HARYANA) LIMITED SONEPAT – 131001

Name of the Company : ATLAS CYCLES (HARYANA)  
LIMITED

Date of Annual General Meeting : 30<sup>th</sup> September, 2015

Total numbers of Shareholders  
on record date : 10790

No. of Shareholders present  
In the meeting either in person  
or through proxy

Promoters & Promoters group : 22  
Public : 188

No. of shareholders attended the  
Meeting through Video conferencing

Promoters & Promoters group : NIL  
Public : NIL

#### Detail of Agenda:

Item No.	Type of resolution	Resolution passed	Mode of voting (Poll / E-voting)
1.	Ordinary	To receive, consider and adopt a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015 and the Report of the Auditors thereon.	Poll & E-voting
2.	Ordinary	To appoint a Director in place of Mr. Hari Krishan Ahuja (DIN: 00315876) who has consented to retire by rotation for compliance with the requirements of Section 152 of the Companies Act, 2013 and being eligible offers himself for re-appointment.	Poll & E-voting

3.	Ordinary	To ratify the appointment of Messer Mehra Khanna & Co., Chartered Accountants (ICAI Firm Registration No. 001141N) the Statutory Auditors of the Company, who hold office until the conclusion of the Sixty Sixth AGM of the Company pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of Service tax, travelling and out of pocket expenses.	Poll & E-voting
4.	Ordinary	To Appoint Ms. Veena Buber (DIN: 07163537) as an Independent Woman Director.	Poll & E-voting
5.	Special	Confirmation of Appointment & Approval of Remuneration of Mr. Chander Mohan Dhall as the Manager of the Company.	Poll & E-voting
6.	Special	Approval Under Section 180(1)(C) of the Companies Act, 2013 for Exceeding Borrowing Power of the Company.	Poll & E-voting

### Results of Poll/ E-voting:

**Resolution No. 1 : Adoption of Audited Stand Alone & Consolidated Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date along with the reports of the Board of Directors and Auditors thereon.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter Group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

**Resolution No. 2 : Re-appointment of Mr. Hari Krishan Ahuja (DIN: 00315876), as Director of the Company retiring by rotation.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

**Resolution No. 3 : Ratification of the appointment of M/s Mehra Khanna & Co., Chartered Accountants (ICAI Firm Registration No. 001141N) as the Statutory Auditors of the Company for 1 year.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

**Resolution No. 4 : Appointment of Ms. Veena Buber (DIN: 07163537) as an Independent Woman Director of the Company.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter Group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

**Resolution No. 5 : Confirmation of appointment & approval of remuneration of Mr. Chander Mohan Dhall as the Manager of the Company.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

**Resolution No. 6 : Approval Under Section 180(1)(C) of the Companies Act, 2013 for Exceeding Borrowing Power of the Company upto Rs 150 Crore.**

Promoter /Public	No. of Share held (1)	No. of votes Polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1) * 100]$	No. of votes in favour (4)	No. of Votes Against (5)	% of votes in favour on votes polled (6) = $[(4)/(2) * 100]$	% of votes in against on votes polled (7) = $[(5)/(2) * 100]$
Promoter and Promoter group	14,54,565	10,42,475	71.67	10,42,475	NIL	100	NIL
Public – Institutional holders	14,627	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	17,82,727	1,18,182	6.63	1,17,971	211	99.82	0.18
Total	32,51,919	11,60,657	35.69	11,60,446	211	99.98	0.02

For ATLAS CYCLES (HARYANA) LIMITED

JASPREET SINGH  
COMPANY SECRETARY

To,  
The Chairman  
Atlas Cycle (Haryana) Limited  
Industrial Area , Atlas Road  
Sonapat-131001

Dear Sir,

**Sub: Scrutinizer's Report on e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration ) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.**

I, Dinesh Nangru ( M.no: 094779) proprietor of Dinesh Nangru & co, Practicing Chartered Accountant, had been appointed as the Scrutinizer by the Board of Directors of Atlas Cycles (Haryana) Limited vide resolution dated September 7<sup>th</sup>, 2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Sixty Forth Annual General Meeting of the Company to be held on September 30<sup>th</sup>, 2015.

The Notice dated September 7<sup>th</sup>, 2015 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on September 30<sup>th</sup>, 2015.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of September 23<sup>rd</sup>, 2015 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 6 in the Notice of the 64<sup>th</sup> AGM of Atlas Cycles (Haryana) Limited.

The voting period for e-voting commenced on, September 27<sup>th</sup>, 2015 and ended on September 29<sup>th</sup>, 2015 and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked. Votes cast through Physical ballot forms received on September 30<sup>th</sup>, 2015 were counted.

  


I have scrutinized and received the voting through electronic means and physical mode and votes tendered therein based on the data downloaded on October 03<sup>rd</sup>, 2015 from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1:-

To adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2015 and the Statement of Profit and Loss Account for the year ended on that date along with the Reports of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%

(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%

(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371



II. Resolution No. 2:-

To appoint a Director in place of Mr. Hari Krishan Ahuja (DIN: 00315876) who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%

(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%

(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371

III. Resolution No.3:-

To ratify the appointment of M/s Mehra Khanna & Co, Chartered Accountants (ICAI Firm Registered No, 001141N), as Statutory Auditors, who holds office until the conclusion of Sixty-Sixth AGM of the Company.





(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%

(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%

(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371

IV. Resolution No. 4:-

To consider and appoint Ms. Veena Buber(DIN 07163537) as an Independent Women Director.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%



(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%

(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371

V. Resolution No. 5:-

To consider, appoint and approve the Remuneration of Mr. Chander Mohan Dhall as the Manager of the Company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%

(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%



(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371

VI. Resolution No. 6:-

To consider and approve under Section 180(1)(C) of the Companies Act,2013 for Exceeding the Borrowing Power of the Company.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	379	0.03%
Physical	45	1160067	99.95%
Total	49	1160446	99.98%

(ii) Voted Against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	211	0.02%
Physical	0	0	0
Total	2	211	0.02%

(iii) Invalid votes:

	Total numbers of members whose votes were declared	Total numbers of Votes cast (Shares)
E-voting	0	0
Physical	17	237371
Total	17	237371



The Register, all other papers and relevant records relating to electronic voting and physical voting shall remain in our safe custody until the Chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the company secretary for keeping safe thereafter.

Thanking you

Yours Faithfully



CA Dinesh Nangru  
(Proprietor)  
M.No: 094779  
Dinesh Nangru & Co  
FRN: 015003N  
Chartered Accountant

Place : Delhi

Date : October 3<sup>rd</sup>, 2015