

20 March 2024

<b>THE MANAGER, BSE LIMITED DCS - CRD PHIROZE JEEJEEBHOY TOWERS DALAL STREET, MUMBAI - 400 001 SCRIP CODE: 500034</b>	<b>THE MANAGER, LISTING DEPARTMENT NATIONAL STOCK EXCHANGE OF INDIA LTD. EXCHANGE PLAZA, C-1. BLOCK G, BANDRA - KURLA COMPLEX, BANDRA (EAST) MUMBAI - 400 051 SCRIP CODE: BAJFINANCE - EQ</b>
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Dear Sir/Madam,

**Sub: Submission of voting result under Regulation 44 and information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")**

In continuation to our letter dated 18 February 2024, the Members of the Company on 19 March 2024 have approved the following resolutions through Postal Ballot:

1. Increase in borrowing powers of the Company.
2. Creation of charge/security on the Company's assets with respect to borrowing.
3. Re-appointment of Anami N Roy (DIN: 01361110) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024.
4. Re-appointment of Dr. Naushad Darius Forbes (DIN: 00630825) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024.
5. Re-designation of Anup Kumar Saha (DIN: 07640220) as the Deputy Managing Director of the Company w.e.f. 1 April 2024.
6. Modification to the Employee Stock Option Scheme, 2009.
7. Approval to extend the benefits and grant of options to the Employees of holding and/or subsidiary company(ies) under the Employee Stock Option Scheme, 2009.

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we, hereby, submit the results of the e-voting pursuant to the Postal Ballot for the resolutions as specified in the Postal Ballot Notice dated 12 February 2024. The e-voting for Postal Ballot commenced on 19 February 2024 at 9.00 a.m. (IST) and concluded on 19 March 2024 at 5.00 p.m. (IST). The said resolutions were passed with the requisite majority.

**BAJAJ FINANCE LIMITED**

<https://www.aboutbajajfinserv.com/finance-about-us>

**Corporate Office:** 4<sup>th</sup> Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India

**Corporate Office Extn.:** 3<sup>rd</sup> Floor, Panchshil Tech Park, Viman Nagar, Pune - 411 014, Maharashtra, India  
Tel: +91 20 7157 6403 | Fax: +91 20 7157 6364

**Registered Office:** C/o Bajaj Auto Limited complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

**Corporate ID No.:** L65910MH1987PLCO42961 | **Email ID:** investor.service@bajajfinserv.in



The resolutions are deemed to be passed on the last date of the e-voting, i.e., Tuesday, 19 March 2024. The Report of the Scrutinizer viz., Shri Shyamprasad D Limaye, Practicing Company Secretary, is also enclosed herewith.

Thanking you,

Yours Faithfully,  
For **Bajaj Finance Limited**

**R. Vijay**  
**Company Secretary**  
Email ID: [investor.service@bajajfinserv.in](mailto:investor.service@bajajfinserv.in)

Cc: Catalyst Trusteeship Limited, Pune (Debenture Trustee)



## BAJAJ FINANCE LIMITED

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**Corporate ID No.:** L65910MH1987PLC042961 | **Email ID:** investor.service@bajajfinserv.in



**Shyamprasad D. Limaye**  
B.Com. LL.B. F.C.S  
Company Secretary

Flat No 303, Parag-Wahini C.H.S Ltd,  
126 Dahanukar Colony, Lane No. 4  
Kothrud, Pune: 411038.  
(M) 9423009462  
Email:shyamprasad.limaye@gmail.com

### Scrutiniser's Report

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies, (Management and Administration) Rules, 2014, as amended]

To,  
The Chairman  
Bajaj Finance Limited,  
CIN: L65910MH1987PLC042961,  
Akurdi, Pune 411035.

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice, (Membership No. FCS 1587 & CP 572) have been appointed by the Board of Directors of Bajaj Finance Limited ("the Company") as a Scrutiniser for the purpose of scrutinising the e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 and 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the postal ballot notice dated 12<sup>th</sup> February, 2024 ("the resolutions").

