

Asia Capital Limited

(A BSE Listed NBFC) CIN: L65993MH1983PLC342502 Registered Office: 203, Aziz Avenue, CTS-1381, Near Railway Crossing Vallabhbhai Patel Road, Vile Parle (West), Mumbai - 400056

Date: September 18, 2023

To BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400001

Subject: Voting Results under Regulation 44(3) of SEBI (LODR) Regulations, 2015 and Scrutinizer's Report on e-voting and ballot paper.

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ('Rules') the Company had provided the facility of e-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 39th Annual General Meeting (AGM). The e-voting was open from Wednesday, September 13, 2023 (9:00 a.m. IST) and ends on Friday, September 15, 2023 (5:00 p.m. IST).

The Company has received the report of the Scrutinizer, confirming details of voting through e-voting and ballot paper during the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with overwhelming majority, the resolutions are deemed to be passed on the date of the AGM, i.e., on September 16, 2023.

3 members have already casted their votes via e-voting for the AGM and 3 members have casted through polling via ballot paper. After the closure of all the proceedings at the AGM and on the basis of the report from the Scrutinizer, the Consolidated Results on each of the resolutions are as follows:



Resolution No.	1									
Resolution required: (Ordinary/ Special):	Ordinary - Ado	Ordinary - Adoption Of Financial Statements								
Whether promoter/ promoter group are interested in the agenda/resolution:	No						0/	0/ ···Ften	Votes	Votes
Category	Mode of Voting	No. of shares	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes in against on votes polled	Invalid	Abstained
Promoter and Promoter Group	E-Voting	2318990	2318990	100.00	2318990	0	100.00	0	0	0
Group	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	2318990	2318990	100.00	2318990	0	100.00	0	0	0
Public- Institutions	E-Voting	0	0	0	00	0	0	0	00	0
Tublic Institutions	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0	0
	Total	0	0	0	00	0	0	0	0	0
Public- Non Institutions	E-Voting	773010	100000	12.94	100000	0	100.00	0	0	0
	Poll		210000	27.17	210000	0	100.00	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	773010	310000	40.10	310000	0	100.00	0	0	0
Total	Total	3092000	2628990	85.03	2628990	0	100.00	0	0	0



Resolution No.	2									
Resolution required: (Ordinary/ Special):	Ordinary - App	Ordinary - Appointment Of Director Who Retires By Rotation								
Whether promoter/ promoter group are interested in the agenda/resolution:	No						0/ 5	% of votes	Votes	Votes
Category	Mode of Voting	No. of shares	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	in against on votes polled	Invalid	Abstained
Promoter and Promoter Group	E-Voting	2318990	2318990	100.00	2318990	0	100.00	0	0	0
Citap	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	2318990	2318990	100.00	2318990	0	100.00	0	0	0
Public-Institutions	E-Voting	0	0	0	00	0	0	0	00	0
	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0	0
	Total	0	0	0	00	0	0	0	0	0
Public- Non Institutions	E-Voting	773010	100000	12.94	100000	0	100.00	0	0	0
	Poll		210000	27.17	210000	0	100.00	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	773010	310000	40.10	310000	0	100.00	0	0	0
Total	1 Stat	3092000	2628990	85.03	2628990	0	100.00	0	0	0



Resolution No.	3									
Resolution required: Ordinary/ Special):	Special - Consideration And Approval Of Borrowings									
Whether promoter/ promoter group are interested in the agenda/resolution:	No						0/ 5	% of votes	Votes	Votes
Category	Mode of Voting	No. of shares	No. of votes polled	% of votes polled on outstanding shares	No. of votes-in favour	No. of votes- against	% of votes in favour on votes polled	in against on votes polled	Invalid	Abstained
Promoter and Promoter	E-Voting	2318990	2318990	100.00	2318990	0	100.00	0	0	0
Group	Poll	2 1 1	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	2318990	2318990	100.00	2318990	0	100.00	0	0	
Public- Institutions	E-Voting	0	0	0	00	0	0	0	00	0
	Poll	0	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0	0
	Total	0	0	0	00	0	0	0	0	0
Public- Non Institutions	E-Voting	773010	100000	12.94	100000	0	100.00	0	0	0
r concertion monthly for	Poll	1000	210000	27.17	210000	0	100.00	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	773010	310000	40.10	310000	0	100.00	0	0	0
	LUtai	3092000	2628990	85.03	2628990	0	100.00	0	0	0

