

(Formerly Kerala Chemicals and Proteins Limited)
Joint venture of Kerala State Industrial Development Corporation Ltd. and Nitta Gelatin Inc.

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**GELATIN DIVISION** 

Trichur - 680 308 India Tel : 0480 3099333, 2719490 Fax : 0480 2719943 Email : od@nittagelindia.com

OSSEIN DIVISION

PO Kathikudam

(Via) Koratty

Website: www.gelatin.in

CIN: L24299KL1975PLC002691

31.12.2018

The Secretary
BSELTD
Phiroze –JeeJee BHoy Towers
25th Floor, Dalal Street
Mumbai- 400 001
Fax: 022 22723121, 22723719

Dear Sir,

### Scrip Code;506532

Sub: Court - convened Meeting concerning Merger of Reva Proteins

Limited (Transferor Company) with Nitta Gelatin India Limited

(Transferee Company) -Voting by Shareholders - Regulations 44

SEBI (LODR) 2015.

Pursuant to the Court –Convened meeting at the instance of NCLT, Chennai, on 27.12.2018, we had on Friday 28.12.2018 filed information on outcome of the meeting (Regulation 30).

We submit herewith, the Scrutinizer's Report alongwith details regarding the voting results in the prescribed format.

Please take the same into records.

Thanking you,

Yours Faithfully For Nitta Gelatin India Limited

G.Rajeshkurup Company Secretary

# <u>Details of Voting Results as per Regulation 44(3) of the Securities and Exchange Board of India</u> (<u>Listing Obligations and Disclosure Requirements</u>) Regulations, 2015

Date of the NCLT Convened Meeting	Thursday, 27 <sup>th</sup> December, 2018
Total number of shareholders on record date	5996
No. of shareholders present in the meeting either in person or through proxy:	24
Promoters and Promoter Group:	2
Public:	22
No. of Shareholders attended the meeting through Video Conferencing	Not arranged video conferencing
Promoters and Promoter Group:	
Public:	·

#### Note:

At the designated time when the meeting was called, quorum was not there for the meeting. By virtue of the order of NCLT, the meeting had been adjourned by half an hour by the Chairman in order to constitute minimum quorum of 30 members and since no more shareholders came and attended the meeting, the 24 number of Equity shareholders present in person was declared as constituting sufficient quorum for the meeting.



FOR NELTA GELATIN INDIA LIMITED

G. RAJESH KURUP (ACS No. 8453) Company Secretary Resolution No.1:Approval of (i) Scheme of Merger and Amalgamation of Reva Proteins Limited with Nitta Gelatin India Limited and their respective shareholders and Creditors, (ii) Consequent alteration of authorized capital clause of the Memorandum of Association and Articles of Association of Nitta Gelatin India Limited and (iii) issue of 44,44,444 Redeemable preference Shares to the Equity Share Holders of Reva Proteins Ltd. other than Nitta Gelatin India Limited, being the Transferee Company.

Resolution	required	: (Ordinary	/ Special)		Specia	l Resolutio	n	SUMMAR BOOK OF THE STATE OF THE	, .
Whether interested	promoter in the age	•		are	No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polle outs shar	Votes ed on tanding es (2)/(1)]*	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E- Voting	6762520	0	0		0	0	0	0
Promoter Group	Poll		6762520	100		6762520	0	100	0
	Postal Ballot		0	0		0	0	0	0
	Total	6762520	6762520	100		6762520	0	100	0
Public- Institution s	E- Voting	10471	0	0		0	0	0	0
	Poll		0	0		0	0	0	0
	Postal Ballot	-	0	0		0	0	0	0
	Total	10471	0	0		0	0	0	0
Public- Non Institution	E- Voting	2306169	4020	0.17		3407	613	84.75	15.25
s	Poll	1	4422	0.19		4422	0	100	0
	Postal Ballot		10519	0.46		10517	2	99.98	0.02
	Total	2306169	18961	0.82		18346	615	96.76	3.24
Total		9079160	6781481	74.69	)	6780866	615	99.99	0.01



FOR NITTA GELATIN INDIA LIMITED

G. RAJESH KURUP (ACS No. 8453) Company Secretary

#### CS ABHILASH NEDIYALIL ABRAHAM B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



### CONSOLIDATED SCRUTINISER'S REPORT

(Pursuant to Section 108 and 110 of the Companies Act,2013read with the Companies (Management and Administration) Rules,2014 as amended from time to time and as per the directions issued by National Company Law Tribunal, Chennai Bench, Chennai ("NCLT" or "Tribunal"),vide order dated 12th November,2018in the Company Application No.CA/193/CAA/2018)

To,

The Chairman of Tribunal Convened meeting of Equity Shareholders ("Chairman")

Nitta Gelatin India Limited

(CIN: L24299KL1975PLC002691),

P.B No.4262, 54/1446, Panampilly Nagar P.O.

Kochi-682036

Sub: Consolidated Scrutiniser's Report with respect to voting by equity shareholders of Nitta Gelatin India Limited through remote e-voting process, postal ballot and voting at the venue of the meeting by way of ballot.

Dear Sir,

I ,Abhilash Nediyalil Abraham, Company Secretary in Practice (M.No.22601;C.P No.14524), have been appointed by the Hon'ble National Company Law Tribunal, Chennai Bench, Chennai vide its order dated 12th November,2018 as the Scrutiniser for the purpose of scrutinizing the e voting process (Remote E Voting), postal ballot and voting at the venue by way of ballot in a fair and transparent manner, of the meeting of Equity Shareholders of Nitta Gelatin India Limited convened by order of NCLT and held on 27th December, 2018 at 10:00 A.M at Kerala Management Association, Shihab Thangal Road, Panampilly Nagar, Ernaulam-682015 pursuant to the provisions of the Companies Act,2013 read with

B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY **W** 

applicable Rules made there under and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015, on the Resolution seeking approval of the equity shareholders to the Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors which results in consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and issue of 44,44,444 Redeemable Preference Shares of Rs 10 each to the Equity Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the transferee company in terms of the Notice dated 14.11.2018 convening the said meeting.

