

**Provincial Finance and Leasing Co Private Limited**

34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Dadar (w) Mumbai-400 013

CIN: U65923MH1993PTC075162

Email: [info@alt-alpha.com](mailto:info@alt-alpha.com) (B) +91 22 6145 8900

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March 11, 2023

To,  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1,  
G Block, Bandra-Kurla Complex  
Mumbai – 400 051.

**Symbol: PFLP25**

**Subject: Notice of the Extra-Ordinary General Meeting (02/2022-23)**

Dear Sir / Madam,

Pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we submit Notice of the Extra-Ordinary General Meeting (02/2022-23) (EGM) of the Members of the Company to be held on Monday, March 13, 2023 at 4:00 P.M. at the registered office of the Company.

The Notice of the EGM is also uploaded on the website of the Company viz. [www.fin.alt-alpha.com](http://www.fin.alt-alpha.com)

Kindly take the same on record.

Thanking You,

For **Provincial Finance and Leasing Co Private Limited**



**Rupali Maini**  
Company Secretary and Compliance Officer

Encl: EGM Notice

# **Provincial Finance and Leasing Co Private Limited**

34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Dadar (w) Mumbai-400 013

CIN: U65923MH1993PTC075162

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## **NOTICE**

**SHORTER NOTICE** is hereby given that the Extraordinary General Meeting (No. 02/2022-23) of the Members of Provincial Finance and Leasing Co Private Limited will be held on Monday, the 13<sup>th</sup> day of March, 2023 at 04:00 P.M. at the registered office of the Company at 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Dadar West, Mumbai – 400 013 to transact the following Special Businesses:

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### **ITEM NO. 1: CHANGE IN NAME OF THE COMPANY AND ALTERATION OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 5, 13, 14 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment thereof, for the time being in force) and the Memorandum of Association and Articles of Associations of the Company and necessary approval(s) required, if any, consent of the Members of the Company be and is hereby accorded to change the name of the Company from **“Provincial Finance and Leasing Co Private Limited”** to **“Alpha Alternatives Financial Services Private Limited”**, as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs and that the consequential amendments in the Memorandum and Articles of Association of the Company and incidental documents and name plates etc. be made consequent upon the new name becoming effective;

**RESOLVED FURTHER THAT** consequent to the aforesaid change of name of the Company, the Name Clause of the Memorandum of Association be and is hereby altered by substituting existing clause with the following new clause:

- I. The name of the Company is **“Alpha Alternatives Financial Services Private Limited”**

**RESOLVED FURTHER THAT** the name **“Provincial Finance and Leasing Co Private Limited”** wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the name **“Alpha Alternatives Financial Services Private Limited”**;

**RESOLVED FURTHER THAT** any Director of the Company and / or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company.”

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### ITEM NO. 2: ALTERATION OF THE OTHER OBJECTS UNDER CLAUSE III(B) OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY PURSUANT TO INTRODUCTION OF V3 OF MCA:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 13 of the Companies Act, 2013 (the “Act”) and other applicable provisions, if any, of the Act, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s) or re-enactment thereof, for the time being in force) and subject to necessary approval(s) required, if any, consent of the Members be and is hereby accorded to substitute the Other Objects under Clause III (B) of the Memorandum of Association of the Company with the following:

