ROSSELL INDIA LIMITED



Date: 24th September, 2020

Department of Corporate Services	National Stock Exchange	The Secretary
BSE Limited	of India Limited	The Calcutta
Ground Floor, Phiroze Jeejeebhoy	Listing Department,	Stock Exchange
Towers,	Exchange Plaza,	Ud.,
Dalat Street, Fort	Bandra-Kurla Complex.	7, Lyons Range,
Mumbai – 400 001	Bandra (E), Mumbai – 400	
Scrip Code: 533168	051	
	Symbol: ROSSELLIND	

Dear Sir.

Sub: Submission of Scrutinizer's Report along with Yoting Results of the 26th Annual General Meeting

In continuation to our earlier letter of even date, please find enclosed further;

- 1) The Consolidated Scrutinizer's Report in compliance with the provisions of Section 198 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as received from M/s, A.K. Lobh & Co., Company Secretaries.
- 2) The voting results of the 26th AGM of the Company in the format as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and further dissemination.

Yours faithfully,

For ROSSELL INDIA LTD.

(N K KHURANA)

DIRECTOR (FINANCE) and

COMPANY SECRETARY

REGISTERED OFFICE : JINDAL TOWERS, BLOCK 'B', 4TH FLOOR, 21/1A/3, DARGA ROAD, KOLKATA - 700 017 CIN: L01132WB1994PLC063513, WEBSITE: www.rosseflindia.com

HELL: AS 38 2283 4318, 4061-6082, 6083. 6069, FAX : 91 33 2290 3035, E-mail : corporate@rosselltea.com

FGS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM. DHRD. PGHDSM. DIRPM Practicing Company Secretary



A. K. LABH &

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55689

e-mail ; aklabh @aklabh.com / aklabhcs @gmail.com

Website: www.akiabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairman of the 26th Annual General Meeting of Rossell India Limited Jindal Towers Block 'B', 4th Floor 21/1A/3, Darga Road Kolkata - 700 017

Dear Sir.

I, Atul Kumar Labh, Practicing Company Secretary (FCS - 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 26th Annual General Meeting ("AGM") of the members of "Rossell India Limited* ("Company") held on Wednesday, the 23rd day of September, 2020 at 02:00 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of MCA Circular No. 20/2020 dated 5th May, 2020 read with Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this героп.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and evoting at the AGM on the resolutions contained in the Notice of the AGM dated the 29th day of June, 2020. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.







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A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 ② (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com Webaite : www.aklabh.com

I submit my report as under:

- The remote e-voting period remained open from 9.00 A.M. IST on Sunday, the 20th day of September, 2020 up to 5.00 P.M. IST on Tuesday, the 22nd day of September, 2020.
- The shareholders holding shares as on the "cut off" date, i.e. the 16th day of September, 2020 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice dated the 29th day of June, 2020 of the AGM of the Company.
- The Company has also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same has not been cast by them through remote e-voting.
- 4. The votes were unblocked on Wednesday, the 23rd day of September, 2026 around 04:00 P.M. after the completion of the AGM in the presence of two witnesses, namely, Mr. Amit Kumar Labh, residing at 71, Narsingh Dutta Road, Kolkata 700008 and Mr. Asit Kumar Labh, residing at 25, Bhuvan Mohan Roy Road, Kolkata 700008, who are not in employment of the Company.
- The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed; the votes were counted, and the results were prepared.
- 6. The combined result of the remote e-voting and e-voting at the AGM [EVEN: 113404] is as under:







FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Precticing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
© (033) 2221-9381, Fax: (033) 2221-9381

Mobile: 98300-55889

e-mail: aklabh © aklabh.com / aklabhos © gmall.com Website: www.aklabh.com

<A> ORDINARY BUSINESS:

a) Resolution 1

To consider and adapt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Directors and Auditors thereon

(i) Voted in favour of the Resolution:

% of total number of valid votes cast	Number of votes cost by them	Number of Members voted	Mode of voting
	27548090	64	Remote e-voting
i	14991	8	E-voting at AGM
99.99997%	27563081	72	Total

(ii) Voted against the Resolution:

Ме	Number of imbers voted	Number of vo cast by th	20.00000	% of total number of valid votes cast
-	4		9!	
Ī	0		0	
	4	-	9	0.00003%

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	1010







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40, Weston Street, 3rd Floor, Kolkata - 700 013
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Mobile: 98300-55689

e-mail: aktabh@ektabh.com / aktabhcs@gmail.com

Website: www.aklabh.com

b) Resolution 2

To declare Dividend of Re. 0.20 per Equity Share of Rs. 2 each for the Financial Year ended 31st March, 2020

(i) Voted in favour of the Resolution:

Number of i Members voted	Number of votes cast by them	% of total number of valid votes cast
67	27547099	
8	14991	
75	27562090	99.99637%
	Members voted 67	Members voted cost by them 67 27547099 8 14991

(ii) Voted against the Resolution:

% of total number of valid vote	Number of votes cost by them	Number of Members voted	Mode of voting
cas	1000	1	Remote e-voting
	0	. 0	E-voting at AGM
0.003639	1000	1	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	1010







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A. K. LABH & Co.