I do hereby submit my report with regard to the result of voting through remote e-voting, postal ballot and voting at the venue of the meeting as under;

- 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 equity shareholders of the Company from Tuesday,27th November,2018 (9:00a.m) till Wednesday,26th December,2018 (5:00 P.M).
- 2. As Scrutiniser, my responsibility is to ensure that voting process through remote e voting, postal ballot 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).
- The cut-off date was Friday, 16th November, 2018 for the purpose of deciding the
  equity shareholders entitled to vote through postal ballot, remote e voting and poll
  by use of ballots at the venue of the meeting on the resolution seeking their
  approval.



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- The remote e-voting and postal ballot period commenced on Tuesday, 27th November, 2018 at 9:00 A.M and ended on Wednesday, 26th December, 2018 at 5:00 p.m.
- 5. As confirmed by the Company, the Notice dated 14th November, 2018 convening the meeting of the equity shareholders of the Company along with relevant annexures setting out material facts under section 230(3) of the Companies Act,2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules,2016 was sent to the equity shareholders in respect of the resolution to be passed at the meeting.
- The remote e voting module was disabled and blocked by CDSL for voting on 26<sup>th</sup> December, 2018 at 5:00 pm.
- The equity shareholders were required to send the postal ballot forms duly completed on or before 5:00 P.M on 26<sup>th</sup> December, 2018.
- 8. At the designated time when the meeting was called, quorum was not there for the meeting. By virtue of the order of NCLT, the meeting had been adjourned by half an hour by the Chairman in order to constitute minimum quorum of 30 members and since no more shareholders came and attended the meeting, the 24 number of Equity shareholders present in person is declared as constituting sufficient quorum for the meeting. The Chairman, thereafter, at the end of the discussion on 27th December,2018, at the venue of the NCLT convened meeting allowed voting by bay of ballot for all those shareholders who were present at the meeting but had not cast their vote by remote e-voting or postal ballot.





- In compliance of the Rules, I have unblocked the votes cast through remote e-voting, postal ballot and poll by way of ballots on 27.12.2018 at 12:23 p.m in the presence of two witnesses as below;
  - 1. Mr. Arun K S,

    Kanniparambil House
    Thekkumbagam
    Tripunithura-682301



Ms. Gayathri M P
 Mekkara House
 TKS Road, Maradu
 Kochi – 682304



- 10. The postal ballot forms, e voting and ballots at the venue of the meeting, which were incomplete, and/or which were otherwise found to be defective have been treated as invalid.
- 11. The consolidated result of the voting through ballot forms received, Remote e voting together with that of the Poll by way of ballots at the venue of the meeting seeking approval of the equity shareholders of the Company is as under:

# Resolution:

"Approval of (i) Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors (ii) consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and (iii) issue of 44,44,444 Redeemable Preference Shares of Rs 10 each to the Equity



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Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the transferee company, under Sections 230 to 232 read with Sections 13,14 and 61 of the Companies Act,2013 and other applicable provisions of the Companies Act,2013.

### (i) Voted in favour of the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast	
54	6780866	99.99	

### (ii) Voted against the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast		
2	615	0.01		

### (iii) Invalid votes

Number of members whose	Number of invalid votes
votes were declared invalid	cast by them
1	133

- 12. Details of shareholders who voted in favour, voted against or those whose votes are invalid and their mode of voting are enclosed as Annexure 1.
- 13. The resolutions stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules.



14. All relevant records and other incidental papers of remote voting, postal ballot and poll by way of ballots were handed over to Shri G. Rajesh Kurup, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

ASH NEDIYALIL ABRAHAM

B.B.A, LL.B, A.C.S
Practising Company Secretary
M.No.22601, C.P.No. 14524
Bldg.No. 32/1721A, Pallisseri Kavala,

N.H. Byepass, Puthiya Road, Kochi-25

Place: Kochi

Date: 28/12/2018.

Countersigned by

For Nitta Gelatin India Limited

A.K Nair

Chairman appointed for the meeting

# Annexure -1

The equity shareholders (including public shareholders) voted in favour through remote evoting, postal ballot and by ballot at the venue in person:

Sl No	Name of Equity Shareholder	Address	No of Equity Shares held	Value (in Rs)	Number of votes	Mode of Voting (Remote e- voting/Post al Ballot/Ballo t at the venue)
1	Rahul P S	Puthenvee du, Vaduthala P O, Kochi, 682023	56	560	56	Ballot at the venue in person
2	Sreedev B	8/843, Ampattu, Vadasseri kkara P. O, Pathanamt hitta- 689662	3	30	3	Ballot at the venue in person
3	K Muralidharan	51/1511 Shreyas, St Joseph Church Road, Kadavanth ra P.O, Ernakula m- 682020		1000	100	Ballot at the venue in person



4	Muraleekrishnan	Perepara mbil House, Near Mangalayil Temple, Vennala P O, Edapally South, Ernakula m- 682028	888	8880	888	Ballot at the venue in person
5	Nandakumar P N	Puthenma dom, Kannankul angara, Tripunith ura- 680308	242	2420	242	Ballot at the venue in person
6	Manoj K	Manjima Bhavan, Near Popular Candles, Thrikkaka ra,Edappal ly P.O, Kochi- 496661	10	100	10	Ballot at the venue in person
7	Benny Pothan	Vettithana m (H), Thottakad P.O,- 686539	592	5920	592	Ballot at the venue in person



8	Sindhulatha G Naik	8/88 Thyajo Vihar, South Cherlai, Kochi- 682002	13	130	13	Ballot at the venue in person
9	Kerala State Industrial Development Corporation	Keston Road, Kowdiyar, Trivandru m, Kerala- 695003	2862220	28622200	2862220	Ballot at the venue in person by its authorised representati ve Mr. Jose Kurien.
10	George K A	Koilparam pil House No 222, Vijaya Road, Shanakar Nagar, Maradu P.O, Ernakula m- 682304	266	2660	266	Ballot at the venue in person
11	Raghava Menon Panampilly	37/294 Manjari, Muttathil Lane, Kadavanth ara, Kochi- 680307	266	2660	266	Ballot at the venue in person



