JBM Auto Limited

Plot No. 133, Sector 24, Faridabad - 121 005 (Haryana) T : +91 - 129-4090200 F : +91 - 129-2234230 W : <u>www.jbmgroup.com</u>



E: <u>secretarial.jbma@jbmgroup.com</u>

JBMA/SEC/2023-24/75 9th January, 2024

Listing Department

BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai - 400001 Script Code: 532605 The National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai – 400051 Symbol: JBMA

Sub.: Results of the Postal Ballot by remote e-voting process

Dear Sir/Madam,

In continuation to our letter dated 6th December, 2023 submitting the Postal Ballot Notice dated 05th December, 2023 (Postal Ballot Notice) for passing Ordinary Resolutions towards items mentioned in the Notice.

In this regard, please note that Mr. Dhananjay Shukla, Practicing Company Secretary, who was appointed as the Scrutinizer for the Postal Ballot process has submitted his report today i.e. Tuesday, 9th January, 2024 and the resolutions in the said Postal Ballot Notice has been declared as passed with the requisite majority.

The results of the Postal Ballot are accordingly announced today and the resolutions embodied in the Postal Ballot Notice shall be deemed to be passed on Sunday, 7th January, 2024, being the last date of remote e-voting.

The details Scrutinizer's Report is enclosed herewith.

The results will be displayed along with the Scrutinizer's Report on the notice board of the Company at its Registered Office and its Corporate Office. The results will also be posted on the website of the Company www.jbmgroup.com_and on the website of KFintech at www.evoting.kfintech.com.

The above is for your information and further dissemination.

Thanking you,

Yours truly,

For JBM Auto Limited

Sanjeev Kumar Company Secretary & Compliance Officer M No.: A18087

Encl.: As above

dhananjay shukla & associates company secretaries

House No.-23, Basement, Sector-30, Gurugram (Hr.), India-122001 Mobile: +91 9873347280, Tel: +91-124-2382323/3693773, Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

REPORT OF SCRUTINIZER

The Chairman JBM Auto Limited CIN: L74899DL1996PLC083073 Registered office: 601, Hemkunt Chambers, 89, Nehru Place, New Delhi – 110019

Dear Sir,

The undersigned is pleased to submit the report on the Postal Ballot conducted by JBM Auto Limited ("the Company") seeking consent of its members for the Resolutions as set out in the Notice of Postal Ballot dated 5th December 2023.

In terms of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on 5th December 2023 to scrutinize the postal ballot through e-voting process, for the resolutions as contained in the Notice dated 5th December 2023.

Further , in terms of Sections 110 and 108 of the Companies Act, 2013 ("the Act"), read with Rules 22 and 20 of the Companies (Management and Administration) Rules 2014 ("the Rules"), including any statutory modifications or re-enactment thereof, for the time being in force, read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, No. 39/2020 dated 31st December 2020 and 10/2021 dated 23rd June 202, 09/2023 dated 25th September 2023 and other relevant Circulars issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), Secretarial Standards on General Meeting (SS-2) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") and other applicable laws and Regulations, in relations to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India.

Members' approval was sought for the following Resolutions by way of 'Ordinary Resolution'.

- A. Material Related Party Transaction(s) with JBM Electric Vehicles Private Limited.
- B. Material Related Party Transaction(s) with JBM Eco Tech Private Limited.
- C. Material Related Party Transaction(s) with JBM Ecolife Mobility Surat Private Limited.
- D. Material Related Party Transaction(s) with JBM Ecolife Mobility Haryana Private Limited.
- E. Material Related Party Transaction(s) with TL Ecolife Mobility Private Limited.
- F. Material Related Party Transaction(s) between JBM Electric Vehicles Private Limited and JBM Green Energy Systems Private Limited.
- G. Material Related Party Transaction(s) between JBM Electric Vehicles Private Limited and JBM Industries Limited.