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The above information is also being uploaded on the Company's Website at https://www.asiacapital.in/

Thanking you,

Regards,

For ASIA CAPITAL LIMITED

PITA MUMBAI

CS Hanuman Patel Company Secretary & Compliance Officer M. No. A55616



JUPITER LEGAL ADVOCATES & LEGAL CONSULTANTS Office No. 207, 2nd Floor, United Business Park, Behind Old Pass Port Office, Road No. 11, Wagle Estate, Thane (West)- (Mumbal) 400604 Email: sanjay@upiterlegal.in, jupiter.legal@yahoo.in Tel. Cell: +91-9833009366, +91-22-41278434: Website:www.jupiterlegal.in

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To The Board of Directors Asia Capital Limited 203, Aziz Avenue, CTS-1381, Near Railway Crossing, Vallabhbhai Patel Road, Vile Parle (W), Mumbai - 400056

- Sub: Scrutinizer's Report on remote e-voting (including voting by Physical ballot forms) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014
- Ref: 39th Annual General Meeting of the Company Asia Capital Limited, held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santacruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santacruz (East), Mumbai – 400 099.

Dear Sir(s)

1. Sanjay Kumar Lalit, Advocate, vide Enrolment No.: MAH/3434/2013, is registered/enrolled with Bar Council of Maharashtra & Goa of Jupiter Legal, Advocates & Legal Consultants having its office at 207, United Business Park, 2[™] Floor, Behind Old Passport office, Road No. 11, Wagle Estate, Thane (West), Mumbai (India) – 400604 have been appointed as Scrutinizer by the Board of Directors of Asia Capital Limited ("the Company") having CIN No. L65993MH1983PLC342502, vide resolution dated August 22, 2023 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the resolutions passed at the 39th Annual General Meeting of the Company Asia Capital Limited, held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santacruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santacruz (East), Mumbai – 400 099.

The compliance with the provisions of the Act read with rules made there under relating to remote e-voting at AGM through Ballot paper is the responsibility of management of the Company. My responsibilities as a Scrutinizer are to ensure the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner.

The notice dated August 22, 2023 convening 39th Annual General Meeting of the Company were sent to the Shareholders in respect of below mentioned resolution(s), proposed to be passed at the said Annual General Meeting (AGM) of the Company held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santacruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santacruz (East), Mumbai – 400 099.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who did not have access to or who can not avail remote e-voting facility.

The Shareholders of the Company holding shares as on the "cut-off" date of Saturday, September 09, 2023 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 3 in the Notice of the 39th Annual General Meeting of Asia Capital Limited.

The ballot box was checked empty and was locked before initiation of ballot voting at the venue of the meeting. The same was witnessed by two members. (Duly signed proof of witness of locking of empty ballot box is attached as Annexure-1).





Further, after completion of the voting by physical ballot forms at the venue of the meeting, the ballot box was opened and the total numbers of ballot forms were counted and found 3 (three) ballot forms having DP Id No. (i) DP Id No. 12069600 of Avritti Mishra-having 1,00,000 votes. (ii DP Id No. 1N301549 of Dilip Kumar Jhahaving 60,000 votes & (iii) DP Id No. 13012400 of Smit Ketan Shah having 50,000 votes aggregating in total votes equal to 2,10,000 votes. The same was witnessed by the two persons. (Duly signed proof of witness of opening of ballot box is attached as Annexure-2).

The voting period for e-voting commenced on Wednesday, September 13, 2023 (9:00 A.M. IST) and ends on Friday. September 15, 2023 (5:00 P.M. IST) and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses, who are not in the employment of the Company. (Duly signed proof of witness of unblocking e-voting facility is attached as Annexure-3).

I have scrutinized and reviewed the voting through electronic means and in physical mode (Ballot papers) and votes tendered therein based on the data downloaded from National Securities Depository Limited (NSDL).