12	Nitta Gelatin Inc	4-4-26, Sakuraga wa, Naniwa Ku, Osaka Japan 5560022	3900300	39003000	3900300	Ballot at the venue in person its authorised representati ve Mr. Masahiro Takeshita
13	Rajan V K	Vallooraka thoottu House, Erumathal a Po, Thottokud i, Keezhnma du, Aluva- 683112	133	1330	133	Ballot at the venue in person
14	Rachana Biju	Padinjattu muriveedu , Father Jerom Road, Vaduthala, Ernakula m- 682023	66	660	66	Ballot at the venue in person
15	Tisha George	Karipatt, Kallur Vadakkum muri, Kathikkud am, Thrissur- 680308	478	4780	478	Ballot at the venue in person
16	Jyothi V	Sreekrishn a Bhavan, Koratty South P O Koratty,		4780	478	Ballot at the venue in person



		Thrissur- 680308				
17	Ananthan K	V11/236,S reevalsam, Santhi Nagar,Libr ary Road, Aluva- 683101	1	10	1	Ballot at the venue in person
18	P I Sivaraman	Pathickal House, 32/1351 A, Pipeline Road, Palarivatt om P O Kochi- 682025	10	100	10	Ballot at the venue in person
19	N K Santhamma	Pathickel House, 32,1351- A,Pipeline Road, Palarivatt om, Cochin- 682025	10	100	10	Ballot at the venue in person
20	Davis M R	Koothur Vellattuka ra House, Chlissery Street, Kuriachira , Thrissur- 682024	480	4800	480	Ballot at the venue in person
21	Radhika K R	Lakshmi Nivas, 461 Kottuvad, Puzhakkat	266	2660 -	266	Ballot at the venue in person



		tiri P O, Malappura m- 682006				
22	Bindhu Jacob	Pandari House, Parry Jn, Pallichal Road, Thopumpa dy- 682006	13	130	13	Ballot at the venue in person
23	Surendranathan Pillai B	N 28, Frankalin Gardens, Alupuram, Kuttikkatt ukara P 0, 683504	51	510	510	Ballot at the venue in person
24	Dinesh Amrutlal Kotecha	Amrut Krishna Kunj, Bazar Peth, Killa Road, Vasai Gaon,Next To Gujarati, Maharasht ra, 401201	100	1000	100	E-voting
25	Shahzaman Nafees Khan	Flt No 52 Trishul Bldg 5th Flr, 18-A Kane Road Mount Mary, Bandra West,	1000	10000	1000	E-voting



		Mumbai, Maharasht ra- 400050				
26	Shazli Shahzaman Khan	Flat No 52 Trishul Bldg, 5th Flr 18 A Kane Rd, Mount Mary Bandra, Maharasht ra, 400050	1000	10000	1000	E-voting
27	Shila Dutta	Flat No.4b, Block- B, Mahanand a Complex, Chandrajy oti Ngr, Sonari, Jharkhand, 831011	48	480	48	E-voting
28	Paras P Bhinde (Huf)	A-903 Mukti Co- Op Hsg Society, Highway Road, Mhada Colony, Mumbai, Maharasht ra- 400081	1223	12230	1223	E-voting
29	Indrajeet Kolekar	S/O Jayakumar Kolekar Flat No, 405 Block	1	10	10	E-voting



		-D Siddhi Park, Housing Society Chikhali Road, Maharasht ra- 411019				
30	John Varghese	Arappura Lane, Kannamoo la, Medical College P O, Trivandru m- 695011	35	350	35	E-voting
31	Garima Chauhan	62-B, Jai Ekling, Pratap Nagar, Khatipura Road, Jaipur, Rajasthan- 302021	333	3330	333	Postal Ballot
32	P C Poulose	Palatty , Theresa Cottage, Mookkann ur, Kerala- 683577	70	700	70	Postal Ballot
33	Thressiamma Poulose	Palatty , Theresa Cottage, Mookkann ur, Kerala- 683577	H	300	30	Postal Ballot



34	P P Geo Jacob	Palatty House, Teresa Cottage, Mookkann oor P O, Ernakula m- 683577		300	30	Postal Ballo
35	Bharatkumar Ramanlal Rana	Flat No 19 Arnath Apartment , Near Primary Health Center, Kumbharv as Memnagar , Ahmedaba d, Gujrat- 380052		250	25	Postal Ballot
36	Himalaya Gupta	G-19, G- Block, New Seelampur , Delhi, 110053	1260	12600	1260	Postal Ballot
37	Saisudeer Kunnissery Panganchadath	7 205 Prasanna Near Post, Office Chittur, Palakkad, 678101	1	10	1	Postal Ballot
88	Vilasben Hasmukhlal Shah	402, Pranam Complex, Above,	3210	32100	3210	Postal Ballot



		Bansal Super Market, Nr. Urmi, Char Rasta, Vadodara, Gujarat- 390007				
39	Shashikant Kashalchand Patel	114,Aarti Apartment , Kashi Vishwanat h Plot, Near Harihar Chowk- Sadar, Rajkot, Gujarat- 360001	1066	10660	1066	Postal Ballot
40	Gopinathan K	Ammu Tc 35/657, Krishna Gardens, Vellat Lane, Thrissur Kerala	32	320	32	Postal Ballot
41	Ashalatha Premdeep	8/1691, Mullakal Lane, Cochin, 682002	13	130	13	Postal Ballot



42	Kamlesh	26,	800	8000	800	Postal Ballot
3.3	Sevaklal Parikh	Jagatjanan i Society, Nr. Polytechni c College, Ahmedaba d, 380015	43607.007			1 ostal Banot
43	Nayana Kamlesh Parikh	26, Jagatjanan i Society, Nr. Polytechni c College, Ambawadi , Ahmedaba d, 380015	600	6000	600	Postal Ballot
44	Rajagopalan Gavarappattu Ramaswamy	F/9 Surya Apartment s, New No 8 Old No 10, Central Avenue Road, Kodambak kam, Chennai- 600024	166	1660	166	Postal Ballot
45	Shaila Rammohan Ragade	A/14 Nandanva n, Behind Shoppers Stop, Swami Vivekanan d Road, Andheri West, Mumbai-	266	2660	266	Postal Ballot



		400058				
46	Rajagopalan G.R	F 9, Surya Apartment s,New No.8, Old No.10, Central Avenue Road, Kodambak kam, Chennai, 600024	480	4800	480	Postal Ballot
47	Venkata Muralidhara Rao Bathula	6-1-211, Locality No 6, Narasarao pet Muncipalit y, Narasarao pet, 522601	1	10	1	Postal Ballot
48	Karipurath Narayanadas Vimukthan	Chonayiko dath House, Ponoth Lane, Das Road, Kaloor P O, Ernakula m- 682017	300	3000	300	Postal Ballot
49	Madhukar Achyut Tayshete	H/11/503, Pratiksha Nagar Palm Acres, Chs New	100	1000	100	Postal Ballot