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Weston Street, 3rd Floor, Kolkata - 700 013
 (033) 2221-9381, Fax: (033) 2221-9381

Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhos@gmall.com

Website: www.aklabh.com

c) Resolution 3

To appoint a Director in place of Mr. N. K. Khurana (DIN - 00123297), who retires by rotation, and, being eligible offers himself for reappointment

(i) Vated in favour of the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	27532402	63	Remote e-voting
	14991	8	E-voting at AGM
99.99999%	27547393	71	Total

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	2	
E-voting at AGM	0	0	
Total	1	2	0.00001%

Total number of members whase votes were declared invalid	Total number of votes cast by them
2	1010







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A. K. LABH & Co.

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Mobile: 98300-55689

e-mail: aklabh @aklabh.com / aklabhcs@gmail.com Website: www.aklabh.com

 SPECIAL BUSINESS:

d) Resolution 4: Ordinary Resolution

Appointment of Mr. Rahul Bhatnagar (DIN: 07268064) as an Independent Director

(i) Voted In favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	67	27541124	
E-voting at AGM	8	14991	
Total	75	27556115	100.00000%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cost by them	Number of Members vated	Mode of voting
	0	0	Remote e-voting
	0	0	E-voting at AGM
0.00000%	0	0	Total

Total number of members whose votes	Total number of votes cast by them
were declared invalid	
2	1010







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A. K. LABH & Co.

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Mobile: 98300-55689

e-mail: aklabh @aklabh.com / aklabhcs @gmail.com

Website: www.aklabh.com

e) Resolution 5 : Special Resolution

Re-appointment of Mr. Ajai Shukla (DIN: 06459352) as an Independent Director

(i) Voted in favour of the Resolution:

% of tata number of valid votes cast	Number of votes cast by them	Number of Members voted	Memb	
	27525124	66	Remote e-voting	
	14991	8	E-voting at AGM	
99.94194%	27540115	74	Total	

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Members voted	
	16000	1	Remote e-voting	
	0	0	E-voting at AGM	
0.05806%	16000	1	Total	

Total number of members whase votes were declared invalid	Total number of votes cast by them
2	1010







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A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55889

e-mail: attabh@aklabh.com / aklabhos@gmail.com

Website: www.aklabh.com

f) Resolution 6: Special Resolution

Re-appointment of Mr. N. K. Khurana (DIN - 00123297) as Whole Time Director

(i) Voted In favour of the Resolution:

% of total number of valid votes cast	Number of votes cost by them	Number of Members voted	Membe	
	27532399	62	Remote e-voting	
	14991	8	E-voting at AGM	
99.99999%	27547390	70	Total	

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid vates cast
Remote e-voting	0	0	
E-voting at AGM	1	2	
Total	1	2	0.00001%

(ill) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them		
2	1010		







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40, Weston Street, 3rd Floor, Kotkata - 700 013 © (033) 2221-9381, Fax : (033) 2221-9381

Mobile: 98300-55689

e-mail: aklabh @aklabh.com / aklabhcs@gmail.com Website; www.aklabh.com

g) Resolution 7: Ordinary Resolution

Ratification of Cost Auditor's Remuneration

(i) Voted in favour of the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Made of voting	
	27541124	67	Remote e-voting	
	14991	8 ,	E-voting at AGM	
100,00000%	27556115	75	Total	

(ii) Voted against the Resolution:

% of total number of valid vate cas	Number of votes cast by them	Number of Members voted		
	0	0	Remote e-voting	
	0	0	E-voting at AGM	
0.000009	0	0	Total	

votes cast by them
1010







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A. K. LABH & Co.

Company Secretaries

Weston Street, 3rd Floor, Kolkata - 700 013
 (033) 2221-9381, Fax: (033) 2221-9381

Mobile: 98300-55689

e-mail: skiabh@aklabh.com / aklabhcs@gmail.com Website: www.aklabh.com

- 7. All the resolutions proposed hereinabove have been passed with requisite majority.
- 8. The electronic data and e-voting registers including other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary FCS ~ 4848 / CP No. - 3238

UDIN: F004848B000765168

Place: Kolkata Dated: 24.09.2020





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A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 © (033) 2221-9381, Fax: (039) 2221-9381

Mobile: 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmall.com

Website: www.aklabh.com

Witness:

1. Anit Kener Labh

(Amis Kumar Labh) 71, Narsingh Dutta Road Kolkata - 700008

2-Acil Luma Casa

(Asit Kumur Labh) 25, Bhuvan Mohan Roy Road Kolkata - 700008

Received the Report of the Scrutinizer

For Rossell India Limited

(N. K. Khurana) Director (Finance) and Company Secretary

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FCS 2173





ROSSELL INDIA LIMITED

Date of AGM / EGM

23rd September, 2020

No. of shareholders present in the meeting either in person or through proxy

63

No. of shareholders attended the meeting through Video Conferencing

63

To adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 RESOLUTION NO. "1" together with the Reports of the Directors and Auditors thereon

Resolution regulred

Ordinary

Whether promoter / promoter gorup are interested in the agenda / resolution

No

Category	Mode of Voting	No. of Shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes - In	No. of Votes	% of Votes in frour on votes polied	% of Votes against on votes polled
Promoter /Promoter Group	E-voting		27490233	100,0000	27490233	0	100.0000	0
	Poll	27490233	0	0	0	0	0	0
	Postal Ballot (If applicable)		C	t)	0	0	0	
	Total	27490233	27490233	100.0000	27490233	D	100.0000	0
Public -Institution	E-voting	2905764	0		0	0	0	0
	Poll		0	0	0	0	С	0
	Postal Ballot (if applicable)		0	Đ	0	ð	D	0
	Total	2905764	0	Ď	0	ū	0	0
Public-Non Institution	E-voting		72857	1.1564	72848	9	99.9876	0.01
	Poll	6300478			0	C		
	Postal Ballot (if applicable)							
	Total	6300478	72857	1.1564	77848	9	99.9876	0.01
TOTAL		36696475	27563090	75.1110	27563081	.9	100.0000	0.0000

RESOLUTION NO. "2" To declare Dividend of Re. 0.20 per Equity Share of Rs. 2/- each for the Financial Year ended 31st March, 2020

Resolution required

Ordinary

Whether promoter / promoter gorup are interested in the agenda / resolution

No

Category:	Mode of Voting	No. of Shares held	No. of vates palled	Polled on outstanding shares	No. of Votes - In	No. of Votes	% of Votes in fvoor on votes polled	% of Votes against on votes polied
Promoter /Promoter Group	E-voting		27490233	93.1657	27490233	C	100.0000	0
	Poll	27490233	C	0	0	C	Đ	0
	Postal Ballot (if applicable)		C-	0	0	0	D	0
2	Total	27490231	22490233	93.1657	27496239	0	100.0000	0
Public -Institution	E-voting	2905764	Q:	0	0	o o	0	0
	Poll		0	0	0	0	C	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2905764	0	0	0	0	0	0
Public-Non Institution	E-voting		72857	1.1564	71857	2000	98.6274	1.57
	Poil	6300478	0		0	0		
TARRES	Postal Ballot (if applicable)							
	Total	6300478	72957	1 1564	25817	1000	95.6274	137
TOTAL		36696475	27563090	75.1110	27562090	1000	99,9954	0.0035



To appoint a Director in place of Mr. N. K. Khurana (DIN - 00123297), who retires by rotation, and, being eligible RESOLUTION NO. "3" offers himself for re-appointment

Resolution required

Ordinary

Whether promoter / promoter gorup 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,	% of Votes in frout on votes polled	% of Votes against on votes polled
Promoter /Promoter Group	E-voting	7/490233	27490233	100,0000	27490233	ii ii	100.0000	_ 0
	Pall		ŋ	_0	0	a	0	Ċ
3	Postal Ballot (if applicable)		D	0	5	U	٥	0
Ĭ.	Total	27490233	27490233	100.0000	27490233	U	100,0900	C
Public -Institution	E-voting		0	0		C	0.	e
	Poli	2905764	С	0	-	Ľ	o	0
	Postal Ballot (If applicable)		, c	0	a	u u	0	C
ű.	Total	2905764	0	C	0	Ů	0	0
Public-Non Institution	E-voting	5300478	57162	0 9073	57560	2	99 9965	0.00
653	Poll		0	88	ő	٥	aphyph	
Î	Postal Ballot (if applicable)			5		100		
6 P N	Total	6300478	57162	0.9073	27160	2	99,9965	0.00
TOTAL	. E	36696475	27547395	75.0682	27547393	. 2	100,0000	7000007

RESOLUTION NO. "4" To appoint Mr. Rahul Bhatnagar (DIN- 07268064) as an Independent Director of the Company.

Resolution required

Ordinary

Whether promoter / promoter gorup are interested in the agenda / resolution

No.

