



Itella Corporation

# Results for 2008



## Itella 2008:

# Growth continued, slight decline in operational profitability, financial expenses increased

- Itella Group's consolidated net sales totaled EUR 1,952.9 million, up 14.2%. Net sales rose by 7.1% in Finland and by 34.1% in other countries. International operations accounted for 31% of net sales.
- Consolidated EBIT excluding the impairment loss recorded for ItellaNLC decreased by 6.6% to EUR 95.1 million, representing 4.9% of net sales. This decline was mainly due to a rise in labor costs and fuel prices.
- The sharp exchange rate fluctuations at the end of the year resulted in substantial financial expenses, reducing the profit before taxes considerably.
- Although net liabilities increased, the company's solidity remained stable. Equity ratio stood at 51.1%.
- Itella Mail Communication launched major investments in mail sorting and delivery in Finland. The profitability of Finnish postal operations declined slightly.
- Itella Information improved its profitability while continuing to grow and expand.
- Itella Logistics experienced strong growth particularly in Russia. The weakening of the economic conditions had a negative effect on profitability, and operating profit (EBIT) decreased clearly. Russian operative business developed as expected, but due to the global financial crisis, a goodwill impairment loss of EUR 26.1 million was recorded for the ItellaNLC subsidiary.
- The Board of Directors' dividend proposal is EUR 10.0 million.
- The number of employees within the Group rose by more than 25%, standing at nearly 31,700 at the end of the year. The employees are rewarded with a bonus of EUR 2.9 million.

## Jukka Alho, President and CEO:

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The economic conditions are increasingly being reflected in Itella's business as well. The international financial crisis began to affect our operations after the summer season. The biggest factors affecting profitability were, however, the rise in labor costs, which was known in advance, and the higher fuel prices. Full-year results fell short of the previous year, although our operational result was close to expectations.

2008 was a significant year in terms of Itella's strategic trajectory. We clarified our strategy by basing our operations on three processes that are vitally important both for our business customers and for the public sector: customer relationship and sales processes, supply chain and logistics processes, and invoicing and financial management processes. Itella's future growth prospects will focus on these areas.

In Finland, our number one goal is securing and improving the conditions for postal services. The related major investment program gained momentum in 2008.

Geographically speaking, our growth was strongest in Russia particularly in service logistics. In Central Europe, our expansion was more moderate, with Itella Information grew organically into new countries. ”



Jukka Alho, President and CEO

## Itella in Brief

Itella Group provides solutions for managing information and product flows. Itella operates in mail communication, information logistics and logistics in Northern and Central Europe and Russia. The Group employs some 31,700 staff and reported net sales of EUR 1 953 million in 2008. Corporate services are delivered under the Itella brand, while the Posti brand is used for services targeted at consumers in Finland.

More information on the Group is available at [www.itella.fi/group/english](http://www.itella.fi/group/english).

**Itella Mail Communication** offers multi-channel delivery services and customer relationship marketing solutions which enable organizations to reach their customers. It also provides the daily mail services essential to Finnish society.

**Itella Information** provides organizations with outsourcing solutions for invoicing, financial management and digitizing.

**Itella Logistics** supports and improves its customers' business operations by providing solutions for land, sea, and air freight, parcel and express delivery and contract logistics.

# Board of Directors' Report for 2008

## Business environment

The key factors affecting Itella's business environment are the development of electronic communications and the implementation of the Postal Services Directive in EU countries. While the behavior and needs of corporate customers and consumers are evolving, new players and operating models are entering the industry, intensifying competition further. Furthermore, national borders are waning in significance.

In 2008, the economic downturn was first reflected in demand for freight services in Denmark and the Baltic countries. However, by the last quarter, the dramatic change in economic trends was already affecting demand for all services in all countries, except Russia. Other consequences of the recession include excess capacity and fierce price competition. On the other hand, Itella recognizes the opportunities created by the downturn, as the Group's extensive integrated solutions can provide customers with effective means of improving their efficiency while generating cost savings.