		Mhada Colony, Pratiksha Nagar Sion E, Mumbai- 400022				
50	D Amaranath	No 338 Srinivas, 11th A Cross 17th Main, J P Nagar 2nd Phase, Bangalore, 560078	133	1330	133	Postal Ballot
51	Lalithamma Varghese Mottootharayil	C-26, Vishwakut i, Ii Flr., (Opp.Meri nd Ltd.), Nahur, Mulund- Goregaon Link Road, Mulund(W ), Bombay- 400080	800	8000	800	Postal Ballot
52	Parameswaran Ramaiyer Pazhayannur	No 2 Dhara Apartment , Opp Mangal Bhuvan, Dakshini Society, Mani Nagar, Ahmedaba d- 380008	400	4000	400	Postal Ballot



53	C.Krishnamoorth y	59/550 Priyadarsi ni, Chittur Road, Cochin- 682035	1	10	1	Postal Ballot
54	Thekkedath Ramji Krishna Rao	8/1544, Alathukutt y Road, Ernakula m District, Kochi- 682002	400	4000	400	Postal Ballot

The equity shareholders (including public shareholders) voted against through remote evoting, postal ballot and by ballot at the venue in person:

Sl No	Name of Equity Shareholder	Address	No of Equity Shares held	Value (in Rs)	Number of votes	Mode of Voting (Remote e- voting/Postal Ballot/Ballot at the venue)
1	Prema Vidyashankar	H 7 K Tnhb Hig Flat 1st Floor, Sp Garden 70 Ft Road T Nagar, Chennai, Tamilnadu- 600017	2	20	2	Postal Ballot
2	Puja Ghildyal	Villa- 86,Confident Bellatrix, Nr Indus Inter. School,Sarja Pur Attibele	613	6130	613	E-voting



Rd,Sarjapur Po, Bangalore,	
Karnataka-	
562125	

One postal ballot is declared as invalid for want of shareholders details like Name, Client ID etc. and is treated as incomplete.





# CONSOLIDATED SCRUTINISER'S REPORT

(In terms of SEBI CircularNo.CFD/DIL3/CIR/2017/21 dated 10th March,2017 and as per the directions issued by National Company Law Tribunal, Chennai Bench, Chennai ("NCLT" or "Tribunal"),vide order dated 12th November,2018in the Company Application No.CA/193/CAA/2018)

To,

The Chairman of Tribunal Convened Meeting of Equity Shareholders ("Chairman")

Nitta Gelatin India Limited

(CIN: L24299KL1975PLC002691),

P.B No.4262, 54/1446, Panampilly Nagar P.O,

Kochi-682036.

Sub: Consolidated Scrutiniser's Report with respect to voting by public shareholders of Nitta Gelatin India Limited through remote e-voting process, postal ballot and who cast their voting at the venue of the meeting by way of ballot in terms of SEBI Circular No.CFD/DIL3/CIR/2017/21 dated 10th March,2017.

Dear Sir,

I, Abhilash Nediyalil Abraham, Company Secretary in Practice (M.No.22601;C.P No.14524), have been appointed by the Hon'ble National Company Law Tribunal (NCLT), Chennai Bench, Chennai vide its order dated 12th November,2018 in Company Application No.CA/193/C.A.A/2018 as the Scrutiniser for the purpose of scrutinizing the e voting process (Remote E Voting), postal ballot and voting at the venue by way of ballot in a fair and transparent manner, of the meeting of Equity Shareholders of Nitta Gelatin India Limited convened by order of NCLT and held on 27th December,2018at 10:00 A.M at Kerala

### CS ABHILASH NEDIYALIL ABRAHAM B.B.A, LL.B, A.C.S



PRACTISING COMPANY SECRETARY

Management Association, Shihab Thangal Road, Panampilly Nagar, Ernaulam-682015 pursuant to the provisions of the Companies Act, 2013 read with applicable Rules made there under and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the Resolutions seeking approval of the equity shareholders to the Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors which results in consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and issue of 44,44,444 Redeemable Preference Shares of Rs 10 each to the Equity Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the transferee company in terms of the Notice dated 14.11.2018 convening the said meeting.

I do hereby submit my report with regard to the result of voting through remote e voting, postal ballot and voting at the venue of the meeting in respect of public shareholders as under;

- 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 equity shareholders of the Company from Tuesday,27th November,2018 (9:00a.m) till Wednesday,26th December,2018 (5:00 P.M).
- 2. As Scrutiniser, my responsibility is to ensure that voting process through remote e voting, postal ballot 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).
- The cut-off date was Friday, 16th November, 2018 for the purpose of deciding the equity shareholders entitled to vote through postal ballot, remote e voting and poll



#### CS ABHILASH NEDIYALIL ABRAHAM B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



by use of ballots at the venue of the meeting on the resolutions seeking their approval.

- The remote e-voting and postal ballot period commenced on Tuesday, 27<sup>th</sup>
   November, 2018 at 9:00 A.M and ended on Wednesday, 26<sup>th</sup> December, 2018 at 5:00 p.m.
- 5. As confirmed by the Company, the Notice dated 14th November, 2018 convening the meeting of the equity shareholders of the Company along with relevant annexures setting out material facts under section 230(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 was sent to the equity shareholders in respect of the resolution to be passed at the meeting.
- The remote e voting module was disabled and blocked by CDSL for voting on 26<sup>th</sup> December, 2018 at 5:00 pm.
- The equity shareholders were required to send the postal ballot forms duly completed on or before 5:00 P.M on 26th December, 2018.
- 8. At the designated time when the meeting was called, quorum was not there for the meeting. By virtue of the order of NCLT, the meeting had been adjourned by half an hour by the Chairman in order to constitute minimum quorum of 30 members and since no more shareholders came and attended the meeting, the 24 number of Equity shareholders present in person is declared as constituting sufficient quorum for the meeting. The Chairman, thereafter, at the end of the discussion on 27th December, 2018, at the venue of the NCLT convened meeting allowed voting by bay of ballot for all those shareholders who were present at the meeting either in person or by proxy but had not cast their vote by remote e-voting or postal ballot.



