

PRESS RELEASE

INFORMATION AT REQUEST OF CONSOB PURSUANT TO ARTICLE 114 OF LEGISLATIVE DECREE NO. 58/1998 (CONSOLIDATED FINANCE ACT)

Rome, 30 September 2019 – Astaldi (hereinafter also the "Company" or "Parent") provides the following information at the request of CONSOB¹ pursuant to Article 114 of Legislative Decree No. 58/1998 ("Consolidated Finance Act - TUF").

Introduction

Astaldi S.p.A.'s composition with creditors

As already noted in relation to the disclosures produced pursuant to Article 114 of Legislative Decree No. 58/1998 (Consolidated Finance Act) – made known by Astaldi (the "Company"), at CONSOB's request, inter alia, in the form of press releases dated 24 April 2019 and 15 May 2019 – on 28 September 2018, Astaldi filed an application with the insolvency division of the Civil Court of Rome (hereinafter "Court of Rome" or "Court") to be admitted to the procedure for composition with creditors pursuant to Article 161, subsection 6 of the Insolvency Law² (hereinafter "Application for Composition"), reserving the right to submit a proposal for composition with creditors on a going concern basis pursuant to Article 186-*bis* of the Insolvency Law, complete with the documents listed in the second and third subsections of Article 161 of the Insolvency Law.

The aforementioned disclosures, as well as a certain number of press releases issued by the Company, should be referred to for more information regarding (*i*) all the procedural phases recorded from 28 September 2018 to 15 May 2019 for the proceedings in progress, which are still in progress at the date of this press release, and (*ii*) the characteristics of the financial manoeuvre underlying the Plan and Composition Proposal, formulated on the basis of the content of the offer received on 13 February 2019 from the investor Salini Impregilo S.p.A. (hereinafter, "SI Offer"), already disclosed in Astaldi's press release dated 14 February 2019.

It is considered appropriate on this occasion to point out that, after 15 May 2019, the following events occurred, accurately disclosed to the market with press releases issued by the Company:

- in its letter dated 20 May 2019, the investor Salini Impregilo S.p.A. (hereinafter, "SI") extended the deadline tying the SI Offer to the signing of one or more binding agreements between SI, some banks and institutional investors regarding participation in the investment needed to support Astaldi's Composition Proposal (cf. press release dated 21 May 2019);
- ii) on 19 June 2019, the Company filed a new composition proposal ("New Proposal") with the Court of Rome which took into account the findings of the Court set down in the decree dated 19 April 2019 (cf. press release dated 19 June 2019);

¹ Italian Companies and Stock Exchange Commission

² Royal Decree No. 267 of 16 March 1942, as subsequently amended and supplemented

- iii) in its letter dated 15 July 2019, SI supplemented its own investment offer ("Offer Supplement") to support the composition with creditors' proposal on a going concern basis and the plan filed by Astaldi, specifying certain forecasts and highlighting the conditions precedent to this offer. Consequently, the Company's Board of Directors felt it was appropriate to update the composition proposal (cf. press release dated 16 July 2019);
- iv) on 2 August 2019, Astaldi filed an additional brief updating the New Composition Proposal in particular related to the conditions precedent set by SI to its own Offer Supplement (and disclosed to the Company by SI on the same date of 2 August) and the outcome of negotiations related to cash and endorsement credit facilities which Astaldi asked to be authorised to take out pursuant to Article 182-*quinquies* of the Insolvency Law and the additional cash credit facility which Astaldi intends to take out subsequent to the hoped-for approval of its composition, pursuant to Article 182-*quater* of the Insolvency Law (cf. press release dated 2 August 2019);
- v) on 5 August 2019, the Court of Rome, in a specific decree (hereinafter "Admission Decree") admitted Astaldi to the procedure for composition with creditors on a going concern basis, considering the composition plan and proposal submitted by the Company, based on the irrevocable Offer received from SI, to be feasible within the proposed terms and procedures. The Court also set the hearing to convene creditors and the relative vote for 6 February 2020, listing the deadline of 90 days from the decree date for notifying creditors of the Admission Decree. In the decree issued on the same date, the Court of Rome also authorised Astaldi to take out a bridge loan for the sum of 40 million Euro with Illimity Bank S.p.A., a loan of 125 million Euro, including through the issue of a bonded loan, to support the Company's financial requirements until approval and to refinance the loan with Illimity Bank S.p.A., and an endorsement credit facility for a total amount of 384 million Euro (cf. press release dated 2 August 2019).

