# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

(vi) \*Whether shares listed on recognized Stock Exchange(s)



# **Annual Return**

(other than OPCs and Small Companies)

. R	EGISTRATION AND OTH	ER DETAILS			
) <b>*</b> C	Corporate Identification Number	(CIN) of the company	U7220	00RJ2006PTC023499	Pre-fill
(	Global Location Number (GLN)	of the company			
* [	Permanent Account Number (P.	AN) of the company	AACC	G7277J	
i) (a	a) Name of the company		GIRNA	AR SOFTWARE PRIVATE LI	
(k	o) Registered office address				
(0	MOTI DOONGARI ROAD, DHARM JAIPUR Rajasthan 302004 	SINGH CIRCLE	comp	liance@girnarsoft.com	
(0	d) *Telephone number with STE	code	01416666625		
(€	e) Website		www.	cardekho.com	
ii)	Date of Incorporation		21/12	/2006	
v)	Type of the Company	Category of the Company		Sub-category of the Co	ompany
		Company limited by sha		Indian Non-Gover	

Yes

No

(vii) *Financial year From date 01/04 (viii) *Whether Annual general meeting		DD/MM/YYYY) To da	ate 31/03/2021  No	(DD/MM/YYYY)		
(a) If yes, date of AGM	30/11/2021					
(b) Due date of AGM	30/09/2021					
(c) Whether any extension for A	GM granted	<ul><li>Yes</li></ul>	○ No			
(d) If yes, provide the Service R extension	equest Number (SRN	N) of the application fo	orm filed for	99999999 Pre-fill		
(e) Extended due date of AGM a	after grant of extension	on	30/11/2021			
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY						
*Number of business activities	1					

S.No	Main Activity group code		Business Activity Code	,	% of turnover of the company
1	J	Information and communication	J7	Data processing, hosting and related activities; web portal	100

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given	13	Pre-fill All
<u> </u>		

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GAADI WEB PRIVATE LIMITED	U72300DL2007PTC169207	Subsidiary	100
2	GIRNAR SOFTWARE (SEZ) PRIV.	U72200RJ2009PTC030574	Subsidiary	100
3	GIRNARSOFT AUTOMOBILES P	U50300RJ2010PTC032194	Subsidiary	100
4	GIRNAR CARE PRIVATE LIMITEI	U93000RJ2011PTC033971	Subsidiary	100
5	ADVANCED STRUCTURES INDI.	U74900KA2014PTC073850	Associate	22.13
6	GIRNARSOFT EDUCATION SER	U80302RJ2015PTC047265	Subsidiary	67.56
7	GIRNAR INSURANCE BROKERS	U66010RJ2016PTC054811	Subsidiary	96.73
8	GIRNAR FINSERV PRIVATE LIMI	U74110RJ2019PTC064467	Subsidiary	100
9	POWERDRIFT STUDIOS PRIVAT	U74999PN2012PTC176927	Subsidiary	100

10	CARBAY PTE. LTD (Singapore)	Subsidiary	100
11	PT Carbay Services, Indonesia	Subsidiary	99.99
12	Carbay Philippines Inc	Subsidiary	100
13	Carbay Services Malaysia Sdn.	Subsidiary	100

# IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

# (i) \*SHARE CAPITAL

# (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	400,000	206,920	206,920	206,920
Total amount of equity shares (in Rupees)	400,000	206,920	206,920	206,920

Number of classes 2

Class of Shares Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	397,644	204,564	204,564	204,564
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	397,644	204,564	204,564	204,564
Class of Shares Series 1 Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,356	2,356	2,356	2,356
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	2,356	2,356	2,356	2,356

# (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	347,738	345,441	345,441	345,441
Total amount of preference shares (in rupees)	3,477,380	3,454,410	3,454,410	3,454,410

