

**Banco Privado Portugues
(Cayman) Ltd (In Official
Liquidation)**

*Twenty Ninth Report of the Joint
Official Liquidators*

20 September 2024

CAUSE NO. FSD: 166 OF 2010 (RPJ)

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1. Basis of Preparation and Disclaimer

1.1. Basis of Preparation

Simon Conway and Jess Shakespeare of PwC Corporate Finance & Recovery (Cayman) Limited, PO Box 258, 18 Forum Lane, Camana Bay, Grand Cayman, KY1 1104 Cayman Islands ("PwC Cayman"), were appointed Joint Official Liquidators of Banco Privado Portugues (Cayman) Ltd on 9 July 2010 pursuant to an Order (the "Order") of the Grand Court of the Cayman Islands (the "Cayman Court").

1.2. Disclaimer

This report is strictly confidential and must not be provided to or made available, by any means, to any third party, and should not be copied or disclosed to any third party or otherwise be quoted or referred to, in whole or in part, in each case without the prior written consent of the JOLs.

In the event that this report is obtained by a third party, whether from PwC Cayman or another member firm of PricewaterhouseCoopers International Limited ("PwC IL") (each member firm of which is a separate legal entity), or any other source, or used for any purpose other than in accordance with its statutory purpose or as otherwise provided by law, any such party relying on the report does so entirely at their own risk and shall have no right of recourse against the JOLs, PwC IL, PwC Cayman, their partners, directors, employees, professional advisers or agents ("PwC Parties"). None of the PwC Parties accept any liability or assume any duty of care to any third party (whether it is an assignee or successor of another third party or otherwise) in respect of this report.

In preparing this report, the JOLs have relied upon information available, provided to date by the Company's management and directors, the Company's books and records, the Company's professional service advisors, legal counsel, bankers and other service providers, which may be limited and may not be complete. Except where specifically stated the JOLs have not sought to establish the reliability of the sources of information presented to them by reference to independent sources. Where the JOLs have made observations and drawn conclusions from the information and analysis, unless specifically stated, these observations and conclusions have not been confirmed with the Company's management or service providers.

The JOLs have not performed an audit, review or other assurance work in accordance with professional standards and consequently no such assurance is expressed.

This report should not be used as the sole basis for making any accounting entries.

The JOLs are acting as agents of the Company, without personal liability.

1.3. Privacy Statement

In providing liquidation services, PwC and the JOLs may collect or obtain personal data about individuals associated with a liquidation for the purposes of undertaking certain activities relevant to the liquidation, such as compliance with applicable laws and regulations (e.g., AML, FATCA, CRS, etc.) and distributions to stakeholders.

We encourage stakeholders to periodically review the privacy statement on our website <https://www.pwc.com/cb/en/privacy-statement.html> to learn more.

2. Introduction

2.1. Introduction

This is the JOLs' Twenty Ninth Report to the Grand Court and the creditors of the Company and should be read in conjunction with the Previous Reports.

2.2. Purpose of the JOLs' Twenty Ninth Report

This report has been prepared in order to provide an update on the progress and conduct of the liquidation since the date of the last report.

2.3. Summary of actions taken since February 2024

Below is a summary of the main work-streams undertaken by the JOLs and their staff during the period 1 March 2024 to 31 August 2024.

1. Evaluated claims and collected / reviewed KYC and AML information for claimants totalling €1.2m. Instructing trust cash, first, second and third interim distribution payments to unsecured creditors, in addition to Trust Cash totalling c. €850k;
2. Completed filings for compliance with FATCA and CRS reporting requirements;
3. Reviewing the pool of claims for which the JOLs have limited and, or incomplete books and records;
4. Progressing enforcement actions against outstanding debtors with a value of c. €13.5m;
5. In consultation with Cayman Islands and Portuguese legal counsel, commenced legal action on behalf of the estate; and
6. Ongoing dialogue and correspondence with creditors, providing general updates and responding to claim specific queries.

3. Update on Progress of Liquidation

During the six-month period from 1 March 2024 to 31 August 2024, a principal focus of the JOLs' actions has been in relation to the collation of due diligence documentation under the new anti-money laundering regulations in Cayman, in order to instruct payments; and asset recoveries for the Company's liquidation estate.

