

Date : 01<sup>st</sup> April 2016

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

Dear Sir(s),

Sub: [Non- applicability certificate for submission of CG 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 are not applicable to our company in view of the fact that the paid up capital of the company is Rs 25,936,240/- and Net worth is Rs. 33,14,908.11/- as per the last Audited Balance Sheet, which are well below the threshold limit of Rs 10 Crores and Rs 25 Crores respectively, as prescribed by SEBI.

For your record, we enclose Non- applicability certificate for submission of CG Report signed by the Company Secretary of the company.

Yours Faithfully

For OTCO International Limited

*Hanish Chetani*

Company Secretary & Compliance Officer



Encl : Certificate as stated above

**Non- Applicability Certificate issued under regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for submission of CG 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 31.03.2015)	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 31.03.2015)	Rs. 33,14,908.11/- (Thirty Three Lakhs Fourteen Thousand Nine Hundred and Eight and Eleven 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 2015-16 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

*Ganesh Chitani*

Company Secretary & Compliance Officer