Category	Mode of Voting	No. of Shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes - In Jayour	No. of Votes	% of Votes in frour on votes polled	% of Votes against on votes polled
Promoter /Promoter Group	E-vating		27490233	100.0000	27490233	0	100.0000	(
	Poli	77490233	C.		0	0		t
	Postal Ballot (if applicable)		0	0	0	0	0	C
9	Total	27490233	27490233	200,0000	27490231	0	100.0000	
Public -Institution	£-voting	2905764	0		0	0	C	
20 3210317-24	Poli		0	0	0	C	0	
	Postal Ballot (if applicable)		0	0	0	0	0	Ç
	Total	2905764	0	0	٥	0	D	(
Public-Non Institution	E-voting	5300478	65887	1.0457	65882	0	100.0000	6
8	Poll		0	12.	0	0		
	Postal Ballot (if applicable)							
	Total	6300475	65882	1,0457	65882	0	100,0000	94
TOTAL		36696475	27556115	75.0920	27556115	0	100.0000	



RESOLUTION NO. "5"

To re-appoint Mr. Ajai Shukla (DIN - 06459352) as an independent Director of the Company,

Resolution required

Scere

Whether promoter / promoter gorup are interested in the agenda / resolution

No

Category	Mode of Voting	No. of Shares held	No, of votes	% of Votes Polled on outstanding shares	No. of Votes - In	No. of Votes against	% of Votes In fyour on votes police	% of Votes against on votes palled
Promoter /Promoter Group	Founting		27490233	100,0000	27490233	13	100.0000	0
	Pali	774 10712			i a	. 0	0	0
	Postal Ballet (if applicable)		0	33	o y		c	ť
	Yotal	27/290293	27490233	100 0000	27490237	3	100,0000	Ĺ
Public -Institution	£-voting		. 0	t	_0	,	n	0
	Poll	2905784		ı	0	, ,	0	6
	Postal Ballot (if applicable)		n		. 0		ō	0
	Total	2505764			0	Ü	ņ	
Public Non Institution	5-voting		65852	1 0457	49862	16000	75.7142	24.79
	Polit	n106478	10	-	i c			
	Postal Ballot (it applicable)			.19920				
	Total	6200478	65AS2	1 (457	49382	15500	75 7142	1219
TOTAL		36598475	27556115	75.0920	27540115	16000	99.9419	0.05806

RESOLUTION NO. "6"

To re-appoint Mr. N. K. Khurana (DIN - 00123297) as a Whole Time Director

Resolution required

Special

Whether promoter / promoter gorup are interested in the agenda / resolution

No

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on putstanding shares	No. of Votes - In	No. of Votes against	% of Votes In frour on rotes polled	% of Votes against on votes polled
Promoter /Promoter Group	C-voting		27490233	100.0000	27490233	,	300.0000	0
	Poli	27449433	c c	0	0	C	0	0
	Postal Bailot (if applicable)		ε	C		c		13
<u> </u>	Tutai	27490238	27490233	: T 177%.	2/490731	15	100 0000	.0
Public -Institution	₹ vating	2905264	c	ū	_ 0	6	- 2	0
A MARINE PRINTS	Poll		c	0	. 0	c	0	0
	Postal Hallot (if applicable)		0	0	0	C	0	0
32	Total	5905764	0	0		c	0	0
Public-Non Institution	E-voting	6300418	57159	0.9072		>	39,9965	0.00
	Poll		u u	20	Ü	g g	- 40	
	Postal Ballos (If applicable)	na sana				a 33		
	Total	6300-178	57159	0.9032	27167	2	99 0965	0.00
TOTAL	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	36696475	27547392	75.0682	27547390	2	100.0000	0.00001



RESOLUTION NO. "7"

To ratify the remuneration payable to M/s. Shome & Banerjee, Cost Accountants as Cost Auditors, for the Financial Year 2020-21

Resolution required

Ordinary

Whether promoter / promoter gorup are interested in the agenda / resolution

No.

Category	Mode of Voting	No. of Shares held	No. of votes	W of Votes Polled on outstanding shares	Na. of Votes - in Tayour	No. of Votes	% of Votes In frour on votes polled	% of Votes against on votes polled
Promoter /Proxiater Group	E-voting		2/490233	150 0500	27490233	C	100.0000	t
	Poli	27490233	, c	0	0		0	
	Postal Ballot (if applicable)		0)	- 0	e e	9	C	(
	Total	27490239	27490233	100,0000	37490731	- 0	100,0000	
Public -Institution	E-voting	.29C≒7∈1	9	0	٥	- 5	ü	
	Poll		Ü	0	0	2	0	
	Postal Ballot (if applicable)		2	0	0	21	0	
	Total	2935764	0	0	ū	c)	- 1
Public-Non Institution	E-voting	1	69882	1 0457	55882	1;	160 3000	
	Poil	6900478	0		10	12	,	
	Postal Ballot (if applicable)							
	1 otaš	1 5300978	03382	1 0457	65582	C.	100 8000	ĵ.
TOTAL		36656475	27556115	75.0920	27556115	0	100,0000	

