



Nitta Gelatin India Limited

(Formerly Kerala Chemicals and Proteins Limited)

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

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CIN : L24299KL1975PLC002691

Website : www.gelatin.in

14th August, 2023

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

Dear Sir,

SCRIP CODE: 506532

Sub: Forwarding of Agreement

Ref: Regulation 30A of SEBI LODR Regulations 2015

Pursuant to Regulation 30A of the SEBI LODR Regulations, 2015, we wish to inform that there is a Promotional Agreement dated 24th January, 2023, entered into by the Promoters of our Company, Nitta Gelatin Inc (NGI)., Japan and Kerala State Industrial Corporation Ltd (KSIDC).

The relevant details are as follows:

Name of the party entering into agreement (wherein the Company is not a party) and the relationship with the listed entity	The Agreement has been entered into between NGI, Japan and KSIDC, the Promoters of the Company.
Details of the counterparties to the agreement (including name and relationship with the listed entity)	NGI, Japan and KSIDC- Promoters of the Company
Date of entering into the agreement	24 th January 2023 (in existence for the last fifteen years and renewed from time to time)
Purpose of entering into the agreement:	For detailing various terms and conditions with respect to the organization and administration of Nitta Gelatin India Ltd.
Shareholding, if any, in the entity with whom the agreement is executed:	Not Applicable

<p>Significant terms of the agreement (in brief)</p>	<p>The terms inter alia are the following: KSIDC has the right to nominate 2 Directors on the Board of the Company including the right to nominate the Chairman and NGI has the right to nominate 2 Directors. Amendment in Articles of Association to be with the consent of the Promoters. NGI shall assist the Company by furnishing on continuous basis technical knowhow and expertise so as to enable it to operate its existing plants successfully.</p>
<p>Extent and the nature of impact on management or control of the listed entity</p>	<p>The parties have the right to nominate the Managing Director, Chairman and Director (Technical).</p>
<p>Details and quantification of the restriction or liability imposed upon the listed entity</p>	<p>Change in Articles of Association and issued capital requires prior approval of NGI and KSIDC.</p>
<p>Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship:</p>	<p>The said parties are Promoters of the Company.</p>
<p>Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”:</p>	<p>No</p>
<p>In case of issuance of shares to the parties, details of issue price, class of shares issued;</p>	<p>Equity shares (face value of Rs. 10/-) currently held KSIDC- 28,62,220 NGI- 39,00,300 Redeemable Preference Shares (face value of Rs. 10/-) currently held by NGI- 44,44,444</p>

<p>Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc:</p>	<p>The Nominees of NGI are Mr. Sajiv K. Menon (Managing Director), Dr. Shinya Takahashi (Director- Technical) and Mr. Koichi Ogata (Non-Executive Non Independent Director).</p> <p>The Nominees of KSIDC are Mr. A P M Mohammed Hanish IAS and Mr. S Harikishore IAS.</p>
<p>In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):</p> <p>a) name of parties to the agreement:</p> <p>b) nature of the agreement:</p> <p>c) date of execution of the agreement:</p> <p>d) details and reasons of amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)</p>	<p>Not Applicable</p>
<p>Reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier)</p>	<p>Not Applicable</p>

We request that the above information may please be taken on records.

Thanking you.

Yours faithfully,

For **Nitta Gelatin India Limited**

Vinod Mohan

Company Secretary and Compliance Officer