Following is the detail of total voting received through electronic means and physical Ballot forms.

Particulars	No. of members voted	No. of votes casted
Total voting by remote e-voting		
Total No. of valid voting	3	24,18,990
Total No. of invalid voting	NIL	NIL
Total voting in physical mode (Physical ballot forms)		
Total No. of valid voting	3	2,10,000
Total No. of invalid voting	NIL	NIL
Grand Total No. of Valid Voting (including remote e- voting and in physical mode) which are counted for declaration of results.	6	26,28,990

Now I submit my Report as under on the result of the voting through electronic means and in physical mode in respect of the said Resolutions.

ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS

Adoption of Audited statement of Profit and Loss, Balance Sheet, Cash Flow Statement, Report of the Board of Directors and the Auditors for the financial year ended March 31, 2023. (Ordinary Resolution)

Voted in I	FAVOUR of the	resolution	Voted AGAINST the resolution			
Number of Members voted	Number of votes cast (Shares)	% of total number of valid votes cast	Number of Members voted	Number of votes cast (Shares)	% of total number of valid votes cast	
		Electronic V	oting System			
	3	92.01%	NIL	NIL	NIL	
Sub Total	3	92.01%	NIL	NIL	NIL	
		Physical Ba	allot Forms	1 C C C C C C C C C C C C C C C C C C C		
	3	7.99%	NIL	NIL	NIL	
Sub Total	3	7.99%	NIL	NIL	NIL	
Grand Total	6	100%	NIL	NIL	NIL	

Invalid votes

Total Numbers of Members whose votes were declared invalid	Total Number of votes cast by them
* SHIEIIA	NIL
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Result:

Considering the valid votes on the resolution, it is found that the vote casted in favor exceeds the votes, casted against the resolution, so the resolution is considered as passed as an Ordinary Resolution.

ITEM NO. 2: APPOINTMENT OF DIRECTOR WHO RETIRES BY ROTATION

Appointment of Director in place of Mr. Akash Devendra Ramola (DIN: 09683653), who retires by rotation as per Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment. (Ordinary Resolution)

Voted in I	AVOUR of the	resolution	Voted AGAINST the resolution			
Number of Members voted	Number of votes cast (Shares)	% of total number of valid votes cast	Number of Members voted	Number of votes cast (Shares)	% of total number of valid votes cast	
	(Online of		oting System		1	
	3	92.01%	NIL	NIL	NIL	
Sub Total	3	92.01%	NIL	NIL	NIL	
Sub Iotai		Physical Ba	allot Forms			
	3	7.99%	NIL	NIL	NIL	
0.1.77.4.1	3	7.99%	NIL	NIL	NIL	
Sub Total Grand Total	6	100%	NIL	NIL	NIL	

Involid votes

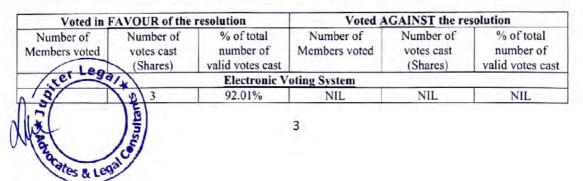
Total Numbers of Members whose votes were	Total Number of votes cast by them	
declared invalid		
NIL	NIL	

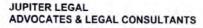
Result:

Considering the valid votes on the resolution, it is found that the vote casted in favor exceeds the votes, casted against the resolution, so the resolution is considered as passed as an Ordinary Resolution.

ITEM NO. 3: CONSIDERATION AND APPROVAL OF BORROWINGS

Consent of the Shareholders of the Company is accorded to the Board of Directors of the Company pursuant to the provisions of Section 180(1)(c) and Section 188 and other applicable provisions, if any, of the Companies Act 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 (including any statutory modification(s) or enactment therefore for the time being in force), the consent of the Sharcholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution), to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers/FDI/, Private equity/High net worth individuals etc. in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not exceeds INR 100.00 Crore (Rupees One Hundred Crore Only) at any one point of time. (Special Resolution)







3	92.01%	NIL	NIL	NIL
	Physical Ba	llot Forms		
3	7.99%	NIL	NIL	NIL
3		NIL	NIL	NIL
6		NIL	NIL	NIL
	3 3 3 6		Physical Ballot Forms 3 7.99% NIL 3 7.99% NIL	S 92.01% NIL NIL Physical Ballot Forms 3 7.99% NIL NIL 3 7.99% NIL NIL

Invalid votes

Total Numbers of Members whose votes were	Total Number of votes cast by them
declared invalid	NIII
NIL	NIL

Result:

Considering the valid votes on the resolution, it is found that the vote casted in favor are more than three times votes, casted against the resolution, so the resolution is considered as passed as Special Resolution.