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Class of shares	Authorised	Issued	Subscribed	
0.0001% SERIES A COMPULSORILY CONVERTIE		capital	capital	Paid up capital
Number of preference shares	47,699	45,507	45,507	45,507
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	476,990	455,070	455,070	455,070
Class of shares  0.0001% SERIES A1 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	24,300	24,270	24,270	24,270
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	243,000	242,700	242,700	242,700
Class of shares  0.0001% SERIES B COMPULSORILY CONVERTIB	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	49,953	49,953	49,953	49,953
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	499,530	499,530	499,530	499,530
Class of shares 0.0001% SERIES B2 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	11,648	11,648	11,648	11,648
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	116,480	116,480	116,480	116,480
Class of shares  0.0001% SERIES B3 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	15,400	15,346	15,346	15,346
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	154,000	153,460	153,460	153,460
Class of shares 0.0001% SERIES B4 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,000	989	989	989
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	10,000	9,890	9,890	9,890

Class of shares 0.0001% SERIES B5 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,400	2,390	2,390	2,390
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	24,000	23,900	23,900	23,900
Class of shares 0.0001% SERIES B6 COMPULSORILY CONVERT	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	619	619	619	619
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	6,190	6,190	6,190	6,190
Class of shares 0.0001% SERIES C COMPULSORILY CONVERTI	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	128,649	128,649	128,649	128,649
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,286,490	1,286,490	1,286,490	1,286,490
Class of shares	Authorised	Issued capital	Subscribed	Paid up capital
0.0001% SERIES D & D1 COMPULSORILY CONV	capital		capital	aid up capitai
Number of preference shares	66,070	66,070	66,070	66,070
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	660,700	660,700	660,700	660,700

# (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

# (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	204,553	204553	204,553	204,553	
Increase during the year	11	2,356	2367	2,367	2,367	119,955,768
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	

iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
IV. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	11	0	11	11	11	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	2,356	2356	2,356	2,356	119,955,768
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	7					
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	11	206,909	206920	206,920	206,920	
Preference shares						
At the beginning of the year	276,557	68,884	345441	3,454,410	3,454,410	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
. Callete, epochy						

At the end of the year	276	,557	68,884	345441	3,454,410	3,454,410		
SIN of the equity shares of	the company							
(ii) Details of stock split	consolidation during th	e year (	(for ea	ch class of s	hares)	0		
Class of	shares	(i)			(ii)		(iii	)
Before split /	Number of shares							
Consolidation	Face value per share							
After split /	Number of shares							
Consolidation	Face value per share							
Separate sheet atta  Note: In case list of transf Media may be shown.	ded in a CD/Digital Medi	ia] fers r submi	ssion a	<ul><li>\(\)</li><li>\(\)</li></ul>	Yes	No C	) Not Appli	
Date of registration o	f transfer (Date Month	Year)						
Type of transfer	-	1 - Ec	quity, 2	2- Preferen	ce Shares,3	- Debentu	res, 4 - Sto	ock
Number of Shares/ D Units Transferred	Debentures/			Amount p Debenture	er Share/ e/Unit (in Rs	5.)		
Ledger Folio of Trans	sferor		I					
Transferor's Name	Surname			middle na			first name	

Ledger Folio of Trans	sferee			
Transferee's Name				
	Surname	middle name	first name	
Date of registration o	f transfer (Date Month Year			
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock				
Number of Shares/ D Units Transferred	nber of Shares/ Debentures/ ts Transferred Amount per Share/ Debenture/Unit (in Rs.)			
Ledger Folio of Trans	sferor			
Transferor's Name				
	Surname	middle name	first name	
Ledger Folio of Trans	sferee			
Transferee's Name				
	Surname	middle name	first name	

# (iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	8,659	56585	489,969,515
Total			489,969,515

**Details of debentures** 

Class of debentures	Outstanding as at the beginning of the year	_	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	609,927,639	0	119,958,124	489,969,515

