

# 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:** - 13<sup>th</sup> September, 2024

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

**Dear Sir,**

**Sub:** - Voting Results and Scrutinizer report of the 43<sup>rd</sup> 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 43<sup>rd</sup> Annual General Meeting of the members of the company held on Thursday, 12<sup>th</sup> September, 2024, in the prescribed format – annexure 1 and scrutinizer report signed on 12<sup>th</sup> September, 2024.

Thanking You,

Yours Faithfully,

For OTCO International Limited.

**Raj Kishor**  
**Chourasia**  
Digitally signed by  
Raj Kishor Chourasia  
Date: 2024.09.13  
16:55:40 +05'30'



Raj Kishor Chourasia

Company Secretary & Compliance Officer

Encl: As Above

Annexure 1

The details of the Voting and resolutions passed at the 43<sup>rd</sup> AGM, as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Details of AGM
Date of the AGM	12.09.2024
Total number of shareholders on cut-off date	3897
Cut Off date for the purpose of determining the shareholder eligible for e-Voting	05.09.2024
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 22

Raj Kishor Chourasia Digitally signed by Raj Kishor Chourasia  
Date: 2024.09.13 17:05:35 +05'30'





**Rajesh Agrawal & Associates**  
Practicing Company Secretaries

12<sup>th</sup> September, 2024

Mr Arun Dash  
The Chairman,  
43<sup>rd</sup> 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 43<sup>rd</sup> Annual General Meeting of the Shareholders of M/s. Otco International Limited held on Thursday, 12<sup>th</sup> September, 2024 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 No. 8, 3rd Floor, Sri Varu Towers, Green Glen Layout, Bellandur, Bangalore – 560103 appointed as Scrutinizer for the purpose of remote e-voting prior to and e-voting during 43<sup>rd</sup> Annual General Meeting of M/s. OTCO INTERNATIONAL LIMITED held on **Thursday, 12<sup>th</sup> September 2024 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.

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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, 9<sup>th</sup> September, 2024 upto 5.00 p.m. on Wednesday, 11<sup>th</sup> September, 2024. Accordingly, e-votes casted by remote e-voting upto 5.00 p.m. on Wednesday, 11<sup>th</sup> September, 2024 and by e-voting during the AGM have been considered for my scrutiny.

After conclusion of the 43<sup>rd</sup> 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, 2024, 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
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	27	10143208
	<b>Total</b>	<b>28</b>	<b>10143209</b>
iii.	Less: -Invalid Voting	-	-
iv.	Net Valid Voting	28	10143209
	i) Voting with assent for the resolution % of Assent	100	
	ii) Voting with dissent for the resolution % of dissent	-	-
		-	-



**Resolution No. 2: Ordinary Resolution:** Appointment of Mr. Sailesh K R, as a Director (DIN: 03617043) liable to retire by rotation

Sr No	Particulars	Resolution No 2	
		No. of members who voted	No. of votes
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	27	10143208
	<b>Total</b>	<b>28</b>	<b>10143209</b>
iii.	Less:-Invalid Voting		
iv.	Net Valid Voting	28	10143209
	i) Voting with assent for the resolution	28	10143209
	% of Assent	100	
	ii) Voting with dissent for the resolution	-	-
	% of dissent	-	

#### SPECIAL BUSINESS

**Resolution No. 3: Ordinary Resolution:** Appointment of Mr. Pradeep Kumar Panda (DIN: 00081955) as a director

Sr No	Particulars	Resolution No 3	
		No. of members who voted	No. of votes
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	12	2568
	<b>Total</b>	<b>13</b>	<b>2569</b>
iii.	Less:-Invalid Voting	-	-
iv.	Net Valid Voting	13	2569
	i) Voting with assent for the resolution	13	2569
	% of Assent	0.49	
	ii) Voting with dissent for the resolution	15	516565
	% of dissent	99.51	

**Note :** Vote casted by Mr Pradeep Kumar Panda of 9624085 Nos of vote were not taken into account as he is an interested party in the above resolutions.



**Resolution No. 4: Ordinary Resolution:** Appointment of Pradeep Kumar Panda (DIN: 00081955) as an Executive Director

Sr No	Particulars	Resolution No 4	
		No. of members who voted	No. of votes
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	12	2568
	Total	13	2569
iii.	Less:-Invalid Voting	-	-
iv.	Net Valid Voting	13	2569
	i) Voting with assent for the resolution % of Assent	13	2569
		0.49	
	ii) Voting with dissent for the resolution % of dissent	15	516565
		99.51	

**Note :** Vote casted by Mr Pradeep Kumar Panda of 9624085 Nos of vote were not taken into account as he is an interested party in the above resolutions.

**Resolution No. 5: Ordinary Resolution:** Appointment of Mr. Shaine Mundaplakkal Sunny (DIN: 06429415) as a Director

Sr No	Particulars	Resolution No 5	
		No. of members who voted	No. of votes
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	27	10143208
	Total	28	10143209
iii.	Less: -Invalid Voting	-	-
iv.	Net Valid Voting	28	10143209
	i) Voting with assent for the resolution % of Assent	28	10143209
		100	
	ii) Voting with dissent for the resolution % of dissent	-	-
		-	



**Resolution No. 6: Special Resolution:** Appointment of Mr. Shaine Mundaplakkal Sunny (DIN: 06429415) as an Independent Director

Sr No	Particulars	Resolution No 6	
		No. of members who voted	No. of votes
i.	Votes cast through e-voting during the AGM	1	1
ii.	Remote e-voting prior to AGM	27	10143208
	Total	28	10143209
iii.	Less: -Invalid Voting	-	-
iv.	Net Valid Voting	28	10143209
	i) Voting with assent for the resolution % of Assent	28	10143209
		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: Bangalore  
Date : 12.09.2024



Thanking You,

Yours faithfully,

For Rajesh Agrawal & Associates  
Practicing Company Secretaries

*Rajesh Agrawal*

Rajesh Kumar Agrawal  
FCS 5158  
CP NO.11323

UDIN: F005158F001200990