



Nitta Gelatin India Limited

(Formerly Kerala Chemicals and Proteins Limited)

Joint venture of Kerala State Industrial Development Corporation Ltd. and Nitta Gelatin Inc

Post Box 4262
56/715 SBT Avenue
Panampilly Nagar
Cochin - 682 036 India
Tel : 0484 2864400, 2317805
Fax : 0484 2310588
Email : ro@nittagelindia.com

GELATIN DIVISION
Post Box 3109
PO Info Park, Kakkanad
Cochin - 682 042 India
Tel : 0484 2869300, 2869500
Fax : 0484 2415504
Email : gd@nittagelindia.com

OSSEIN DIVISION
PO Kathikudam
(Via) Koratty
Trichur - 680 308 India
Tel : 0480 2749300, 2719598
Email : od@nittagelindia.com

CIN : L24299KL1975PLC002691

Website : www.gelatin.in

August 4, 2021

To,

THE BSE LTD,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai- 400 001
Phone: (22) 22721233
Fax: 91 -22- 22721919

Dear Sir/ Madam,

SCRIP CODE: 506532

Sub: Continuous Disclosure Requirements— Regulation (30) SEBI LODR Regulations, 2015- The SEBI Circular CIR/CFD/CMD/4/2015 dtd. 09.09.2015

Ref: 45th Annual General Meeting held on 03.08.2021

Pursuant to the notice for conduct of 45th Annual General Meeting of our Company (*BSE Acknowledgement No. 2964732 dated 07.07.2021*), the Annual General Meeting of the Company for the year 2021 took place on 03.08.2021, while the following items were transacted and approved under required majority at the Meeting which have an implication in terms of Clause 7 and 13 of Para A Schedule III of SEBI LODR Regulations, 2015.

Clause 7:

- a. Appointment of Mr. V. Ranganathan (DIN:00550121)- Independent Director

Mr. V. Ranganathan was earlier appointed at the Board Meeting dated 27.04.2021 as an Additional Director qualifying as an Independent Director, pending appointment at the General Meeting pursuant to Section 150 (2) of the Companies Act, 2013.

- b. Re- appointment of Dr. Shinya Takahashi (DIN: 07809828) as a Whole Time Director designated as Director (Technical)





Clause 13:

- a. Adoption of the Audited Financial Statements (Standalone and Consolidated) for the Financial Year ended 31st March 2021, together with the report of the Board of Directors and the Auditors.
- b. Declaration of Dividend on Optionally Convertible Preference Shares— 9,29,412 Shares of Rs. 170/- each @ 5.4029 % p.a absorbing an amount of Re. 85,36,584/-.
- c. Declaration of Dividend on Redeemable Preference Shares— 44,44,444 Shares of Rs. 10/- each @ 7.65063 % p.a from the effective date of merger 03.04.2019 absorbing an amount of Re. 34,00,280/-.
- d. Declaration of Dividend on Equity Shares @ 30% on Face Value of Rs. 10/- each.
- e. To appoint a Director in place of Mr. Koichi Ogata (DIN: 07811482) who retires by rotation at the Meeting.
- f. Approval of entry into Related Party Transactions by the Company.

Also, we send alongside the Scrutinizer's Report for conduct of e- voting at the Meeting.

The above may be taken into records.

Thanking You,
Yours Faithfully,

G. Rajesh Kurup
Company Secretary





CONSOLIDATED SCRUTINISER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,

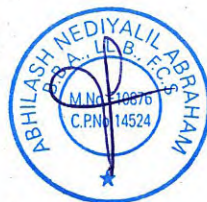
The Chairman,

45th Annual General Meeting of the Equity Shareholders of Nitta Gelatin India Limited held on Tuesday, 3rd August, 2021 at 10:00 AM, (IST) through Video Conferencing (VC).

Sub: Passing of Resolutions through Remote E Voting and voting through E voting System at the 45th Annual General Meeting of the Equity Shareholders of Nitta Gelatin India Limited held through Video Conferencing (VC).

Dear Sir,

1. I, Abhilash Nedyalil Abraham, Company Secretary in Practice (M.No.F10876;C.P No.14524), have been appointed as Scrutiniser by the Board of Directors of M/s. Nitta Gelatin India Limited (the Company) (CIN:L24299KL1975PLC002691) for the purpose of scrutinizing e voting process (Remote E Voting) and voting conducted through E voting System at the Annual General Meeting on the Resolutions contained in the notice to the 45th Annual General Meeting (AGM) of the Equity Shareholders of the Company conducted in accordance with the directions as per MCA General Circular No. 14/2020, 17/2020, 20/2020, 39/2020 and 02/2021 dated 08/04/2020, 13/04/2020, 05/05/2020, 31/12/2020 and 13/01/2021 issued by Ministry of Corporate Affairs (MCA) respectively read along with SEBI Circular No. 11 dated 15.01.2021. Accordingly, the 45th AGM held on 3rd August, 2021 at 10:00 AM, (IST) through Video Conferencing (VC) and I submit my report as under:



3. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility for the Remote e voting to the Shareholders of the Company from Saturday, 31st July, 2021 (9:00 A.M.) to Monday, 2nd August, 2021 (5:00 P.M) and for E Voting System on the date of AGM. At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to record their votes through E Voting System provided by CDSL.
4. As Scrutiniser, my responsibility is to ensure that voting process through remote e-voting and voting conducted through E Voting System at the AGM are conducted in a fair and transparent manner and to make a consolidated scrutiniser's report of the total votes cast in favour or against the resolutions, based on the report generated from the E Voting System provided by Central Depository Services (India) Limited (CDSL).
5. In compliance of the Rules, I have unblocked the votes from the website of the Central Depository Services (India) Limited (CDSL) i.e. www.evotingindia.com on 03.08.2021 at 12:00 noon in the presence of two witnesses. They have signed below in confirmation of the same.

Witness1. Arun K S
Kanniparambil House,
Thekkumbagam,
Tripunithura, Kerala - 682301



Witness2. Kevin Sunny
Parakkadavil, Perumpadavom P.O
Elanji, Ernakulam-686665



6. The Remote E-Voting and voting conducted through E Voting System provided by CDSL at the AGM were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company, Cameo Corporate Services Limited and the authorizations lodged with the Company.



7. I have rendered separate Scrutiniser's Report on the Remote e-voting and voting conducted through E Voting System at the meeting and I hereby submit Consolidated Scrutiniser's Report pursuant to Rule 20(4) (xii) on all the Resolutions contained in the Notice.
8. The result of the Remote e voting together with that of the voting conducted through E Voting System at the meeting is as under:

Sl No	Resolution	Type of Resolution	Mode	Favour		Against	
				Votes	%	Votes	%
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2021, together with the Report of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2021, together with the Report of the Auditors thereon.	Ordinary	Remote E-voting	1149	70.71	476	29.29
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763669	99.99	476	0.01



CS ABHILASH NEDIYALIL ABRAHAM

B.B.A, LL.B, F.C.S

PRACTISING COMPANY SECRETARY



2	To declare Dividend on Optionally Convertible Preference Shares – 9,29,412 Shares of Rs.170/- each @ 5.4029% p.a. absorbing an amount of Rs.85,36,584.00	Ordinary	Remote E voting	1024	63.02	601	36.98
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763544	99.99	601	0.01
3	To declare Dividend on Redeemable Preference Shares– 44,44,444 Shares of Rs.10/- each @ 7.65063% p.a. absorbing an amount of Rs.34,00,280.00	Ordinary	Remote E voting	1024	63.02	601	36.98
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763544	99.99	601	0.01
4	To declare Dividend on Equity Shares	Ordinary	Remote E voting	1149	70.71	476	29.29
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763669	99.99	476	0.01
5	To appoint a Director in place of Mr Koichi Ogata	Ordinary	Remote E Voting	1149	70.71	476	29.29
			Voting conducted	6762520	100	0	0



	(DIN:07811482), who retires by rotation and being eligible, offers himself for re appointment		through E Voting system at the meeting				
			Total	6763669	99.99	476	0.01
6	Appointment of Mr. V. Ranganathan (DIN: 00550121) as Independent Director	Ordinary	Remote E Voting	1149	70.71	476	29.29
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763669	99.99	476	0.01
7	Re-appointment of Dr. Shinya Takahashi (DIN: 07809828) as a Whole Time Director designated as Director (Technical)	Ordinary	Remote E Voting	1149	70.71	476	29.29
			Voting conducted through E Voting system at the meeting	6762520	100	0	0
			Total	6763669	99.99	476	0.01
8*	Approval for entry into related party transaction by the Company.	Ordinary	Remote E Voting	1149	70.71	476	29.29
			Voting conducted through E Voting system at the meeting	0	0	0	0
			Total	1149	70.71	476	29.29

*Promoter Groups have been excluded.



9. All resolutions stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules.
10. All relevant records of voting will remain in my safe custody until the Chairman considers, approves and sign the minutes of the 45th Annual General Meeting and the same shall be handed over to Shri G. Rajesh Kurup, Company Secretary for safe keeping.

Thanking You,
Yours faithfully


UDIN: F010876C000729671

Unique Code No. I2015KE2046800

PR No. 728/2020

Place: Kochi

Date: 03/08/2021


ABHILASH NEDIYALIL ABRAHAM
B.B.A, LL.B., F.C.S
Practising Company Secretary
M.No.F10876, C.P.No.14524
Bldg.No.32/1721A, Pallisseri Kavala
N.H.Byepass, Puthiya Road, Kochi-25



Countersigned by
For Nitta Gelatin India Limited


Sajiv K Menon
Managing Director
DIN: 00168228