



| XBRL Excel Utility | |
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| 5. | Fill up the data in excel utility |

1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Corporate Governance Report

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index

| | | |
|----|--|---|
| 1 | Details of general information about company | General Info |
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| 3 | Composition of Committee | Annexure I - Composition of Committee |
| 4 | Meeting of BOD | Annexure I - Meeting of BOD |
| 5 | Meeting of Committees | Annexure I - Meeting of Committees |
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| 13 | Additional Half yearly Disclosure | Additional Half Yearly Disc |
| 14 | Details of Cyber security incidence | Cyber security incidence |
| 15 | Signatory Details | Signatory Details |

5. Steps for Filing Corporate Governance Report

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.

II. Validating Sheets: Click on the "**Validate**" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "**Home**" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on "Generate XML" to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

V. Generate Report : Excel Utility will allow you to generate Report. Now click on "Generate Report" to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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| General information about company | |
|--|---------------------|
| Scrip code | 522292 |
| NSE Symbol | |
| MSEI Symbol | CANDOUR |
| ISIN | INE713D01055 |
| Name of the entity | Candour Techtex Ltd |
| Date of start of financial year | 01-04-2024 |
| Date of end of financial year | 31-03-2025 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2024 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

Enter the quarter ended date only

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Annexure 1

Annexure 1 to be submitted by listed entity on quarterly basis

1. Composition of Board of Directors

| Disclosure of notes on composition of board of directors supplementary | | | | | | | | | | | | | | | | | | | | | | | | | | |
|--|-----------------|-------------------------|-----------|---------|--|------------------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|----------------------|-----------------------------|----------------------------|
| Whether listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Whether Chairperson is related to MD or CEO | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Sl | Title (Mr / Ms) | Name of the Director | PAN | DN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? (Refer Reg. 173A) of Listing Regulations | Date of passing special resolution | Initial Date of appointment | Date of re-appointment | Date of cessation | Tenure of director (in months) | No. of Directorship in listed entities including the listed entity (Refer Regulation 173 of Listing Regulations) | No. of Independent Directorship in listed entities including the listed entity (Refer Regulation 173A) of Listing Regulations | Number of membership in Audit/ Stakeholder Committee/ including the listed entity (Refer Regulation 173 of Listing Regulations) | No. of post of Chairperson in Audit/ Stakeholder Committee including the listed entity (Refer Regulation 173 of Listing Regulations) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DN |
| 1 | Mr | JAYSHI RAMKRISHNA NEDGA | ANFPM290D | 0213302 | Executive Director | Chairperson related to Chairperson | MS | 05-09-1963 | No | | | | Active | N/A | | 17-06-1996 | 30-09-2023 | | | 2 | 0 | 1 | 0 | | | |
| 2 | Ms | ANITA JYOTHI NETHA | ACTM707N | 0319305 | Non-Executive - Non Independent Director | Not Applicable | | 05-11-1963 | No | | | | Active | N/A | | 17-06-1996 | 20-09-2020 | | | 2 | 0 | 0 | 0 | | | |
| 3 | Mr | ANANT SUDHAKAR BHATTIA | ANM97348 | 0210175 | Non-Executive - Independent Director | Not Applicable | | 20-07-1939 | No | | | | Active | Yes | 28-09-2018 | 17-06-1996 | 27-09-2019 | 26-09-2024 | 457.00 | 1 | 1 | 1 | 1 | Tenure Completion | | |
| 4 | Mr | RAMKISHAN SARG | ANQ5204E | 0318124 | Non-Executive - Independent Director | Not Applicable | | 06-07-1955 | No | | | | Active | N/A | 12-11-2010 | 27-09-2019 | 26-09-2024 | 167.00 | 1 | 1 | 1 | 1 | Tenure Completion | | | |
| 5 | Ms | SHARMA HIRKAL ANNS | ANQF4580Q | 0272041 | Non-Executive - Non Independent Director | Not Applicable | | 06-01-1962 | No | | | | Active | N/A | | 14-08-2020 | 05-11-2023 | | | 2 | 1 | 0 | 0 | | | |
| 6 | Ms | ANNS UMESH DASH | ANQF2118P | 0516186 | Non-Executive - Independent Director | Not Applicable | | 22-01-1989 | No | | | | Active | N/A | | 19-05-2022 | | | | 3 | 1 | 1 | 1 | | | |
| 7 | Mr | JAYSHI KANWAL BHARGAVA | DFB9713A | 0210181 | Director | Not Applicable | | 14-08-1987 | No | | | | Active | N/A | | 08-08-2024 | | | | 0.00 | 1 | 1 | 0 | 0 | | |
| 8 | Mr | DHEER DINGRAH COLAHUKA | ANMFC079H | 0119112 | Non-Executive - Independent Director | Not Applicable | | 27-06-1952 | No | | | | Active | N/A | | 09-09-2024 | | | | 0.00 | 1 | 1 | 2 | 0 | | |

