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Limited Review Report

Review Report to The Board of Directors Sharda Cropchem Limited

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results of Sharda Group comprising Sharda Cropchem Limited ('the Company') and its subsidiaries (together, 'the Group') and its associate, for the quarter ended December 31, 2016 and year to date from April 01, 2016 to December 31, 2016 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
- We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 3. We did not review the interim financial results of four subsidiaries whose financial results reflect revenues aggregating Rs. 2,878.03 lacs and Rs. 11,890.98 lacs for the quarter and nine months ended December 31, 2016 and total assets aggregating Rs. 6,485.10 lacs as of December 31, 2016 as considered in the unaudited consolidated financial results. These financial results and the other financial information has been reviewed by other auditors whose reports have been furnished to us. Our conclusion on the unaudited quarterly financial results, in so far as it relates to such subsidiaries is based solely on the reports of the other auditors.
- We did not review the interim financial results of one subsidiary whose financial results reflect revenues of Rs. 6,924.35 lacs and Rs. 20,582.20 lacs for the quarter and nine months ended December 31, 2016 and total assets aggregating Rs. 16,683.83 lacs as at December 31, 2016, as considered in the unaudited consolidated financial results. These financial results and other financial information, prepared under the generally accepted accounting principles accepted in the country of incorporation of the subsidiary ('GAAP'), have been reviewed by another auditor and whose report has been furnished to us. The management of the Company has converted these unaudited consolidated financial results of the Company's subsidiary from the aforementioned GAAP, to Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder for the purpose of preparation of the Company's unaudited consolidated financial results under Ind AS. We reviewed the adjustments that were applied to prepare the unaudited consolidated financial results as of and for the quarter and period ended December 31, 2016 made by the Company's management to convert this subsidiary's consolidated financial results from the aforementioned GAAP, to Ind AS. Our conclusion on the unaudited consolidated financial results of the Company, in so far as it relates to such subsidiary, is based on the report of the other auditor under the aforementioned GAAP and the aforesaid conversion adjustments undertaken by the management, examined by us on a test basis.

Based on our review conducted as above and on consideration of reports of other auditors on the unaudited interim financial results and on the other financial information of the components, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited consolidated financial

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Chartered Accountants

Sharda Cropchem Limited Page 2 of 2

results prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

- 6. We did not review the interim financial results of 23 subsidiaries whose financial results reflect revenues aggregating Rs. 36.21 lacs and Rs. 66.45 lacs for the quarter and nine months ended December 31, 2016 and total assets aggregating Rs 56.48 lacs as of December 31, 2016 as considered in the unaudited consolidated financial results. These interim financial results and other financial information have not been reviewed/ audited by any auditors. Such interim financial results have been approved by the Board of Directors of the respective entities and certified by the Management of the Company, and our review report on the Statement, in so far as it relates to the amounts included in respect of such entities, is based solely on such certified interim financial results. Our conclusion is not qualified in respect of this matter.
- 7. We have not audited or reviewed the financial results and other financial information for the quarter ended December 31, 2015 and year to date from April 01, 2015 to December 31, 2015, as included in the statement, which have been presented solely based on the information compiled by Management and has been approved by the Board of Directors.

For SRBC&COLLP

ICAl Firm registration number: 324982E/E300003

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Chartered Accountants

per Vinayak Pujare

Membership No.: 101143

Place: Mumbai

Date: January 30, 2017

SHARDA CROPCHEM LIMITED

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016 Registered Office: Domnic Holm, 29th Road, Bandra (West), Mumbai - 400 050. CIN: L51909MH2004PLC145007

(Rs. In Lakhs)