- In compliance of the Rules, I have unblocked the votes cast through remote e-voting, postal ballot and poll by way of ballots on 27.12.2018 at 12:23 p.m in the presence of two witnesses as below;
  - 1. Mr. Arun K S,

    Kanniparambil House
    Thekkumbagam
    Tripunithura-682301



Ms. Gayathri M P
 Mekkara House
 TKS Road, Maradu
 Kochi – 682304



The postal ballot forms, e voting and ballots at the venue of the meeting, which were incomplete, and/or which were otherwise found to be defective have been treated as invalid.

10. The consolidated result of the voting through ballot forms received, Remote e voting together with that of the Poll by way of ballots at the venue of the meeting seeking approval of the public shareholders of the Company is as under:

### Resolution:

"Approval of (i) Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors (ii) consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and (iii) issue of 44,44,444 Redeemable Preference Shares of Rs 10 each to the Equity Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the





transferee company, under Sections 230 to 232 read with Sections 13,14 and 61 of the Companies Act,2013 and other applicable provisions of the Companies Act,2013.

# (i) Voted in favour of the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
52	18346	96.76

# (ii) Voted against the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	615	3.24

# (iii) Invalid votes

Number of invalid votes				
cast by them				
133				

11. Details of public shareholders who voted in favour, voted against or those whose votes are invalid and their mode of voting are enclosed as Annexure -1.



B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



 The resolutions stand passed with the requisite majority as specified in terms of SEBI Circular No.CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March, 2017.

14. All relevant records and other incidental papers of remote voting, postal ballot and poll by way of ballots were handed over to Shri G. Rajesh Kurup, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

Place: Kochi

Date: 28/12/2018.

ABHILASH NEDIYALIL ABRAHAM B.B.A. LL.B., A.C.S Practising Company Secretary

M.No.22601, C.P.No. 14524 Bldg No. 32/1721A, Pallisseri Kavala, N.H. Byepass, Puthiya Road, Kochi-25 M C 2001 S GRA

Countersigned by For Nitta Gelatin India Limited

A.K Nair

Chairman appointed for the meeting

# Annexure -1

The public shareholders voted in favour through remote e-voting, postal ballot and by ballot at the venue in person:

SI No	Name of Equity Shareholder	Address	No of Equity Shares held	Value (in Rs)	Number of votes	Mode of Voting (Remote e- voting/Postal Ballot/Ballot at the venue)
1	Rahul P S	Puthenveedu , Vaduthala P O, Kochi, 682023	56	560	56	Ballot at the venue in person
2	Sreedev B	8/843, Ampattu, Vadasserikka ra P. O, Pathanamthi tta- 689662	3	30	3	Ballot at the venue in person
3	K Muralidharan	51/1511 Shreyas, St Joseph Church Road, Kadavanthra P.O, Ernakulam- 682020	100	1000	100	Ballot at the venue in person
4	Muraleekrish nan S	Pereparambi l House, Near Mangalayil	888	8880	888	Ballot at the venue in person



		Temple, Vennala P O, Edapally South, Ernakulam- 682028				
5	Nandakumar P N	Puthenmado m, Kannankulan gara, Tripunithura - 680308	242	2420	242	Ballot at the venue in person
6	Manoj K	Manjima Bhavan, Near Popular Candles, Thrikkakara, Edappally P.O, Kochi- 496661	10	100	10	Ballot at the venue in person
7	Benny Pothan	Vettithanam (H), Thottakad P.O,- 686539	592	5920	592	Ballot at the venue in person
8	Sindhulatha G Naik	8/88 Thyajo Vihar, South Cherlai, Kochi- 682002	13	130	13	Ballot at the venue in person
9	George K A	Koilparampil House No 222, Vijaya Road, Shanakar Nagar, Maradu P.O, Ernakulam- 682304	266	2660	266	Ballot at the venue in person



10	Raghava Menon Panampilly	37/294 Manjari, Muttathil Lane, Kadavanthar a, Kochi- 680307	266	2660	266	Ballot at the venue in person
11	Rajan V K	Valloorakath oottu House, Erumathala Po, Thottokudi, Keezhnmadu , Aluva- 683112		1330	133	Ballot at the venue in person
12	Rachana Biju	Padinjattum uriveedu, Father Jerom Road, Vaduthala, Ernakulam- 682023	66	660	66	Ballot at the venue in person
13	Tisha George	Karipatt, Kallur Vadakkumm uri, Kathikkuda m, Thrissur- 680308	478	4780	478	Ballot at the venue in person
14	Jyothi V	Sreekrishna Bhavan, Koratty South P O, Koratty, Thrissur- 680308	478	4780	478	Ballot at the venue in person
15	Ananthan K	V11/236,Sre evalsam,	1	10	1	Ballot at the venue in



		Santhi Nagar,Librar y Road, Aluva- 683101				person
16	P I Sivaraman	Pathickal House, 32/1351 A, Pipeline Road, Palarivattom P O Kochi- 682025	10	100	10	Ballot at the venue in person
17	N K Santhamma	Pathickel House, 32,1351- A,Pipeline Road, Palarivattom, Cochin- 682025	10	100	10	Ballot at the venue in person
18	Davis M R	Koothur Vellattukara House, Chlissery Street, Kuriachira, Thrissur- 682024	480	4800	480	Ballot at the venue in person
19	Radhika K R	Lakshmi Nivas, 461 Kottuvad, Puzhakkattir i P O, Malappuram - 682006	266	2660	266	Ballot at the venue in person
0	Bindhu Jacob	Pandari House, Parry Jn, Pallichal	13	130	13	Ballot at the venue in person



		Road, Thopumpady - 682006				
21	Surendranath an Pillai B	N 28, Frankalin Gardens, Alupuram, Kuttikkattuk ara P 0, 683504	51	510	510	Ballot at the venue in person
22	Dinesh Amrutlal Kotecha	Amrut Krishna Kunj, Bazar Peth, Killa Road, Vasai Gaon,Next To Gujarati, Maharashtra, 401201	100	1000	100	E-voting
23	Shahzaman Nafees Khan	Flt No 52 Trishul Bldg 5th Flr, 18-A Kane Road Mount Mary, Bandra West, Mumbai, Maharashtra - 400050	1000	10000	1000	E-voting
24	Shazli Shahzaman Khan	Flat No 52 Trishul Bldg, 5th Flr 18 A Kane Rd, Mount Mary Bandra, Maharashtra, 400050	1000	10000	1000	E-voting
25	Shila Dutta	Flat No.4b, Block- B, Mahananda	48	480	48	E-voting