Annexure 1

II. Composition of Committees

Disclosure of names in composition of committees explanatory

Print Name

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filed for every Committee.
 2. Date of Appointment can be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only, i.e. July 1, 2022 to September 30, 2022.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

| Audit Committee Details | | | | | | | |
|---|------------|--------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1. | 03046762 | RAMESHCHANDR GARG | Non Executive - Independent Director | Chairman | 27-09-2019 | 30-09-2024 | 28 |
| 2. | 00195275 | BANWAT SUDHAKAR BHATTIA | Non Executive - Independent Director | Member | 27-09-2019 | 30-09-2024 | 13 |
| 3. | 07648486 | MANOJ MANISH DAVE | Non Executive - Independent Director | Member | 19-05-2022 | | |
| 4. | 00193209 | JAYESH KANAYALAL MEHTA | Executive Director | Member | 30-05-2022 | | |
| 5. | 00765301 | JAYESH KANAYALAL BHARGUNJHAL | Non Executive - Independent Director | Chairman | 27-09-2024 | | 23 |
| 6. | 01885112 | JALJEER DINDSUKAR COLABARIWALA | Non Executive - Independent Director | Member | 27-09-2024 | | 22 |
| 7. | | | | | | | |
| 8. | | | | | | | |
| 9. | | | | | | | |
| 10. | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

| Nomination and remuneration committee | | | | | | | |
|---|------------|--------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1. | 03046762 | RAMESHCHANDR GARG | Non Executive - Independent Director | Chairman | 27-09-2019 | 30-09-2024 | 17 |
| 2. | 00195275 | BANWAT SUDHAKAR BHATTIA | Non Executive - Independent Director | Member | 27-09-2019 | 30-09-2024 | 16 |
| 3. | 07648486 | MANOJ MANISH DAVE | Non Executive - Independent Director | Member | 19-05-2022 | | |
| 4. | 00193209 | JAYESH KANAYALAL MEHTA | Executive Director | Member | 30-05-2022 | | |
| 5. | 00765301 | JAYESH KANAYALAL BHARGUNJHAL | Non Executive - Independent Director | Chairman | 27-09-2024 | | 24 |
| 6. | 01885112 | JALJEER DINDSUKAR COLABARIWALA | Non Executive - Independent Director | Member | 27-09-2024 | | 25 |
| 7. | | | | | | | |
| 8. | | | | | | | |
| 9. | | | | | | | |
| 10. | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|--------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1. | 03046762 | RAMESHCHANDR GARG | Non Executive - Independent Director | Chairman | 27-09-2019 | 30-09-2024 | 20 |
| 2. | 00195275 | BANWAT SUDHAKAR BHATTIA | Non Executive - Independent Director | Member | 27-09-2019 | 30-09-2024 | 19 |
| 3. | 07648486 | MANOJ MANISH DAVE | Non Executive - Independent Director | Member | 19-05-2022 | | |
| 4. | 00193209 | JAYESH KANAYALAL MEHTA | Executive Director | Member | 30-05-2022 | | |
| 5. | 00765301 | JAYESH KANAYALAL BHARGUNJHAL | Non Executive - Independent Director | Chairman | 27-09-2024 | | 26 |
| 6. | 01885112 | JALJEER DINDSUKAR COLABARIWALA | Non Executive - Independent Director | Member | 27-09-2024 | | 27 |
| 7. | | | | | | | |
| 8. | | | | | | | |
| 9. | | | | | | | |
| 10. | | | | | | | |

