

Date : 23<sup>rd</sup> May 2016

The BSE Ltd.,  
Floor 25, P.J.Towers,  
Dalal Street, Fort,  
Mumbai 400 001.

Dear Sirs,

Ref : ISIN – INE910B01010 ( Scrip Code : 523151)

Sub : AUDITED FINANCIAL RESULTS OF OTCO INTERNATIONAL LIMITED

In terms of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith the copy of Audited Financial results along with Auditors Report for the Quarter and Financial year ended on 31.03.2016 as approved by the Board of Directors at its meeting held at Chennai on 23.05.2016.

Form 'A' duly signed by all concerned is also attached.

Thanking you,

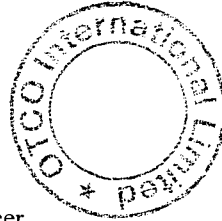
Your Faithfully

For OTCO International Limited

  
Manish Chetani

Company Secretary & Compliance Officer

Encl : As Above



Date : 23<sup>rd</sup> May 2016

The BSE Ltd.,  
Floor 25, P.J.Towers,  
Dalal Street, Fort,  
Mumbai 400 001.

Dear Sirs,

Ref : OTCO International Limited ( Scrip Code : 523151)

Sub : Outcome of the Board Meeting held on 23<sup>rd</sup> May 2016

We would like to inform you that at the meeting of the Board of Directors of the Company held on Monday, the 23<sup>rd</sup> May 2016, the following items of the agenda inter-alia were adopted/ approved.

1. The audited financial statements along with the auditor's report for the quarter and financial year ended on 31.03.2016 duly approved by the audit committee.
2. Form A as required under regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015
3. Closure of trading window for the promoters / Directors/ officers and designated employees of the company.

Thanking you,

Your Faithfully

For OTCO International Limited

*Manish Chetani*

Manish Chetani

Company Secretary & Compliance Officer



**STATEMENT OF STANDALONE AUDITED RESULTS**  
**FOR THE QUARTER ENDED 31.03.2016**

(Amount Rs. in Lacs Except EPS)

Particulars	Quarter ended 31.03.2016	Quarter ended 31.12.2015	Quarter ended 31.03.2015	year ended 31.03.2016	year ended 31.03.15
	Audited*	Unaudited	Audited*	Audited	Audited
<b>1. Income from operations</b>					
(a) Net sales/Income from Operations	105.77	150.00	-	550.00	161.11
(b) Other Operating Income	0.62	0.78	-	1.40	
<b>Total Income from Operations (Net)</b>	<b>106.39</b>	<b>150.78</b>	<b>-</b>	<b>551.40</b>	<b>161.11</b>
<b>2. Expenditure</b>					
a. Direct expenses	69.35	120.73	-	431.07	127.11
b. Increase / decrease in stock in trade	-	-	-	-	
c. Employees Cost	3.14	2.37	1.79	10.38	6.07
d. Depreciation & Amortisation	0.82	0.23	0.15	1.51	0.51
e. Other expenditure	8.88	4.43	0.06	24.11	19.81
g. Total	82.19	127.76	2.00	467.07	153.50
(Any item exceeding 10% of the total expenditure to be shown separately)					
<b>3. Profit/ (Loss) from operations before other Income, Finance costs and Exceptional Items (1-2)</b>	<b>24.20</b>	<b>23.02</b>	<b>(2.00)</b>	<b>84.33</b>	<b>7.61</b>
<b>4. Other Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>5. Profit / (Loss) from ordinary activities after finance cost but before exceptional Items (3+4)</b>	<b>24.20</b>	<b>23.02</b>	<b>(2.00)</b>	<b>84.33</b>	<b>7.61</b>
<b>6. Finance Cost</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>7. Profit / (Loss) from ordinary activities after finance cost but before exceptional Items (5-6)</b>	<b>24.20</b>	<b>23.02</b>	<b>(2.00)</b>	<b>84.33</b>	<b>7.61</b>
<b>8. Exceptional items</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>9. Profit (+)/Loss (-) from ordinary Activities before tax (7+8)</b>	<b>24.20</b>	<b>23.02</b>	<b>(2.00)</b>	<b>84.33</b>	<b>7.61</b>
<b>10. Tax expense - PT/DT/FBT</b>	<b>(2.79)</b>	<b>11.50</b>	<b>-</b>	<b>16.21</b>	<b>1.23</b>
<b>11. Net Profit (+)/Loss (-)from Ordinary Activities after Tax (9 - 10)</b>	<b>26.99</b>	<b>11.52</b>	<b>(2.00)</b>	<b>68.12</b>	<b>6.38</b>
<b>12. Extraordinary Item (net of tax expense Rs.</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13. Net Profit(+) / Loss (-) for the period (11-12)</b>	<b>26.99</b>	<b>11.52</b>	<b>(2.00)</b>	<b>68.12</b>	<b>6.38</b>
<b>14. Paid-up equity share capital (Face value of the Share shall be indicated)</b>	<b>259.36</b>	<b>259.36</b>	<b>259.36</b>	<b>259.36</b>	<b>259.36</b>
<b>15. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(158.09)</b>	<b>(226.21)</b>
<b>16. Earnings Per Share (EPS)</b>					
a) Basic and diluted EPS before Extraordinary Item for the period, for the year to date and for the previous year (not to be annualized)	1.04	0.44	(0.08)	2.63	0.25
b) Basic and diluted EPS after extraordinary items for the period, for the year to date and for	1.04	0.44	(0.08)	2.63	0.25

