

May 25, 2015

AHL/CS/780/2015

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Dear Sir,

Subject: Notice of Annual General Meeting

Enclosed please find a copy of the Notice of Annual general meeting of the Company to be held on Tuesday, June 16, 2015, for your information and record.

Thanking you,

For Atlas Honda Limited,


Umair Mukhtar
Company Secretary

Atlas Honda Limited

Karachi Plant: F-36, Estate Avenue, S.I.T.E., Karachi. UAN: 111-111-245, Ph: (92-21) 32575561-5 Fax: (92-21) 32563758

Sheikhupura Plant: 26/27 Km. LHR-SKP Road, Sheikhupura. Ph: (92-56) 3406501-6 Fax: (92-56) 3406009

Lahore Office: I-McLeod Road, Lahore-54000. Ph: (92-42) 37225015-17, 37233515-17 Fax: (92-42) 37351119

Multan Office: Azmat Wasti Road, Multan. Ph: (92-61) 4571989, 4540054 Fax: (92-61) 4541690

Rawalpindi Office: 60 Bank Road, Saddar, Rawalpindi. Ph: (92-51) 5120494-96 Fax: (92-51) 5120497

Hyderabad Office: 391 Block "D" Unit No. 6, Latifabad, Hyderabad, Sindh. Ph: (92-22) 3864984-5 Fax: (92-22) 3864983

Rahim Yar Khan Office: 4-B, Zamindara Colony Rahim Yar Khan, Ph: (92-68) 5883415-6 Fax: (92-68) 5883414

NOTICE OF 51st ANNUAL GENERAL MEETING

Notice is hereby given that the Fifty First Annual General Meeting of the members of Atlas Honda Limited will be held on Tuesday June 16, 2015, at 11:00 A.M., at the registered office 1-McLeod Road, Lahore, to transact the following business matters after recitation of the Holy Quran:

ORDINARY BUSINESS

1. To confirm minutes of the Annual General Meeting held on June 26, 2014.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended March 31, 2015, together with the Directors' and Auditors' reports thereon.
3. To appoint auditors and fix their remuneration for the year ending March 31, 2016. The retiring auditors M/s Hameed Chaudhri & Co., Chartered Accountants, being eligible, have offered themselves for reappointment.
4. To consider and approve the final cash dividend of Rs. 12 per share i.e. 120% for the year ended March 31, 2015 as recommended by the Board of Directors.

OTHER BUSINESS

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

Karachi: May 26, 2015

By Order of the Board




Umair Mukhtar
Company Secretary

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NOTES:

1. The share transfer books of the Company will remain closed from June 02, 2015 to June 16, 2015 (both days inclusive). The transfers received at Company's share registrar namely M/S Hameed Majeed Associates (Private) Limited, H.M House, 7-Bank Square, Shahrah-e-Quaid-e-Azam, Lahore, Pakistan by the close of business on June 01, 2015 will be considered in time for the purpose of payment of final dividend to the transferees.
2. A member entitled to attend and vote at this Annual General Meeting shall be entitled to appoint another member, as a proxy to attend and vote on his / her behalf. The proxies in order to be effective must be received at the Registered Office or Share Registrar of the Company not less than 48 hours before the time of the meeting.
3. Any individual Beneficial Owner of Central Depository Company of Pakistan Limited (CDC) entitled to attend and vote at this Annual General 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. The 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, email address and in case of foreigner, copy of passport, unless it has already been provided 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 2015.
7. As per the directives by SECP vide its notice number 8(4) SM/CDC 2008 dated April 05, 2013, all shareholders and the Company are encouraged to put in place an effective arrangement for electronic payment of cash dividend. For this purpose, the members are requested to provide duly filled Dividend Mandate forms including Name, Bank Account Number, Bank and respective branch address at the registered address of the Company. The dividend mandate form is available the Company's website.
8. The Securities and Exchange Commission of Pakistan (SECP) vide SRO 779(I) dated August 18, 2011 and 831(I) dated July 05, 2012, mandates that the dividend warrants should bear CNIC number of the registered member or their authorized person, except in case of minor(s) and corporate members. In this regard, all the individual members, holding

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physical shares who have not yet provided their CNIC number are requested to immediately submit a copy of their CNIC to Company's share registrar. The members while sending their CNIC must also quote their respective folio number.

9. Pursuant to the provisions of Finance Act, 2014, different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies, as under:

'Filer' of Income Tax Return	10%
'Non - filer' of Income Tax Return	15%

The 'Filer' is defined as a taxpayer whose name appears in the Active Tax-payers List (ATL) issued by Federal Board of Revenue (FBR) from time to time. To enable the Company to withhold tax @ 10% for filers, all the shareholders whose names are not entered into the ATL are advised to make sure that their names are entered into the latest available ATL on FBR website, otherwise tax on their cash dividend will be deducted @ 15% for non-filers.

10. In compliance with the SECP directives vide SRO 787(1)/ 2014 dated September 8, 2014, soft copies of the Annual Report 2015 are being emailed to the members having opted to receive such communication in electronic format. Other members, who wish to receive the Annual Report in electronic form, may file an application as per the format provided on the Company's website. The members who have provided the consent to receive Annual Report through email can subsequently request a hard copy which shall be provided free of cost within seven days. However, the Company shall continue to send hard copy to all other members as per current practice. The members are also requested to intimate any change in their email addresses on a timely manner, to ensure effective communication.



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PROXY FORM

I/ We _____ of _____ being member(s) of Atlas Honda Limited and holder(s) of _____ Ordinary Shares as per Register Folio No. _____ and / or CDC Participant I.D. No. _____ and Sub Account No. _____ hereby appoint _____ of _____ or failing him / her _____ of _____ as my / our proxy to attend, act and vote for me / us and on my / our behalf at the 51st Annual General Meeting of the Company to be held at the Registered Office of the Company at 1-Mcleod Road, Lahore, on Tuesday, June 16, 2015 at 11:00 A.M. and at every adjournment thereof.

As witness my/our hand on this _____ day of 2015 signed by the said _____ in the presence of

(Witness)

(Signature must agree with the specimen signature registered with the Company)

Affix
Revenue
Stamp

Signature

Note:

1. Proxies, in order to be effective, must be received at the Company's Registered Office or Share Registrar not less than 48 hours before the meeting and must be duly stamped, signed and witnessed.
2. CDC shareholders and their proxies are requested to attach an attested photocopy of their CNIC or Passport with this proxy form before submission to the Company.

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