Itella's geographical coverage strengthened and expanded during the year, Russia's share increasing in particular. Since most of Itella's international operations are outside the euro zone, the impact of exchange rate fluctuations on Itella is much greater than before—especially in the current financial climate.

## Net sales and profit performance

Itella Group's consolidated net sales rose by 14.2% in 2008, to EUR 1,952.9 million (EUR 1,710.6 million in 2007), with acquisitions accounting for 9.6 percentage points of this growth. Finland represented 7.1% and other countries 34.1% of Group growth. Of consolidated net sales, 31% (26%) was generated outside Finland. Net sales increased in all three business groups.

Consolidated EBIT excluding a non-recurring item decreased by 6.6% to EUR 95.1 million (EUR 101.8 million), representing 4.9% (6.0%) of consolidated net sales. EBIT improved in Itella Information but declined in Itella Mail Communication and Itella Logistics, primarily due to the sharp rise in labor costs as a result of the collective agreement signed in fall 2007, as well as increased fuel costs.

Impairment testing of the goodwill of Itella Logistics' Russian operations resulted in an impairment of EUR 26.1 million. This was mainly due to a rise in the discount rate as well as the estimated effects of the global financial crisis and economic downturn—which began after the signing of the deal—on demand for logistics services over the next few years. These effects did not, however, show in the 2008 EBIT, and the Russian operations fulfilled expectations in this respect. Consolidated EBIT including a non-recurring impairment loss of EUR 21.1 million came in at EUR 69.0 million (EUR 101.8 million), representing 3.5% (6.0%) of consolidated net sales. Following the recording of the impairment loss, goodwill on the consolidated balance sheet was EUR 174.9 million (EUR 150.7 million).

The profit for the period includes EUR 5.3 million in write-downs on real estate shares and a one-time capital gain of EUR 5.4 million. Moreover, the carrying amount of the Group's real property was EUR 445.9 million (EUR 245.7) at the end of the fiscal year. The expense provision for the employee profit-sharing scheme totaled EUR 2.9 million (EUR 6.0 million).

The Group's net financing cost was EUR -22.4 million (EUR +7.7 million). In addition, the consolidated income statement includes EUR 21.5 million net in exchange rate losses related to the NLC subgroup. Consolidated profit after financial items amounted to EUR 46.6 million (EUR 109.5 million). Income tax totaled EUR 27.9 million (EUR 31.0 million) and consolidated net profit EUR 18.6 million (EUR 78.5 million). Return on equity stood at 2.6% (11.1%).

Key figures of Itella Group	2008	2007	2006
Net sales, MEUR	1 952,9	1 710,6	1 574,5
Operating profit (EBIT) excl. impairment loss, MEUR	95,1	101,8	90,9
EBIT margin excl. impairment loss, %	4,9	6,0	5,8
Operating profit (EBIT), MEUR	69,0	101,8	89,0
EBIT margin, %	3,5	6,0	5,7
Profit before tax, MEUR	46,6	109,5	94,4
Return on equity, %	2,6	11,1	10,1
Return on investment, %	12,4	15,6	14,1
Equity ratio, %	51,1	65,9	65,1
Gearing, %	14,8	-36,4	-32,1
Personnel on average	28 163	25 623	25 294
Capital expenditure, MEUR	351,5	94,2	69,5
Dividends, MEUR	10,0 *)	39,0	27,0

\*) Board of Director's Proposal

## Itella Mail Communication

Itella Mail Communication improved its net sales by 2.7% to EUR 918.1 million (EUR 893.8 million), with acquisitions accounting for 0.2 percentage points of this growth.

Letter mail volumes increased slightly over the previous year, with the First Class letter volume declining by about 1% and the Second Class letter volume rising by 2%.

Addressed and unaddressed direct mail were down 2% and 5% respectively. Price competition in direct mail deliveries remained intense.