#### (v) Securities (other than shares and debentures)

	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	
Total					

# V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

1,331,499,694

0

(ii) Net worth of the Company

14,330,678,618

### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	169,289	81.81	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	0	
2.	Government					
	(i) Central Government	0	0	0	0	
	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	
3.	Insurance companies	0	0	0	0	
4.	Banks	0	0	0	0	
5.	Financial institutions	0	0	0	0	

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	169,289	81.81	0	0

**Total number of shareholders (promoters)** 

# (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	0	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	0	
2.	Government					
	(i) Central Government	0	0	0	0	
	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	
3.	Insurance companies	0	0	0	0	
4.	Banks	5,921	2.86	0	0	
5.	Financial institutions	0	0	0	0	
6.	Foreign institutional investors	0	0	0	0	
7.	Mutual funds	0	0	0	0	
8.	Venture capital	0	0	24,270	7.03	
9.	Body corporate (not mentioned above)	31,710	15.32	321,171	92.97	
10.	Others	0	0	0	0	

	Total	37,631	18.18	345,441	100
Total nun					
	ber of shareholders (Promoters+Public n promoters)	19			

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	57	17
Debenture holders	2	1

#### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year			ectors at the end e year	Percentage of shares held by directors as at the end of year		
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	2	0	2	0	30.64	0	
B. Non-Promoter	1	2	1	2	0	0	
(i) Non-Independent	1	2	1	2	0	0	
(ii) Independent	0	0	0	0	0	0	
C. Nominee Directors representing	0	1	0	1	0	0	
(i) Banks & FIs	0	0	0	0	0	0	
(ii) Investing institutions	0	1	0	1	0	0	
(iii) Government	0	0	0	0	0	0	
(iv) Small share holders	0	0	0	0	0	0	
(v) Others	0	0	0	0	0	0	
Total	3	3	3	3	30.64	0	

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

### (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Amit Jain	01613364	Whole-time directo	87,865	
Anurag Jain	02434508	Managing Director	81,424	
Umang Kumar	02605867	Whole-time directo	0	
Shailesh Lakhani	03567739	Director	0	
Ishaan Mittal	Ishaan Mittal 07948671 Nomin		0	
David Sungjin Rhee 07076292		Director	0	

### (ii) Particulars of change in director(s) and Key managerial personnel during the year

2		

Name	DIN/PAN	beginning / during	ICHANGO IN ACCIGNATION/	Nature of change (Appointment/ Change in designation/ Cessation)	
Umesh Hora	esh Hora AAZPH2300R		01/09/2020	Cessation	
Sunny Bajaj	Sunny Bajaj AKKPB8359H		09/02/2021	Cessation	

# IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

#### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 3

3

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
			Number of members attended	% of total shareholding	
Extra- Ordinary General Me	16/04/2020	17	2	30.78	
Extra- Ordinary General Me	15/05/2020	17	2	30.78	
Annual General Meeting	31/12/2020	18	7	55.16	

#### **B. BOARD MEETINGS**

Number of meetings held	6	
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_					
	S. No.	Date of meeting	1	Number of directors	Attendance % of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date				
		of meeting	Number of directors attended	% of attendance		
1	14/04/2020	6	2	33.33		
2	19/08/2020	6	6	100		
3	27/10/2020	6	6	100		
4	28/12/2020	6	3	50		
5	09/02/2021	6	6	100		
6	16/03/2021	6	5	83.33		

#### C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting		l	Attendance		
	modang	Date of meeting		Number of members attended	% of attendance	
1	CSR Committe	28/12/2020	3	3	100	
2	Human Resou	01/04/2020	5	3	60	
3	Human Resou	01/06/2020	5	3	60	
4	Human Resou	01/08/2020	5	5	100	
5	Human Resou	01/10/2020	5	5	100	
6	Human Resou	02/11/2020	5	5	100	
7	Human Resou	01/12/2020	5	5	100	
8	Human Resou	05/12/2020	5	5	100	
9	Human Resou	01/02/2021	5	5	100	
10	Banking Comn		4	2	50	

