

## Notice of Annual General Meeting

Notice is hereby given that 15th Annual General Meeting of shareholders of Honda Atlas Cars (Pakistan) Limited will be held on Tuesday, May 29, 2007 at 11:00 a.m. at Pearl Continental Hotel, Shahrah-e-Quaid-e-Azam, Lahore to transact the following business:

1. To confirm the minutes of the Annual General Meeting held on May 31, 2006.
2. To receive, approve and adopt the audited accounts for the year ended March 31, 2007 together with the Directors' and Auditors' reports thereon.
3. To appoint Auditors for the next financial year and fix their remuneration.

### Special Business

4. To consider and if deemed fit pass the following special resolution:

"Resolved that the Authorized Capital of the company be and is hereby increased from Rs 750,000,000 (Rupees seven hundred fifty million only) to Rs 2,000,000,000 (Rupees two billion only) by creation of 125,000,000 new shares of Rs 10 each."

"Further resolved that the Memorandum & Articles of Association of the company be and is hereby allowed to be altered by substituting the figures and words of 'Rs. 750,000,000 (Rupees Seven Hundred and Fifty Million) divided into 75,000,000 Ordinary shares of Rs. 10 each' appearing in the clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company with the words and figures of 'Rs. 2,000,000,000 (Rupees two billion only) divided into 200,000,000 ordinary shares of Rs. 10 each' by creation of 125,000,000 ordinary shares of Rs. 10 each."

"Further resolved that Mr. Atsushi Yamazaki, President & CEO and Mr. Sardar Abid Ali Khan, Vice President (Admin) & Company Secretary of the company be and are hereby authorized, any one singly' to give effect to the resolutions as mentioned above and to do or cause to be done all acts, deeds and things that may be necessary or required for the increase in the Authorized Capital of the company."

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.

5. To transact any other business with permission of the Chairman.

By order of the Board



(Sardar Abid Ali Khan)

Vice President & Company Secretary

May 08, 2007  
Lahore.

**Notes:**

1. The share transfer books of the company will remain close from May 22, 2007 to May 29, 2007 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 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 shareholders are requested to notify the company immediately of the change in address, if any

Statement under Section 160(1) (b) of the Companies Ordinance, 1984;

The present authorized share capital of the company is Rs 750,000,000. It is proposed to increase the authorized capital to Rs 2,000,000,000 in order to facilitate further issue of shares as and when deemed necessary.