



# 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

25.07.2013

M/s. Bombay Stock Exchange Ltd./ CSE  
Phiroze Jeejeebhoy Towers  
Floor 25  
Dalal Street  
Mumbai - 400 001

**SCRIP No. 506532**

**Kind Attention : Ms. Bhuvana Sriram / Ms. Ranitha D'Souza / Mr. Nithin Pujari /  
Mr. Lalit Parekh / Mr. Jeevan Noronha**

Sub: Clause 19 of the Listing Agreement - Approval for Issue of Shares under Employees Stock Purchase Scheme (ESPS) - Issue of Bonus Issue

We recall that due notices were served on your good office, of the decision made at our Board Meeting dated 03.05.2013, EGM dated 29.05.2013, regarding a share issue under Employees Stock Purchase Scheme (ESPS) followed by a bonus issue of Shares (in the ratio of 1:3) to existing shareholders; other than promoters and group members as on record date i.e 20.06.2013. These were part of the scheme to achieve MPS as per SEBI norms. Consequently, one lakh equity shares ranking paripassu were allotted to the permanent employees of the company in the records as on 29.05.2013; and having obtained the Listing Permission, corporate action was also taken for the shares with the depositories. The proposal for bonus shares though approved at EGM, could not be pursued for allotment since one of the Promoter shareholders, Kerala State Industrial Development Corporation Limited, a Govt. of Kerala Undertaking, had given a request directly to SEBI as well as the Company that they being a Govt. agency, on a consideration of the Public Interest, are unable to forgo the Bonus Shares. The allotment of Bonus Shares excluding the promoters, could not therefore be proceeded with. However, the ensuing Board meeting shall consider this pending allotment to public shareholders.

In the meanwhile, the company had issued notice to shareholders for holding an EGM on 30.07.2013 for considering and approving : (1). Issue of Bonus



Shares to Promoters in the ratio of 1:3 in partial modification of the earlier decision, to issue Bonus Shares to Public Shareholders only ; (2) Issue of 696,667 shares to the employees under NGIL ESPS – IInd Series. Pending a consensus between the promoters in the matter, all other formalities as envisaged under the listing agreement could not be met in detail. The Promoters now having arrived at a consensus, we propose to adjourn the EGM on giving due notice to Stock Exchanges, based on a Board approval.

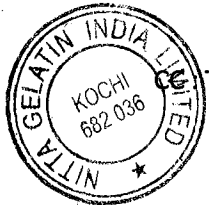
This letter is issued under clause 19 of Listing Agreement informing of the Board meeting on 31.07.2013 wherein items such as a bonus issue to Promoter Shareholders also in partial modification of the earlier resolution to issue Bonus Shares in the ratio of 1:3 to public shareholders only; and an ESPS to permanent employees of a total of 696,667 equity shares shall be considered . This may kindly be taken into records.

Thanking you,

Yours faithfully,

For NITTA GELATIN INDIA LIMITED

  
G. RAJESH KURUP  
Company Secretary



The Cochin Stock Exchange