

ATLAS HONDA LIMITED

Source "BUSINESS RECORDER" Dated: September 05, 2008



Atlas Honda Limited

NOTICE OF 44th ANNUAL GENERAL MEETING

Notice is hereby given that the forty fourth Annual General Meeting of the members of Atlas Honda Limited will be held on September 27, 2008, at 11:00 a.m., at 1-McLeod Road, Lahore, to transact the following businesses after recitation from the Holy Quran:

ORDINARY BUSINESS

1. To confirm Minutes of the Extraordinary General Meeting held on June 21, 2008.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2008 together with the Directors' and Auditors' Reports thereon.
3. To appoint auditors and fix their remuneration for the year ending June 30, 2009. The present auditors M/s Hameed Chaudhri & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.
4. To consider and approve the cash dividend of Rs. 8.5 per share i.e. 65% for the year ended June 30, 2008 as recommended by the Board of Directors.

SPECIAL BUSINESS

5. To consider and approve change in financial year from July 01 to June 30 to April 01 to March 31 in line with the financial year of its Principal company subject to approval from the concerned authorities.

To consider and, if thought fit, to pass with or without modification the following resolutions as Special Resolutions.

- (i) **RESOLVED** "that the management of the company be and is hereby authorized to change the financial year from July 01 to June 30 to April 01 to March 31 subject to approval from the concerned authorities".
- (ii) **FURTHER RESOLVED** "that the Chief Executive Officer of the company be and is hereby authorized to take any and all actions which may be required for making the above mentioned change".

6. To consider and approve the investment by way of purchase of shares of Atlas Power Limited (an associated company).

To consider and, if thought fit, to pass with or without modification the following resolutions as Special Resolutions.

- (i) **RESOLVED** "that the management of the company be and is hereby authorized and empowered in terms of section 208 of the Companies Ordinance, 1994 for the purchase of shares of Atlas Power Limited (an associated company) amounting to Rs. 200,000,000".
- (ii) **FURTHER RESOLVED** "that the Chief Executive Officer of the company be and is hereby authorized to take any and all actions which may be required for making the above mentioned investment".

A statement under section 160(1) (b) of the Companies Ordinance, 1984 pertaining to the Special Business referred to above is annexed to this Notice of Meeting.

OTHER BUSINESS

7. To transact any other business as may be placed before the meeting with the permission of the Chair.

By Order of the Board
Rashid Amin
Company Secretary

Karachi: September 05, 2008.

NOTES:

1. The share transfer books of the company will remain close from September 20, 2008 to September 27, 2008 (both days inclusive).
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint another member as a proxy and vote on his / her behalf. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
3. Any individual Beneficial Owner of CDC, entitled to attend and vote at this meeting must bring his / her NIC or passport along with their CDC account number to prove his / her identity and in case of Proxy must enclose an attested copy of his/her NIC or passport. Representatives of corporate members should bring the usual documents required for such purpose.
4. The members are requested to notify the company immediately of the change in addresses, if any.
5. Members are requested to provide by mail or fax, photocopy of their CNIC or Passport, if foreigner, (unless it has been provided earlier) and E-Mail address to enable the company to comply with the relevant laws.
6. For the convenience of the members a Proxy Application Format is attached with this report.