



“Asia’s Pioneering Hospitality Chain of  
Environmentally Sensitive 5 Star Hotels & Resorts”

23<sup>rd</sup> September, 2023

To,  
Listing Department,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.

To,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, C -1, Block G,  
Bandra –Kurla Complex,  
Bandra (E), Mumbai – 400051.

Code: 526668  
ISIN: INE967C01018

**Symbol:-KAMATHOTEL**

**Sub: Voting results / Scrutinizers Report pursuant to Regulation 44(3) of Securities and  
Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation  
2015. (Listing Regulations)**

Dear Sir/Madam,

Please find attached herewith Scrutinizers Report, enclosed at "Annexure A", of 36<sup>th</sup> Annual General Meeting of the Company along with voting results enclosed at "Annexure B" pursuant to Regulation 44(3) of Listing Regulations.

This is also being made available at the website of the Company i.e., [www.khil.com](http://www.khil.com)

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For Kamat Hotels (India) Limited,

Nikhil Singh  
Company Secretary & Compliance Officer

REGD OFF.: 70-C, Nehru Road, Vile Parle (East), Mumbai - 400 099, India. Tel.:022 2616 4000, Fax :022 2616 4203  
Email-Id : cs@khil.com | Website: www.khil.com | CIN: L55101MH1986PLC039307



# KAMAT HOTELS (INDIA) LIMITED

(CIN NUMBER: L55101MH1986PLC039307)

Registered Office: 70-C Nehru Road, Near Santacruz Airport, Vile Parle (E),  
Mumbai - 400099

## CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE 36<sup>TH</sup> ANNUAL GENERAL MEETING OF KAMAT HOTELS (INDIA) LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") ON SATURDAY, SEPTEMBER 23, 2023.

**C.S. C.A. Dinesh Kumar Deora**  
**DM & Associates Company Secretaries LLP**  
**Company Secretaries**

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

ADDRESS: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: [dmassociates@gmail.com](mailto:dmassociates@gmail.com) Website: [www.dmnscs.co.in](http://www.dmnscs.co.in)

Report of the Scrutiniser

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
**(LLPIN NO. AAI-4743)**

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[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]  
REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097  
Tel No. 022-28443641 Email: [dmassociatesllp@gmail.com](mailto:dmassociatesllp@gmail.com)

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[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014 as amended]

To,  
**The Chairman**

36<sup>th</sup> Annual General Meeting of the Members of Kamat Hotels (India) Limited held on  
Saturday, September 23, 2023 at 11:30 a.m. (IST) through Video Conferencing  
("VC")/Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Dinesh Kumar Deora, Partner of DM & Associates Company Secretaries LLP, Company Secretaries, having Office at 205, 2<sup>nd</sup> Floor, Nadiadwala Market, Poddar Road, Malad (East), Mumbai-400097, appointed by the Board of **KAMAT HOTELS (INDIA) LIMITED** ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 36<sup>th</sup> Annual General Meeting ( "AGM" ) held *through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")* on Saturday, September 23, 2023 at 11:30 a.m. (IST) pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

**I submit my report as under:**

- a) The AGM is held in compliance with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively ("MCA Circulars") (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2022-23 has been sent on August 31, 2023 only through electronic mode to those Members whose e-mail addresses are registered with the **Company, RTA or CDSL/NSDL ("Depositories")**.
- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 36<sup>th</sup> AGM of the Company was the responsibility of the Management. My responsibility as a scrutiner was to ensure that the voting process is conducted in a fair and transparent manner, *and render a consolidated scrutiner's report on the voting to the Chairman* on the resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Link Intime India Private Limited (LIPL).
- d) **The Members of the Company as on the "cut-off" date i.e. Friday, September 15, 2023 were entitled to vote on the resolution no's 1 to 4 as set out in the notice of AGM.**
- e) The remote e-voting period commenced on Wednesday, September 20, 2023 at 09:30 a.m. (IST) and concluded on Friday, September 22, 2023 at 5:00 p.m. (IST) and the LIPL remote e-Voting portal was blocked thereafter.
- f) At the 36<sup>th</sup> AGM of the Company held on Saturday, September 23, 2023, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-voting to record their votes on the resolutions to be passed.

