



September 25, 2020

The Manager,  
Listing Department,  
National Stock Exchange of India Limited,  
'Exchange Plaza', C-1, Block G,  
Bandra - Kurla Complex, Bandra (East),  
Mumbai - 400051.

Dear Sir/ Madam,

**Sub: Voting results and Scrutiniser's report relating to 58<sup>th</sup> Annual General Meeting of the company - reg**

We would like to inform you that the members at the 58<sup>th</sup> Annual General Meeting (AGM) held on Thursday 24<sup>th</sup> September, 2020 at 4.00 p.m through Video Conferencing/Other Audio Visual Means (OAVM) have approved the resolutions brought up in the Notice of the above mentioned AGM .

Pursuant to regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Section 108 of the Companies Act 2013 and rules thereunder, we enclose herewith voting results along with Scrutiniser's report of 58<sup>th</sup> AGM of the company.

Kindly take this into your records and do the needful.

Yours truly,

**For Precot Meridian Limited**



**S. Kavitha**

**Company Secretary**

Enclosure: As above

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**PRECOT MERIDIAN LIMITED**

Regd Office : D Block, 4th Floor, Hanudev Info Park, Nava India Road, Udaiyampalayam, Coimbatore-641 028  
Tel : 0091 - 422 - 4321100 Fax : 0091 - 422 - 4321200 Email : co@precot.com  
CIN : L17111TZ1962PLC001183 Website : www.precot.com





**BGSMISHRA & ASSOCIATES**

Company Secretaries LLP

# 76, 2<sup>nd</sup> Floor, PS Sivasamy Salai,  
Mylapore, Chennai- 600004  
Ph: 044-24992001  
gsmishra.1977@gmail.com

**CONSOLIDATED SCRUTINISER'S REPORT**

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 58<sup>th</sup> Annual General Meeting of the members of Precot Meridian Limited held on Thursday, 24<sup>th</sup> September 2020 at 4:00 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

**Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the Annual General Meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for voting at the 58<sup>th</sup> Annual General Meeting of the members of Precot Meridian Limited held on Thursday, 24<sup>th</sup> September 2020 at 4:00 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").**

Dear Sir,

We, BGSMISHRA & Associates, Company Secretaries LLP had been appointed as the Scrutinizer by the Board of Directors of Precot Meridian Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to scrutinize the remote e-voting and e-voting during the proceeding of Annual General Meeting as voted by the shareholders in respect of the below mentioned resolutions passed at the 58<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday, 24<sup>th</sup> September 2020 at 4:00 P.M. through video conferencing.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and e-voting at the Annual General Meeting] for the resolutions contained in the Notice. Our responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

The Notice dated 26<sup>th</sup> June 2020 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions for the 58<sup>th</sup> Annual General Meeting of the members of the Company.

The Company had availed the remote e-voting as well as venue e-voting facility provided by the Link Intime India Private Limited, the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.



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The shareholders holding equity shares as on the "Cut-off" date i.e., 17<sup>th</sup> September 2020 were entitled to vote for the resolutions proposed in the Notice of the 58<sup>th</sup> Annual General Meeting of the members of the Company.

The voting period for remote e-voting commenced on Monday, 21<sup>st</sup> September 2020 at 10:00 A.M. and ended on Wednesday, 23<sup>rd</sup> September 2020 at 5:00 P.M. and the Link Intime India Private Limited e-voting platform was blocked thereafter by service provider. The members who were attending the Annual General Meeting through Video Conferencing ("VC") and who had not casted their vote earlier through remote e-voting were provided with e-voting facility to cast their vote during the meeting through Link Intime India Private Limited e-voting. After the conclusion of the venue e-voting at the 58<sup>th</sup> Annual General Meeting of the members of the Company the final data was obtained from Link Intime India Private Limited.

We have scrutinized and reviewed the remote e-voting and e-voting during the Meeting based on the data downloaded from the Link Intime India Private Limited e-voting system.

As per the requirement of the Management, we are submitting herewith a consolidated report of the remote e-voting together with that of the e-voting done during the meeting in Annexure 1.

You may kindly take note of the details of voting and declare the result based on same.

The electronic data relating to the remote e-voting and e-voting done during the meeting period will be shared with the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of 58<sup>th</sup> Annual General Meeting of the members of the Company.

