

SHALIMAR AGENCIES LIMITED

(CIN NO: L151226TG1981PLC114084)

Date: 18.12.2023

To, BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai- 400 001	To, Metropolitan Stock Exchange of India Limited, 205(A), 2nd floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla (West), Mumbai-400070.	To, The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, Kolkata-700001, West Bengal
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Sub: Notice of Extra Ordinary General Meeting 01- 2023-24

Ref: Shalimar Agencies Limited

Sir / Mam,

We hereby inform you that the Extra Ordinary General Meeting of the members of the Company will be held on Wednesday 17th Day of January, 2024 at 04.30P.M.at Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Hyderabad TG 500081 IN

Please Find Enclosed Notice of aforementioned Extra Ordinary General Meeting.

This if for your Information and Records

Thanking you.

For **Shalimar Agencies Limited**

Nomula Srinivas
Whole Time Director
(DIN: 07496152)

Regd off: : Plot.No 19, SanaliSpazio, Software Unit Layout, Cyber Tower Area, Madhapur, Hyderabad, Rangareddy, Telangana, 500081.

website:www.shalimaragencieslimited.com; **Email Id:** shalimaragenciesltd@gmail.com

**NOTICE OF 01ST
EXTRA ORDINARY
GENERAL MEETING
OF 2023-24**

**SHALIMAR AGENCIES
LIMITED**

NOTICE

NOTICE is hereby given that the 01ST Extra Ordinary General Meeting of the Shareholders of Shalimar Agencies Limited will be held on **Wednesday, the 17th Day of January, 2024** at 04.30P.M.at Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Madhapur Shaikpet Hyderabad TG 500081 IN to transact the following business:

SPECIAL BUSINESS(S)

1. **REGULARISATION OF MRS. SRIKONDA ANUPAMA (DIN: 10242417) AS DIRECTOR OF THE COMPANY:**

(To consider and if thought fit, to pass, with or without modifications, the following resolution as **Ordinary Resolution**)

“RESOLVED THAT pursuant to the provisions of Sections 152 and 161 and all other applicable provisions, if any, of The Companies Act, 2013 (“Act”) read with The Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, and based on the recommendation of Nomination and Remuneration Committee and the approval of Board of Directors Mrs. Srikonda Anupama (DIN: 10242417), who was Appointed as Additional Director of the Company w.e.f 18.10.2023 and who holds office as such and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such deeds & things including filing of requisite Documents/Forms with the Stock Exchange(s), Registrar of Companies, Hyderabad with such authorities as may be required in regard to the above Resolution.”

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2. APPOINTMENT OF MRS. SRIKONDA ANUPAMA (DIN: 10242417) AS INDEPENDENT DIRECTOR OF THE COMPANY

(To consider and if thought fit, to pass, with or without modifications, the following resolution as **Ordinary Resolution**)

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules framed there under read with Schedule IV to the Act, as amended from time to time, Mrs. Srikonda Anupama (DIN: 10242417), a Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and applicable SEBI (LODR) Reg 2015, who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, with effect from 18.10.2023 for a period of Five Years.”

“FURTHER RESOLVED THAT any of the Directors of the Company be and is hereby authorized to do to file the forms with the Registrar of the Companies, Hyderabad and to do all such Acts, Deeds and execute all documents, things as required in the furtherance of this Resolution.”

Place: Hyderabad

Date: 18-12-2023

For and on Behalf of the Board

SHALIMAR AGENCIES LIMITED

Sd/-

NOMULA SRINIVAS

Whole Time Director

(DIN: 07496152)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days ‘written notice is given to the Company.