3.1. First, Second and Third Interim Distribution

As of 31 August 2024, the JOLs have declared three interim distributions:

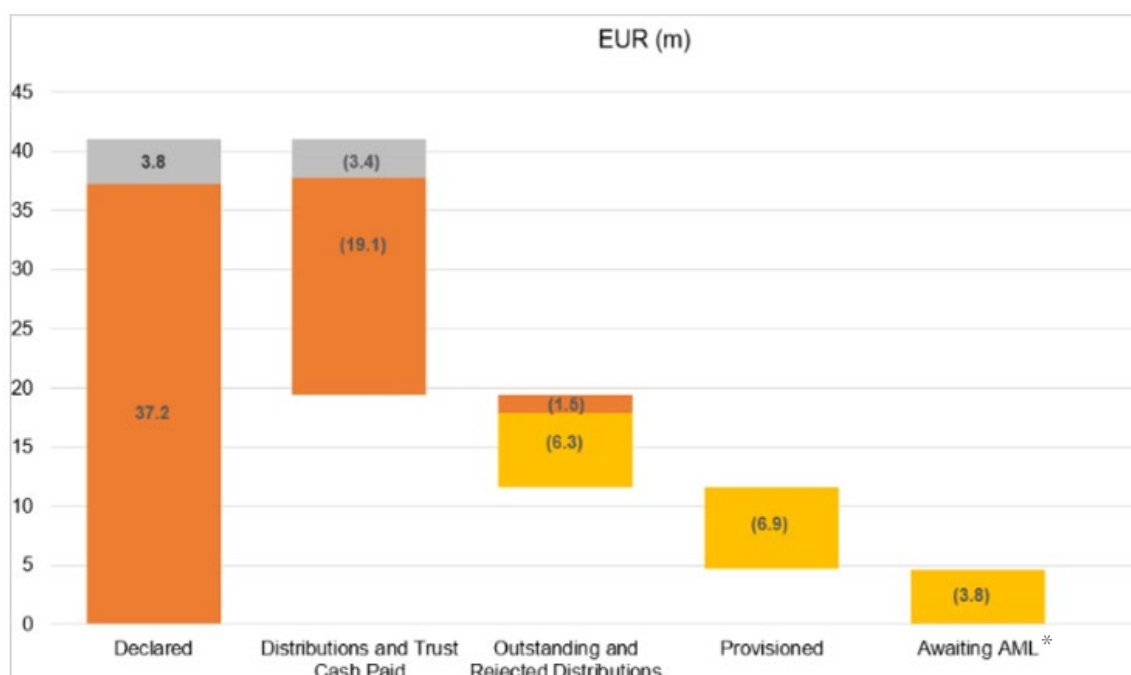
1. The First Interim Distribution of €26.2m was declared in March 2018, this represented 12.67% of claims;
2. The Second Interim Distribution of €6.4m was declared in April 2020, this represented 3.11% of claims; and
3. The Third Interim Distribution of €4.5m was declared in November 2023, this represented 2.20% of claims.

In addition to the interim distributions, the JOLs also held €3.8m of Trust Monies which are due to a certain pool of creditors, who have been notified of the funds held on their behalf. The Trust Monies have been paid alongside the distributions since the declaration of the First Interim Distribution.

In the 6 months to 31 August 2024, the JOLs have distributed a further €850k of distribution and Trust Cash to unsecured depositors and have reviewed AML documentation relating to a further €1.2m. The table below outlines the monies distributed to date.

The JOLs are awaiting AML documentation in relation to c.€3.8m (inclusive of €1.2m currently under review) of distributable funds. In some cases, creditors yet to receive distributions have not been contactable to date, whereas further AML documentation is required for the remainder. The JOLs are unable to instruct payment without submission of all required AML documentation, for further details please refer to Appendices 1 and 2.

Table 1: First, Second and Third Interim Distribution Payments as at 31 August 2024



*Awaiting AML - Distribution and Trust Cash monies awaiting AML documents.

3.2. Outstanding Distributions

In the 6 months to 31 August 2024, the JOLs have undertaken further investigation with regards to claims that remain outstanding and have not been paid in any of the First, Second or Third Interim Distributions. The JOLs' review has resulted in claims of €8.3m being rejected, with an associated distribution value of €1.5m, which will form part of any future distribution for unsecured creditors. The JOLs will continue to investigate and review the residual pool of distributions which have incomplete books and records.

3.3. Provisioned Claims

The JOLs have received claims from related parties, valued in the total amount of c.€44.9m, the validity of which is being investigated by the JOLs. Given uncertainties with respect to the validity of those claims, the JOLs have requested further information and/or documentation in support of those claims, and as such, a provision in the amount of c.€6.9m has been set aside in relation to those potential claims that have been submitted but not yet adjudicated. The JOLs have been in discussions with the relevant related parties in order to obtain further supporting documentation in relation to their claims.

