



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
54/1446 SBT Avenue
Panampilly Nagar
Cochin - 682 036 India
Tel : 0484 3099444, 2317805
Fax : 0484 2310568
Email : ro@nittagelindia.com

GELATIN DIVISION
Post Box 3109
PO Kusumagiri Kakkanad
Cochin - 682 030 India
Tel : 0484 3099333, 2415506
Fax : 0484 2415504
Email : gd@nittagelindia.com

OSSEIN DIVISION
PO Kathikudam
(Via) Koratty
Trichur - 680 308 India
Tel : 0480 3099333, 2719490
Fax : 0480 2719943
Email : od@nittagelindia.com

31.07.2013

Jeevan Noronha
Manager
Compliance Monitoring & Corporate Services

BSE Limited

Scrip Code : 506532

Dear Sir,

Subject : Adjournment of Extraordinary General Meeting

As per the discussion the other day, the Extraordinary General Meeting convened on Tuesday, 30.07.2013 was adjourned to 24.08.2013 . The copy of the EGM minutes as well as the text of the public notice as signed by the Chairman of the meeting are scanned and attached. These are for dissemination. The Public Notice will be prominently appearing in a leading English daily of wide circulation as well as a vernacular daily tomorrow. Kindly take the same into records.

Thanking You,

Yours faithfully,

For NITTA GELATIN INDIA LIMITED

G.R.Kurup
Company Secretary

Attachments :

1. EGM Minutes
2. Text of Public Notice

NITTA GELATIN INDIA LIMITED

MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, THE 30th JULY 2013, AT 10.30 A.M. AT GRAND HOTEL, M.G ROAD, ERNAKULAM.

PRESENT

(A) DIRECTORS

1. Mr. K. Ramakrishnan, Director
2. Mr. A. K. Nair, Director
3. Mr. K. L. Kumar, Director
4. Mr. G. Suseelan, Managing Director

Leave of absence was granted to the following Directors:

1. Mr. Mr. V. Somasundaran, IAS
2. Mr. Tom Jose, IAS
3. Mr. N. Soga
4. Mr. T. Yamaki
5. Mr. Hiroshi Takase
6. Mr. T. P. Thomaskutty

(B) SHAREHOLDERS

(a) BODIES CORPORATE

Represented by

- | | |
|---|---------------------|
| 1. Kerala State Industrial Development Corporation Ltd. | : Ms. Soumya Thomas |
| 2. Nitta Gelatin Inc., Japan | : Mr. Morioka Yasuo |

(b) OTHERS

- | | |
|-----------------------|-------|
| 1. Personally present | : 221 |
| 2. Present by proxy | : 18 |

In Attendance

Mr. G.R. Kurup,
Company Secretary



The Directors present in the meeting unanimously elected Mr. K. Ramakrishnan, Director to chair the meeting, since Mr. V. Somasundaran IAS, Chairman of the company was not present for the meeting.

Quorum and notice of the meeting

On the report of the Secretary, the Chairman declared that the required Quorum is present and called the meeting to order.

The Chairman addressed the meeting stating that the notice for the EGM today having been served on the members, may be taken as read. The business proposed for transaction at this meeting are:-

1. Alteration of share capital
2. Alteration to Clause V – Capital Clause – of the Memorandum of Association of the Company
3. Alteration of Articles of Association of the Company.
4. Approval for issue of Bonus shares
5. Approval of Nitta Gelatin India Limited Employee Stock Purchase Scheme 2013-Second Series (NGIL ESPS 2013- Second Series) and allotment of equity shares thereunder to the employees of the company.

The company had vide letter dated 19.06.2013, informed the BSE that, they have received a request from one of the promoters stating that they are not in a position to forego their entitlement for bonus issue and they should also be allotted shares by way of bonus, and the company intends to partially modify the said resolution passed by the members at the EGM held on 29.05.2013 accommodating the request of the promoters subject to approvals including the approval of the Board of the Directors of the company. However, the company ascertained that the intimation dated 19.06.2013 has not got uploaded in the BSE domain.

During discussions with SEBI, they also pointed out that the aforesaid information is not in the public domain, except that the notice of the EGM on 30th July, 2013, was dispatched by the company to the shareholders.

Taking due cognizance of the above and also the directions of SEBI, the Board of Directors vide circular resolution dt. 26.07.2013 recommended to adjourn the EGM scheduled on Tuesday, 30th July, 2013 at 10.30 A.M. at Grand Hotel, M. G. Road, Ernakulam, Kochi – 682011 to Saturday, 24th August, 2013 at 10.30 A.M. at Grand Hotel, M. G. Road, Ernakulam, Kochi – 682011 for transacting the same business as do form part of the notice for this EGM, after conforming with all regulatory prescriptions like due notice to the Stock Exchanges.

With permission of the shareholders, the EGM is adjourned as aforesaid while no fresh notice shall be served on the shareholders except a Public Notice on the fact of this adjournment, since the date of the EGM is less than 30 days hereafter, as envisaged by the Articles of Association of the company.

The shareholders who attended the meeting unanimously agreed for the above.

The Chairman declared the meeting as concluded for now, for continuing on the adjourned date i.e. Saturday, 24th August, 2013 at 10.30 A.M. at Grand Hotel, M. G. Road, Ernakulam, Kochi - 682011 for transacting the same business as do form part of the notice for this meeting.

APPROVED:


CHAIRMAN

NITTA GELATIN INDIA LIMITED
Post Bag No. 4262, 54/1446
Panampilly Nagar P.O., Kochi- 682 036

PUBLIC NOTICE

NOTICE is hereby given to the shareholders of the company that the Extraordinary General Meeting of the company convened on Tuesday, 30th July, 2013 at 10.30 A.M. at Grand Hotel, M. G. Road, Ernakulam, Kochi – 682011 having been held at the scheduled date, time and venue for transaction of the following business:-

1. Alteration of share capital
2. Alteration to Clause V – Capital Clause – of the Memorandum of Association of the Company
3. Alteration of Articles of Association of the Company.
4. Approval for issue of Bonus shares
5. Approval of Nitta Gelatin India Limited Employee Stock Purchase Scheme 2013-Second Series (NGIL ESPS 2013- Second Series) and allotment of equity shares thereunder to the employees of the company.

was adjourned for being held on Saturday, 24th August, 2013 at 10.30 A.M. at Grand Hotel, M. G. Road, Ernakulam, Kochi – 682011 for the following reasons:-

The company had vide letter dated 19.06.2013, informed the BSE that, they have received a request from one of the promoters stating that they are not in a position to forego their entitlement for bonus issue and they should also be allotted shares by way of bonus, and the company intends to partially modify the said resolution passed by the members at the EGM held on 29.05.2013 accommodating the request of the promoters subject to approvals including the approval of the Board of the Directors of the company. However, the company ascertained that the intimation dated 19.06.2013 has not got uploaded in the BSE domain.

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With the unanimous permission of the members present, the EGM is adjourned as aforesaid. No fresh notice shall be served on the shareholders for the adjourned EGM as above except this Public Notice, since the date of the adjourned EGM is less than 30 days hereafter, as envisaged by the Articles of Association of the company.

For the Board of Directors

J. J. J. J.

Chairman of the Meeting

30.07.2013