

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CLARIANT CHEMICALS (INDIA) LIMITED

Report on the Indian Accounting Standards (Ind AS) Financial Statements

1. We have audited the accompanying financial statements of Clariant Chemicals (India) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements to give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.
5. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

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To the Members of Clariant Chemicals (India) Limited
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7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its total comprehensive income (comprising of profit and other comprehensive loss), its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

9. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except that the back up of books of accounts and other books and papers maintained in electronic mode has not been maintained over servers physically located in India.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our comment in Paragraph 10 (b) above that the back up of the books of accounts and other books and papers maintained in the electronic mode has not been maintained on servers physically located in India.
 - (g) With respect to the adequacy of the internal financial controls with reference to Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.



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To the Members of Clariant Chemicals (India) Limited
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- (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
- i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2018 on its financial position in its Ind AS financial statements - Refer Note 34.
 - ii. The Company has long-term contracts including derivative contracts as at March 31, 2018 for which there were no material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018.
 - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2018.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/ N500016



Priyanshu Gundana
Partner

Membership Number: 109553

Place: Navi Mumbai
Date: May 15, 2018

Price Waterhouse Chartered Accountants LLP

Annexure A to Independent Auditors' Report

Referred to in paragraph 10(g) of the Independent Auditors' Report of even date to the members of Clariant Chemicals (India) Limited on the Ind AS Financial Statements for the year ended March 31, 2018.

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Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Clariant Chemicals (India) Limited ("the Company") as of March 31, 2018 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Annexure A to Independent Auditors' Report

Referred to in paragraph 10(g) of the Independent Auditors' Report of even date to the members of Clariant Chemicals (India) Limited on the Ind AS Financial Statements for the year ended March 31, 2018.

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Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

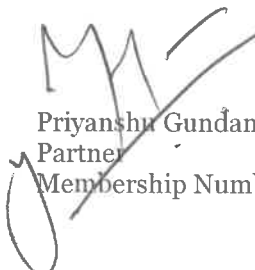
Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/ N500016


Priyanshu Gundana
Partner
Membership Number: 109553

Place: Navi Mumbai
Date: May 15, 2018

Price Waterhouse Chartered Accountants LLP

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Clariant Chemicals (India) Limited on the Ind AS Financial Statements as of and for the year ended March 31, 2018.

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- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
 - (c) The title deeds of immovable properties, as disclosed in Note 3A on property, plant and equipment to the financial statements, are held in the name of the Company.
- ii. The physical verification of inventory excluding stocks with third parties have been conducted at reasonable intervals by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of income tax though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax with effect from July 1, 2017 and other material statutory dues, as applicable, with the appropriate authorities.



Price Waterhouse Chartered Accountants LLP

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Clariant Chemicals (India) Limited on the Ind AS Financial Statements for the year ended March 31, 2018.

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- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of duty of customs and goods and service tax which have not been deposited on account of any dispute. The particulars of dues of income tax, sales tax, service tax, duty of excise and value added tax as at March 31, 2018 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. in lacs) #	Period to which the amount relates	Forum where the dispute is pending
Central Sales Tax and Local Sales Tax Acts	Sales Tax including interest and penalty, as applicable	2.27	1996-97 to 1988-99	High Court of Tamil Nadu
		628.91	1999-00, 2002-03, 2004-05	Sales Tax Appellate Tribunals of Maharashtra
		2,243.18	1992-93, 1998-99, 2001-02 to 2012-13	Appellate Authority - up to Commissioner's level
The Central Excise Act, 1944	Excise duty including interest and penalty, as applicable	415.63	2000-01 to 2008-09	Tribunals of various states
		211.52	1994-95 to 1997-98, 2000-01	Appellate Authority - up to Commissioner's level
Service Tax under Finance Act, 1994	Service Tax including interest and penalty, as applicable	131.77	1997-98, 2006-07 to 2010-11	High Court
		11.75	2005-06 to 2009-10	Tribunals of various states
		59.78	1996-97, 2002-03 to 2004-05, 2007-08 to 2011-12	Appellate Authority - up to Commissioner's level
Income Tax Act, 1961	Income Tax including interest and penalty, as applicable	2,041.54	1982-83 to 1986-87, 1989-90, 1991-92, 1993-94, 1995-96, 1997-98 to 2001-02, 2011-12, 2013-14	Income Tax Appellate Tribunal
		24.85	2001-02 to 2002-03	Appellate Authority - up to Commissioner's level
		565.77	2007-08	Deputy Commissioner of Income Tax (TDS)

net of amounts paid under protest.

- viii. As the Company does not have any loans or borrowings from any financial institution or bank or Government, nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the Company.



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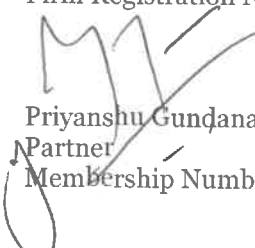
Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Clariant Chemicals (India) Limited on the Ind AS Financial Statements for the year ended March 31, 2018.