		Complex, Chandrajyoti Ngr, Sonari, Jharkhand, 831011				
26	Paras P Bhinde (Huf)	A-903 Mukti Co-Op Hsg Society, Highway Road, Mhada Colony, Mumbai, Maharashtra - 400081	190-2505000	12230	1223	E-voting
27	Indrajeet Kolekar	S/O Jayakumar Kolekar Flat No, 405 Block -D Siddhi Park, Housing Society Chikhali Road, Maharashtra - 411019	1	10	10	E-voting
28	John Varghese	Arappura Lane, Kannamoola, Medical College P O, Trivandrum- 695011	35	350	35	E-voting
29	Garima Chauhan	62-B, Jai Ekling, Pratap Nagar, Khatipura Road, Jaipur, Rajasthan-	333	3330	333	Postal Ballot



		302021	9			
30	P C Poulose	Palatty Theresa Cottage, Mookkannur, Kerala- 683577	, 70	700	70	Postal Ballot
31	Thressiamma Poulose	Palatty , Theresa Cottage, Mookkannur, Kerala- 683577		300	30	Postal Ballot
32	P P Geo Jacob	Palatty House, Teresa Cottage, Mookkannoo r P O, Ernakulam- 683577	30	300	30	Postal Ballot
333	Bharatkumar Ramanlal Rana	Flat No 19 Arnath Apartment, Near Primary Health Center, Kumbharvas Memnagar, Ahmedabad, Gujrat- 380052	25	250	25	Postal Ballot
4	Himalaya Gupta	G-19, G- Block, New Seelampur, Delhi, 110053	1260	12600	1260	Postal Ballot



35	Saisudeer Kunnissery Panganchadat h	7 205 Prasanna Near Post, Office Chittur, Palakkad, 678101	1.04	10	1	Postal Ballot
36	Vilasben Hasmukhlal Shah	402, Pranam Complex, Above, Bansal Super Market, Nr. Urmi, Char Rasta, Vadodara, Gujarat- 390007	S POUR LONG BY	32100	3210	Postal Ballot
37	Shashikant Kashalchand Patel	114,Aarti Apartment, Kashi Vishwanath Plot, Near Harihar Chowk- Sadar, Rajkot, Gujarat- 360001	1066	10660	1066	Postal Ballot
38	Gopinathan K	Ammu Tc 35/657, Krishna Gardens, Vellat Lane, Thrissur Kerala	32	320	32	Postal Ballot
39	Ashalatha Premdeep	8/1691, Mullakal Lane, Cochin, 682002	13	130	13	Postal Ballot



40	Kamlesh Sevaklal Parikh	26, Jagatjanani Society, Nr. Polytechnic College, Ahmedabad, 380015	800	8000	800	Postal Ballot
41	Nayana Kamlesh Parikh	26, Jagatjanani Society, Nr. Polytechnic College, Ambawadi, Ahmedabad, 380015	600	6000	600	Postal Ballot
42	Rajagopalan Gavarappattu Ramaswamy	F/9 Surya Apartments, New No 8 Old No 10, Central Avenue Road, Kodambakka m, Chennai- 600024	166	1660	166	Postal Ballot
43	Shaila Rammohan Ragade	A/14 Nandanvan, Behind Shoppers Stop, Swami Vivekanand Road, Andheri West, Mumbai- 400058	266	2660	266	Postal Ballot



44	Rajagopalan G.R	F 9, Surya Apartments, New No.8, Old No.10, Central Avenue Road, Kodambakka m, Chennai, 600024		4800	480	Postal Ballot
45	Venkata Muralidhara Rao Bathula	6-1-211, Locality No 6, Narasaraope t Muncipality, Narasaraope t, 522601	1	10	1	Postal Ballot
46	Karipurath Narayanadas Vimukthan	Chonayikoda th House, Ponoth Lane, Das Road, Kaloor P O, Ernakulam- 682017	300	3000	300	Postal Ballot
47	Madhukar Achyut Tayshete	H/11/503, Pratiksha Nagar Palm Acres, Chs New Mhada Colony, Pratiksha Nagar Sion E, Mumbai- 400022	100	1000	100	Postal Ballot
8	D Amaranath	No 338 Srinivas, 11th A Cross 17th Main, J P Nagar 2nd	133	1330	133	Postal Ballot



		Phase, Bangalore, 560078				
49	Lalithamma Varghese Mottootharayi I	C-26, Vishwakuti, Ii Flr., (Opp.Merind Ltd.), Nahur, Mulund- Goregaon Link Road, Mulund(W), Bombay- 400080	800	8000	800	Postal Ballot
50	Parameswara n Ramaiyer Pazhayannur	No 2 Dhara Apartment, Opp Mangal Bhuvan, Dakshini Society, Mani Nagar, Ahmedabad- 380008	400	4000	400	Postal Ballot
51	C.Krishnamoo rthy	59/550 Priyadarsini, Chittur Road, Cochin- 682035	1	10	1	Postal Ballot
52	Thekkedath Ramji Krishna Rao	8/1544, Alathukutty Road, Ernakulam District, Kochi- 682002	400	4000	400	Postal Ballot



The public shareholders voted against through remote e-voting, postal ballot and by ballot at the venue in person:

Sl No	Name of Equity Shareholder	Address	No of Equity Shares held	Value (in Rs)	Number of votes	Mode of Voting (Remote e- voting/Postal Ballot/Ballot at the venue)
1	Prema Vidyashankar	H 7 K Tnhb Hig Flat 1st Floor, Sp Garden 70 Ft Road T Nagar, Chennai, Tamilnadu- 600017	2	20	2	Postal Ballot
2	Puja Ghildyal	Villa- 86,Confident Bellatrix, Nr Indus Inter. School,Sarja Pur Attibele Rd,Sarjapur Po, Bangalore, Karnataka- 562125	613	6130	613	E-voting

One postal ballot is declared as invalid for want of shareholders details like Name, Client ID etc. and is treated as incomplete.





