

JAGDISH CHAND & CO.

CHARTERED ACCOUNTANTS

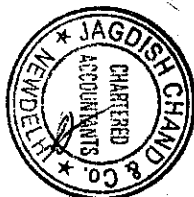
H-20, LGF, GREEN PARK (MAIN), NEW DELHI- 110 016, INDIA
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To

The Board of Directors
Paramount Communications Limited
New Delhi

LIMITED REVIEW REPORT OF THE STATUTORY AUDITORS ON THE UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2012.

1. We have reviewed the accompanying statement of Standalone Unaudited Financial Results ('the statement') of Paramount Communications Limited ('the Company') for the quarter and nine months ended 31st December, 2012 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialed by us for identification purposes. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Without qualifying, we invite attention to the following:
 - a) The accompanying financial statements have been prepared on a going concern basis despite significant erosion of net worth, defaults in redemption of Foreign Currency Convertible Bonds (FCCBs) and winding up petition filed against the Company on behalf of FCCB holders. The appropriation of the said basis is interalia dependent on successful implementation of Corporate Debt Restructuring (CDR) package and outcome of winding up petition filed against the Company.
 - b) No provision for diminution in the value of investment in shares of Paramount Wires & Cables Limited (Associate) and Paramount Holdings Limited (Subsidiary) has been made. In the opinion of the management diminution in the value of these investments is temporary in nature.
4.
 - a) We state that no provision has been made for premium on redemption of US \$ 7.5 Million 1% Foreign Currency Convertible Bonds (FCCBs) due on 23rd November, 2011 amounting to Rs. 2,096.52 lacs (gross of tax) up to quarter and nine months ended 31st December, 2012. In our opinion, this accounting treatment is not in accordance with current Accounting Standards i.e. AS-16. However, this will have no impact on loss for the quarter, had the premium would have been adjusted against the Securities Premium Account.
 - b) The Managerial Remuneration of Rs.15.58 Lacs has been paid to Chairman & CEO and Managing Director for the period from 1st November, 2012 to 31st December, 2012 as approved by the shareholders at their Annual General Meeting ("AGM") held on 21st September, 2012. However, this is subject to approval from Central Government. Pending approval from the Central Government in this regard, the impact thereof on the attached statement to the extent of amount of remuneration that may be disallowed by the Central government, if any, is currently unascertainable

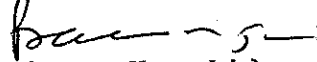


5. Based on our review conducted as above, *except for the possible effects of the matter stated in paragraph 4 above*, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: New Delhi
Dated: 12th February, 2013



For JAGDISH CHAND & CO.
Chartered Accountants


(Praveen Kumar Jain)