**For BGSMISHRA & Associates Company Secretaries LLP**  
**(LLPIN- AAI-9142)**

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Shanker      by Gouri  
Mishra      Shanker Mishra  
                 Date: 2020.09.25  
                 08:36:25 +05'30'

**Gouri Shankar Mishra**  
**Partner**  
**Date: 25<sup>th</sup> September 2020**  
**Place: Chennai, Tamil Nadu**  
**UDIN: F006906B000768216**



**ANNEXURE 1**

**CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH E-VOTING DONE DURING THE MEETING CONDUCTED THROUGH VIDEO CONFERENCING**

**1. Adoption of financial statements**

**Type of Business:** Ordinary Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	48	7082714
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	48	7082714
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	50	7511087
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.**



**2. Appointment of Director in the place of Mr. T Kumar (DIN: 07826033), who retires by rotation and being eligible, seeks re-appointment**

**Type of Business:** Ordinary Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

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**3. Reappointment of Mr. Ashwin Chandran (DIN: 00001884) as Chairman and Managing Director****Type of Business:** Special Business**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result: The resolution requiring requisite majority for passing as Special Resolution was received.**



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**4. Reappointment of Mr. Prashanth Chandran (DIN :01909559) as Vice Chairman and Managing Director**

**Type of Business:** Special Business

**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result: The resolution requiring requisite majority for passing as Special Resolution was received.**



**5. Reappointment of Mr. T Kumar (DIN :07826033) as Executive Director**

**Type of Business:** Special Business

**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Special Resolution was received.





**6. Reappointment of Mr. Sarath Chandran as Mentor**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.



## 7. Ratification of remuneration payable to cost auditor

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of Remote E-Voting received	47	7082214
Total Number of Meeting E-Voting received	2	428373
Invalid Votes:		
Remote E-Voting	-	-
Meeting E-Voting	-	-
Valid Votes:		
In favour of the Resolution through Remote E-Voting	47	7082214
In favour of the Resolution through Meeting E-Voting	2	428373
Against the Resolution through Remote E-Voting	-	-
Against the Resolution through Meeting E-Voting	-	-
Consolidated Votes:		
In favour of the Resolution (Both Remote and Meeting E-Voting)	49	7510587
Against the Resolution (Both Remote and Meeting E-Voting)	-	-
Percentage to the total valid vote received in favour of the Resolution (Both Remote and Meeting E-Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**For BGSMISHRA & Associates Company Secretaries LLP**  
(LLPIN- AAI-9142)

Gouri  
Shanker  
Mishra

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Date: 2020.09.25  
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**Gouri Shankar Mishra**  
**Partner**

**Date:** 25<sup>th</sup> September 2020  
**Place:** Chennai, Tamil Nadu  
**UDIN:** F006906B000768216



Declaration in accordance with Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through Evoting

<b>Date of the AGM</b>	24 September 2020
<b>Total Number of shareholders on record date - As on 17 September 2020</b>	5398
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	NA
Promoters and Promoter Group:	
Public:	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	50
Promoters and Promoter Group:	10
Public:	40

#### Agenda wise disclosure

Item no.1: Adoption of Financial Statements for the year ended 31st March, 2020, the report of the board of directors and the report of the auditors thereon.

Resolution required (Ordinary/Special)							Ordinary	
Whether Promoter/Promoter Group 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144984	3.13	144984	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	146334	3.16	146334	-	100.00	-
<b>Grand Total</b>		<b>12000000</b>	<b>7511087</b>	<b>62.59</b>	<b>7511087</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

Note: Postal Ballot - Not Applicable





Item no.2 Re-appointment of Mr T Kumar (DIN: 07826033), who retires by rotation, as a director

Resolution required (Ordinary/Special)							Ordinary	
Whether Promoter/Promoter Group 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable

Item no. 3 Reappointment of Mr Ashwin Chandran (DIN:00001884) as Chairman and Managing Director

Resolution required (Ordinary/Special)							Special	
Whether Promoter/Promoter Group interested in the agenda/resolution							Yes	
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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable





Item no. 4 Reappointment of Mr Prashanth Chandran (DIN :01909559) as Vice Chairman and Managing Director

Resolution required (Ordinary/Special)							Special	
Whether Promoter/Promoter Group interested in the agenda/resolution							Yes	
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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable

Item no.5 Reappointment of Mr T Kumar (DIN :07826033) as Executive Director

Resolution required (Ordinary/Special)							Special	
Whether Promoter/Promoter Group 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable





Item no.6 Reappointment of Mr Sarath Chandran as Mentor

Resolution required (Ordinary/Special)							Ordinary	
Whether Promoter/Promoter Group interested in the agenda/resolution							Yes	
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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable

Item no.7 Ratification of remuneration payable to cost auditor

Resolution required (Ordinary/Special)							Ordinary	
Whether Promoter/Promoter Group 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 in against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7365765	6937730	94.19	6937730	-	100.00	-
	Poll at AGM		427023	5.80	427023	-	-	-
	Postal Ballot							
	Sub -Total	7365765	7364753	99.99	7364753	-	100.00	-
Public Institutions	E-Voting	824	-	-	-	-	-	-
	Poll at AGM		-	-	-	-	-	-
	Postal Ballot							
	Sub -Total	824	-	-	-	-	-	-
Public Non Institutions	E-Voting	4633411	144484	3.12	144484	-	100.00	-
	Poll at AGM		1350	0.03	1350	-	100.00	-
	Postal Ballot							
	Sub -Total	4633411	145834	3.15	145834	-	100.00	-
Grand Total		12000000	7510587	62.59	7510587	-	100.00	-

Note: Postal Ballot - Not Applicable

