



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

10.02.2025

BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street
Mumbai- 400 001

Scrip Code: 506532

Dear Sir,

Sub: Amendment to the Code of Fair Disclosure and Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015

In compliance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, this is to inform you that the Company has amended "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" and "Code of Conduct to regulate, monitor and report trading by Designated Persons and Immediate Relatives of Designated Persons", as approved by the Board of Directors at their meeting dated 10th February 2025, a copy of the same is enclosed herewith for your records.

The Code will also be made available on the Company's Website <https://www.gelatin.in/>.

Thanking You,

Yours truly,

For **Nitta Gelatin India Limited**

Vinod Mohan
Company Secretary and Compliance Officer

Encl: As above.

CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION (“UPSI”) [Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015]

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI) (hereinafter called as the “Code”) has been framed and adopted by Nitta Gelatin India Limited (“the Company”), pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, (hereinafter referred to as the “Regulations”), to adhere to each of the principles, stated in Schedule A of the Regulations.

1. Definitions

- (a) “Act” means the Securities and Exchange Board of India Act, 1992.
- (b) “Board” means the Board of Directors of Nitta Gelatin India Limited.
- (c) “Chief Investor Relations Officer” (CIRO) means the Company Secretary or any other Executive nominated by the Board of Directors of the Company from time to time.
- (d) “the Code” or “this Code” means the Code of Practices and Procedures for Fair Disclosure of UPSI.
- (e) "Connected Person" means-
 - (i) any person who is or has been, during the six months prior to the concerned act associated with the Company, in any capacity, directly or indirectly, including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a director, officer or an employee of the Company or holds any position including a professional or business relationship whether temporary or permanent, with the Company, that allows such person, directly or indirectly, access to unpublished price sensitive information or is reasonably expected to allow such access.
 - (ii) Without prejudice to the generality of the foregoing, the persons

falling within the following categories shall be deemed to be connected persons unless the contrary is established, -

- 1) a relative* of connected persons specified in clause (i) above; or
- 2) a Holding Company or an Associate Company or Subsidiary Company; or
- 3) an intermediary as specified in Section 12 of the Act or an employee or Director thereof; or
- 4) an Investment Company, Trustee Company, Asset Management Company or an employee or Director thereof; or
- 5) an official of a Stock Exchange or of clearing house or corporation; or
- 6) a member of Board of Trustees of a mutual fund or a member of the Board of Directors of the Asset Management Company of a mutual fund or is an employee thereof; or
- 7) a member of the Board of Directors or an employee, of a public financial institution as defined in Section 2(72) of the Companies Act, 2013; or
- 8) an official or an employee of a self-regulatory organization recognized or authorized by the SEBI; or
- 9) a banker of the Company; or
- 10) a concern, firm, trust, Hindu Undivided Family, Company or Association of Persons wherein a Director of the Company or his relative or banker of the Company, has more than ten per cent (10%) of the holding or interest.
- 11) a firm or its partner or its employee in which a firm or its partner or its employee in which a connected person specified in point (e) is also a partner;
- 12) a person sharing household or residence with a connected person specified in point (e);

*“relative” shall mean the following: (i) spouse of the person; (ii) parent of the person and parent of its spouse; (iii) sibling of the person and sibling of its spouse; (iv) child of the person and child of its spouse; (v) spouse of the person listed at sub-clause (iii); and (vi) spouse of the person listed at sub-clause (iv).

- (f) “NGIL” or “Company” means Nitta Gelatin India Limited;
- (g) “Compliance Officer” shall mean such senior officer so designated by the Board, and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under these regulations and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to this Code and any other guidelines or framework issued by the Company for the preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of this Code under the overall supervision of the Board , as the case may be;
- (h) “Generally Available Information” means information that is accessible to the public on a non-discriminatory basis. Information relating to the Company published on the website of stock exchanges or the Company’s website shall ordinarily be considered as Generally Available Information.
- (i) “Insider” means any person who is a connected person; or in possession of or having access to UPSI of the Company;
- (j) “Unpublished Price Sensitive Information” or “UPSI” means any information which relates directly or indirectly to Nitta Gelatin India Limited, or its Securities, that is generally not available, and which on being Generally Available, is likely to materially affect the price of Securities of Company and shall ordinarily include but not restricted to, information relating to the following:
- (i) financial results;
 - (ii) dividends;
 - (iii) change in capital structure;
 - (iv) mergers, de-mergers, acquisitions, delisting, disposal and expansion of business and such other transactions;
 - (v) changes in key managerial personnel; and
 - (vi) such other information as may be deemed to be constituted as UPSI by the Board and /or the Managing Director and/or the Compliance Officer of the Company, from time to time.

