

OTCO

Evolving With Passion

OTCO INTERNATIONAL LIMITED

Regd. & Head Office: P-41, 9A Main, LIC colony,
Jeevanbhima Nagar, HAL 3rd Stage, New
Thippasandra, Bangalore-560075,
Karnataka, India.

Tel: + 91-9789053807

Email: info@otco.in

Website: www.otco.in

CIN: L17114KA2001PLC028611

Date: - 29.07.2023

**BSE Ltd.
Floor-25, P.J.Towers,
Dalal Street,
Mumbai-400001**

Dear Sir,

Sub: - Voting Results and Scrutinizer report of 42nd Annual General Meeting of OTCO International Limited.

ISIN No. INE910B01028

Scrip Code.523151

Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details regarding the voting results of the business transacted at the 42nd Annual General Meeting of the members of the company held on Saturday, 29th July, 2023, in the prescribed format-annexure 1 and Scrutinizer report signed on 29th July, 2023.

Thanking You,

Yours Faithfully,

For OTCO International Limited.

Raj Kishor Chourasia
Digitally signed by
Raj Kishor Chourasia
Date: 2023.07.29
18:40:12 +05'30'

Raj Kishor Chourasia

Company Secretary & Compliance Officer

Encl: As Above

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Annexure 1

The details of the Voting and resolutions passed at the 42nd AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details of AGM
Date of the AGM	29.07.2023
Total number of shareholders on cut-off date	3428
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	21.07.2023
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	0 0
No. of shareholders attended the meeting through video Conferencing: 1. Promoter and Promoter Group 2. Public	1 31

Raj Kishor Chourasia
Digitally signed by
Raj Kishor Chourasia
Date: 2023.07.29
18:40:40 +05'30'



Rajesh Agrawal & Associates
Practicing Company Secretaries

REPORT OF SCRUTINIZER(S)

29th July, 2023

To,
Mr Arun Dash
The Chairman,
42nd Annual General Meeting
Otco International Limited
(CIN: L17114KA2001PLC028611)
P-41, 9A Main, LIC Colony, Jeevanbhima Nagar,
HAL 3rd Stage, New Thippasandra, Bangalore-560075,
Karnataka, India

Dear Sir,

Sub: Scrutinizer Report on 42nd Annual General Meeting of the Shareholders of M/s. Otco International Limited held on Saturday, 29th July, 2023 at 11.00 A.M through Video Conferencing(VC)/Other Audio Visual Means(OAVM) in accordance with the applicable provisions of the Companies Act and Circulars issued there under.

I, Rajesh Kumar Agrawal, Proprietor of M/s. Rajesh Agrawal & Associates, Practicing Company Secretaries, having office at Room No. 8, 3rd Floor, Sri Varu Towers, Green Glen Layout, Bellandur, Bangalore – 560103, Karnataka, appointed as Scrutinizer for the purpose of remote e-voting prior to and e-voting during 42nd Annual General Meeting of M/s. OTCO INTERNATIONAL LIMITED held on **Saturday, 29th July, 2023 at 11.00 A.M** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without presence of members at common venue in accordance with the applicable provisions of the Companies Act and circulars issued by Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India (SEBI).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under relating to voting on the resolutions contained in the notice of the AGM. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to the AGM and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions, based on the reports generated from the system related to remote e-voting and e-voting as per the facility provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility prior to and e-voting facility during the AGM.

The Company provided remote e-voting facility to the members to cast votes on resolutions prior to the AGM. The Company also provided e-voting facility during the AGM to those members who did not cast their votes through remote e- voting facility prior to the AGM, to enable them to cast their votes on resolutions.

R.No.8, 3rd Floor, Sri Varu Towers, Green Glen Layout, Bellandur, Bangalore - 560103, Ph.: +91-80-41102192
Cell: 8792451192, Email:csrajeshag@gmail.com, website - www.csrajeshag.com



Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Wednesday, 26th July, 2023 upto 5.00 p.m. on Friday, 28th July, 2023. Accordingly, e-votes casted by remote e-voting upto 5.00 p.m. on Friday, 28th July, 2023 and by e-voting during the AGM have been considered for my scrutiny.

After conclusion of the 42nd Annual General Meeting, the voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. In case of shareholders who casted votes through remote e-voting prior to the AGM as well as through e-voting during the AGM, the voting through remote e-voting prior to AGM of such shareholders was treated as valid. A summary of the votes casted by shareholders through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as per Annexure attached to this Report.

Following resolutions were proposed for approval by remote e-voting and e-voting at the AGM by the Members of the Company:

ORDINARY BUSINESS

Resolution No. 1: Ordinary Resolution :To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Directors and the Auditors thereon;

Sr No	Particulars	Resolution No 1	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
i)	Voting with assent for the resolution	30	10377371
	% of Assent		100
ii)	Voting with dissent for the resolution	-	-
	% of dissent		-



Resolution No. 2: Ordinary Resolution: Appointment of Mrs. Bagyalakshmi Thurumalai, as a Director liable to retire by rotation

Sr No	Particulars	Resolution No 2	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
	i) Voting with assent for the resolution	30	10377371
	% of Assent		100
	ii) Voting with dissent for the resolution	-	-
	% of dissent		-

SPECIAL BUSINESS

Resolution No. 3: Ordinary Resolution: Appointment of Statutory Auditors

Sr No	Particulars	Resolution No 3	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
	i) Voting with assent for the resolution	30	10377371
	% of Assent		100
	ii) Voting with dissent for the resolution	-	-
	% of dissent		-



Resolution No. 4: Ordinary Resolution: Appointment of Sailesh K R (DIN: 03617043) as a Director

Sr No	Particulars	Resolution No 4	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
i)	Voting with assent for the resolution	30	10377371
	% of Assent	100	
ii)	Voting with dissent for the resolution	-	-
	% of dissent	-	

Resolution No. 5: Ordinary Resolution: Appointment of Mr. Amitkumar Mahendran (DIN: 09038494) as a Director

Sr No	Particulars	Resolution No 5	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
i)	Voting with assent for the resolution	30	10377371
	% of Assent	100	
ii)	Voting with dissent for the resolution	-	-
	% of dissent	-	



Resolution No. 6: Special Resolution: Appointment of Mr. Amitkumar Mahendran (DIN; 09038494) as an Independent Director

Sr No	Particulars	Resolution No 6	
		No. of members who voted	No. of votes
a.	Votes cast through e-voting during the AGM	-	-
b.	Remote e-voting prior to AGM	30	10377371
	Total	30	10377371
c.	Less:-Invalid Voting	-	-
d.	Net Valid Voting	30	10377371
i)	Voting with assent for the resolution	30	10377371
	% of Assent		100
ii)	Voting with dissent for the resolution	-	-
	% of dissent		-

All the relevant records of electronic voting shall remain in my safe custody until chairman of the meeting considers, approves and sign the minutes in this connection and thereafter same shall be handed over to the Company Secretary / Directors authorized by the Board for safe keeping.

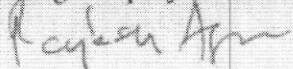
Place: Bengaluru
Date: 29th July, 2023



Thanking You,

Yours faithfully,

For Rajesh Agrawal & Associates
Practicing Company Secretaries


Rajesh Kumar Agrawal
FCS 5158
CP NO.11323

UDIN: F005158E000701403

Mr Arun Dash
The Chairman,
42nd Annual General Meeting
Otc International Limited