10	Particulars			Quarter ended		Nine months ended	
			December 31, 2016 Unaudited	September 30, 2016 Unaudited	December 31, 2015 Unaudited (Refer note 3)	December 31, 2016 Unaudited	Unaudited (Refer note 3)
1	Income from operations (a) Net sales / income from operations		23,766.16	24,493.22	18,097.85	79,650.94	69,285.44
	(b) Other operating income	-	526.83	197.40	77.40	799.27	605.65
	Total Income from operations	-	24,292.99	24,690.62	18,175.25	80,450.21	69,891.09
2	Expenses						
	(a) Cost of materials consumed		5,574.66	5,150.04	3,575.54	19,833,12	16,099,09
	(b) Purchase of stock-in-trade		12,760.33	12,581.13	12,736.81	38,251.93	35,037.36
	(c) Changes in inventories of finished goods & stock-in-trade		(2,532.60)	(2,080.58)	(4,302.62)	(6,464.61)	(4,525.47)
	(d) Employee benefits expense		676.42	624.02	542.22	1,975.80	1,864.36
	(e) Professional charges		1,651.78	1,587.46	1,287.43	4,643.90	3,682.01
	(f) Depreciation and amortisation expense		1,238.74	1,182.37	819.18	3,691.77	2,465.84
	(g) Other expenses	-	2,927.69	1,734.38	1,835.62	7,228.02	5,840.13
	Total Expenses	-	22,297.02	20,778.82	16,494.18	69,159.93	60,463.32
3	Profit from operations before other income and finance costs	(1-2)	1,995.97	3,911.80	1,681.07	11,290.28	9,427.77
4	Other income		928.14	586.91	(68.61)	1,912.73	1,450.44
5	Profit from ordinary activities before finance costs	(3+4)	2,924.11	4,498.71	1,612,46	13,203.01	10,878.21
6	Finance costs		0.17	0.10	0.37	1.38	1.25
7	Profit from ordinary activities after finance costs and before tax	(5-6)	2,923.94	4,498.61	1,612.09	13,201.63	10,876.96
8	Tax expense		1,161.38	1,180.34	419.18	4,033.59	3,391.22
10	Net Profit from ordinary activities after tax Minority interest	(7-8)	1,762.56 (5.08)	3,318.27	1,192.91	9,168.04	7,485.74
11	The state of the s	(9+10)	1,757.48	(0.14) 3,318.13	0.57 1,193.48	(0.34) 9,167.70	2.06 7,487.80
12	A STATE OF THE STA	(3+10)	2.19	(4.29)	(3.46)	(5.14)	
13		(11+12)	1,759.67	3,313.84	1,190.02	9,162.56	7,477.44
14	Paid-up equity share capital (Face value of the share Rs.10/- each)	80.000	9,022.05	9,022.05	9,022.05	9,022.05	9,022.05
15	Earnings Per Share (EPS)						
1	Basic and diluted earning per share (Rs.) (Not annualised) Face value of the share Rs.10/- each		1.95	3.67	1.32	10.16	8.30

Notes

- 1 The aforesaid unaudited consolidated financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on January 30, 2017 and have been subjected to a limited review by the statutory auditors of the company.
- The Company adopted Indian Accounting Standard ("Ind AS") from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS-34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. The impact of transition has been accounted for in the opening reserves and the comparative period results have been restated accordingly. The opening balance sheet as at April 1, 2015 and the results for the subsequent periods would get finalised alongwith the annual financial statements for the year ended March 31, 2017.
- The financial results and financial information for the quarter and nine months ended December 31, 2015 have been compiled by the management after making necessary adjustments to give a true and fair view of the results in accordance with Ind AS. The results for this period have not been subjected to a limited review / audit by the statutory auditors.
- 4 One of the segments of the Group, viz "Agrochemicals", is seasonal in nature and is impacted by cropping pattern and weather conditions across the globe. Accordingly, quarterly figures are not representative of the other quarters and full year's performance.

5 Other income / other expenses include the following:

(Rs. In Lakhs)

		Quarter Ended	Nine months ended		
Particulars	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Income Tax of an earlier year included in other income	536.94	-	-	536.94	
Foreign exchange (gain)/ loss included in other income		-	323.02		(344.03)
Foreign exchange (gain)/ loss included in other expenses	322.77	(337.63)	•	533.06	

Reconciliation of Net Profit as previously reported on account of transition from the previous Indian GAAP (IGAAP) to Ind AS for the quarter and nine months ended December 31, 2015:

