

Date: 08th April, 2019

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Dear Sirs,

Sub: Non-applicability certificate for submission of Corporate Governance Report signed by the Company Secretary of the company, under regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

We wish to inform you that the requirement regarding compliance with the corporate governance report is not applicable to our company in view of the fact that the paid up capital of the company is Rs. 2,59,36,240/- and Net worth is Rs. 2,50,87,907.11/- as per the last Audited Balance Sheet as at 31.03.2018, as our company is well below the threshold limit of Rs 10 Crores and Rs 25 Crores respectively, as prescribed by SEBI.

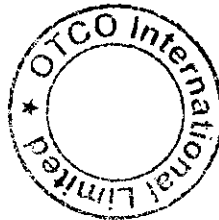
In this regard, we enclose necessary Non- applicability certificate signed by the Company Secretary of the company, for your record.

Yours Faithfully,

For OTCO International Limited

Deepak Kumar Dash

Deepak Kumar Dash
Company Secretary & Compliance Officer



Encl: Certificate as stated above

Date: 08th April, 2019

Non- Applicability Certificate issued under regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for submission of Corporate Governance Report.

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|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|
| Name of the Company | OTCO INTERNATIONAL LIMITED |
| ISIN | INE910B01028 |
| Security Code | 523151 |
| Paid up Capital on the last day of the previous Financial Year (ending on 31.03.2018) | Rs. 2,59,36,240/- (Two Crores Fifty Nine Lakhs Thirty Six Thousand Two Hundred and Forty Only.) |
| Net worth on the last day of the previous Financial Year (ending on 31.03.2018) | Rs. 2,50,87,907.11/- (Two Crore Fifty Lakh Eighty Seven Thousand Nine Hundred and Seven and Eleven Paise Only.) |

I further declare that both the paid up capital and the net-worth of the company have not increased during the financial year 2018-19 so as to go beyond the threshold limit of Rs 10 Crores and Rs 25 Crores as prescribed by SEBI respectively.

On the basis of the above information the company is not liable for compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Certified for and on behalf of
M/s OTCO International Limited

Deepak Kumar Dash

Deepak Kumar Dash

Company Secretary & Compliance Officer