The particulars of all votes casted through remote e-voting have been entered in a register separately maintained for the purpose and the Register, ballot papers, other related documents relating to electronic voting shall remain in our safe custody until your good self (Chairperson) considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be returned and handed over to the Company for safe keeping.

Yours sincerely For Jupiter Legal, Advocates & Legal Consultants ver Lega 10' * Advocate CS CMA Sanjay Lalit hav a sites & Legi Advocate: Enrolment No. MAH/3434/2013 FCS: 2466

Date: September 16, 2023 : 19:00 hours Place: Mumbai

Enclosures:

- 1. Annexure 1
- 2. Annexure 2
- Annexure 3
- 4. Annexure 4(Register of Remote E-voting)

SANJAY LALIT C/o. JUPITER LEGAL ADVOCATES & LEGAL CONSULTANTS 207, United Business Park, Behind Old Passport Office, Road No. ..., Wagle Estate, "hane W1 - 400 604 Mo +91-9833009366

Annexure-1

To The Chairperson Asia Capital Limited 203, Aziz Avenue, CTS-1381, Near Railway Crossing Vallabhbhai Patel Road, Vile Parle (West), Mumbai- 400056

Sub: Proof of Witness of locking the empty Ballot Box

Ref: 39th Annual General Meeting of the Company Asia Capital Limited, held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santacruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santacruz (East), Mumbai – 400 099.

Dear Madam/Sir,

The Ballot box was locked in presence of the following two witnesses.

Witness 1	Witness 2
Name: Ajayhumar - Gupla	Name: Mandal Shatnighna
Father's Name: Boholamett guple	Father's Name: Asharfi mandel
Address: Af 3 03, Paradise Tauer. Virar (cust) - 40/303,	Address: 203, Aziz Avenue, (TS-138) Near Railway (rossing valiabhai Pard Road, vile Parle was - 400056
DPID/Client ID: IN 300214/30361249	DPID/Client ID: IN300214 24727449

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You are requested to take note of the same.

Yours faithfully

Name: Advocate Sanjay Kumar Lalit Advocate Enrolment No. MAH/3434/2013 FCS: 2466 ACMA: A-16057

Date: September 16, 2023 Place: Mumbai Annexure-2

To The Chairperson Asia Capital Limited 203, Aziz Avenue, CTS-1381, Near Railway Crossing Vallabhbhai Patel Road, Vile Parle (West), Mumbai- 400056

Sub: Proof of Witness of Opening the Ballot Box after the Voting Process is over

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Ref 39" Annual General Meeting of the Company Asia Capital Limited, held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santacruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santacruz (East), Mumbai - 400 099.

Dear Madam Sir.

The Ballot box was opened after the Voting Process is over in presence of the following two witnesses.

Witness 1	Witness 2
Name: Ajaykumare Gupla	Name: SHA Trugh a A Manda
Father's Name: Boholanalk Guple	Father's Name: Asharfi Mandal
Address: A303, Paradise Jouer Viscar (augs) - 401803.	Address: 203, Azize Avenue, CTS-1381 After R cilway Crossing rought Para Road, vile Parte (west) MUM- 400056
DPID/Client ID: TN 300214 / 30361249	DPID/Client ID: IN300214124727449

Call Contract You are requested to take note of the same.