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3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representatives to attend and vote on their behalf in the meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. The record date (cut-off date) to identify the members eligible to participate and cast their vote is Friday, 12th Jan, 2024.
5. Members/Proxies should bring the enclosed Attendance Slip duly filled in for attending the meeting along with the copy of the Annual Report.
6. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID numbers and those who hold shares in physical form are requested to write their Folio Number(s) in the Attendance Slip for attending the meeting.
7. Members are requested to notify change of address, if any, with pin-code to the Company or to its Registrar and Share Transfer Agent quoting reference of their folio number and in case their shares are held in dematerialized form, this information should be passed on to their respective Depository Participants.
8. The Company has designated an exclusive email ID shalimaragenciesltd@gmail.com which would enable the investors/ shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares. However, it may be noted that the Company would not respond to any kind of malicious allegations made by the shareholders with ulterior motives. Members intending to seek clarifications at the Annual General Meeting concerning the accounts and any aspect of operations of the Company are requested to send their questions in writing to the Investor Relations Department so as to reach the Company at least 7 days in advance before the date of the Annual General Meeting, specifying the point(s).
9. Securities and Exchange Board of India (SEBI) has issued a circular clarifying that it shall be mandatory for the transferee(s) to furnish copy of Permanent Account Number (PAN) card to the Company/Registrar and Transfer Agent of the Company for registration of transfer of shares in the physical mode. Members may please take a note of the same.
10. All relevant documents referred in the Notice shall be open for inspection by the members at the Registered office of the Company during the normal business hours (10.00 A.M to 6.00 P.M) on all working days (except Saturdays) upto the date of EGM of the Company and shall also be available at the meeting.
11. A Route Map showing direction to reach the venue of Extra Ordinary General Meeting is given in the Notice as per the requirement of the Secretarial Standard-2 on General Meeting.
12. To Support 'Green Initiative,' the Company will send Notices / Documents / Annual Reports, etc., to the shareholders through email, wherever the email addresses are available; and through other modes of services where email addresses have not been registered. Accordingly, members are requested to support this initiative by registering their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company's Registrar and Transfer Agent, Aarthi Consultants Private Limited, 1-2-285, Domalguda Hyderabad-500029, in case, a Member wishes to receive a physical copy of the said documents, such Member is requested to send an e-mail duly quoting his/her DP ID and Client ID or the Folio number, as the case may be, to shalimaragenciesltd@gmail.com. The Members may also note that the said notice is also being uploaded on the website of the Company at <http://www.shalimaragencieslimited.com>.
13. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest, to avail the nomination facility by filling form SH-13. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their holdings.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall submit their PAN details to the Company/ Registrar and Transfer Agent.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the EGM is being sent through electronic mode to those Members whose email addresses are registered with the Company/Depositories and to others through other modes.
16. The Company has appointed Mrs. Sarada Putcha, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 10.00 a.m. on 14th Jan, 2024 and will end at 5.00 p.m. on 16th Jan 2024. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 12th Jan, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The results shall be declared within 48 Hours from the Conclusion of the Extra Ordinary General Meeting. The results along with the Scrutinizer's Report shall also be placed on the website of the Company.
- (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iv) The shareholders should log on to the e-voting website www.evotingindia.com.
- (v) Click on "Shareholders" module.

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- (vi) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login – My easi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (vii) Next enter the Image Verification as displayed and Click on Login.
- (viii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (ix) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (x) After entering these details appropriately, click on "SUBMIT" tab.
- (xi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiii) Click on the EVSN for the relevant SHALIMAR AGENCIES LIMITED on which you choose to vote.
- (xiv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xviii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xix) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xx) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to shalimaragenciesltd@gmail.com/ info@arthiconsultants.com.

(i) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to shalimaragenciesltd@gmail.com/ info@arthiconsultants.com

CDSL Contact details for queries relating to E-Voting:

Mr. Rakesh Dalvi, Manager

SHALIMAR AGENCIES LIMITED

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Address: 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001.

Email ID: helpdesk.evoting@cdslindia.com Phone number: 18002005533

General Instructions:

- (i) Members can opt for only one mode of voting, i.e., either by Physical Ballot E-Voting. In case Members cast their votes through both the modes, voting done by E-Voting shall prevail and votes cast through Physical Ballot will be treated as invalid.
- (ii) The facility for voting through Polling Paper shall also be made available at the meeting and the members attending the meeting who have not already cast their vote by E-Voting shall be able to exercise their right at the meeting.
- (ii) The member who cast their vote by E-Voting prior to the meeting may also attend the meeting, but shall not be entitled to cast their vote again.
- (iv) The Scrutinizer shall, immediately after the conclusion of voting at the meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman, who shall countersign the same.
- (v) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.shalimaragencieslimited.com and on the website of CDSL www.cdslindia.com immediately after the results are declared. The Company shall simultaneously forward the results to BSE Limited, MSEI Limited and CSE Limited, where the equity shares of the Company are listed.
- (vi) The resolutions listed in the Notice of the EGM shall be deemed to be passed on the date of the EGM, subject to the receipt of the requisite number of votes in favor of the respective resolutions.

Place: Hyderabad

Date: 18-12-2023

For and on Behalf of the Board

SHALIMAR AGENCIES LIMITED

Sd/-

NOMULA SRINIVAS

Whole Time Director

(DIN: 07496152)

SHALIMAR AGENCIES LIMITED

CIN:(L51226TG1981PLC114084)

Statement provided pursuant to the provisions of Regulation 36 of SEBI (LODR) Regulations, 2015 read with Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India.

Annexure- A

Name of the Director	Mrs. Srikonda Anupama
Date of Birth	17/05/1982
Expertise in Specific Functional Areas	<p>Dr. Anupama Srikonda is a Healthcare management consultant and Versatile Healthcare Management consultant, with advanced knowledge of financial, business development and operational areas. She has done a Advanced Management Program in Healthcare from Indian School of Business and also has Bachelors Degree in Dental Surgery and has done certifications in Artificial Intelligence: Career Essentials in Generative AI-LinkedIn and Microsoft Ethics and Governance of AI for Healthcare- WHO Project Management: Career Essentials in Project Management-LinkedIn and Microsoft Project Management for Healthcare Projects. Digital Health: IBM and Darden Digital Strategy Specialization, Introduction to Cloud Computing, Cloud Security Considerations for the Healthcare Industry She Steps into new areas with adaptable approach. Practiced project manager and problem-solver with more than a decade of experience in healthcare industry as a provider. An AI enthusiast, Organizational Change promoter, passionate advocate of primary, preventive, and equitable health care to Indian populace through digital transformation tools and technologies, develop Patient centricity and Value based care</p>
Directorships held in other public companies (Excluding Foreign companies and Section 8 Companies)	NIL
Memberships/Chairmanships of Committees of other public Companies (Includes Only Audit Committee and	NIL

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Stakeholder's Relationship Committee)	
Number of shares held in the company as on 31.03.2023	NIL
Relationship between directors inter-se/Key Managerial Personnel	NIL
Details of Last Remuneration Drawn	NIL
Date of First appointment of Board	18.10.2023
Number of Meeting of the Board attended during the Year	NA

Explanatory Statement

[Pursuant to Section 102 of the Companies Act, 2013]

Item No: 1 and 2

Regularization and Appointment of Mrs. Srikonda Anupama (DIN: 10242417) as Non Executive Independent Director of the Company:

Mrs. Srikonda Anupama (DIN: 10242417) was appointed as an Additional Director of the Company pursuant to the provisions of Section 149 and 161(1) of the Companies Act, 2013 and the Articles of Association of the Company with effect from 18.10.2023.11.2023. Further he was appointed as Non Executive Independent Director for a period of Five (5), Based on the recommendation of Nomination and remuneration Committee of the Company, the Board of Directors at their meeting held on 18.10.2023 .

The Board feels her services would be beneficial to the company.

(Detailed profile is annexed in Annexure-A above.) Hence, the Board recommends the Resolution No-1 & 2 for your approval.

Except Mrs. Srikonda Anupama (DIN: 10242417) , none of the other Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested in this resolution.

SHALIMAR AGENCIES LIMITED

CIN:(L51226TG1981PLC114084)

Form No. MGT -11

PROXYFORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014

CIN : L51226TG1981PLC114084
Name of the company : Shalimar Agencies Limited
Registered office : Plot no.19, Sanali Spazio, Software unit Layout, Cyber Tower Area, Madhapur,
Hyderabad TG 500081 IN

Name of the member(s) :
Registered Address :
Email Id :
Folio No. /DP Id - Client Id :

* Applicable for investors holding Shares in electronic form

I/We, being the member (s) of Shares of the above named company, hereby appoint:

1. (Name) of (Address) having E-mail Id
or failing him

2. (Name) of (Address) having E-mail Id
or failing him

3. (Name) of (Address) having E-mail Id

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on the Wednesday, 17th day of Jan , 2024 at 04.30 P.M. at at Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Hyderabad TG 500081 IN and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my proxy to vote in the manner as indicated in the box below.

S.No	Resolution(s)	For	Against
1.	Regularisation of Mrs. Srikonda Anupama (DIN: 10242417) as Director of the Company		
2.	Appointment Of Mrs. Srikonda Anupama (DIN: 10242417) as Independent Director of the Company		

Signature of Shareholder:

Signature of Proxy holder(s):

Affix
revenue
stamp of not
less than
Rupees 1/-

Notes:

1. The proxy form to be effective, should be duly stamped, completed, signed and must be returned, to reach the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.
2. The Proxy need not be a Member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company, carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

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SHALIMAR AGENCIES LIMITED

2nd Floor Purva Summit, Isprout Business Centre, Survey No: 8, Whitefield Road Hitech City, Hyderabad-500081,
Telangana, India.

ATTENDANCE SLIP

(Please present this slip at the Meeting venue)

I hereby record my presence at the Extra Ordinary General Meeting of the Company, to be held on the Wednesday, the 17th Jan, 2024 at 04.30 P.M. at Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Hyderabad TG 500081 IN.

Name & Registered Address of the Sole/first names shareholder

1. Name(s) of the joint shareholders if any
2. Registered Folio No / DP ID/Client ID No
3. Number of Shares held

Member / Proxy name in Block Letters

Member's / Proxy's Signature

Note: Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

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FORM NO. MGT-12

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(l)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	Shalimar Agencies Limited
Registered office	Plot no.19, Sanali Spazio, Software unit Layout, Cyber Tower Area, Madhapur, Madhapur Shaikpet Hyderabad TG 500081 IN
CIN	L51226TG1981PLC114084
Date & Time	Wednesday, the 17 th Day of Jan, 2024 at 04.30 P.M
Venue	Plot No. 38, 5th Floor Software Units Layout, Hitech City, Madhapur Hyderabad TG 500081 IN

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Ballot Paper:

S No	Particulars	Details
1	Name of the First Named Shareholder (In Block letters)	
2	Postal address	
3	Registered folio No. / *Client ID No. (*Applicable to investors holding Shares in dematerialized form)	
4	Class of Share	Equity Shares
5	Number of Shares	

S No	Item No.	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
Ordinary Business(s)				
1.	Regularisation of Mrs. Srikonda Anupama (DIN: 10242417) as Director of the Company			
2.	Appointment Of Mrs. Srikonda Anupama (DIN: 10242417) as Independent Director of the Company			

Place:Hyderabad

Date: 17.01.2024

Signature of Shareholder*

SHALIMAR AGENCIES LIMITED

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ROUTE MAP TO THE VENUE OF THE MEETING

