

Date: - 17th September, 2026

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

Dear Sir,

Sub: - Voting Results and Scrutinizer report of the 45th 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 45th Annual General Meeting of the members of the company held on Thursday, 17th September, 2026, in the prescribed format – annexure 1 and scrutinizer report signed on 17th September, 2026.

Thanking You,
Yours faithfully,

For OTCO International Limited

Madhusmita Panda
Company Secretary & Compliance



Encl: As Above

Annexure 1

The details of the Voting and resolutions passed at the 45th AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

<u>Particulars</u>	<u>Details of AGM</u>
Date of the AGM	17.09.2026
Total number of shareholders on cut-off date	3995
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	10.09.2026
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 19

General information about company	
Scrip code	523151
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE910B01028
Name of the company	OTCO INTERNATIONAL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	17-09-2026
Start time of the meeting	11:00 AM
End time of the meeting	11:28 AM

Scrutinizer Details	
Name of the Scrutinizer	RAJESH KUMAR AGRAWAL
Firms Name	M/S RAJESH AGRAWAL AND ASSOCIATES
Qualification	CS
Membership Number	5258
Date of Board Meeting in which appointed	12-08-2026
Date of Issuance of Report to the company	17-09-2026

Voting results	
Record date	10-09-2026
Total number of shareholders on record date	3995
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	19
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ADOPTION OF FINANCIAL STATEMENT FOR THE FINANCIAL YAER ENDED 31ST MARCH 2026				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	908573	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	908573	1	99.9999	0.0001
Total		10533985	10533985	100	10533984	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mrs. Bagyalakshmi Thirumalai (DIN: 08186335) who retires by rotation and being eligible, offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Object Clause of Memorandum of Association of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Increase the limits of Borrowing by the Board of Directors of the Company under section 180(1)(c) of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	905936	2638	99.7097	0.2903
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	905936	2638	99.7097	0.2903
Total		10533985	10533985	100	10531347	2638	99.975	0.025
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Seek approval under section 180(1)(A) of the Companies Act, 2013 inter alia for creation of Mortgage or charge on the Assets, Properties or Undertaking(s) of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve consolidation of Share Capital of the Company i.e., face value of equity shares from Rs.2/- each to Rs.10/- each.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Alteration in the Capital Clause (Clause V) of the Memorandum of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the raising of funds by the way of an Unsecured Loan with an option to convert the same into Equity Shares.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9625411	9625411	100	9625411	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9625411	9625411	100	9625411	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	908574	908574	100	906079	2495	99.7254	0.2746
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	908574	908574	100	906079	2495	99.7254	0.2746
Total		10533985	10533985	100	10531490	2495	99.9763	0.0237
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

REPORT OF SCRUTINIZER(S)

17th September 2026

To,
Mr. Arun Dash
The Chairman,
45th 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 45th Annual General Meeting of the Shareholders of Otco International Limited("the Company") held on Thursday, 17th September, 2026 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, Srivaru Towers, Green Glen Layout, Bellandur, Bangalore – 560103 appointed as Scrutinizer for the purpose of remote e-voting prior to and e-voting during 45th Annual General Meeting of OTCO INTERNATIONAL LIMITED held on **Thursday, 17th September, 2026 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.

Remote e-voting facility was made available to the shareholders of the Company during the period from 9.00 a.m. on Monday, 14th September, 2026 up to 5.00 p.m. on Wednesday, 16th September, 2026. Accordingly, e-votes casted by remote e-voting up to 5.00 p.m. on Wednesday, 16th September, 2026 and by e-voting during the AGM have been considered for my scrutiny.

After conclusion of the 45th 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 31st March, 2026, 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
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less: -Invalid Voting	-	-
	Net Valid Voting	27	10533984
	i) Voting with assent for the resolution	26	10533984
	% of Assent	100	
	ii) Voting with dissent for the resolution	1	1
	% of dissent	0	



Resolution No. 2: Ordinary Resolution: Appointment of Ms. Bagyalakshmi Thirumalai (DIN: 08186335) as a Director liable to retire by rotation:

Sr No	Particulars	Resolution No. 2	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less:-Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	

SPECIAL BUSINESS

Resolution No. 3: Special Resolution: Alteration of object clause of Memorandum of Association of the company:

Sr No	Particulars	Resolution No. 3	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less:-Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	



Resolution No. 4: Special Resolution: To increase the limits of borrowing by the board of directors of the company under section 180(1)(c) of the companies act, 2013:

Sr No	Particulars	Resolution No. 4	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM ¹	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less:-Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	24	10531347
	% of Assent	99.97	
	ii) Voting with dissent for the resolution	3	2638
	% of dissent	0.03	

Resolution No. 5: Special Resolution: To seek approval under section 180(1)(a) of the companies act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the company:

Sr No	Particulars	Resolution No. 5	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less: -Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	



Resolution No. 6: Special Resolution: To approve consolidation of Share Capital of the Company i.e., face value of equity shares from Rs.2/- each to Rs.10/- each:

Sr No	Particulars	Resolution No. 6	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less: -Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	

Resolution No. 7: Ordinary Resolution: To approve Alteration in the Capital Clause (Clause V) of the Memorandum of Association of the Company:

Sr No	Particulars	Resolution No. 7	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less: -Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	



Resolution No. 8: Special Resolution: To consider and approve the raising of funds by the way of an Unsecured Loan with an option to convert the same into Equity Shares:

Sr No	Particulars	Resolution No. 8	
		No. of members who voted	No. of votes
	Votes cast through e-voting during the AGM	1	1
	Remote e-voting prior to AGM	26	10533984
	Total	27	10533985
	Less: -Invalid Voting	-	-
	Net Valid Voting	27	10533985
	i) Voting with assent for the resolution	25	10531490
	% of Assent	99.98	
	ii) Voting with dissent for the resolution	2	2495
	% of dissent	0.02	

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.

Thanking You,

Place: Bengaluru
Date: 17th September 2026

Yours faithfully,

For Rajesh Agrawal & Associates
Practicing Company Secretaries



Rajesh Kumar Agrawal
Rajesh Kumar Agrawal
M.No. F-5158
PR No.7234/2025
CP NO.11323

UDIN: **F005158H001520837**

Mr. Arun Dash
The Chairman,
45th Annual General Meeting
OTCO International Limited