1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for conducting postal ballot process through e-voting, vide General Circulars issued from time to time (the 'MCA Circulars').
2. The notice dated 12<sup>th</sup> February, 2024, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 was sent to the members in respect of the resolutions to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by KFin Technologies Limited ("KFin").
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions and "abstained" votes, based on the reports generated from the e-voting platform provided by KFin.



4. Further to the above, I submit my report as under: -

- i. The Company has completed dispatch of Postal Ballot Notice, electronically on Sunday, 18<sup>th</sup> February, 2024, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 09<sup>th</sup> February, 2024, ("cut-off date") to their registered email ID. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered.
  - ii. The e-voting period remained open from Monday, 19 February 2024 at 9.00 a.m. IST to Tuesday, 19 March 2024 at 5.00 p.m. IST.
  - iii. The members whose names appeared in the register of members as on the "cut-off date i.e. Friday, 09<sup>th</sup> February 2024 (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
  - iv. The remote e-voting facility was unblocked on Tuesday, 19<sup>th</sup> March 2024 immediately after the completion of voting hours, in presence of two witnesses, who were not in the employment of the company.
5. The details containing, *inter alia*, total votes received, votes cast in "favor" or "against" the resolutions or abstained from voting on the resolutions that was put to vote, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

**Item No. 1 Special Resolution for increase in the borrowing powers of the Company:**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,653,634	100.000
2	Votes with Assent	7,915	527,605,305	99.238
3	Votes with Dissent	175	3,689,288	0.694
4	Abstain Votes	47	359,041	0.068

**Item No. 2 Special Resolution for creation of charge/security on the Company's assets with respect to borrowing:**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,653,635	100.000
2	Votes with Assent	7,913	527,605,472	99.238
3	Votes with Dissent	178	3,689,125	0.694
4	Abstain Votes	45	359,038	0.068



**Item No. 3 Special Resolution for re-appointment of Anami N Roy (DIN: 01361110) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,659,733	100.000
2	Votes with Assent	7,240	455,624,413	85.699
3	Votes with Dissent	850	54,343,185	10.221
4	Abstain Votes	51	21692135	4.080

**Item No. 4 Special Resolution for re-appointment of Dr. Naushad Darius Forbes (DIN: 00630825) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,659,733	100.000
2	Votes with Assent	7,633	462,156,800	86.927
3	Votes with Dissent	452	42,691,026	8.030
4	Abstain Votes	52	26811907	5.043

**Item No. 5. Ordinary Resolution for re-designation of Anup Kumar Saha (DIN: 07640220) as the Deputy Managing Director of the Company w.e.f. 1 April 2024:**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,659,725	100.000
2	Votes with Assent	7,938	530,236,282	99.732
3	Votes with Dissent	142	909,120	0.171
4	Abstain Votes	54	514,323	0.097



**Item No. 6 Special Resolution for modification to the Employee Stock Option Scheme, 2009:**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,653,626	100.000
2	Votes with Assent	7684	507,154,510	95.391
3	Votes with Dissent	399	24,129,358	4.539
4	Abstain Votes	59	369,758	0.070

**Item No. 7 Special Resolution for approval to extend the benefits and grant of options to the employee(s) of holding and/or subsidiary company(ies) under the Employee Stock Option Scheme, 2009:**

Sr No	Particulars of Voting	Voted through e-voting (No. of Shareholders) **	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received *	8,132	531,653,627	100.000
2	Votes with Assent	2,329	447,040,089	84.085
3	Votes with Dissent	5,732	71,689,432	13.484
4	Abstain Votes	83	12,924,106	2.431

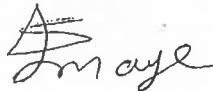
Notes:

\* Net valid votes through e-voting includes cases where the shareholders have divided the valid votes into favor and against for the resolution. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.

\*\* Total Votes excludes Less Voted shares.

Thanking You,

Yours faithfully,




Shyamprasad Limaye  
Company Secretary  
Membership No. FCS 1587 CP 572  
Place: Pune  
Date : 19/03/2024  
UDIN : F001587E003606144



Based on the foregoing, I hereby declare that the Resolutions 1 to 7 above, have been passed with the requisite majority.

