

2 June 2010

Update


Real Estate Developers
Poland

Current price	PLN 37.7
Target price	PLN 51.6
Market cap	PLN 0.83bn
Free float	PLN 0.34bn
Avg daily trading volume (3M)	PLN 3.87m

Shareholder Structure

Prokom Investments	33.69%
Osiedle Wilanowska	11.65%
Templeton Asset Management	13.93%

Others	40.73%
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Sector outlook

We are optimistic about the prospects for housing developers. We consider them a safer investment than construction companies and we believe they have greater upside potential than the biggest commercial developers. We are fairly neutral on commercial property development, which we consider defensive at the moment.

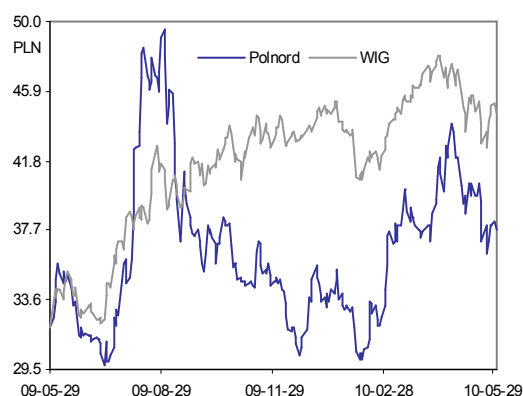
Company Profile

Polnord is a real estate developer active in the residential and commercial segments in Warsaw and elsewhere in Poland, as well as in Russia. It is the biggest landowner among all the real-estate developers (with most of its land located in the Warsaw borough of Wilanów).

Important dates

31.08 - consolidated H1 2010 report
15.11 - Q3 2010 report

Polnord vs. WIG



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Polnord

PND.PW; PNOR.WA

Buy

(Reiterated)

The Potential Is There

Compared to its competitors, Polnord has a bigger land bank as well as considerable debt, which means that it is not able to use its potential as quickly as some of them. Still, the Company is cheap relative to the value of its (rather interesting) assets, and is pursuing its investment program in a consistent manner. The signing of an agreement with GTC was an expected development. Among factors that could surprise on the upside in the near future we note the possibility that Polnord will get partial compensation for land earmarked for roads, and the opportunity to improve home sales as its offer in this area broadens. Compensation for land earmarked for roads will be almost directly reflected in net income, and it will considerably reduce debt and the EV/EBITDA ratio. In our opinion, investors should pay little attention to the conversion price of convertible bonds (PLN 40), as at the time of their issue the Company's liquidity and earnings potential appeared to be less attractive (Polnord had insufficient funds to launch some projects). Earnings for Q1 2010 were slightly below our expectations due to the higher-than-expected general expenses, which we have now factored into our forecasts. We consider Polnord more attractive than Dom Development or J.W. Construction. We are reiterating a buy rating with a price target of PLN 51.6 (vs. PLN 52.6 previously).

Agreement with GTC

Polnord signed a number of agreements with GTC concerning the construction of a shopping mall in Warsaw's district of Wilanów. This development is in line with our expectations. We reiterate the opinion that the project is Polnord's best and potentially most profitable investment. We expect construction to be launched in 2011, and revaluation gains should start being recognized then as well.

Possible Sale of Land Earmarked for Roads

Polnord owns 223k square meters of land in Wilanów, which will be used for roads. Some of the land has already been transferred to the City of Warsaw. At the moment, the Company is awaiting compensation from the City, expecting ca. PLN 70m on this account in 2010. We believe this is a realistic expectation, and we have factored it into our DCF model. On the other hand, we do not know how the payment of the compensation will be split between individual years. From the point of view of financial earnings, it can be considered a one-time event. We have not factored it into our financial forecasts. Let us point out, however, that the payment would considerably improve Polnord's liquidity.