(k) “Legitimate Purposes” shall include sharing of UPSI in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the Regulations.

2. **Fair Disclosure of Unpublished Price Sensitive Information**

The Company shall strive to adhere to the following Principles of Fair Disclosure:

- (i) Prompt public disclosure of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- (ii) Uniform and universal dissemination of UPSI to avoid selective disclosure.
- (iii) The Chief Investor Relations Officer shall deal with dissemination of information and disclosure of UPSI.
- (iv) Prompt dissemination of UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
- (v) Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
- (vi) Ensure that information shared, if any, with analysts and research personnel is not UPSI.
- (vii) Develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences conducted, if any, on the official website to ensure official confirmation and documentation of disclosures made.
- (viii) Handle all UPSI on a need-to-know basis.

The UPSI can be shared as an exception by an insider for legitimate purposes, in the ordinary course of business of the Company. Policy for determination of Legitimate Purposes for which UPSI can be shared, has been formulated and attached with this Code and marked as “**Annexure – A**”.

3. **Amendment**

The Board of Directors can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

Annexure A

Policy for determination of Legitimate Purposes

[Pursuant to Regulation 3 (2A) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

The Policy is being framed in compliance with the requirement stipulated under Regulation 3(2A) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (the Regulations), for determination of legitimate purposes. The Policy shall form part of the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information framed under Regulation 8 of SEBI (PIT) Regulations, 2015.

An insider shall not communicate or share any unpublished price sensitive information (UPSI) relating to the Company or securities listed or proposed to be listed, to any person, except in furtherance of legitimate purposes as under:

1. The sharing of UPSI shall be in the ordinary course of business.
2. The sharing of UPSI shall be in connection with plans of the Company, relating to the operations, diversification, expansion, restructuring or discharge of legal obligations.
3. Such sharing of UPSI shall be with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants.
4. The sharing of UPSI has not been carried out to evade or circumvent the prohibitions of the Regulations.

Any person who is in receipt of UPSI pursuant to a legitimate purpose shall be deemed to be an insider for the purpose of compliance with the Regulations. Due notice shall be given by the Company to such person(s) for the purpose of maintaining confidentiality of UPSI in accordance with the provisions of the Regulations.

CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY DESIGNATED PERSONS AND IMMEDIATE RELATIVES OF DESIGNATED PERSONS

Nitta Gelatin India Limited endeavors to preserve the confidentiality of Unpublished Price Sensitive Information (UPSI) and prevent misuse of such information. The Company aims at safeguarding the confidentiality of all information obtained in the course of business. No person shall use his or her position in the Company to gain personal benefit or to provide benefit to any third party.

The Code of Conduct to regulate, monitor and report trading by designated persons has been framed in line with the SEBI (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof.

1. Definitions:

- (a) “Act” means the Securities and Exchange Board of India Act, 1992
- (b) “Board” means the Board of Directors of Nitta Gelatin India Limited
- (c) “Chief Investor Relations Officer” means the Company Secretary or any other executive nominated by the Board of Directors of the Company from time to time
- (d) “the Code” or “this Code” means the Code of Conduct to regulate, monitor and report trading by designated persons and immediate relatives of designated persons
- (e) “Company” means Nitta Gelatin India Limited
- (f) “Compliance Officer” shall mean such senior officer so designated by the Board, and reporting to the Board, who is financially literate and is capable of appreciating requirements for legal and regulatory compliance under SEBI (Prohibition of Insider Trading) Regulations, 2015 and who shall be responsible for compliance of policies, procedures, maintenance of records, monitoring adherence to the rules for the preservation of Unpublished Price Sensitive Information, monitoring of trades and the implementation of the Codes specified in these Regulations under the overall supervision of the Board
- (g) “Connected Person” means:
 - (i) any person who is or has been, during the six months prior to the concerned act associated with the Company, in any capacity directly or indirectly, including by reason of frequent communication with its officers or by being in any contractual, fiduciary or employment relationship or by being a Director, officer or an employee of the Company or holds any position including a professional or business relationship whether temporary or permanent, with the Company, that allows such person, directly or indirectly, access to UPSI or is reasonably expected to allow such access.