Partner

M. No. 85629

Firm Registration Number- 000129N

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2012

STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED ON 31.12.2012								
S.No.	Particulars	31.12.2012 (Unaudited)	30.09.2012 (Unaudited)	31.12.2011 (Unaudited)	31.12.2012 (Unaudited)	31.12.2011 (Unaudited)	Year ended 31.03.2012 (Audited)	
1.	a) Net Sales / Income from Operations	11841.88	11425.93	11,676.57	33193.91	32619.29	46061.92	
	b) Other Operating Income	111.96	93.10	106.72	295.94	211.55	283.38	
	c) Total Income	11953.84	11519.03	11783.29	33489.85	32830.84	46345.30	
2.	Expenditure							
	(a) Consumption of raw materials	9715.95	9725.70	9,493.97	28384.37	28105.14	39030.11	
	(b) Purchase of traded goods	-	-	1.94	-	531.38	892.63	
	(c) (Increase)/Decrease in Stocks in Trade & WIP	164.35	(293.36)	512.73	(1048.97)	(541.48)	(257.49)	
	(d) Employees Cost	367.49	381.87	314.22	1130.78	948.91	1385.36	
	(e) Depreciation	299.30	290.29	320.43	885.45	940.57	1243.40	
	(f) Other expenditure	1532.95	1574.78	1,414.05	4825.12	4684.95	6466.31	
	(g) Total Expenditure	12,080.04	11,679.28	12,057.34	34,176.75	34,669.47	48,760.32	
3.	Profit/(Loss) from Operations before Other Income, Interest and Exceptional Items (1-2)	(126.20)	(160.25)	(274.05)	(686.90)	(1,838.63)	(2,415.02)	
4.	Other Income	34.45	21.08	31.91	85.27	98.45	166.94	
5.	Profit/(Loss) before Interest and Exceptional Items (3+4)	(91.75)	(139.17)	(242.14)	(601.63)	(1,740.18)	(2,248.08)	
6.	Interest	1034.51	1,045.37	895.01	3,118.33	2,662.14	3,582.54	
7.	Profit/(Loss) after Interest but before Exceptional Items (5-6)	(1,126.26)	(1,184.54)	(1,137.15)	(3,719.96)	(4,402.32)	(5,830.62)	
8.	Exceptional Items (Net) {Refer Note No 5}	710.49	-	-	710.49	-	-	
9.	Profit/(Loss) from Ordinary Activities before tax (7+8)	(415.77)	(1,184.54)	(1,137.15)	(3,009.47)	(4,402.32)	(5,830.62)	
10.	Tax Expenses	-	-	0.85	-	0.85	4.85	
11.	Net Profit/(Loss) from Ordinary Activities after tax (9)-(10)	(415.77)	(1,184.54)	(1,138.00)	(3,009.47)	(4,403.17)	(5,835.47)	
12.	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-	
13.	Total Net Profit / (Loss) (11+12)	(415.77)	(1,184.54)	(1,138.00)	(3,009.47)	(4,403.17)	(5,835.47)	
14.	Paid-up Equity Share Capital (Face Value ₹ 2/- each)	1,860.54	1,860.54	1,860.54	1,860.54	1,860.54	1,860.54	
15.	Reserves excluding revaluation reserves	-	-	-	-	-	(1,043.95)	
16.	Earning Per Share (EPS) before and after Extraordinary Items (not annualised)							
	-Basic	(0.45)	(1.27)	(1.22)	(3.24)	4.77	(6.31)	
	-Diluted	(0.45)	(1.27)	(1.22)	(3.24)	4.73	(6.27)	
A	PARTICULARS OF SHAREHOLDING							
1.	Public Shareholding							
	- No. of Shares	60,405,758	60,405,758	60,405,758	60,405,758	60,405,758	60,405,758	
	- Percentage of Shareholding	64.93%	64.93%	64.93%	64.93%	64.93%	64.93%	
2.	Promoters and promoter group shareholding							
	a) Pledged/Encumbered							
	-Number of Shares	32,319,457	32,319,457	32,319,457	32,319,457	32,319,457	32,319,457	
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	
	-Percentage of shares (as a % of the total share capital of the company)	34.74%	34.74%	34.74%	34.74%	34.74%	34.74%	
	b) Non-encumbered							
	-Number of Shares	-	-	-	-	-	-	
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-	
	-Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-	

INDIAN CHAND & CO. * LTD.
CHARTERS
AGENTS

For Paramount Communications Ltd.

Chairman & CEO



For Paramount Communications Ltd.
Chairman & CEO
(Sanjay Aggarwal)

	PARTICULARS	Quarter ended 31.12.2012			
B	INVESTOR COMPLAINTS				
	Pending at the beginning of the quarter	Nil			
	Received during the quarter	Nil			
	Disposed of during the quarter	Nil			
	Remaining unresolved at the end of the quarter	Nil			

Notes:

- The above results reviewed by the Audit Committee have been taken on record by the Board of Directors at their meeting held on 12th February, 2013
- The "Limited Review" of the above results has been completed by the statutory auditors of the company pursuant to clause 41 of the listing agreement.
- Pursuant to changes made in AS-11 vide Companies (Accounting Standard) Amendment Rules, 2011, foreign exchange difference arising on long term foreign currency monetary items-FCCBs used for acquiring depreciable assets has been adjusted with the cost of fixed assets and in other cases has been transferred to Profit & Loss Account. Exchange fluctuation on ECB has been fully transferred to Foreign Currency Monetary Items Translation Difference Account (FCMITDA).
- CDR-EG vide Letter of Approval (LOA) dated 11th July, 2012 has approved Corporate Debt Restructuring (CDR) Rework Package. As per the CDR Rework Package, repayment of Term Loans have been re-scheduled granting new moratorium. In terms of the approved CDR package, the Company has disposed off its 25 Acres Land & Building thereon including some fixed assets situated at Khushkhara Industrial Area, Bhiwadi, Rajasthan during January, 2013 and utilised the net sale consideration for repayment to secured lenders.
- Exceptional item of Rs. 710.49 lakhs for the quarter and period ended 31st December, 2012 is on account of write back of secured loan from a bank upon one time settlement.
- Outstanding 1% Foreign Currency Convertible Bonds (FCCBs) amounting to USD 7.5 million were due for redemption on 23rd November, 2011 and are yet to be redeemed. The Company was to redeem these FCCBs at a premium equal to 145.54% of the outstanding principal amount. The said premium amounts to ₹ 2,096.52 Lacs (gross of tax) and the same has not been provided. The premium, if paid, would be adjusted against the Security Premium Account. This has been qualified by the Statutory Auditors in their Limited Review Report and audit report. The company has duly informed the FCCBs holders about its financial position. A winding up petition has been filed against the Company on behalf of FCCB holders
- The Managerial Remuneration of ₹ 15.58 Lacs has been paid to Chairman & CEO and Managing Director for the period from 1st November, 2012 to 31st December, 2012 as approved by the shareholders at their Annual General Meeting ("AGM") held on 21st September, 2012. However, this is subject to final approval from the Central Government. This has been qualified by the Statutory Auditors in their Limited Review Report.
- Statutory Auditors of the company without qualifying their opinion have drawn attention to the following:
 - The financial statements have been prepared on a going concern basis despite significant erosion of net worth, default in redemption of FCCBs and winding up petition filed against the Company on behalf of FCCB holders. The appropriateness of the said basis is interalia dependent on successful implementation of Corporate Debt Restructuring (CDR) package and outcome of winding up petition filed against the Company.
 - No provision for diminution in the value of investment in shares of Paramount Wires & Cables Limited (Associate) and Paramount Holdings Limited (Subsidiary) has been made. In the opinion of the management diminution in the value of these investments is temporary in nature.
- Segment reporting as defined in Accounting Standard 17 is not applicable as the Company operates mainly in one segment i.e. Cables.
- Figures for the previous quarter/period/year have been regrouped & rearranged wherever necessary.

Place: New Delhi
Date : 12.02.2013



For PARAMOUNT COMMUNICATIONS LTD.

Sanjay Aggarwal
Chairman & CEO

JAGDISH CHAND & CO.

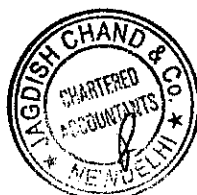
CHARTERED ACCOUNTANTS

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To
The Board of Directors
Paramount Communications Limited
New Delhi

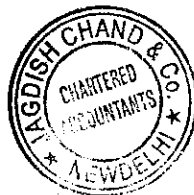
LIMITED REVIEW REPORT OF THE STATUTORY AUDITORS ON THE UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2012.

1. We have reviewed the accompanying statement of Consolidated Unaudited Financial Results ('the statement') of Paramount Communications Limited ('the Company') for the quarter and nine months ended 31st December, 2012 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialed by us for identification purposes. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. These Consolidated Unaudited Financial Results have been prepared by the management in accordance with the requirement of Accounting standard (AS) 21, Consolidated Financial Statements and Accounting Standard (AS) 23, Accounting for investment in Associates in Consolidated Financial Statements notified by the Companies (Accounting Standards) Rule, 2006.
4. Inter company transactions have been eliminated based on information provided by the management.
5. Without qualifying, we invite attention to the following:
 - The accompanying financial statements have been prepared on a going concern basis despite significant erosion of net worth, default in redemption of Foreign Currency Convertible Bonds (FCCBs) and winding up petition filed against the Company on behalf of FCCB holders. The appropriation of the said basis is interalia dependent on successful implementation of Corporate Debt Restructuring (CDR) package and outcome of winding up petition filed against the Company.
6.
 - a) We state that no provision has been made for premium on redemption of US \$ 7.5 Million 1% Foreign Currency Convertible Bonds (FCCBs) due on 23rd November, 2011 amounting to Rs. 2,096.52 lacs (gross of tax) up to quarter and nine months ended 31st December, 2012. In our opinion, this accounting treatment is not in accordance with current accounting standards i.e. AS-16. However, this will have no impact on loss for the quarter, had the premium would have been adjusted against the Securities Premium Account.
 - b) The Managerial Remuneration of Rs. 15.58 Lacs has been paid to Chairman & CEO and Managing Director for the period from 1st November, 2012 to 31st December, 2012 as approved by the shareholders at their Annual General Meeting ("AGM") held on 21st September, 2012. However, this is subject to approval from Central Government. Pending approval from the Central Government in this regard, the impact thereof on the attached statement to the extent of amount of remuneration that may be disallowed by the Central government, if any, is currently unascertainable

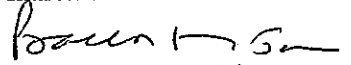


7. We have not reviewed the financial statements of two subsidiaries namely AEI Cables Limited, United Kingdom and AEI Power Cables Ltd., United Kingdom, These financial statements reflect loss of Rs.739.34 Lacs, income of Rs. 19,325.82 Lacs and expenditure of Rs. 20,065.16 Lacs for the nine months ended 31st December, 2012. Other auditors whose reports have been furnished to us have reviewed these, and our opinion, in so far as it relates to the amounts included in respect of these entities, is based solely on reports of those respective auditors for the nine months ended 31st December, 2012.
8. We have not reviewed the financial statements of a subsidiary namely Paramount Holdings Limited, Cyprus, whose financial statements reflect loss of Rs. 6.25 Lacs, income of Rs. Nil and expenditure of Rs. 6.25 Lacs for the nine months ended 31st December, 2012 and financial statements of one associate wherein the company's share of Loss aggregates to Rs. 5.92 Lacs for the nine months ended 31st December, 2012. These unaudited financial statements have been incorporated as furnished to us by the management of the subsidiary and our report is so far as, it relates to the amounts included in respect of the subsidiary is solely on such unaudited financial statements. Share of Loss in Paramount Wires & Cables Limited, Associate of the Company, has been incorporated based upon unaudited financial statements of the Associate as furnished to us by the management
9. Based on our review conducted as above, except for the possible effects of the matter stated in paragraph 6 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: New Delhi
Dated: 12th February, 2013



For JAGDISH CHAND & CO.
Chartered Accountants

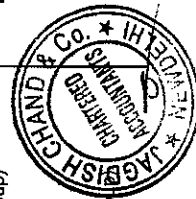

(Praveen Kumar Jain)

Partner
M. No. 85629
Firm Registration Number- 000129N

₹ In Lacs except as stated)

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2012

S.No.	Particulars	31.12.2012 (Unaudited)	Quarter ended 30.09.2012 (Unaudited)	31.12.2011 (Unaudited)	Nine Months ended 31.12.2012 (Unaudited)	31.12.2011 (Unaudited)	Year ended 31.03.2012 (Audited)
1.	a) Net Sales / Income from Operations	17,233.72	16,347.04	16,719.62	48,559.53	48,997.48	69,175.51
	b) Other Operating Income	328.52	243.81	192.65	821.08	606.46	1,082.59
	c) Total Income	17,562.24	16,590.85	16,912.27	49,380.61	49,603.94	70,258.10
2.	Expenditure						
	(a) Consumption of raw materials	13,030.09	12,281.98	11,930.99	37,138.46	37,789.79	52,709.58
	(b) Purchase of traded goods	157.77	164.66	40.94	590.22	1,856.92	2,100.63
	(c) (Increase)/Decrease in Stocks in trade & WIP	207.78	983.48	701.76	319.55	(1,146.33)	1,716.54
	(d) Employees Cost	1,542.39	1,516.98	1,378.98	4,600.83	4,357.51	6,129.28
	(e) Depreciation	309.46	300.45	329.72	915.70	966.63	1,278.68
	(f) Other expenditure	2,368.47	2,242.51	2,209.60	7,108.02	7,150.15	9,445.38
	(g) Total Expenditure	17,615.96	17,490.06	16,591.99	50,672.78	50,974.67	73,380.09
3.	Profit/(Loss) from Operations before Other Income, Interest and Exceptional Items (1-2)	(53.72)	(899.21)	320.28	(1,292.17)	(1,370.73)	(3,121.99)
4.	Other Income	121.95	36.37	110.63	210.27	272.44	307.75
5.	Profit/(Loss) before Interest and Exceptional Items (3+4)	68.23	(862.84)	430.91	(1,081.90)	(1,098.29)	(2,814.24)
6.	Interest	1,110.75	1,134.32	979.43	3,385.04	2,942.03	3,948.65
7.	Profit/(Loss) after Interest but before Exceptional Items (5-6)	(1,042.52)	(1,997.16)	(548.52)	(4,466.94)	(4,040.32)	(6,762.89)
8.	Exceptional Items (Net) (Refer Note No 6)	710.49	-	52.29	710.49	1,720.67	1,742.18
9.	Profit/(Loss) from Ordinary Activities before tax (7+8)	(332.03)	(1,997.16)	(496.23)	(3,756.45)	(2,319.65)	(5,020.71)
10.	Tax Expenses	-	-	0.85	-	0.85	4.85
11.	Net Profit/(Loss) from Ordinary Activities after tax (9)-(10)	(332.03)	(1,997.16)	(497.08)	(3,756.45)	(2,320.50)	(5,025.56)
12.	Extraordinary Items (net of tax expenses)	-	-	-	-	-	-
13.	Net Profit/(Loss) for the period	(332.03)	(1,997.16)	(497.08)	(3,756.45)	(2,320.50)	(5,025.56)
14.	Share of Profit / (Loss) of Associate	(2.54)	(1.06)	(17.54)	(5.92)	(41.57)	(20.24)
15.	Minority Interest	-	-	-	-	-	-
16.	Total Net Profit / (Loss) (13+14)	(334.57)	(1,998.22)	(514.62)	(3,762.37)	(2,362.07)	(5,045.80)
17.	Paid-up Equity Share Capital (Face Value ₹ 2/- each)	1,860.54	1,860.54	1,860.54	1,860.54	1,860.54	1,860.54
18.	Reserves excluding revaluation reserves						(2,217.16)
19.	Earning Per Share (EPS) before and after Extraordinary Items (not annualised)						
	-Basic	(0.36)	(2.15)	(0.55)	(4.04)	(2.56)	(5.45)
	-Diluted	(0.36)	(2.15)	(0.55)	(4.04)	(2.54)	(5.42)
A	PARTICULARS OF SHAREHOLDING						
1.	Public Shareholding						
	- No. of Shares	60,405,758	60,405,758	60,405,758	60,405,758	60,405,758	60,405,758.00
	- Percentage of Shareholding	64.93%	64.93%	64.93%	64.93%	64.93%	64.93%
2.	Promoters and promoter group shareholding						
	a) Pledged/Encumbered						
	-Number of Shares	32,319,457	32,319,457	32,319,457	32,319,457	32,319,457	32,319,457
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	-Percentage of shares (as a % of the total share capital of the company)	34.74%	34.74%	34.74%	34.74%	34.74%	34.74%
	b) Non-encumbered						
	-Number of Shares	-	-	-	-	-	-
	-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	-Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-



For Paramount Communications Ltd

(Sanjay Aggarwal)
Chairman & CEO

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