X X		(Rs. in Lakhs)
Particulars	Quarter ended December 31, 2015	Nine months ended December 31, 2015
Net Profit for the period under IGAAP	835.32	6,860.22
Difference on account of revenue net of related costs	(12.37)	(66.56)
Actuarial loss on defined benefit plan recognised in Other Comprehensive	5.25	15.73
Fair valuation impact for Financial Instruments	(12.25)	497.92
Adjustments for prior period items to opening reserves	53.66	(12.34)
Deferred Tax	323.87	192.83
Net Profit for the period under Ind AS	1,193.48	7,487.80
Other Comprehensive Income (net of tax)	(3.46)	(10.36)
Total Comprehensive Income under Ind AS	1,190.02	7,477.44

Figures for the previous period have been regrouped / rearranged, wherever considered necessary to conform to the current period's classification.





SHARDA CROPCHEM LIMITED

CONSOLIDATED SEGMENT WISE REVENUE, RESULTS, ASSETS, LIABILITIES AND CAPITAL EMPLOYED

(Rs. in Lakhs)

		Quarter Ended	Nine Month ended		
Particulars	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
(Refer Note Below)	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
1 Segment Revenue					
(a) Agrochemicals	18,295.60	20,500.12	13,686.96	64,526.50	55,858.60
(b) Belts	5,363.25	3,785.14		14,597.13	12,441.65
(c) Other	107.31	207.96		527.31	985.19
Net sales / income from operations	23,766.16	24,493.22	18,097.85	79,650.94	69,285.44
2 Segment Results					
(a) Agrochemicals	1,221.40	3,455.37	784.08	9,214.80	7,710.46
(b) Belts	777.79	636.06	659.65	2,407.69	2,117.02
(c) Other	14.98	47.89	34.24	98.18	83.63
Total	2,014.17	4,139.32	1,477.97	11,720.67	9,911.11
Less: (i) Finance cost	(0.17)	(0.10)	(0.37)	(1.38)	(1.25)
(ii) Unallocable expenditure	(99.66)	(20.73)	(43.75)	(184.63)	(107.82)
(iii) Unallocable income	1,009.60	380.12	178.24	1,666.97	1,074.92
Profit before Tax	2,923.94	4,498.61	1,612.09	13,201.63	10,876.96
3 Segment Assets			10		4
(a) Agrochemicals	107,289.87	96,491,41	76,675.94	107,289.87	76,675.94
(b) Belts	7,181.65		6,135.17	7,181.65	6,135.17
(c) Other	319.51		593.71	319.51	593.71
(d) Unallocated	27,985.82		=	27,985.82	30,053.14
Total	142,776.85		113,457.96	142,776.85	113,457.96
4 Comment Linkillator					
4 Segment Liabilities	45 000 40	25 607 00	22 000 00	45.000.40	22 000 00
(a) Agrochemicals	45,062.40			45,062.40	33,908.69
(b) Belts	2,515.65			2,515.65	1,691.62
(c) Other	92.63		285.79	92.63	285.79
(d) Unallocated	5,698.14		The second secon	5,698.14	2,876.79
Total	53,368.82	42,971.64	38,762.89	53,368.82	38,762.89
Net Capital Employed	89,408.03	89,465.91	74,695.07	89,408.03	74,695.07

Note:

The activities of the Group are divided into three business segments viz. Agrochemicals, Belts and Others (representing Dyes & Dye Intermediates and General Chemicals). These segments form the basis for management control and therefore the basis for monitoring.

Based on the "management approach" as defined in Ind AS 108 - 'Operating Segments' the Chief Operating Decision Maker evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments. The segment information is presented accordingly.

For Sharda Cropchem Limited

R. V. Bubna

(Chairman & Managing Director)

(DIN: 00136568)

Place : Mumbai Date : January 30, 2017



SIGNED FOR IDENTIFICATION
BY
SRBC&COLLP
MUMBAI



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Limited Review Report

Review Report to The Board of Directors Sharda Cropchem Limited

We have reviewed the accompanying statement of standalone unaudited financial results of Sharda Cropchem Limited ('the Company') for the quarter ended December 31, 2016 and year to date from April 01, 2016 to December 31, 2016 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.

