



Nitta Gelatin India Limited

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

REGISTERED & CORPORATE OFFICE
Nitta Center
SBT Avenue
Panampilly Nagar, Ernakulam
Kerala, India-682036
Tel : 0484 2864400, 2317805
Email : ro@nitta-gelatin.co.in

GELATIN DIVISION
Post Box 3109
PO Info Park,
Kakkanad, Cochin
India-682042
Tel : 0484 2869300, 2869500
Email : gd@nitta-gelatin.co.in

OSSEIN DIVISION
PO Kathikudam
(Via) Koratty,
Trichur- 680 308 India
Tel : 0480 2749300, 2719598
Email : od@nitta-gelatin.co.in

REVA DIVISION
Plot No.832, 832/1 & 832/2,
GIDC - Mega Industrial Estate,
Jhagadia - 393110
Dist.: Bharuch, Gujarat, India
Phone : +91 9099436733
Email : rd@nitta-gelatin.co.in

CIN : L24299KL1975PLC002691

Website : www.gelatin.in

BSE Limited,
Phiroze Jeejeebhoy Towers,
25th floor, Dalal street,
Mumbai-400 001

23.05.2025

SCRIP CODE: 506532

Dear Sirs,

Sub: Annual Secretarial Compliance Report for the Financial Year (2024-25) pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Annual Secretarial Compliance Report, certified by the Practicing Company Secretary, Mr. Abhilash Nediyaal Abraham (C.P No. 14524) for the financial year ended 31st March 2025.

We request that the above information is taken on record.

Thanking You,

Yours truly,

For **Nitta Gelatin India Limited**

VINOD
MOHAN

Digitally signed
by VINOD MOHAN
Date: 2025.05.23
09:42:50 +05'30'

Vinod Mohan
Company Secretary and Compliance Officer



**ANNUAL SECRETARIAL COMPLIANCE REPORT OF NITTA GELATIN INDIA
LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025**

I, Shri. Abhilash Nedyalil Abraham, Practising Company Secretary (M No.F10876; C.P No.14524), 46/2504-B, Haritha Road, Vennala, Ernakulam, Kochi - 682028 have examined:

- (a) all the documents and records made available to us and explanation provided by Nitta Gelatin India Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to BSE Limited,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended 31st March, 2025 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

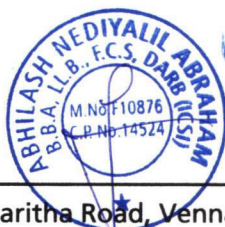


- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 **(Not applicable during the review period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable during the review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable during the review period);**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/	SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2	16 days delay in filing the Quarterly Financial Result	-	-	-	-	During audit, it is found that there was 16 days delay in	The financials (both standalone and consolidated) along with	-



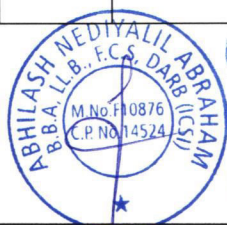
CS ABHILASH NEDIYALIL ABRAHAM

B.B.A, LL.B, F.C.S, DARB (ICSI)

PRACTISING COMPANY SECRETARY



2024/185 dated December 31, 2024 in terms of Regulation 10(1A) of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015	024/185 dated December 31, 2024	sunder Regulation 33(3) of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 through Integrated Filing (Financial) with BSE Ltd for the quarter ended 31st December , 2024					filing the Quarterly Financial Result sunder Regulation 33(3) of the SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 through Integrated Filing (Financial) with BSE Ltd for the quarter ended 31st December, 2024 The Company is advised to file the same within the timeline as per the Circular.	Limited Review Report (both standalone and consolidated) was filed with BSE on the date of the Board meeting itself viz 10th February 2025 within the prescribed time. XBRL of the same (old format) was also filed within 24 hours from the conclusion of the Board Meeting. Integrated Filing (Financials) XBRL utility was not available at that point of time. This utility had four additional disclosure matters viz Statement on Deviation or Variation for proceeds of Public Issue, Rights Issue, Preferential Issue, Qualified Institutions Placement etc, outstanding
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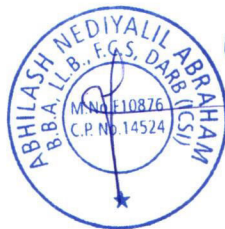