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Accordingly, I submit my report as under:-

- As per Notice dated 5th December 2023, the remote e-voting period remained open from Saturday, 9th December 2023 (09:00 A.M. IST) till Sunday, 7th January 2024 (05:00 P.M. IST) both days inclusive.
- The advertisement as stipulated under Sections 110 and 108 read with Rules 20 and 22 of Companies (Management and administration) Rules, 2014 as amended on 19th March 2015, were published in Business Standard (Hindi) on 9th December 2023 and Business Standard (English) on 9th December 2023 in New Delhi edition.
- The Members holding shares on the "cut-off" date i.e. 1st December 2023 were entitled to vote on the proposed resolutions (item no. 1 and 7 as set out in the Notice of Postal Ballot dated 05th December 2023).
- 4. The Company has informed that, in compliance with the MCA Circulars, the Postal Ballot Notice was sent only by e-mail to all the members, whose names were appearing on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, 1st December 2023 (the 'cut-off date') and who had registered their e-mail addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent i.e. MCS Share Transfer Agent Limited ("RTA"). As per the MCA Circulars, physical copies of the Notice, Postal Ballot Form and prepaid business reply envelopes were not sent to the members for this Postal Ballot. The Company had appointed KFin Technologies Limited, for the purpose of providing remote e-voting facility to all its members.
- In terms of the aforesaid notice, Members were required to convey their assent or dissent, through e-voting system, on e-voting platform provided by KFin Technologies Limited ("KFintech") from Saturday, 9th December 2023 (09:00 A.M. IST) till Sunday, 7th January 2024 (05:00 P.M. IST) both days inclusive.
- 6. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and related Rules/ LODR requirements relating to e-voting through electronic means in respect of the resolutions contained in the Notice sent to Members of the Company.
- 7. My responsibility as a Scrutinizer for the remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolutions as set out in the Notice and based on the e-voting details as generated from the e-voting system provided by KFin Technologies Limited through its website <u>http://evoting.kfintech.com</u>, the authorized agency to provide the e-voting facilities, engaged by the Company and votes cast through e-voting process.
- 8. The votes casted through e-voting were unblocked by me in presence of two witnesses at 10:07 A.M. (IST) on 8th January 2024 who were not the employees of the Company. They have signed in confirmation of the votes being unblocked in their presence.

Thereafter the details containing, *inter alia*, list of Members, who voted "for" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of KFin Technologies Limited i.e. website <u>http://evoting.kfintech.com</u>

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The reports on the result of the voting through remote e-voting are as under:-

Resolution No. 1: Ordinary Resolution

Material Related Party Transaction(s) with JBM Electric Vehicles Private Limited

	Number of invalid votes	Percentage	
Remote E-Voting	E-Voting/ Remote E-voting		
2,34,15,189	0	99.4852	
1,21,173	0	0.5148	
2,35,36,362	0	100	
319			
	Remote E-Voting 2,34,15,189 1,21,173 2,35,36,362	votes Remote E-Voting E-Voting/ Remote E-voting 2,34,15,189 0 1,21,173 0 2,35,36,362 0	

Eight (8) members with 117 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution No. 2: Ordinary Resolution

Material Related Party Transaction(s) with JBM Eco Tech Private Limited

Particulars	Number of valid votes	votes	Percentage
In Favor	Remote E-Voting	E-Voting/Remote E- voting	
	2,34,15,124	0	99.4852
Against	1,21,173	0	
Total	2.25.26.207		0.5148
Al	2,35,36,297	0	100
Number of members who cast their vote	319		

Ten (10) members with 182 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.