### D. \*ATTENDANCE OF DIRECTORS

		of the director	Board Meetings		Committee Meetings			Whether attended AGM	
S. No.	Number of Meetings which N director was		Meetings \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	% of	Number of Meetings which director was	Meetings	% of attendance	held on	
			entitled to attend	attended		entitled to attended attended	attended	alleridance	30/11/2021 (Y/N/NA)

1	Amit Jain	6	6	100	11	8	72.73	Yes
2	Anurag Jain	6	6	100	11	8	72.73	Yes
3	Umang Kumai	6	5	83.33	3	3	100	Yes
4	Shailesh Lakh	6	4	66.67	0	0	0	No
5	Ishaan Mittal	6	4	66.67	0	0	0	No
6	David Sungjin	6	3	50	0	0	0	No

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered	3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amit Jain	Whole Time Dire	11,213,329	0	0	0	11,213,329
2	Anurag Jain	Managing Direct	11,070,539	0	0	0	11,070,539
3	Umang Kumar	Whole Time Dire	11,597,171	0	6	0	11,597,177
	Total		33,881,039	0	6	0	33,881,045

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Umesh Hora	CFO	18,942,944	0	416	0	18,943,360
2	Sunny Bajaj	Company Secre	3,914,028	0	7	0	3,914,035
	Total		22,856,972	0	423	0	22,857,395

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

2

0

	-		ANCES AND DISCLOSU	-			
* A. Whether the company has made compliances and disclosures in respect of applicable Yes provisions of the Companies Act, 2013 during the year							
B. If No, give reas	ons/observations						
XII. PENALTY AND P	UNICUMENT	DETAILS THEREOF					
			COMPANY/DIRECTOR	RS /OFFICERS 🔀 🛭	Nil		
Name of the company/ directors/ officers	Name of the cou concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status		
(B) DETAILS OF CO	MPOUNDING O	F OFFENCES	Nil				
(5) 52 17 1125 31 33	Name of the cou						
Name of the company/ directors/ officers	concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)		
XIII. Whether comp	lete list of share	holders, debenture h	olders has been enclo	sed as an attachme	nt		
<ul><li>Ye</li></ul>	es O No						
XIV. COMPLIANCE	OF SUB-SECTION	ON (2) OF SECTION 9	2, IN CASE OF LISTED	COMPANIES			
In case of a listed comore, details of com	ompany or a comp pany secretary in	pany having paid up sh whole time practice ce	are capital of Ten Crore ertifying the annual retur	rupees or more or tu n in Form MGT-8.	rnover of Fifty Crore rupees or		
Name	Т	ej Jain					
Whether associate	e or fellow	<ul><li>Associa</li></ul>	ate  Fellow				

11274

Certificate of practice number

#### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

#### Declaration

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that: Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to

the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

15

dated

16/03/2016

2. All the required attachments have been completely and legibly attached to this form.

I am Authorised by the Board of Directors of the company vide resolution no. ..

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

#### To be digitally signed by

10 50 digitally digited by				
Director	AMIT Digitally signed by AMIT JAIN Date: 2022.03.23 14:55:52+05:30'			
DIN of the director	01613364			
To be digitally signed by	TEJ KUMAR JAIN  Data service Strategic entropy of the service Stra			
Company Secretary				
Company secretary in practice				
Membership number 12076 Certificate of pr			ce number	11274
Attachments				List of attachments
1. List of share holders, do	ebenture holders		Attach	List of Shareholders and Debentureholders
2. Approval letter for exter	nsion of AGM;		Attach	Extension Letter_Rajasthan.pdf GSPL_MGT-8-FY 20-21.pdf
3. Copy of MGT-8;			Attach	Annexure- additional information.pdf Annexure- Transfer Details.pdf
4. Optional Attachement(s	s), if any	Attach		
				Remove attachment
Modify	Check	Form	Prescrutiny	Submit

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