All the aforementioned press releases are available on the Company's website at <u>www.astaldi.com</u>, in the "*Media*" section // "*Press Releases*"

Companies controlled by the Issuer:

• N.B.I. S.p.A.

On 5 November 2018, N.B.I. S.p.A. (hereinafter "NBI", 100% owned by Astaldi S.p.A.) submitted an application to be admitted to the procedure for composition with creditors, with reservation pursuant to Article 161, subsection 6 of the Insolvency Law, prior to submission of the final proposal, composition plan and further documentation provided for by law. In the decree dated 10 December 2018, the Court of Rome assigned NBI the term of one hundred and twenty (120) days to submit the final proposal, composition plan and additional documentation provided for by law. In the same decree, the same Court appointed the lawyers Francesco Macario and Carlo Ravazzin as judicial commissioners. Considering the complex nature of formulating the composition plan and relative proposal for creditors, on 5 April 2019 NBI lodged a petition with the Court of Rome asking, pursuant to Article 161, last subsection of the Insolvency Law, to be granted an extension of sixty (60) days of the deadline, otherwise expiring on 8 April 2019, for submission of the composition plan and proposal as well as the additional documentation as per Article 161, subsections 2 and 3 of the Insolvency Law. In its decree dated 16 April 2019, the Court of Rome authorised the requested extension, setting the deadline as above at 7 June 2019. NBI filed the composition plan and relative proposal for creditors within the terms set by the Court of Rome. In the measure dated 26 July 2019, the Court of Rome asked for clarification with regard to some aspects of NBI's composition plan, setting the hearing for 30 October 2019, with the deadline for the Company to file briefs and documents set on 28 October 2019.

• Partenopea Finanza di Progetto S.c.p.A.

On 18 March 2019, Partenopea Finanza di Progetto S.c.p.A. (hereinafter, "PFP", 99.99% owned by Astaldi S.p.A.) started up a procedure at the Court of Naples for composition with creditors "with reservation" pursuant to Article 161, subsection 6 of the Insolvency Law, prior to submission of the final proposal, composition plan and additional

documentation provided for by law. In the decree filed with the Registry of the Court on 28 March 2019 and notified on 2 April 2019, the Court of Naples assigned PFP a term of sixty (60) days to submit the final proposal, composition plan and additional documentation provided for by law. In the same decree, the Court appointed Mario Valenzano as judicial commissioner. In a subsequent petition dated 30 May 2019, PFP, pursuant to Article 161, last subsection of the Insolvency Law, asked the Court of Naples to grant an extension of sixty (60) days of the term, otherwise expiring on 1 June 2019, for submission of the composition plan and proposal, as well as the additional documentation provided for in Article 161, subsections 2 and 3 of the Insolvency Law. In the decree dated 5 June 2019, the Court of Naples authorised the requested extension, setting the deadline at 31 July 2019. PFP filed the composition plan and relative proposal for creditors, pursuant to Articles 161 et seq. of the Insolvency Law within the terms set by the Court of Naples. In the decree dated 8 August 2019, the appointed Judge formulated four queries regarding the composition proposal, calling for the parties to appear before the court at a hearing set for 18 September 2019. At the hearing on 18 September 2019, the Court of Naples deferred the hearing to 9 October 2019 in order to examine the additional documentation provided by the Company.

• Afragola FS S.c.r.l.

On 3 June 2019, Afragola FS S.c.r.l. (hereinafter, "Afragola", 82.54% of which owned by Astaldi S.p.A. and the remaining 17.46% by NBI S.p.A.) started up a procedure at the Court of Rome for composition with creditors with reservation pursuant to Article 161, subsection 6 of the Insolvency Law, prior to submission of the final proposal, composition plan and additional documentation provided for by law. In the decree dated 12 June 2019 and filed with the Registry of the Court the day after, the Court of Rome assigned Afragola a term of sixty (60) days to submit the final proposal, composition plan and additional documentation provided for by law. In the same decree, the Court of Rome appointed Lucio Francario as judicial commissioner. In a subsequent petition dated 30 August 2019, Afragola, pursuant to Article 161, last subsection of the Insolvency Law, asked the Court of Rome to grant an extension of sixty (60) days of the term, otherwise expiring on 3 September 2019, for submission of the composition plan and proposal, as well as the additional documentation provided for in Article 161, subsections 2 and 3 of the Insolvency Law. In the decree dated 5 September 2019, the Court of Rome authorised the requested extension, setting the deadline at 2 November 2019.