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Resolution No. 3: Ordinary Resolution

Material Related Party Transaction(s) with JBM Ecolife Mobility Surat Private Limited

Particulars	Number of valid votes	Number of invalid votes	Percentage	
	Remote E-Voting	E-Voting/Remote E- voting		
In Favor	2,34,15,160	0	99.4852	
Against	1,21,177	0	0.5148	
Total	2,35,36,337	0	100	
Number of members who cast their vote	319			

Nine (9) members with 142 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution No. 4: Ordinary Resolution

Material Related Party Transaction(s) with JBM Ecolife Mobility Haryana Private Limited

Particulars	Number of valid votes	Number of invalid vote	Percentage
	Remote E-Voting	E-Voting/Remote E- voting	
In Favor	2,34,15,164	0	99.4852
Against	1,21,173	0	0.5148
Total	2,35,36,337	0	100
Number of members who cast their vote	319		

Nine (09) members with 142 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution No. 5: Ordinary Resolution

Material Related Party Transaction(s) with TL Ecolife Mobility Private Limited

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Particulars	Number of valid votes	Number of invalid votes	Percentage		
	Remote E-Voting	E-Voting/Remote E- voting			
In Favor	2,34,15,164	0	99.4852		
Against	1,21,173	0	0.5148		
Total	2,35,36,337	0	100		
Number of members who cast their vote	319				

Nine (9) members with 142 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution No. 6: Ordinary Resolution

Material Related Party Transaction(s) between JBM Electric Vehicles Private Limited and JBM Green Energy Systems Private Limited

Particulars	Number of valid votes	Number of invalid votes	Percentage	
20 	Remote E-Voting	E-Voting/Remote E- voting		
In Favor	2,35,00,848	0	99.8492	
Against	35,489	0	0.1508	
Total	2,35,36,337	0	100	
Number of members who cast their vote	319			

Nine (9) Members with 142 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

Resolution No. 7: Ordinary Resolution

Material Related Party Transaction(s) between JBM Electric Vehicles Private Limited and JBM Industries Limited

Particulars	Number of valid votes	Number of invalid votes	Percentage
5	HUKU HUKU Dhanalor CH82 CH82	A d record	Page 5 of 6
	0		

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In Favor	Remote E-Voting	E-Voting/Remote E- voting	
in ravor	2,34,15,164	0	99.4852
Against	1 01 170		55.4652
Total	1,21,173	0	0.5148
-	2,35,36,337	0	100
Number of members who cast their vote	319		

Nine (9) members with 142 votes abstained from voting.

Based on the above, the Ordinary Resolution has been passed with requisite majority.

9. The e-voting data and all other relevant records have been kept by me and I shall be arranging to hand over the same to the Company Secretary/ Director Authorized by the Board for safe keeping.

Thanking You, Dhananjay Shukla Practicing Company Secretary FCS No. 5886, CP No. 8271 Scrutinizer UDIN: F005886E003158783

Place: Gurugram Date: 9th January 2024

Enclosures: Annexure "A" to "G"

	ion Required : (1.Material Related Party	Transaction(s) with Int				Anneuxure "A
Catage	nterested in the agenda/resolution? Category Mode of				I Electric Vehicles	Private Limite	ed	
catego	ry Mode of Voting				Yes			
1		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	-Against	votes polled	against on votes
Promoter and	Poll		0	0.0000		[5]	[6]={[4]/[2]}* 100	[7]={[5]/[2]}*100
romoter	Postal Ballot	7,98,54,183	0	0.0000	0	0	0.0000	0.0000
iroup	Total			0.0000	, , , , , , , , , , , , , , , , , , ,	0	0.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
ublic stitutions	Poll Postal		18,74,379	59.6251	17,53,519	0 1,20,860	0.0000	0.0000
situtions	Ballot	31,43,609		0.0000	0	0	93.5519 0.0000	6.4480
	Total E-Voting		0 18,74,379	0.0000	0	o		0.0000
blic Non	Poll	F	2,16,61,983	59.6251 61.4536	17,53,519	1,20,860	0.0000 93.5519	0.0000
titutions	Postal	3,52,49,340	0	0.0000	2,16,61,670	313	99.9985	6.4480 0.0014
	Ballot Total		0		0	0	0.0000	0.0000
al		11,82,47,132	2,16,61,983	0.0000 61.4536	0	0	0.0000	0.0000
		,,.,,132	2,35,36,362	19.9044	2,16,61,670	313	99.9985	0.0014
					2,34,15,189	1,21,173	99.4852	0.5148