Magazine delivery volumes were almost unchanged. Deliveries of subscription newspapers were in line with general circulation trends, falling by over 3%. Newspapers accounted for 7% of Itella Group's consolidated net sales. The volume of local freesheets decreased markedly year-on-year.

Itella Mail Communication posted an EBIT of EUR 86.2 million (EUR 88.9 million), representing 9.4% (9.9%) of net sales. This performance was undermined by a significant rise in labor costs as well as the high fuel costs of the first half of the year.

The Customer Relationship Marketing unit was reinforced through two acquisitions: the Finnish DH Tools Oy, which specializes in marketing management systems, early in the year and the Russian OOO Connexions, which offers consulting and campaign management services for customer relationship marketing, at the end of the year.

The four-year development project launched in 2007 to transform mail sorting and delivery continued in Finland. In conjunction with this project, investments of around EUR 160 million will be made in sorting and delivery network equipment, systems, and buildings between 2007 and 2010.

## Itella Information

Itella Information reported net sales of EUR 247.1 million (EUR 223.4 million), up 10.6%, with acquisitions accounting for 7.7 percentage points of this growth. Net sales improved for all product lines, with the exception of Transactional Messaging (multi-channel invoicing services). Geographically speaking, net sales increased in all countries apart from Germany.

Itella Information posted EBIT of EUR 9.6 million (EUR 5.4 million), or 3.9% (2.4%) of net sales. This improved profitability was a result of streamlining measures performed in all product lines.

A joint venture established by Norway Post and Itella Information began operating in Norway in June, while a new subsidiary established in Poland, Itella Information sp. z o.o, did the same in May. The Finnish Tuottotieto Oy, a provider of expert services, operating models, and system solutions related to the outsourcing of financial management processes and business development, was acquired in October.

## Itella Logistics

Itella Logistics increased its net sales by 31.2% to EUR 813.2 million (EUR 619.8 million), with acquisitions accounting for 24.4 percentage points of this growth. Demand for freight and forwarding services began to wane in the first half of the year, first in Denmark and the Baltic countries, then in other countries in the latter part of the year. Growth in demand for parcel and transport services

subsided towards the end of the year, while demand for contract logistics remained stable, or strong in the case of Russia.

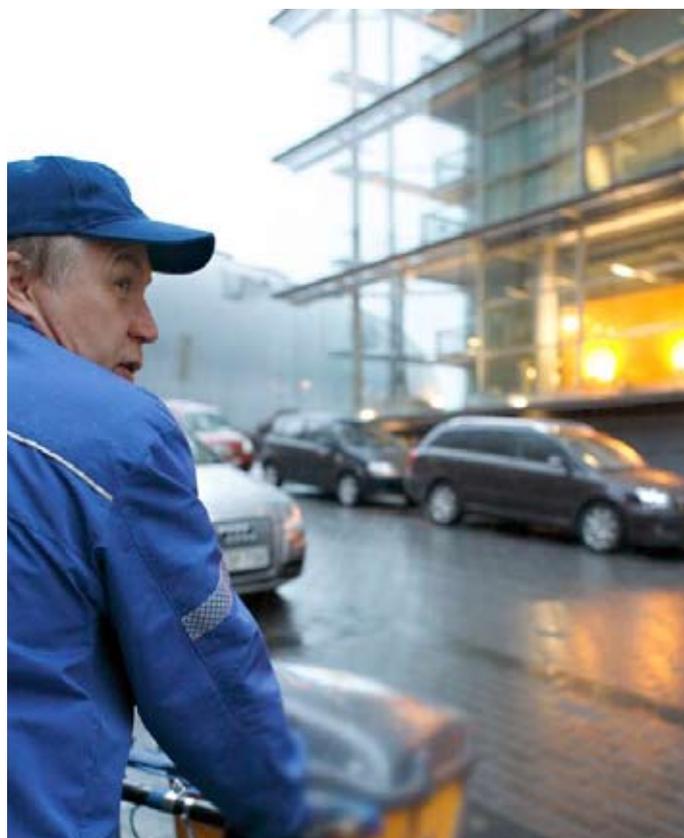
Itella Logistics' EBIT excluding a non-recurring item was EUR 16.0 million (EUR 22.2 million), representing 2.0% (3.6%) of net sales. This decrease was due to higher production costs and a decline in road traffic volumes. As a result of the NLC acquisition, the Russian operations recorded a profit for the first time in their history. Itella's performance was negatively affected by exchange rate losses (netto) of EUR 21.5 million related to the NLC subgroup.

