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

Date: 9th October, 2017

The Manager, Capital Market (Listing)
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400051
FAX NO. 022-26598237/38

The Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400001
FAX NO. 022-22721919/2037/2039/
2041/2061

SUB: ANNUAL REPORT UNDER REGULATION 34 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Sir,

Pursuant to Regulation 34 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Report for Financial Year 2016-17 approved by shareholders at 66th Annual General Meeting of the Company held on 28th September, 2017 at registered office of the Company at 4:00 P.M.

Kindly take this information in your record and oblige.

Thanking You.

For ATLAS CYCLES (HARYANA) LIMITED

LALIT LOHIA
COMPANY SECRETARY

ATLAS CYCLES
SONEPAT

Annual Report 2016-17

ATLAS
CYCLES (HARYANA) LTD.

ATLAS CYCLES (HARYANA) LIMITED

INDUSTRIAL AREA, ATLAS ROAD,
SONEPAT-131001
CIN : L35923HR1950PLC001614

BOARD OF DIRECTORS :

Mr. Hira Lal Bhatia (DIN: 00159258), Non Executive Director
Mr. I.D. Chugh (DIN: 00073257), Whole Time Director
Mr. Kartik Roop Rai (DIN: 06789287), Independent Director
Mr. Sanjiv Kavaljit Singh (DIN: 00015689), Independent Director
Ms. Sadhna Syal (DIN: 07837529), Additional Director

COMPANY SECRETARY
Mr. Lalit Lohia

REGISTERED OFFICE :
Industrial Area, Atlas Road,
Sonepat –131001 (Haryana)

SECRETARIAL AUDITORS :
Messers Mukesh Arora & Co.
Company Secretaries, Delhi

BANKERS :
Central Bank of India
Punjab National Bank
Bank of Baroda

BOARD COMMITTEES :

Audit Committee
Mr. Kartik Roop Rai (DIN: 06789287) Chairman
Mr. Sanjiv Kavaljit Singh (DIN: 00015689) Member
Mr. Hira Lal Bhatia (DIN: 00159258) Member

Stakeholders Relationship Committee
Mr. Hira Lal Bhatia (DIN: 00159258) Chairman
Mr. I. D. Chugh (DIN: 00073257) Member

Nomination & Remuneration Committee
Mr. Sanjiv Kavaljit Singh (DIN: 00015689) Chairman
Mr. Kartik Roop Rai (DIN: 06789287) Member
Mr. Hira Lal Bhatia (DIN: 00159258) Member

UNITS :

SONEPAT UNIT
Atlas Road, Industrial Area,
Sonepat - 131001 (Haryana)

SAHIBABAD UNIT
Plot No. 55, Site-IV,
UPSIDC, Industrial Area,
Sahibabad - 201010 (U.P.)

MALANPUR UNIT
Plot No. U-16, 17, 21 & 22,
Malanpur Industrial Area,
Near Gwalior,
Distt. Bhind (M. P.)

STATUTORY AUDITORS :
Messers Mehra Khanna & Co.,
Chartered Accountants, Delhi

REGISTRAR AND SHARE TRANSFER AGENTS :
Mas Services Limited
T-34, 2nd Floor, Okhla Industrial
Area, Phase-2, New Delhi-110020
Tel: (011) 26387281, 82, 83
E-mail : info@masserv.com

STOCK EXCHANGE(S) WHERE COMPANY'S SECURITIES ARE REGISTERED
National Stock Exchange of India Limited
BSE Limited

E-MAIL
companysecretary@atlascycles.co.in

WEBSITE
www.atlasbicycles.com

CORPORATE IDENTITY NUMBER
CIN : L35923HR1950PLC001614

CONTENTS

PARTICULARS	Page No.
Directors' Report	2
Corporate Governance Report	22
CEO/CFO Certification	33
Management Discussion & Analysis Report	34
Auditors' Report	36
Balance Sheet	40
Statement of Profit & Loss	41
Cash Flow Statement	42
Notes to Financial Statement	43
Consolidated Auditors' Report	58
Consolidated Balance Sheet	59
Consolidated Statement of Profit & Loss	60
Consolidated Cash Flow Statement	61
Consolidated Notes to Financial Statement	62

BOARD'S REPORT / DIRECTORS' REPORT 2017

CIN: L35923HR1950PLC001614

TO THE MEMBERS:-

Your directors are delighted to present Sixty Sixth (66th) Annual Report of your Company along with the Audited Statement of Accounts for the year ended 31st March 2017.

FINANCIAL HIGHLIGHTS, STATE OF COMPANY AFFAIRS & FUTURE PROSPECTS

(₹ In Lacs)

Particulars	Standalone		Consolidated	
	F.Y. 2016-17	F.Y. 2015-16	F.Y. 2016-17	F.Y. 2015-16
Revenue from operations (Gross)	72,646.74	60,850.72	72,646.74	60,850.72
Total Income	68,810.29	57,177.63	68,810.29	57,177.63
Total Expenses	68,308.03	57,771.24	68,309.01	57,773.46
Profit Before Tax (after exceptional Item)	502.26	(593.61)	501.28	(595.83)
Tax Expenses (including Deferred tax)	197.65	(267.87)	197.65	(267.87)
Profit After tax	304.61	(325.74)	303.63	(327.96)

As committed last year, the Company has shown remarkable recovery in F.Y. 2016-17 and has earned profit this year, Inspite of incurring heavy losses in F.Y. 2015-16 due to non performance of Malanpur Unit, which is being closed down. The Net Profit of the Company during the F.Y. 2016-17 were ₹ 304.61 Lacs as against losses of ₹ 325.74 lacs during the F.Y. 2015-16.

PRODUCTION

During the year under consideration, the Company produced 25,13,691 bicycles as against 21,45,411 bicycles in the previous year.

SALES

Sales during the year amounted to ₹ 68427.58 lacs including the sales to foreign countries as against ₹ 57099.00 Lacs including the sales to foreign countries in the previous year.

TRANSFER TO RESERVES

The Company proposes to transfer NIL to the General Reserve for the F.Y. 2016-17 as against NIL to General Reserve in the previous year.

EXPORTS

During the period under consideration, your Company exported bicycles and bicycle components to several countries thereby earning valuable foreign exchange of ₹ 1942.32 Lacs.

SHARE CAPITAL

The paid up Equity Share Capital as at 31st March 2017 stood at ₹ 3,25,19,190/- i.e. 32,51,919 Equity Shares of ₹ 10 each. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31st March 2017, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

DIVIDEND

Since the books are not in good shape, owing to continued losses in last 3 years (i.e. F.Y. 2013-14 to 2015-16), no Dividend has been declared, even after profit for Financial Year 2016-17.

CONSOLIDATED ACCOUNTS

The Consolidated Financial Statements of the Company are prepared in accordance with relevant Accounting Standards viz. AS-21, AS-23 and AS-27 issued by the Institute of Chartered Accountants of India and forming part of this Annual Report. The three wholly owned subsidiary companies of the Company are yet to commence its business.

CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business.

PERFORMANCE OF THE UNITS

Performance of Sahibabad unit was very good during the year. Sales increased both in terms of number of cycles sold as well as in value. Profit of Sahibabad unit was at all time high level. A series of new models was launched by the name called **ULTIMATE** in the premium segment.

Sonepat Unit's performance was better compared to previous year and Malanpur Unit of the Company is closed and is in the process of being sold.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (2) read with Part B of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Annual Report.

DIRECTORS

Mr. Hira Lal Bhatia (DIN: 00159258) is retiring by rotation at 66th Annual General Meeting and being eligible, offers himself for re-appointment.

Further, pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the shareholders may take note that Mr. Hira Lal Bhatia, Non Executive Director of the Company holds Nil equity shares in the Company as on the date of this report.

Ms. Veena Buber (DIN: 07163537), Non-Executive Director of the Company, resigned from the Board w.e.f 1st April 2017.

Ms. Sadhna Syal (DIN: 07837529) was appointed as Additional

Director of the Company w.e.f 2nd June 2017. The Company has received a notice in writing from a member along with deposit of the requisite amount pursuant to Section 160 of the Act, proposing her candidature for the office of Independent Director of the Company, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013 and the Board of Directors at its meeting held on 4th August, 2017 noted such notice and proposed her appointment as Independent Director of the Company for a consecutive term of 5 years, subject to shareholders approval at 66th Annual General Meeting of the Company.

In the Board Meeting held on 4th April 2017, the Board of Directors perused and took note of the statement of declarations received from the Independent Directors viz; Mr. Sanjiv Kavaljit Singh (DIN: 00015689) and Mr. Kartik Roop Rai (DIN: 06789287) that they fulfill all the criteria of Independent director envisaged in Regulation 16(1)(b) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2016 and under Section 149(6) of the Companies Act, 2013.

CRITERIA FOR MAKING PAYMENT TO NON-EXECUTIVE DIRECTORS

Non-Executive Directors are paid only sitting fees of ₹ 15,000 for attending the Board Meeting and ₹ 5000 for attending the Committee Meeting of the Company.

KEY MANAGERIAL PERSONNEL

In the capacity of Key Managerial Personnel, the Company has following officers :

1. Mr. Ishwar Das Chugh, Whole Time Director (DIN 00073257)
2. Mr. Chander Mohan Dhall, Chief Financial Officer
3. Mr. Narendra Pal Singh, Chief Executive Officer
4. *Mr. Lalit Lohia, Company Secretary

*Mr. Jaspreet Singh was the Company Secretary and Key Managerial Personnel of the Company for the F.Y. 2016-17. He resigned as Company Secretary of the Company w.e.f. 10.04.2017 and ceased to Key Managerial Personnel of the Company from such date. Mr. Lalit Lohia was appointed as Company Secretary of the Company w.e.f. 02.05.2017 and is Key Managerial Personnel of the Company from such date.

Mr. Chander Mohan Dhall, whose tenure as Chief Financial Officer of the Company was expiring on 31st March 2017 was re-appointed as Chief Financial Officer of the Company in board meeting dated 10th March, 2017 for the period 1st April 2017 to 31st March 2018. Mr. Narendra Pal Singh, whose tenure as Chief Executive Officer of the Company was expiring on 31st March 2017 was re-appointed as Chief Executive Officer of the Company in board meeting dated 10th March, 2017 for the period 1st April 2017 to 31st March 2018.

COMPLIANCE CERTIFICATE BY CHIEF FINANCIAL OFFICER AND CHIEF EXECUTIVE OFFICER

Board of Directors in the board meeting held on 4th August 2017 took note of the Compliance Certificate duly signed by Mr. Chander Mohan Dhall, Chief Financial Officer and Mr. Narendra Pal Singh, Chief Executive Officer that they have reviewed financial statements and cash flow statement etc. for the financial year ended 31st March, 2017 as per Regulation 17(8) read with Schedule II Part B of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Such ceritificate is annexed with Corporate Governance Report and forms Integral part of this Annual Report.

PERFORMANCE OF BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) & Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a healthy discussion was held among directors after taking into consideration of the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance in the Board Meeting held on 4th August 2017.

The performance evaluation of the Independent Directors as per Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was completed. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors as per Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors expressed their satisfaction with the evaluation process.

NUMBER OF MEETINGS OF THE BOARD

There were total of 11 number of Board Meetings held during the financial year 2016-17. Further details are provided in the Corporate Governance Report.

DEPOSITS (INCLUDING LOANS FROM MEMBERS)

The Sahibabad Unit has already repaid to all its deposit holders. Sonepat and Malanpur Units of the Company are in the process of repaying to all their deposit holders. The Company has not accepted any further deposit from the public or members during the year.

The company has not repaid deposits as per requirement of Companies Act, 2013. However, company have applied for extension of repayment of fixed deposit to NCLT (National Company Law Tribunal) and repayment are being made as per directions of NCLT.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

There were NIL Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

VIGIL MECHANISM / WHISTLE BLOWER MECHANISM

The Company has a whistle blower policy to report genuine concerns or grievances. The Whistle Blower Policy has been posted on the website of the Company and whistle blower mechanism is reviewed regularly by the Audit Committee of the Company. There were Nil complaints recorded under Whistle Blower Mechanism during the year.

NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy, which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The details of this policy are explained in the Corporate Governance Report.

RISK MANAGEMENT POLICY

The Company has developed and implemented the risk management policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company. The Company has formulated a Risk Management Committee which discussed the impact and acceptability of all risks to which Company is exposed. It also discussed to take suitable action or propose to the Board of Directors for taking any suitable action for minimizing the risks. Accordingly, it has considered to study risks by dividing them into following categories :

1. Strategic Risk Assessment
2. Operation Risk Assessment
3. Compliance Risk Assessment
4. Internal Audit Risk Assessment
5. Financial Statement Risk Assessment
6. Fraud Risk Assessment
7. Market Risk Assessment
8. Credit Risk Assessment
9. Customer Risk Assessment
10. Supply Chain Risk Assessment
11. Product Risk Assessment
12. Security Risk Assessment
13. Information Technology Risk Assessment
14. Project Risk Assessment

The Risk Manag ement Committee emphasized that unacceptable risk needs to be "designed out" of the system consciously at all stages, at all levels, in all areas, for example:- management structure, purchasing, contracting, development, maintenance, and human factors. More details are explained in the Corporate Governance Report also.

Since our company is not among top 100 listed companies determined on the basis of market capitalization at the end of F.Y. 2016-17 (Source: NSE/ BSE websites) it is not mandatory for our company to maintain such committee. The Board of Directors at its meeting held on 4th August, 2017 has dissolved Risk Management Committee on the basis of aforesaid grounds.

RELATED PARTY TRANSACTIONS

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 are not attracted. Thus disclosure in form AOC-2 is not required. Further, there are no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel and there are no related party transactions which exceeds ten percent of the annual consolidated turnover of the Company as per last audited financial statements of the Company. The Company has developed a Related Party Transactions framework through Standard Operating Procedures for the purpose of identification and monitoring of such transactions.

All Related Party Transactions are placed before the Audit Committee on quarterly basis for confirmation. Omnibus approval was obtained on a yearly basis for transactions which are repetitive in nature subject to further approval, in case actual transactions are found to be exceeding the omnibus approval. A statement giving details of all Related Party Transactions are placed before the Audit Committee for review on quarterly basis.

A Policy on Material Related Party Transactions as approved by the Board of Directors has been uploaded on the website of the Company www.atlasbicycles.com. None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators / Courts that would impact the going concern status of the Company and its future operations.

CORPORATE GOVERNANCE

The Company complies with the clauses of Listing Agreement entered into with the National Stock Exchange of India Limited and BSE Limited where the Company's shares are listed and the Company complies with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, in terms of the provisions of Section C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company has complied with the requirements of Corporate Governance and a Report on Corporate Governance together with certificate from the Company's Statutory Auditors confirming compliance, is set out in a statement, which forms part of this Annual Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9, as required under Section 92 of the Companies Act, 2013, is annexed to this Report and forms an integral part of this Report.

STATUTORY AUDITORS AND AUDITORS' REPORT

M/s Mehra Khanna & Co., Chartered Accountants, (Firm Registration Number: 01141N) were re-appointed in the 63rd Annual General Meeting for a period of 3 years upto the conclusion of 66th Annual General Meeting. Their tenure is expiring in 66th Annual General Meeting.

The Board of Directors at its meeting held on 4th August, 2017 approved appointment of M/s Dinesh Nangru & Co., Chartered Accountants (Firm Registration No. 015003N) in place of M/s Mehra Khanna & Co., Chartered Accountants for a term of five years commencing from F.Y. 31st March, 2018 to hold office from the conclusion of the 66th Annual General Meeting of the Company till the conclusion of the 71st Annual General Meeting on such remuneration plus GST, out of pocket expenses, as may be mutually agreed between Board and M/s Dinesh Nangru & Co., subject to the approval of shareholders in 66th Annual General Meeting. As required under the provisions of Section 139 of the Companies Act, 2013, the Company has obtained written confirmation dated 2nd August 2017 which was noted in the Board Meeting held on 4th August 2017 from M/s Dinesh Nangru & Co., Chartered Accountants that their appointment, if made, would be in conformity with the limits specified in the said section and their firm is subjected to peer review by ICAI and hold its valid certificate.

The qualifications or remarks in the Auditor's Report read with Notes to financial statements are self explanatory.

SECRETARIAL AUDITOR AND SECRETARIAL AUDITOR'S REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company has appointed M/s Mukesh Arora & Company, a firm of Company Secretaries in Practice (Certificate of Practice Number : 4405) to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed to this report and forms an integral part of this Report.

COST AUDIT

As per the requirement of Central Government and pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is not required to carry out audit of cost records relating to Bicycle Industry. Accordingly, your Company did not appoint Cost Auditor in this financial year.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Your Company has an effective internal control and risk mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The Company has appointed Mr. Harish Kumar Arora as Internal Auditor of the Sonepat Unit of the Company, Mr. Gopal D. Girdharwal, as Internal Auditor of the Sahibabad Unit of the Company and Mr. Sanjay Kapur, Joint President of Malanpur Unit of the Company is reporting on internal control and audit procedures followed. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Company actively reviews the adequacy of internal control systems and effectiveness of internal audit function.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Requirements relating to Corporate Social Responsibilities as envisaged in Schedule VII of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable on our Company.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATION

Your Company strives to provide the best working environment with ample opportunities to grow and explore. Your Company maintains a work environment that is free from physical, verbal and sexual harassment. Every initiative and policy of the Company takes care of welfare of all its employees. The human resource development function of the Company is guided by a strong set of values and policies. The details of initiatives taken by the Company for the development of human resource are given in Management Discussion and Analysis Report. The Company maintained healthy, cordial and harmonious industrial relations at all levels throughout the year.

STATUTORY INFORMATION

The Business Responsibility Reporting as required by Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to your Company for the year under review.

PERSONNEL AND PARTICULARS OF EMPLOYEES

The industrial relations with the workers and staff of the Company remained cordial throughout the year. There was unity of objective among all levels of employees, continuously striving for improvement in work practices and productivity. Training and development of employees continue to be an area of prime importance.

Particulars of the employees as required under section 197 (12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended 31st March 2017 is annexed to this report and forms an integral part of this report.

None of the employees listed in the said Annexure is a relative of any Director of the Company. Apart from Mr. Vikram Kapur, President of Sonepat Unit, Mr. Rajiv Kapur, Joint President of Sonepat Unit, Mr. Gautam Kapur, Joint President of Sahibabad Unit, Mr. Girish Kapur, Joint President of Sahibabad Unit and Mr. Sanjay Kapur, Joint President of Malanpur Unit, none of the employees hold (by himself or along with his spouse and dependent children) more than two percent of the equity shares of the Company.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

There were NIL cases of sexual harassment filed during the Financial Year.

LISTING OF COMPANY'S EQUITY SHARE

Your Company's shares continue to be listed on BSE Limited and National Stock Exchange of India Limited. The annual listing Fee for the year 2016-2017 has been paid to BSE Limited and National Stock Exchange of India Limited within stipulated time.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended 31st March 2017 is given here below :

CONSERVATION OF ENERGY

SONEPAT UNIT

The following measures were taken:-

a) Energy saving by using Tube wells through two nos 80 KL tanks (Settling) as the running hours of tube wells is being reduced.

b) Automatic power factor panel installed resulting into power saving.

c) Conveyors are being re layout, according to sections re layout resulting into less material movements finally reduced operator fatigue.

d) Low temperature Chemicals introduce in Phosphating line resulting into saving in energy cost, due to reduction in Boiler running hours. Also improvement in product quality as fine crystalline coating of the phosphating layer having more coating life.

SAHIBABAD UNIT

The following measures were taken:-

a) To save energy, 2000 normal tube lights were replaced with LED tube lights.

b) Copper Bus Bar was modified at Debrassing stage for better flow of current.

TECHNOLOGY ABSORPTION

SONEPAT UNIT

The following efforts were made:-

a. Converted all Brazing operation with PNG which is more efficient and Environment friendly (use HSD on emergency only).

SAHIBABAD UNIT

The following efforts were made:-

a. Pouring system of white paint on tail-end of mudguard was mechanized in place of manual working.

b. BB cups and shockers fitting with frames were mechanized for better productivity & quality.

c. The expenditure incurred on Research and Development : ₹ 18.10 lacs.

FOREIGN EXCHANGE EARNING AND OUTGO

Total foreign exchange earned: ₹ 1942.32 lacs

Total foreign exchange used: ₹ 113.54 lacs

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013 that:

I. In the preparation of the Annual Accounts for the year ended 31st March 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

II. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31st March 2017 and of the profit of the Company for the year ended on that date.

III. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities, to the best of the knowledge and ability of the Directors.

IV. The Annual Accounts have been prepared on a going concern basis.

V. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

VI. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls with reference to Financial Statements are found to be adequate by the Statutory Auditors of the Company.

REPORT ON THE HIGHLIGHTS OF PERFORMANCE OF ITS SUBSIDIARY COMPANIES, JOINT VENTURES, ASSOCIATE COMPANIES AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY

The Company has 3 (three) wholly owned subsidiary companies viz. Atlas Cycles Sonepat Limited, Atlas Cycles (Sahibabad) Limited and Atlas Cycles (Malanpur) Limited. These companies are yet to commence its business and accordingly there are no highlights of performance or their contribution to the overall performance of the Company to reflect during the year. The Annual Reports of Subsidiary Companies are available for download at www.atlasbicycles.com. Apart from these, the Company do not have any associate companies and joint ventures.

Form AOC-1 containing salient features of 3 wholly owned subsidiary companies duly certified by Statutory Auditors of the Company under section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 are annexed herewith. There are no associate companies as per definition given in Section 2(6) of the Companies Act, 2013.

There are no companies which have become or ceased to be subsidiary companies, associate companies or joint ventures during the year.

ACKNOWLEDGEMENT

The Board of Directors wishes to place on record its appreciation for the commitment, dedication and hard work done by the employees in the Company and the cooperation extended by Banks, Government authorities, customers and shareholders of the Company and looks forward to a continued mutual support and co-operation.

HIRA LAL BHATIA
(DIN: 00159258)
3-B/11, N.E.A., Utri Marg,
New Delhi – 110060

ISHWAR DAS CHUGH
(DIN: 00073257)
I-73, Naraina Vihar,
New Delhi - 110028

} DIRECTORS

Date : 4th August 2017
Place : New Delhi

FORM MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014].