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Resolution	Required : (C	Ordinary)	2. Material Related Pa	arty Transaction(c) with			Δ	nneuxure "B	
nterested in the agenda/resolution? Category Mode of		The source individual and the source is a source of the so							
Category	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares		No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
	E Vaties	[1]	[2]	[3]={[2]/[1]}*100	[4]	' [5]	[6]={[4]/[2]}*1 00		
Promote r	E-Voting Poll		0	0.0000	0	0		0.0000	
and	Postal	7,98,54,183	0	0.0000	0	0	0.0000	0.0000	
Promoter Group	Ballot			0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting	31,43,609	18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480	
Public	Poll Postal		0	0.0000	0	0	0.0000	0.0000	
nstitutions	Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		18,74,379	59.6251	17,53,519	1,20,860	93.5519	6,4480	
	E-Voting	-	2,16,61,918	61.4534	2,16,61,605	313	99.9985	0.0014	
Public Non	Poll Postal	2 52 40 240	0	0.0000	0	0	0.0000	0.0014	
nstitutions	Ballot	3,52,49,340	0	0.0000	0	0	0.0000		
	Total		0	0	0	0	0.0000	0.0000	
otal		11,82,47,132	2,35,36,297	19.9043	2,34,15,124	1,21,173	99.4852	0.0000	



Resolution	Required : (C	Ordinary)	3.Material	Related Party T	ansaction(s) with JBN	A F 116- AA 1 111-	Anr	euxure."C
	the second s	a/resolution?	Sindernar	iciated Faity II		I Ecolife Mobility S	Surat Private	Limited
Category		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}* 100	Yes No. of Votes – in favour [4]	No. of Votes —Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	against on votes polled
Promoter	E-Voting	7,98,54,183	0	0.0000	0	0	0.0000	0.0000
and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		о	0.0000	0	0	0.0000	
	Total			0.0000	0	0	0.0000	0.0000
	E-Voting	31,43,609	18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480
Public	Poll		0	0.0000	0	-,,000	55.5515	0.0000
nstitutions	Postal Ballot		o	0.0000	o	0	0.0000	0.0000
-	Total		18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480
	E-Voting		2,16,61,958	61.4535	2,16,61,641	317	99.9985	0.0014
ublic Non	Poll		0	0.0000	0	0		0.0000
nstitutions	Postal Ballot	3,52,49,340	o	0.0000	0	0		
	Total	F	2,16,61,958	61.4535	2,16,61,641	317	99.9985	0.0000
otal		11,82,47,132	2,16,61,958	19.9044	2,34,15,160	1,21,177	99.9985	0.0014

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Resolution F	Required : (C)rdinarγ)	4.Material Related Party Transaction(s) with JBM Ecolife Mobility Haryana Private Limited						
interested in the agenda/resolution?			E.		Yes				
Category	Mode of Voting	No. of shares held	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 against on votes polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2] }*100	[7]={[5]/[2]}*100	
	E-Voting		- 0	0.0000	0	, О	0.0000	0.0000	
Promoter	Poll	1	0	0.0000	0	0	0.0000	0.0000	
Promoter	Postal Ballot	7,98,54,183	0	0.0000	0	0	0.0000	0.0000	
Group	Total		0	0.0000	0	0	0.0000	0.0000	
	E-Voting	31,43,609	18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480	
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Institutions	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480	
	E-Voting		2,16,61,958	61.4535	2,16,61,645	313	99.9985	0.0014	
	Poll		0	0.0000	0	0	0.0000	0.0000	
Public Non Institutions	Postal Ballot	3,52,49,340	0	0.0000	0	C	0.0000	0.0000	
	Total		2,16,61,958	61.4535	2,16,61,645	313	99.9986	0.0014	
Total		11,82,47,132	2,35,36,337	19.9044	2,34,15,164	1,21,173	99.4852	0.5148	