Yours faithfully

Mart-

Name: Advocate Sanjay Kumar Lalit Advocate Enrolment No. MAH/3434/2013 FCS: 2466 ACMA: A-16057

Date: September 16, 2023 Place: Mumbai

Annexure-3

To The Chairperson Asia Capital Limited 203, Aziz Avenue, CTS-1381, Near Railway Crossing Vallabhbhai Patel Road, Vile Patle (West), Mumbai- 400056

- Sub: Proof of witness of unblocking remote e-voting facility pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014
- Ref: 39" Annual General Meeting of the Company Asia Capital Limited, held on Saturday, September 16, 2023 at 2:30 p.m. at Taj Santaeruz, Chhatrapati Shivaji Maharaj International Airport, T1, Off Western Express Highway, Santaeruz (East), Mumbai – 400 099.

Dear Madam Sir.

In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the scrutiniser shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses. Accordingly, the votes cast through remote e-voting are unblocked in presence of the following two witnesses.

Witness 1	Witness 2
Name: logaykumar Guple	Name: SHATTUghNA A Mandal
Father's Name: Rhalemalk Guple	Father's Name: Asharfi Mandal
Address: A/303, Paradise Tours, Viscar (usert) - 40/303.	Address: 203, AFiz AVENUE, CTS-1381, Vallabhai patel Road, Vile Parte (wess) mum- 400056
DPID/Client ID: IN 300 214 / 303 6/249	DPID/Client ID: IN 300214/24727 449

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You are requested to take note of the same.

Yours faithfully,

Name: Advocate Sanjay Kumar Lalit Advocate Enrolment No. MAH/3434/2013 FCS: 2466 ACMA: A-16057 Date: September 16, 2023 Place: Mumbai

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e-Voting Module

NSDL

Result File :125462

EVEN	ISIN	ISIN_NAME	START_DATE	END_DATE	RESULT_DAT	STATUS	EVEN_RATIO
125462	INF131001011	ASIA CAPITAL LIMITED EQ	13-09-2023	15-09-2023	18-09-2023	U	1.00

EVEN	RESOLUTION ID	OPTION ID	OPTION NAME	VOTER COUNTS	VOTE COUNTS
125462	1	1	I/We assent to the resolution(For/ Yes/ Favour)	3	2418990.000
125462	1	2	I/We dissent to the resolution(Against/ No)	0	0.000
25462	2	1	I/We assent to the resolution(For/ Yes/ Favour)	3	2418990.000
25462	2	2	I/We dissent to the resolution(Against/ No)	0	0.000
25362	3	1	I/We assent to the resolution(For/ Yes/ Favour)	3	2418990.000
125462	3	2	I/We dissent to the resolution(Against/ No)	0	0.000

EVEN	USER_ID	USER_NAME	RESOLUTION_ID	OPTION_I D	HOLDING S	VOTES	CAST_VOTE_DATE
125462	IN30021424727449	SHATRUGHNA A MANDAL	1	1	40000.000	40000.000	Sep 15, 2023 1:04:12 PM
125462	IN30021424727449	SHATRUGHNA A MANDAL	2	1	40000.000	40000.000	Sep 15, 2023 1:04:12 PM
125462	IN30021424727449	SHATRUGHNA A MANDAL	3	1	40000.000	40000.000	Sep 15, 2023 1:04:12 PM
125462	IN30021424642620	SKC INVESTMENT ADVISORS PRIVATE LIMITED	1	1	2318990.000	2318990.000	Sep 15, 2023 3:17:01 PM
125462	IN30021424642620	SKC INVESTMENT ADVISORS PRIVATE LIMITED	2	1.	2318990.000	2318990.000	Sep 15, 2023 3:17:01 PM
125462	IN30021424642620	SKC INVESTMENT ADVISORS PRIVATE LIMITED	3	1	2318990.000	2318990.000	Sep 15, 2023 3:17:01 PM
25462	IN30021430361249	Ajaykumar Bholanath Gupta	1	1	60000.000	60000.000	Sep 15. 2023 3:18:44 PM

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125462	1N30021430361249	Ajaykumar Bholanath Gupta 2	1	60000.000	60000.000 60000.000	Sep 15: 2023 3:18:44 PM Sep 15: 2023 3:18:44 PM
125462	IN30021430361249	Ajaykumar Bholanath Gupta 3	1	60000.000		Jud to the
	100	AND whiter Legart sturging	\			

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