As previously disclosed, following discussions with the JOLs' Cayman and Portuguese legal counsel (in respect of which, privilege is not waived), and pursuant to the documentation reviewed with regards to the provisioned claims, the JOLs identified claims which the Company is able to bring against the related parties. Accordingly, the JOLs have obtained court sanction from the Grand Court of the Cayman Islands to pursue claims against one of the respective related parties in the amount of €22.4m.

From the documents which the JOLs have reviewed, it appears that the Company, prior to its collapse and represented by certain former directors (the "Former Directors") who were also Former Directors of the related party, entered into contracts which did not benefit the Company, but instead benefitted a related party. These transactions and breach of fiduciary duties by the Former Directors had the effect of depriving the Company and its creditors of fees in the amount of €22.4m.

As the related party is insolvent, the benefit of a successful litigation would be the release of the €6m provision currently set aside in relation to this related party which is included within the c.€6.9m noted above.

In the 6 months to 31 August 2024 and following the receipt of the court sanction on 9 November 2023 to commence proceedings, the JOLs' legal counsel obtained leave from the Grand Court to serve the Writ of Summons on the Defendants outside of the Cayman Islands on 26 April 2024.

As of 18 June 2024, the Defendants were successfully served, and the JOLs' legal counsel filed a Statement of Claim with the Court on 12 August 2024.

The JOLs, alongside Cayman legal counsel will continue to progress this litigation.

The JOLs will also continue to progress investigations in relation to the other related parties with a provision currently set aside of c.€0.9m.

3.4. Other Assets Available for Distribution

3.4.1. Pledged or Assigned

There was c. €3.3m of distributable funds which are subject to either a pledge against debts owed to BPP SA, or which have been assigned to a party who have an outstanding debt with BPP SA.

The JOLs reached an agreement with BPP SA and the relevant creditors with regards to a process for the remaining monies to be paid to the Portuguese courts to be held in escrow, or to be settled between the creditors and BPP SA.

The pledged monies have therefore either been paid as distributions or, the JOLs are awaiting AML documentation in order to release the payments.

3.4.2. Client Monies

As detailed in Previous Reports, Client Monies are currently being held in BPP SA's custody on behalf of certain depositors and are segregated from both BPP Cayman's and BPP SA's liquidation estates.

The JOLs will continue to seek agreements with depositors with respect to the split of Client Monies held by BPP SA on terms substantially the same as those sanctioned by the 14 May 2014 Grand Court Order. Any Client Monies received post 9 July 2010 and held in BPP SA's custody is available for immediate transfer, following settlement of any outstanding debts owed by the depositor, if applicable.

In circumstances where Client Monies are held on behalf of depositors, details of the pre and post 9 July 2010 cash positions are set out in the JOLs' claim admittance and/or rejection notification letters previously circulated.

4. Asset Recoveries

Since the previous Report, the JOLs have made further progress with regards to realisations from the Company's major debtors.

4.1.1. Debt Recoveries

The JOLs have obtained original loan and security documentation for numerous outstanding debts, totalling €13.5m so far, and have begun enforcement proceedings accordingly. To date, the JOLs have received initial judgements in favour of the Company regarding €1.8m of outstanding debt. As previously noted, enforcement proceedings are expected to take several months before the resulting realisations form part of the Company's liquidation.

4.2. Financial Position as at 31 August 2024

The Receipts and Payments set out in Table 2 below provides a summary of the JOLs' asset realisations and payments since the commencement of the Controllership on 27 May 2010 to 31 August 2024.