We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For SRBC & COLLP

ICAl Firm registration number: 324982E/E300003

Chartered Accountants

per Vinavak Pujare Partner

Membership No.: 101143

Place: Mumbai

Date: January 30, 2017

SHARDA CROPCHEM LIMITED

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2016
Registered Office: Domnic Holm, 29th Road, Bandra (West), Mumbai - 400 050. CIN: L51909MH2004PLC145007

(Rs. In Lakhs)

			Quarter ended		Nine months ended		
	Particulars		December 31, 2016 Unaudited	September 30, 2016 Unaudited	December 31, 2015 Unaudited	December 31, 2016 Unaudited	December 31, 2015 Unaudited
1	Income from operations						
	(a) Net sale / income from operations		17,190.85	17,764.60	13,859.98	59,107.08	50,099.75
	(b) Other operating income	_	142.83	143.37	26.02	361.24	444.48
	Total income from operations	-	17,333.68	17,907.97	13,886.00	59,468.32	50,544.23
2	Expenses	-		2222			
	(a) Cost of materials consumed		5,574.66	5,150.04	3,575.55	19,833.12	16,099.09
	(b) Purchase of stock-in-trade		7,961.63	8,091.95	8,348.06	23,492.01	19,502.38
	(c) Changes in inventories of finished goods & stock-in-trade		(2,630.17)	(1,969.12)	(3,747.28)	(6,433.87)	(4,149.08)
	(d) Employee benefits expense		498.32	477.60	405.93	1,488.48	1,342.18
	(e) Professional charges		1,571.00	1,446.17	1,223.27	4,303.66	3,436.50
	(f) Depreciation and amortisation expense		1,235.92	1,179.68	817.08	3,683.12	2,455.98
	(g) Other expenses	100	1,902.71	974.84	1,141.91	4,583.77	3,737.82
	Total Expenses		16,114.07	15,351.16	11,764.52	50,950.29	42,424.87
3	Profit from operations before other income and finance costs	(1-2)	1,219.61	2,556.81	2,121.48	8,518.03	8,119.36
4	Other income		2,901.76	553.22	180,77	3,768.60	3,416.01
5	Profit from ordinary activities before finance costs	(3+4)	4,121.37	3,110.03	2,302.25	12,286.63	11,535.37
6	Finance costs					0.82	0.45
7	Profit from ordinary activities after finance cost and before tax	(5-6)	4,121.37	3,110.03	2,302.25	12,285.81	11,534.92
8	Tax expense		1,277.10	952.65	871.15	3,993.14	3,777.28
9	Net Profit for the period	(7-8)	2,844.27	2,157.38	1,431.10	8,292.67	7,757.64
10	Other Comprehensive income (net of tax)	1000	0.75	(5.21)	(3.00)	(7.53)	(8.98)
11	Total Comprehensive Income	(9+10)	2,845.02	2,152.17	1,428.10	8,285.14	7,748.66
12	Paid up equity share capital (Face value of the Share Rs.10/- each)		9,022.05	9,022.05	9,022.05	9,022.05	9,022.05
13	Earnings per share (EPS) Basic and diluted earning per share (Rs.) (Not annualised) (Face value per Share Rs.10/- each)		3.15	2.39	1.59	9.19	8.60

Notes:

- The aforesaid unaudited standalone financial results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on January 30, 2017 and have been subjected to a limited review by the statutory auditors of the company.
- The Company adopted Indian Accounting Standard ("Ind AS") from April 1, 2016 and accordingly these financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS-34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder. The date of transition to Ind AS is April 1, 2015. The impact of transition has been accounted for in the opening reserves and the comparative period results have been restated accordingly. The opening balance sheet as at April 1, 2015 and the results for the subsequent periods would get finalised alongwith the annual financial statements for the year ended March 31, 2017.
- One of the segments of the Company, viz "Agrochemicals" is seasonal in nature and is impacted by cropping pattern and weather conditions across the globe. Accordingly, quarterly figures are not representative of the other quarters and full year's performance.