Bldg. No. 46/2504-B, Haritha Road, Vennala, Kochi - 682 028

Ph: 0484 - 3586389, Mob: 94468 65161, e-mail: abislab2015@gmail.com

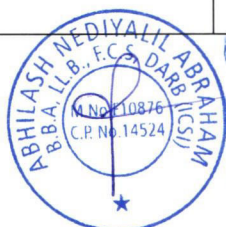


									<p>default on Loans and Debt Securities, Disclosure of Related Party Transactions (applicable only for half-yearly filings i.e., 2nd and 4th quarter and Statement on impact of Audit Qualifications on as below which were not relevant to the Company for the quarter ended 31st December 2024.</p> <p>Hence we had not filed the PDF version; which was subsequently done- the same file which we had already filed on the date of the Board meeting.</p>
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	During audit, it is found that the Hon'ble Additional Chief Judicial Magistrate and Judge (CD), Labour Court, Bharuch, Gujarat has convicted the Company and Managing Director under the Minimum Wages Act, 1948 and the Minimum Wages (Gujarat) Rules, 1961 vide its order dated 09.12.2023 in two separate cases CC No.537/2023 and CC No. 538/2023 and levied a penalty of Rs. 12,000/- and Rs. 4000/- respectively for not complying with Rule 26(d), Rule 26(2), Rule 26(b)(1) and Rule 22 of the Minimum Wages (Gujarat) Rules, 1961 r/w	31.03.2024	Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The penalty imposed by the Hon'ble Additional Chief Judicial Magistrate and Judge (CD), Labour Court, Bharuch, Gujarat on the Company and Managing Director under the Minimum Wages Act, 1948 and the Minimum Wages (Gujarat) Rules, 1961 vide its order dated 09.12.2023 has to be reported within 24 hours, however but reported with delay of 81 days.	Minimum Wages Act, 1948 and The Minimum Wages (Gujarat) Rules, 1961 for the Reva Division have been complied with; However all the required records could not be produced on time, since the mail communication in this regard from the Labour department was not acted upon due to oversight. The Company	Nil



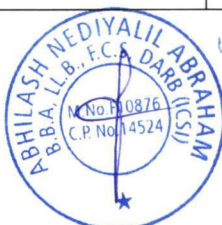
CS ABHILASH NEDIYALIL ABRAHAM

B.B.A, LL.B, F.C.S, DARB (ICSI)

PRACTISING COMPANY SECRETARY



<p>Section 18 of the of the Minimum Wages Act,1948 for Reva Division. The Board of Directors is advised to ensure compliance with respect to the provisions of the Minimum Wages Act, 1948 and the Minimum Wages (Gujarat) Rules, 1961 for its Reva Division at all times to avoid conviction and imposition of penalties in this regard in future including strengthening the systems and processes to monitor and comply with the labour laws with regard to Reva Division. Further, the disclosure for the same under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 to BSE Ltd was made with delay of 81 days. The Board of Directors is advised to ensure the timely reporting to BSE Ltd in future.</p>				<p>was of the bonafide opinion that the amount paid was a fee as advised by the lawyer. Subsequently a Court order was received, on examination of which only, it was known that the amount was a penalty. The Company was duly maintaining all the records and was of the opinion that the charges will be dropped.</p>	
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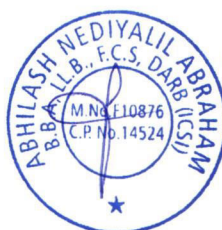
(c) I hereby report that, during the review period the compliance status of the listed entity with the following requirements::

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/ Remark by PCS
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	None
2	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI 	Yes Yes	None
3	Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website Web-links provided in annual corporate governance reports under Regulation 27(2) are 	Yes Yes Yes	None





	accurate and specific which re-directs to the relevant document(s)/ section of the website		
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes Yes	The company has only one material subsidiary i.e. Bamni Proteins Limited
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None





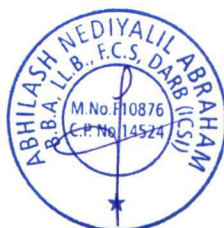
8	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	Yes NA	Prior approval was obtained for all Related party transactions
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued	Yes	No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or BSE under SEBI



	thereunder.		Regulations and circulars/ guidelines issued thereunder during the year under review.
12	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	None
13	Additional non-compliances observed, if any: No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above	Yes	None

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.



3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

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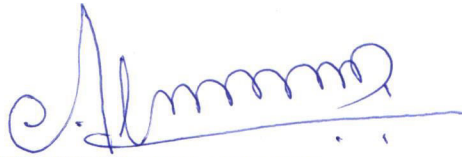
M.No. F10876 C.P. No.: 14524

Unique Code No. I2015KE2046800

PR No. 6484/2025

Date: 09/04/2025

Place: Kochi



ABHILASH NEDIYALIL ABRAHAM
B.B.A, LL.B., F.C.S, DARB (ICSI)
Practising Company Secretary
M.No. F10876, C.P. No. 14524
Bldg No. 46/2504-B, Haritha Road
Vennala, Kochi - 682028

