TOYOTA DAIHATSU

INDUS MOTOR COMPANY LTD.

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the members of Indus Motor Company Limited will be convened and held at Pearl Continental Hotel, Karachi on Friday, 31st October, 2008 at 9:00 am to elect nine (09) directors as fixed by the Board of Directors in accordance with the provisions of section 178(1) of the Companies Ordinance 1984, for a period of three years commencing from 31st October 2008. The names of the retiring directors are Mr. Ali S. Habib, Mr. Yutaka Arae, Mr. Farhad Zulficar, Mr. Akira Okabe, Mr. K. Furubayashi, Mr. Mohamedali R. Habib and Mr. M. Ilyas Suri.

By Order of the Board

Mustafa Hasan Lakhani
Company Secretary

Karachi
October 08, 2008

NOTES:

1. A member who seeks to contest the election for the office of director shall, whether he is a retiring director or otherwise, file with the Company, not later than 17th October, 2008 i.e. 14 days before the date of the meeting at which elections are to be held, a notice of his intention to offer himself for election of Director under Section 178(3) of the Companies Ordinance, 1984. A declaration in accordance with the listing regulations is also required to be filed.
2. A member entitled to attend and vote at the meeting may appoint a proxy to attend and vote instead of him / her. Proxy forms must be deposited at the Company's Registered Office not less than 48 hours before the time for holding the meeting.
3. Shareholders are requested to notify the change in their addresses, if any, immediately.
4. Share Transfer Books of the Company will be closed from 25th October, 2008 to 31st October, 2008 (both days inclusive) for the purpose of the Extraordinary General Meeting.

CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities Exchange Commission of Pakistan.

A. For attending the meeting:

i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original Computerized National identity Card (CNIC) or original passport at the time of attending the meeting.

ii) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For appointing Proxies:

i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.

ii) The proxy form shall be witnessed by two persons whose names, address and CNIC numbers shall be mentioned one the form.

iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv) The proxy shall produce his original CNIC or original passport at the time of the meeting.

v) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.