Due to a rise in the discount rate and the uncertain economic outlook, a goodwill impairment loss was recorded for the Russian operations. As a result, EBIT including this non-recurring item was negative at EUR 10.1 million (positive at EUR 22.2 million), accounting for -1.2% (3.6%) of net sales.

Itella Logistics acquired the Finnish Kauko Group Oy, which specializes in international transport services, and the Swedish Hansar Logistics AB in the first half of the year. In the summer, the company's 50% stake in the Norwegian Universal Spedisjon Bergen AS, a provider of transport and contract logistics services, was raised to 100%.

The acquisition of the Russian logistics corporation NLC (National Logistic Company) was completed in early August. The selling parties in the deal were RosEvroGroup and the capital investment funds administered by Citi Venture Capital International (CVCI). RosEvroGroup will continue to operate as a minority shareholder with a share of 10% until the end of 2010, the customs clearance operations of NLC being transferred to it in full as part of the deal. Real estate owned by the NLC Group formed a significant proportion of the total value of the acquisition.

Itella Logistics made a decision to invest in a logistics centre to be built in the city of Lahti in Finland, worth in the region of EUR 40 million.



Key Figures of Business Groups, MEUR	2008	2007	Change
<b>Itella Mail Communication</b>			
Net sales	918,1	893,8	2,7 %
Operating profit (EBIT)	86,2	88,9	-3,0 %
EBIT margin,%	9,4 %	9,9 %	
<b>Itella Information</b>			
Net sales	247,1	223,4	10,6 %
Operating profit (EBIT)	9,6	5,4	77,8 %
EBIT margin,%	3,9 %	2,4 %	
<b>Itella Logistics</b>			
<i>Operating profit excl. impairment loss</i>			
Net sales	813,2	619,8	31,2 %
Operating profit (EBIT)	16,0	22,2	-27,9 %
EBIT margin,%	2,0 %	3,6 %	
<i>Operating profit incl. impairment loss</i>			
Net sales	813,2	619,8	31,2 %
Operating profit/loss (EBIT)	-10,1	22,2	..
EBIT margin,%	-1,2 %	3,6 %	
<b>Other activities</b>			
Net sales	20,5	16,8	22,0 %
Operating profit/loss (EBIT)	-16,7	-14,7	..
EBIT margin,%	-81,5 %	-87,5 %	
Intra-Group sales	-46,0	-43,2	..
<b>Itella Group</b>			
<i>Operating profit excl. impairment loss</i>			
Net sales	1 952,9	1 710,6	14,2 %
Operating profit (EBIT)	95,1	101,8	-6,6 %
EBIT margin,%	4,9 %	6,0 %	
<i>Operating profit incl. impairment loss</i>			
Net sales	1 952,9	1 710,6	14,2 %
Operating profit (EBIT)	69,0	101,8	-32,2 %
EBIT margin,%	3,5 %	6,0 %	

## Business risks

In 2008, Itella continued to systematize and expand its risk management process. In addition to the business groups, these activities were extended to critical support functions. A risk tolerance model was implemented within the Group.

### Strategic risks

Itella's key strategic risk lies in the speed of digitization, although this has not lived up to expectations so far. Itella is preparing for this change by improving the productivity of its physical delivery network. In the area of digital and multi-channel operations, digital substitution also represents an opportunity for Itella. The company has responded to evolving customer needs by launching new information logistics products and solutions.

