



## **Secretarial Compliance Report**

### **Of Atlas Cycles (Haryana) Limited for the year ended 2024-25**

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 2024-25 in respect of compliance with the provisions of:
  - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - ii. 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 for compliance by the company during the year under report, include:-

- (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) Regulations, 2014\*;
- (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 there under;

**[\*Note: During the year under report, no event has occurred attracting provisions of these Regulations]**

and based on the above examination, We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:  
We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

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

(b) 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.	Deviation	Action Taken by	Type of violation	Details of violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
-	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA



I. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks PCS*
1	<p><b><u>Secretarial Standards:</u></b></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><b><u>Adoption and timely update of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations / circulars/ guidelines issued by SEBI</li> </ul>	<p>YES</p> <p>YES</p>	<p>None</p> <p>None</p>
3	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are</li> </ul>	<p>YES</p> <p>YES</p> <p>YES</p>	<p>None</p> <p>None</p> <p>None</p>



	accurate and specific which re-directs to the relevant document(s)/ section of the website		
4	<b><u>Disqualification of Director:</u></b>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	YES	None
5	<b><u>To examine details related to Subsidiaries of listed entities:</u></b>  (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA  NA	None  None
6	<b><u>Preservation of Documents:</u></b> 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.	YES	None
7	<b><u>Performance Evaluation:</u></b> 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	YES	None
8	<b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall	NA	None





	provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit committee	NA	None
9	<b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	YES	None
10	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None
11	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> An action was taken against the listed entity by SEBI (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under.	NO	None
12	<b><u>Additional Non-compliances, if any:</u></b> No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	NO	None

**We further, the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations are not applicable to the listed entity.**

#### **Assumptions & limitation of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.



3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.

4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**FOR MUKESH ARORA & CO.**

**Place: New Delhi**  
**Date: 24-05-2025**

**MUKESH ARORA**  
**FCS NO.: 4819**  
**CP NO.: 4405**  
**UDIN: F004819G000428627**  
**Peer review No. 1317/2021**  
**Firm Registration No. S1999HR026200**