Resolution	Required : (O	rdinary)	5.Material Relate	d Party Transacti	ion(s) with TL Feel			Anneuxure "E	
interested in the agenda/resolution?			5.Material Related Party Transaction(s) with TL Ecolife Mobility Private Limited Yes						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*1	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled	% of Votes against on votes polled	
	IT Matter			00		1 [2]	*100	[7]={[5]/[2]}* 100	
Promoter and Promoter Group	E-Voting	7,98,54,183	0	0.0000	0	0	0.0000		
	Poll Postal		0	0.0000	0	0	0.0000	0.0000	
	Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000		
Public Institutions	E-Voting	31,43,609	18,74,379	59.6251	17,53,519	1,20,860	93.5519	0.0000 6.4480	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		o	0.0000	o	0	0.0000	0.0000	
	Total		18,74,379	59.6251	17,53,519	1,20,860	93.5519	6.4480	
Public Non nstitutions	E-Voting	3,52,49,340	2,16,61,958	61.4535	2,16,61,645	313	99.9985	0.4480	
	Poll		0	0.0000	0	0	0.0000	0.00014	
	Postal Ballot		о	0.0000	0	0	0.0000	0.0000	
	Total		2,16,61,958	61.4535	2,16,61,645	313	99.9985		
otal		11,82,47,132	2,35,36,337	19.9044	2,34,15,164	1,21,173	99.9985	0.0014 0.5148	

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Resolution Required : (Ordinary)		6. Material Related Party Transaction(s) between JBM Electric Vehicles Private Limited and JBM GreenEnergy Systems Private Limited							
interested in the agenda/resolution?		Yes							
Category	Mode of Voting	No. of shares held	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 against on votes polled	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*	
Promoter and Promoter Group	E-Voting	7,98,54,183	0	0.0000				100	
	Poll		0		0	0	0.0000	0.0000	
	Postal Ballot		0	the second se	0	0	0.0000	0.0000	
	Total		0	0.0000	0	0	0.0000	0.0000	
Public Institution s	E-Voting	31,43,609-	18,74,379	0.0000	0	0	0.0000	0.0000	
	Poll		10,74,379		18,39,203	35,176	98.1233	1.8766	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		18,74,379	0.0000	0	0	0.0000	0.0000	
	E-Voting		2,16,61,958	59.6251	18,39,203	35,176	98.1233	1.8766	
Non Institution	Poll	3,52,49,340	and the second	61.4535	2,16,61,645	313	99.9985	0.0014	
	and the second production of the second		0	0.0000	0	0	0.0000	0.0000	
	Total			0.0000	0	0	0.0000	0.0000	
otal	· otal	11 03 47 133	2,16,61,958	61.4535	2,16,61,645	313	99.9985	0.0014	
o.ui		11,82,47,132	2,35,36,337	19.9044	2,35,00,848	35,489	99.8492	0.1508	

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		agenda/resolution?				CIESCOL MANAGE		Ye
Category	Mode of Voting	No. of shares held	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 Vote against or votes polled
	-	[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*
Promoter	E-Voting	7,98,54,183	0	0.0000	0	0	0.0000	0.000
and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.000
	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total		0	0.0000	0	0	0.0000	0.000
Public Institutions	E-Voting	31,43,609	1874379.0000	59.6251	17,53,519	1,20,860	93.5519	6.448
	Poll		0	0.0000	0	0	0.0000	0.000
	Postal Ballot		0	0.0000	o	0	0.0000	0.0000
	Total		1874379.0000	59.6251	17,53,519	1,20,860	93.5519	6.4480
Public Non nstitutions Total	E-Voting	3,52,49,340 11,82,47,132	2,16,61,958	61.4535	2,16,61,645	313	99.9985	0.0014
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		о	0.0000	0	0	0.0000	0.0000
	Total		2,16,61,958	61.4535	2,16,61,645	313	99.9985	0.0014
			2,35,36,337	19.9044	2,34,15,164	1,21,173	99.4852	0.5148

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