Risk Management Committee

| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1. | | | | | | | |
| 2. | | | | | | | |
| 3. | | | | | | | |
| 4. | | | | | | | |
| 5. | | | | | | | |
| 6. | | | | | | | |
| 7. | | | | | | | |
| 8. | | | | | | | |
| 9. | | | | | | | |
| 10. | | | | | | | |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1. | | | | | | | |
| 2. | | | | | | | |
| 3. | | | | | | | |
| 4. | | | | | | | |
| 5. | | | | | | | |
| 6. | | | | | | | |
| 7. | | | | | | | |
| 8. | | | | | | | |
| 9. | | | | | | | |
| 10. | | | | | | | |

Other Committee

| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
|-----|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| 1. | | | | | | |
| 2. | | | | | | |
| 3. | | | | | | |
| 4. | | | | | | |
| 5. | | | | | | |
| 6. | | | | | | |
| 7. | | | | | | |
| 8. | | | | | | |
| 9. | | | | | | |
| 10. | | | | | | |

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

| Sr | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
|----|---|---|------------------------------|--|---|---|---|
| | Add Delete | | | | | | |
| 1 | 22-05-2024 | | | Yes | 6 | 6 | 3 |
| 2 | 30-05-2024 | 7 | | Yes | 6 | 6 | 3 |
| 3 | 12-08-2024 | 73 | | Yes | 6 | 6 | 3 |
| 4 | 03-09-2024 | 21 | | Yes | 6 | 6 | 3 |

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* to be filled in only for the current quarter meetings

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | Add Notes | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| Add Delete | | | | | | | | | | |
| 1 | Audit Committee | 30-05-2024 | | | | Yes | 4 | 4 | 3 | 0 |
| 2 | Audit Committee | 12-08-2024 | 73 | | | Yes | 4 | 4 | 3 | 0 |
| 3 | Nomination and remuneration committee | 22-05-2024 | | | | Yes | 4 | 4 | 3 | 0 |
| 4 | Nomination and remuneration committee | 03-09-2024 | 103 | | | Yes | 4 | 4 | 3 | 0 |

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* to be filled in only for the current quarter meetings

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| Details of Cyber security incidence | | |
|--|-------------------|----------------------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | | No |
| Other details of cyber security incidence or breaches or loss of data event | | Add Notes |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | | |
| Sr. | Date of the event | Brief details of the event |

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| V. Related Party Transactions | | | |
| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |
| Disclosure of notes on related party transactions | | | Add Notes |
| Disclosure of notes of material transaction with related party | | | Add Notes |

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VI. Affirmations

| Sr | Subject | Compliance status (Yes/No) |
|----|---|----------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | NA |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Add Notes |

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| Sr | Subject | Compliance status |
|----|-------------------|------------------------|
| 1 | Name of signatory | JAYESH RAMNIKLAL MEHTA |
| 2 | Designation | Managing Director |

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| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|---|--|--------------------------------------|-------------------------------|--|
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes | |
| 6 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes | |
| 7 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | Add Notes |

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| | | |
|---|-------------------|------------------------|
| 1 | Name of signatory | JAYESH RAMNIKLAL MEHTA |
| 2 | Designation | Managing Director |

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| Additional Half yearly Disclosure | | | |
|--|--|---|---|
| Applicability of disclosure | Not Applicable | | |
| Reason for Non Applicability | Add Notes | | |
| I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below | | The Figure should be mentioned in Actual INR only | |
| (A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to | | | |
| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months | |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By | | | |
| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months(taking into account any invocation) |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by | | | |
| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMPs or any other entity controlled by them | | | |
| (D) Additional Information | | | Add Notes |
| II. Affirmations | | | |
| Affirmations | | Compliance Status | Company Remarks |
| All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to | | | Add Notes |
| Name | | | |
| Designation | | | |
| Place | | | |
| Date | | | |

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Signatory Details

| | |
|-----------------------|------------------------|
| Name of signatory | JAYESH RAMNIKLAL MEHTA |
| Designation of person | Managing Director |
| Place | Mumbai |
| Date | 21-10-2024 |

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