1. To carry on the things, activities which are permitted and allowed under the Companies Act, 2013, the directions issued by the Reserve Bank of India and any other Commercial Laws for the purpose of business operations of the Company including buying all kinds of plant/equipment/machinery and things necessary for carrying on the objects of the Company, enter into agreement with any Company/persons for obtaining by grant of licence or on such other terms, to arrange facilities for training of technical personnel, establish research laboratories and experimental workshops for scientific and technical researches, acquire by concession/grant/purchase licence either absolutely/conditionally and either alone/jointly with others land/buildings/machinery and such other movable and immovable properties of any description and any patents/trademarks/concessions/licences, protections conferring any exclusive/limited rights to any inventions/information, to amalgamate, enter into arrangements with any authorities or any persons or Company in India/abroad, apply for and obtain any order of Central/State or such other Authority for enabling the Company to carry on any of its objects, enter into partnership/arrangement for sharing profits/union of interests/co-operation, joint-venture or otherwise with any person/Company, purchase/acquire and undertake the whole/any part of the business property/rights and liabilities, act as principals/ agents/contractors/trustees or otherwise and by or through trustees/agents, promote/form a register any of the Company(ies)/ Subsidiary or otherwise for the purpose of acquiring all/any of the properties/rights and liabilities of this Company and transfer to any such company any property of the Company and to be interested in or acquire/hold/sell or otherwise dispose of shares/stock/debentures, open accounts with any banks/financial institution, to borrow/raise/receive money as loan at interest for the objects of the Company and at such time(s) as may be expedient, by promissory notes/bills of exchange/hundies or such other negotiable instruments and to issue of debentures/debenture-stock and create security for any such money so borrowed/raised/received and of any such debentures or debenture stock so issued, to mortgage, pledge or charge the whole/any part of the property and assets of the Company both present and future including its uncalled capital by special assignment or otherwise or to transfer/convey the same absolutely or in trust and to give the lenders power of sale and other powers as may seem expedient, advance money or give credit to such persons/firms/companies and on such terms with or without security as may seem expedient and to improve/alter/ mortgage and dispose of any part of the land/properties and undertakings of the Company.
2. To remunerate any person/company for services rendered or to be rendered, create any depreciation fund/reserve fund/sinking fund/provident fund or any other such fund whether for depreciations/repairing/improving any of the properties and assets of the Company or for redemption of debentures/redeemable preference shares/worker's welfare or for any other such purpose and to provide for the welfare of employees/ex-employees (including Directors and other officers) of the Company and the wives and

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families or the dependents/connection of such persons, undertake and execute any trusts/undertaking, procure the incorporation/registration or such other recognition of the Company in India or outside India and to establish local registers, branch places of the main business in any part of the world, adapt such means of making known the business of the Company as may seem expedient, obtain approval of the concerned authorities to carry on the objects of the Company and the matters which are necessary for furtherance of the main objects of the Company.

**RESOLVED FURTHER THAT** any Director of the Company and / or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company."

### **ITEM NO. 3: TO CONSIDER AND APPROVE INCREASE IN AUTHORIZED SHARE CAPITAL AND ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed there under and subject to the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded, to increase the Authorised Share Capital of the Company from existing Rs. 14,50,00,000/- (Rupees Fourteen Crores Fifty Lakh Only) divided into 1,45,00,000 (One Crore Forty-Five Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each to Rs. 18,50,00,000/- (Rupees Eighteen Crores Fifty Lakh Only) consisting of Rs.15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each and Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) divided into 35,00,000 (Thirty-Five Lakh) Preference Shares of the face value of Rs. 10/- (Rupees Ten Only) each by creation of additional 5,00,000 (Five Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each ranking pari-passu in all respect with the existing Equity Shares of the Company and 35,00,000 (Thirty-Five Lakh) Preference Shares of the face value of Rs. 10/- (Rupees Ten Only) each;

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

"V. *The Authorised Share Capital of the Company is Rs. 18,50,00,000/- (Rupees Eighteen Crores Fifty Lakh Only) consisting of Rs.15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each and Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) divided into 35,00,000 (Thirty-Five Lakh) Preference Shares of Rs. 10/- (Rupees Ten Only) each."*

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**RESOLVED FURTHER THAT** any Director of the Company and / or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other authority arising from or incidental to the said amendment without requiring the Board to secure any further consent or approval of the members of the Company."