- (ii) Without prejudice to the generality of the foregoing, the persons falling within the following categories shall be deemed to be Connected Persons in relation to the Company unless the contrary is established,
- (1) a relative* of Connected Persons specified in Clause (i); or
 - (2) a Holding Company or Associate Company or Subsidiary Company; or
 - (3) an intermediary as specified in Section 12 of the Securities and Exchange Board of India Act, 1992 or an employee or Director thereof; or
 - (4) an Investment Company, Trustee Company, Asset Management Company or an employee or Director thereof; or
 - (5) an official of a Stock Exchange or of clearing house or corporation; or
 - (6) a member of Board of Trustees of a Mutual Fund or a member of the Board of Directors of the Asset Management Company of a Mutual Fund or is an employee thereof; or
 - (7) a member of the Board of Directors or an employee of a public financial institution as defined in Section 2 (72) of the Companies Act, 2013; or
 - (8) an official or an employee of a self-regulatory organization recognised or authorized by Securities and Exchange Board of India (SEBI); or
 - (9) a banker of the Company; or
 - (10) a concern, firm, trust, Hindu Undivided Family, Company or Association of Persons wherein a Director of the Company or his Relative or banker of the Company, has more than ten per cent. of the holding or interest;
 - (11) a firm or its partner or its employee in which a connected person specified in point (g).
- (12) a person sharing household or residence with a connected person specified in point (g).
- (h) **“Designated Persons”** means –
- a. Promoters of the Company.
 - b. Director of the Company.
 - c. Top three levels of management in each Division/ Department.
 - d. All employees (including temporary employees, Trainees) in the Finance Department.
 - e. All employees (including temporary employees, Trainees) in the R & D Department
 - f. All employees (including temporary employees, Trainees) in the Secretarial Department.
 - g. All executive assistants/ confidential secretaries to persons mentioned above.
 - h. Any other employee who in the opinion of the Managing Director/ Compliance Officer of the Company, have access to or is likely to have access to UPSI relating to the Company.

*“relative” shall mean the following: (i) spouse of the person; (ii) parent of the person and parent of its spouse; (iii) sibling of the person and sibling of its spouse; (iv) child of the person and child of its spouse; (v) spouse of the person listed at sub-clause (iii); and (vi) spouse of the person listed at sub-clause (iv).

(i) **“Immediate relative”** means a spouse of a person, and includes parent, sibling, and child of such person or of the spouse, any of whom is either dependent financially on such person, or consults such person in taking decisions relating to trading in securities;

(j) **“Insider”** means any person who is a connected person; or in possession of or having access to UPSI of the Company;

- (i) (i) **“Unpublished Price Sensitive Information”** or “UPSI” means any information which relates directly or indirectly to Nitta Gelatin India Limited, or its Securities, that is generally not available, and which on being Generally Available, is likely to materially affect the price of Securities of Company and shall ordinarily include but not restricted to, information relating to the following: financial results;
- (ii) dividends;
 - (iii) change in capital structure
 - (iv) mergers, de-mergers, acquisitions, delisting, disposal and expansion of business and such other transactions;
 - (v) changes in key managerial personnel; and
 - (vi) such other information as may be deemed to be constituted as UPSI by the Board and /or the Managing Director and/or the Compliance Officer of the Company, from time to time.

2. Applicability

This Policy shall apply to all Insiders and Designated Persons.