#### CONSOLIDATED SCRUTINISER'S REPORT

(Pursuant to Section 110 of the Companies Act,2013read with the Companies(Management and Administration) Rules,2014 as amended from time to time and as per the directions issued by National Company Law Tribunal, Chennai Bench, Chennai ("NCLT" or "Tribunal"),vide order dated 12th November,2018in the Company Application No.CA/193/CAA/2018)

To.

The Chairman of Tribunal Convened meeting of Preference Shareholders ("Chairman")

Nitta Gelatin India Limited

(CIN: L24299KL1975PLC002691),

P.B No.4262, 54/1446, Panampilly Nagar P.O.

Kochi-682036

Sub: Consolidated Scrutiniser's Report with respect to voting by Preference shareholders of Nitta Gelatin India Limited through postal ballot and voting at the venue of the meeting by way of ballot.

Dear Sir.

I, Abhilash Nediyalil Abraham, Company Secretary in Practice (M.No.22601;C.P No.14524), have been appointed by the Hon'ble National Company Law Tribunal, Chennai Bench, Chennai vide its order dated 12th November,2018 as the Scrutiniser for the purpose of scrutinizing the voting through postal ballot and voting at the venue by way of ballot in a fair and transparent manner ,of the meeting of Preference Shareholders of Nitta Gelatin India Limited convened by order of NCLT and held on 27th December,2018at 11:00 A.M at Kerala Management Association, Shihab Thangal Road, Panampilly Nagar,Ernaulam-682015 pursuant to the provisions of the Companies Act,2013 read with applicable Rules made thereunder on the Resolution seeking approval of the Preference shareholders to the Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors which results in consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and issue of 44,44,444



B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY B

Redeemable Preference Shares of Rs 10 each to the Equity Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the transferee company in terms of the Notice dated 14.11.2018 convening the said meeting.

I do hereby submit my report with regard to the result of voting through postal ballot and voting at the venue of the meeting as under;

- The voting through postal ballot commenced on Tuesday, 27th November, 2018 at 9:00 A.M and ended on Wednesday, 26th December, 2018 at 5:00 p.m.
- As Scrutiniser, my responsibility is to ensure that voting process through postal ballot 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.
- The cut-off date was Friday, 16th November, 2018 for the purpose of deciding the Preference shareholders entitled to vote through postal ballot and poll by use of ballots at the venue of the meeting on the resolution seeking their approval.
- 4. As confirmed by the Company, the Notice dated 14th November, 2018 convening the meeting of the Preference shareholders of the Company along with relevant annexures setting out material facts under section 230(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 was sent to the Preference shareholders in respect of the resolution to be passed at the meeting.
- The Preference shareholders were required to send the postal ballot forms duly completed on or before 5:00 P.M on 26th December, 2018.
- 6. At the designated time when meeting was called, the Sole Preference Shareholder was present to constitute the quorum. The Chairman of the meeting at the end of the discussion on 27th December, 2018, at the venue of the NCLT convened meeting allowed voting by bay of ballot for the Sole Preference Shareholder who had not cast his vote by postal ballot.

2



- In compliance of the Rules, I have first counted the votes cast by way of ballots at the venue of the meeting on 27.12.2018 at 05:30 P.M in the presence of two witnesses.
  - 1. Mr. Arun K S,
    Kanniparambil House
    Thekkumbagam
    Tripunithura-682301



 Ms. Gayathri M P Mekkara House TKS Road, Maradu Kochi – 682304



- 8. No votes cast by postal ballot by the Sole Preference Shareholder.
- 9. No ballots were found to be defective or invalid
- 10. The result of the voting through Postal ballot forms together with that of the Poll by way of ballots at the venue of the meeting seeking approval of the Preference shareholders of the Company is as under:

#### Resolution:

"Approval of (i) Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors (ii) consequent alteration of authorized capital clauses of MOA and AOA of Nitta Gelatin India Ltd and (iii) issue of 44,44,444 Redeemable Preference Shares of Rs.10 each to the Equity Shareholders of Reva Proteins Ltd other than Nitta Gelatin India Ltd, being the transferee company, under Sections 230 to 232



B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



read with Sections 13,14 and 61 of the Companies Act,2013 and other applicable provisions of the Companies Act,2013.

# (i) Voted in favour of the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid	
1	929412	100	

# (ii) Voted against the Resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid	
Nil	Nil	Nil	

## (iii) Invalid votes

Number of members whose	Number of invalid votes cast	
votes were declared invalid	by them	
Nil	Nil	

- Details of Sole Preference Shareholder who voted in favour of the Resolution and his mode of voting is enclosed as Annexure -1
- 12. The resolution stand passed with the requisite majority as specified under the Companies Act,2013 read with Rules.



B.B.A, LL.B, A.C.5 PRACTISING COMPANY SECRETARY



13. All relevant records and other incidental papers of postal ballot and poll by way of ballots were handed over to Shri G.Rajesh Kurup, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

ASH NEDIYALIL ABRAHAM

B.B.A, LL.B, A.C.S
Practising Company Secretary
M.No.22601, C.P.No. 14524
Bldg.No. 32/1721A, Pallisseri Kavala,

N.H. Byenass, Puthiya Road, Kochl-25

Place: Kochi

Date: 28/12/2018.

Countersigned by

For Nitta Gelatin India Limited

A.K Nair

Chairman Appointed for the meeting

Annexure -1
The preference shareholders voted in favour through ballot at the venue in person;

Sl No	Name of Preference Shareholder	Address	No of Preferenc e Shares held	Value (in Rs)	Number of votes	Mode of Voting (Postal Ballot/Ballot at the venue)
1	Nitta Gelatin Inc.,Japan	4-4-26, Sakuragaw, Naniwa Ku, Osaka, Japan 5560022	929412	158080040	929412	Ballot at the Venue by authorised representative Mr. Masahiro Takeshita





## SCRUTINISER'S REPORT

(Pursuant to the directions issued by National Company Law Tribunal, Chennai Bench, Chennai ("NCLT" or "Tribunal"), vide order dated 12th November, 2018 in the Company Application No.CA/193/CAA/2018)

To,

The Chairman of Tribunal Convened meeting of Unsecured Creditors ("Chairman")

Nitta Gelatin India Limited

(CIN: L24299KL1975PLC002691),

P.B No.4262,54/1446, Panampilly Nagar P.O,

Kochi-682036.