Successful management of acquisitions continues to play a pivotal role, and Itella is constantly developing its acquisition and integration expertise and the related processes. The management of risks associated with the sale and delivery of more extensive integrated solutions (outsourcing solutions) is also gaining in importance.

Risks related to Russia's economic development will also be reflected in Itella in the future.

Human resources and competencies involve significant risks. Over the next few years, Itella will need to adjust its labor costs flexibly to changes in letter volumes. The company aims to manage risks associated with workforce availability and stability as well as ensuring sufficient training and rewards for key persons, and appropriate resource allocation in critical projects. Measures related to occupational safety and workplace well-being are also of key importance in managing HR risks.

The EU Postal Services Directive, which will take effect in 2011, will probably impact on industry regulations and competition. Itella is preparing for changes by, for example, boosting productivity.

## Financial risks

The focus in financial risk management is on mitigating variations in financial performance, the balance sheet, and cash flow while seeking to secure the Group's effective capital structure and sound financial position. To this effect, the Group aims to identify risk concentrations and hedge against them to the necessary extent. The Group's operations involve currency, interest rate, liquidity, credit, and counterparty risks. Credit risks are managed by the sales organizations of business areas. Group Treasury is responsible for the centralized management of financial risks in line with the financing guidelines approved by the Board of Directors.

A more detailed account of financial risks and their management can be found in the Notes to the Consolidated Financial Statements.

## Operational risks

Itella's products, services, and processes are based on a well-functioning ICT infrastructure and data communications whose continuity must be secured using all available means. Interruption risks arising from ICT failures constitute the key operational risk for Itella. These risks are primarily managed through efficient supplier network management and by ensuring the operation of critical applications through comprehensive continuity planning and information security management.

The Group aims to take out insurance against all risks that it deems as reasonably insurable for financial or other reasons. Insurance covering employees, business continuity, assets, and liabilities is managed by the Group on a centralized basis. Liability risks include risks caused by operations and products, as well as corporate management liabilities. In determining the related deductibles, the Group takes account of its risk tolerance.

## Changes in corporate structure

### Itella Information:

- The business group acquired the operations of the Polish BusinessPoint S.A., which specializes in printing and document management. This company posted net sales of EUR 10 million in 2007, and the number of transferred employees was 221. The new company began operating in May.
- A joint venture, Itella Information AS, was established with Norway Post. Itella's stake is 51%. The company's annual net sales were estimated at around EUR 25 million, and it employed a staff of 136 at the end of the year. It began operating in June.
- In October, the business group acquired the Finnish Tuottotieto Oy, which reported net sales of just under EUR 5 million in 2008 and employed 102 persons.
- New corporate entities were established in Slovakia and Russia.

### Itella Logistics

- The business group acquired the Finnish Kauko Group Oy and the Swedish Hansar Logistics AB. Their combined net sales for 2007 totaled EUR 60 million, and the number of employees transferred was 118. The companies were consolidated into Itella Group as of April.
- The business group purchased the entire stock of the Norwegian Universal Spedisjon Bergen AS, raising its previous share of 50% ownership.
- The business group purchased 90% of the Russian logistics group NLC's (National Logistic Company) stock. NLC had net sales of approximately EUR 180 million, and employed some 6,000 persons. NLC was consolidated into Itella Group as of August.

### Itella Mail Communication:

- The business group acquired the Finnish DH Tools Oy, which employed a staff of 16.
- In Russia, the business group acquired OOO Connexions, which employed some 30 persons and reported net sales of around EUR 3 million. The company was consolidated into Itella's accounts as of November.

### Other functions:

- The parent company established Itella IPS Oy (Itella Payment Services), which applies for authorization as a payment institution, as per the Finnish Act on Credit Institutions. The aim is to become part of the Finvoice electronic invoice system developed by the Finnish banking sector.