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- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Ind AS financial statements as required under Indian Accounting Standard 24- Related Party Disclosures specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/ N500016


Priyanshu Gunđana
Partner
Membership Number: 109553

Place: Navi Mumbai
Date: May 15, 2018

Clariant Chemicals (India) Limited

Corporate Identity Number: L24110MH1956PLC010806

Registered Office : Reliable Tech Park, Thane Belapur Road,
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CLARIANT

STATEMENT OF AUDITED RESULTS FOR THE THREE / TWELVE MONTHS ENDED MARCH 31, 2018

(₹ in Lakhs)

Particulars	3 months ended 31-03-2018	3 months ended 31-12-2017	Corresponding 3 months ended 31-03-2017	Year ended 31-03-2018	Year ended 31-03-2017
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1 Revenue					
(a) Revenue from operations	24356	26273	27322	102866	105971
(b) Other income (refer note 3)	174	2173	177	2775	910
Total revenue	24530	28446	27499	105641	106881
2 Expenses					
(a) Cost of materials consumed	15471	14913	13833	59228	53919
(b) Purchases of stock-in-trade	2159	1825	1888	8577	7525
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(1794)	992	323	(1240)	108
(d) Excise duty	-	-	1950	1511	7873
(e) Employee benefits expense	2008	2219	2132	9060	9060
(f) Finance costs	18	12	15	60	46
(g) Depreciation and amortisation expense	937	943	1000	3772	3948
(h) Other expenses	5368	4990	5178	21332	20773
Total expenses	24167	25894	26319	102300	103252
3 Profit before tax	363	2552	1180	3341	3629
4 Tax expense					
(a) Current tax	253	233	428	833	1445
(b) Deferred tax	(126)	637	(30)	291	(264)
(c) Tax adjustments of prior years (net)	57	-	-	57	-
Total tax expense	184	870	398	1181	1181
5 Net Profit for the period	179	1682	782	2160	2448
6 Other comprehensive (loss) / income (net of tax)					
(Items that will not be reclassified to profit or loss)					
(a) Remeasurement of the defined benefit plans	(10)	126	86	(83)	(113)
(b) Equity instruments through other comprehensive income	-	-	-	-	687
(c) Income tax relating to items that will not be reclassified to profit or loss	4	(45)	(30)	29	39
	(6)	81	56	(54)	613
7 Total comprehensive (loss) / income for the period	173	1763	838	2106	3061
8 Paid up equity share capital (face value of ₹10/- each)	2308	2308	2308	2308	2308
9 Basic and diluted earnings per share (of ₹10/- each)	0.78	7.29	3.39	9.36	10.61



Clariant Chemicals (India) Limited

Corporate Identity Number: L24110MH1956PLC010806
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CLARIANT

SEGMENT WISE REVENUE, RESULTS, SEGMENT ASSETS, SEGMENT LIABILITIES AND CAPITAL EMPLOYED FOR THE THREE / TWELVE MONTHS ENDED MARCH 31, 2018

(₹ in Lakhs)

Particulars	3 months ended	3 months ended	Corresponding	Year ended	Year ended
	31.03.2018	31.12.2017	3 months ended	31.03.2018	31.03.2017
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1. Segment revenue					
Plastics and Coatings	23144	25086	25264	98201	99002
Specialty Chemicals	1212	1187	2058	4665	6969
Total revenue from operations	24356	26273	27322	102866	105971
2. Segment results					
Plastics and Coatings	296	512	1487	2364	5205
Specialty Chemicals	4	10	231	69	499
Total Segment results	300	522	1718	2433	5704
Less : (1) Finance costs	18	12	15	60	46
(2) Other unallocable expenditure net of unallocable income	(81)	(2042)	523	(968)	2029
Profit before tax	363	2552	1180	3341	3629
3. Segment assets					
Plastics and Coatings	73600	71679	71799	73600	71799
Specialty Chemicals	964	945	1118	964	1118
Unallocable	14694	14403	20403	14694	20403
Total	89258	87027	93320	89258	93320
4. Segment liabilities					
Plastics and Coatings	22698	20260	21201	22698	21201
Specialty Chemicals	-	-	-	-	-
Unallocable	4100	4489	4827	4100	4827
Total	26798	24749	26028	26798	26028
5. Capital Employed					
Plastics and Coatings	50902	51419	50598	50902	50598
Specialty Chemicals	964	945	1118	964	1118
Unallocable	10594	9914	15576	10594	15576
Total	62460	62278	67292	62460	67292

Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings.
- The Board of Directors at its meeting held on 15th May 2018 have recommended the payment of final dividend of ₹ 5 per equity share for financial year ended 31st March 2018. In the previous year ended 31st March 2017, the Company paid a final dividend of ₹ 25 per equity share.
- Results and other income of quarter ended December 2017 and year ended March 2018 includes income of ₹ 2012 lakhs from sale of residential and commercial properties.
- The Government of India introduced the Goods and Services Tax (GST) with effect from July 1, 2017, consequently revenue from operations for the quarter ended March 31, 2018, December 31, 2017 and September 30, 2017 is net of GST, however revenue for all other periods presented (including the three months ended June 30, 2017 included in the figures presented for the twelve months ended March 31, 2018) is inclusive of excise duty.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- The above results of the Company are available on Company's website www.clariant.com and also on www.bseindia.com and www.nseindia.com.
- The figures for the previous periods have been regrouped/recasted wherever necessary, to conform to the current period's classification.

Navi Mumbai, May 15, 2018

www.clariant.com



Adnan Ahmad
 Vice-Chairman & Managing Director
 DIN: 00046742

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