By Order of the Board of Directors of  
Provincial Finance and Leasing Co Private Limited



**Rupali Maini**

Company Secretary and Compliance Officer

**Place: Mumbai**

**Date: March 11, 2023**

**Registered Office:**

34<sup>th</sup> Floor, Sunshine Tower,  
Senapati Bapat Marg, Dadar West,  
Mumbai – 400 013

CIN: U65923MH1993PTC075162

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### NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report.
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company authorizing their representative to attend and vote on their behalf at the meeting.
3. In respect of all the Special Businesses to be transacted, the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 is annexed.
4. Copy of proposed altered Memorandum and Articles of Association of the Company is open for inspection in physical at the registered office of the Company between 11:00 a.m. to 4:00 p.m. on all working days upto the date of Extra-Ordinary General Meeting and also at the Meeting.
5. The meeting is convened at shorter notice and shall be held only after obtaining the necessary consents from the members as required under the Companies Act, 2013.
6. Members / proxies / authorized representatives should bring the duly filled attendance slip enclosed herewith to attend the meeting.
7. A Route Map along with Prominent Landmark for easy location to reach the venue of Extra-Ordinary General Meeting is annexed with the notice of Extra-Ordinary General Meeting.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**Item No. 1:**

**CHANGE IN NAME OF THE COMPANY AND ALTERATION OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION:**

The Board at its meeting held on September 29, 2022, had provided its consent for change in the name of the Company from “**Provincial Finance and Leasing Co Private Limited**” to “**Alpha Alternatives Financial Services Private Limited**”. The Central Registration Centre (“CRC”) of the Ministry of Corporate Affairs has confirmed the reservation of the above name vide its Approval Letter dated March 2, 2023.

The proposed change of name will not affect any of the rights of the Company or of the shareholders of the Company. All existing certificates of shares bearing the current name of the Company will, after the change of name, continue to be valid for all purposes. The Company will take appropriate steps in due course to give effect to the above change in the name.

As required under the provisions of Sections 4, 5, 13 and 14 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act read with Rules made there under, the change in the name of the Company and consequential alteration of Memorandum of Association and Articles of Association of the Company requires approval of the Members by way of Special Resolution.

Accordingly, the Board of Directors recommends the resolution set out at Item No. 1 of the Notice to be passed as a Special Resolution by the Members.

Draft copy of the Altered Memorandum of Association and Articles of Association has been kept open for inspection at the Registered Office of the Company between 11:00 a.m. to 4:00 p.m. on all working days till the date of the Meeting.

None of the Directors/Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this resolution except to the extent of their shareholding in the Company, if any.

**Item No. 2:**

**ALTERATION OF THE OTHER OBJECTS UNDER CLAUSE III(B) OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY PURSUANT TO INTRODUCTION OF V3 OF MCA:**

Upon change in the name of the Company from “**Provincial Finance and Leasing Co Private Limited**” to “**Alpha Alternatives Financial Services Private Limited**”, the Company will have to amend the Memorandum of Association of the Company.

It may be further noted that, earlier physical MOA was required to be attached in the e-Form. However, due to recent change in the website version of the Ministry of Corporate Affairs i.e. from V2 to V3 version, e-MOA has been introduced by the MCA and the new version allows only 4,000 characters in other object clause of the Memorandum of Association. In this regard, it is proposed to substitute the Other Objects under Clause III (B) of the Memorandum of Association.

As required under the provisions of Sections 4 and 13 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act read with Rules made there under, the change in Other Objects under Clause III (B) of the Memorandum of Association, requires approval of the Members by way of Special Resolution.

Accordingly, the Board of Directors recommends the resolution set out at Item No. 2 of the Notice to be passed as a Special Resolution by the Members.

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Draft copy of the Altered Memorandum of Association has been kept open for inspection at the Registered Office of the Company between 11:00 a.m. to 4:00 p.m. on all working days to the date of the Meeting.

None of the Directors/Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this resolution except to the extent of their shareholding in the Company, if any.

