

Date : 01st October 2016

To
BSE Limited
Listing Compliance Department
P.J.Towers, Fort, Mumbai – 400001

Dear Sir(s),

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. 1,01,27,363.58/- as per the last Audited Balance Sheet as at 31.03.2016, 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



Company Secretary & Compliance Officer



Encl : Certificate as stated above

Date : 01st October 2016

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

Name of the Company	OTCO INTERNATIONAL LIMITED
ISIN	INE910B01010
Security Code	523151
Paid up Capital on the last day of the previous Financial Year (ending on 31.03.2016)	Rs. 25,936,240/- (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 31.03.2016)	Rs. 10,127,363.58 /- (One Crore One Lakh Twenty Seven Thousand Three Hundred and Sixty Three and Fifty Eight 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 2016-17 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
OTCO International Limited

Harish Chawla
Company Secretary & Compliance Officer