## Capital expenditure

Itella Group's capital expenditure totaled EUR 110.4 million (EUR 71.9 million), the most significant investments being in machines, equipment, and buildings. The three-year investment program related to mail sorting, launched in 2007, continued in Itella Mail Communication. It is one of the company's most extensive investments for decades. Acquisitions amounted to EUR 241.1 million (EUR 22.3). The most significant acquisition was the Russian NLC, Itella purchasing 90% of its stock for a cost of EUR 203.0 million. Of consolidated capital expenditure, EUR 129.4 million was targeted at Finland and EUR 222.1 million at international operations.

## Research and development

Itella Group's research and development expenditure for 2008 came to EUR 26.6 million, or 1.4% of the Group's total operating expenses. The 2007 and 2006 comparatives were EUR 30.5 million (1.9%) and EUR 32.8 million (2.2 %) respectively.

In addition to annual analyses, research themes for 2008 included electronic invoicing, the e-commerce needs of consumers, the future of mass communication channels, customer magazines, and experiences in combining standard and early deliveries. In terms of Group-wide innovation activities, the focus was on the development of new business models associated with mobile, positioning, sorting automation, and tracking technologies, as well as social media.

Alongside actual R&D activities, Itella carries out development work closely related to products, services, processes, and infrastructure. It has major projects underway in areas such as infrastructure for multi-channel delivery and contact information management, the new Customer Experience Management (CEM) business, and supply chain tracking technology.

## Environmental impacts

Most of Itella's environmental impacts are related to greenhouse gas emissions. In spring 2007, Itella pledged to cut its carbon emissions by 10% by 2012 (in relation to net sales, compared to 2007). More information on environmental issues can be found in Itella's Annual Report. The Group has not published an environmental report assured by an independent third party.

## Financial position

Consolidated net cash flow from operating activities totaled EUR 130.8 million (EUR 153.3 million) before investment activities.

Capital expenditure amounted to EUR 351.5 million (EUR 94.2 million), with acquisitions accounting for EUR 241.1 million (EUR 22.3 million).

The Group's financial position remained stable. At the end of the year, liquid assets were EUR 129.4 million (EUR 297.6 million) and undrawn committed credit facilities EUR 175.0 million (EUR 200.0 million). Commercial papers issued amounted to EUR 82.4 million at the end of the period. The Group's interest-bearing liabilities were EUR 232.3 million (EUR 31.2 million), of which ItellaNLC's interest-bearing liabilities made up EUR 101.8 million. Equity ratio stood at 51.1% (65.9%) and gearing was 14.8% (-36.4%).

## Share capital and shareholding

Itella Corporation is wholly owned by the Finnish State, its share capital consisting of 40,000,000 shares of equal per-share value. The company holds no treasury shares, nor has it subordinated loans. It has neither granted loans to related parties nor given commitments on their behalf. Furthermore, the company has not issued shares, stock options, or other rights entitling to holdings in company shares. Its Board of Directors has no authorization to issue shares or stock options or other special rights entitling to holdings in company shares.

## Administration and auditors

On March 18, 2008, Itella Corporation's Annual General Meeting elected the following members to the Board of Directors: Eero Kasanen (Chairman), Rector; Mikko Kosonen (Vice Chairman), President; Kalevi Alestalo, Financial Counselor; Hele-Hannele Aminoff, Managing Director; Erkki Helaniemi, Partner; Riitta Savonlahti, Executive Vice President, Human Resources; and Maarit Toivanen-Koivisto, President. The AGM re-elected Antero Palmolahti, National Chief Shop Steward, and Mirja Sandberg, National Chief Shop Steward, as employee representatives to the Board.

Itella Corporation's auditor was KPMG Oy Ab (a firm of Authorized Public Accountants).

The Chairman of the Supervisory Board was Eero Lehti, Member of Parliament, and the Vice Chairman was Antti Rantakangas, Member of Parliament.

Jukka Alho, M.Sc. (Tech.), acted as Itella Corporation's President and CEO in 2008.