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
**(LLPIN NO. AAI-4743)**

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- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Saturday, September 23, 2023 around 01.00 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutiniser's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 36<sup>th</sup> AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system by Link Intime India Private Limited (LIPL).*
- i) The results of the Remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:
- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2023 AND REPORTS OF THE BOARD AND AUDITORS THEREON.**

**ORDINARY RESOLUTION:**

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	47	14338596	99.7920
Electronic voting at the AGM	4	29886	0.2080
<b>TOTAL</b>	<b>51</b>	<b>14368482</b>	<b>100</b>

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0
Electronic voting at the AGM	0	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>

- (iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
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2. TO APPOINT A DIRECTOR IN PLACE OF DR. VITHAL V. KAMAT (DIN: 00195341) AND MR. SANJEEV B. RAJGHARIA (DIN: 07857384), WHO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFER THEMSELVES FOR RE-APPOINTMENT.

**ORDINARY RESOLUTION:**

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	46	14338554	99.7917
Electronic voting at the AGM	4	29886	0.2080
<b>TOTAL</b>	<b>50</b>	<b>14368440</b>	<b>99.9997</b>

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	42	0.0003
Electronic voting at the AGM	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>42</b>	<b>0.0003</b>

- (iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
**(LLPIN NO. AAI-4743)**

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**3. RE-APPOINTMENT OF MR. RAMNATH P. SARANG (DIN: 02544807) AS INDEPENDENT DIRECTOR FOR A FURTHER PERIOD OF 5 YEARS WITH EFFECT FROM 27<sup>TH</sup> MAY 2024**

**SPECIAL RESOLUTION:**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	45	14338454	99.7917
Electronic voting at the AGM	4	29886	0.2080
<b>TOTAL</b>	<b>49</b>	<b>14368340</b>	<b>99.9997</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1	42	0.0003
Electronic voting at the AGM	0	0	0
<b>TOTAL</b>	<b>1</b>	<b>42</b>	<b>0.0003</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
**(LLPIN NO. AAI-4743)**

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Tel No. 022-28443641 Email: [dmassociatesllp@gmail.com](mailto:dmassociatesllp@gmail.com)

**4. APPOINTMENT OF MR. SANJEEV B. RAJGARHIA (DIN: 07857384) AS AN INDEPENDENT DIRECTOR FOR A TERM OF 5 YEARS WITH EFFECT FROM OCTOBER 01, 2023**

**SPECIAL RESOLUTION:**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	44	14317264	99.7918
Electronic voting at the AGM	4	29886	0.2082
<b>TOTAL</b>	<b>48</b>	<b>14347150</b>	<b>99.8522</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	21232	0.1478
Electronic voting at the AGM	0	0	0
<b>TOTAL</b>	<b>2</b>	<b>21232</b>	<b>0.1478</b>

(iii) **Invalid Votes:**

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes held by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**DM & ASSOCIATES COMPANY SECRETARIES LLP**  
**(LLPIN NO. AAI-4743)**

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Based on the foregoing, the Resolution No. (s) 1 to 4 have been passed with the requisite majority.

