

MILLAT TRACTORS LIMITED

Source: "BUSINESS RECORDER" Dated: October 09, 2008

NOTICE OF MEETING

Notice is hereby given that 45th Annual General Meeting of Millat Tractors Limited will be held at the Registered Office of the Company at 9 K.M. Sheikhupura Road, Shahdara, Lahore, on Thursday, October 30, 2008 at 4:00 p.m. to transact the following business:

A. ORDINARY BUSINESS

- 1) To confirm minutes of the Extra Ordinary General Meeting held on April 11, 2008.
- 2) To receive, consider and adopt the audited accounts of the Company for the year ended June 30, 2008 together with the Directors' and Auditors' Reports thereon.
- 3) To approve a final cash dividend of Rs. 20.00 per share i.e. 200% in addition to the interim dividend of Rs.12.50 per share i.e. 125% already paid making a total cash dividend of Rs. 32.50 per share i.e. 325 %.
- 4) To appoint auditors and fix their remuneration for the year ending June 30, 2009.

B. SPECIAL BUSINESS

- 1) To consider and if thought appropriate to pass the following resolution as a special resolution:

"RESOLVED that the Authorized Capital of the Company be and is hereby increased from Rs. 200,000,000 to Rs. 300,000,000.
 Further resolved that the Memorandum & Articles of Association of the Company be altered by substituting the figures and words "200,000,000" (Rupees two hundred million) and "20,000,000" (twenty million) ordinary shares appearing in Clause V and Article No. 5 of Memorandum & Articles of Association by the words and figures "300,000,000" (Rupees three hundred million) and "30,000,000" (thirty million) ordinary shares respectively."

- 2) To consider and if thought fit to approve issuance of 25% Bonus Shares by passing the following resolution as an ordinary resolution:

"RESOLVED THAT:
 A sum of Rs. 46,854,920 out of the profit available for appropriations as at June 30, 2008 be capitalized and be applied to the issue of 4,685,482 ordinary shares of Rs.10 each allotted as fully paid Bonus Shares to the members whose names appear in the register of members as at the close of business on October 16, 2008 in the proportion of one share for every four ordinary shares held i.e. 25%.

These Bonus Shares shall rank pari passu in all respects with existing shares except that these shares shall not qualify for the dividend declared for the year ended June 30, 2008.

The Directors be and are hereby authorized and empowered to give effect to this resolution and to do or cause to be done all acts, deeds and things that may be necessary or required for the issue, allotment and distribution of Bonus Shares".

- 3) To consider and if thought appropriate to pass the following resolution as a special resolution with or without modification:

"Resolved that the Directors be and are hereby authorized to consolidate all fractions of bonus shares and sell the same in the Stock Market and pay the proceeds of sales when realized to charitable institution(s)".

- 4) To amend the Articles of Association of the Company to bring the same in conformity with the Companies Ordinance, 1984, by passing the following resolution as a special resolution:

"Resolved that the following amendments/changes in the Articles of Association of the Company be and are hereby approved".

Article No	To be inserted/substituted
45	The word 'three' is substituted with the word 'four'.
118	The figure & word '(3) three' are substituted with the figure & word '(4) four'.
128 (Title)	After the words 'Payment of dividend' the word and figure 'within 45-days' shall be deleted.

C. ANY OTHER BUSINESS

To transact any other business with the permission of the Chair.
 Statement Under Section 160 (1) (b) of the Companies Ordinance 1984 is being sent to the shareholders alongwith notice of the meeting.

Lahore: October 09, 2008

By order of the Board
 Mian Muhammad Saleem
 Company Secretary

NOTES

1. The share transfer books of the Company will remain closed from October 17, 2008 to October 30, 2008 (both days inclusive) and no transfer will be accepted during this period. The members whose names appear in the Register of Members as at the close of business on October 16, 2008 will qualify for the payment of cash dividend and bonus shares.
2. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend the meeting and vote for him/her. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.
3. Shareholders are requested to notify the change of address, if any, immediately.
4. CDC shareholders or their proxies are requested to bring with them copies of their Computerized National Identity Card or Passport alongwith the participant's ID number and their account number at the time of attending the Annual General Meeting in order to facilitate their identification.
5. Members who have not yet submitted photocopy of their Computerized National Identity Card (CNIC) to the Company are requested to send the same at the earliest.



MILLAT TRACTORS LIMITED
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