Table 2: Receipts and Payments 4 June 2010 to 31 August 2024

EUR Account Summary	Pledged	Unpledged
Receipts		
Voluntary contribution to JOLs for t/f of custody assets	-	223,825
Customer Settlement Proceeds		413,968
SIV Settlement Proceeds		5,000,958
Settlement Agreement - Trust Monies (40% Pledged Debt Collections)		7,857,826
Settlement Agreement - FEI Monies		25,417,766
Settlement Agreement - 60% Pledged Debt Collections		2,767,015
Realisation from Investments		-
Loan/Debt Repayments		11,113,633
PIHY 36 Swap Proceeds due to Elle Ventures	320,873	-
Cash available at the date of appointment		926,385
Term Deposit interest		278,381
Management Fees (FEI)		142,027
Total Cash Receipts (EUR)	320,873	54,141,782
Payments		
Controllership fees - PwC Cayman		(87,717)
Controllership fees - PwC Portugal		(46,777)
Controllership fees - Maples & Calder		(8,227)
Transfers to USD account		(3,305,757)
Maples & Calder		(789,553)
PwC Cayman Fees		(3,412,260)
PwC Portugal Fees		(1,182,846)
AAA		(661,888)
JBL*		(234,028)
RBMS		(230,010)
Jean Francois Bouchoms		(6,178)
Law Square		(15,958)
Squire Patton Boggs		(5,623)
Kellner Herlihy Getty & Friedman		(5,659)
PIHY 36 Swap Proceeds due to Elle Ventures	(320,873)	-
Statutory Advertising		(1,026)
PwC Cayman Disbursements		(51,776)
PwC Portugal Disbursements		(39,472)
Payment to service providers		(60,535)
Distributions to Depositors		(22,483,121)
Bank Charges		(980,139)
Total Payments	(320,873.39)	(33,608,551)
Balance as at 31 August 2024	-	20,533,231

USD Account Summary	Pledged	Unpledged
Receipts		
Voluntary contribution to JOLs for t/f of custody assets		6,841
Transfers from EUR account		3,737,040
SIV Settlement Proceeds		194,149
Realisation from Investments		1,224,422
Settlement Agreement		1,259,751
Loan/Debt Repayments		312,420
Cash available at the date of appointment		-
Total Cash Receipts (USD)		6,734,624
Payments		
Controllership fees - PwC Cayman		
Controllership fees - PwC Portugal		
Controllership fees - Maples & Calder		
Maples & Calder		(1,654,343)
PwC Cayman Fees		(3,284,690)
PwC Cayman Disbursements		(9,874)
PwC Brazil Fees		(2,105)
Statutory Advertising/Website		(15,114)
Law Square		(2,451)
Registrar of Companies		(44,230)
Payment to service providers		(25,772)
Bank Charges		(9,325)
Duarte Forssell		(40,422)
Kellner Herlihy Getty & Friedman		(92,306)
Conyers Dill & Pearman		(9,766)
PwC Tax		(76,405)
Total Payments		(5,266,803)
Balance as at 31 August 2024		1,467,821

5. JOLs' Fees and Expenses

5.1. Fees and Expenses Incurred During the Period 1 March 2024 to 31 August 2024

The JOLs incurred time costs during the period 1 March 2024 to 31 August 2024 totalling US\$414,715. The summary of the fees incurred by PwC Cayman are summarised in the tables below. Attached at Appendix 3 is a summary of the time spent, the tasks completed and the prescribed hourly rates of the JOLs and their staff. The time incurred by the JOLs during the period will be the subject of the JOLs' fee application scheduled to be filed with the Grand Court at the next available hearing.

The JOLs will also seek approval of the fees incurred during the period from the Liquidation Committee in advance of their Grand Court application.

Table 3: PwC Cayman's Fees

Banco Privado Portugues (Cayman) Ltd. (In Official Liquidation)

Time Analysis for the period 1 March 2024 to 31 August 2024

BPP Category	Total	
	Hours	Cost US \$
1 Appointment of JOLs, job acceptance, administration, and billing	57.2	35,557.5
2 Statutory requirements - Inc statutory tax filings for CRS and FATCA	146.9	77,216.0
3 Statutory requirements - Inc creditors meeting, review of claims, minutes and preparing reports	-	-
4 Strategy, asset realization & Legal analysis & support	24.5	17,983.0
5 Communication - creditors and investors	4.0	2,433.0
6 Communication - BPP SA	-	-
7 Communication - Directors	-	-
8 Communication - Custodians	-	-
9 Communication - Other parties (BANIF, BoP)	-	-
10 Liquidation committee correspondence, meetings and reporting	22.4	16,943.0
11 Realization of custody assets	1.7	1,287.5
12 Investigation	61.3	52,683.0
13 Cash Management	-	-
14 Translations and review of translations	-	-
15 Interim distribution, anti-money laundering reviews, payment instructions	472.1	210,612.5
Grand Total	790.1	414,715.5

The JOLs incurred disbursements totalling US\$21,511 in the period 1 March 2024 to 31 August 2024, relating to KYC investigations undertaken by PwC Portugal, and PricewaterhouseCoopers Tax Services Limited for CRS and FATCA filings for 2023.

6. Next Steps

The JOLs will continue to focus on the key actions required to ensure the orderly winding up of the Company. In particular, the principal areas of focus will remain:

- Continue with payment of the first, second and third interim distributions to unsecured creditors (subject to satisfactory completion of AML and other requisite due diligence procedures, and receipt of fully executed FATC/CRS Self-Certification forms);
- Determination of treatment of outstanding distributions with incomplete books and records;
- Recovery of loan book assets;
- Adjudication of provisioned unsecured claims and, if relevant, associated legal actions; and
- Continue proceedings relating to the related party claim.

Reports and circulars previously issued by the JOLs may be found on BPP Cayman's website at the following address: <http://www.bancoprivadoportuguescaymanltd.com/index.html>

Signed on behalf of the Joint Official Liquidators of
Banco Privado Portugues (Cayman) Ltd



Simon Conway
Joint Official Liquidator
Banco Privado Portugues (Cayman) Ltd

7. Glossary of Terms and Abbreviations

Terms used in this report are the same as those used in the First Report through Fifteenth Report.

Term	Definition
the Company or BPP Cayman	Banco Privado Portugues (Cayman) Limited (in Liquidation), a Cayman Islands registered company which formerly held a Class B Banking license issued by CIMA in 1997
BPP SA	Banco Privado Portugues, S.A., a Portuguese private bank which was placed into liquidation on 16 April 2010 and is the immediate parent of the Company
Client Monies	Proceeds from coupon payments, amortizations and maturities of certain custody assets received after the commencement of BPP Cayman's liquidation on 9 July 2010 and held on behalf of BPP Cayman's depositors
Companies Law	The Cayman Islands Companies Law (2018 Revision)
Grand Court	The Grand Court of the Cayman Islands
the JOLs	Mr. Simon Conway of PwC Cayman appointed Joint Official Liquidator of the Company by order of the Grand Court dated 20 November 2014, and Mr. Jess Shakespeare of PwC Cayman appointed Joint Official Liquidator of the Company by order of the Grand Court dated 13 July 2016
Previous Reports	The JOLs' previous Reports One through Seventeen to the Grand Court and creditors of the Company
Proprietary Portfolio	Third party investment assets owned by BPP Cayman; namely, shares held in Silver Creek Low Vol Strategies II, Ltd., Belmont RX SPC FI (In Voluntary Liquidation), and Belmont Asset Based Lending Ltd. (In Official Liquidation)
Segregated Monies	Cash under the control and custody of BPP SA in an account segregated from its insolvency estate generated as a result of dividend payments from, or the maturity of, SIV investment assets during the period 16 April 2010 and 9 July 2010 that can be split between the note holders of the SIV that generated the liquidity and BPP Cayman's liquidation estate
Settlement Agreement	Settlement Agreement between BPP Cayman, BPP SA and the Portuguese Republic entered into on 12 December 2016
the SIVs	Special investment vehicles; corporate entities established by the BPP Group to act as offshore holding companies for customer investments
Trust Monies	Proportion of loan collections received into BPP Cayman's liquidation estate pursuant to the terms of the Settlement Agreement and held in trust, on behalf of depositors in circumstances where a creditor's deposit claim in the liquidation exceeds the proportion of that depositor's loan repayment allocated to BPP Cayman's liquidation estate as a result of the disparity between Cayman Islands Law and Portuguese Law with respect to creditors' statutory right to set-off mutual dealings in the liquidation.

Appendix 1 – Anti-Money Laundering/KYC Document Guidance

Individuals	
1	Certified copy of passport or driving license
2	Certified utility bill from the last 3 months
3	Wire payment instructions
4	Completed 'Individual Self-Certification' FATCA form (attached)

Companies	
1	Confirmation of registered office and address of principle place of business
2	Certified certificate of incorporation
3	Wire payment instructions
4	Certified authorised signatory list
5	Completed 'Entity Self-Certification' FATCA and CRS form (attached)
6	Certified register of directors <i>For the principal director:</i> Certified passport or driving license Certified utility bill from the last 3 months
7	Certified shareholder register <i>For each individual shareholder with a 10% or greater holding:</i> Copy of passport or driving license Proof of address e.g. utility bill from the last 3 months Completed 'Individual Self-Certification' FATCA form (attached) <i>For each company shareholder with a 10% or greater holding:</i> Certificate of incorporation Shareholder register Completed 'Entity Self-Certification' FATCA form (attached)

Appendix 2 – Entity and Individual FATCA/CRS Self-Certification Forms

[CERTIFICATION FORMS ATTACHED SEPARATELY]

Appendix 3 - Summary of Fees Incurred by the JOLs during the for the period 1 March 2024 to 31 August 2024

Banco Privado Portugues (Cayman) Ltd. (In Official Liquidation)

Time Analysis for the period 1 March 2024 to 31 August 2024

	BPP Category	Partner			Director			Senior Manager		
		Hours	Rate	Cost US \$	Hours	Rate	Cost US \$	Hours	Rate	Cost US \$
1	Appointment of JOLs, job acceptance, administration and billing	14.9	1,075.0	16,017.5	2.4	815.0	1,956.0	4.4	680.0	2,992.0
2	Statutory requirements - Inc statutory tax filings for CRS and FATCA	8.1	1,075.0	8,707.5	26.7	815.0	21,760.5	18.1	680.0	12,308.0
3	Statutory requirements - Inc creditors meeting, review of claims, minutes and preparing reports	-	1,075.0	-	-	815.0	-	-	680.0	-
4	Strategy, asset realisation & Legal analysis & support	2.9	1,075.0	3,117.5	9.4	815.0	7,661.0	2.7	680.0	1,836.0
5	Communication - creditors and investors	-	1,075.0	-	0.4	815.0	326.0	0.5	680.0	340.0
6	Communication - BPP SA	-	1,075.0	-	-	815.0	-	-	680.0	-
7	Communication - Directors	-	1,075.0	-	-	815.0	-	-	680.0	-
8	Communication - Custodians	-	1,075.0	-	-	815.0	-	-	680.0	-
9	Communication - Other parties (BANIF,BoP)	-	1,075.0	-	-	815.0	-	-	680.0	-
10	Liquidation committee correspondence, meetings and reporting	4.6	1,075.0	4,945.0	11.6	815.0	9,454.0	-	680.0	-
11	Realisation of custody assets	-	1,075.0	-	1.3	815.0	1,059.5	-	680.0	-
12	Investigation	24.4	1,075.0	26,230.0	25.9	815.0	21,108.5	2.7	680.0	1,836.0
13	Cash Management	-	1,075.0	-	-	815.0	-	-	680.0	-
14	Translations and review of translations	-	1,075.0	-	-	815.0	-	-	680.0	-
15	Interim distribution, anti-money laundering reviews, payment instructions	9.8	1,075.0	10,535.0	62.4	815.0	50,856.0	45.1	680.0	30,668.0
	Grand Total	64.7		69,552.5	140.1		114,181.5	73.5		49,980.0

Banco Privado Portugues (Cayman) Ltd. (In Official Liquidation)

Time Analysis for the period 1 March 2024 to 31 August 2024

BPP Category	Manager			Senior Associate			Associate			Administrator		
	Hours	Rate	Cost US \$	Hours	Rate	Cost US \$	Hours	Rate	Cost US \$	Hours	Rate	Cost US \$
1 Appointment of JOLs, job acceptance, administration and billing	18.4	570.0	10,488.0	-	415.0	-	-	240.0	-	17.1	240.0	4,104.0
2 Statutory requirements - Inc statutory tax filings for CRS and FATCA	36.0	570.0	20,520.0	-	415.0	-	58.0	240.0	13,920.0	-	240.0	-
3 Statutory requirements - Inc creditors meeting, review of claims, minutes and preparing reports	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
4 Strategy, asset realisation & Legal analysis & support	9.2	570.0	5,244.0	0.3	415.0	124.5	-	240.0	-	-	240.0	-
5 Communication - creditors and investors	3.1	570.0	1,767.0	-	415.0	-	-	240.0	-	-	240.0	-
6 Communication - BPP SA	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
7 Communication - Directors	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
8 Communication - Custodians	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
9 Communication - Other parties (BANIF,BoP)	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
10 Liquidation committee correspondence, meetings and reporting	3.2	570.0	1,824.0	-	415.0	-	3.0	240.0	720.0	-	240.0	-
11 Realisation of custody assets	0.4	570.0	228.0	-	415.0	-	-	240.0	-	-	240.0	-
12 Investigation	3.8	570.0	2,166.0	1.5	415.0	622.5	3.0	240.0	720.0	-	240.0	-
13 Cash Management	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
14 Translations and review of translations	-	570.0	-	-	415.0	-	-	240.0	-	-	240.0	-
15 Interim distribution, anti-money laundering reviews, payment instructions	84.3	570.0	48,051.0	31.9	415.0	13,238.5	200.2	240.0	48,048.0	38.4	240.0	9,216.0
Grand Total	158.4		90,288.0	33.7		13,985.5	264.2		63,408.0	55.5		13,320.0