## Human resources

At the end of 2008, Itella Group employed a staff of 31,672 (25,211), the average number being 28,163 (25,623). This corresponds to 22,129 person-years if part-time employees are converted to full-time equivalents.

The parent company had 21,602 (21,585) employees at the year-end, the average number being 22,007 (21,297).

As a result of acquisitions, the number of employees working outside Finland increased to 8,176 (1,918) at the year-end. The number of employees based in Finland was 23,496 (23,293).

The profit for the period included EUR 2.9 million (EUR 6.0 million in 2007) in expense provision for the employee profit-sharing scheme.

Additional information on human resources is available in the Annual Report.

Group personnel	2008	2007	2006
Wages and salaries, MEUR	709,0	647,6	604,5
Employees Dec. 31	31 672	25 211	24 806
Employees on average	28 163	25 623	25 294

## Events after 2008

The Group decided to strengthen its financial position by drawing a EUR 100 million TyEL (Employees Pensions Act) loan.

The unrealized exchange rate losses on the Russian operations in January 2009 can be compared to the amount of exchange rate losses in 2008 that weighed down the results.

## Outlook for 2009

Demand for Itella's services is now more dependent on economic cycles than before. Moreover, the current recession may rapidly speed up the digitization process, with a major impact on changes in long-term demand for Itella's services. In some business areas, excess capacity in the market may lead to more aggressive price competition. On the other hand, Itella also sees the downturn as an opportunity to offer extensive integrated solutions to customers.

Technically, the Group's net sales for 2009 will be boosted by the previous year's acquisitions, which were not included in the consolidated accounts for the entire 2008 fiscal year. Exchange rate fluctuations may have a greater impact on Itella's figures than in previous years. Nevertheless, the fundamental earning power of Itella's operations is relatively stable.

Measures and projects aimed at improving work productivity will be the focus in Itella Mail Communication in particular. The Group aims to cut overheads across the organization and to render the management and control of discretionary costs more efficient. Savings achieved by adjusting the number of employees will not yet show in 2009.

The timing and number of acquisitions and other investments will be considered carefully. However, the level of capital expenditure will remain above the long-term average, due to the ongoing projects in Finland.

## Board of directors' proposal to the AGM

According to the financial statements, the parent company's distributable profits total EUR 697,283, 704.81, of which net profit for 2008 accounts for EUR 57,165,342.61.

No material changes have taken place in the Group's financial standing since the end of the fiscal year, nor does the solvency test, as specified in section 13, subsection 2 of the Finnish Companies Act, affect the proposed distributable profits.

The Board of Directors proposes to the Annual General Meeting that the distributable profits be allocated as follows:

- Paying a dividend of EUR 0.25 per share, or a total of EUR 10,000,000.00.
- Retaining EUR 47,165,342.61 under shareholders' equity.



## Interim Reports in 2009

Q1 Interim Report 30 April  
H1 Interim Report 22 July  
Q1–3 Interim Report 22 October

## Financial Publications

Itella Corporation publishes its annual reports, interim reports and media bulletins in Finnish, Swedish and English. These are available on the company's website at [www.itella.com/group/english](http://www.itella.com/group/english) or they can be ordered from the Corporate Communications:

Itella Corporation, Corporate Communications  
P.O. Box 1, FI-00011 ITELLA, FINLAND  
Tel. +358 20 451 5415, [communications@itella.com](mailto:communications@itella.com)

## Contact persons in Financials

Senior Vice President, CFO Tuija Soanjärvi, tel +358 (0)20 45 20907  
Vice President, Communications, Päivi Alakuijala, +358 (0)40 840 0251  
Information Coordinator Satu Toivonen, +358 (0)40 8212 097  
email: [firstname.lastname@itella.com](mailto:firstname.lastname@itella.com)

Itella Corporation  
P.O. BOX 1  
FI-00011 ITELLA, Finland  
Tel. +358 20 4511  
[www.itella.com/group/english](http://www.itella.com/group/english)

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