All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 36<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

**For DM & Associates Company Secretaries LLP**  
**Company Secretaries**

**For Kamat Hotels (India) Limited**

**Dinesh Kumar Deora - Partner**  
**M. No. 5683**  
**COP NO. 4119**  
**UDIN: F005683E001071275**  
**Place: Mumbai**  
**Date: September 23, 2023**

**Dr. Vithal V. Kamat**  
**Executive Chairman & Managing**  
**Director**  
**DIN00195341**

**Place: Mumbai**  
**Date: September 23, 2023**



<b>Kamat Hotels India Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>1 - To receive, consider and adopt the Audited Financial Statements (Standalone &amp; Consolidated) of the Company for the financial year ended on 31st March 2023 and Reports of the Board and Auditors thereon</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes –Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	15154326	14312425	94.4445	14312425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14312425</b>	<b>94.4445</b>	<b>14312425</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	93493	21190	22.6648	21190	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21190</b>	<b>22.6648</b>	<b>21190</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9405044	4981	0.0530	4981	0	100.0000	0.0000
	Poll		29886	0.3178	29886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34867</b>	<b>0.3708</b>	<b>34867</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>24652863</b>	<b>14368482</b>	<b>58.2832</b>	<b>14368482</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

## Kamat Hotels India Limited

<b>Resolution Required : (Ordinary)</b>			2 - To appoint a Director in place of Dr. Vithal V. Kamat (DIN00195341) and Mr. Sanjeev B. Rajgharia (DIN: 07857384), who retire by rotation and being eligible, offer themselves for re-appointment.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
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
Promoter and Promoter Group	E-Voting	15154326	14312425	94.4445	14312425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14312425</b>	<b>94.4445</b>	<b>14312425</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	93493	21190	22.6648	21190	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21190</b>	<b>22.6648</b>	<b>21190</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9405044	4981	0.0530	4939	42	99.1568	0.8432
	Poll		29886	0.3178	29886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34867</b>	<b>0.3708</b>	<b>34825</b>	<b>42</b>	<b>99.8795</b>	<b>0.1205</b>
<b>Total</b>		<b>24652863</b>	<b>14368482</b>	<b>58.2832</b>	<b>14368440</b>	<b>42</b>	<b>99.9997</b>	<b>0.0003</b>

## Kamat Hotels India Limited

<b>Resolution Required : (Special)</b>			<b>3 - To approve re- appointment of Mr. Ramnath P. Sarang (DIN: 02544807), as Independent Director of the Company, not liable to retire by rotation, for a further period of 5 years, with effect from 27th May 2024 on the same terms as per his existing appointment</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
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
Promoter and Promoter Group	E-Voting	15154326	14312425	94.4445	14312425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14312425</b>	<b>94.4445</b>	<b>14312425</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	93493	21190	22.6648	21190	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21190</b>	<b>22.6648</b>	<b>21190</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	9405044	4881	0.0519	4839	42	99.1395	0.8605
	Poll		29886	0.3178	29886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34767</b>	<b>0.3697</b>	<b>34725</b>	<b>42</b>	<b>99.8792</b>	<b>0.1208</b>
<b>Total</b>		<b>24652863</b>	<b>14368382</b>	<b>58.2828</b>	<b>14368340</b>	<b>42</b>	<b>99.9997</b>	<b>0.0003</b>

## Kamat Hotels India Limited

Resolution Required : (Special)			4 - To approve the appointment of Mr. Sanjeev Rajgarhia (DIN: 07857384) from the designation of Non - executive Director to Non - Executive Independent Director, whose term shall not be subject to retirement by rotation, to hold office for a term of 5 years on the Board of the Company w.e.f. October					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	15154326	14312425	94.4445	14312425	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14312425</b>	<b>94.4445</b>	<b>14312425</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	93493	21190	22.6648	0	21190	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>21190</b>	<b>22.6648</b>	<b>0</b>	<b>21190</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	9405044	4881	0.0519	4839	42	99.1395	0.8605
	Poll		29886	0.3178	29886	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34767</b>	<b>0.3697</b>	<b>34725</b>	<b>42</b>	<b>99.8792</b>	<b>0.1208</b>
<b>Total</b>		<b>24652863</b>	<b>14368382</b>	<b>58.2828</b>	<b>14347150</b>	<b>21232</b>	<b>99.8522</b>	<b>0.1478</b>