**Note :**

- 1.) The above results have been reviewed by the Audit Committee and taken on record by the board of Directors of the Company at its meeting held at Chennai on 23.05.2016
- 2.) There was no complaints from investors pending at the end of the quarter. Figures for the previous periods have been regrouped/reclassified, wherever necessary, to make them comparable with the figures of the current period.
- \*3.) The Last quarter figures represents the difference between the full financial year audited and year to date upto third quarter figures.

**Place: Chennai**  
**Date: 23.05.2016**



**For OTCO International Limited**

*Sh*  
**SHAINE SUNNY MUNDAPLAKKAL**  
**Whole Time Director**  
**DIN No. 06429415**



**OTCO INTERNATIONAL LIMITED**

1/1, 21ST CROSS. C.M.H ROAD, LAKSHMIPURAM, HALASURU, BANGALORE, KARNATAKA - 560008

Corporate Identity Number: L17114KA2001PLC028611

Tel : +91-80-25296825, Email :info@otcointernational.in website : www.otcointernational.in

(Amount Rs. In Lacs )

<b>STATEMENT OF ASSETS &amp; LIABILITIES AS ON 31.03.2016</b>		
Particulars	As on 31.03.2016 Audited	As on 31.03.2015 Audited
<b>Equity &amp; Liabilities</b>		
<b>Shareholder's Fund:</b>		
(i) Share Capital	259.36	259.36
(ii) Reserves & Surplus	(158.09)	(226.21)
<b>Non-Current Liabilities</b>		
Long-term Borrowings		
Long-term Provisions	-	-
Deferred tax liabilities	-	0.17
<b>Current Liabilities</b>		
(a) Short term-borrowings		
(b) Trade Payables	3.15	2.17
( c ) Other Current liabilities	-	-
(d) Short term provisions	16.50	1.81
<b>Total</b>	<b>120.92</b>	<b>37.30</b>
<b>Assets</b>		
<b>Non-current assets</b>		
(a) Fixed assets		
(i) Tangible assets	1.22	1.31
(ii) Intangible assets	0.14	0.38
(iii) Capital work-in-progress	-	-
(b) Non-current investments	-	-
(c) Deferred Tax Asset (Net)	0.13	-
(d) Long-term loans and advances	-	-
<b>Current assets</b>		
(a) Inventories	-	-
(b) Trade receivables	9.00	11.36
(c) Cash and Bank Balances	31.78	18.66
(d) Short-term loans and advances	0.67	0.21
(e) Other current assets	77.98	5.38
<b>Total</b>	<b>120.92</b>	<b>37.30</b>
	<b>For OTCO International Limited</b>   <b>SHAINE SUNNY MUNDAPLAKKAL</b> Whole Time Director DIN No. 06429415	
Place: Chennai Date : 23.05.2016		

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF M/s OTCO INTERNATIONAL LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **M/s OTCO International Limited** ("the company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

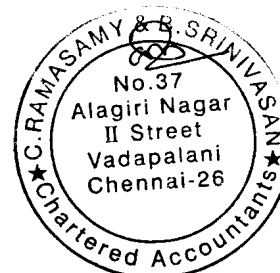
The Company's Board of directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statement that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principle generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statement based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessment, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the



reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

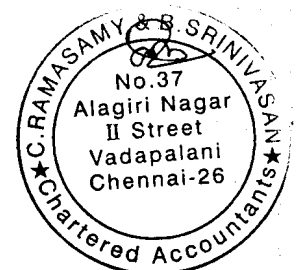
### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2016;
- (b) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and
- (c) In the case of cash flow statement, of the cash flows for the year ended on that date