3E System S.r.l. in liquidation

On 24 April 2019, 3E System S.r.I. in liquidation (hereinafter "3E System", 100% owned by NBI S.p.A.) started up a procedure at the Court of Bologna for composition with creditors with reservation pursuant to Article 161, subsection 6 of the Insolvency Law, prior to submission of the final proposal, composition plan and additional documentation provided for by law. In the decree dated 7 May 2019 the Court of Bologna assigned 3E System a term of one hundred and twenty (120) days to submit the final proposal, composition plan and additional documentation provided for by law. In the same decree, the Court of Bologna appointed Pierangelo Fino as judicial commissioner. In a subsequent petition dated 24 July 2019, 3E System, pursuant to Article 161, last subsection of the Insolvency Law, asked the Court of Bologna to grant an extension of sixty (60) days of the term, otherwise expiring on 3 September 2019, for submission of the composition plan and proposal, as well as the additional documentation provided for in Article 161, subsections 2 and 3 of the Insolvency Law. In the decree dated 29 August 2019, the Court of Bologna authorised the requested extension, setting the deadline at 2 November 2019.

a) Net Financial Position of Astaldi S.p.A. and Astaldi Group at 30 June 2019, with highlighting of short-term items separately from medium/long-term items

At 30 June 2019, Astaldi Group recorded Net Financial Debt (as per ESMA memorandum dated 10 February 2005) equal to EUR 2,395.0 million (EUR 2,345.8 million at 31 March 2019) and Comprehensive Net Financial Debt of EUR 2,355.4 million (EUR 2,291.4 million at 31 March 2019).

On the same date, Astaldi S.p.A. recorded Net Financial Debt (as per ESMA memorandum dated 10 February 2005) equal to EUR 2,476.1 million (EUR 2,443.5 million at 31 March 2019) and Comprehensive Net Financial Debt of EUR 2,433.9 million (EUR 2,408.8 million at 31 March 2019).

It must be preliminarily noted that, further to submission on 28 September 2018 of the application for admission to the procedure for composition with creditors with reservation, pursuant to Article 161, subsection 6 of the Insolvency Law, the financial liabilities directly referring to Astaldi S.p.A. at said date have been classified among the short-term items³ of the Net Financial Position.

Please find below a summary of the Net Financial Position at 30 June 2019 of Astaldi Group and Astaldi S.p.A.

Consolidated Net Financial Position at 30 June 2019

(figures shown in thousands of Euro)

-			30/06/2019	31/03/2019⁴
Α	Cash and cash equivalents		218,724	235,928
в	Current loan assets		34,105	43,893
С	Bank loans and borrowings		(1,510,368)	(1,496,427)
D	Payables for Bonds		(925,150)	(923,003)
Е	Other loans and borrowings		(307,941)	(301,049)
F	Current financial debt	(C+D+E)	(2,743,459)	(2,720,478)
G	Net current financial debt	(A+B+F)	(2,490,630)	(2,440,657)
Н	Bonds		(59,290)	(59,460)
I	Other payables		(25,924)	(27,291)
J	Non-current financial debt	(H+I)	(85,214)	(86,751)
к	Net financial debt from continuing operations	(G+J)	(2,575,844)	(2,527,408)
L	Net financial debt of disposal groups and discontinued operations		180,842	181,578
М	Net financial debt as per ESMA (formerly CESR) memorandum of 10 February 2005	(K+L)	(2,395,002)	(2,345,830)
Ν	Non-current loan assets		39,605	54,402
0	Comprehensive net financial debt⁵	(M+N)	(2,355,397)	(2,291,428)

As regards the main changes during the second quarter of the current year, the following must be noted:

- Cash and cash equivalents decreased by EUR 17.2 million, mainly with regard to the following effects:
 - as regards Europe, note must be taken of the temporary absorption of the cash and cash equivalents of Joint Operations in Romania, mainly due to the development of some production phases for works on the Frontieră-Curtici-Simeria railway line, Lots 2A, 2B and Lot 3;
 - while as regards America, note must be taken of the positive financial contribution of the mining work underway in Chile;
 - as regards Italy, note must be taken of the marginal absorption of cash due to the partial restart-up of industrial activities for the main projects developed directly by the Parent, largely offset by cash generated through the collection of contract advances for some projects performed as a joint venture (Palermo-Catania railway line, Bicocca Catenanuova section and Naples Bari railway line, Naples- Cancello section).
- Financial debt increased as a result of:
 - the enforcement of guarantees experienced by Astaldi Group mainly concerning (*i*) the stand by letter of credit issued in relation to the Equity Contribution Agreement regarding Santiago Airport in Chile (EUR 10.8 million), (*ii*) performance bonds referring to the Mejoramiento del Camino El Comejen-Waslala Project (Sections I and

³ For more details, refer to the more complete description contained in Letter "d" herein.

⁴ Figures at 31/03/2019 were restated – in accordance with IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations" – taking note of what is provided for in the composition proposal with regard to construction of the so-called "Destined Equity" and upgrading of the backlog only considering the geographical areas of strategic interest.

⁵ It must be noted that the Net Financial Position of the Company and the Group do not taken into account, even in comparative terms, the valorisation of derivatives used for hedging which, by their very nature, do not represent financial values.

II) in Nicaragua (EUR 2.8 million) and (*iii*) the performance bond related to the Genoa-Voltri railway junction in Italy (EUR 3.3 million);

- accrual of interest accrued during the reference period involving the Fortress bond (EUR 2.2 million).
- Loan assets decreased mainly with regard to the development of activities carried out as concessions in Chile (EUR 20.8 million). This effect was partially offset by the additional payment (EUR 8.2 million) made to SPV Linea M4 S.p.A. involving the subordinated loan (semi-equity) provided for in the investment contract for the construction and subsequent operation of the new Line 4 of the Milan underground.

Net Financial Position of Astaldi S.p.A. at 30 June 2019

(figures shown in thousands of Euro)

5	-		30/06/2019	31/03/2019 ⁶	
Α	Cash and cash equivalents		154,275	163,207	
в	Current loan assets		75,186	72,349	
	of which from subsidiaries		60,315	59,841	
С	Bank loans and borrowings		(1,468,886)	(1,454,535)	
D	Payables for Bonds		(925,150)	(923,003)	
Е	Other loans and borrowings		(381,412)	(375,552)	
	of which to subsidiaries		(73,900)	(74,150)	
F	Current financial debt	(C+D+E)	(2,775,449)	(2,753,090)	
G	Net current financial debt	(A+B+F)	(2,545,988)	(2,517,535)	
Н	Bonds		(59,290)	(59,460)	
I	Other non-current financial liabilities		(22,282)	(23,655)	
J	Non-current financial debt	(H+I)	(81,572)	(83,115)	
κ	Net financial debt from continuing operations	(G+J)	(2,627,559)	(2,600,650)	
L	Net financial position of disposal groups and discontinued operations		151,478	157,141	
М	Net financial debt as per ESMA (formerly CESR) memorandum of 10 February 2005	(K+L)	(2,476,081)	(2,443,509)	
Ν	Non-current loan assets		42,114	34,670	
	of which from subsidiaries		6,950	6,835	
0	Comprehensive net financial debt	(M+N)	(2,433,967)	(2,408,839)	

As regards the Net Financial Position of Astaldi S.p.A. at 30 June 2019, it must be noted that it does not contain accounts receivable arising from potential recourse and/or subrogation which the Parent could perform in relation to enforcements experienced for guarantees issued in the interest of investees. The current uncertainties linked to actual performance of the composition proposal and, more generally, to Astaldi Group's overall financial context would not make it possible – in the Management's opinion – to formulate a reliable estimate of these potential assets given the current situation.

It must also be noted that the values listed in the Net Financial Position of Astaldi S.p.A. and Astaldi Group must be considered as management-related items given that they have not been checked by the Company's Board of Directors.

⁶ Figures at 31/03/2019 were restated – in accordance with IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations" – taking note of what is provided for in the composition proposal with regard to construction of the so-called "Destined Equity" and upgrading of the backlog only considering the geographical areas of strategic interest.

b) Overdue debts of Astaldi S.p.A. and Astaldi Group at 30 June 2019, split according to type (financial, commercial, tax, social security and due to employees) and any related action taken by creditors.

The overdue debts of Astaldi Group and Astaldi S.p.A. at 30 June 2019 are shown below.

Overdue debts of Astaldi S.p.A.⁷ at 30 June 2019

As already stated above, Astaldi S.p.A. filed an application for admission to the procedure for composition with creditors pursuant to Article 161, subsection 6 of the Insolvency Law and hence, in accordance with specific law provisions in this regard, creditors by means of title or previous case cannot start or continue with executive and interim action on the debtor's assets from the date of publication of the appeal in the companies register and up to the moment when the decree approving the composition with creditors becomes definitive.

Please find below a summary of the overdue debts of Astaldi S.p.A. at 30/06/2019.

Overdue debts of Astaldi S.p.A. (Figures shown in millions of Euro)	30/06/2019
Trade payables	397.24
Financial liabilities	2,591.98
Tax expense	28.50
Amounts due to social security institutions	9.73
Amounts due to employees and assistants	13.54
Hedging derivatives	7.84
Intercompany payables	142.13
Other liabilities	32.24
Total	3,223.21

Overdue debts of subsidiaries and joint operations at 30 June 2019

Please find below a summary of the overdue debts of subsidiaries and joint operations at 30/06/2019.

Overdue debts⁸ (Figures shown in millions of Euro)	NBI S.p.A.	Partenopea Finanza di Progetto S.c.p.a.	Afragola FS S.c.r.l.	3E System S.r.l. in liquidation	Other subsidiaries	Joint Operations
Trade payables	53.2	2.7	23.3	0.9	78.0	120.2
of which due since less than 3 months	0.4	n.a.	n.a.	n.a.	22.5	49.4
Financial liabilities	26.7	0.0	0.0	1.3	35.9	0.0
of which due since less than 3 months	n.a.	n.a.	n.a.	n.a.	0.0	0.0
Tax expense	0.6	0.0	0.1	0.1	0.5	0.8
of which due since less than 3 months	n.a.	n.a.	n.a.	n.a.	0.0	0.1
Amounts due to social security institutions	0.9	0.0	0.0	0.0	0.5	0.1
of which due since less than 3 months	n.a.	n.a.	n.a.	n.a.	0.5	0.1
Amounts due to employees	1.3	0.0	0.0	0.0	0.0	0.3
of which due since less than 3 months	n.a.	n.a.	n.a.	n.a.	0.0	0.3
Total overdue debts	82.7	2.7	23.5	2.3	115.0	121.4

⁷ Debts referring to Joint Operations, listed below separately, are not included.

⁸ Specifically, it must be noted that with regard to the analysis of debts of the Subsidiaries and Joint Operations, intercompany payables have not been considered insofar as, taking into account the specific sector the Group operates in, the latter must be generally related to amounts due from third party organisations for works performed.

As regards action taken by the creditors of the other Subsidiaries and Joint Operations, it must be noted that at 30 June 2019, some legal action had been taken by said creditors (payment orders and/or collection notices) with regard to trade relations. The aggregate value of these debts amounts to approximately EUR 4.1 million.

c) Main changes in transactions involving related parties of Astaldi S.p.A. and Astaldi Group with regard to the last annual financial report approved pursuant to Article 154-*ter* of the Consolidated Finance Act

