

Ref. No.: NBCC/BS/BSENSE/2020-21

October 04, 2021

National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot no. C/1,G Block Bandra Kurla Complex Bandra (E), Mumbai-400051 NSE Symbol: NBCC/EQ	BSE Limited, Floor 25 , Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 534309
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Subject: Submission of Scrutinizer's Report for Voting at 61st AGM of NBCC (India) Limited

Sir,

The NBCC's 61st Annual General Meeting (AGM) was held on Thursday, September 30, 2021 at 2:00 PM (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

In line with the SEBI (LODR), 2015 & the Companies Act, 2013 facility of e-voting for the Members was made available from Monday, September 27, 2021 at 9:00 AM (IST) to Wednesday, September 29, 2021 at 05:00 PM (IST). Members who were present at the Annual General Meeting and had not casted their votes by remote e-voting were given the facility to cast their vote through e-voting at the Meeting.

Shri P C Jain (M/s PC Jain & Co.), Practicing Company Secretary, the scrutinizer has submitted its report on October 1, 2021 and informed that all the resolutions mentioned in the AGM notice have been passed with requisite majority. A copy of Scrutinizer's Report alongwith Voting Results are attached herewith for your information and record.

The aforesaid information is also available on the website of the Company i.e. <https://www.nbccindia.com/webEnglish/annualReport>

This is for information and record.

Thanking you,

Yours Sincerely
For NBCC (India) Limited



Deepti Gambhir
Company Secretary
F-4984

Encl: as above



On Path of
**Professional
Excellence**
since 2000

P.C. JAIN & Co.

Company Secretaries
(Corporate Law & Insolvency Resolution Advisor)

Combined Scrutinizer's Report

To,
The Chairman
NBCC (India) Limited
NBCC Bhawan, Lodhi Road
New Delhi-110003

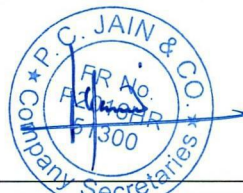
Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 61st Annual General Meeting ("AGM") of NBCC (India) Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 30th September, 2021, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the General Circulars dated 8th April, 2020; 13th April, 2020; 5th May, 2020; as well as Circular dated 13th January, 2021, issued by the Ministry of Corporate Affairs ("MCA") and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), in continuation of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of **NBCC (India) Limited** (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the notices and Annual Reports to the Shareholder and the manner of voting at the meeting, which was necessitated on Account of the Outbreak of COVID-19 (CORONA VIRUS) pandemic. We are familiar and well versed with the concept of electronic voting System as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM will be deemed to be conducted at the registered office of the Company.

Report on Scrutiny:

- The company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting.



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corporatelegal@cspcjain.com

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- ii. M/s. Bigshare Services Private Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as e-voting at the meeting on all the items of the business sought to be transacted in the 61st AGM of the Company, which was held on Thursday, 30th September, 2021.
- iv. The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com/login>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. BSE Limited & NSE Limited to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the service provider.
- vii. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking member who have not registered their email IDs with the Company or M/s. Bigshare Services Private Limited or with the respective Depository Participant(s) viz. Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2020-21.
- viii. The service provider had sent the Notice of the AGM along with Annual Report 2020-21 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Registrar & Share Transfer Agent (RTA) M/s. Bigshare Services Private Limited. For those Members who's email IDs were not available/registered, the Notice of the AGM along with Annual Report 2020-21 could not be sent. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.
- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2020-21 by email to the Members , **8th September, 2021**
- x. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **23rd September, 2021**.