To
The Members,
Atlas Cycles (Haryana) Limited
Atlas Road, Industrial Area,
Sonepat -131001,
Haryana

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Atlas Cycles (Haryana) Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 ('Audit Period'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz:-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable as the company did not issue any security during the financial year under review.)**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable as the company has not granted any options to its employees during the financial year under review);**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable as the company has not issued any debt securities during the financial year under review);**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **(Not applicable as the company has not Delist its Equity Shares during the financial year under review); and**

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 (Not applicable as the company has not bought back any of its securities during the financial year under review);

(vi) Any other applicable laws like Factories Act, 1948, The Payment of Gratuity Act, 1972;

I have also examined compliance with the applicable clauses / regulations of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India i.e. Secretarial Standards-1(Meeting of the Board of Directors) & Secretarial Standards-2 (General Meetings)

(ii) The Listing Agreements entered into by the Company with National Stock Exchange **(NSE)** and Bombay Stock Exchange **(BSE)**.

(iii) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at Board Meeting and Committee are carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Mukesh Arora & Co.

Practicing Company Secretaries
Mukesh Arora
F.C.S No. 4819
C.P No. 4405

Date : 3rd August, 2017
Place : New Delhi

This report is to be read with our letter of even date which is annexed as Annexure-A and forms an integral part of this report.

Annexure A

To
The Members,
Atlas Cycles (Haryana) Limited
Atlas Road, Industrial Area
Sonepat -131001, Haryana

My report of even date is to be read along with this letter

1. Maintenance of Secretarial Record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of Accounts of the company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the Verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
(Mukesh Arora)

Practicing Company Secretary
Member ship No. 4819
Certificate of Practice No. 4405

Date: 3rd August, 2017
Place: New Delhi

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L35923HR1950PLC001614
2.	Registration Date	31st March,1950
3.	Name of the Company	Atlas Cycles (Haryana) Limited
4.	Category/Sub-category of the Company	Public company / Limited by shares
5.	Address of the Registered office & contact details	Atlas Cycles (Haryana) Limited, Industrial Area, Atlas Road,Sonepat –131001 (Haryana)
6.	Whether Listed or Unlisted	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	MAS SERVICES LIMITED T-34, 2nd Floor, Okhla Industrial Area, Phase-2, New Delhi-110020 Tel: (0110 26387281, 82, 83) Email : info@masserv.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacturers of Bicycles	3761 & 3768	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1	Atlas Cycles (Malanpur) Limited	U35929HR1999PLC034259	SUBSIDIARY	100%	2(87)
2	Atlas Cycles (Sahibabad) Limited	U35929HR1999PLC034260	SUBSIDIARY	100%	2(87)
3	Atlas Cycles Sonepat Limited	U35929HR1999PLC034261	SUBSIDIARY	100%	2(87)

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a) Individual/ HUF	771310	62639	833949	25.65	763201	62639	825840	25.4	-0.25
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	33532	587084	620616	19.08	201638	392587	594225	18.27	-0.81
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A)	**804842**	**649723**	**1454565**	**44.73**	**964839**	**455226**	**1420065**	**43.67**	**-1.06%**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	Nil	953	953	0.03	Nil	953	953	0.03	Nil
b) Banks / FI	13805	Nil	13805	0.42	1656	0	1656	0.05	-0.37%
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	9147	Nil	9147	0.29	Nil	Nil	Nil	Nil	-0.29
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1):-	22952	953	23905	0.74	1656	953	2609	0.08	-0.66
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	196963	5073	202036	6.21	331961	5073	337034	10.36	4.15
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital up to ₹ 1lakh	1142388	188752	1331140	40.93	1061431	180959	1242390	38.20	-2.73
ii) Individual shareholders holding nominal share capital in excess of ₹ 1lakh	151284	23770	175054	5.38	117177	11895	129072	3.97	-1.41
c) Others (specify)									
Non Resident Indians	13465	297	13762	0.42	34064	297	34361	1.06	0.64
Overseas Corporate Bodies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Foreign Nationals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Clearing Members	51456	Nil	51456	1.58	86387	Nil	86387	2.66	1.08
Trusts	1	Nil	1	Nil	1	Nil	1	Nil	Nil
Foreign Bodies - D R	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2):-	**1555557**	**217892**	**1773449**	**54.53**	**1631021**	**198224**	**1829245**	**56.25**	1.73
Total Public Shareholding (B)= (B)(1)+ (B)(2)	**1578509**	**218845**	**1797354**	**55.27**	**1632677**	**199177**	**1831854**	**56.33**	**1.06**
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	**2383351**	**868568**	**3251919**	**100**	**2597516**	**654403**	**3251919**	**100**	**Nil**

B) Shareholding of Promoters-

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Sanjay Kapur	106,599	3.28	0.00	106599	3.28	0.00	0.00
2	Sanjay Kapur (HUF)	18,339	0.56	0.00	18,339	0.56	0.00	0.00
3	Vikram Kapur	45,534	1.40	0.00	45,534	1.40	0.00	0.00
4	Vikram Kapur(HUF)	20,660	0.64	0.00	20,660	0.64	0.00	0.00
5	Gautam Kapur	129504	3.98	0.00	129504	3.98	0.00	0.00
6	Girish Kapur	61,255	1.88	0.00	61,255	1.88	0.00	0.00
7	Girish Kapur(HUF)	18,465	0.57	0.00	18,465	0.57	0.00	0.00
8	Rajiv Kapur	43,145	1.33	0.00	43,145	1.33	0.00	0.00
9	Rajiv Kapur(HUF)	47,219	1.45	0.00	47,219	1.45	0.00	0.00
10	Jai Dev Kapur	17,442	0.54	0.00	17,442	0.54	0.00	0.00
11	Salil Kapur	266	0.01	0.00	266	0.01	0.00	0.00
12	Arun Kapur	39,276	1.20	0.00	39,276	1.20	0.00	0.00
13	Neely Kapur	162	0.00	0.00	162	0.00	0.00	0.00
14	Angad Kapur	25,900	0.80	0.00	25,900	0.80	0.00	0.00
15	Meera Kapur	11,823	0.36	0.00	11,823	0.36	0.00	0.00
16	Bimla Kapur	15,785	0.48	0.00	15,785	0.48	0.00	0.00
17	B.D. Kapur (HUF)	18,119	0.56	0.00	18,119	0.56	0.00	0.00
18	Achla Bawa	950	0.03	0.00	950	0.03	0.00	0.00
19	Rahul Kapur	12,828	0.39	0.00	12,828	0.39	0.00	0.00
20	Rishav Kapur	12,829	0.39	0.00	12,829	0.39	0.00	0.00
21	Radhika Girish Kapur	60,617	1.86	0.00	60,617	1.86	0.00	0.00
22	Bindu Kapur	12,131	0.37	0.00	12,131	0.37	0.00	0.00
23	Abhinav Kapur	24,350	0.75	0.00	24,350	0.75	0.00	0.00
24	Malti P Mehra	1	0.00	0.00	1	0.00	0.00	0.00
25	Sita Singh	2,668	0.08	0.00	0.00	0.00	0.00	-0.08
26	Ashwin Kapur	13,099	0.40	0.00	13,099	0.40	0.00	0.00
27	Prashant Kapur	13,099	0.40	0.00	13,099	0.40	0.00	0.00
28	Sakshi Kapur	7,635	0.23	0.00	6,730	0.21	0.00	-0.02
29	Siddhant Kapur	26,198	0.81	0.00	21,662	0.67	0.00	-0.14
30	Renu Aggarwal	1	0.00	0.00	1	0.00	0.00	0.00
31	Shri Jagdish Kapur(HUF)	17,224	0.53	0.00	17,224	0.53	0.00	0.00
32	Madhvi Malhotra	10,916	0.34	0.00	10,916	0.34	0.00	0.00
33	Milton cycle Industries Ltd.	3,25,846	10.02	0.00	3,25,846	10.02	0.00	0.00
34	Limrose Engg. Works Pvt. Ltd.	2,57,650	7.92	0.00	2,57,650	7.92	0.00	0.00
35	Corona Rim Mfg. Co. Ltd	3,588	0.11	0.00	3,588	0.11	0.00	0.00
36	Jankidas & Sons Pvt. Ltd	33,532	1.03	0.00	7,141	0.22	0.00	-0.81
	TOTAL	**14,54,565**	**44.72**	**0.00**	**14,20,065**	**43.67**	**0.00**	-1.05

C) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding During the Year (01-04-16) to (31-03-17)	
		No. of shares at the beginning of the year (01-04-16)	% of total shares of the company				No. of shares	% of total shares of the company
1.	Sita Singh	2668	0.08	3/31/2016			2668	0.08
				1/27/2017	1724	Sale	944	0.03
				2/3/2017			944	0.03
				2/10/2017	944	Sale	0	0.00
2.	Sakshi Kapur	7,635	0.23	3/31/2016			7635	0.23
				1/27/2017	905	Sale	6730	0.21
				3/31/2017			6730	0.21
3.	Siddhant Kapur	26,198	0.81	3/31/2016			26198	0.81
				1/18/2017	4536	Sale	21662	0.67
				3/31/2017			21662	0.67
4.	Jankidas & Sons Pvt. Ltd.	33,532	1.03	3/31/2016			33532	1.03
				6/3/2016	5440	Sale	28092	0.86
				6/10/2016	19751	Sale	8341	0.26
				6/17/2016	1200	Sale	7141	0.22
				3/31/2017			7141	0.22

D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding During the Year (01-04-16) to (31-03-17)	
		No. of shares at the beginning of the year (01-04-16)	% of total shares of the company				No. of shares	% of total shares of the company
1.	SANJEEV RAGHUBANS KANWAR	13331	0.41	3/31/2016			13331	0.41
				3/31/2017			13331	0.41
2.	MEERA HARSHADKUMAR TANNA	22766	0.70	3/31/2016			22766	0.70
				10/14/2016			22766	0.70
				10/21/2016	22766	Sale	0	0.00
3.	HARSHADKUMAR PRABHUDAS TANNA	31905	0.98	3/31/2016			31905	0.98
				10/14/2016			31905	0.98
				10/21/2016	31905	Sale	0	0.00
4.	MY MONEY CAPITAL SERVICES PVT. LIMITED	5826	0.18	4/8/2016			5826	0.18
				10/7/2016	8000	Buy	13826	0.43
				3/17/2017	5000	Sale	8826	0.27
				3/31/2017	8005	Buy	16831	0.52
5.	VARSHA VORA	14571		3/31/2016			14571	0.45
				3/31/2017			14571	0.45
6.	GLOBE CAPITAL MARKET LTD	10256		4/8/2016			10256	0.32
				4/15/2016	304	Buy	10560	0.32
				4/22/2016	2415	Buy	12975	0.40
				4/29/2016	1639	Sale	11336	0.35
				5/6/2016	40	Sale	11296	0.35
				5/13/2016	130	Buy	11426	0.35
				5/20/2016	455	Sale	10971	0.34
				5/27/2016	10	Buy	10981	0.34

S. No.	Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding During the Year (01-04-16) to (31-03-17)	
		No. of shares at the beginning of the year (01-04-16)	% of total shares of the company				No. of shares	% of total shares of the company
				6/3/2016	70	Buy	11051	0.34
				6/10/2016	100	Sale	10951	0.34
				6/17/2016	1938	Buy	12889	0.40
				6/24/2016	395	Buy	13284	0.41
				6/30/2016	202	Sale	13082	0.40
				7/8/2016	300	Buy	13382	0.41
				7/15/2016	80	Sale	13302	0.41
				7/22/2016	50	Sale	13252	0.41
				7/29/2016	500	Buy	13752	0.42
				8/5/2016	250	Sale	13502	0.42
				8/12/2016	346	Buy	13848	0.43
				8/19/2016	3499	Buy	17347	0.53
				8/22/2016	390	Buy	17737	0.55
				8/26/2016	2025	Sale	15712	0.48
				9/2/2016	1463	Sale	14249	0.44
				9/9/2016	68	Buy	14317	0.44
				9/16/2016	795	Buy	15112	0.46
				9/23/2016	15	Buy	15127	0.47
				9/28/2016	639	Sale	14488	0.45
				9/30/2016	100	Buy	14588	0.45
				10/7/2016	455	Sale	14133	0.43
				10/14/2016	331	Sale	13802	0.42
				10/21/2016	1365	Sale	12437	0.38
				10/28/2016	226	Buy	12663	0.39
				11/4/2016	146	Sale	12517	0.38
				11/11/2016	21	Sale	12496	0.38
				11/18/2016	4977	Buy	17473	0.54
				11/25/2016	434	Buy	17907	0.55
				12/2/2016	500	Sale	17407	0.54
				12/9/2016	25	Sale	17382	0.53
				12/16/2016	150	Buy	17532	0.54
				12/23/2016	65	Sale	17467	0.54
				12/30/2016	150	Sale	17317	0.53
				1/6/2017	145	Sale	17172	0.53
				1/13/2017	77	Sale	17095	0.53
				1/16/2017	607	Buy	17702	0.54
				1/17/2017	120	Sale	17582	0.54
				1/18/2017	20	Sale	17562	0.54
				1/19/2017	81	Buy	17643	0.54
				1/20/2017	122	Buy	17765	0.55
				1/27/2017	480	Sale	17285	0.53
				2/3/2017	20	Buy	17305	0.53
				2/10/2017	58	Sale	17247	0.53
				2/17/2017	125	Sale	17122	0.53
				2/24/2017	1588	Buy	18710	0.58
				3/3/2017	30	Buy	18740	0.58
				3/10/2017	425	Buy	19165	0.59
				3/17/2017	253	Sale	18912	0.58
				3/24/2017	31	Sale	18881	0.58
				3/31/2017	146	Sale	18735	0.58
7.	Ramesh Chand	31000		3/31/2016			31000	0.95
				12/30/2016	1000	Sale	30000	0.92
				3/31/2017			30000	0.92

S. No.	Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding During the Year (01-04-16) to (31-03-17)	
		No. of shares at the beginning of the year (01-04-16)	% of total shares of the company				No. of shares	% of total shares of the company
8.	ICICI BANK LIMITED	11005		3/31/2016			11005	0.34
				4/22/2016	247	Sale	10758	0.33
				5/20/2016	1	Buy	10759	0.33
				6/24/2016	300	Sale	10459	0.32
				7/22/2016	10	Buy	10469	0.32
				7/29/2016	412	Sale	10057	0.31
				8/12/2016	158	Buy	10215	0.31
				8/19/2016	35	Sale	10180	0.31
				8/26/2016	39	Buy	10219	0.31
				9/2/2016	237	Sale	9982	0.31
				9/23/2016	209	Sale	9773	0.30
				9/30/2016	35	Sale	9738	0.30
				10/21/2016	580	Sale	9158	0.28
				10/28/2016	50	Sale	9108	0.28
				11/4/2016	5000	Buy	14108	0.43
				11/11/2016	601	Buy	14709	0.45
				11/25/2016	2	Buy	14711	0.45
				12/2/2016	1	Sale	14710	0.45
				12/9/2016	125	Buy	14835	0.46
				12/23/2016	423	Buy	15258	0.47
				12/30/2016	1741	Buy	16999	0.52
				1/13/2017	2260	Sale	14739	0.45
				1/16/2017	882	Sale	13857	0.43
				1/17/2017	989	Buy	14846	0.46
				1/24/2017	14846	Sale	0	0.00
9.	MY MONEY SECURITIES LTD.	50000		3/31/2016			50000	1.54
				3/31/2017			50000	1.54
10.	RAMNATH RAMDITTAMAL MUKHIJA	26911		3/31/2016			26911	0.83
				9/2/2016			26911	0.83
				9/9/2016	26911	Sale	0	0.00
11.	RAJEN ANIL SHAH			4/8/2016			5000	0.15
				11/18/2016	5000	Buy	10000	0.31
				11/25/2016	5000	Buy	15000	0.46
				3/31/2017			15000	0.46
12.	SI INVESTMENTS AND BROKING PRIVATE LIMITED			1/13/2017			56234	1.73
				1/17/2017	1234	Sale	55000	1.69
				1/18/2017	15000	Sale	40000	1.23
				1/27/2017	10000	Buy	50000	1.54
				2/3/2017	15129	Buy	65129	2.00
				2/10/2017	6505	Buy	71634	2.20
				3/31/2017			71634	2.20
13.	VIMAL SAGARMAL JAIN			31/03/2017			21600	0.66
14.	RAJNI SETH	11875		3/31/2016			11875	0.37
				3/31/2017			0	0.00
15.	RENU KAPOOR	11895		3/31/2016			11895	0.37
				3/31/2017			11895	0.37

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name	Shareholding		Date	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding During the Year (01-04-16) to (31-03-17)	
		No. of shares at the beginning (01-04-16)	% of total shares of the company				No. of shares	% of total shares of the company
A	**DIRECTORS**							
1	Mr. Hira Lal Bhatia	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
2	Mr. Kartik Roop Rai.	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
3	Mr. Sanjiv Kavaljit Singh	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
4	*Ms.Veena Buber	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
B	**Key Managerial Personnel**							
1	Mr. I.D Chugh **(Whole time Director)**	60 60	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	60 60	0.00 0.00
2	Mr. Chander Mohan Dhall **(Chief Financial Officer)**	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
3	Mr. Narendra Pal Singh (), **(Chief Executive Officer)**	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00
4	**Mr. Jaspreet Singh **(Company Secretary)**	0 0	0.00 0.00	1-Apr-16 31-Mar-17	0	Nil Movement	0 0	0.00 0.00

***Ms. Veena Buber (DIN: 07163537), Non-Executive Director of the Company resigned w.e.f 1st April 2017.**

****Mr. Jaspreet Singh resigned as Company Secretary of the Company w.e.f. 10.04.2017.**

F) **INDEBTEDNESS -**Indebtedness of the Company including interest outstanding/accrued but not due for payment. (Amount in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	42,96,61,646.20	3,15,94,344.00	7,68,68,857.00	53,81,24,847.20
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	38,84,252.00	38,84,252.00
Total (i+ii+iii)	42,96,61,646.20	3,15,94,344.00	8,07,53,109.00	54,20,09,099.20
Change in Indebtedness during the financial year				
*** Addition**	19,31,84,197.70	-	-	19,31,84,197.70
*** Reduction**	(9,74,87,156.00)	(3,15,94,344.00)	(2,25,28,000.00)	(15,16,09,500.00)
Net Change	9,56,97,041.70	(3,15,94,344.00)	(2,25,28,000.00)	41,57,46,97.70
Indebtedness at the end of the financial year				
i) Principal Amount	52,53,58,687.90	-	5,43,40,857.00	57,96,99,544.90
ii) Interest due but not paid	-	-	40,57,574.00	40,57,574.00
iii) Interest accrued but not due	-	-	77,68,504.00	77,68,504.00
Total (i+ii+iii)	52,53,58,687.90	-	6,61,66,935.00	59,15,25,622.90

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in ₹)

S. No.	Particulars of Remuneration	Whole Time Director (I.D Chugh)
1	**Gross salary**	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	**1657479.00**
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL
2	**Stock Option**	NIL
3	**Sweat Equity**	NIL
4	**Commission**	
	- as % of profit	NIL
	- others, specify	NIL
	Total (A)	**1657479.00**

B. Remuneration to other directors (Amount in ₹)

S. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. HiraLal Bhatia	Mr. Kartik Roop Rai.	Mr. Sanjiv Kavaljit Singh	Mrs.Veena Buber**	(in ₹)
1	**Independent Directors**					
	Fee for attending board meetings (in Rs)	N.A	1,50,000	1,54,000	N.A	**3,04,000**
	Commission		0	0		0
	Others, please specify		0	0		0
	Total (1)		1,50,000	1,54,000		**3,04,000**
2	**Other Non-Executive Directors**					
	Fee for attending board meetings (in Rs)	1,56,000	N.A		1,00,000	2,56,000
	Commission	0			0	0
	Others, please specify	0			0	0
	Total (2)	**1,56,000**	**0**	**0**	**1,00,000**	**2,56,000**
	Total (B)=(1+2) (in Rs)	**1,56,000**	**1,50,000**	**1,54,000**	**1,00,000**	**5,60,000**

**** Ms. Veena Bubber resigned from the Board of the Company on 1st April, 2017.**

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in ₹)

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO Mr. C.M. Dhall	*CS Mr. Jaspreet Singh	CEO Mr. Narendra Pal Singh
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7,95,300	11,12,421	12,98,800
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1,04,844	0	4,000
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	
4	Commission	0	0	0
	- as % of profit	0	0	0
	others, specify…	0	0	0
5	Others, please specify	0	0	0
	Total	**9,00,144**	**11,12,421**	**13,02,800**

***Mr. Jaspreet Singh resigned as Company Secretary of the Company w.e.f. 10.04.2017.**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statements of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sl. No.	Particulars	Details		
		(1)	(2)	(3)
1.	Name of the subsidiary	Atlas Cycles (Sahibabad) Limited (CIN : U35929HR1999 PLC034260)	Atlas Cycles (Malanpur) Limited (CIN:U35929HR1999 PLC034259)	Atlas Cycles Sonepat Limited (CIN: U35929HR1999 PLC034261)
2.	The date since when subsidiary was acquired	28-05-1999	28-05-1999	28-05-1999
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA
5.	Share Capital	5,00,000	5,00,000	5,00,000
6.	Reserves & Surplus	(1,08,831)	(1,23,136)	(88,336)
7.	Total Assets	3,93,467	3,79,162	4,18,445
8.	Total Liabilities	3,93,467	3,79,162	4,18,445
9.	Investments	—	—	—
10.	Turnover	—	—	—
11.	Profit Before Taxation	(42,695)	(42,522)	(12,646)
12.	Provision For Taxation	—	—	—
13.	Profit After Taxation	(42,695)	(42,522)	(12,646)
14.	Proposed Dividend	—	—	—
15.	Extent of Shareholding (in percentage)	100%	100%	100%

Notes:

1. Names of subsidiaries which are yet to commence operations :Atlas Cycles (Sahibabad) Limited, Atlas Cycles (Malanpur) Limited and Atlas Cycles Sonepat Limited.
2. Names of subsidiaries which have been liquidated or sold during the year : NIL.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sl. No.	Particulars	Details		
1.	Name of associates/Joint Ventures	NIL		
2.	Latest audited Balance Sheet Date	—	—	—
3.	Date on which the Associate or Joint Venture was associated or acquired	—	—	—
4.	Shares of Associate or Joint Ventures held by the Company on the year end	—	—	—
5.	Amount of Investment in Associates or Joint Venture	—	—	—
6.	Extend of Holding (in percentage)	—	—	—
7.	Description of how there is significant influence	—	—	—
8.	Reason why the associate/joint venture is not consolidated	—	—	—
9.	Networth attributable to shareholding as per latest audited Balance Sheet	—	—	—
10.	Profit/Loss for the year	—	—	—
i.	Considered in Consolidation	—	—	—
ii.	Not Considered in Consolidation	—	—	—

NOTES :

1. Names of associates or joint ventures which are yet to commence operations : NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

This Form is certified in the same manner in which the Balance Sheet is certified.