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Other income/ other expenses include the followings:					[RS. III Lakiis]
		Quarter Ended	Nine months ended		
Particulars	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Income Tax of an earlier year included in other income	536.94		-	536,94	
Dividend from subsidiary included in other income	2,004.98			2,004.98	1,494.62
Foreign exchange (gain) / loss included in other income			92.75		(786.58)
Foreign exchange (gain) / loss included in other expenses	251.44	(340.95)		331.06	

Reconciliation of Net Profit as previously reported on account of transition from the previous Indian GAAP (IGAAP) to Ind AS for the quarter and Nine months ended December 31, 2015:

		(Rs. in Lakhs)
Particulars	Quarter ended December 31, 2015	Nine months ended December 31, 2015
	(Rs. In Lacs)	(Rs. In Lacs)
Net Profit for the period under IGAAP	1,458.65	7,435.46
Actuarial loss on defined benefit plan recognised in Other Comprehensive Income	4.57	13.72
Fair valuation impact for Financial Instruments	(12.27)	497.93
Adjustments for prior period items to opening reserves	53.67	(12.33)
Deferred Tax	(73.52)	(177.14)
Net Profit for the period under Ind AS	1,431.10	7,757.64
Other Comprehensive Income (net of tax)	(3.00)	(8.98)
Total Comprehensive Income under Ind AS	1,428.10	7,748.66

Figures for the previous period have been regrouped / rearranged, wherever considered necessary to conform to the current period's classification.

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SHARDA CROPCHEM LIMITED STANDALONE SEGMENT WISE REVENUE, RESULTS, ASSETS, LIABILITIES AND CAPITAL EMPLOYED

(Rs. in Lakhs)

			Quarter ended	Nine months ended		
	Particulars	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
	(Refer Note Below)	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
1	Segment Revenue (a) Agrochemicals (b) Belts	17,120.64 70.21	17,732.92 31.68	13,836.98 23.00	58,856.45 250.63	49,985.38 114.37
	Net sales / income from operations	17,190.85	17,764.60	13,859.98	59,107.08	50,099.75
2	Segment Results (a) Agrochemicals (b) Belts	1,345.37 (17.02)	2,598.92 3.37	2,047.86 12.39	8,691.96 16.95	9,02 4 .50 (1.9 7)
	Total	1,328.35	2,602.29	2,060.25	8,708.91	9,022.53
	Less: (i) Finance cost (ii) Unallocable expenditure (iii) Unallocable income Profit before Tax	(105.99) 2,899.01 4,121.37	(47.78) 555.52 3,110.03	(44.23) 286.23 2,302.25	(0.82) (190.95) 3,768.67 12,285.81	(0.45) (107.82) 2,620.66 11,534.92
3	Segment Assets (a) Agrochemicals (b) Belts (c) Unallocated	1,02,804.17 0.43 24,905.77	90,182.28 2.82 26,129.95	70,356.74 - 29,276.93	1,02,804.17 0.43 24,905.77	70,356.74 29,276.93
	Total	1,27,710.37	1,16,315.05	99,633.67	1,27,710.37	99,633.67
4	(a) Agrochemicals (b) Belts (c) Unallocated	42,405.92 77.69 5,011.65	32,299.99 37.11 4,778.12	29,532.59 20.26 2,859.12	42,405.92 77.69 5,011.65	29,532.59 20.26 2,859.12
	Total	47,495.26	37,115.22	32,411.97	47,495.26	32,411.97
	Net Capital Employed	80,215.11	79,199.83	67,221.70	80,215.11	67,221.70

Note:

The activities of the Company are divided into two business segments viz. Agrochemicals and Belts. These segments form the basis for management control and therefore the basis for monitoring.

Based on the "management approach" as defined in Ind AS 108 - 'Operating Segments' the Chief Operating Decision Maker evaluates the Company's performance and allocate resources based on an analysis of various performance indicators by business segments and segment information is presented accordingly.

For Sharda Cropchem Limited

R. V. Bubna

Chairman & Managing Director

(DIN: 00136568)

Place : Mumbai

Date : January 30, 2017



SIGNED FOR IDENTIFICATION
BY

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