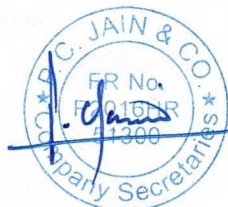
- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from **Monday, 27th September, 2021 at 9:00 a.m. to Wednesday, 29th September, 2021 at 5:00 p.m.**
- xii. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Business Standard' and in Hindi in 'Business Standard' having wide circulation.
- xiii. The votes for remote e-Voting as well as e-voting at 61st Annual General Meeting were unlocked on Thursday, 30th September, 2021 after the conclusion of AGM in the presence of two witnesses; CS Purvika Jain (A-47373) and Ms. Kritika Gulati who are not in the employment of the company.
- xiv. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Name of the Company	NBCC (India) Limited
Date of the AGM	30 th September, 2021
Total number of shareholders on Record date (i.e. 23rd September, 2021)	544815
No. of shareholders present in the meeting either in person or through proxy:	NIL
• Promoters and Promoter Group:	NIL
• Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	96
Promoters and Promoter Group:	01
Public:	95



Resolution No.	1		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	238886114	107231865
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public - Non Institutions	E-voting	449534793	1078933
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1219889891

Resolution No.	2		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To declare a dividend of Rs. 0.47/- (i.e. 47%) per fully paid up equity Share of Rs. 1/- each for the financial year ended March 31, 2021.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	238886114	225098783
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	449534793	1078673
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1337756549



Resolution No.	3		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To appoint a Director in place of Smt. Baldev Kaur Sokhey (DIN: 06955670), who retires by rotation and being eligible, offers herself for re-appointment.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	238886114	225098783
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	449534793	1073029
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1337750905

Resolution No.	4		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the FY 2021-22 to be appointed by the Comptroller and Auditors General of India.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	238886114	225098783
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	449534793	1069804
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1800000000	1337747680



Resolution No.	5		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION– To ratify the remuneration of the Cost Auditor for the FY 2021-22.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1111579093	1111579093
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	238886114	225098783
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	449534793	1074004
	Poll	-	-
	Postal Ballot(if applicable)	-	-
	Total	1800000000	1337751880

CONSOLIDATED RESULTS

1) Item No. 1 of the Notice (As an Ordinary Resolution)

To consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon:-

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1007	11733333042	10	7408	1017	1173340450	96.1841
Dissent	87	46549441	0	0	87	46549441	3.8159
Total	1094	1219882483	10	7408	1104	1219889891	100.00



2) Item No. 2 of the Notice (As an Ordinary Resolution)

To declare a dividend of Rs. 0.47/- (i.e. 47%) per fully paid up equity Share of Rs. 1/- each for the financial year ended March 31, 2021.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1061	1337733054	10	7408	1071	1337740462	99.9988
Dissent	36	16087	0	0	36	16087	0.0012
Total	1097	1337749141	10	7408	1107	1337756549	100.00

3) Item No. 3 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Smt. Baldev Kaur Sokhey (DIN: 06955670), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	941	1295735747	10	7408	951	1295743155	96.8598
Dissent	153	42007750	0	0	153	42007750	3.1402
Total	1094	1337743497	10	7408	1104	1337750905	100.00

4) Item No. 4 of the Notice (As an Ordinary Resolution)

To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the FY 2021-22 to be appointed by the Comptroller and Auditors General of India.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1028	1337704637	10	7408	1038	1337712045	99.9973
Dissent	65	35635	0	0	65	35635	0.0027
Total	1093	1337740272	10	7408	1103	1337747680	100.00



5) Item No. 5 of the Notice (As an Ordinary Resolution)

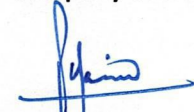
To ratify the remuneration of the Cost Auditor for the FY 2021-22.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	1013	1334597538	10	7408	1023	1334604946	99.7648
Dissent	81	3146934	0	0	81	3146934	0.2352
Total	1094	1337744472	10	7408	1104	1337751880	100.00

Based on the aforesaid result we report that the Ordinary Resolutions as set out in Item No(s). 1 to 5 of the Notice of the AGM held on 30th September, 2021 has been passed with requisite majority.