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

Chander Mohan Dhall
Chief Financial Officer

CA. RAJIV BHASIN
PARTNER
M. No. – 093845

Lalit Lohia
Company Secretary

Hira Lal Bhatia
(DIN: 00159258)
Chiarman &
Non Executive Director

Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

DISCLOSURE IN DIRECTORS' REPORT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

Sr. No.	Requirements	Disclosure	
1.	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	**Name of the Director**	**Ratio**
		Mr. Hira Lal Bhatia (DIN: 00159258)	**NA**
		Mr. I. D. Chugh (DIN: 00073257)	**6.45X**
		Mr. Kartik Roop Rai (DIN: 06789287)	**NA**
		Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	**NA**
		Ms. Veena Buber (DIN: 07163537)*	**NA**
		Note: 1. The median remuneration of employees of the Company was Rs. 2,38,944 p.a. 2. For this purpose, Sitting Fees paid to the Directors has not been considered as remuneration. Only Mr. I D Chugh, Whole Time Director is paid remuneration and other directors are paid only sitting fees for attending board meetings and committee meetings. 3. Figures have been rounded off wherever necessary * **Ms. Veena Buber (DIN: 07163537), Non-Executive Director of the Company, resigned w.e.f 1st April 2017.**	
2.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year. ***	Mr. Hira Lal Bhatia (DIN: 00159258)*	**NA**
		Mr. I. D. Chugh (DIN: 00073257)	**20%**
		Mr. Kartik Roop Rai (DIN: 06789287)*	**NA**
		Mr. Sanjiv Kavaljit Singh(DIN: 00015689)*	**NA**
		Ms. Veena Buber (DIN: 07163537)*	**NA**
		Mr. Chander Mohan Dhall (CFO)	**27%**
		Mr. Narendra Pal Singh (CEO)	**33%**
		Mr. Jaspreet Singh (CS)**	**15%**
		*** For this purpose, Sitting Fees paid to the Directors have not been considered as remuneration.** ****Mr. Jaspreet Singh resigned as Company Secretary of the Company w.e.f. 10.04.2017 and in his place Mr. Lalit Lohia has been appointed as Company Secretary of the Company w.e.f. 02.05.2017.** *****Increase in remuneration is made as per appraisal system and Nomination and Remuneration Policy of the Company.**	
3.	The percentage increase in the median remuneration of employees in the financial year	Same	
4.	The number of permanent employees on the rolls of company.	There were 428 employees as on March 31, 2017	
5.	Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out, if there are any exceptional circumstances for increase in the managerial remuneration.	Same	
6.	Affirmation that the remuneration is as per the remuneration policy of the Company	Yes, it is confirmed.	

General Note: Profit of the Company is calculated as per Section 198 of the Companies Act, 2013.

STATEMENT SHOWING TOP TEN EMPLOYEES OF THE COMPANY IN TERM OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

(Amount in ₹)

Sr. No.	Name	Designation	Remuneration Received (Per Month)*	Nature of Employment	% of Equity Shares held
1.	MR. GAUTAM KAPUR	JOINT PRESIDENT (Sahibabad)	6,54,108	JOINT PRESIDENT (Sahibabad)	3.98%
2.	MR. GIRISH KAPUR	JOINT PRESIDENT (Sahibabad)	6,54,108	JOINT PRESIDENT (Sahibabad)	2.45%
3.	MR. RISHAV KAPUR	SENIOR VICE PRESIDENT (Sahibabad)	5,27,675	SENIOR VICE PRESIDENT (Sahibabad)	0.39%
4.	MR. VIKRAM KAPUR	PRESIDENT(Sonepat)	5,23,107	PRESIDENT (Sonepat)	2.04%
5.	MR. RAJIV KAPUR	JOINT PRESIDENT (Sonepat)	5,22,992	JOINT PRESIDENT (Sonepat)	2.78%
6.	MR. RAHUL KAPUR	SENIOR VICE PRESIDENT (Sahibabad)	5,12,922	SENIOR VICE PRESIDENT (Sahibabad)	0.39%
7.	MR. ABHINAV KAPUR	SENIOR VICE PRESIDENT (Sahibabad)	4,53,900	SENIOR VICE PRESIDENT (Sahibabad)	0.75%
8.	MR. ANGAD KAPUR	SENIOR VICE PRESIDENT (Sonepat)	4,30,596	SENIOR VICE PRESIDENT (Sonepat)	0.80%
9.	MR. M R AGRAWAL	CHIEF GENERAL MANAGER PURCHASE (Sahibabad)	1,92,778	CHIEF GENERAL MANAGER PURCHASE (Sahibabad)	0.00%
10.	MR. SUNIL KHANNA	CHIEF GENERAL MANAGER ACCOUNTS (Sahibabad)	1,71,475	CHIEF GENERAL MANAGER ACCOUNTS (Sahibabad)	0.00%

Note: No Employee is a relative of any Director or Manager of the Company.

* We have taken CTC received in the month of March, 2017 as the basis for calculation, considering only for those employees who are employed throughout the F.Y 2016-17.

STATEMENT SHOWING EMPLOYEES OF THE COMPANY DRAWING SALARY MORE THAN WHOLE TIME DIRECTOR OF THE COMPANY AND HOLDING MORE THAN 2% EQUITY SHARES :

(Amount in ₹)

Sr. No.	Name	Designation	Remuneration Received (Per Month)*	Nature of Employment	% of Equity Shares held
1.	MR. GAUTAM KAPUR	JOINT PRESIDENT (Sahibabad)	6,54,108	JOINT PRESIDENT (Sahibabad)	3.98%
2.	MR. GIRISH KAPUR	JOINT PRESIDENT (Sahibabad)	6,54,108	JOINT PRESIDENT (Sahibabad)	2.45%
3.	MR. VIKRAM KAPUR	PRESIDENT (Sonepat)	5,23,107	PRESIDENT (Sonepat)	2.04%
4.	MR. RAJIV KAPUR	JOINT PRESIDENT (Sonepat)	5,22,992	JOINT PRESIDENT (Sonepat)	2.78%
5	MR. SANJAY KAPUR	JOINT PRESIDENT (Malanpur)	1,58,770	JOINT PRESIDENT (Malanpur)	3.84%

Note : There are no employees in the Company in receipt of remuneration in aggregate of ₹ 1,02,00,000 in a year if employed for whole year or is in receipt of remuneration of ₹ 8,50,000 per month, if employed for part of the year.

* We have taken CTC received in the month of March, 2017 as the basis for calculation, considering only for those employees who are employed throughout the F.Y. 2016-17.

CORPORATE GOVERNANCE REPORT 2016-2017

CIN:L35923HR1950PLC001614

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2017, in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable, with regard to corporate governance.

Corporate Governance is the set of policies, processes and practices governing the affairs of a Company in pursuit of its business goals. Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. As stakeholders across the globe evince keen interest in the practices and performance of companies, Corporate Governance has emerged on the centre stage.

Over the years, governance processes and systems have been strengthened and institutionalized at Atlas. Effective implementation of these policies underpins the commitment of the Company to uphold highest principles of Corporate Governance consistent with the Company's goal to enhance shareholders' value.

Keeping in view the Company's size, complexity, global operations and corporate traditions, the Company's Governance framework is based on the following main principles:

- Constitution of Board of Directors of appropriate composition, size, varied expertise and commitment to discharge their responsibilities and duties.
- Ensuring timely flow of information to the Board and its Committees to enable them to discharge their functions effectively.
- A sound system of risk management and internal control.
- Independent verification and safeguarding integrity of the Company's financial reporting.
- Timely and balanced disclosure of all material information concerning the Company to all stakeholders.
- Transparency and accountability.
- Fair and equitable treatment to all stakeholders including employees, customers, shareholders and investors.
- Compliance with all the rules and regulations.

The Company recognizes that good Corporate Governance is a continuing exercise and is committed to follow the best practices in the overall interest of the stakeholders.

A Report on compliance with the principles of Corporate Governance as prescribed by The Securities and Exchange Board of India (SEBI) in Chapter IV read with Schedule V of the Listing Regulations is give below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance deals with the complex set of relationships between the Company and its board of directors, management, shareholders and other stakeholders. Your Company believes that changes are inevitable in the corporate world, whether relating to laws, rules, regulations, standards, procedures, public disclosures, thereby constantly posing challenges for the corporate to meet with the highest set of standards of business ethics and fair play. However adherence to Corporate Governance practices at each such time shall lead the way to transparent and just business operations.

Corporate Governance encompasses good practices, adherence to laws, procedures, standards and implicit rules that enable the management to take wise and sound decisions, whose results will have an impact not only on its shareholders, creditors, associates, employees and the government but society at large. The core objective of Corporate Governance is to maximize shareholder value through an open and transparent disclosure regime. Corporate Governance practice enables every stakeholder to have access to fullest information about the Company and its functioning thereby achieving stakeholder's satisfaction.

In view of the above statement, your Company reaffirms its commitment to excellence in Corporate Governance and constantly strives and endeavors to attain the high standards of business ethics and fair play, by employing the finest practices of corporate values and ethics. Your Company also believes that good Corporate Governance will also help to translate into being a responsible corporate citizen.

2. BOARD OF DIRECTORS

Composition and category

The Board of Directors of the Company **("the Board")** provides leadership and guidance to the Company's Management and also supervises, directs and manages the performance of the Company. The Board has constituted various committees of Directors, for the matters requiring special attention and their effective and efficient disposal.

Your Company's Board is represented by professionally qualified Executive, Non-Executive and Independent Non ExecutiveDirectors. The Board as on date is comprised of one Executive director, oneNon Executive Director, one Non Executive Additional Director and two Independent directors. None of the Directors are related to each other.

Details of the Directors constituting the Board, their category, shareholding in the Company, number of Directorships in other public limited companies etc. are as follows:

Name of Director	Designation	Category of Directorship	Shareholding in the company	No. of other Directorships #	No. of Committee Memberships	
					Member ##	Chairman
Mr. Hira Lal Bhatia (DIN: 00159258)	Director	Non Executive	NIL	3	4	2
Mr. I. D. Chugh (DIN: 00073257)	Whole Time Director	Executive	60	3	2	NIL
Mr. Kartik Roop Rai (DIN: 06789287)	Director	Independent Non Executive	NIL	NIL	2	1
Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	Director	Independent Non Executive	NIL	3	2	1
*Ms. Sadhna Syal (DIN: 07837529)	Additional Director	Non Executive	NIL	NIL	NIL	NIL
**Ms. Veena Buber (DIN: 07163537)	Director	Non Executive	NIL	NIL	NIL	NIL

Excluding private limited companies and foreign companies.

Membership / Chairmanship of following Committees are considered : Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Risk Management Committee.

* Ms. Sadhna Syal was appointed as Non Executive Additional Director w.e.f. 02.06.2017 and she shall be appointed as Independent Director in 66th Annual General Meeting, subject to members approval.

** Ms. Veena Buber has resigned from the directorship of the Company on 01.04.2017.

The ratio between Executive and Non-Executive Directors and Independent Directors is 1:2:2.The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Companies Act, 2013 (Act).

None of the Directors on the Board are member of more than ten Committees and Chairman of more than five Committees across all companies in which they are Directors. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2017 have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act.

Board Procedure

The Board meets at least once in a quarter to review the quarterly performance and the financial results. The Board Meetings are generally scheduled in advance and the notice of each Board Meeting is given in writing to each Director. All the items on the agenda are accompanied by notes giving comprehensive information on the related subject and in certain matters such as financial/business plans, financial results, detailed presentations are made.

The Company is following the applicable Secretarial Standards relating to Board Meetings, Resolutions passed by circulation, Annual General Meeting, Extra-ordinary General Meetings and Postal Ballot.

The information as specified in Part A of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is regularly made available to the Board.

To enable the Board to discharge its responsibilities effectively, the members of the Board are briefed of every Board Meeting, on the overall performance of the Company, with presentations by business heads. Senior Management is invited to attend the Board Meeting so as to provide additional inputs to the items being discussed by the Board.

The Board's role, functions, responsibility and accountability are clearly defined. In addition to statutory matters requiring Board's approval, all major decisions involving policy formulation, strategy and business plans, annual operating and capital expenditure budgets, new investments, details of joint ventures, sale of business unit/ division, compliance with statutory/ regulatory requirements, major accounting provisions and write-offs are considered by the Board.

Attendance of each director at the meetings of the Company

The detail of attendance of each Director of the Company in Board Meetings held during the financial year 2016-17 is given below:

Name of the Directors	Attendance of Meeting during 2016-17	
	Board Meetings	Last AGM
Mr. Hira Lal Bhatia (DIN: 00159258)	10	No
Mr. I. D. Chugh (DIN: 00073257)	9	Yes
Mr. Sanjiv Kavaljit Singh (DIN: 000 15689)	11	Yes
Mr. Kartik Roop Rai (DIN: 06789287)	11	Yes
Ms. Veena Buber (DIN: 07163537)	10	No

Number of Board Meetings held and the dates on which held

Eleven Board Meetings were held during the financial year 2016-17. The Company has held at least one Board Meeting in every three months and the maximum time gap between any two such meetings was not more than one hundred and twenty days.

The details of the Board Meetings are as under:

Date	Board Strength	No. of Directors present
April 19, 2016	6	3
May 25, 2016	5	5
June 28, 2016	5	5
July 21, 2016	5	5
August 13, 2016	5	4
August 24, 2016	5	4
October 27, 2016	5	5
November 14, 2016	5	5
December 28, 2016	5	5
February 2, 2017	5	5
March 10, 2017	5	5

Agenda and Minutes

All the departments of the Company communicate to the Company Secretary well in advance with regard to matters requiring approval of the Board/Committees of the Board to enable him to include the same in the agenda for the Board/ Committee meeting(s). Agenda papers are generally circulated to the Board/Committee members well in advance before the meeting.

The Company Secretary while preparing the agenda and minutes of the Board/Committee meeting has ensured adherence to the applicable provisions of the law including the Companies Act, 2013. The applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) are also being followed by the Company. The draft minutes of

the proceedings of each meeting are circulated by the Company Secretary to the board members for their comments within 15 days of conclusion of Board Meeting, and after giving 7 days time to give their comments on the same, minutes are recorded in the minutes book duly dated and signed by the Company Secretary. Thereafter, minutes are confirmed by the Board/ Committee in its next meeting and once minutes are signed by the Chairman, its duly certified by Company Secretary copy is circulated to all the board members within 15 days of signing of minutes. The Board also takes note of the minutes of the Committee Meetings and subsidiary companies board meetings.

All material information is incorporated in the agenda papers for facilitating meaningful and focused discussions at the meeting. The information regularly supplied to the Board inter-alia includes the following:

- Annual operating plans and budgets and any updates thereon.
- Capital budgets and updates, if any.
- Quarterly results of the Company and its operating divisions or business segments.
- Minutes of meetings of Audit Committee and other committees of the Board.
- Legal compliance report and certificate
- Information on recruitment, resignation and remuneration of senior officers.
- Show cause, demand, prosecution notices and penalty notices issued, if any against the Company having material impact.
- Fatal or serious accidents, dangerous occurrences, material effluent or pollution problems, if any.
- Any material default in financial obligations to or by the Company, or substantial non-recoveries against sale, if any.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implication on the Company, if any.
- Details of any joint venture or collaboration agreement, if any.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property, if any.
- Significant labour problems and their proposed solutions. Any significant development in human resources/industrial relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc., if any.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business, if any.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders service such as delay in share transfer, etc.

3. SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company meets at least once in a year as per the requirement of Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 read with Rules made thereunder. The Meetings of Independent Directors were held on 25th May 2016 in which all Independent Directors were present.

The Independent Directors in the Meetings, inter-alia:

- Reviewed the performance of Non-Independent Directors and the Board as whole.
- Reviewed the performance of Chairman of the Company, taking into account the views of Executive Directors and Non Executive Directors.
- Assessed the quality, quantity and timeliness of flow of information between the Company and the Board that is necessary for the Board to effectively and reasonably perform their duties.

4. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The familiarization programme for Independent Directors is designed based on requirement of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This is available on the website of the Company www.atlasbicycles.com. The familiarization programme aims at familiarizing the Independent Directors to understand the business of the Company in depth that would facilitate their active participation in managing the Company, to understand legal framework and to facilitate them to understand their roles, responsibilities, powers, duties etc.The details of the familiarization programmes imparted to Independent Directors of the Company is available at www.atlasbicycles.com/other-information.htm

5. CODE OF CONDUCT

Pursuant to Regulation 17(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors of the Company has formulated a Code of Conduct for all Board Members and Senior Management Members of the Company. The Code of Conduct has been posted on the website of the Company www.atlasbicycles.com.

All the Directors and Senior Management Members have affirmed compliance with the Code of Conduct as approved and adopted by the Board of Directors. A declaration to that effect signed by the Chief Executive Officer forms part of the Annual Report of the Company.

6. VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177(9) & (10) of the Companies Act, 2013, the Company has adopted the Code of Ethics & Business Conduct, which lays down the principles and standards that should govern the actions of the Company and its employees. Any actual or potential violation of the Code, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. The role of employees in pointing out such violations of the Code cannot be undermined. Accordingly, this Whistle blower Policy ("the Policy") has been formulated with a view to provide a mechanism for employees of the Company

to raise concerns on any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc. and no personnel has been denied access to audit committee.

The Whistle blower policy intends to cover serious concerns that could have grave impact on the operations and performance of the business of the Company.

The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

7. AUDIT COMMITTEE

Broad Terms of Reference

The Audit Committee of the Board of Directors of the Company, inter-alia, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

The Terms of Reference of the Audit Committee are wide enough to cover the matters specified for Audit Committee under Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013 and inter-alia includes:

- oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditors and the fixation of audit fees;
- reviewing, with the management, the annual financial statement before submission to the Board for approval,
- reviewing with the management, the quarterly financial statements before submission to the Board for approval;
- reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- discussion with internal auditors any significant findings and follow up thereon;
- discussion with statutory auditors before audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

The Audit Committee, while reviewing the Annual Financial Statements also reviewed the applicability of various Accounting Standards (AS) referred to in Section 133 of the Companies Act, 2013. Compliance of the Accounting Standards as applicable to the Company has been ensured in the Financial Statements for the year ended March 31, 2017.

Composition

The Audit Committee comprised of three Directors one of them is Non-Executive Director and remaining two are Independent Directors of the Company. The Composition of Audit Committee is in accordance with the provisions of Regulation 18 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. All these Directors possess adequate knowledge of corporate finance, accounts and company law.

The Meetings of the Audit Committee are attended by the Company Secretary. The Company Secretary acts as Secretary to the Committee. The Minutes of the Audit Committee Meetings are noted by the Board of Directors at the subsequent Board Meeting.

The constitution of Audit Committee as on 31st March, 2017 comprised of the following:

Name of Member	Designation	Category
Mr. Kartik Roop Rai (DIN: 06789287)	Chairman	Independent Director
Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	Member	Independent Director
Mr. Hira Lal Bhatia (DIN: 00159258)	Member	Non-executive Director

Meetings and attendance

The Audit committee held six meetings during the financial year ended 31st March, 2017 and the gap between two meetings did not exceed one hundred and twenty days. The Audit Committee Meetings were held on 11.06.2016, 13.08.2016, 24.08.2016, 27.10.2016, 14.11.2016 and 02.02.2017.

The attendance of the members at the Audit Committee Meetings are as under:

Name of Members	No. of meetings held	No. of meetings attended during	Leave of absence sought
Mr. Kartik Roop Rai (DIN: 06789287)	6	6	NIL
Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	6	6	NIL
Mr. Hira Lal Bhatia (DIN: 00159258)	6	6	NIL

8. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee and its Policy are in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Objectives of the Committee is to:

- formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- formulation of criteria for evaluation of performance of independent directors and the board of directors;
- devising a policy on diversity of board of directors;
- identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Evaluation Criteria

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for

appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

c) The Company shall not appoint or continue the employment of any person as Managing Director, Whole-time Director or Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Remuneration Policy

a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel is determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. is subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.

b) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act.

c) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.

d) Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such issuance shall be treated as part of the remuneration.

The composition of Nomination & Remuneration Committee as on 31st March, 2017 comprised of the following:

Name of Member	Designation	Category
Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	Chairman	Independent Director
Mr. Kartik Roop Rai (DIN: 06789287)	Member	Independent Director
Mr. Hira Lal Bhatia (DIN: 00159258)	Member	Non-executive Director

Meetings and attendance

The Nomination and Remuneration Committee held four meetings during the financial year ended 31st March, 2017. The Nomination and Remuneration Committee Meetings were held on 25.05.2016, 21.07.2016, 28.12.2016 and 02.02.2017.

The attendance of the members at the Nomination and Remuneration Committee Meetings are as under:

Name of Members	No. of meetings held	No. of meetings attended during	Leave of absence sought
Mr. Kartik Roop Rai (DIN: 06789287)	4	4	NIL
Mr. Sanjiv Kavaljit Singh (DIN: 00015689)	4	4	NIL
Mr. Hira Lal Bhatia (DIN: 00159258)	4	4	NIL

A. Whole Time Director

- Salary and commission within the limits prescribed under the Companies Act, 2013.
- Annual increments depending upon individual's performance.
- The remuneration payable to Whole Time Director was decided by the Board of Directors while renewing his appointment for five years from 31.03.2013, shareholders' approval was obtained at the Annual General Meeting held on 30.09.2013 and re-approval at Extraordinary General Meeting held on 29.08.2016.
- No sitting fees.

B. Non-Executive Directors

- Sitting fees for attending meetings.

The remuneration payable to non-executive directors is decided by the Board of Directors.

Details of remuneration paid during 2016-2017.

A. Whole Time Director

Name	Shri I.D. Chugh
Salary	8,23,940
Long Service Allowance	2,580
House Rent Allowance	1,60,233
Other Allowance	2,07,540
Super Annuation	1,22,006
Provident Fund Contribution	1,01,592
Medical Expenses	1,08,500
Leave Travel Allowance	1,38,040
Total	**16,64,431**

No Stock options is offered to any of the Directors or employees of the Company. Resolution passed at the General Meetings read with explanatory statement for appointment / reappointment of Whole Time Director disclose details of service contract, notice period, etc.

B. Non-Executive Directors

Remuneration by way of sitting fees for attending the meetings of the Board and Committees.

Name of Director	Sitting Fee (₹)
Mr. HiraLal Bhatia (DIN: 00159258)	1,56,000/-
Ms. Veena Buber (DIN: 07163537)	1,00,000/-
Mr. Kartik Roop Rai (DIN: 06789287)	1,50,000/-
Mr. SanjivKavaljit Singh (DIN: 00015689)	1,54,000/-

9. STAKEHOLDER'S RELATIONSHIP COMMITTEE

Composition

The Stakeholder's Relationship Committee formulated in compliance with Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and comprises of Executive and Non-Executive Directors. The composition of Stakeholder's Relationship Committee is as follows:

Name of Member	Designation	Category
Mr. Hira Lal Bhatia (DIN: 00159258)	Chairman Director	Non-executive
Mr. Ishwar Das Chugh (DIN: 00073257)	Member	Executive Director

Terms of Reference

The Stakeholder's Relationship Committee, inter alia, oversees and reviews all matters connected with the investor services in connection with applications received and shares allotted in the Initial Public Offer, status of refund account, conversion of partly paid shares into fully paid shares, rematerialization and dematerialization of shares and transfer of shares of the Company. The Committee oversees performance of the Registrar and Transfer Agent of the Company and recommends measures for overall improvement in the quality of investor services.

The Secretarial Department of the Company and the Registrar and Share Transfer Agent, Mas Services Limited attend to all grievances of the shareholders and investors received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs and Registrar of Companies etc.

The Minutes of the Stakeholder's Relationship Committee are noted by the Board of Directors at the Board Meetings.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors.

Meetings

Three Stakeholders Relationship Committee Meetings were held during the year on 25.05.2016, 27.10.2016, and 02.02.2017. The attendance of each member as at 31st March, 2017 is as given below:

Name of Members	No. of meetings held during tenure	No. of meetings attended during tenure	Leave of absence sought
Mr. Ishwar. Das. Chugh (DIN: 00073257)	3	3	NIL
Mr. HiraLal Bhatia (DIN: 00159258)	3	3	NIL

Complaints received and redressed during the year 2016-2017

During the year 29 complaints were received from shareholders all of which were replied / resolved to the full satisfaction of the shareholders.

10. SHARE TRANSFER SUB-COMMITTEE

Shri I.D. Chugh (DIN: 00073257), Whole Time Director of the Company has been delegated the power to approve share transfers.

There were no share transfers pending for registration for more than 21 days during the year.

11. RISK MANAGEMENT COMMITTEE

Committee is constituted in line with the provisions of Regulation 21 of SEBI Listing Regulations to frame, implement and monitor the risk management plan for the Company.

The constitution of Risk Management Committee as on 31.03.2017 comprised of following:-

Name of Member	Designation	Category
Mr. Hira Lal Bhatia (DIN: 00159258)	Chairman Director	Non-executive
Mr. Ishwar Das Chugh (DIN: 00073257)	Member	Executive Director

1 (one) meeting of Risk management Committee was held during F.Y. 31.03.2017 on 27.10.2016 which was attended by all committee members.

Since our company is not among top 100 listed companies determined on the basis of market capitalization at the end of F.Y. 2016-17 (source: NSE/BSE websites) it is not mandatory for our company to maintain such committee.The Board of Directors at its meeting held on 4th August, 2017 has dissolved Risk Management Committee on the basis of aforesaid grounds.

12. RELATED PARTY TRANSACTON POLICY

The Board of Directors of the Company formulates a policy for entering into Related Party Transactions in accordance with the Provisions of Section 188 of the Companies Act, 2013 read with Rules made there under and as per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All related party transactions are entered into at arm's length, in ordinary course of business and are not material.

A. <u>APPROVAL AND REVIEW</u>

a) All Related Party Transactions (including any modification/ renewal thereof)are entered with prior approval of the Audit Committee.

b) The Audit Committee grants omnibus approval to proposed Related Party Transactions in accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 accepting those transactions which fall under Section 188 oftheCompanies Act, 2013, subject to the following conditions:

   i. the omnibus approval must be as per the policy on related party transactions and for transaction which are repetitive innature;

   ii. the Committee is satisfied of the need of such omnibus approval and that such approval is in the interest of the listed entity.

   iii. the omnibus approval shall specify (i) the name of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered in to (ii) the indicative base price/ current contracted price and the formula for variation in the price if any and (iii) such other conditions as the Committee may deem fit;

Provided that where the need for Related Party Transaction can not be foreseen and aforesaid details are not available,

the Committee grants omnibus approval for such transactions subject to their value not exceeding ₹ 1 crore per transaction.

c) All Related Party Transactions which are 'Material' shall also require prior approval of the shareholders by way of special resolution and all Related Parties shall abstain from voting, irrespective of whether they are party to the particular transaction or not. Provided that if the legal requirement is relaxed or made stringent on this requirement, then the same will be followed.

d) All Related Party Transactions are reviewed by the Audit Committee on quarterly basis.

B. MATERIAL RELATED PARY TRANSACTION

Subject to the provisions of Regulation 23 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a transaction with a related party shall be considered material if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turn over of the Company as per the last audited financial statement of the Company.

13. COMPLIANCE OFFICER

Mr. Jaspreet Singh was the Company Secretary and Compliance Officer of the Company for the financial year 2016-17. He resigned as Company Secretary of the Company w.e.f. 10.04.2017 and he ceased to be Compliance Officer of the Company w.e.f. 19.05.2017. Mr. Lalit Lohia was appointed as Company Secretary of the Company w.e.f. 02.05.2017 and as Compliance Officer w.e.f. 19.05.2017 in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and requirements of SEBI (Prohibition of Insider Trading) Regulation, 1992 / 2015.

14. SUBSIDIARY COMPANIES

The Company duly complies with provisions of Regulation 24 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has three wholly owned Subsidiary Companies viz. Atlas Cycles Sonepat Limited (CIN: U35929HR1999PLC034261), Atlas Cycles (Sahibabad) Limited (CIN : U35929HR1999PLC034260) and Atlas Cycles (Malanpur) Limited (CIN : U35929HR1999PLC034259).

The minutes of Board Meetings of Atlas Cycles Sonepat Limited held on 25.05.2016, 24.08.2016, 21.12.2016 and 08.02.2017 were placed at the Board Meeting of the holding Company Atlas Cycles (Haryana) Limited for review on 13.08.2016, 28.12.2016 and 04.08.2017 respectively.

The minutes of Board Meetings of Atlas Cycles (Sahibabad) Limited held on 25.05.2016, 24.08.2016, 21.12.2016 and 08.02.2017 were placed at the Board Meeting of the holding Company Atlas Cycles (Haryana) Limited for review on 13.08.2016, 28.12.2016 and 04.08.2017 respectively.

The minutes of Board Meetings of Atlas Cycles (Malanpur) Limited held on 25.05.2016, 24.08.2016, 21.12.2016 and 08.02.2017 were placed at the Board Meeting of the holding Company Atlas Cycles (Haryana) Limited for review on 13.08.2016, 28.12.2016 and 04.08.2017 respectively.

15. CORPORATE GOVERNANCE MANUAL

The Company strictly adhere to Secretarial Standards notified by the Institute of Company Secretaries of India (ICSI) for Board Meeting, Committee Meeting and General Meeting and follows comprehensive Corporate Governance procedures for effective functioning of the Board and its Committees. It has also incorporated the Code of Conduct and Ethics for Directors and Senior Management which is available on the website of the Company www.atlasbicycles.com. It has also incorporated Code of Conduct relating to Insider Trading titled "Code of Practices and Procedures and Code of Conduct to Regulate, Monitor and Report Trading in Securities and Fair Disclosure of Unpublished Price Sensitive Information pursuant to the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015". These are regularly monitored and reviewed.

16. LEGAL COMPLIANCE REPORTING

As required under Regulation 17(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board periodically reviews compliance of various laws applicable to the Company.

17. ANNUAL GENERAL MEETINGS

The details of last three Annual General Meetings of the Company are given hereunder:

Year	AGM	Date	Time	Venue	Special Resolution passed
2013-14	63rd AGM	30th December, 2014	4:00 p.m.	Atlas Cycles (Haryana) Limited, Industrial Area, Sonepat	• For Acceptance of Deposits as per Companies Act, 2013
2014-15	64th AGM	30th September, 2015	4:00 p.m.		• For appointment of Ms. Veena Buber as Independent Women Director. • Confirmation of Appointment & Approval of Remuneration of Mr. Chander Mohan Dhall as Manager of the Company. • Approval under Section 180(1)(C) of Companies Act, 2013 for exceeding Borrowing power of the Company.
2015-16	65th AGM	30th September, 2016	4:00 p.m		• For Charging Nominal Fee for Delivery of Documents to Members

18. POSTAL BALLOT

During the financial year ended on 31st March 2017, no resolution has been passed through postal ballot.

19. EXTRA-ORDINARY GENERAL MEETING

During the financial year ended on 31st March 2017, 1(one) Extra-ordinary General Meeting was held on 29th August, 2016 at Bulbul Hotel, 208- L, Model Town, Atlas Road, Sonepat - 131001 at 4;00 p.m. and following Special Resolutions were passed:

Sr. No.	Particulars of Special Resolutions
1.	Re-appointment of Mr. Ishwar Das Chugh as Whole Time Director from 31st March, 2013 to 30th March, 2018
2.	Appointment of Mr. Ishwar Das Chugh as Whole Time Director from 21st July, 2016 to 30th March, 2018

20. DISCLOSURES

a) Disclosure on materially significant related party transactions that are not in conflict with the interests of the Company at large.

Related party transactions as per AS-18 have been dealt with in schedule 35 (notes forming part of the accounts). However, these transactions are not in conflict with the interest of the Company.

b) Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards referred in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in notes to accounts.

c) Risk Management

Business risk evaluation and management is an ongoing process within the Company. During the year under review, a detailed exercise on 'Risk Assessment and Management' was carried out covering the entire gamut of business operations.

d) Details of non compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years.

The Company has complied with all the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the last 3 years, there were delay in timely submission of Quarterly and Yearly Financial Results to the Stock Exchanges due to closing down of Malanpur Unit of the Company which had impacted the whole company.

e) Policy on Determination of Materiality for Disclosures (Regulation 23 of SEBI Listing Regulation): The Company has adopted a Policy on Determination of Materiality for Disclosures

f) Policy on Archival and Preservation of Documents (Regulation 9 of SEBI Listing Regulation):

The Company has adopted a Policy on Archival and Preservation of Documents

21. MEANS OF COMMUNICATION

- The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results, in the performa prescribed by Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The approved financial results are sent forthwith to the National Stock Exchange of India Limited and BSE Limited and are published in a National English language Newspaper, viz, Financial Express. In addition, the same are published in a local Hindi language Newspaper, viz., Jan Satta, within forty-eight hours of approval thereof.
- The Company's financial results and official news releases are being displayed on the Company's website i.e. www.atlasbicycles.com.
- No formal presentations or analysis were made to the institutional investors during the year under review.
- Management Discussion and Analysis Report forms part of the Annual Report, which is posted to the shareholders of the Company.

22. MANAGEMENT DISCUSSION & ANALYSIS REPORT

A detailed review of the progress of the project and the future outlook of the Company and its business, as stipulated under Regulation 34 (2) read with Part B of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of this Annual Report.

23. CORPORATE ETHICS

As a responsible corporate citizen, the Company consciously follows corporate ethics in both business and corporate interactions. The Company has framed various codes and policies, which act as guiding principles for carrying business in ethical way. Our various policies available at www.atlasbicycles.com/policies.html are:

- Code of Conduct for Directors and Senior Management Personnel;
- Code of Practices and Procedures and Code of Conduct to Regulate, Monitor and Report Trading in Securities and Fair Disclosure of Unpublished Price Sensitive Information pursuant to the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Policy on Material Related Party Transactions;
- Policy on Familiarization Programme for Independent Directors;
- Risk Management Policy;
- Nomination & Remuneration Policy

- Policy for Preservation of Documents
- Whistle Blower Policy
- Archival Policy
- Policy for Determination of Materiality of Events and Information
- Policy for Determining Material Subsidiaries

The Company has adopted discretionary requirements as specified in Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as to having separate posts of Chaiman and Chief Executive Officer. Mr. Hira Lal Bhatia is the Chairman and Mr. Narendra Pal Singh is the Chief Executive Officer.

24. CEO/CFO CERTIFICATION

The Chief Executive Officer and the Chief Financial Officer have submitted the certificate to the Board as required under Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

25. REPORT ON CORPORATE GOVERNANCE

The Company has submitted Quarterly Compliance Reports to the Stock Exchange within 15 days from the close of each quarter as per Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly signed by the compliance Officer.

26. GENERAL SHAREHOLDERS INFORMATION

Registered office Industrial Area, Atlas Road, Sonepat-131001, Haryana

Annual General Meeting

Day, Date and Time *Thursday, 28th September, 2017, 4:00 p.m.*

Venue *Atlas Cycles (Haryana) Limited Industrial Area, Atlas Road, Sonepat-131001*

Financial Calendar

- Financial reporting for the quarter ending June 30, 2017 : 14th August, 2017
- Financial reporting for the half year ending September 30, 2017 : 14th November, 2017
- Financial reporting for the quarter ending December 31, 2017 : 14th February, 2018
- Financial reporting for the year ending March 31, 2018 : 30thMay, 2018

Book Closure Period

22nd September, 2017 to 28th September, 2017 (Both days inclusive)

Dividend payment Date

When dividend is declared, dividend payment is made within 30 days of the date of declaration to those shareholders whose names appear on the Register of members on the date of Annual General Meeting.

Listing of Equity Shares on Stock Exchange(s)

National Stock Exchange of India Limited (NSE)
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), MUMBAI – 400051

Bombay Stock Exchange Limited, (BSE)
P. J. Towers, 25th Floor, Dalal Street,
Mumbai-400001,

Listing Fees

Annual Listing Fee for the year 2016-2017 has been paid to National Stock Exchange of India Limited and BSE Limited, where the equity shares of the Company are listed within the stipulated time.

Stock Code

Scrip Code - National Stock Exchange of India Limited - "ATLASCYCLE"
Bombay Stock Exchange Limited - '505029'

ISIN for Equity Shares - INE446A01017

Stock Market Data

Monthly high and low prices of equity shares of Atlas Cycles (Haryana) Limited at the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) during the year under review in comparison to NSE and BSE (Sensex) are given hereunder:

Month	Equity Share Price on NSE and BSE			
	Share Price on NSE		Share Price on BSE	
	HIGH ₹	LOW ₹	HIGH ₹	LOW ₹
April, 2016	228.70	185.55	228.30	187.20
May, 2016	223.80	196.00	223.00	195.85
June, 2016	228.90	187.10	227.00	189.00
July, 2016	223.50	203.70	223.90	204.10
August, 2016	242.65	195.00	242.10	195.20
Sep., 2016	287.90	238.55	288.25	239.00
Oct., 2016	444.00	256.60	444.00	256.20
Nov., 2016	405.80	286.50	423.00	291.20
Dec., 2016	394.00	320.05	392.00	311.20
Jan.,2017	695.00	355.40	694.00	356.50
Feb., 2017	523.80	380.00	534.00	378.90
Mar., 2017	439.00	375.00	438.75	372.05

The Company's shares are regularly traded on BSE Limited and National Stock Exchange of India Limited.

There are no outstanding global depository receipts or American depository receipts or warrants or any convertible instruments

Shareholding Pattern by Size

DISTRIBUTION SCHEDULE AS ON 31/03/2017

NOMINAL VALUE OF EACH SHARE - ₹ 10/-

NO OF SH HOLDERS	% TO TOTAL	SHARE HOLDING OF NOMINAL VALUE OF ₹	NO OF SHARE	AMOUNT IN ₹	% TO TOTAL
11071	95.234	1 To 5000	709844	7098440	21.828
265	2.280	5001 To 10000	204868	2048680	6.300
128	1.101	10001 To 20000	190168	1901680	5.848
51	0.439	20001 To 30000	128535	1285350	3.953
27	0.232	30001 To 40000	94037	940370	2.892
15	0.129	40001 To 50000	68117	681170	2.095
27	0.232	50001 To 100000	197454	1974540	6.072
41	0.353	100001 AND ABOVE	1658896	16588960	51.013
11625	**100**	**TOTAL**	**3251919**	**32519190**	**100**
TOTAL SHARE HOLDERS IN NSDL		5619	TOTAL SHARES IN NSDL		1767034
TOTAL SHARE HOLDERS IN CDSL		3161	TOTAL SHARES IN CDSL		830482
TOTAL SHARE HOLDERS IN PHY		2845	TOTAL SHARES IN PHYSICAL		654403
	TOTAL	11625		TOTAL	3251919

Registrar and Share Transfer Agent

M/s Mas Services Limited, Delhi has been appointed as the Registrar and Share Transfer Agent of the Company w.e.f. 01.02.2003 for handling the share transfer work both in physical and electronic form. All correspondence relating to share transfer, transmission, dematerialization, rematerialisation etc. can be made at the following address:

MAS SERVICES LIMITED
T-34, IInd Floor,
Okhla Industrial Area,
Phase II, New Delhi – 110020
Tel.: 011-26387281, 7282, 7283
Fax: 011-26387384
Contact Person: Mr. Sharwan Mangla (General Manager)

Timing: Monday to Friday, 10.00 a.m. to 1.00 p.m. and 2.00 p.m. to 4.00 p.m.

Share Transfer System

Shares sent for transfer in physical form are processed and transfer is completed by our Registrar and Share Transfer Agents within a period of 15 days from the date of receipt provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. Share Transfer Requests under objection are returned within two weeks.

Shareholders can trade in the Company's share only in electronic form. The process for getting the shares dematerialized is as follows:

- Shareholder submits the share certificates along with Dematerialization Request Form (DRF) to Depository Participant (DP).
- DP processes the DRF and generates a unique Dematerialization Request No.
- DP forwards DRF and share certificates to Registrar and Share Transfer Agent (RTA).
- RTA after processing the DRF confirms or rejects the request to Depositories.
- If confirmed by the RTA, Depositories give credit to shareholder in his account maintained with DP.

This process takes approximately 10-15 days from the date of receipt of DRF. As trading in shares of the Company can be done only in electronic form, it is advisable that the shareholders who are holding shares in physical form get their shares dematerialized.

Categories of Equity Shareholders as on March 31, 2017

Category of Shareholder	No. of shares held	Percentage of shareholding
Promoters, Associates and Relatives	1420065	43.67
Mutual Funds/ UTI	953	0.03
Financial Institution	1656	0.05
Foreign Institutional Investors	0	0.00
Bodies Corporate	337034	10.36
General Public	1371462	42.17
Non-Resident Indian / OCB	34361	1.06
Clearing Member	86387	2.66
Trust	1	0.00
Total	**3251919**	**100.00**

Dematerialization of shares and liquidity

As on 31.03.2017 of the total equity share, 79.88% were held in dematerialized Form and the balance 20.12% shares in physical form. The Company has not issued any GDRs/ ADRs/ Warrants or any convertible instruments which are pending for conversion.

Plant Locations

The Company's plants are located at Sonepat, Sahibabad, Malanpur, Bawal and Rasoi.

Nomination

Shareholders holding shares in physical form and desirous of making nomination in respect of their shareholding in the Company are requested to submit their request to the Registrar & Transfer Agent of the Company.

Address for Correspondence

(a) Investor Correspondence: For any query in relation to the shares of the Company.

For Shares held in Physical Form:

MAS SERVICES LIMITED
T-34, IInd Floor,
Okhla Industrial Area,
Phase II, New Delhi – 110020
Tel.: 011-26387281, 7282, 7283
Fax: 011-26387384

Contact Person: Mr. Sharwan Mangla (General Manager)

Timing: Monday to Friday, 10.00 a.m. to 1.00 p.m. and 2.00 p.m. to 4.00 p.m.

For Shares held in Demat Form:

To the Investors' Depository Participant(s) and / or Mas Services Limited at the above mentioned address.

(b) For grievance redressal and any query on Annual Report

Company Law Department
Atlas Cycles (Haryana) Limited Industrial Area, Atlas Road, Sonepat – 131001
E-mail: companysecretary@atlascycles.co.in
Website: www.atlasbicycles.com
Ph. No.: 0130-2200001 to 2200006
Fax No. 0130-2200018

22. COMPLIANCE CERTIFICATE OF THE AUDITORS

The Statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 24 & Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same forms part of this Annual Report.

The Certificate from the Statutory Auditors will be sent to the BSE Limited and National Stock Exchange of India Limited along with the Annual Report of the Company.

23. RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by SEBI, a qualified Chartered Accountant or Practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted Capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out by Mr. Rajiv Bhasin, Chartered Accountant and the report thereon is submitted to the National Stock Exchange of India Limited and BSE Limited.

The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

24. OBSERVANCE OF THE SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

The Institute of Company Secretaries of India (ICSI) has issued Secretarial Standards on important aspects like Board Meetings, General Meetings, Maintenance of Registers and Records, Minutes of Meetings and Transmission of Shares, etc. till now the Secretarial Standards relating to the Board Meetings and General Meetings of the Company have become mandatory to comply with effect from 1st July 2015 and the Company is strictly complying with the same.

HIRA LAL BHATIA
(DIN: 00159258)
3-B/11, N.E.A., Utri Marg,
New Delhi – 110060

ISHWAR DAS CHUGH
(DIN: 00073257)
I-73, Naraina Vihar,
New Delhi - 110028

DIRECTORS

Date : 4th August 2017
Place : New Delhi

CEO/CFO CERTIFICATION

We the undersigned, in our respective capacities as Chief Executive officer (CEO) and Chief Financial Officer (CFO) of Atlas Cycles (Haryana) Limited ("the Company") to the best of our knowledge and belief certify that:

a. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2017 and that to the best of our knowledge and belief, we state that:
   i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. We further state that to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.

c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee:
   i. significant changes, if any, in internal control over financial reporting during the year;
   ii. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   iii. Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For ATLAS CYCLES (HARYANA) LIMITED
Sd/-
(NARENDRA PAL SINGH)
CHIEF EXECUTIVE OFFICER (CEO)
Date : 4th August, 2017
Place : New Delhi

For ATLAS CYCLES (HARYANA) LIMITED
Sd/-
(CHANDER MOHAN DHALL)
CHIEF FINANCIAL OFFICER (CFO)
Date : 4th August, 2017
Place: New Delhi

Declaration on Code of Conduct as per Schedule V Part D of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I Declare that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of board of directors and senior management.

Sd/-
NARENDRA PAL SINGH
CHIEF EXECUTIVE OFFICER

Date : 4th August, 2017
Place : New Delhi

CERTIFICATE FROM AUDITORS REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE TO THE MEMBERS OF ATLAS CYCLES (HARYANA) LIMITED

CIN: L35923HR1950PLC001614

We have examined the compliance of condition of Corporate Governance by Atlas Cycles (Haryana) Ltd. for the year ended March 31, 2017 as stipulated in Part E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned Listing regulations.

We state that in respect of investor grievances received during the year ended March 31, 2017 no investor grievances are pending for a period exceeding one month against the company as per the records maintained by the company.

We further state such compliance is neither an assurance as to the further viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **Mehra Khanna & Company**
Chartered Accountants
FR No:- 001141N

CA. RAJIV BHASIN
(PARTNER)
Mem.No: - 093845

Date : 4th August, 2017
Place : New Delhi

MANAGEMENT DISCUSSION & ANALYSIS

FORWARD LOOKING STATEMENTS

This report contains forward-looking statements, which may be identified by the use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar connotation. All statements that address expectations or projections about the future, including, but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to amend, modify or revise any forward looking statement, on the basis of any subsequent developments, information or events.

INDUSTRY OVERVIEW

India produces approximately 10% of the world annual bicycle production, which is estimated at 150 Million units. The annual domestic demand of bicycles in India is approximately 12 million units, out of which around 4.0 million units is government demand for the various welfare schemes. Exports out of India are largely to Africa and the less developed economies and negligible to western markets. Today, the Indian bicycle manufacturing and bicycle parts industry is widely recognized for its quality standards in the international market.

The market for the premium or the lifestyle bikes targeted towards the lifestyle consumer is just about emerging on account of increasing individual incomes and higher aspiration levels of the middle income group. Growth in the "special segments" (Sport Light Roadster, mountain terrain bike and children's bicycles) was higher than in the "standard segment". The definition of high end bikes itself is changing.

Not only the price points changing, but even definitions of the segments.Cycles were simplistically segmented into gents, ladies, kids and high end. But now the lifestyle bikes are being segmented in line with the global trend that is based on their usage. There are Road bikes, Mountain tarrain bikes and Children bikes etc.

The demand for these cycles at this stage is very limited but is set to grow at a frenetic pace in future. While the mass-market segment is experiencing a sluggish growth of between 4-6%, annually the premium & lifestyle segment is growing at a CAGR of over 30%. The market size for the lifestyle cycles is estimated at not more than 0.25 million units annually, but its only time that this segment will form an important part of the industry.

M/s Atlas Cycles (Haryana) Limited is a Public Limited Company having presence in bicycles segment with a track record of more than 66 Years, having established brand both in Indian as well as International Market. The company is engaged in manufacturing of bicycles and its components and steel tubes with units at Sonepat, Sahibabad, Malanpur,Bawal and Rasoi.

Apart from rising input costs, cheap Chinese bicycles are also entering in domestic market.

OPPORTUNITY AND THREATS

The areas of strength are promoters having long track record, rich experience and strong financial soundness. Atlas Brand is well accepted both in Indian as well as International Market. However, the areas of weaknesses: Rising input cost i.e. prices of sheets, strips, Tyres, Tubes and other related chemicals are governed by external forces including its trend in International Market. Product obsolescence vis-a-vis non-acceptance of model could adversely affect the revenue stream and profitability. Further these are the major areas under business risk, promoters risk, and financial risk and so on.

PRODUCTWISE PERFORMANCE

The company has a recognized Research and Development centre recognized by the Government of India which is continuously working on development of new models and upgrading the present models. The company has introduced a number of new models in the market keeping in view the market trend and customer preference for fancy bicycles. Introduction of new models of fancy bicycle and E-bike has been continuously followed and the sale in this segment has gone up significantly. Further Atlas has widened its product range also.

OUT – LOOK

Bicycle Industry is getting more and more competitive and to compete with the world leaders in producing high class bicycles and tapping export market, the Indian bicycle industry needs to incorporate the latest Research and Development facilities and pay special attention to design development.

On the whole, the future of the bicycle industry is very challenging. With the globalization, the domestic market is open to goods and services from global companies because of low tariff. Thus, the bicycle industry is facing very challenging time.

Protection is a thing of the past. Only those companies will survive which successfully structure and modernize technology to combat global competitiveness in terms of quality, cost and product development.

RISK AND CONCERNS

Small manufacturers in the unorganized sector have set up their units which certainly pose a threat to the organized sector. Cheap import from China supplying cheap and substandard products in the market is also threatening our bicycle industry. Steel Prices are changing on regular basis and there is a wide fluctuation in chemical industry and other metals including Nickels, Brass etc., which are governed by some external forces. Further as it is the product of necessity, it is not easy to increase the price on frequent intervals.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

To achieve effectiveness and efficiency of operation, reliability of financial reporting and compliance with applicable laws, rules and regulations and compliance of significant policies, the Company has a well defined system of internal control throughout the organization. The internal audit department regularly probes the deficiency in operation of internal control and suggest ways to rectify such deficiencies. To improve efficiency and internal control, company has introduced Microsoft-Navision 2009, an Enterprise Resource Planning (ERP) system. Due to the total integration, there is a consistent

flow of accurate and easy to access data within all the departments. The company has adequate systems of internal control to provide reasonable assurance that assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized, recorded and reported properly.

FINANCIAL PERFORMANCE

The company achieved a turnover ₹ 72,646.74 Lacs during the year compared to ₹ 60,850.72 Lacs during the previous year.

HEALTH, SAFETY AND ENVIRONMENT

Atlas is fully committed to the safety, health and well-being of its employees and to minimizing the environmental impact on its business operations. A safe and healthy environment is maintained and appropriate steps are taken with the object of minimizing the environmental impact on all processes and practices. The Company has a range of policies on quality, safety and health aspects to guide the employees work practices, actions and decisions. The Company strives to continuously improve the effectiveness of its policies and the employees are encouraged to contribute their mite in this direction. All employees are obliged to ensure that they fully understand all policies and do fully comply with the requirements.

HUMAN RESOURCE AND INDUSTRIAL RELATIONS

One of the "Key" reasons for the exponential growth of Atlas is undoubtedly its "People". The Company has always provided an open and challenging work environment, wherein the staff members get an opportunity to rapidly gain and assimilate knowledge. Creativity and dedication of all the employees represent the most precious assets of the Company. For the growth of the organization, the human resource function has an important role to play not only in identifying and recruiting suitable individuals, but also in developing and rewarding its employees. As such, we have remained focused on strengthening human capital through continuous training and development and by upgrading skills of employees to meet the Company's objectives. The Company has a union free environment and the industrial relations scenario continued to be stable during the year.

CAUTIONARY STATEMENT

Statements in the Directors' Report & Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal market, changes in Government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factor.

APPRECIATION

Your Directors express their warm appreciation to all the employees working at various units for their diligence and contribution. Your Directors also wish to record their appreciation for the support and co-operation received from the dealers, agents, suppliers, bankers and all other stakeholders.

HIRA LAL BHATIA
(DIN: 00159258)
3-B/11, N.E.A., Utri Marg,
New Delhi – 110060

ISHWAR DAS CHUGH
(DIN: 00073257)
I-73, Naraina Vihar,
New Delhi - 110028

DIRECTORS

Date : 4th August 2017
Place : Delhi

INDEPENDENT AUDITOR'S REPORT

To the Members of

ATLAS CYCLES (HARYANA) LTD.

Report on the Financial Statements

We have audited the accompanying financial statements of ATLAS CYCLES (HARYANA) LIMITED ('the Company'), which comprise the Balance Sheet as at 31 March 2017, the statement of Profit & Loss and Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information ("financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

a) In case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2017;

b) In case of Statement of Profit & Loss, the loss incurred for the year then ended on 31st March, 2017.

c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

(i) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A"** a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

(ii) As required by Section 143 (3) of the Act, we report that:

(a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) the Balance Sheet, the statement of profit and loss and cash flow Statement dealt with by this Report are in agreement with the books of account;

(d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) with respect to the adequacy of the Internal Financial Controls Over Financial Reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**; and

(g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education & Protection Fund by the Company; and

iv. The Company has provided requisite disclosures in its standalone Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 34 to the standalone Ind AS financial statements.

For Mehra Khanna & Co
Chartered Accountants
Firm Registration No: 001141N

CA Rajiv Bhasin
Partner
Membership No:093845

Place: New Delhi
Date: 04.08.2017

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) According to information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

2) (a) As explained to us, the inventories were physically verified during the year by the Management, wherever applicable, at reasonable intervals other than for inventories lying with third parties at the end of the year for which confirmations have been obtained in most of the cases.

b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and I86 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

5) The Company has not accepted deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company and the such accounts and records are made and maintained by the company.

7) a) According to the information and explanation given to us, and the records of the company examined by us, the company is generally regular in depositing with the appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income-tax, sale tax, duty of excise, value added tax, cess. However, according to the information and explanation given to us, no undisputed material amounts payable in respect of statutory dues were in arrears as at 31st March, 2017 for a period more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no dues of income tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments. However, term Loans raised by the company has been applied for which those are raised.

10) To the best of our knowledge and according to the information and explanations given to us, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11) To the best of our knowledge and according to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Mehra Khanna & Co
Chartered Accountants
Firm Registration No: 001141N

CA Rajiv Bhasin
Partner
Membership No:093845

Place: New Delhi
Date: 04.08.2017

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of ATLAS CYCLES (HARYANA) LIMITED ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute

For Mehra Khanna & Co
Chartered Accountants
Firm Registration No: 001141N

CA Rajiv Bhasin
Partner
Membership No:093845

Place: New Delhi
Date: 04.08.2017

Atlas Cycles (Haryana) Limited

Balance Sheet as at 31st March, 2017

(₹ in Lacs)

DESCRIPTION	Note No.	31.03.2017	31.03.2016
EQUITY AND LIABILITIES			
SHAREHOLDERS FUNDS			
Share Capital	2	325.19	325.19
Reserves and Surplus	3	9,380.47	9,075.86
		9,705.66	**9,401.05**
SHARE APPLICATION MONEY PENDING ALLOTMENT		-	-
NON-CURRENT LIABILITIES			
Long-term borrowings	4	160.58	160.73
Deferred tax liabilities (net)	5	-	-
Other Long term liabilities	6	2,476.77	2,468.85
Long-term provisions	7	76.01	65.21
		2,713.36	**2,694.79**
CURRENT LIABILITIES			
Short-term borrowings	8	8,353.61	5,894.77
Trade payables	9	12,584.57	11,248.06
Other current liabilities	10	1,097.24	1,991.29
Short-term provisions	7	1,268.08	2,459.81
		23,303.50	**21,593.93**
TOTAL		**35,722.52**	**33,689.77**
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets	11		
Tangible assets		8,697.71	9,332.20
Intangible assets		-	-
Capital work-in-progress		44.71	-
Intangible assets under development		-	-
Non-current investments	12	41.26	92.16
Deferred tax assets (net)	5	613.70	811.35
Long-term loans and advances	13	1,684.14	1,668.97
Other non-current assets	14	75.25	36.81
		11,156.77	**11,941.49**
CURRENT ASSETS			
Current investments	12	1,265.29	1,224.66
Inventories	15	4,900.01	3,864.55
Trade receivables	16	13,852.64	10,545.29
Cash and Bank Balances	17	1,398.22	218.02
Short-term loans and advances	13	3,135.81	5,882.69
Other current assets	18	13.78	13.07
		24,565.75	**21,748.28**
TOTAL		**35,722.52**	**33,689.77**
Significant Accounting Policies	**1**	**-**	**-**

Notes referred to above form an integral part of the financial statements
This is the Balance Sheet referred to in our report of even date

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

Chander Mohan Dhall
Chief Financial Officer

CA. RAJIV BHASIN
PARTNER
M. No. – 093845

Lalit Lohia
Company Secretary

Hira Lal Bhatia
(DIN: 00159258)
Chiarman &
Non Executive Director

Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

Statement of Profit & Loss for the year ended 31st March, 2017

(₹ in Lacs)

DESCRIPTION	Note No.	31.03.2017	31.03.2016
INCOME			
Revenue from operations (gross)	19	72,646.74	60,850.72
Less :- Rebate		3,024.75	2,661.68
Less :- Excise Duty on sales		1,194.41	1,090.04
Revenue from operations (net)		68,427.58	57,099.00
Other Income	20	382.71	78.63
TOTAL		**68,810.29**	**57,177.63**
EXPENSES			
Cost of materials consumed	21	48,004.77	40,301.64
Purchases of trading goods		501.01	281.27
Changes in inventories of finished goods, work in progress and trading goods	22	(771.76)	391.16
Employee benefits expense	23	3,707.31	3,527.95
Finance costs	24	856.53	784.98
Depreciation and amortization expense	25	474.25	546.90
Other expenses	26		
Manufacturing expenses		8,521.84	6,864.31
Administration expenses		1,927.76	1,693.09
Selling expenses		5,086.32	3,379.94
TOTAL		**68,308.03**	**57,771.24**
Profit before exceptional and extraordinary items and tax		**502.26**	**(593.61)**
Profit before extraordinary items and tax		**502.26**	**(593.61)**
Profit before tax		**502.26**	**(593.61)**
Tax expense			
Provision for current tax		102.57	-
MAT credit entitlement		(102.57)	-
Provision for deferred tax		197.65	(267.87)
Profit / (Loss) for the year from continuing operations		**304.61**	**(325.74)**
Profit/(Loss) for the year		**304.61**	**(325.74)**
Earnings per share (in ₹)			
Basic		**9.37**	**(10.02)**
Diluted		**9.37**	**(10.02)**

Significant Accounting Policies **1**

Notes referred to above form an integral part of the financial statements
This is the Balance Sheet referred to in our report of even date

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Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(₹ in Lacs)

PARTICULARS	31.03.2017	31.03.2016
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit after Interest tax and extra ordinary items	304.62	(325.77)
Adjustments for Depreciation & Misc. Write Offs	474.29	546.90
Interest Paid	856.53	784.98
Provision for Taxation	(197.65)	267.87
Interest Received	8.61	12.54
Dividend Income	0.06	19.93
Profit on Sale of Fixed Assets	91.71	(18.80)
Profit on Sale of Shares/Units	270.75	21.49
Operating Profit before Working Capital Changes	**1,461.95**	**703.08**
Adjustments for:		
(Increase)/Decrease in Trade & other Receivables	(3,307.36)	1,308.56
(Increase)/Decrease in Inventories	(1,035.46)	613.09
(Increase)/Decrease in Loans and Advances	635.28	(31.34)
(Decrease)/Increase in Trade Payables	1,336.47	1,331.99
(Decrease)/Increase in Other Current Liabilities	110.43	95.85
Direct Taxes Paid /refund	119.08	54.18
Net Cash Flow from Operating Activities	**(679.62)**	**4,075.40**
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(432.92)	(324.73)
Proceeds on Sale of Fixed Assets	640.18	71.06
Dividend Income	0.06	19.93
Net proceds /(Purchase) from sale of Investments	281.01	4.32
Net Cash Used in Investing Activities	**488.33**	**(229.42)**
C. Cash Flow from Financing Activities		
Proceeds/ (Repayment) from Borrowings	2,219.41	(3,334.53)
Interest Paid	(856.53)	(784.98)
Interest Received	8.61	12.54
Dividends Paid	-	(3.53)
Net Cash Used in Financing Activities	1,371.49	(4,110.51)
Net Increase/(Decrease) in Cash and Cash Equivalents	**1,180.21**	**(264.52)**
Cash & Cash Equivalents as on 01.04.2016	218.01	482.54
Cash and Cash Equivalents as on 31.03.2017	**1,398.22**	**218.01**

Note : Figures of the previous year have been re-grouped & re-arranged, whereever necessary.
: Figures in brackets represent negative figures.

Notes referred to above form an integral part of the financial statements

This is the Balance Sheet referred to in our report of even date

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

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Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Note No.	DESCRIPTION

A) SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention, except for certain Fixed Assets which are carried at revalued amounts. The financial statements are presented in Indian rupees rounded off to the nearest rupees in lacs.

2. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

3. FIXED ASSETS

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates and include amounts added on revaluation, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.Land and Building at Sonepat and at Rasoi were revalued on 30th June, 1986.Subsequent additions to these units are shown at cost.

4. Depreciation

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method except in case of assets pertaining to Sahibabad Unit. Further, Malanpur, Bawal and Auto Unit has been closed down so no depreciation has been provided on assets of these units. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

5. Revenue Recognition

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Gross sales are inclusive of applicable excise duty and but are exclusive of sales tax.Dividend income is recognised when the right to receive payment is established.Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

6. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

7. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

8. Borrowing Costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred.

9. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognised in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements.

10. Income Taxes

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

11. Research and Development Expenses

Revenue expenditure pertaining to research is charged to the Profit and Loss Statement. Development costs of products are charged to the Profit and Loss Statement unless a product's technological feasibility has been established, in which case such expenditure is capitalised.

12. Retirement / Gratuity Benefits

Liabilities in respect of gratuity benefits, Provident Fund and superannuation benefits, for its senior employees are provided for by the company via Gratuity fund Trust and Superannuation Trust main-A

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

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(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

Notes to Financial Statements

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
2	**SHARE CAPITAL**		
	AUTHORISED		
	30,000(30,000) 6 1/4% P.A. free of Income tax cumulative redeemable Preference shares of ₹100 each	30.00	30.00
	97,00,000(97,00,000) Equity Shares of ₹10/- each	970.00	970.00
		1,000.00	**1,000.00**
	ISSUED, SUBSCRIBED AND PAID UP		
	32,51,919 (32,51,919) Equity Shares of ₹ 10/-each fully paid up	**325.19**	**325.19**
	TOTAL - SHARE CAPITAL	**325.19**	**325.19**
	(a) **RECONCILIATION OF THE NUMBER OF EQUITY SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING YEAR**	**No. of Shares**	**No. of Shares**
	END OF THE REPORTING YEAR		
	Equity Shares outstanding at the beginning of the year	3,251,919	3,251,919
	Equity Shares issued during the year	-	-
	Shares outstanding at the end of the year	**3,251,919**	**3,251,919**

(b) **TERMS/RIGHT ATTACHED TO EQUITY SHARES**

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and also has equal right in distribution of Profit/Surplus in proportions to the number of equity shares held by the shareholders.

(c) **EQUITY SHARES IN THE COMPANY HELD BY EACH SHAREHOLDER HOLDING MORE THAN 5% SHARES ARE AS UNDER:**

	2017		2016	
NAME OF THE EQUITY SHAREHOLDER	**No. of Shares**	**%**	**No. of Shares**	**%**
Milton Cycles Industries Ltd.	**325846**	**10.02%**	**325846**	**10.02%**
Limrose Enng Works Pvt Ltd.	**257650**	**7.92%**	**257650**	**7.92%**

(d) Company has not issued any ESOP Plan,or Conversion of Bonds/Debentures

(e) Company has not issued any shares by way of Bonus/ Right Shares and has not Buy back any shares in the preceding five years

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
3	**RESERVES AND SURPLUS**		
	(a) **SECURITY PREMIUM ACCOUNT**		
	As per last account	606.20	606.20
	Add : On Conversion of Foreign Currency Convertible Bonds	-	-
		606.20	**606.20**
	(b) **FIXED ASSETS REVALUATION RESERVE**		
	As per last account	389.74	389.74
	Add:- Transferred from Statement of Profit and Loss	-	-
	Less:- Written Back during the year	-	-
		389.74	**389.74**
	(c) **GENERAL RESERVE**		
	As per last account	11,158.83	11,158.83
	Add : Transferred from Statement of Profit and Loss	-	-
		11,158.83	**11,158.83**
	(d) **SURPLUS - STATEMENT OF PROFIT AND LOSS**		
	As per last account	(3,078.91)	(2,753.17)
	Add : Profit after Tax for the year	304.61	(325.74)
	NET PROFIT	**(2,774.30)**	**(3,078.91)**
	Amount Available for appropriation	**(2,774.30)**	**(3,078.91)**
	APPROPRIATIONS		
	Debenture Redemption Reserve	-	-
	General Reserve	-	-
	Proposed Dividend	-	-
	Corporate Dividend Tax	-	-
	Net Surplus in the Statement of Profit and Loss	**(2,774.30)**	**(3,078.91)**
	TOTAL - RESERVE & SURPLUS	**9,380.47**	**9,075.86**

(₹ in Lacs)

Note No.	DESCRIPTION	Non-Current Portion 31.03.2017	Non-Current Portion 31.03.2016	Current Maturity 31.03.2017	Current Maturity 31.03.2016
4	**LONG-TERM BORROWINGS**				
	SECURED				
	(a) **CAR LOAN FROM BANKS**	160.58	160.73	115.25	139.25
	TOTAL SECURED LONG TERM BORROWINGS	**160.58**	**160.73**	**115.25**	**139.25**
	UNSECURED LONG TERM BORROWINGS				
	(a) **PUBLIC FIXED DEPOSITS**	-	-	553.41	768.69
	TOTAL UNSECURED LONG TERM BORROWINGS	**-**	**-**	**553.41**	**768.69**
	TOTAL - LONG TERM BORROWINGS	**160.58**	**160.73**	**668.66**	**907.94**

1 The Company have fixed deposits from the public which carries interest @ 11% p.a. for FDRs less than Rs 2,00,000/- for a period of one year and 11.5% p.a for more than one year irrespective of amount. Company has not repaid deposits as per requirement of companies act 2013. However, company have applied for extension for repayment of fixed deposits to NCLT and repayments are been made as per directions of NCLT.

2 Vehicle loans are secured by way of hypothecation of vehicle concerned and carries interest from 8.5% p.a. to 13% p.a. on different loans and repayable in 36 / 48 equal installments.

(₹ in Lacs)

Note No.	DESCRIPTION	Deferred Tax Liability/Asset as at 31.03.2016	Charge/(Credit) for the year	Deferred Tax Liability/(Asset) as at 31.03.2017
5	**DEFERRED TAX ASSETS/LIABILITY (NET)**			
	(a) **DEFERRED TAX ASSETS/LIABILITY**			
	Due to difference between book & tax depreciation	139.1	80.4	58.70
	Due to Accumulated Losses	619.05	118.65	500.40
	Due to Sec 43B Income Tax Act,1961	53.20	(1.40)	54.60
	Total Deferred Tax Assets/Liability	**811.35**	**197.65**	**613.70**
	DEFERRED TAX ASSETS/LIABILITY (NET)	**811.35**	**197.65**	**613.70**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
6	**OTHER LONG TERM LIABILITIES**		
	Security Deposits	289.77	270.64
	Advance Against Sale of Land #	2,187.00	2,187.00
	LADT Payable	-	11.21
	TOTAL - OTHER LONG TERM LIABILITIES	**2,476.77**	**2,468.85**

 # ₹ 15.50 Crores received as advance against sale of land of Rasoi Plant and ₹ 6.37 crores received as advance against sale of land of Bawal plant.

(₹ in Lacs)

Note No.	DESCRIPTION	Long-Term 31.03.2017	Long-Term 31.03.2016	Short-Term 31.03.2017	Short-Term 31.03.2016
7	**PROVISIONS**				
	For Employee Beneifts			383.92	130.42
	Leave Encashment etc	76.01	65.21	-	-
	For Taxation	-	-	-	1,938.21
	For Proposed Dividend	-	-	-	-
	For Corporate Dividend Tax	-	-	-	-
	For Dealers Discount			79.85	81.10
	For Bills Payable			455.03	72.15
	Others	-	-	349.28	237.93
	TOTAL - PROVISIONS	**76.01**	**65.21**	**1,268.08**	**2,459.81**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
8	**SHORT TERM BORROWINGS**		
	SECURED SHORT TERM BORROWINGS		
	(a) Working Capital Facility from Bank	6,647.76	4,699.21
	(b) Short Term Loans	725.90	1.00
	(c) Bills Discounting from Bank/Financial Institution	979.95	1,194.56
	TOTAL SECURED SHORT TERM BORROWINGS	**8,353.61**	**5,894.77**
	UNSECURED SHORT TERM BORROWINGS		
	(a) Loan from Body Corporate	-	-
	TOTAL UNSECURED SHORT TERM BORROWINGS	**-**	**-**
	TOTAL - SHORT TERM BORROWINGS	**8,353.61**	**5,894.77**

1 Cash Credit Limit from Consortium banks is secured against Hypothecation of Inventory and Book Debts and Ist Charge over Fixed Assets of the Company which is repayable on demand and carries interest @ 13.25% p.a.

2 Bills Discounting facility from Consortium banks is fully secured by the stock against the bills discounted and IInd charge over the Fixed Assets of the Company and carries interest@13.50% p.a.

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
9	**TRADE PAYABLES**		
	Trade Payables (including Acceptances)		
	Dues to Micro and Small enterprises	3,017.70	2,836.45
	Dues to other than Micro and Small enterprises	9,566.87	8,411.61
	TOTAL TRADE PAYABLES	**12,584.57**	**11,248.06**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
10	**OTHER CURRENT LIABILITIES**		
	Current maturities of Long term Borrowings.(Refer note no 4)	668.66	907.94
	Interest accrued but not due on borrowings.	34.96	-
	Interest accrued and due on borrowings.	69.92	69.91
	Statutory Dues	60.21	88.22
	Due to Customer and others	13.16	416.54
	Security Deposits from Agents/Dealers/Others	102.02	89.31
	Other Outstanding Liabilities	142.04	413.10
	Liability towards Investors Education and Protection Fund under Section 205C of the Companies Act, 1956 not due		
	Unpaid dividend	6.27	6.27
		-	-
	TOTAL OTHER CURRENT LIABILITIES	**1,097.24**	**1,991.29**

11. FIXED ASSETS

(₹ in Lacs)

Particulars	Land & Building	Plant & Machinery	Computer	Vehicles	Electrical Installation	Furniture & Fixtures	Under Const. Installation Building/ Machinery	Total
COST								
As at 1st April,2016	7,984.15	7,564.28	556.55	1,926.30	275.52	807.52	-	19,114.31
Additions	**-**	**171.69**	**5.27**	**195.96**	**-**	**15.30**	**44.71**	432.92
Sales/Adjustment	512.44	59.07	-	190.46	(13.72)	(18.04)	-	730.22
As at 31st March, 2017	**7,471.72**	**7,676.90**	**561.82**	**1,931.79**	**289.23**	**840.85**	**44.71**	18,817.02
DEPRECIATION								
As at 1st April,2016	2,419.63	4,982.54	530.97	982.98	246.99	618.98	-	9,782.10
For the Year	**75.31**	**212.99**	**10.73**	**141.04**	**7.73**	**26.45**	**-**	474.25
Sales/Adjustment	60.49	28.34	-	120.59	(9.14)	(18.53)	-	181.75
As at 31st March,2017	**2,434.45**	**5,167.18**	**541.70**	**1,003.44**	**263.85**	**663.96**	**-**	**10,074.60**
NET ASSETS								
As at 31st March,2017	**5,037.26**	**2,509.71**	**20.11**	**928.36**	**25.38**	**176.89**	**44.71**	**8,742.42**
As at 31st March,2016	5,564.52	2,581.74	25.57	943.32	28.53	188.53	-	9,332.20

Note No.	NON CURRENT INVESTMENTS		31.03.2017			31.03.2016		
			Face Value	Nos	Amount in Lacs	Face Value	Nos	Amount in Lacs
12	**INVESTMENTS**							
A	**Investment in <u>Shares of Wholly Owned Subsidiary Companies Fully Paid (Unquoated)</u>**							
	50000 (Previous Year 50000) Equity Shares of ₹ 10/- each fully paid up in ATLAS CYCLES SONEPAT LTD.	**[A]**	10	50000	5.00	10	50000	5.00
	50000 (Previous Year 50000) Equity Shares of ₹ 10/- each fully paid up in ATLAS CYCLES (SAHIBABAD) LTD.	**[A]**	10	50000	5.00	10	50000	5.00
	50000 (Previous Year 50000) Equity Shares of ₹ 10/- each fully paid up in ATLAS CYCLES (MALANPUR) LTD.	**[A]**	10	50000	5.00	10	50000	5.00
	Total A				15.00			15.00
B	**<u>Equity Shares Fully Paid Up -Trade Un Quoted</u>**							
	Ambojini Property Developers Pvt. Ltd.		10	1410	0.14	10	1410	0.14
	Amit Enterprises & Builders Pvt. Ltd.		-	-	-	-	-	-
	Dardode Job Realities Pvt. Ltd.		-	-	-	-	-	-
	Lavim Developers Pvt. Ltd.		-	-	-	-	-	-
	Godrej Landmark Redevelopers Pvt.Ltd.		1000	66	5.39	1000	66	5.39
	Mantri Hamlet Pvt. Ltd.		10	0		10	2	0.00
	Total B				5.54			5.54
C	**<u>Debentures Fully Paid Up - Un Quoted</u>**							
	10% OCD Godrej Landmark Redevelopers Pvt. Ltd.		100	3753	3.75	100	10822	10.82
	10% OCD Ambojini Property Developers Pvt. Ltd.		100	16062	16.06	100	16062	16.06
	10% OCD Amit Enterprises & Builders Pvt. Ltd.		-	-	-	-	-	-
	10% OCD Dardode Jog Realities Pvt. Ltd.		-	-	-	-	-	-
	15% OCD Lavim Developers Pvt. Ltd.		-	-	-	-	-	-
	10% OCD Mantri Hamlet Pvt. Ltd.		100	0		100	7399	7.40
	Total C				19.82			34.28
D	**Unquoted Mutual Fund**							
	THE OCIAN'S ART FUND-(D)	**[D]**	100	46000	46.00	100	46000	46.00
	LESS Provosion for Investment				46.00			46.00
	Total D				-			-

Note No.	DESCRIPTION	31.03.2017			31.03.2016		
		Face Value	Nos	Amount in Lacs	Face Value	Nos	Amount in Lacs
E	**Unquoted Government Securities**						
	12 years National Defence Certificate for the face value of ₹ 1750 each pledged with Government authorities			0.02			0.02
	7 Years National Savings Cerificate pledged with Excise authorities			0.10			0.10
	Total (E)			0.12	-		0.12
	TOTAL UNQUOTED NON CURRENT INVESTMENT *Total A-E*			40.48	*Total A-E*		54.94
F	**Quoted Non Current Investment**						
	Quoted Shares						
	Central Bank of India	**778**	*100.000*		**778**	*100.000*	
	Total Quoted Non Current Investment G			0.79			0.79
	TOTAL NON CURRENT INVESTMENT			41.26			55.73
	CURRENT INVESTMENTS (At lower of Cost and Fair Value)						
12(b)	**CURRENT INVESTMENTS**						
	Investment in Mutual Fund (Quoated)#						
	BIRLA SUNLIFE MUTUAL FUND						
	Birla Sunlife Income Plus - Growth						
	Birla Sunlife Dynamic Bond Fund -Retail(D)	10	0	0	10	475081	101.48
	FRANKLIN TEMPLETON MUTUAL FUND						
	Templeton India Short Term Income Retail-G	1000	0	0	1000	4645	100.00
	HDFC MUTUAL FUND						
	HDFC Corporate Debt Opp.Fund - R-G	10	2681205	300	10	2681205	300
	HDFC MIP- Short Term- G	10	438245	100.93	10	438245	100.93
	AXIS MUTUAL FUND						
	Axis Short Term Fund-G	10	0	0	10	712721	100
	IDFC MUTUAL FUND						
	IDFC SSIF- Short Term-Plan-A-G	10	0	0	10	451267	100.00
	IDFC SSIF-Medium Term-Plan-A-G	10	427625	100	10	427625	100
	RELIANCE MUTUAL FUND						
	Reliance Medium Term Fund	*10*	*0*	*0*	*10*	*144*	*0.02*
	Reliance Dynamic Bond Fund-G	10	3987514	514.36	10	1091996	207.10
	Reliance Fixed Horizo XXIV Sr 9 G						
	BOI AXA MUTUAL FUND	10	1240643	150			0
	BOI Axa Corporate Credit Spectrum Fund						
	UTI MUTUAL FUND-(G)						
	UTI Short Term Income Fund -Insti. -G	10	598770	100	10	598770	100
	KOTAK MUTUAL FUND-(D)						
	Kotak Liquid Scheme Plan -A D/D	1000	0	0	1000	1238	15.14
	SUB TOTAL [B]			**1,265.29**			1,224.66
	NOTE : [GROWTH = (G) ; DIVIDEND = (D)]						
	MARKET VALUE OF THE MUTUAL FUND			1,476.76			1,423.01
	Aggregate value of Current Investment			**1,265**			**1,225**
	Aggregate value of unquoted investment			**40**			**55**
	Aggregate value of quoted investment			**1**			**1**
	Market value of quoted investment			**1,477**			**1,423**

(₹ in Lacs)

Note No.	DESCRIPTION	Long-Term 31.03.2017	Long-Term 31.03.2016	Short-Term 31.03.2017	Short-Term 31.03.2016
13	**LOANS AND ADVANCES**				
	(Unsecured, Considered good unlesss otherwise stated)				
	Advance Recoverable in Cash or in kind or the value to be received	1,340.47	1,340.47	2,453.72	3,126.60
	Capital Advances	39.06	39.06	-	-
	Security Deposits	102.86	87.69	312.55	306.32
	Claims Recoverable (Refer Note No- 34)	201.07	201.07	-	-
	Prepaid Taxes	-	-	318.25	2,375.54
	Prepaid Expenses	-	-	12.01	12.48
	Balance with Goverment Authorities	0.68	0.68	39.28	61.75
	TOTAL - LOANS AND ADVANCES	**1,684.14**	**1,668.97**	**3,135.81**	**5,882.69**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
14	**OTHER NON CURRENT ASSETS**		
	Deposit with original Maturity upto 12 month	22.55	22.55
	Deposit with original Maturity of more than 12 month	47.99	9.55
	Interest accrued on Investment /FDR	4.71	4.71
	Total Other Non Current Assets	**75.25**	**36.81**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
15	**INVENTORIES**		
	(As taken,valued and certifed by the Management)		
	(valued at lower of cost and net realisable value unless otherwise stated)		
	Production Material	2,013.64	1,792.78
	Work in Progress	241.24	199.96
	Finished Goods	1,604.43	939.66
	Stock in Trade	111.31	12.71
	Store, Spares and Components	878.12	839.17
	Loose Tools	51.27	47.38
	Scrap	-	32.89
	TOTAL - INVENTORIES	**4,900.01**	**3,864.55**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
16	**TRADE RECEIVABLES**		
	(Unsecured, Considered goods unless otherwise stated)		
(a)	**OVERDUE EXCEEDING SIX MONTHS**		
	Unsecured, Considered good	887.65	1,916.81
	Doubtful	1,224.20	590.48
	Less : Provision for doubtful receivable	1,224.20	590.48
		887.65	**1,916.81**
(b)	**OVERDUE LESS THAN SIX MONTHS**	12,964.99	8,628.48
	TOTAL - TRADE RECEIVABLE	**13,852.64**	**10,545.29**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
17	**CASH AND BANK BALANCES**		
	CASH AND CASH EQUIVALENTS		
	Balance with banks	1,359.49	167.64
	Bank deposits with original maturity of less than three month	0.42	0.42
	Unpaid dividend accounts	6.27	6.27
	Cash in hand	32.04	43.69
	Total Cash and Cash Equivalents	**1,398.22**	**218.02**
	OTHER BANK BALANCES SHOWN UNDER THE HEAD OF OTHER NON CURRENT ASSESTS (NOTE NO 14)		
	Bank Deposits with original maturity of more than three month but less than 12 months	22.55	22.55
	Bank Deposits with original maturity of more than 12 months *	47.99	9.55
	TOTAL OTHER BANKS BALANCES	**70.54**	**32.10**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
18	**OTHER CURRENT ASSETS**		
	(Unsecured, Considered good unlesss otherwise stated)		
	Interest accrued on Investment /FDR	13.78	13.07
	TOTAL OTHER CURRENT ASSETS	**13.78**	**13.07**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
19	**REVENUE FROM OPERATIONS**		
(a)	**SALE OF PRODUCTS**		
	Finished Goods	72,435.96	60,642.02
		72,435.96	**60,642.02**
(b)	**OTHER OPERATING REVENUE**		
	Export Benefits	188.05	181.05
	Scrap Sales	22.73	25.65
	Miscellaneous Income	-	2.00
		210.78	**208.70**
	REVENUE FROM OPERATIONS (GROSS)	**72,646.74**	**60,850.72**
	Rebate	**3,024.75**	**2,661.68**
	EXCISE DUTY ON SALES	**1,194.41**	**1,090.04**
	REVENUE FROM OPERATIONS (NET)	**68,427.58**	**57,099.00**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
20	**OTHER INCOME**		
	(a) **INTEREST INCOME ON**		
	Loans and Advances	-	-
	Banks	7.11	12.54
		7.11	**12.54**
	(b) Dividend Income on Current Investment	0.06	19.93
	(c) Interest Income on Current Investment	1.51	-
	(d) **NET GAIN/(LOSS) ON SALE OF CURRENT INVESTMENTS**		
	Gain on Sale	270.75	21.49
		270.75	**21.49**
	(e) **NET GAIN/(LOSS) ON SALE OF FIXED ASSETS**		
	Gain on Sale	91.71	(18.80)
		91.71	**(18.80)**
	(f) **OTHER NON-OPERATING INCOME (NET)**		
	Lease Rent	-	-
	Misc Receipts	5.52	33.98
	Rent receipts	6.05	9.49
		11.57	**43.47**
	TOTAL OTHER INCOME	**382.71**	**78.63**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
21	**COST OF MATERIAL CONSUMED**		
	Raw Material Consumed*	48,004.77	40,301.64
	TOTAL COST OF MATERIAL CONSUMED	**48,004.77**	**40,301.64**
	***DETAIL OF RAW MATERIAL CONSUMED DURING THE YEAR**		
	(i) Sheets & Strips	1,267.30	1,183.65
	(ii) Tyres	4,746.49	4,493.19
	(iii) Tubes	1,831.99	1,627.12
	(iv) Rims	4,621.72	3,616.02
	(v) Other Items	1,648.55	1,615.27
	(vi) Components	33,888.73	27,766.40
		48,004.77	**40,301.64**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
22	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND TRADING GOODS**		
	OPENING STOCK		
	Finished Goods	939.66	1,225.55
	Work in Progress	199.96	258.40
	Scrap	32.89	36.01
	Stock In Trade	12.71	56.42
	TOTAL OPENING STOCK	**1,185.22**	**1,576.38**
	CLOSING STOCK		
	Finished Goods	1,604.43	939.66
	Work in Progress	241.24	199.96
	Scrap	-	32.89
	Stock In Trade	111.31	12.71
	TOTAL CLOSING STOCK	**1,956.98**	**1,185.22**
	TOTAL - CHANGES IN INVENTORIES	**(771.76)**	**391.16**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
23	**EMPLOYEE BENEFITS EXPENDITURE**		
	Salaries, Wages, Bonus and Other benefits	3,086.00	2,915.21
	Contribution to provident and other funds	359.66	380.90
	Staff Welfare Expenses	261.65	231.84
	TOTAL - EMPLOYEE BENEFITS EXPENDITURE	**3,707.31**	**3,527.95**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
24	**FINANCE COST**		
	Interest Expenses	700.83	707.80
	Other Borrowing Costs	155.70	77.18
	TOTAL - FINANCE COST	**856.53**	**784.98**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
25	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation on Fixed Assets	474.25	546.90
	Amortisation Expenses	-	-
	TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	**474.25**	**546.90**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
26	**OTHER EXPENSES**		
(a)	**MANUFACTURING EXPENSES**		
	Consumption of Stores and Spare parts	3,633.26	2,863.84
	Packing Material Consumed	2,434.39	2,075.36
	Power and Fuel	777.11	756.74
	Labour Processing & Transportation Charges	846.09	632.82
	Repairs to Buildings	371.80	159.77
	Repairs to Plant & Machinery	177.82	123.91
	Other Repairs	281.37	251.87
		8,521.84	**6,864.31**
(b)	**ADMINISTRATIVE EXPENSES**		
	Insurance	46.58	38.08
	Rent	36.70	29.84
	Rates and Taxes	30.34	100.08
	Legal and Professional	21.09	79.27
	Printing & Stationary, Postage and Telephone	109.04	132.05
	Travelling & Conveyance	645.83	558.38
	Director' Meeting Fees	6.04	5.36
	Auditor's Remuneration*	38.39	27.03
	Donation	1.61	2.07
	Miscellaneous Expenses	992.14	720.93
		1,927.76	**1,693.09**
(c)	**SELLING EXPENSES**		
	Freight & Forwarding Expenses	2,823.91	2,195.36
	Commission on Sales	263.84	116.08
	Provision for Doubtful Debts	633.72	439.60
	Bad Debts Written off	-	-
	Advertisement & Publicity	1,364.85	628.90
		5,086.32	**3,379.94**
	TOTAL - OTHER EXPENSES	**15,535.92**	**11,937.34**
	*** Payment to Auditors Include followings**		
	(a) Audit Fee	**24.50**	**21.50**
	(b) Tax Audit	**3.50**	**3.00**
	(c) Other Certifications	**10.39**	**2.53**
	TOTAL	**38.39**	**27.03**

27. Recognition of opening and closing balances of Defined Benefit Obligation (₹ in Lacs)

GRATUITY	**Gratuity (Funded)**	
	2016-17	**2015-16**
Defined Benefit obligation at the beginning of the year	1115.10	1168.00
Current Service Cost	24.00	39.74
Interest cost	88.63	90.46
Benefit paid	-101.70	-183.10
Defined Benefit obligation at the year end	1126.03	1115.10

INVESTMENT DETAILS	Investement as on 3/31/2017		Investement as on 3/31/2016	
Investment Detail:	**Value**	**%**	**Value**	**%**
GOI Securities	434.96	16.08%	434.96	17.09%
Public Securities	650.62	24.05%	650.62	25.57%
State Government Securities	750.89	27.76%	390.9	15.36%
Private Securities	711.44	26.30%	809.58	31.81%
In banks	157.28	5.81%	258.85	10.17%
	2705.19	**100.00%**	**2544.91**	**100.00%**

Acturial assumptions	Gratuity (Funded)	
	2016-17	**2015-16**
Discount rate (Per Annum)	8.00	8.00
Expected rate of return plan (Per Annum)	8.35	8.35
Rate of escalation of salary (Per Annum)	8.00	8.00

The estimates of rate of escalation in salary considered in acturial valuation, takes into account seniority and promotion other relevant factors. The above information is certified by the actuary

As per the Accounting Standard 15 " Employees benefit", the disclosure as defined in the accounting Standard are given below:

(₹ in Lacs)

Defined Contribution Plan	31-Mar-17	31-Mar-16
Employer's Contribution to Provident Fund	64.56	69.32
Employers Contribution to Supper Annuation Fund	8.35	15.00
Employers Contribution to Gratuity Fund	8.00	39.74

28 CONTIGENT LIABILITIES IN RESPECT OF

(₹ in Lacs)

Particulars	31-Mar-17	31-Mar-16
a) Surety bonds executed in favour of President of India through Customs & Excise authorities for payment of Central Excise/Custom duty	0.00	0.00
b) Surety bonds in favour of government	36.77	30.40
c) Guarantees given by bank	1059.41	573.27
d) Guarantees In respect of Entry Tax matters	0.30	37.95
e) Guarantees In respect of Excise matters	0.00	52.00
f) Guarantees In respect of Sales Tax matters	584.88	729.05

29 DETAILS OF RAW MATERIAL CONSUMED DURING THE YEAR

Particulars	2017			2016	
	Units	**Quantity (in lacs)**	**Value ₹**	**Quantity (in lacs)**	**Value ₹**
(i) Sheets & Strips	Kgs.	26.26	1,267.30	26.55	1,183.65
(ii) Tyres	Nos.	48.17	4,746.49	42.03	4,493.19
(iii) Tubes	Nos.	46.97	1,831.99	40.07	1,627.12
(iv) Rims	Nos.	53.51	4,621.72	40.24	3,616.02
(v) Other Items	-	-	1,648.55	-	1,615.27
(vi) Components	-	-	33,888.73	-	27,766.40
			48,004.77		**40,301.64**

30 VALUE OF IMPORTED AND INDIGENOUS RAW MATERIAL SPARE PARTS AND COMPONENTS CONSUMED DURING THE YEAR

Particulars	Indigenous		Imported	
	Value (₹)	Percentage	Value (₹)	Percentage
(i) Raw Material	12,467.49	100	NIL	0
	(10,919.97)	(100)	NIL	(0)
(ii) Components	32,103.41	90.34	3,433.87	9.66
	(26865.26)	(91.43546)	(2516.40)	(9.23)

Previous Year figures are shown in brackets.

31 VALUE OF TOTAL IMPORTS ON CIF BASIS

(₹ in Lacs)

Particulars	2017	2016
(i) Raw Material, Components & Spare Parts	3,754.75	2,516.40
(ii) Capital Goods	-	-
	3,754.75	**2,516.40**

32 EXPENDITURE IN FOREING CURRENCY

(₹ in Lacs)

Particulars	2017	2016
(i) Commission on export	39.52	36.07
(ii) Foreign Tours	69.29	61.17
(iii) Foreign Publicity & exhibition	4.72	2.21
	113.54	**99.45**

33 EARNINGS IN FOREIGN EXCHANGE

(₹ in Lacs)

Particulars	2017	2016
F.O.B. Value of goods exported	1,942.32	1,735.38

34. DISCLOSURE ON SPECIFIED BANK NOTES (SBNS)

During the year, the Company had specified bank notes (SBNs) and other denomination notes as defined in the MCA notification G.S.R. 308(E) dated 31st March, 2017, on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(₹ in Lacs)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	56.09	14.59	70.67
(+) Permitted receipts (*)	-	39.46	39.46
(-) Permitted payments	-	35.98	35.98
(-) Amount deposited in Banks	56.09	-	56.09
Closing cash in hand as on 30.12.2016	-	18.07	18.07

Explanation 1: For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016."

Explanation 2 : (*) Permitted receipts excludes cash deposited directly by our dealers / customers in our bank accounts amounting to ₹ 7.96 Lakh.

35. RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD 18

A. Name of associated parties and nature of related party relationship

i) **Associated Companies** : Milton Cycle Industries Ltd., Janki Das & Sons (P) Ltd, Roamer Engineering Works (P) Ltd

ii) **Subsidiary Companies are:** Atlas Cycle (Sonepat) Ltd, Atlas Cycles (Sahibabad) Ltd,Atlas Cycles (Malanpur) Ltd., Directors & Employees (As at 31.03.2017) : Sh. I.D.Chugh, Sh. H.L.Bhatia, Sh. Kartik Roop Rai, Sh. Sanjiv Kavaljit Singh, Smt. Veena Bubber, Sh. Vikram Kapur, Sh. Gautam Kapur, Sh. Girish Kapur, Sh. Sanjay Kapur, Sh. Rajiv Kapur, Sh. Angad Kapur, Sh. Rishav Kapur, Sh. Rahul Kapur, Sh.Abhinav Kapur.

B. Transactions with the Associated Parties and Subsidiaries (₹ in Lacs)

Particulars	2017	2016
Sale of Goods	196.53	105.21
Rent	4.32	4.32
Purchase of Goods	4,151.65	4003.05
Balances on year end	111.75	282.95
Guarantee Given	0.00	0.00

C. Transactions with key managerial persons:

Remunerations: ₹ 483.48 Lacs (Previous Year ₹ 483.64 Lacs)

36 Figure of the Previous Year have been re-arranged, wherever necessary.

37 The Computation of Net Profit in accordance with Section 198 of the Companies Act, 2013 and commission payable to Directors:

(₹ in Lacs)

Particulars	2017	2016
(a) Computation of profit for managerial remuneration		
Profit as per Profit & Loss A/c	502.26	(593.61)
Add: Directors remuneration including perquisites	16.64	13.54
Add: Bad debts	-	-
	518.90	(580.07)
Less: Profit on Sale of Assets	91.71	(18.80)
Add: Depreciation as per Profit & Loss A/c	474.25	546.90
Less: Depreciation as per Section 350 of companies Act, 1956	(474.25)	(546.90)
Net Profit	**610.61**	**(598.87)**
Commission eligible for payment @ 0.5% of the Net Profit (Previous Year 0.5%)	3.05	-
Actual Commission Paid to a Whole Time Director	-	-
(b) Remuneration paid to a whole time director	**2017**	**2016**
Salary	13.14	12.05
Long Service Allowance	0.03	0.03
Provident Fund Contribution	1.02	0.96
Leave Travel Assistance	1.38	-
Medical Expenses	1.09	0.50
Commission	-	-
	16.64	**13.54**

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

Chander Mohan Dhall
Chief Financial Officer

CA. RAJIV BHASIN
PARTNER
M. No. – 093845

Lalit Lohia
Company Secretary

Hira Lal Bhatia
(DIN: 00159258)
Chiarman &
Non Executive Director

Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

INDEPENDENT AUDITOR'S OPINION

To the Members of Atlas Cycles (Haryana) Limited

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Atlas Cycles (Haryana) Limited("the Company") and its Subsidiaries (collectively referred to as "the Group") which comprise the consolidated Balance Sheet as at 31st March, 2017, the consolidatedStatement of Profit and Loss and the consolidatedCash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Principles generally accepted in India including Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidatedfinancial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the Group's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements.We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us,the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

(a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2017;

(b) in the case of the Consolidated Statement of Profit and Loss, of the loss of the Group for the year ended on that date, and

(c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

For Mehra Khanna & Co
Chartered Accountants
Firm Registration No: 001141N

CA Rajiv Bhasin
Partner
Membership No:093845

Place: New Delhi
Date: 04.08.2017

Atlas Cycles (Haryana) Limited

Consolidated Balance Sheet as at 31st March, 2017

(₹ in Lacs)

DESCRIPTION	Note No.	31.03.2017	31.03.2016
EQUITY AND LIABILITIES			
SHAREHOLDERS FUNDS			
Share Capital	2	325.19	325.19
Reserves and Surplus	3	9,377.27	9,073.64
		9,702.46	**9,398.83**
SHARE APPLICATION MONEY PENDING ALLOTMENT		-	-
NON-CURRENT LIABILITIES			
Long-term borrowings	4	160.58	160.73
Deferred tax liabilities (net)	5	-	-
Other Long term liabilities	6	2,476.77	2,468.85
Long-term provisions	7	76.01	65.21
		2,713.36	**2,694.79**
CURRENT LIABILITIES			
Short-term borrowings	8	8,353.61	5,894.77
Trade payables	9	12,584.57	11,248.06
Other current liabilities	10	1,097.35	1,991.38
Short-term provisions	7	1,268.08	2,459.81
		23,303.61	**21,594.02**
TOTAL		**35,719.43**	**33,687.64**
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets	11		
Tangible assets		8,697.71	9,332.20
Intangible assets		-	-
Capital work-in-progress		44.71	-
Intangible assets under development		-	-
Non-current investments	12	26.26	77.16
Deferred tax assets (net)	5	613.70	811.35
Long-term loans and advances	13	1,684.14	1,668.97
Other non-current assets	14	81.83	43.39
		11,148.35	**11,933.07**
CURRENT ASSETS			
Current investments	12	1,265.29	1,224.66
Inventories	15	4,900.01	3,864.55
Trade receivables	16	13,852.64	10,545.29
Cash and Bank Balances	17	1,403.55	224.31
Short-term loans and advances	13	3,135.81	5,882.69
Other current assets	18	13.78	13.07
		24,571.08	**21,754.57**
TOTAL		**35,719.43**	**33,687.64**
Significant Accounting Policies	**1**	-	0.00

Notes referred to above form an integral part of the financial statements
This is the Balance Sheet referred to in our report of even date

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

Chander Mohan Dhall
Chief Financial Officer

CA. RAJIV BHASIN
PARTNER
M. No. – 093845

Lalit Lohia
Company Secretary

Hira Lal Bhatia
(DIN: 00159258)
Chiarman &
Non Executive Director

Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

Consolidated Statement of Profit & Loss for the year ended 31st March, 2017

(₹ in Lacs)

DESCRIPTION	Note No.	31.03.2017	31.03.2016
INCOME			
Revenue from operations (gross)	19	72,646.74	60,850.72
Less :- Rebate		3,024.75	2,661.68
Less :- Excise Duty on sales		1,194.41	1,090.04
Revenue from operations (net)		68,427.58	57,099.00
Other Income	20	382.71	78.63
TOTAL		**68,810.29**	**57,177.63**
EXPENSES			
Cost of materials consumed	21	48,004.77	40,301.64
Purchases of trading goods		501.01	281.27
Changes in inventories of finished goods, work in progress and trading goods	22	(771.76)	391.16
Employee benefits expense	23	3,707.31	3,527.95
Finance costs	24	856.53	784.98
Depreciation and amortization expense	25	474.25	546.90
Other expenses	26		
Manufacturing expenses		8,521.84	6,864.31
Administration expenses		1,928.74	1,695.31
Selling expenses		5,086.32	3,379.94
TOTAL		**68,309.01**	**57,773.46**
Profit before exceptional and extraordinary items and tax		**501.28**	**(595.83)**
Profit before extraordinary items and tax		**501.28**	**(595.83)**
Profit before tax		**501.28**	**(595.83)**
Tax expense			
Provision for current tax		102.57	-
MAT credit entitlement		(102.57)	-
Provision for deferred tax		197.65	(267.87)
Profit / (Loss) for the year from continuing operations		**303.63**	**(327.96)**
Profit/(Loss) for the year		**303.63**	**(327.96)**
Earnings per share (in ₹)			
Basic		**9.34**	**(10.09)**
Diluted		**9.34**	**(10.09)**
Significant Accounting Policies	**1**		

Notes referred to above form an integral part of the financial statements
This is the Balance Sheet referred to in our report of even date

For **MEHRA KHANNA & COMPANY**
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Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(₹ in Lacs)

PARTICULARS	31.03.2017	31.03.2016
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit after Interest tax and extra ordinary items	303.63	(327.96)
Adjustments for		
Depreciation & Misc. Write Offs	474.29	546.88
Interest Paid	856.53	784.98
Provision for Taxation	(197.65)	267.87
Interest Received	8.61	12.54
Dividend Income	0.06	19.93
Profit on Sale of Fixed Assets	91.71	(18.80)
Profit on Sale of Shares/Units	270.75	21.49
Operating Profit before Working Capital Changes	**1,460.96**	**700.86**
Adjustments for:		
(Increase)/Decrease in Trade & other Receivables	(3,307.36)	1,308.56
(Increase)/Decrease in Inventories	(1,035.46)	613.09
(Increase)/Decrease in Loans and Advances	635.28	(31.34)
(Decrease)/Increase in Trade Payables	1,336.47	1,331.99
(Decrease)/Increase in Other Current Liabilities	110.46	95.89
Direct Taxes Paid /refund	119.08	54.18
Net Cash Flow from Operating Activities	(680.57)	4,073.23
B. Cash Flow from Investing Activities		
Purchase of Fixed Assets	(432.92)	(324.73)
Proceeds on Sale of Fixed Assets	640.18	71.06
Dividend Income	0.06	19.93
Net proceds /(Purchase) from sale of Investments	281.01	4.32
	-	-
Net Cash Used in Investing Activities	488.33	(229.42)
C. Cash Flow from Financing Activities		
Proceeds/ (Repayment) from Borrowings	2,219.41	(3,334.53)
Interest Paid	(856.53)	(784.98)
Interest Received	8.61	12.54
Dividends Paid	-	(3.53)
Net Cash Used in Financing Activities	1,371.49	(4,110.51)
Net Increase/(Decrease) in Cash and Cash Equivalents	**1,179.25**	**(266.70)**
Cash & Cash Equivalents as on 01.04.2016	224.31	491.01
Cash and Cash Equivalents as on 31.03.2017	**1,403.55**	**224.31**

Note: Figures of the previous year have been re-grouped & re-arranged, whereever necessary.
: Figures in brackets represent negative figures.

Notes referred to above form an integral part of the financial statements

This is the Balance Sheet referred to in our report of even date

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
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Chiarman &
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Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Note No.	DESCRIPTION

1. SIGNIFICANT ACCOUNTING POLICIES

1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention, except for certain Fixed Assets which are carried at revalued amounts. The financial statements are presented in Indian rupees rounded off to the nearest rupees in lacs.

2. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

3. FIXED ASSETS

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates and include amounts added on revaluation, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the asset to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.Subsequent expenditures related to an item of Tangible Asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress. Land and Building at Sonepat and at Rasoi were revalued on 30th June, 1986. Subsequent additions to these units are shown at cost.

4. Depreciation

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method except in case of assets pertaining to Sahibabad Unit. Further, Malanpur, Bawal and Auto Unit has been closed down so no depreciation has been provided on assets of these units. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

5. Revenue Recognition

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Gross sales are inclusive of applicable excise duty and but are exclusive of sales tax. Dividend income is recognised when the right to receive payment is established.Interest income is recognised on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

6. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category-wise. Non-Current investments are stated at cost. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

7. Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition.

8. Borrowing Costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred.

9. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognised in the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements.

10. Income Taxes

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognised if there is virtual certainty that sufficient future taxable income will be available to realise the same. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

11. Research and Development Expenses

Revenue expenditure pertaining to research is charged to the Profit and Loss Statement. Development costs of products are charged to the Profit and Loss Statement unless a product's technological feasibility has been established, in which case such expenditure is capitalised.

12. Retirement / Gratuity Benefits

Liabilities in respect of gratuity benefits, Provident Fund and superannuation benefits, for its senior employees are provided for by the company via Gratuity fund Trust and Superannuation Trust main-A

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
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Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Atlas Cycles (Haryana) Limited

Notes to Financial Statements

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
2	**SHARE CAPITAL**		
	AUTHORISED		
	30,000 (30,000) 6 1/4% P.A. free of Income tax cumulative redeemable Preference shares of ₹ 100 each	30.00	30.00
	97,00,000 (97,00,000) Equity Shares of ₹ 10/- each	970.00	970.00
		1,000.00	**1,000.00**
	ISSUED, SUBSCRIBED AND PAID UP		
	32,51,919 (32,51,919) Equity Shares of ₹ 10/- each fully paid up	**325.19**	**325.19**
	TOTAL - SHARE CAPITAL	**325.19**	**325.19**
	(a) RECONCILIATION OF THE NUMBER OF EQUITY SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING YEAR	**No. of Shares**	**No. of Shares**
	Equity Shares outstanding at the beginning of the year	3,251,919	3,251,919
	Equity Shares issued during the year	-	-
	Shares outstanding at the end of the year	**3,251,919**	**3,251,919**

(b) TERMS/RIGHT ATTACHED TO EQUITY SHARES

The company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting and also has equal right in distribution of Profit/Surplus in proportions to the number of equity shares held by the shareholders.

(c) EQUITY SHARES IN THE COMPANY HELD BY EACH SHAREHOLDER HOLDING MORE THAN 5% SHARES ARE AS UNDER:

		2017		2016
NAME OF THE EQUITY SHAREHOLDER	**No. of Shares**	**%**	**No. of Shares**	**%**
Milton Cycle Industries Ltd	**325846**	**10.02%**	**325846**	**10.02%**
Limrose Enng Works Pvt Ltd	**257650**	**7.92%**	**257650**	**7.92%**

(d) Company has not issued any ESOP Plan,or Conversion of Bonds/Debentures

(e) Company has not issued any shares by way of Bonus/ Right Shares and has not Buy-back any shares in the preceding five years

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
3	**RESERVES AND SURPLUS**		
	(a) **SECURITY PREMIUM ACCOUNT**		
	As per last account	606.20	606.20
	Add : On Conversion of Foreign Currency Convertible Bonds	-	-
		606.20	**606.20**
	(b) **FIXED ASSETS REVALUATION RESERVE**		
	As per last account	389.74	389.74
	Add:- Transferred from Statement of Profit and Loss	-	-
	Less:- Written Back during the year	-	-
		389.74	**389.74**
	(c) **GENERAL RESERVE**		
	As per last account	11,158.83	11,158.83
	Add : Transferred from Statement of Profit and Loss	-	-
		11,158.83	**11,158.83**
	(d) **SURPLUS - STATEMENT OF PROFIT AND LOSS**		
	As per last account	(3,081.13)	(2,753.17)
	Add : Profit after Tax for the year	303.63	(327.96)
	NET PROFIT	**(2,777.50)**	**(3,081.13)**
	Amount Available for appropriation	**(2,777.50)**	**(3,081.13)**
	APPROPRIATIONS		
	Debenture Redemption Reserve	-	-
	General Reserve	-	-
	Proposed Dividend	-	-
	Corporate Dividend Tax	-	-
	Net Surplus in the Statement of Profit and Loss	**(2,777.50)**	**(3,081.13)**
	TOTAL - RESERVE & SURPLUS	**9,377.27**	**9,073.64**

(₹ in Lacs)

Note No.	DESCRIPTION	Non-Current Portion 31.03.2017	Non-Current Portion 31.03.2016	Current Maturity 31.03.2017	Current Maturity 31.03.2016
4	**LONG-TERM BORROWINGS**				
	SECURED				
	(a) CAR LOAN FROM BANKS	160.58	160.73	115.25	139.25
	TOTAL SECURED LONG TERM BORROWINGS	**160.58**	**160.73**	**115.25**	**139.25**
	UNSECURED LONG TERM BORROWINGS				
	(b) PUBLIC FIXED DEPOSITS	**-**	**-**	553.41	768.69
	TOTAL UNSECURED LONG TERM BORROWINGS	**-**	**-**	**553.41**	**768.69**
	TOTAL - LONG TERM BORROWINGS	**160.58**	**160.73**	**668.66**	**907.94**

1 The Company have fixed deposits from the public which carries interest @ 11% p.a. for FDRs less than Rs 2,00,000/- for a period of one year and 11.5% p.a for more than one year irrespective of amount. Company has not repaid deposits as per requirement of companies act 2013. However, company have applied for extension for repayment of fixed deposits to NCLT and repayments are been made as per directions of NCLT.

2 Vehicle loans are secured by way of hypothecation of vehicle concerned and carries interest from 8.5% p.a. to 13% p.a. on different loans and repayable in 36 / 48 equal installments.

(₹ in Lacs)

Note No.	DESCRIPTION	Deferred Tax Liability/Asset as at 31.03.2016	Charge/(Credit) for the year	Deferred Tax Liability/Asset as at 31.03.2017
5	**DEFERRED TAX LIABILITY (NET)**			
	(a) **DEFERRED TAX ASSETS/LIABILITY**			
	Due to difference between book & tax depreciation	139.1	80.4	58.70
	Due to Accumulated Losses	619.05	118.65	500.40
	Due to Sec 43B Income Tax Act,1961	53.20	(1.40)	54.60
	Total Deferred Tax Assets/Liability	**811.35**	**197.65**	**613.70**
	DEFERRED TAX ASSETS/LIABILITY (NET)	**811.35**	**197.65**	**613.70**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
6	**OTHER LONG TERM LIABILITIES**		
	Security Deposits	289.77	270.64
	Advance Against Sale of Land #	2,187.00	2,187.00
	LADT Payable	-	11.21
	TOTAL - OTHER LONG TERM LIABILITIES	**2,476.77**	**2,468.85**

 # ₹ 15.50 Crores received as advance against sale of land of Rasoi Plant and ₹ 6.37 crores received as advance against sale of land of Bawal plant.

(₹ in Lacs)

Note No.	DESCRIPTION	Long-Term 31.03.2017	Long-Term 31.03.2016	Short-Term 31.03.2017	Short-Term 31.03.2016
7	**PROVISIONS**				
	For Employee Beneifts			383.92	130.42
	Leave Encashment etc	76.01	65.21	-	-
	For Taxation	-	-	-	1,938.21
	For Proposed Dividend	-	-	-	-
	For Corporate Dividend Tax	-	-	-	-
	For Dealers Discount			79.85	81.10
	For Bills Payable			455.03	72.15
	Others	-	-	349.28	237.93
	TOTAL - PROVISIONS	**76.01**	**65.21**	**1,268.08**	**2,459.81**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
8	**SHORT TERM BORROWINGS**		
	SECURED SHORT TERM BORROWINGS		
	(a) Working Capital Facility from Bank	6,647.76	4,699.21
	(b) Short Term Loans	725.90	1.00
	(c) Bills Discounting from Bank/Financial Institution	979.95	1,194.56
	TOTAL SECURED SHORT TERM BORROWINGS	**8,353.61**	**5,894.77**
	UNSECURED SHORT TERM BORROWINGS		
	(a) Loan from Body Corporate	-	-
	TOTAL UNSECURED SHORT TERM BORROWINGS	**-**	**-**
	TOTAL - SHORT TERM BORROWINGS	**8,353.61**	**5,894.77**

1 Cash Credit Limit from Consortium banks is secured against Hypothecation of Inventory and Book Debts and Ist Charge over Fixed Assets of the Company which is repayable on demand and carries Interest @ 13.25% p.a.