### **Report on Other Legal and Regulatory Requirements**

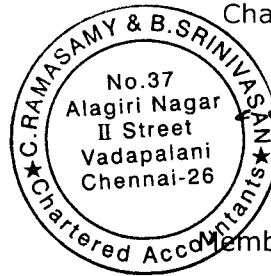
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order) issued by the Central Government of India in terms of sub-section(11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books
  - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with books of account.
  - d. In our opinion, the aforesaid financial statements comply with the Accounting In Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2016 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. The company has got internal financial controls system in place which are adequate and operating effectiveness of such controls are adequate.



g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:

- i. The company does not have any pending litigation which would impact its financial position.
- ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

For C.Ramasamy & B.Srinivasan  
Chartered Accountants  
(FRN : 002957S)



(C.Ramasamy)  
Partner  
Membership No: 023714

Place : Chennai  
Date : 23.05.2016

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE**

The Annexure referred to in our Independent Auditor's Report to the members of **M/s Otco International Limited** for the year ended on 31.03.2016. We report that:

- i. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(b) These fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification and the same have been properly dealt with in the books of account.  
  
c) The company does not own any immovable property.
- ii. The Company is a service company. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable.
- iii. As informed to us, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act. Hence clause (a) (b) & (c) are not applicable.
- iv. The Company has not granted any loans, nor made any investment, nor given any guarantee or security. Thus, paragraph 3(iv) of the Order is not applicable.
- v. The company has not accepted any deposits.
- vi. Maintenance of cost records has not been specified by the Central Government under sub - section (1) of section 148 of the Companies Act., for the company.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records the company, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, Cess and any other statutory dues with the appropriate authorities, *except that there has been some delay in payment of service tax* .

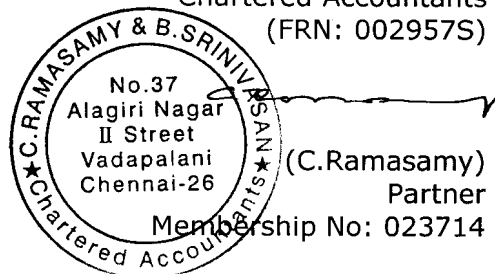




(b) According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31<sup>st</sup> March 2016 for a period of more than six months from the date they became payable.

- viii. The company has not defaulted in repayment of dues to financial institutions or banks and Government during the year. There have been no outstanding dues to debenture holders.
- ix. During the year company has not raised any money through Initial Public Offer or further Public Offer. The Company has not availed any term loan.
- x. Based upon the audit procedures performed for the purpose of reporting true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. Managerial Remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii. Company is not a Nidhi Company.
- xiii. All transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. The company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. The company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

For C.Ramasamy & B.Srinivasan  
Chartered Accountants  
(FRN: 002957S)



Place : Chennai  
Date : 23.05.2016

FORM A

(for audit report with unmodified opinion)

Pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1.	Name of the company	OTCO INTERNATIONAL LIMITED
2.	Annual financial statements for the year ended	31st March 2016
3.	Type of Audit observation	Un Modified
4.	Frequency of observation	<del>Not Applicable</del> ANNEXURE ATTACHED
5.	To be signed by-	
	CEO/Managing Director/Whole Time Director	Mr. Shaine Sunny Mundaplakkal  <i>Sho</i>
	CFO	Mr. Bikash Dash  <i>Bikash Dash</i>
	Auditor of the Company	Refer to Auditor Report dated 23.05.2016 on Annual Standalone Financial Statements for the year ended 31.03.2016  M/s. C. Ramasamy & B. Srinivasan, Chartered Accountants Firm Registration No 002957S  <i>C. Ramasamy</i>  C. Ramasamy (Partner) Membership No. 23714 
	Audit Committee Chairman	Mr. Subrahmaniya Sivam Ramamurthy  <i>Subrahmaniya Sivam Ramamurthy</i>

# OTCO

*Evolving with Passion*

## OTCO INTERNATIONAL LIMITED

Regd. & Head Office: 1/1, 21st Cross, C.M.H.Road,  
Lakshmipuram, Halasuru, Bangalore,  
Karnataka-560008, India.

Tel : +91-9789053807

Email : info@otcointernational.in

Website: www.otcointernational.in

CIN : L17114KA2001PLC028611

Form A – Annexure

### Auditors Observations :-

There is delay in e-payment of Service Tax .

### Management reply :-

Management notes to ensure remittance of service tax within the due dates.

For Otco International Limited



(Manish Chetani)

Company Secretary and Compliance Officer