Thanking you,

Yours Sincerely,
For P C JAIN & Co.
(FRN: P2016HR051300)
Company Secretaries



(P.C. Jain)
PARTNER
CP No. 3349
M. No. F-4103



Countersigned By:
for NBCC (India) Limited



(Deepti Gambhir)
Company Secretary
F-4984



Witness 1



Name: CS Purvika Jain
House No-2382, Sector-16
Faridabad-121002, Haryana

Witness 2



Name: Kritika Gulati
H.No 1799 Jawahar Colony
Faridabad-121005

Place: Faridabad

Date: 01st October, 2021

UDIN: F004103C001060268

NBCC (INDIA) LIMITED

Date of the AGM/EGM	9/30/2021
Total number of shareholders on record date	544815
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	NA
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	96 1 95

Resolution 1 : To consider and adopt the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
Public - Institutions	E-VOTING	238886114	107231865	44.89	60709028	46522837	56.62	43.39
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	238886114	107231865	44.89	60709028	46522837	56.61	43.39
Public-Non Institutions	E-VOTING	449534793	1078933	0.24	1052329	26604	97.53	2.47
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	449534793	1078933	0.24	1052329	26604	97.53	2.47
TOTAL		1800000000	1219889891	67.77	1173340450	46549441	96.18	3.82

Resolution 2 : To declare a dividend of Rs. 0.47/- (i.e. 47%) per fully paid up equity Share of Rs. 1/- each for the financial year ended March 31, 2021.

Resolution required : (Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00

	TOTAL	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
Public - Institutions	E-VOTING	238886114	225098783	94.23	225098783	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	238886114	225098783	94.23	225098783	0	100.00	0.00
Public-Non Institutions	E-VOTING	449534793	1078673	0.24	1062586	16087	98.51	1.49
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	449534793	1078673	0.24	1062586	16087	98.51	1.49
TOTAL		1800000000	1337756549	74.32	1337740462	16087	100.00	0.00

Resolution 3 : To appoint a Director in place of Smt. Baldev Kaur Sokhey (DIN: 06955670), who retires by rotation and being eligible, offers herself for re-appointment.

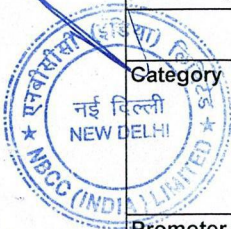
Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
Public - Institutions	E-VOTING	238886114	225098783	94.23	183198677	41900106	81.39	18.61
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	238886114	225098783	94.23	183198677	41900106	81.39	18.61
Public-Non Institutions	E-VOTING	449534793	1073029	0.24	965385	107644	89.97	10.03
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	449534793	1073029	0.24	965385	107644	89.97	10.03
TOTAL		1800000000	1337750905	74.32	1295743155	42007750	96.86	3.14

Resolution 4 : To authorize Board of Directors to fix the remuneration of Statutory Auditor(s) of the Company for the FY 2021-22 to be appointed by the Comptroller and Auditors General of India.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00



	TOTAL	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
Public - Institutions	E-VOTING	238886114	225098783	94.23	225098783	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	238886114	225098783	94.23	225098783	0	100.00	0.00
Public-Non Institutions	E-VOTING	449534793	1069804	0.24	1034169	35635	96.67	3.33
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	449534793	1069804	0.24	1034169	35635	96.67	3.33
TOTAL		1800000000	1337747680	74.32	1337712045	35635	100.00	0.00

Resolution 5 :To ratify the remuneration of the Cost Auditor for the FY 2021-22.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1111579093	1111579093	100.00	1111579093	0	100.00	0.00
Public - Institutions	E-VOTING	238886114	225098783	94.23	221983869	3114914	98.62	1.38
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	238886114	225098783	94.23	221983869	3114914	98.62	1.38
Public-Non Institutions	E-VOTING	449534793	1074004	0.24	1041984	32020	97.02	2.98
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	449534793	1074004	0.24	1041984	32020	97.02	2.98
TOTAL		1800000000	1337751880	74.32	1334604946	3146934	99.76	0.24