2 Bills Discounting facility from Consortium banks is fully secured by the stock against the bills discounted and IInd charge over the Fixed Assets of the Company and carries interest@13.50% pa

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
9	**TRADE PAYABLES**		
	Trade Payables (including Acceptances)		
	Dues to Micro and Small enterprises	3,017.70	2,836.45
	Dues to other than Micro and Small enterprises	9,566.87	8,411.61
	TOTAL TRADE PAYABLES	**12,584.57**	**11,248.06**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
10	**OTHER CURRENT LIABILITIES**		
	Current maturities of Long term Borrowings.(Refer note no. 4)	668.66	907.94
	Interest accrued but not due on borrowings.	34.96	-
	Interest accrued and due on borrowings.	69.92	69.91
	Statutory Dues	60.21	88.22
	Due to Customer and others	13.16	416.54
	Security Deposits from Agents/Dealers/Others	102.02	89.31
	Other Outstanding Liabilities	142.15	413.19
	Liability towards Investors Education and Protection Fund under Section 205C of the Companies Act, 1956 not due		
	Unpaid dividend	6.27	6.27
		-	-
	TOTAL OTHER CURRENT LIABILITIES	**1,097.35**	**1,991.38**

11. FIXED ASSETS

(₹ in Lacs)

Particulars	Land & Building	Plant & Machinery	Computer	Vehicles	Electrical Installation	Furniture & Fixtures	Under Const. Installation Building/ Machinery	Total
COST								
As at 1st April,2016	7,984.15	7,564.28	556.55	1,926.30	275.52	807.52	-	19,114.31
Additions	**-**	**171.69**	**5.27**	**195.96**	**-**	**15.30**	**44.71**	432.92
Sales/Adjustment	512.44	59.07	-	190.46	(13.72)	(18.04)	-	730.22
As at 31st March,2017	**7,471.72**	**7,676.90**	**561.82**	**1,931.79**	**289.23**	**840.85**	**44.71**	18,817.02
DEPRECIATION								
As at 1st April,2016	2,419.63	4,982.54	530.97	982.98	246.99	618.98	-	9,782.10
For the Year	**75.31**	**212.99**	**10.73**	**141.04**	**7.73**	**26.45**	**-**	474.25
Sales/Adjustment	60.49	28.34	-	120.59	(9.14)	(18.53)	-	181.75
As at 31st March,2017	**2,434.45**	**5,167.18**	**541.70**	**1,003.44**	**263.85**	**663.96**	**-**	**10,074.60**
NET ASSETS								
As at 31st March,2017	**5,037.26**	**2,509.71**	**20.11**	**928.36**	**25.38**	**176.89**	**44.71**	**8,742.42**
As at 31st March,2016	5,564.52	2,581.74	25.57	943.32	28.53	188.53	-	9,332.20

Note No.	DESCRIPTION	31.03.2017			31.03.2016		
		Face Value	Nos	Amount in Lacs	Face Value	Nos	Amount in Lacs
12	**INVESTMENTS**						
	NON CURRENT INVESTMENTS						
A	**Equity Shares Fully Paid Up -Trade Un Quoted**						
	Ambojini Property Developers Pvt. Ltd.	10	1410	0.14	10	1410	0.14
	Amit Enterprises & Builders Pvt. Ltd.						
	Dardode Job Realities Pvt. Ltd.						
	Lavim Developers Pvt. Ltd.						
	Godrej Landmark Redevelopers Pvt.Ltd.	1000	66	5.39	1000	66	5.39
	Mantri Hamlet Pvt. Ltd.	10	0		10	2	0.00
	Total B			**5.54**			**5.54**
B	**Debentures Fully Paid Up - Un Quoted**						
	10% OCD Godrej Landmark Redevelopers Pvt. Ltd.	100	3753	3.75	100	10822	10.82
	10% OCD Ambojini Property Developers Pvt. Ltd.	100	16062	16.06	100	16062	16.06
	10% OCD Amit Enterprises & Builders Pvt. Ltd.						
	10% OCD Dardode Jog Realities Pvt. Ltd.						
	15% OCD Lavim Developers Pvt. Ltd.						
	10% OCD Mantri Hamlet Pvt. Ltd.	100	0		100	7399	7.40
	Total C			**19.82**			**34.28**
C	**Unquoted Mutual Fund**						
	THE OCIAN'S ART FUND-(D) **[D]**	100	46000	46.00	100	46000	46.00
	LESS Provosion for Investment			46.00			46.00
	Total D			-			-
D	**Unquoted Government Securities**						
	12 years National Defence Certificate for the face value of ₹ 1750 each pledged with Government authorities			0.02			0.02
	7 Years National Savings Cerificate pledged with Excise authorities			0.10			0.10
	Total (E)			0.12		-	0.12
	TOTAL UNQUOTED NON CURRENT INVESTMENT	*Total A-D*		25.48	*Total A-D*		39.94
E	**Quoted Non Current Investment**						
	Quoted Shares						
	Central Bank of India	**778**	*100.000*		**778**	*100.000*	
	Total Quoted Non Current Investment G			0.79			0.79
	TOTAL NON CURRENT INVESTMENT			26.26			40.73

Note No.	DESCRIPTION	31.03.2017			31.03.2016		
	Investment in Mutual Fund (Quoated) #	**Face Value**	**Nos. of Shares**	**Amount in Lacs**	**Face Value**	**Nos. of Shares**	**Amount in Lacs**
	CURRENT INVESTMENTS						
	(At lower of Cost and Fair Value)						
12(b)	BIRLA SUNLIFE MUTUAL FUND						
	Birla Sunlife Income Plus - Growth						
	Birla Sunlife Dynamic Bond Fund -Retail(D)	10	0	0	10	475081	101.48
	FRANKLIN TEMPLETON MUTUAL FUND						
	Templeton India Short Term Income Retail-G	1000	0	0	1000	4645	100.00
	HDFC MUTUAL FUND						
	HDFC Corporate Debt Opp.Fund - R-G	10	2681205	300.00	10	2681205	300.00
	HDFC MIP- Short Term- G	10	438245	100.93	10	438245	100.93
	AXIS MUTUA FUND						
	Axis Short Term Fund-G	10	0	0	10	712721	100.00
	IDFC MUTUAL FUND						
	IDFC SSIF- Short Term-Plan-A-G	10	0	0	10	451267	100.00
	IDFC SSIF-Medium Term-Plan-A-G	10	427625	100.00	10	427625	100.00
	RELIANCE MUTUAL FUND						
	Reliance Medium Term Fund	10	0	0	10	144	0.02
	Reliance Dynamic Bond Fund-G	10	3987514	514.36	10	1091996	207.10
	Reliance Fixed Horizo XXIV Sr 9 G						
	BOI AXA MUTUAL FUND						
	BOI Axa Corporate Credit Spectrum Fund	10	1240643	150.00	-	-	0
	UTI MUTUAL FUND-(G)						
	UTI Short Term Income Fund -Insti. -G	10	598770	100.00	10	598770	100.00
	KOTAK MUTUAL FUND-(D)						
	Kotak Liquid Scheme Plan -A D/D	1000	0	0	1000	1238	15.14
	SUB TOTAL [B]			**1,265.29**			**1,224.66**
	NOTE : [GROWTH = (G) ; DIVIDEND = (D)]						
	MARKET VALUE OF THE MUTUAL FUND			1,476.76			1,423.01
	Aggregate value of Current Investment			**1,265**			**1,225**
	Aggregate value of unquoted investment			**25**			**40**
	Aggregate value of quoted investment			**1**			**1**
	Market value of quoted investment			**1,477**			**1,423**

(₹ in Lacs)

Note No.	DESCRIPTION	Long-Term 31.03.2017	Long-Term 31.03.2016	Short-Term 31.03.2017	Short-Term 31.03.2016
13	**LOANS AND ADVANCES**				
	(Unsecured, Considered good unlesss otherwise stated)				
	Advance Recoverable in Cash or in kind or the value to be received	1,340.47	1,340.47	2,453.72	3,126.60
	Capital Advances	39.06	39.06		-
	Security Deposits	102.86	87.69	312.55	306.32
	Claims Recoverable (Refer Note No- 34)	201.07	201.07		-
	Prepaid Taxes			318.25	2,375.54
	Prepaid Expenses			12.01	12.48
	Balance with Goverment Authorities	0.68	0.68	39.28	61.75
	TOTAL - LOANS AND ADVANCES	**1,684.14**	**1,668.97**	**3,135.81**	**5,882.69**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
14	**OTHER NON CURRENT ASSETS**		
	Deposit with original Maturity upto 12 month	22.55	22.55
	Deposit with original Maturity of more than 12 month	47.99	9.55
	Interest accrued on Investment /FDR	4.71	4.71
	Preliminary Expenses/Pre-operative Expenses	6.58	6.58
	Total Other Non Current Assets	**81.83**	**43.39**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
15	**INVENTORIES**		
	(As taken,valued and certifed by the Management)		
	(valued at lower of cost and net realisable value unless otherwise stated)		
	Production Material	2,013.64	1,792.78
	Work in Progress	241.24	199.96
	Finished Goods	1,604.43	939.66
	Stock in Trade	111.31	12.71
	Store, Spares and Components	878.12	839.17
	Loose Tools	51.27	47.38
	Scrap	-	32.89
	TOTAL - INVENTORIES	**4,900.01**	**3,864.55**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
16	**TRADE RECEIVABLES**		
	(Unsecured, Considered goods unless otherwise stated)		
(a)	**OVERDUE EXCEEDING SIX MONTHS**		
	Unsecured, Considered good	887.65	1,916.81
	Doubtful	1,224.20	590.48
	Less : Provision for doubtful receivable	1,224.20	590.48
		887.65	**1,916.81**
(b)	**OVERDUE LESS THAN SIX MONTHS**	12,964.99	8,628.48
	TOTAL - TRADE RECEIVABLE	**13,852.64**	**10,545.29**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
17	**CASH AND BANK BALANCES**		
	CASH AND CASH EQUIVALENTS		
	Balance with banks	1,364.82	173.93
	Bank deposits with original maturity of less than three month	0.42	0.42
	Unpaid dividend accounts	6.27	6.27
	Cash in hand	32.04	43.69
	Total Cash and Cash Equivalents	**1,403.55**	**224.31**
	OTHER BANK BALANCES SHOWN UNDER THE HEAD OF OTHER NON CURRENT ASSESTS (NOTE NO 14)		
	Bank Deposits with original maturity of more than three month but less than 12 months	22.55	22.55
	Bank Deposits with original maturity of more than 12 months *	47.99	9.55
	TOTAL OTHER BANKS BALANCES	**70.54**	**32.10**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
18	**OTHER CURRENT ASSETS**		
	(Unsecured, Considered good unlesss otherwise stated)		
	Interest accrued on Investment /FDR	13.78	13.07
	TOTAL OTHER CURRENT ASSETS	**13.78**	**13.07**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
19	**REVENUE FROM OPERATIONS**		
(a)	**SALE OF PRODUCTS**		
	Finished Goods	72,435.96	60,642.02
		72,435.96	**60,642.02**
(b)	**OTHER OPERATING REVENUE**		
	Export Benefits	188.05	181.05
	Scrap Sales	22.73	25.65
	Miscellaneous Income	-	2.00
		210.78	**208.70**
	REVENUE FROM OPERATIONS (GROSS)	**72,646.74**	**60,850.72**
	Rebate	**3,024.75**	**2,661.68**
	EXCISE DUTY ON SALES	**1,194.41**	**1,090.04**
	REVENUE FROM OPERATIONS (NET)	**68,427.58**	**57,099.00**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
20	**OTHER INCOME**		
	(a) **INTEREST INCOME ON**		
	Loans and Advances	-	-
	Banks	7.11	12.54
		7.11	**12.54**
	(b) Dividend Income on Current Investment	0.06	19.93
	(c) Interest Income on Current Investment	1.51	-
	(d) **NET GAIN/(LOSS) ON SALE OF CURRENT INVESTMENTS**		
	Gain on Sale	270.75	21.49
		270.75	**21.49**
	(e) **NET GAIN/(LOSS) ON SALE OF FIXED ASSETS**		
	Gain on Sale	91.71	(18.80)
		91.71	**(18.80)**
	(f) **OTHER NON-OPERATING INCOME (NET)**		
	Lease Rent	-	-
	Misc Receipts	5.52	33.98
	Rent receipts	6.05	9.49
		11.57	**43.47**
	TOTAL OTHER INCOME	**382.71**	**78.63**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
21	**COST OF MATERIAL CONSUMED**		
	Raw Material Consumed*	48,004.77	40,301.64
	TOTAL COST OF MATERIAL CONSUMED	**48,004.77**	**40,301.64**
	***DETAIL OF RAW MATERIAL CONSUMED DURING THE YEAR**		
	(i) Sheets & Strips	1,267.30	1,183.65
	(ii) Tyres	4,746.49	4,493.19
	(iii) Tubes	1,831.99	1,627.12
	(iv) Rims	4,621.72	3,616.02
	(v) Other Items	1,648.55	1,615.27
	(vi) Components	33,888.73	27,766.40
		48,004.77	**40,301.64**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2016	31.03.2015
22	**CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND TRADING GOODS**		
	OPENING STOCK		
	Finished Goods	939.66	1,225.55
	Work in Progress	199.96	258.40
	Scrap	32.89	36.01
	Stock In Trade	12.71	56.42
	TOTAL OPENING STOCK	**1,185.22**	**1,576.38**
	CLOSING STOCK		
	Finished Goods	1,604.43	939.66
	Work in Progress	241.24	199.96
	Scrap	-	32.89
	Stock In Trade	111.31	12.71
	TOTAL CLOSING STOCK	**1,956.98**	**1,185.22**
	TOTAL - CHANGES IN INVENTORIES	**(771.76)**	**391.16**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
23	**EMPLOYEE BENEFITS EXPENDITURE**		
	Salaries, Wages, Bonus and Other benefits	3,086.00	2,915.21
	Contribution to provident and other funds	359.66	380.90
	Staff Welfare Expenses	261.65	231.84
	TOTAL - EMPLOYEE BENEFITS EXPENDITURE	**3,707.31**	**3,527.95**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
24	**FINANCE COST**		
	Interest Expenses	700.83	707.80
	Other Borrowing Costs	155.70	77.18
	TOTAL - FINANCE COST	**856.53**	**784.98**

(₹ in Lacs)

Note No.	D E S C R I P T I O N	31.03.2017	31.03.2016
25	**DEPRECIATION AND AMORTIZATION EXPENSES**		
	Depreciation on Fixed Assets	474.25	546.90
	Amortisation Expenses	-	-
	TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	**474.25**	**546.90**

(₹ in Lacs)

Note No.	DESCRIPTION	31.03.2017	31.03.2016
26	**OTHER EXPENSES**		
(a)	**MANUFACTURING EXPENSES**		
	Consumption of Stores and Spare parts	3,633.26	2,863.84
	Packing Material Consumed	2,434.39	2,075.36
	Power and Fuel	777.11	756.74
	Labour Processing & Transportation Charges	846.09	632.82
	Repairs to Buildings	371.80	159.77
	Repairs to Plant & Machinery	177.82	123.91
	Other Repairs	281.37	251.87
		8,521.84	**6,864.31**
(b)	**ADMINISTRATIVE EXPENSES**		
	Insurance	46.58	38.08
	Rent	36.70	29.84
	Rates and Taxes	30.34	100.08
	Legal and Professional	21.30	80.25
	Printing & Stationary, Postage and Telephone	109.66	132.05
	Travelling & Conveyance	645.83	558.38
	Director' Meeting Fees	6.12	5.45
	Auditor's Remuneration*	38.46	27.10
	Donation	1.61	2.07
	Miscellaneous Expenses	992.14	722.02
		1,928.74	**1,695.31**
(c)	**SELLING EXPENSES**		
	Freight & Forwarding Expenses	2,823.91	2,195.36
	Commission on Sales	263.84	116.08
	Provision for Doubtful Debts	633.72	439.60
	Bad Debts Written off	-	-
	Advertisement & Publicity	1,364.85	628.90
		5,086.32	**3,379.94**
	TOTAL - OTHER EXPENSES	**15,536.90**	**11,939.56**
	*** Payment to Auditors Include followings**		
	(a) Audit Fee	**24.57**	**21.57**
	(b) Tax Audit	**3.50**	**3.00**
	(c) Other Certifications	**10.39**	**2.53**
	TOTAL	**38.46**	**27.10**

27. Recognition of opening and closing balances of Defined Benefit Obligation

(₹ in Lacs)

GRATUITY	Gratuity (Funded)	
	2016-17	2015-16
Defined Benefit obligation at the beginning of the year	1115.10	1168.00
Current Service Cost	24.00	39.74
Interest cost	88.63	90.46
Benefit paid	-101.70	-183.10
Defined Benefit obligation at the year end	1126.03	1115.10

INVESTMENT DETAILS	Investement as on 3/31/2017		Investement as on 3/31/2016	
Investment Detail:	**Value**	**%**	**Value**	**%**
GOI Securities	434.96	16.08%	434.96	17.09%
Public Securities	650.62	24.05%	650.62	25.57%
State Government Securities	750.89	27.76%	390.9	15.36%
Private Securities	711.44	26.30%	809.58	31.81%
In banks	157.28	5.81%	258.85	10.17%
	2705.19	**100.00%**	**2544.91**	**100.00%**

Acturial assumptions	Gratuity (Funded)	(₹ in Lacs)
	2016-17	2015-16
Discount rate (Per Annum)	8.00	8.00
Expected rate of return plan (Per Annum)	8.35	8.35
Rate of escalation of salary (Per Annum)	8.00	8.00

The estimats of rate of escalation in salary considered in acturial valuation, takes into account seniority and promotion other relevant factors. The above information is certified by the actuary

As per the Accounting Standard 15 “Employees benefit”, the disclosure as defined in the accounting Standard are given below:

(₹ in Lacs)

Defined Contribution Plan	31-Mar-17	31-Mar-16
Employer’s Contribution to Provident Fund	64.56	69.32
Employers Contribution to Supper Annuation Fund	8.35	15.00
Employers Contribution to Gratuity Fund	8.00	39.74

28 CONTIGENT LIABILITIES IN RESPECT OF

(₹ in Lacs)

Particulars	31-Mar-17	31-Mar-16
a) Surety bonds executed in favour of President of India through Customs & Excise authorities for payment of Central Excise/Custom duty	0.00	
b) Surety bonds in favour of government	36.77	30.40
c) Guarantees given by bank	1059.41	573.27
d) Guarantees In respect of Entry Tax matters	0.30	37.95
e) Guarantees In respect of Excise matters	0.00	52.00
f) Guarantees In respect of Sales Tax matters	584.88	729.05

29 DETAILS OF RAW MATERIAL CONSUMED DURING THE YEAR

Particulars	Units	2017 Quantity (in lacs)	2017 Value ₹	2016 Quantity (in lacs)	2016 Value ₹
(i) Sheets & Strips	Kgs.	26.26	1,267.30	26.55	1,183.65
(ii) Tyres	Nos.	48.17	4,746.49	42.03	4,493.19
(iii) Tubes	Nos.	46.97	1,831.99	40.07	1,627.12
(iv) Rims	Nos.	53.51	4,621.72	40.24	3,616.02
(v) Other Items	-	-	1,648.55	-	1,615.27
(vi) Components	-	-	33,888.73	-	27,766.40
			48,004.77		**40,301.64**

30 VALUE OF IMPORTED AND INDIGENOUS RAW MATERIAL SPARE PARTS AND COMPONENTS CONSUMED DURING THE YEAR

Particulars	Indigenous Value (₹)	Indigenous Percentage	Imported Value (₹)	Imported Percentage
(i) Raw Material	12,467.49	100	NIL	0
	(10,919.97)	(100)	NIL	(0)
(ii) Components	32,103.41	90.34	3,433.87	9.66
	(26865.26)	(91.43546)	(2516.40)	(9.23)

Previous Year figures are shown in brackets.

31 VALUE OF TOTAL IMPORTS ON CIF BASIS

(₹ in Lacs)

Particulars	2017	2016
(i) Raw Material, Components & Spare Parts	3,754.75	2,516.40
(ii) Capital Goods	-	-
	3,754.75	**2,516.40**

32 EXPENDITURE IN FOREING CURRENCY

(₹ in Lacs)

Particulars	2017	2016
(i) Commission on export	39.52	36.07
(ii) Foreign Tours	69.29	61.17
(iii) Foreign Publicity & exhibition	4.72	2.21
	113.54	**99.45**

33 EARNINGS IN FOREIGN EXCHANGE

(₹ in Lacs)

Particulars	2017	2016
F.O.B. Value of goods exported	1,942.32	1,735.38

34. Disclosure On Specified Bank Notes (SBNs)

During the year, the Company had specified bank notes (SBNs) and other denomination notes as defined in the MCA notification G.S.R. 308(E) dated 31st March, 2017, on the details of Specified Bank Notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(₹ in Lacs)

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	56.09	14.59	70.67
(+) Permitted receipts (*)	-	39.46	39.46
(-) Permitted payments	-	35.98	35.98
(-) Amount deposited in Banks	56.09	-	56.09
Closing cash in hand as on 30.12.2016	-	18.07	18.07

Explanation 1: For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the 8th November, 2016."

Explanation 2 : (*) Permitted receipts excludes cash deposited directly by our dealers / customers in our bank accounts amounting to ₹ 7.96 Lakh.

35 RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD 18

A. Name of associated parties and nature of related party relationship

i) **Associated Companies** : Milton Cycles Inds Ltd, Janki Das & Sons (P) Ltd,Romer Engineering Works (P) Ltd

ii) **Subsidiary Companies are:** Atlas Cycle (Sonepat) Ltd, Atlas Cycles (Sahibabad) Ltd, Atlas Cycles (Malanpur) Ltd., Directors & Employees (As at 31.03.2017) : Sh. I.D.Chugh, Sh. H. L. Bhatia, Sh. Kartik Roop Rai, Sh. Sanjiv Kavaljit Singh, Sh. Smt. Veena Bubber, Sh. Vikram Kapur, Sh. Gautam Kapur, Sh. Girish Kapur, Sh. Sanjay Kapur, Sh. Rajiv Kapur, Sh. Angad Kapur, Sh. Rishav Kapur, Sh. Rahul Kapur, Sh.Abhinav Kapur.

B. Transactions with the Associated Parties and Subsidiaries (₹ in Lacs)

Particulars	2017	2016
Sale of Goods	196.53	105.21
Rent	4.32	4.32
Purchase of Goods	4,151.65	4003.05
Balances on year end	111.75	282.95
Guarantee Given	0.00	0.00

C. Transactions with key managerial persons:

Remunerations: ₹ 483.48 Lacs (Previous Year ₹ 483.64 Lacs)

36 Figure of the Previous Year have been re-arranged, wherever necessary.

37 The Computation of Net Profit in accordance with Section 198 of the Companies Act, 1956 and commission payable to Directors:

(₹ in Lacs)

Particulars	2017	2016
(a) Computation of profit for managerial remuneration		
Profit as per Profit &Loss A/c	502.26	(593.61)
Add: Directors remuneration including perquisites	16.64	13.54
Add: Bad debts	-	-
	518.90	(580.07)
Less: Profit on Sale of Assets	91.71	(18.80)
Add: Depreciation as per Profit & Loss A/c	474.25	546.90
Less: Depreciation as per Section 350 of companies Act, 1956	(474.25)	(546.90)
Net Profit	**610.61**	**(598.87)**
Commission eligible for payment @ 0.5% of the Net Profit (Previous Year 0.5%)	3.05	-
Actual Commission Paid to a Whole Time Director	-	-
(b) Remuneration paid to a whole time director	**2017**	**2016**
Salary	13.14	12.05
Long Service Allowance	0.03	0.03
Provident Fund Contribution	1.02	0.96
Leave Travel Assistance	1.38	-
Medical Expenses	1.09	0.50
Commission	-	-
	16.64	**13.54**

For **MEHRA KHANNA & COMPANY**
Chartered Accountants
FRN: 001141N

Narendra Pal Singh
Chief Executive Officer

Chander Mohan Dhall
Chief Financial Officer

CA. RAJIV BHASIN
PARTNER
M. No. – 093845

Lalit Lohia
Company Secretary

Hira Lal Bhatia
(DIN: 00159258)
Chiarman &
Non Executive Director

Ishwar Das Chugh
(DIN: 00073257)
Whole Time Director

Date : 4th August, 2017
Place : New Delhi

Book Post

ATLAS CYCLES
SONEPAT

ATLAS
CYCLES (HARYANA) LTD.

Atlas Cycles (Haryana) Limited

CIN: L35923HR1950PLC001614

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