In addition to what has already been noted with regard to disclosures produced pursuant to Article 114 of Legislative Decree No. 58/1998 of the Consolidated Finance Act with reference to 2018⁹ and the first guarter of 2019, the following continued during the second quarter of the year: (*i*) activities related to the development of construction works performed by the Company (including through special Joint Operations set up with other partners) on behalf of the Special Purpose Vehicles¹⁰ set up for concession projects and (*ii*) production carried out by the Parent (through the joint operation IC Ictas Astaldi simple partnership – "M11 Project"), for the Ic Ictas Astaldi Ica Insaat A.S. joint venture for the M-11 Moscow-St. Petersburg Motorway project in Russia. While, as regards consortium costs charged by the so-called special purpose vehicles (consortium companies and consortia), the following continued during the second guarter, albeit within the limits allowed by Astaldi Group's current financial situation: the works of the associate Brennero Tunnel Construction S.c.r.l. (to construct the Brennero Base Tunnel in Italy, Lot Mules 2-3) and of the subsidiaries Consorzio Stabile Operae (for construction of the Marche-Umbria Quadrilatero road network in Italy) and Sirjo S.c.p.a. (SS-106 Jonica National Road Lot DG-41/08), and - as regards the Operation & Maintenance segment - the activities of GE.SAT S.c.r.I.(for the Four Tuscan Hospitals project in Italy. Note must also be taken - with regard to the extraordinary operations authorised by the Court of Rome - of the additional payment (equal to EUR 8.2 million) made to the SPV Linea M4 S.p.A. applied to the subordinated loan (semi-equity) provided for in the investment contract for construction and subsequent operation of the new Line 4 of the Milan underground.

d) Compliance with covenants, negative pledges and all other debt clauses of Astaldi Group entailing limitations on the use of financial resources, with listing at 30 June 2019 of the level of compliance with said clauses

Submission of the application for composition with creditors has entailed the occurrence of a significant event pursuant to existing loan and bonded loan contracts and, in some cases, has led to forfeiture of the benefit of the term of the relative contracts. Moreover, it must be noted that the specific provisions of Articles 55 and 169 of the Insolvency Law would mean that the financial debts of Astaldi S.p.A. should be taken as overdue from the date of submission of the appeal, regardless of the relative contractual provisions.

With regard to the Fortress Bond, it must be noted that the latter – while not entailing the application of financial covenants – contains a negative pledge clause and a limitation of the undertaking of additional debt, save for some specific exceptions provided for in the contract. The use of financial resources (so-called use of proceed) arising from the Fortress Bond is only allowed within the limits set down in the authorisation provided by the Court of Rome pursuant to Article 182 quinquies, subsection 3 of the Insolvency Law.

e) State of implementation of any business and financial plans, with highlighting of differences between final figures and forecasts.

As already mentioned, on 5 August 2019 the Court of Rome, with a special decree, admitted Astaldi to the composition with creditors procedure on a going concern basis. As regards the main consolidated forecasts contained in the composition plan, reference should be made to the content of the press release dated 12 September 2019 and

⁹ Please refer to the press release dated 24 April 2019, available on the company's website at www.astaldi.com, in the "Media" section II "Press Releases"

¹⁰ Ankara Etlik Hastane A.S. (related to the Etlik Integrated Health Campus project in Ankara, in Turkey), Consorzio MM4 (related to the Line 4 of the Milan Underground project in Italy) and Otoyol Yatirim Ve Isletme A.S. (related to the Gebze-Orhangazi-Izmir Motorway project in Turkey).

related to the disclosure issued pursuant to Article 114, subsection 1 of the Consolidated Finance Act (also available on the company's website at <u>www.astaldi.com</u>, in the "*Media*" section // "*Press releases*").

STATEMENT OF MANAGER IN CHARGE OF FINANCIAL REPORTING PURSUANT TO ARTICLE 154-BIS, SUBSECTION 2 OF THE CONSOLIDATED FINANCE ACT

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The Manager in Charge of Financial Reporting Paolo Citterio, hereby declares, pursuant to subsection 2 of Article 154-bis of Legislative Decree No. 58/1998 (Consolidated Finance Act), that the accounting information contained herein tallies with accounting documents, ledgers and entries.

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Astaldi Group is a global player in the sector of large and strategic infrastructure projects. With a leading position in Italy, Astaldi is one of the world's top 50 construction firms, one of Europe's top 25 contractors, and is also a sponsor of project finance/PPP initiatives. The Group has 95 years of experience and operates in a wide range of sectors, delivering complex and integrated projects. Designing, building, and operating public infrastructures and large-scale civil engineering works, Astaldi has unrivalled experience in Transport Infrastructure, Energy Production Plants, Civil and Industrial Construction, Facility Management, Plant Engineering, and Management of Complex Systems.

FOR FURTHER INFORMATION:

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