



CONSOLIDATED SCRUTINISER'S REPORT
(Pursuant to Section 108 of the Companies Act,2013 and Rule 20(4)(xii) of the
Companies(Management and Administration) Rules,2014

To,

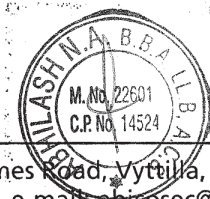
The Chairman,

39th Annual General Meeting of the Equity Shareholders of Nitta Gelatin India Limited held on
8th Septemebr,2015 at 12:00 Noon ,at Kerala Fine Arts Hall, Fine Arts
Avenue,Pallimukku,Cochin-682 016.

Sub: Passing of Resolution through Remote E Voting and Poll conducted at the 39th Annual
General Meeting of the Equity Shareholders of Nitta Gelatin India Limited

Dear Sir,

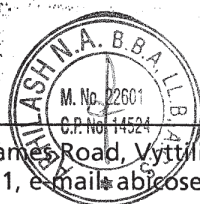
1. I ,Abhilash N.A, Company Secretary in Practice (M.No.22601;C.P No.14524), have been appointed as Scrutiniser by the Board of Directors of Nitta Gelatin India Limited (the Company) (CIN:L24299KL1975PLC002691) for the purpose of scrutinizing e voting process (Remote E Voting) under the provisions of Section 108 of the Companies Act,2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules,2014 as amended (the Rules) and Chairman of the 39th Annual General Meeting has appointed me as the Scrutiniser for poll by use of Ballot at the meeting under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the Resolutions contained in the notice to the 39th Annual General Meeting(AGM) of the Equity Shareholders of the Company held on 8th Septemebr,2015 at 12:00 noon ,at Kerala Fine Arts Hall, Fine Arts Avenue,Pallimikku,Cochin-682 016 and submit my report as under:
2. The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility for the Remote e voting to the Shareholders of the Company from Saturday,5th September,2015 (9:00a.m) till Monday,7th Septemebr,2015 (5:00 P.M). At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote evoting to record their votes through poll by use of ballots.





3. As Scrutiniser, my responsibility is to ensure that voting process through remote e voting and poll by use of ballots are conducted in a fair and transparent manner and make a consolidated scrutiniser's report of the total votes cast in favour or against the resolutions, based on the report generated from the e voting system provided by Central Depository Services (India) Limited (CDSL).
4. In compliance of the Rules, I have unblocked the votes on 08.09.2015 3:40 P.M in the presence of two witnesses. I have rendered separate Scrutiniser's Report on the Remote E voting and Poll by use of ballots at the meeting and I hereby submit Consolidated Scrutiniser's Report pursuant to Rule 20(4)(xii) on all the Resolutions contained in the Notice.
5. The result of the Remote e voting together with that of the Poll is as under:

| Sl No | Resolution | Type of Resolution | Mode | Favour | | Against | |
|-------|---|--------------------|-----------------|------------------|------------|------------|------------|
| | | | | Votes | % | Votes | % |
| 1 | To receive, consider and adopt the Audited Financial Statements for FY 31.03.2015, Reports of the Board of Directors and the Auditors and audited consolidated financial statements together with Report of the Auditors thereon. | Ordinary | Remote E-voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,78,259 | 100 | NIL | NIL |
| | | | Total | 28,78,529 | 100 | NIL | NIL |
| 2 | To declare a dividend | Ordinary | Remote E voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,78,259 | 100 | NIL | NIL |
| | | | Total | 28,78,529 | 100 | NIL | NIL |






| | | | | | | | |
|---|--|----------|-----------------|-----------------------|--------------|------------|-------------|
| 3 | To resolve that the vacancy arising consequent to the retirement of Mr K Ramakrishnan (DIN:00149517) as Director of the Company be not filled up for the time being, till such time there is suitable replacement to the office. | Ordinary | Remote E voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,77,111 (Note 1) | 99.96 | NIL | NIL |
| | | | Total | 28,77,381 | 99.96 | NIL | NIL |
| 4 | To ratify the appointment of Auditors and to fix their remuneration | Ordinary | Remote E Voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,78,081 (Note 2) | 99.99 | NIL | NIL |
| | | | Total | 28,78,351 | 99.99 | NIL | NIL |
| 5 | To appoint Mr Takeo Yamaki (DIN No.02669053) as a Wholetime Director | Special | Remote E Voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,77,676 | 99.98 | 583 | 0.02 |
| | | | Total | 28,77,946 | 99.98 | 583 | 0.02 |
| 6 | Approval for entry into Related Party Transaction by the Company. | Special | Remote E Voting | 270 | 100 | NIL | NIL |
| | | | Poll | 28,78,081 (Note 3) | 99.99 | NIL | NIL |
| | | | Total | 28,78,351 | 99.99 | NIL | NIL |

(Note 1): 1148 shares abstained
(Note 2): 178 shares abstained
(Note 3): 178 shares abstained



6. All the resolutions stand passed with the requisite majority as specified under the Companies Act,2013 read with Rules. Resolution No.5 with a factual correction by the Chairman which do not change the purpose or alters the substance of the resolution materially have been duly passed with the requisite majority.
7. All relevant records of voting will remain in my safe custody until the Chairman considers, approves and sign the minutes of the 39th Annual General Meeting and the same shall be handed over to Shri G.RajeshKurup, Company Secretary for safe keeping.

Thanking You,
Yours faithfully



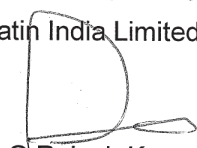
ABHILASH N.A. B.B.A, LL.B, A.C.S
Practising Company Secretary
M. No. 22601, C.P. No. 14524
Flat No. 4A, AC Gold Phase II
St. James Road, Vyttila
Ernakulam, Kochi - 682 019

Place: Kochi

Date: 09/09/2015



Countersigned by
For Nitta Gelatin India Limited



G. Rajesh Kurup
Company Secretary
M.No :A8453