3. Code of conduct for regulating, monitoring and reporting of trading by Designated Persons and Code of Internal procedures:

- (a) The Compliance Officer shall report to the Board of Directors and in particular, shall provide reports to the Chairman of the Audit Committee, if any, or to the Chairman of the Board of Directors at such frequency as may be stipulated by the Board of Directors, but not less than once in a year.
- (b) All information shall be handled within the organisation on a need-to-know basis and no UPSI shall be communicated to any person except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (c) Designated persons of the Company shall follow “Chinese Wall” procedures i.e., no UPSI shall be communicated to any person other than on a ‘need to know’ basis except in furtherance of legitimate purposes, performance of duties or discharge of legal obligations.
- (d) Designated Persons and immediate relatives of Designated Persons in the organisation shall be governed by an internal code of conduct governing dealing in securities, as below:
 - (i) The Directors / designated employees / their immediate relatives shall conduct all dealings in the securities of the company only in a valid and open trading window.
 - (ii) The Directors / designated employees / their immediate relatives shall not deal in the securities of the company during the closure of the trading window and when they are in possession of UPSI unless there is an approved trading plan

Note: (1) and (2) will not be applicable for trades executed pursuant to a trading plan formulated if any in accordance with the Insider Trading Regulations, which has been approved by the Compliance Officer and

duly disclosed to the Stock Exchange.

- (e) The trading window shall be closed when the Compliance Officer determines that a designated person or class of designated persons can reasonably be expected to have possession of UPSI. Designated persons and their immediate relatives shall not trade in securities when the trading window is closed.
- (f) Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results. The gap between clearance of accounts by

Audit Committee and Board Meeting to be as narrow as possible and preferably on the same day to avoid leakage of material information.

- (g) The trading window restrictions shall not be applicable in respect of the following cases, if:
- (i) the transaction is an off- market inter- se transfer between insiders who were in possession of same UPSI and when both the parties had made a conscious and informed trade decision. Such off market trades shall be reported by the Insiders to the Company within 2 working days. The Company shall in turn disclose such trades to the Stock Exchange on which securities are listed within two trading days from receipt of disclosure or from becoming aware of such information.
 - (ii) the transaction was carried out through the blockdeal window mechanism between persons who were in possession of UPSI and when both the parties had made a conscious and informed trade decision.
 - (iii) transaction in question was carried out pursuant to a statutory or regulatory obligation to carry out a bonafide transaction.
 - (iv) transaction in question was undertaken pursuant to the exercise of stock options in respect of which the exercise price was pre- determined in compliance with applicable regulations.
 - (v) trades were pursuant to a trading plan, which has been approved by the Compliance Officer and duly disclosed to the Stock Exchange.
 - (vi) it is a pledge of shares for a bonafide purpose, such as raising of funds, subject to pre-clearance by the Compliance Officer and compliance with the respective SEBI Regulations.
 - (vii) transactions undertaken in accordance with respective SEBI Regulations, such as Acquisition by Conversion of Warrants/ Debentures, Subscribing to Rights Issue, Further Public Issue, Preference Share Allotment and Tendering of Shares in a buy back offer, open offer, de-listing offer or transactions undertaken through other mechanisms as may be specified by SEBI from time to time.
 - (viii) In respect of offer for sale and rights entitlement transactions carried out in accordance with the frameworks specified by SEBI from time to time.
- (h) The timing for re-opening of the trading window shall be determined by the Compliance Officer taking into account various factors including the UPSI in question becoming generally available and being capable of assimilation by the market, which in any event shall not be earlier than forty-eight hours after the information becomes generally available.
- (i) When the trading window is open, trading by designated persons shall be subject to pre- clearance by the Compliance Officer, if the value of the proposed trades is likely to exceed Rs. 10 lakhs in any calendar quarter.
 - (j) Prior to approving any trades, the Compliance Officer shall be entitled to seek declarations to the effect that the applicant for pre-clearance is not in possession of any UPSI. He/She shall also have regard to whether any such declaration is reasonably capable of being rendered inaccurate.

- (k) Once pre-clearance is obtained, the trade should be executed in not less than 7 trading days, failing which fresh clearance to be obtained prior to execution of trades.
- (l) The designated person shall not execute a contra trade for a period of not less than six months unless there is an approved trading plan. Should a contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Securities and Exchange Board of India (SEBI) for credit to the Investor Protection and Education Fund administered by SEBI under the Act. Provided that this shall not be applicable for trades pursuant to exercise of stock options.
- (m) Designated persons who violate this code shall be subject to disciplinary action by the Company including wage freeze, suspension, recovery etc. Any amount collected under this clause shall be remitted to SEBI for credit to the Investor Protection and Education Fund administered by SEBI under the Act.

