## OTCO INTERNATIONAL LIMITED

Regd. & Head office: - #139, 1<sup>st</sup> Floor, Gurumurthy Bhavan Infantry Road, Bangalore: - 560001 Telefax:-91-80-41694354

Email:-mail@otcointernational.com
Website:-www.otcointernational.com

## Quarterly Compliance Report on Corporate Governance

Name of the Company: OTCO INTERNATIONAL LIMITED

Quarter Ending on: 31.03.2013

Particulars	Clause of Listing Agreement	Compliance status (Yes/No/NA)	Remarks
l. Board of Directors	49 I	Yes	
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	
II. Audit Committee	49(II)	Yes	
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Powers of Audit Committee	49(IIC)	Yes	
(D) Role of Audit Committee	49(IID)	Yes	
(E) Review of Information by Audit Committee	49(IIE)	Yes	
III. Subsidiary Companies	49(111)	N.A.	There is no
			Subsidiary
			Company
		N.A.	
i. Material unlisted subsidiary		N.A	
ii. Review of unlisted public company financial results specifically Investments made by the subsidiary			
iii. Minutes of unlisted public company to be placed before the Board of listed company		N.A.	
IV. Disclosures	49(IV)	Yes	
(A) Basis of related party transactions	49(IV A)	Yes	
(B) Disclosure of Accounting treatment	49 (IV B)	N.A.	There is no change in accounting policies other -than accounting standards
(C) Board Disclosures-Risk Management	49(IVC)	Yes	
(D) Proceeds from Public Issues, rights issues preferential basis etc.	, 49(IV D)	N.A.	Not issued any Public Issues,

For CTCO INTERNATIONAL LIMITED

Dirantor



## OTCO INTERNATIONAL LIMITED

Regd. & Head office: - #139, 1st Floor, Gurumurthy Bhavan

Infantry Road, Bangalore: - 560001

Telefax:-91-80-41694354

Email:-mail@otcointernational.com

Website:-www.otcointernational.com

			Rights Issues and Preferential Issues in this quarter
(E) Remuneration of Directors	49(IV E)	Yes	
(F) Management	49(IV F)	Yes_	
(G) Shareholders	49(IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	
VII Compliance	49(VII)	Yes	

For GTCO INTERNATIONAL LIMITED

Directo