For **Bajaj Finance Limited**

**Sanjiv Bajaj**  
Chairman

Date: 20 March 2024



## BAJAJ FINANCE LIMITED

<https://www.aboutbajajfinserv.com/finance-about-us>

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<b>Company Name</b>	BAJAJ FINANCE LIMITED
<b>Date of the AGM/EGM</b>	
<b>Total number of shareholders on record date</b>	844,322
<b>No. of shareholders present in the meeting either in</b>	
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through</b>	
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	

#### Resolution No. 1

Resolution required: (Ordinary/ Special)	SPECIAL - Increase in the borrowing powers of the Company							
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	190,834,363	88.7337	187,150,991	3,683,372	98.0699	1.9301
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,685	3.0041	1,929,769	5,916	99.6944	0.3056
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>531,294,593</b>	<b>85.9668</b>	<b>527,605,305</b>	<b>3,689,288</b>	<b>99.3056</b>	<b>0.6944</b>



**Resolution No. 2**

Resolution required: (Ordinary/ Special)		SPECIAL - Creation of charge/security on the Company's assets with respect to borrowing						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	190,834,363	88.7337	187,150,991	3,683,372	98.0699	1.9301
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,689	3.0041	1,929,936	5,753	99.7028	0.2972
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>531,294,597</b>	<b>85.9668</b>	<b>527,605,472</b>	<b>3,689,125</b>	<b>99.3056</b>	<b>0.6944</b>

**Resolution No. 3**

Resolution required: (Ordinary/ Special)		SPECIAL - Re-appointment of Anami N Roy (DIN: 01361110) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	169,507,277	78.8171	115,170,799	54,336,478	67.9445	32.0555
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,776	3.0043	1,929,069	6,707	99.6535	0.3465
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>509,967,598</b>	<b>82.5159</b>	<b>455,624,413</b>	<b>54,343,185</b>	<b>89.3438</b>	<b>10.6562</b>

**Resolution No. 4**

Resolution required: (Ordinary/ Special)		SPECIAL - Re-appointment of Naushad Forbes (DIN: 00630825) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 April 2024						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	164,387,505	76.4365	121,703,799	42,683,706	74.0347	25.9653
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,776	3.0043	1,928,456	7,320	99.6219	0.3781
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>504,847,826</b>	<b>81.6875</b>	<b>462,156,800</b>	<b>42,691,026</b>	<b>91.5438</b>	<b>8.4562</b>

**Resolution No. 5**

Resolution required: (Ordinary/ Special)		ORDINARY - Re-designation of Anup Kumar Saha (DIN: 07640220) as the Deputy Managing Director of the Company w.e.f. 1 April 2024						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	190,685,121	88.6643	189,782,181	902,940	99.5265	0.4735
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,736	3.0042	1,929,556	6,180	99.6807	0.3193
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>531,145,402</b>	<b>85.9426</b>	<b>530,236,282</b>	<b>909,120</b>	<b>99.8288</b>	<b>0.1712</b>

**Resolution No. 6**

Resolution required: (Ordinary/ Special)		SPECIAL - Modification to the Employee Stock Option Scheme, 2009						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	190,823,674	88.7287	166,713,585	24,110,089	87.3653	12.6347
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,649	3.0041	1,916,380	19,269	99.0045	0.9955
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>531,283,868</b>	<b>85.9651</b>	<b>507,154,510</b>	<b>24,129,358</b>	<b>95.4583</b>	<b>4.5417</b>

**Resolution No. 7**

Resolution required: (Ordinary/ Special)		SPECIAL - Approval to extend the benefits and grant of options to the employee(s) of holding and/or subsidiary company(ies) under the Employee Stock Option Scheme, 2009						
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 favour (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 and Promoter Group	E-Voting	338,524,545	338,524,545	100.0000	338,524,545	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	215,064,149	178,269,226	82.8912	107,368,573	70,900,653	60.2283	39.7717
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	64,434,383	1,935,750	3.0042	1,146,971	788,779	59.2520	40.7480
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
<b>Total</b>		<b>618,023,077</b>	<b>518,729,521</b>	<b>83.9337</b>	<b>447,040,089</b>	<b>71,689,432</b>	<b>86.1798</b>	<b>13.8202</b>