Sub: Scrutiniser's Report with respect to voting by Unsecured Creditors of Nitta Gelatin India Limited through ballot at the venue of the meeting.

Dear Sir,

I, Abhilash Nediyalil Abraham, Company Secretary in Practice (M.No.22601;C.P No.14524), have been appointed by the Hon'ble National Company Law Tribunal, Chennai Bench, Chennai vide its order dated 12th November,2018 as the Scrutiniser for the purpose of scrutinizing the voting by way of ballot in a fair and transparent manner, of the meeting of Unsecured Creditors of Nitta Gelatin India Limited convened by order of NCLT and held on 27th December,2018at 12:30 P.M at Kerala Management Association, Shihab Thangal



B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



Road, Panampilly Nagar, Ernaulam-682015 pursuant to the provisions of the Companies Act, 2013, on the Resolution seeking approval of the Unsecured Creditors to the Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors in terms of the Notice dated 14.11.2018 convening the said meeting.

I do hereby submit my report with regard to the result of voting through ballot at the venue of the meeting as under;

- The Company sought approval of unsecured Creditors to the Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors in terms of the Notice dated 14.11.2018 convening the said meeting.
- As Scrutiniser, my responsibility is to ensure that voting process through postal ballot and poll by use of ballots are conducted in a fair and transparent manner and make a consolidated scrutinizers report of the total votes cast in favour or against the resolutions.
- The cutoff date was 30<sup>th</sup> June, 2018 for the purpose of deciding the Unsecured Creditors entitled to vote through ballots at the venue of the meeting on the resolution seeking their approval.
- 4. As confirmed by the Company, the Notice dated 14<sup>th</sup> November,2018 convening the meeting of the Unsecured Creditors of the Company along with relevant annexures setting out material facts under section 230(3) of the Companies Act,2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations)



B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



Rules,2016 was sent to the Unsecured Creditors in respect of the resolution to be passed at the meeting.

- 5. At the designated time when the meeting was called, 8 (Eight ) Unsecured Creditors were present so as to meet quorum requirement. The chairman of the meeting at the end of the discussion on 27th December, 2018, at the venue of the NCLT convened meeting allowed voting by way of ballot for the Unsecured Creditors.
- In compliance of the Rules, I have counted the votes cast by way of ballots on 28.12.2018 at 09.00 A.M in the presence of two witnesses and the ballot papers were diligently scrutinised.
  - Mr. Arun K S,
     Kanniparambil House
     Thekkumbagam
     Tripunithura-682301



Ms. Gayathri M P
 Mekkara House
 TKS Road, Maradu
 Kochi – 682304



 The ballot papers were reconciled with the records maintained by the Company and authorisations/proxies lodged with the Company.





- The ballot forms which were incomplete, and/or which were otherwise found to be defective have been treated as invalid.
- 9. The result of the voting through ballot at the venue of the meeting seeking approval of the Unsecured Creditors of the Company is as under:

#### Resolution:

"Approval of (i) Scheme of merger and amalgamation of Reva Proteins Ltd with Nitta Gelatin India Ltd and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

## (i) Voted in favour of the Resolution

Number of Unsecured Creditors voted	Value of Debt (In Rupees)	% of Total number of valid votes cast	% of Total value of outstanding Unsecured debts as per opening balance of 30/06/2018
8	11,69,509.87	100%	0.48%



#### CS ABHILASH NEDIYALIL ABRAHAM B.B.A, LL.B, A.C.S PRACTISING COMPANY SECRETARY



## (ii) Voted against the Resolution

Number of Unsecured Creditors voted	Value of Debt (In Rupees)	% of Total number of valid votes cast	% of Total value of outstanding Unsecured debts as per opening balance of 30/06/2018
Nil	Nil	Nil	Nil

# (iii) Invalid votes

Number ( Unsecured Creditors voted	f Value of Debt (In Rupees)	% of Total number of valid votes cast	% of Total value of outstanding Unsecured debts as per opening balance of 30/06/2018
Nil	Nil	Nil	Nil

- 10. Details of Unsecured Creditors who voted in favour of the Resolution and the mode of voting is enclosed as Annexure -1.
- 11. The resolution stand passed with the requisite majority as specified under the Companies Act, 2013 read with Rules.



12. All relevant records and other incidental papers of poll by way of ballots were handed over to Shri G. Rajesh Kurup, Company Secretary for safe keeping.

Thanking You,

Yours faithfully

ABHILASH NEDIYALIL ABRAHAM B.B.A, LL.B, A.C.S Practising Company Secretary M.No.22601, C.P.No, 14524 Bldg No. 32/1721A, Pallisseri Kavala, N.H. Bvepass, Puthiya Road, Kochi-25



Place: Kochi

Date: 28/12/2018.

Countersigned by For Nitta Gelatin India Limited

A.K Nair

Chairman appointed for the meeting

# Annexure -1

The unsecured creditors voted in favour through ballot at the venue in person;

Sl No	Name of the Unsecured Creditor	Address	Value of Debts (In Rs as on 30.06.18)	Number of votes	Mode of Voting
1	D'silva Engineering Works	Chettivalappil House, Kadukutty P.O., Thrissur - 680309	57280	57280	Ballot At The Venue by its authorised representative
2	Angel Engineering Works	Mallamayparam bil House, Kadukutty P.O., Thrissur - 680309	23859	23859	Ballot At The Venue by its authorised representative
3.	C.K. Rappai	Chirayath (H), Kathikudom (P.O) Koratty - 680308	720736.51	720736.51	Ballot At The Venue in person
4	C. R. Sani	Chirayath (H), Kathikudom (P.O), Koratty – 680308	151169,88	151169.88	Ballot At The Venue in person
5	Mark Associates	IX/411b, Near Infopark, Kusumagiri P. O, Kakkanad, Cochin – 682030	68227.60	68227.60	Ballot At The Venue by its authorised representative



6	Marketing Services Consortium	No.23, Arignas Anna Colony, Church Road, Sidco Post, Coimbatore - 641021		4426.70	Ballot At The Venue by its authorised representative
7	Allsvin Engineers	Makarath, Kadukutty P. 0, Chalakudy P.0	94644	94644	Ballot At The Venue by its authorised representative
8	Teedee Tools & Hardwares	40/7540,T.D. Road, Ernakulam- 682035	49166.18	49166.18	Ballot At The Venue by its authorised representative