The Bank details for SEBI – IPEF for online transfer is given below:

Name of Beneficiary	SEBI- IPEF
Bank Name	Bank of India
Bank Branch	Bandra Kurla Complex (BKC)
Account Number	012210210000008
IFSC Code	BKID0000122

- (n) In case it is observed that there has been a violation of these Regulations/ Code of Conduct, the Company shall promptly inform the Stock Exchange where the securities are traded, in the format given elsewhere in this Code of Conduct and such manner as may be specified by SEBI from time to time.
- (o) Designated persons are required to disclose names and Permanent Account Number or any other identifier authorized by law of the following persons to the Company on an annual basis and as and when the information changes:
- immediate relatives
 - persons with whom such designated person(s) shares a material financial relationship
 - Phone, mobile and cell numbers which are used by them.

In addition, the names of educational institutions from which designated persons have graduated and names of their past employers shall also be disclosed on a one time basis.

The term “material financial relationship” shall mean a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift [from a designated person during the immediately preceding twelve months, equivalent to at least 25% of the annual income of such designated person] but shall exclude relationships in which the payment is based on arm’s length transactions.

- (p) Designated persons are required to maintain utmost confidentiality of the information that they have come across during the course of performance of their duties and if they are found negligent in maintaining the confidentiality, disciplinary action may be taken against them in this regard.

4. Disclosures under Regulation 7 of PIT to be made:

- a) Initial Disclosure: Every person on appointment as a Key Managerial Personnel or a Director of the Company or upon becoming a promoter or member of the promoter group shall disclose his/her/its holding of securities of the Company as on the date of appointment or becoming a promoter, to the Company within seven days of such appointment or becoming a promoter.
- b) Continual Disclosures: Every promoter, member of the promoter group, designated person and Director shall disclose the number of such securities acquired or disposed of, within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of Rupees Ten Lakh or such other value as may be specified; the Company in turn to notify the particulars of such trading to the stock exchange on which the securities are listed within two trading days of the disclosure or from becoming aware of such information.

The above disclosure will not be applicable once the system driven disclosure requirements are met.

- c) The Company may require any other Connected person or class of connected persons to make disclosure of holdings and trading in securities in the Company in the format given elsewhere at such frequency as determined by the Company.

5. Formats

The formats of the communication to be made by Designated person/Immediate Relatives & Compliance Officer, the details of which are herein below:

Sl. No.	Formats	Annexure No.
1	Application for pre-clearance	Annexure 1
2.	Undertaking to be accompanied with the application for pre-clearance	Annexure 2
3	Letter of Approval from Compliance Officer	Annexure 3
4	Letter of Rejection from Compliance Officer	Annexure 4
5.	Disclosure of trading under pre-clearance	Annexure 5
6	Reporting of failure of completion of transaction or decision to Trade after obtaining approval from the Compliance Officer	Annexure 6
7	Initial disclosure on becoming a KMP/Director/ Promoter/ Member of the promoter group	Annexure 7
8	Continual Disclosure if the traded value is in excess of threshold limits	Annexure 8
9	Details of trading by other connected persons identified by the Company under Regulation 7(3) of the SEBI (PIT) Regulations, 2015	Annexure 9
10	Annual Disclosure under Clause 14 of the Schedule B of SEBI(PIT) Regulations,2015	Annexure 10
11	One time disclosure under Clause 14 of Schedule B of SEBI(PIT) Regulations, 2015	Annexure 11

12	Format for reporting violations relating to Code of Conduct as per Schedule B read with Regulation 9(1)	Annexure 12
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6. Amendment:

The Board of Directors can amend this Policy, as and when deemed fit. Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications etc. on the subject as may be issued by relevant statutory authorities, from time to time. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities are not consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

APPLICATION FOR OBTAINING PRE CLEARANCE

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

To
The Compliance Officer
Nitta Gelatin India Limited,
Kochi- 682036

APPLICATION FOR PRE-CLEARANCE

As on date I /my immediate relative Mr./Ms. _____ am/is holding shares in Nitta Gelatin India Limited, under Folio No./ DP ID - Client ID _____ I/my immediate relative am/is desirous of trading (buying / selling/ dealing/pledging/revocation of pledge/subscribing) _____ Shares of the Company. I seek your approval for the same.

