

**THE KARACHI STOCK EXCHANGE (GUARANTEE) LIMITED****(Copy of the same is also available on our Website [www.kse.com.pk](http://www.kse.com.pk)).**

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KSE/N-3172

**NOTICE**

June 02, 2011

**ATLAS HONDA LIMITED**

Source: "BUSINESS RECORDER"

Letter Dated: June 01, 2011

**Atlas Honda Limited****NOTICE OF 47<sup>th</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the Forty Seventh Annual General Meeting of the members of Atlas Honda Limited will be held on Thursday, June 23, 2011 at 11:00 A.M. at the Registered Office, 1-McLeod Road, Lahore, to transact the following businesses after recitation of the Holy Quran:

**ORDINARY BUSINESS**

1. To confirm the Minutes of the Extraordinary General Meeting held on March 21, 2011.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended March 31, 2011, together with the Directors' and Auditors' reports thereon.
3. To appoint auditors and fix their remuneration for the year ending March 31, 2012. The present auditors M/s Hameed Chaudhri & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.
4. To consider and approve the final cash dividend of Rs. 6.5 per share i.e. 65% for the year ended March 31, 2011 as recommended by the Board of Directors.

**SPECIAL BUSINESS**

5. To consider and approve the bonus shares issue @ 15% (three bonus shares for every twenty shares held) for the year ended March 31, 2011 as recommended by the Board of Directors.

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

- (i) RESOLVED "that a sum of Rs.93,828,300/- out of Company's profit be capitalized for issuing 9,382,830 fully paid ordinary shares of Rs. 10/- each as bonus shares to be allotted to those shareholders whose names stand in the register of members at the close of the business on June 14, 2011 in the proportion of three bonus shares for every twenty shares held by the members. The said shares shall rank pari passu with the existing shares of the Company as regard to the future dividends and all other respects."
- (ii) FURTHER RESOLVED "that all the fractional bonus shares shall be combined and the Directors be and are hereby authorized to sell the fractional shares so combined in the stock market and pay the proceeds of sales thereof when realized to a charitable institution approved under the Income Tax Ordinance, 2001."

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

**OTHER BUSINESS**

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

By Order of the Board

Karachi, June 01, 2011

Rashid Amin  
Company Secretary**NOTES:**

1. The share transfer books of the Company will remain closed from June 15, 2011 to June 23, 2011 (both days inclusive).
2. A member entitled to attend and vote at this 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 / Shares Registrar not less than 48 hours before the time of the meeting.
3. Any individual Beneficial Owner of Central Depository Company (CDC), entitled to attend and vote at this meeting, must bring the Computerized National Identity Card (CNIC) or passport along with his / her CDC account number to prove his / her identity and in case of Proxy, must enclose an attested copy of the CNIC 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 their 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 Form is attached at the end of the Annual Report 2011.

**Statement Under Section 160(1)(b) of the Companies Ordinance, 1984**

This statement is annexed to the Notice of the Forty Seventh Annual General Meeting of Atlas Honda Limited to be held on June 23, 2011, at which certain special business is to be transacted. The purpose of this statement is to set forth the material facts concerning such special business.

**Item No. 5 of the Agenda**

The Board of Directors has recommended to the members of the Company to approve issue of fully paid bonus shares @ 15% for the year ended March 31, 2011 and thereby capitalize a sum of Rs. 93,828,300/-.

Directors are interested in the business only to the extent of their entitlement of bonus shares as shareholders.