### **Item No. 3:**

#### **TO CONSIDER AND APPROVE INCREASE IN AUTHORIZED SHARE CAPITAL AND ALTERATION IN CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

The existing authorized share capital of the Company is Rs. 14,50,00,000/- (Rupees Fourteen Crores Fifty Lakh Only) divided into 1,45,00,000 (One Crore Forty-Five Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each. It is proposed to infuse further funds into the Company by raising additional capital by way of issuance of Equity Shares and Preference Shares.

In this regard, it is proposed to increase the Authorised Share Capital of the Company from Rs. 14,50,00,000/- (Rupees Fourteen Crores Fifty Lakh Only) divided into 1,45,00,000 (One Crore Forty-Five Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each to Rs. 18,50,00,000/- (Rupees Eighteen Crores Fifty Lakh Only) consisting of Rs.15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each and Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) divided into 35,00,000 (Thirty-Five Lakh) Preference Shares of the face value of Rs.10/- (Rupees Ten Only) each.

As required under the provisions Sections 13 and 61 of the Companies Act, 2013 and the Rules framed there under, requires the Company to seek approval of Members of the Company by way of an Ordinary Resolution for increase in the Authorised Share Capital and for alteration in the Clause V of the Memorandum of Association of the Company.

Accordingly, the Board of Directors recommends the resolution set out at Item No. 3 of the Notice to be passed as a Ordinary Resolution by the Members.

Draft copy of the Altered Memorandum of Association has been kept open for inspection at the Registered Office of the Company between 11:00 a.m. to 4:00 p.m. on all working days to the date of the Meeting.

None of the Directors/Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this resolution except to the extent of their shareholding in the Company, if any.



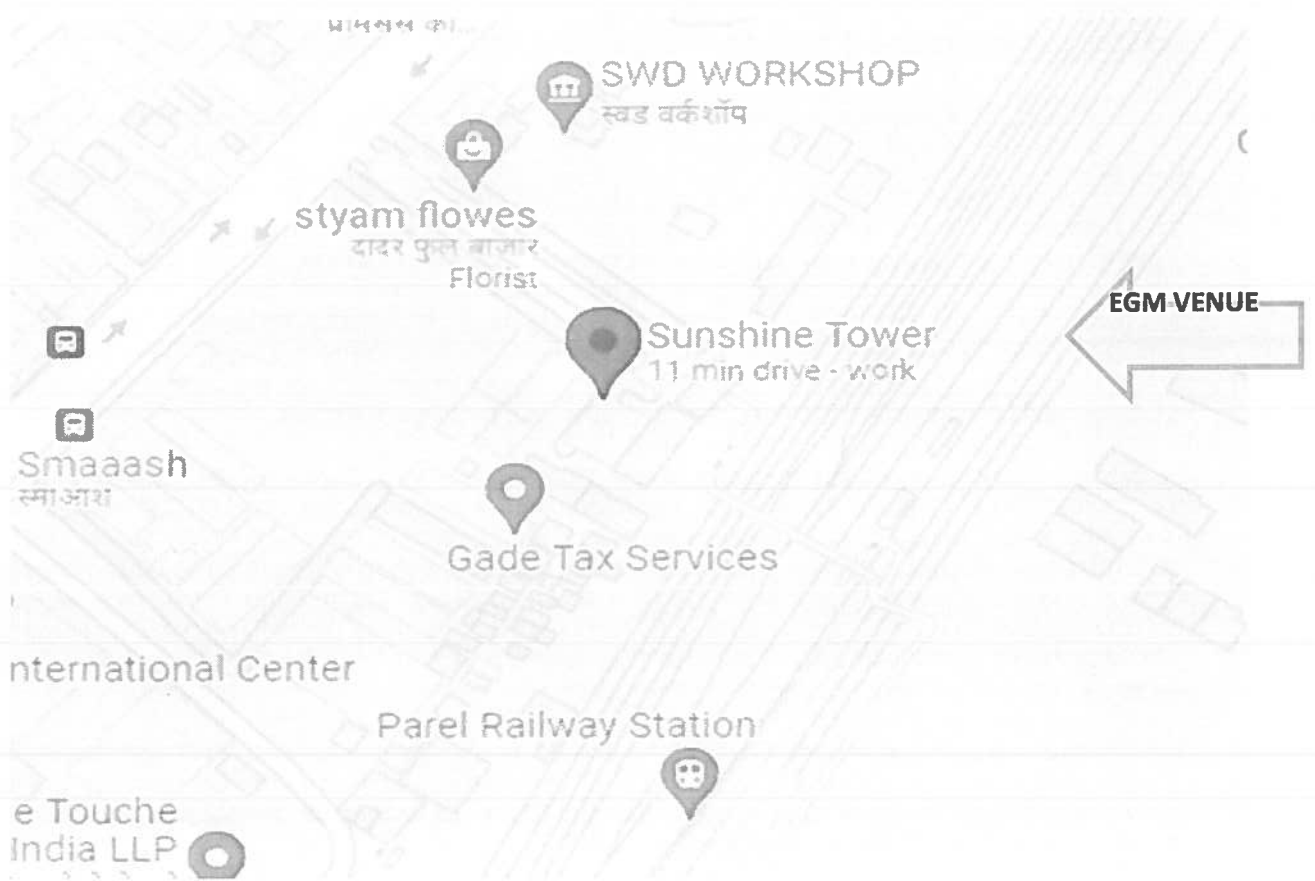
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**Route map for the EGM to be held at the Registered Office of the Company at 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Near Kamgar Krida Maidan, Dadar (West), Mumbai – 400 013.**



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**EXTRA ORDINARY GENERAL MEETING (No. 02/2022-23)**

**ATTENDANCE SLIP**

**(To be presented at the entrance)**

**CIN: U65923MH1993PTC075162**

**Registered office:** 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Near Kamgar Krida Maidan, Dadar (West), Mumbai – 400 013.

<b>DP ID</b>	<b>Client ID</b>	<b>Folio. No.</b>	<b>No. of Shares</b>

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Name of Proxy: \_\_\_\_\_

(To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the Extra Ordinary General Meeting (No. 02/2022-23) of the Company held on Monday, 13<sup>th</sup> March, 2023, at 04:00 P.M. at 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Near Kamgar Krida Maidan, Dadar (West), Mumbai – 400 013.

\_\_\_\_\_

Signature of Shareholder/Proxy

**NOTE:**

1. Member / Proxy holder wishing to attend the meeting must bring the Attendance Slip duly signed to the meeting and hand it over at the entrance.
2. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.

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Form No. MGT-11

## PROXY FORM

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

CIN: U65923MH1993PTC075162

**Registered office:** 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Near Kamgar Krida Maidan, Dadar (West), Mumbai – 400 013.

**Name of the Member (s):**

**Registered address:**

**E-mail Id:**

**Folio No/ DP ID & Client Id:**

I/We, being the member (s) of ..... shares of the above named Company, hereby appoint

1. Name:..... Address: .....  
Email-id ..... Signature ..... or failing  
him
2. Name: ..... Address: .....  
Email-id ..... Signature ..... or failing  
him
3. Name: ..... Address: .....  
Email-id ..... Signature ..... or failing  
him

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 (No. 02/2022-23) of the Company, to be held on Monday, 13<sup>th</sup> March, 2023 at 04:00 P.M. at 34<sup>th</sup> Floor, Sunshine Tower, Senapati Bapat Marg, Near Kamgar Krida Maidan, Dadar (West), Mumbai – 400 013 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Sr. No.	Resolutions	For	Against
1	Change in name of the Company and alteration of the Memorandum and Articles of Association		
2	Alteration of the Other Objects under Clause III(B) of the Memorandum of Association of the Company pursuant to introduction of V3 of MCA		
3	To consider and approve increase in Authorized Share Capital and alteration in Clause V of the Memorandum of Association of the Company		

Affix  
Revenue  
Stamp

Signature of Shareholder:

Signature of Proxy holder(s):

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.