I hereby state that--

- a) I do not have access or has not received any price sensitive information as defined in the Code that has not become public, upto the time of signing this undertaking.
- b) In the event that I have access to or receive any UPSI as defined in the code, after the signing of this undertaking but before executing the transaction, I shall inform the Compliance Officer of the change in my position and that I / my immediate relatives would completely refrain from trading in the securities of the Company until such information becomes public;
- c) I and my Immediate relatives have not contravened the provisions of the Code as notified by the Company from time to time.
- d) I have made full and true disclosure in the matter.

Name

Token No.

Signature

Date:

Place:

UNDERTAKING TO BE ACCOMPANIED WITH THE
APPLICATION FOR PRE-CLEARANCE

UNDERTAKING

To,
Compliance Officer
Nitta Gelatin India Limited,
Kochi - 682036

I, Mr./Ms. _____, resident of _____, hereby declare that I am Director/Officer or Employee/ Designated Person/ Dependent or Immediate Relative of Designated Person of Nitta Gelatin India Ltd.

I further declare that I am not in possession of or otherwise privy to any UPSI (as defined in the Company's Code of Conduct to Regulate, Monitor and Report Trading in Securities by Designated Persons ("Code")) up to the time of signing this Undertaking.

In case I have access to or I receive any UPSI after signing this Undertaking but before execution of the transaction, I shall inform the Compliance Officer of the change in my position and I would ensure that I or my Dependents/ Immediate Relatives completely refrain from trading in the Securities of the Company till the time such UPSI becomes Generally Available Information.

I declare that I have not contravened the Code as notified by the Company from time to time.

I undertake to submit the necessary report within four (4) days of execution of the transaction/a 'Nil' report if the transaction is not undertaken.

I am aware that, I shall be liable to face penal consequences as set forth in the Code including disciplinary action under the Code of the Company, in case the above declarations are found to be misleading or incorrect at any time.

I declare that I have made full and true disclosure in the matter.

(Signature of the Applicant)

Date:

Place:

Letter of approval from Compliance Officer

To:

Sub : **Pre-clearance of transaction in Company's Securities**

Ref : **Your application dated__for pre-clearance of transaction for__shares of the Company in your name / in the name of__.**

With reference to your above application, seeking pre-clearance of your Trade in shares of the Company, we hereby accord our approval to the proposed transaction.

You may kindly note that the aforesaid transaction have to be executed **within seven (7) trading days** from the date of receipt of this approval letter, failing which, an application seeking pre-clearance to the proposed transaction together with undertaking in the prescribed format, will be made afresh.

Further the details of the Trade, as per the aforesaid application, needs to be intimated within four working days of the execution of the Trade.

You may kindly note that after the aforesaid transaction, you will not enter into an opposite transaction during the next six months from the date of the aforesaid Trade.

It is presumed that the proposed transaction is in compliance with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011; Code of Conduct and SEBI (Prohibition of Insider Trading) Regulations, 2015 or any other applicable law.

Thanking you,

Yours truly,

For Nitta Gelatin India Limited

Date:

Place:

Compliance Officer

Letter of rejection from Compliance Officer

To:

Sub : **Pre-clearance of transaction in Company's Securities**

Ref : Your application dated__for pre-clearance of transaction for__shares of the Company in your name / in the name of__.

With reference to your above application, seeking pre-clearance of your transaction in shares of the Company, we hereby reject your above application on account of the following reasons:

Thanking you,

Yours truly,

For **Nitta Gelatin India Limited**

Date:

Place:

Compliance Officer

**DISCLOSURE OF TRADING UNDER PRE-
CLEARANCE**

**[To be submitted within four (4) working days of trading in the
Securities of the Company]**

The Compliance Officer
Nitta Gelatin India Limited,
Kochi- 682036

Dear Sir,

DETAILS OF TRADING

Ref: Your Approval Letter dated ___

I hereby inform you that I/ my _____ (Name of the immediate relative) have traded shares of the Company under the pre-clearance approval referred above, as per the details given below:

Date	Nature of Trade (Purchase / sale)	No. of Shares	DP ID/ Client ID

Thanking you,

Yours sincerely,

Signature

Name :

Token No:

Date :

Place:

**Reporting of failure of completion of transaction or decision not to Trade
after obtaining approval from the Compliance Officer**

**The Compliance Officer
Nitta Gelatin India Limited,**

Dear Sir,

Sub: **Reporting of failure to execute transaction**

I hereby declare that the approval for Trading in the shares of the Company for which, pre-clearance was granted on_, was not completed within 7 (seven) days of receipt of the pre- clearance, due to _____. I shall obtain fresh pre-clearance in the event I wish to execute the said trade again.

Thanking you,

Yours faithfully,

(Signature)

Name of the Applicant:

Employee Code No.:

(if applicable)

Contact No:

Department (If applicable)

Date:

Place:

SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7 (1) (b) read with Regulation 6 (2) – Disclosure on becoming a Key Managerial Personnel/ Director/Promoter/ Member of the Promoter group

Name of the Company: _____

ISIN of the Company: _____

Details of Securities held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter or member of the Promoter group of NGIL and immediate relatives of such persons and by any other person for whom such person takes trading decisions

Name, PAN, CIN/DIN & address with contact Nos.	Category of Person (Promoters/ KMP / Directors/immediate relative to/others etc)	Date of appointment of Director/ KMP/ date of becoming Promoter	Securities held at the time of becoming Promoter/ appointment of Director/ KMP		% of Shareholding
			Type of security (For eg. – Shares, Warrants, etc)	No.	
1	2	3	4	5	6

Note: "Securities" shall have the meaning as defined under regulation 2(1) (i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of Open Interest (OI) in derivatives of the Company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of the Company and other such persons as mentioned in Regulation 6(2).

Open Interest of the Future contracts held at the time of becoming Promoter/ appointment of Director/ KMP			Open Interest of the Option Contracts held at the time of becoming Promoter/ appointment of Director/ KMP		
Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms	Contract Specifications	Number of units (contracts * lot size)	Notional value in Rupee terms
7	8	9	10	11	12

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options

Name & Signature: _____

Designation: _____

Date: _____

Place: _____

**SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) –
Continual disclosure (if the traded value in a quarter is in excess of threshold limit)**

Name of the Company: _____

ISIN of the Company: _____

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of the Company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact Nos.	Category of Person (Promoters/ KMP / Directors / immediate relative to others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public/ rights/ preferential Offer / off market/ Inter-se transfer, ESOPs etc.)
		Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/Pledge / Revoke/ Invoke)	Type of security (For eg. – Shares, Warrants, Convertible Debentures etc.)	No. and % Of shareholding	From	To		
1	2	3	4	5	6	7	8	9	10	11	12	13	14

Note: “Securities” shall have the meaning as defined under regulation 2(1) (i) of SEBI Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the Company by Promoter, designated person or Director of a listed company and other such persons as mentioned in Regulation 6(2)

Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was executed
Type of Contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21

Note: In case of Options, notional value shall be calculated based on premium plus strike price of options.

Name & Signature:

Designation:

Date

FORM C (Indicative format)³**SEBI (Prohibition of Insider Trading) Regulations, 2015****Regulation 7(3) . Transactions by Other connected persons as identified by the company****Details of trading in securities by other connected persons as identified by the company**

Name, PAN, CIN/DIN, & address with contact nos.of other connected persons as identified by the company	Connection with company	Securities held acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ disposal of shares specify		Date of intimation to company	Mode of acquisition/disposal (on market/ public/ rights/ Preferential offer / off market/ Inter-se transfer, ESOPs etc.)	Exchange on which the trade was executed
		Type of securities (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	Type of securities (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/Sale/ Pledge/ Revocation / Invocation/ Others-please specify)	Type of securities (For eg. Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of share holding	From	To			
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(ii) Value of transaction excludes taxes/brokerage/any other charges

Name: _____
 Address: _____
 Designation: _____
 Token No.: _____

Date: _____

To,
 The Compliance Officer,
 Nitta Gelatin India Limited,
 Kochi- 682036

Dear Sir,

Sub: Annual Disclosure under Clause 14 of the Schedule B of SEBI (Prohibition of Insider Trading) Regulations 2015 read with the SEBI (Prohibition of insider trading) (Amendment), Regulations, 2018

I,S/o,aged aboutyrs, hereby provide the following information:

Disclosure of details of immediate Relatives:

Sr. No	Name of the Relative	Relationship	PAN	Phone No.	Mobile Nos.
1.					
2.					