(PLN m)	2008	2009	2010F	2011F	2012F
Revenue	391.1	221.3	414.2	311.0	419.1
EBITDA	108.7	106.9	60.4	100.1	142.1
<i>EBITDA margin</i>	27.8%	48.3%	14.6%	32.2%	33.9%
EBIT	106.7	104.9	58.5	98.2	140.2
Net income	77.8	63.6	34.3	67.9	108.2
P/E	8.8	13.1	24.3	12.3	8.8
P/CE	8.6	12.7	23.1	11.9	8.6
P/BV	0.7	0.7	0.7	0.7	0.6
EV/EBITDA	11.7	14.1	20.9	14.8	8.4
DYield	0.0%	0.0%	0.0%	0.0%	0.0%



First-Quarter Results

Polnord's earnings for Q1 2010 were slightly below expectations at the operating level. The Company generated a lower operating margin in the residential segment and on services, as well as higher general expenses. We are not worried about the below-expectations gross margins, which we attribute to sales of homes from older projects built at a high cost. The higher-than-expected SG&A expenses, however, prompted us to revise our forecasts for costs. When comparing these earnings to our projections, it should be noted that Polnord did not recognize the sale of the Asseco building in revenues and COGS, as we expected, but in a separate item below gross profit ("gain on the sale of assets"). Previously, the Company had included gains on asset divestment (e.g. sale of land zoned for a school) in revenues.

Reported vs. forecasted Q1 2010 results

(PLN m)	Q1 2010	Q1 2010F	Q1 2010F adjusted	Difference	Q1 2009	Change
Sales revenue	42.5	115.8	38.0	11.8%	22.5	89.0%
Gross profit	7.1	34.5	8.3	-14.4%	7.0	2.2%
<i>Pct. margin</i>	16.8%	29.8%	21.9%	-	31.1%	-
Gains on property revaluations	0.0	2.0	2.0	-99.3%	21.9	-99.9%
Gain on property sale	25.9	0.0	26.2	-1.3%	0.0	-
EBIT	17.8	23.8	23.8	-25.2%	16.6	7.0%
<i>Pct. margin</i>	41.9%	20.5%	62.5%	-	74.0%	-
Pre-tax income	19.7	24.7	24.7	-20.2%	12.1	63.3%
<i>Pct. margin</i>	46.3%	21.3%	64.9%	-	53.6%	-
Net income	15.3	20.0	20.0	-23.7%	11.9	28.1%
<i>Pct. margin</i>	35.9%	17.3%	52.6%	-	53.0%	-

Source: Polnord, BRE Bank Securities

The comments below apply to earnings adjusted for presentation of the gain on the sale of the Asseco building. After the adjustment, revenue is slightly higher than we expected, and the gross margin, lower. The latter development stems from a discrepancy in the margin on some of the homes transferred to buyers and we do not believe it poses a significant risk for our forecasts. SG&A expenses amounted to PLN 14.7m (we expected PLN 12.5m), and this discrepancy vis-à-vis our forecast prompted us to revise our SG&A projections for 2010 and the following years.

The gain on the sale of the Asseco building was PLN 25.7m (vs. PLN 26.2m forecasted), with other operating expenses at PLN 0.5m (vs. PLN 0.25m forecasted). Polnord recognized no gains on the revaluation of investment properties (we expected +PLN 2m here). Other net finance income amounted to PLN 1.9m (vs. PLN 0.9m forecasted), and the effective tax rate was 22.4%. All told, the bottom line was PLN 15.3m, i.e. PLN 4.7m below our forecast.

Valuation Summary

We have valued the Polnord stock using the DCF model and relative valuation. Our target price is PLN 51.6 per share which is 37.7% higher than the current price, prompting a buy rating.

Valuation summary

	Per share	Weight
DCF Analysis	46.7	90%
Relative valuation	58.4	10%
Average	47.9	
Cost of equity (9M)	7.8%	
Target Price	51.6	

Source: Polnord, BRE Bank Securities

Relative Valuation

We assign a weight of just 10% to relative valuation because of limited comparability. The financial crisis delayed the building cycles of most developers. Some, like J.W. Construction, have many home deliveries scheduled for 2010, and can therefore look forward to strong earnings and low price multiples. Others, like Polnord, are selling the last of their housing stocks this year. Dom Development will report a surge in core profits in 2011, and JWC and Polnord will also grow earnings thanks to revaluations of new commercial projects. EV/EBITDA multiples are also incomparable - Polnord's building schedule (including a shopping center in Warsaw) will keep its cash resources low until 2013.

Limited comparability also pertains to P/BV ratios. In this case, Polnord has the lowest multiple, thanks inter alia to land revaluations in 2009 (PLN 81.8m) and goodwill (PLN 140m). Also, Polnord's P/BV ratio does not factor in land zoned for roads, whose value we estimate at ca. PLN 167.3m (book value = 0). In turn, JWC has high P/BV multiples stemming from a large housing stock (ca. 3.3 thousand units). The high P/BV ratio of Dom Development stems from surplus liquidity which makes it capable of launching multiple new projects.

Relative valuation

	2010F	2011F	2012F	2010F	2011F	2012F	2010F	2011F	2012F
	P/BV	P/BV	P/BV	P/E	P/E	P/E	EV/EBITDA	EV/EBITDA	EV/EBITDA
Dom Development	1.65	1.53	1.40	47.5	15.2	10.3	34.0	12.0	7.2
J.W. Construction	1.59	1.34	1.15	6.1	8.8	7.8	6.6	10.3	7.2
Median	1.62	1.44	1.28	26.8	12.0	9.0	20.3	11.2	7.2
Polnord	0.72	0.68	0.65	24.3	12.3	8.8	20.9	14.8	8.4
Premium (discount)	-55.7%	-52.8%	-49.1%	-9.2%	2.5%	-3.2%	3.1%	32.5%	17.8%
Multiple weight	15.0%	15.0%	15.0%	0.0%	10.0%	20.0%	0.0%	10.0%	15.0%
Price	12.8	12.0	11.1	0.0	3.7	7.8	0.0	5.1	6.1

Source: BRE Bank Securities

DCF valuation

DCF model assumptions:

- Home prices are lower than market prices and depend on location and stage of construction.
- Building costs increase by 7% in H2 2010 and by 3% in subsequent years.
- Home prices grow at a rate of 3% a year starting in 2012.
- Risk-free rate = 5.8% (10Y T-bond yield).
- Commercial projects will be sold in the year they are completed.
- Working-capital ratios are the same for all developers in 2015 and beyond.
- LTV for investment work in progress and housing projects in progress is less than 60%.
- Conservative assumptions with respect to the shopping-center project developed jointly with GTC (rent assumed to be 20% lower than in the existing "Galeria Mokotów" shopping center, building costs = EUR 2200/sqm, GTC and Polnord have 50% stakes each in the profit margins).
- The valuation takes into account Polnord's investment land in Sopot and Dopiewiec in their pre-revaluation values.
- The valuation does not factor in Polnord's land holdings zoned for roads with zero book values. Proceeds from their sales are a potential value-enhancing factor.



DCF Valuation Model

(PLN m)	2010F	2011F	2012F	2013F	2014F	2015F	2016F	2017F	2018F	2019F	2019+
Sales revenue	414.2	311.0	419.1	735.0	768.1	801.9	835.5	867.3	897.7	929.1	
Change	87.2%	-24.9%	34.8%	75.4%	4.5%	4.4%	4.2%	3.8%	3.5%	3.5%	
EBITDA	60.4	100.1	142.1	107.1	111.8	116.6	121.4	126.0	130.3	134.8	
EBITDA margin	14.6%	32.2%	33.9%	14.6%	14.6%	14.5%	14.5%	14.5%	14.5%	14.5%	
D&A expenses	1.9	1.9	1.9	1.9	1.9	1.9	1.9	1.9	1.9	1.9	
EBIT	58.5	98.2	140.2	105.2	109.9	114.7	119.6	124.1	128.4	132.9	
EBIT margin	14.1%	31.6%	33.5%	14.3%	14.3%	14.3%	14.3%	14.3%	14.3%	14.3%	
Tax rate on EBIT	11.1	18.7	26.6	20.0	20.9	21.8	22.7	23.6	24.4	25.3	
NOPLAT	47.4	79.5	113.6	85.2	89.0	92.9	96.8	100.5	104.0	107.7	
CAPEX	-9.4	-98.2	-98.8	504.4	-1.9	-1.9	-1.9	-1.9	-1.9	-1.9	
Working capital	239.6	-72.2	363.2	-21.3	106.2	67.7	-24.1	-22.9	-22.6	-22.0	
Other	-21.2	-102.8	-97.9	0.0	0.0	0.0	0.0	0.0	0.0	0.0	
FCF	258.2	-191.8	282.0	570.2	195.3	160.6	72.7	77.6	81.4	85.7	88.3
WACC	9.2%	8.4%	9.9%	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.6%	
discount factor	95.0%	87.6%	79.7%	72.0%	64.9%	58.6%	52.9%	47.7%	43.1%	39.0%	
PV FCF	245.3	-168.0	224.9	410.4	126.8	94.1	38.5	37.1	35.1	33.4	

WACC	9.2%	8.4%	9.9%	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.6%
Cost of debt	7.6%	7.6%	7.6%	7.6%	7.6%	7.6%	7.6%	7.6%	7.6%	7.4%
Risk-free rate	5.8%	5.8%	5.8%	5.8%	5.8%	5.8%	5.8%	5.8%	5.8%	5.6%
Credit risk premium	1.8%	1.8%	1.8%	1.8%	1.8%	1.8%	1.8%	1.8%	1.8%	1.8%
Effective tax rate	19.0%	19.0%	19.0%	19.0%	19.0%	19.0%	19.0%	19.0%	19.0%	19.0%
Net debt / EV	34%	51%	20%	0%	0%	0%	0%	0%	0%	0%
Cost of equity	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.8%	10.6%
Risk premium	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%
Beta	1.0	1.0	1.0	1.0	1.0	1.0	1.0	1.0	1.0	1.0

FCF growth after the forecast horizon	3.0%	Sensitivity analysis					
Terminal value	1 161.4	FCF growth in perpetuity					
Present value of the terminal value (PV TV)	452.5		2.0%	2.5%	3.0%	3.5%	4.0%
Present value of FCF in the forecast horizon	1 077.4	WACC -1.0pp	48.2	49.3	50.6	52.1	53.9
Enterprise value (EV)	1 529.9	WACC -0.5pp	48.0	49.2	50.5	52.0	53.7
Net debt	670.3	WACC	47.9	49.1	50.4	51.9	53.6
Investment land and land zoned for roads **	216.3	WACC +0.5pp	47.8	49.0	50.3	51.8	53.5
Discounted debt-to-equity conversion income	97.4	WACC +1.0pp	47.7	48.9	50.2	51.6	53.3
Equity value	1 173.2						
Number of shares (millions)**	25.1						
Equity value per share (PLN)	46.7						
Cost of equity (9M)	8.0%						
Target Price	50.4						

EV/EBITDA('09) for the target price	11.0
P/E('09) for the target price	18.4
TV to EV	30%

* adjusted for an expected 2012 dilution as a result of bond conversion; ** PLN 167.3m in road-development land, PLN 49m in pre-valuation land lots in Sopot and Dąbrowiec

**Income Statement**

(PLN m)	2006	2007	2008	2009	2010F	2011F	2012F
Sales revenue	59.5	131.5	391.1	221.3	414.2	311.0	419.1
<i>Change</i>	-83.7%	121.2%	197.4%	-43.4%	87.2%	-24.9%	34.8%
COGS	45.4	93.2	223.7	178.0	321.9	259.8	319.0
Gross profit	14.0	38.3	167.3	43.3	92.3	51.2	100.1
<i>gross margin</i>	23.6%	29.1%	42.8%	19.6%	22.3%	16.5%	23.9%
Selling costs	0.0	-0.4	-7.7	-3.6	-9.0	-9.2	-9.5
General and administrative expenses	-4.4	-36.0	-52.1	-52.9	-45.0	-45.9	-47.3
Other net operating income	-6.3	29.5	-0.9	118.1	20.2	102.1	96.9
EBIT	3.3	31.4	106.7	104.9	58.5	98.2	140.2
<i>Change</i>	-103.9%	839.8%	239.8%	-1.7%	-44.2%	67.8%	42.8%
<i>EBIT margin</i>	5.6%	23.9%	27.3%	47.4%	14.1%	31.6%	33.5%
Profit/loss on financial activity	-8.9	2.3	-6.5	-18.9	-16.2	-14.4	-6.6
Extraordinary gains/losses	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Gross profit	-5.6	33.6	100.2	86.0	42.3	83.8	133.6
Tax	12.8	-5.6	-20.9	-21.3	-8.0	-15.9	-25.4
Profit (loss) on discontinued operations	-43.4	70.8	-1.4	-1.0	0.0	0.0	0.0
Net income	-36.3	98.8	77.8	63.6	34.3	67.9	108.2
<i>Change</i>	-	-372.0%	-21.2%	-18.2%	-46.2%	98.3%	59.4%
<i>Margin</i>	12.2%	75.1%	19.9%	28.8%	8.3%	21.8%	25.8%
D&A expenses	2.5	1.6	2.0	2.0	1.9	1.9	1.9
EBITDA	5.8	33.0	108.7	106.9	60.4	100.1	142.1
<i>Change</i>	-107.1%	468.9%	229.0%	-1.6%	-43.5%	65.7%	42.0%
<i>EBITDA margin</i>	9.8%	25.1%	27.8%	48.3%	14.6%	32.2%	33.9%
Shares at year-end (millions)	7.0	14.1	18.1	22.1	22.1	22.1	25.1
EPS	1.0	7.0	4.3	2.9	1.5	3.1	4.3
CEPS	1.4	7.1	4.4	3.0	1.6	3.2	4.4
ROAE	37.2%	22.1%	8.9%	6.2%	3.0%	5.7%	8.1%
ROAA	1.9%	11.0%	5.1%	3.3%	1.8%	3.3%	4.8%

**Balance Sheet**

(PLN m)	2006	2007	2008	2009	2010F	2011F	2012F
ASSETS	540.7	1 252.9	1 807.8	2 022.5	1 871.9	2 189.5	2 305.1
Fixed assets	201.0	223.4	298.3	478.0	510.8	724.2	933.7
Intangible assets	0.1	0.2	0.4	0.3	0.3	0.3	0.3
Goodwill	117.8	146.4	140.0	140.0	140.0	140.0	140.0
Property, plant and equipment	34.9	16.4	17.7	16.8	16.8	16.8	16.8
Long-term investments	12.4	31.7	115.5	293.4	322.1	521.3	716.1
Other	35.9	28.7	24.8	27.6	31.6	45.8	60.6
Current assets	339.7	1 029.5	1 509.5	1 544.5	1 361.1	1 465.4	1 371.4
Inventories	147.4	884.8	1 343.7	1 300.6	1 104.9	1 156.7	789.2
Receivables	137.5	85.4	69.4	63.3	39.7	29.8	45.9
Short-term prepayments	0.9	1.7	12.9	15.4	15.4	15.4	0.0
Cash and cash equivalents	54.0	32.7	31.2	59.1	95.1	157.5	430.3
Other	0.0	25.0	52.3	106.0	106.0	106.0	106.0
(PLN m)	2006	2007	2008	2009	2010F	2011F	2012F
LIABILITIES	540.7	1 252.9	1 807.8	2 022.5	1 871.9	2 189.5	2 305.1
Equity	86.2	807.6	937.5	1 126.7	1 160.9	1 228.9	1 457.6
Minority interests	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Long-term liabilities	78.1	208.5	509.9	449.1	569.6	849.6	729.1
Loans, financial leases	55.7	176.9	486.7	403.9	524.4	804.4	683.9
Reserves	22.4	31.7	23.2	45.2	45.2	45.2	45.2
Short-term liabilities	376.4	236.8	360.5	446.7	141.4	111.1	118.5
Loans and other debt	165.4	144.0	130.9	325.6	0.0	0.0	0.0
Trade creditors	164.1	76.9	196.1	81.2	101.4	71.2	83.0
Other	46.9	15.9	33.5	40.0	40.0	40.0	35.5
Debt	221.1	320.9	617.6	729.5	524.4	804.4	683.9
Net debt	167.1	288.2	586.4	670.3	429.3	646.9	253.6
(Net debt / Equity)	194.0%	35.7%	62.6%	59.5%	37.0%	52.6%	17.4%
(Net debt / EBITDA)	28.8	8.7	5.4	6.3	7.1	6.5	1.8
BVPS	12.3	57.2	51.8	51.0	52.5	55.6	58.0

**Cash Flows**

(PLN m)	2006	2007	2008	2009	2010F	2011F	2012F
Cash flows from operating activities	-87.4	-182.8	-252.5	-86.4	266.7	-105.0	378.2
Net income	-36.3	98.8	77.8	63.6	34.3	67.9	108.2
D&A expenses	2.5	1.6	2.0	2.0	1.9	1.9	1.9
Working capital	-17.4	-174.1	-323.4	-66.2	239.6	-72.2	363.2
Other	-36.1	-109.1	-8.9	-85.9	-9.0	-102.7	-95.1
Cash flows from investing activities	9.3	-19.4	-35.2	-37.6	-9.4	-98.2	-98.8
CAPEX	2.3	-2.5	-3.3	-0.3	-9.4	-98.2	-98.8
Equity investments	7.4	-12.4	3.2	-8.8	0.0	0.0	0.0
Other	-0.4	-4.5	-35.2	-28.4	0.0	0.0	0.0
Cash flows from financing activities	114.3	180.9	286.2	152.0	-221.3	265.6	-6.6
Stock offering	48.4	0.0	0.0	77.7	0.0	0.0	120.5
Debt	68.6	190.5	294.9	-46.5	-205.1	280.0	-120.5
Dividends (buyback)	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Other	-2.7	-9.6	15.0	155.8	0.0	0.0	0.0
Change in cash	36.2	-21.3	-1.6	28.0	36.0	62.4	272.8
Cash at end of period	54.0	32.7	31.2	59.1	95.1	157.5	430.3
DPS (PLN)	0.0	0.0	0.0	0.0	0.0	0.0	0.0
FCF				0.0	258.2	-191.8	282.0
(CAPEX / Sales)	-3.9%	1.9%	0.8%	0.2%	2.3%	31.6%	23.6%

Market multiples

	2006	2007	2008	2009	2010F	2011F	2012F
P/E	36.4	5.4	8.8	13.1	24.3	12.3	8.8
P/CE	27.2	5.3	8.6	12.7	23.1	11.9	8.6
P/BV	3.1	0.7	0.7	0.7	0.7	0.7	0.6
P/S	4.4	4.0	1.7	3.8	2.0	2.7	2.3
FCF/EV	0.0%	0.0%	0.0%	0.0%	20.4%	-13.0%	23.5%
EV/EBITDA	74.3	24.8	11.7	14.1	20.9	14.8	8.4
Adjusted EV/EBITDA *	45.5	19.8	10.1	12.5	18.1	13.1	7.3
EV/EBIT	129.1	26.1	11.9	14.3	21.6	15.1	8.6
EV/S	7.3	6.2	3.2	6.8	3.0	4.8	2.9
DYield	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Price (PLN)	37.7						
Shares at year-end (millions)	7.0	14.1	18.1	22.1	22.1	22.1	25.1
MC (PLN m)	264.2	532.4	682.9	833.6	833.6	833.6	947.2
Equity attributable to minority shareholders (PLN m)	0.0	0.0	0.0	0.0	0.0	0.0	0.0
EV (PLN m)	431.3	820.6	1 269.3	1 504.0	1 262.9	1 480.5	1 200.8

* adjusted for the value of road-development land in Warsaw



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**List of abbreviations and ratios contained in the report:**

EV – net debt + market value
EBIT – Earnings Before Interest and Taxes
EBITDA – EBIT + Depreciation and Amortisation
P/CE – price to earnings with amortisation
MC/S – market capitalisation to sales
EBIT/EV – operating profit to economic value
P/E – (Price/Earnings) – price divided by annual net profit per share
ROE – (Return on Equity) – annual net profit divided by average equity
P/BV – (Price/Book Value) – price divided by book value per share
Net debt – credits + debt papers + interest bearing loans – cash and cash equivalents
EBITDA margin – EBITDA/Sales

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ACCUMULATE – we expect that the rate of return from an investment will range from 5% to 15%
HOLD – we expect that the rate of return from an investment will range from -5% to +5%
REDUCE – we expect that the rate of return from an investment will range from -5% to -15%
SELL – we expect that an investment will bear a loss greater than 15%
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Previous ratings issued for Polnord

Rating	Suspended	Buy	Buy	Buy
Date issued	2009-09-04	2009-09-28	2009-12-15	2010-04-13
Price on rating day	45.00	37.43	31.77	39.29
WIG on rating day	36009.43	38214.58	39769.97	43554.22