



## EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS



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NAME OF THE FUND: **EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS**

INFORMATION AT: **QUARTER/SEMESTER** **03 20 2009 - 06 22 2009** **YEAR:** **2009**

**I. DATA OF THE FUND**

Constitution Date	October 5th, 2007	Paying Agency	Banesto	
Disbursement Date	October 9th, 2007	Negotiation Market	AIAF	
Final Date of Redemption	September 20th, 2040	Rating Agencies	S&P	
Gestora	Santander de Titulización	Rating	Initial	Current
Credit Rights's Seller	Banesto	Series A1	AAA	AAA
		Series A2	AAA	AAA
		Series B	A	A
		Series C	BBB-	BBB-
		Series D	BB-	BB-

**II. SECURITIES ISSUED CHARGED TO THE FUND: SECURITISATION BONDS**

SERIES PRIORITY OF PAYMENT (ISIN CODE)	NUMBER OF BONDS	NOMINAL			
			INITIAL	CURRENT	%Curr/In
Series A1 ES0330866007	10.600	Nominal per Bond	100.000,00	0,00	0,00%
		Total Nominal	1.060.000.000,00	0,00	
Series A2 ES0330866015	8.000	Nominal per Bond	100.000,00	99.872,87	99,87%
		Total Nominal	800.000.000,00	798.982.960,00	
Series B ES0330866023	700	Nominal per Bond	100.000,00	100.000,00	100,00%
		Total Nominal	70.000.000,00	70.000.000,00	
Series C ES0330866031	350	Nominal per Bond	100.000,00	100.000,00	100,00%
		Total Nominal	35.000.000,00	35.000.000,00	
Series D ES0330866049	350	Nominal per Bond	100.000,00	100.000,00	100,00%
		Total Nominal	35.000.000,00	35.000.000,00	

REDEMPTION AND INTEREST OF THE BONDS					
Current			Next		
Payment Date of the Current Period June 22th, 2009			Next Payment Date September 21th, 2009		
	Redemption of the Bonds	Gross Interest	Interest Rate	Gross Interest in Next Payment Date	Net Interest in Next Payment Date
Series A1	12.538,46	55,79	0,000%	0,00	0,00
Series A2	127,13	486,71	1,485%	374,90	307,42
Series B	0,00	512,82	1,585%	400,65	328,54
Series C	0,00	630,32	2,035%	514,40	421,81
Series D	0,00	813,10	2,735%	691,35	566,90
Accrued amortisation due not paid	0,00				
Scheduled Amortisation	NO				



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**III. ASSETS PURCHASED BY THE FUND: CREDIT RIGHTS**

CREDIT RIGHTS	ISSUE DATE	CURRENT DATE
Number of CR's	18.660	11.146
Principal Outstanding	2.000.000.488,74	938.982.883,79
Principal Outstanding per Loan	107.181,16	84.243,93
Interest Rate	4,50%	5,16%

PREPAYMENT RATE	CURRENT DATE
Monthly Single Rate	10,67%
Average 12 Moth Single Rate	15,23%
Prepayment Rate from Constitution	12,42%

CURRENT DELINQUENCY	Up to 1 month	From 1 to 6 months	Greater than 6 months
Debt Due (Principal + Interest)	8.279.115,32	26.855.369,19	1.779.371,70
Debt to be amortised	0,00	0,00	0,00
Total Debt	8.279.115,32	26.855.369,19	1.779.371,70

## EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS

### QUARTERLY BONDS PAYOUT REPORT

June 22th, 2009

BONDS, PRINCIPAL	
Previous Balance	1.072.907.676,00 €
Principal Amortised	133.924.716,00 €
Outstanding Balance	938.982.960,00 €
% of Initial Balance	46,95%
Principal Accrued not paid	- €

DATA	
Determination Date	June 15th, 2009
Payment Date	June 22th, 2009
Last Payment Date	March 20th, 2009
Number of Days (Act /360)	94
3 Months Euribor(%)	1,235%
Next Payment Date	September 21th, 2009

CUMULATIVE INTEREST PAID	
Bond Holders as of Previous Payment Date	115.214.498,00 €
Interest paid June 22th, 2009	5.349.225,00 €
Cumulative interest paid to Bond to Bond Holders up to Date	120.563.723,00 €

	RESIDUAL LIFE (YEARS)	
	<i>initial date</i> <i>October 9th, 2007</i> <i>CPR 5,00%</i>	<i>actual date</i> <i>June 22th, 2009</i> <i>CPR 12,42%</i>
Series A1	1,02	--
Series A2	3,90	1,59
Series B	4,03	2,70
Series C	4,03	2,70
Series D	4,03	2,70

**EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS**

**QUARTERLY SECURITISED ASSETS REPORT**

June 22th, 2009

LOANS, PRINCIPAL	
Previous Balance	1.073.425.635,02 €
Principal Amortised	134.442.751,23 €
Outstanding Balance	938.982.883,79 €
Number of Mortgage Loans	11.146
Mortgage Outstanding Balance	224.226.448,66 €
LTV	44,75%

LOANS, INTEREST	
Interest received during relevant period	11.279.823,72 €
Interest accrued during relevant period	17.377.527,18 €

LOANS BALANCE IN ARREARS					
LOANS DEBT	UP TO 30 DAYS	30 TO 60 DAYS	60 TO 90 DAYS	90 TO 180 DAYS	> 180 DAYS <sup>2</sup>
Principal Balance in Arrears	8.064.572,21 €	1.068.846,46 €	6.908.164,90 €	18.164.825,73 €	1.671.866,20 €
Interest accrued on CR's in Arrears	214.543,11 €	148.287,80 €	159.308,65 €	405.935,65 €	107.505,50 €
Outstanding Balance	35.881.592,80 €	18.581.561,93 €	15.286.869,15 €	30.548.687,19 €	4.258.322,72 €
Number of Mortgage Participation	453	171	113	136	127
% of Outstanding Balance	3,82%	1,98%	1,63%	3,25%	0,45%

WRITE-OFF (arrears over 12 months) NET OF RECOVERIES	
1.- Balance at March 12th, 2009	2.503.377,66 €
2.- Difference in Actual Period	1.281.270,20 €
3.- Balance at June 15th, 2009	3.784.647,86 €

Legal <sup>2</sup>	1.168.622,35 €
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Properties Awarded	Ppal Outstanding
1.- Balance at March 12th, 2009	- €
2.- Difference in Actual Period	- €
3.- Balance at June 15th, 2009	- €

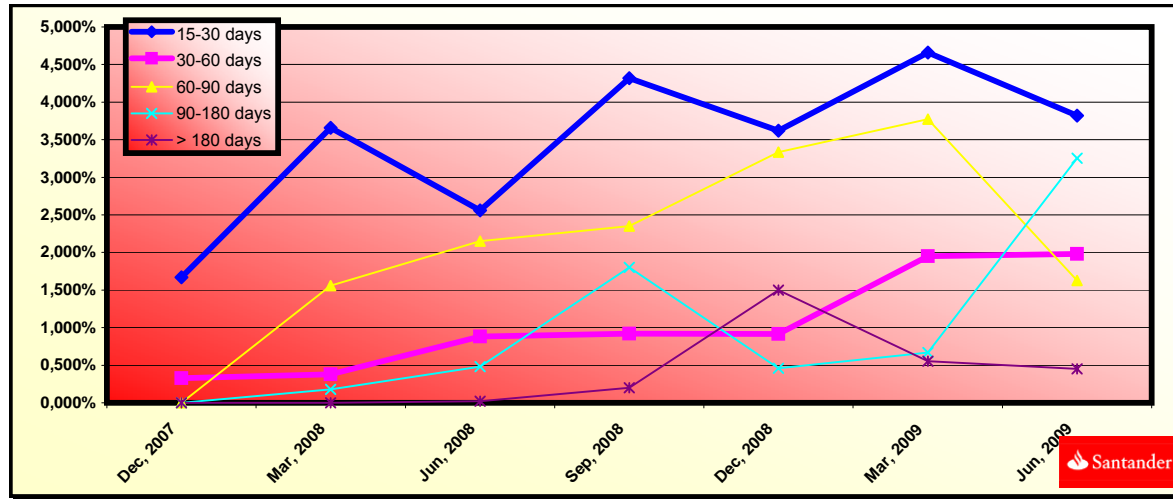
<sup>2</sup> **Legal**: Loans in which the originator will take legal actions. This amount is included in the "> 180 days" in arrears bucket.

## EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS

### HISTORICAL ARREARS REPORTS

June 22th, 2009

Date	Jun, 2008	Sep, 2008	Dec, 2008	Mar, 2009	Jun, 2009
15-30 days	2,560%	4,320%	3,622%	4,659%	3,821%
30-60 days	0,880%	0,920%	0,914%	1,951%	1,979%
60-90 days	2,150%	2,350%	3,335%	3,773%	1,628%
90-180 days	0,480%	1,800%	0,460%	0,668%	3,253%
> 180 days	0,020%	0,200%	1,498%	0,554%	0,454%



**EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS**

**QUATERLY REPORT - ALLOCATION OF CASH**

June 22th, 2009

<b>TOTAL CASH RECEIVED END OF PERIOD</b>	<b>143.743.636,10 €</b>
<b>a) PRINCIPAL DUE ON LOANS</b>	
Loan Amortisation	131.567.939,75 €
<b>b) C.D. JUDICIALS</b>	723.269,83 €
<b>c) INTEREST DUE</b>	- €
Interest received from Loans	11.279.823,72 €
Interest received under GIC	172.602,80 €
Interest from disbursment	- €
<b>d) REG. PROCESS</b>	- €
<b>E) AMOUNT WITHHELD</b>	352.077,84 €

<b>TREASURY ACCOUNT STATEMENT</b>	<b>37.133.901,36 €</b>
<b>a) RESERVE FUND</b>	
1. Previous Balance	38.000.000,00 €
2. Period utilization	1.218.176,48 €
3. Outstanding Balance	36.781.823,52 €
<b>b) AMOUNT WITHHELD</b>	352.077,84 €

<b>TOTAL CASH PAID END OF PERIOD</b>	<b>145.313.890,42 €</b>
1 Ordinary Expenses	5.071,30 €
2 Management Fee SdT	55.262,09 €
3 SWAP	5.979.616,03 €
4 Interest Payment Series A1 and A2	4.485.054,00 €
5 Interest Payment Series B	358.974,00 €
6 Interest Payment Series C	220.612,00 €
7 Interest Payment Series D	284.585,00 €
8 Principal Withholding	133.924.716,00 €
9 Ppal and Interest Sub. Loan (R.F.)	- €
10 Ppal and Interest Sub. Loan (Const.)	- €
11 Management Fee (BANESTO)	- €
12 Intermediation Margin	- €
13 Cash Reserve disposal	(1.218.176,48 €)

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QUATERLY REPORT - CREDIT ENHANCEMENT AND SUBORDINATED LOAN

June 22th, 2009

CREDIT ENHANCEMENT		
CONCEPTS	<i>inicial date</i>	<i>current date</i> June 22th, 2009
Subordinated Series	7,00%	14,91%
Reserve Fund	38.000.000 € (1,90%)	36.781.824 € (3,92%)

SUBORDINATED LOAN		
CONCEPTS	<i>inicial date</i>	<i>current date</i> June 22th, 2009
Total Outstanding	39.950.000,00 €	38.508.804,74 €
Interest Rate	5,619%	2,614%



## EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS

### QUARTERLY REPORT - TRIGGERS OF THE MODEL

June 22th, 2009

RESERVE FUND TRIGGERS	
<b>1. CASH RESERVE:</b>	<b>38.000.000,00 €</b>
R.F. SHALL BE THE LOWER	
1.a) INITIAL CASH RESERVE	38.000.000,00 €
1.b) THE HIGHER OF:	
1.b.1) 3,80% CURRENT BONDS OUTSTANDING	40.770.491,69 €
1.b.2) 1,00% INITIAL BONDS OUTSTANDING	20.000.000,00 €
<b>2. NEITHER 2.a), 2.b) NOR 2.c) SHALL OCCUR</b>	
2.a) R.F NOT PROVISIONED UP COMPLETELY	SÍ
2.b) LOANS IN ARREARS >1,50% LOANS WITHOUT WRITE-OFF	SÍ
2.c) PAYMENT DATE > 05.10.2009	NO

AT LEAST ONE CASH RESERVE TRIGGER HAS BEEN BREACHED, SO THE RESERVE FUND WILL NOT BE LOWERED

BONDS TRIGGER	
<b>1. PRINCIPAL REDEMPTION OF SERIES A1 and A2</b>	
PRORRATA, IF 1.a)/1.b) < 1	
SEQUENTIAL, IF 1.a)/1.b) ≥ 1	1,110
1.a) CURRENT LOANS + PPAL REDEMPTION IN DETERMINATION PERIOD	1.035.743.813,63
1.b) OUTSTANDING BALANCE SERIES A1 and A2	932.907.676,00
<b>2. PRINCIPAL REDEMPTION OF SERIES B IF:</b>	
2.a) OUTSTANDING BALANCE SERIES B ≥ 7,00% OUTSTANDING BALANCE SERIES A1 to D	6,52%
2.b) LOANS IN ARREARS < 1,25% LOANS WITHOUT WRITE-OFFS	NO
2.1.b) LOANS IN ARREARS	34.807.009,91 €
2.2.b) 1,25% LOANS WITHOUT WRITE-OFFS	11.737.286,05 €
<b>3. PRINCIPAL REDEMPTION OF SERIES C IF:</b>	
3.a) OUTSTANDING BALANCE SERIES C ≥ 3,50% OUTSTANDING BALANCE SERIES A1 to D	3,26%
3.b) LOANS IN ARREARS < 1,00% LOANS WITHOUT WRITE-OFFS	NO
3.1.b) LOANS IN ARREARS	34.807.009,91 €
3.2.b) 1,00% LOANS WITHOUT WRITE-OFFS	9.389.828,84 €
<b>4. PRINCIPAL REDEMPTION OF SERIES D IF:</b>	
4.a) OUTSTANDING BALANCE SERIES D ≥ 3,50% OUTSTANDING BALANCE SERIES A1 to D	3,26%
4.b) LOANS IN ARREARS < 0,75% LOANS WITHOUT WRITE-OFFS	NO
4.1.b) LOANS IN ARREARS	34.807.009,91 €
4.2.b) 0,75% LOANS WITHOUT WRITE-OFFS	7.042.371,63 €
<b>5. PRORRATA REDEMPTION FOR SERIES A1, A2, B,C and/or D</b>	
5.a) R.F. FUNDED < R.F. DUE	NO
5.b) LOANS OUTSTANDING BALANCE <10% INITIAL OUTSTANDING BALANCE	NO

TRIGGERS HAVE BEEN BREACHED, SO NEITHER SERIES A2, B, C and D WILL AMORTISE

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QUARTERLY REPORT - LOAN TO VALUE RATIO

June 22th, 2009

LOAN TO VALUE STATISTICAL INFORMATION					
Interval (%)		Outstanding Balance (Thousand)	%	Nº loans	%
0,00%	10,00%	2.990,58 €	1,33%	56	4,36%
10,01%	20,00%	14.050,94 €	6,27%	153	11,93%
20,01%	30,00%	29.061,31 €	12,96%	197	15,35%
30,01%	40,00%	42.567,04 €	18,98%	271	21,12%
40,01%	50,00%	47.609,92 €	21,23%	244	19,02%
50,01%	60,00%	46.603,81 €	20,78%	234	18,24%
60,01%	70,00%	28.981,62 €	12,93%	97	7,56%
70,01%	80,00%	7.937,77 €	3,54%	20	1,56%
80,01%	90,00%	998,98 €	0,45%	4	0,31%
90,01%	100,00%	1.587,58 €	0,71%	4	0,31%
100,01%	---	1.836,85 €	0,82%	3	0,23%
rest of loans		0,05 €	0,00%	0	0,00%
		<b>224.226.448,66 €</b>	<b>100,00%</b>	<b>1.283</b>	<b>100,00%</b>
Maximum	113,59%				
Minimum	0,16%				
Average	44,75%				

EMPRESAS BANESTO 1 FONDO DE TITULIZACIÓN DE ACTIVOS

QUARTERLY COLLATERAL REPORT

June 22th, 2009

CONCENTRATION PER OBLIGOR		
OBLIGOR	OUTSTANDING BALANCE	% OUTSTANDING BALANCE
Obligor 1	18.030.000,00 €	1,9202%
Obligor 2	15.884.289,03 €	1,6916%
Obligor 3	15.700.000,00 €	1,6720%
Obligor 4	12.000.000,00 €	1,2780%
Obligor 5	11.277.777,84 €	1,2011%
Obligor 6	10.766.196,21 €	1,1466%
Obligor 7	10.391.987,00 €	1,1067%
Obligor 8	10.048.500,00 €	1,0701%
Obligor 9	9.266.496,00 €	0,9869%
Obligor 10	8.977.750,69 €	0,9561%
Obligor 11	8.250.000,00 €	0,8786%
Obligor 12	7.500.000,00 €	0,7987%
Obligor 13	7.372.000,00 €	0,7851%
Obligor 14	7.170.000,00 €	0,7636%
Obligor 15	7.044.024,81 €	0,7502%
Obligor 16	6.879.652,53 €	0,7327%
Obligor 17	6.683.804,46 €	0,7118%
Obligor 18	5.478.541,16 €	0,5835%
Obligor 19	5.400.000,00 €	0,5751%
Deudor 20	5.295.540,63 €	0,5640%

**FLows FOR EVERY BOND WITHOUT WITHHOLDING FOR THE HOLDER**  
**(AMOUNTS IN EUR)**  
**CPR = 12,42%**

Payment Date	Series A1 Bonds			Series A2 Bonds			Series B Bonds			Series C Bonds			Series D Bonds		
	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow	Principal Repayment	Gross Interest	Total Flow
<b>TOTALS:</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>798.982.960,00</b>	<b>64.438.136,94</b>	<b>863.421.096,94</b>	<b>70.000.000,00</b>	<b>9.774.469,75</b>	<b>79.774.469,75</b>	<b>35.000.000,00</b>	<b>5.333.276,15</b>	<b>40.333.276,15</b>	<b>35.000.000,00</b>	<b>6.008.863,07</b>	<b>6.008.863,07</b>
jun-22-09															
sep-20-09	0,00	0,00	0,00	63.175.136,53	9.939.348,02	73.114.484,55	0,00	888.300,00	888.300,00	0,00	483.525,00	483.525,00	0,00	544.775,00	544.775,00
dec-20-09	0,00	0,00	0,00	100.304.590,09	9.255.154,32	109.559.744,41	0,00	898.170,00	898.170,00	0,00	488.897,50	488.897,50	0,00	550.828,06	550.828,06
mar-21-10	0,00	0,00	0,00	112.169.915,75	7.905.660,22	120.075.575,98	0,00	888.300,00	888.300,00	0,00	483.525,00	483.525,00	0,00	544.775,00	544.775,00
jun-20-10	0,00	0,00	0,00	78.238.529,69	6.654.939,06	84.893.468,75	0,00	908.040,00	908.040,00	0,00	494.270,00	494.270,00	0,00	556.881,11	556.881,11
sep-20-10	0,00	0,00	0,00	60.692.078,65	5.660.023,14	66.352.101,79	0,00	908.040,00	908.040,00	0,00	494.270,00	494.270,00	0,00	556.881,11	556.881,11
dec-20-10	0,00	0,00	0,00	58.115.738,30	4.835.102,70	62.950.841,00	0,00	898.170,00	898.170,00	0,00	488.897,50	488.897,50	0,00	550.828,06	550.828,06
mar-20-11	0,00	0,00	0,00	40.358.058,65	4.059.009,92	44.417.068,57	9.224.810,36	888.300,00	10.113.110,36	4.408.461,59	483.525,00	4.891.986,59	4.408.461,59	544.775,00	544.775,00
jun-20-11	0,00	0,00	0,00	37.703.659,75	3.635.999,13	41.339.658,88	8.014.044,66	788.375,76	8.802.420,42	4.033.915,09	432.013,71	4.465.928,80	4.033.915,09	486.738,57	486.738,57
sep-20-11	0,00	0,00	0,00	29.347.690,55	3.156.542,63	32.504.233,19	6.237.954,20	684.417,57	6.922.371,77	3.139.909,83	375.046,76	3.514.956,59	3.139.909,83	422.555,39	422.555,39
dec-20-11	0,00	0,00	0,00	26.080.854,60	2.753.090,61	28.833.945,21	5.543.576,80	596.939,06	6.140.515,86	2.790.391,01	327.110,33	3.117.501,34	2.790.391,01	368.546,67	368.546,67
mar-20-12	0,00	0,00	0,00	19.211.458,05	2.425.039,83	21.636.497,88	4.083.462,55	525.809,43	4.609.271,98	2.055.434,17	288.132,75	2.343.566,92	2.055.434,17	324.631,66	324.631,66
jun-20-12	0,00	0,00	0,00	20.174.429,43	2.207.387,18	22.381.816,61	4.288.145,49	478.616,88	4.766.762,36	2.158.462,49	262.272,21	2.420.734,70	2.158.462,49	295.495,25	295.495,25
sep-20-12	0,00	0,00	0,00	153.410.819,96	1.950.840,17	155.361.660,13	32.608.005,95	422.991,05	33.030.997,01	16.413.425,82	231.790,40	16.645.216,22	16.413.425,82	261.152,19	261.152,19

**EMPRESAS BANESTO 1**

	Series	numero de bonos	margen	nominal total		
situación inicial	Serie A1	10.600	0,090%	1.060.000.000,00	100.000,00	
	Serie A2	8.000	0,250%	800.000.000,00	100.000,00	
	Serie B	700	0,350%	70.000.000,00	100.000,00	7,00%
	Serie C	350	0,800%	35.000.000,00	100.000,00	3,50%
	Serie D	350	1,500%	35.000.000,00	100.000,00	3,50%

Tasa mensual actual anualizada:	10,67%
Tasa últimos 12 meses anualizada:	15,23%
Tasa anualizada desde Constitución del Fondo	12,42%

13,19%
1,10%

**CLEAN-UP CALL** 31-oct-13

Date	Outstanding	Real outstanding	Vector de Prepago tacp	Remaining at the end of the month	Average Single Monthly Mortality	CPR	Monthly Single Monthly Mortality	CPR	Outstanding after payment
0	4-nov-07	<b>2.000.000.488,70</b>						<b>10,67%</b>	
1	noviembre-07	1.975.860.156,75	1.967.211.246,60	98,90%	99,56%	0,44%	5,13%	0,44%	5,13%
2	diciembre-07	1.951.719.824,80	1.902.908.394,09	97,81%	97,50%	1,26%	14,10%	2,07%	22,22%
3	enero-08	1.933.816.629,49	1.825.709.336,49	96,74%	94,41%	1,90%	20,56%	3,17%	32,05%
4	febrero-08	1.852.198.623,33	1.765.379.157,25	95,68%	95,31%	1,19%	13,41%	-0,96%	-12,10%
5	marzo-08	1.809.031.271,57	1.715.691.540,86	94,62%	94,84%	1,05%	11,94%	0,50%	5,79%
6	abril-08	1.742.488.233,08	1.654.749.584,70	93,58%	94,96%	0,86%	9,82%	-0,13%	-1,59%
7	mayo-08	1.658.278.153,58	1.611.276.962,74	92,56%	97,17%	0,41%	4,81%	-2,32%	-31,65%
8	junio-08	1.620.311.405,95	1.558.122.415,35	91,54%	96,16%	0,49%	5,70%	1,03%	11,72%
9	julio-08	1.566.828.123,75	1.492.767.845,08	90,53%	95,27%	0,54%	6,25%	0,92%	10,54%
10	agosto-08	1.502.403.105,50	1.436.067.171,75	89,54%	95,58%	0,45%	5,27%	-0,33%	-3,99%
11	septiembre-08	1.461.194.879,44	1.403.954.897,42	88,55%	96,08%	0,36%	4,27%	-0,52%	-6,43%
12	octubre-08	1.409.671.011,28	1.349.281.019,12	87,58%	95,72%	0,36%	4,28%	0,38%	4,48%
13	noviembre-08	1.373.202.496,31	1.302.924.575,26	86,62%	94,88%	0,40%	4,73%	0,87%	9,97%
14	diciembre-08	1.332.517.946,89	1.240.171.963,66	85,67%	93,07%	0,51%	5,97%	1,91%	20,66%
15	enero-09	1.291.483.989,07	1.192.541.982,56	84,73%	92,34%	0,53%	6,18%	0,79%	9,03%
16	febrero-09	1.246.513.254,95	1.108.431.716,12	83,79%	88,92%	0,73%	8,43%	3,70%	36,39%
17	marzo-09	1.227.121.771,94	1.072.907.710,42	82,87%	87,43%	0,79%	9,04%	1,68%	18,35%
18	abril-09	1.201.338.895,12	1.001.356.689,80	81,96%	83,35%	1,01%	11,43%	4,67%	43,64%
19	mayo-09	1.173.130.761,25	950.959.269,66	81,06%	81,06%	1,10%	12,42%	2,75%	28,43%