Note: Immediate Relative means your spouse and includes your parents, siblings, and children or of your spouse, any of whom is either dependent financially on you or consults you in taking the decisions relating to trading in securities.

Details of the persons with whom I share material financial relationship:

Sr. No	Name of the Person	PAN	Phone No.	Mobile Nos.

Note: Material Financial Relationship means – Persons with whom you share a material financial relationship- one person is a recipient of loan/gift amounting to not less than 25% of annual income during the preceding 12 months, excluding arms' length transactions.

I hereby declare that the information provided herein above are true to the best of my knowledge. I also undertake to provide this disclosure whenever there is a change in the information provided herein above.

Yours faithfully

(Name of the Employee)

From:

Name : _____

Address: _____

Designation: _____

Token No.: _____

Date: _____

To

The Compliance Officer,
Nitta Gelatin India
Limited, Kochi - 682036

Dear Sir,

Sub: One Time disclosure under Clause 14 of Schedule B of SEBI
(Prohibition of Insider Trading) Regulations, 2015

I, S/o.aged aboutyears,
hereby give below the details of the Educational Institutions from where I
have graduated and details of my past employers’:

1 .Educational Institution details:

Sl. No	Qualification	Name of the Educational Institution	Year of passing

2. Past Employers details:

Sl. No	Name of the Company	Address of the Employer	Period of employment	
			From	To

I hereby declare that the information provided herein above are true to the best of my knowledge.

Yours faithfully

(Name of the Employee)

Annexure 12 - Report by Nitta Gelatin India Limited for violations related to Code of Conduct under SEBI (Prohibition of Insider Trading) Regulations, 2015 as per Schedule B read with Regulation 9 (1) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Sr. No.	Particulars	Details
1	Name of the listed company/ Intermediary/Fiduciary	
2	<i>Please tick appropriate checkbox</i> Reporting in capacity of : <input type="checkbox"/> Listed Company <input type="checkbox"/> Intermediary <input type="checkbox"/> Fiduciary	
3	A. Details of Designated Person (DP)	
	i. Name of the DP	
	ii. PAN of the DP	
	iii. Designation of DP	
	iv. Functional Role of DP	
	v. Whether DP is Promoter or belongs to Promoter Group	
	B. If Reporting is for immediate relative of DP	
	i. Name of the immediate relative of DP	
	ii. PAN of the immediate relative of DP	
	C. Details of transaction(s)	
	i. Name of the scrip	
	ii. No of shares traded and value (₹) (Date- wise)	
	D. In case value of trade(s) is more than ₹10 lacs in a calendar quarter	
	i. Date of intimation of trade(s) by concerned DP/director/promoter/promoter group to Company under Regulation 7 of SEBI (PIT) Regulations, 2015	
	ii. Date of intimation of trade(s) by Company to stock exchanges under regulation 7 of SEBI (PIT) Regulations, 2015	
4	Details of violations observed under Code of Conduct	
5	Action taken by Listed company/ Intermediary/ Fiduciary	
6	Reasons recorded in writing for taking action stated above	

7	Details of the previous instances of violations, if any, since last financial year	
8	If any amount collected for Code of Conduct violation(s)	
	i. Mode of transfer to SEBI - IPEF (Online/Demand Draft)	
	ii. Details of transfer/payment	
	In case of Online:	
	Particulars	Details
	Name of the transferor	
	Bank Name, branch and Account number	
	UTR/Transaction reference Number	
	Transaction date	
	Transaction Amount (in ₹)	
	In case of Demand Draft (DD):	
	Particulars	Details
	Bank Name and branch	
	DD Number	
DD date		
DD amount (in ₹)		
9	Any other relevant information	

Date and Place

Name and Signature of Compliance Officer

PAN:

Email ID: