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: 17.09.2026

To
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai-400001

Dear Sir/ Madam,

Sub: Outcome of Annual General Meeting held on Thursday, 17th September, 2026.

Unit: OTCO International Limited (BSE Scrip Code: 523151)

With reference to the subject cited above, this is to inform the Exchange that the 45th Annual General Meeting of **OTCO International Limited** was held on Thursday, 17th Day of September, 2026 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

In this regard, please find enclosed the following: -

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I.**

(2) Voting Results of the business transacted at the AGM held on Thursday, 15th September, 2026 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II.**

(3) Report of Scrutinizer pursuant to Sec. 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

The Meeting concluded at 11:28 A.M. (Including the voting period).

This is for the kind information and records of the Exchange, please.

Thanking you.

Yours faithfully,

For Otco International Limited

Madhusmita Panda

Digitally signed by Madhusmita Panda
DN: c=IN, o=Personal, title=6372, pseudonym=xqe15ct0hd9a4g8m3fsio2b6rz7wnylk, 2.5.4.20=2bbbe0b4ba1a49bde5a4f60ce202a1e8333e918217cf1bc72eb6fda107dc51e4, postalCode=600030, st=Tamil Nadu, serialNumber=0c0f8045b581cfbce5a1dd227020d02bc98f1c4c1dc561ba4c14ad0adb324c2d, cn=Madhusmita Panda
Date: 2026.09.17 18:09:01 +05'30'

OTCO International Limited

Madhusmita Panda
Company Secretary & Compliance

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Date: 17.09.2026

To
The Manager
BSE Limited
P. J. Towers, Dalal Street
Mumbai-400001

Dear Sir/ Madam,

Sub: Summary of Proceedings of Annual General Meeting held on Thursday, 17th September, 2026 as required under Regulation 30, PART - A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015.

Unit: OTCO International Limited (BSE Scrip Code: 523151)

Summary of proceedings of the Annual General Meeting:

The 45th Annual General Meeting (AGM) of the Members of OTCO International Limited ('the Company') was held on Thursday, 17th September, 2026 at 11:00 AM (IST) through Video conference /Other audio-visual means, in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) in this regard and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Directors and KMP present (all present through VC):

S. No	Name	Designation
1.	Mr. Arun Dash	Independent Director & Chairman
2.	Mrs. Bagyalakshmi Tirumalai	Whole-time Director
3.	Mr. Alok Dash	Independent Director
4.	Mr. Krishnanivas Rajamohan Nair Sailesh	Independent Director
5.	Ms. Madhusmita Panda	Company Secretary & Compliance Officer

Other Invitees in attendance (all present through VC):

S. No	Name	Designation
1.	M/s B.N. MISRA & CO.	Statutory Auditors
2.	M/s. Rajesh Agrawal and Associates	Scrutinizer

Quorum of the meeting:

A total of 20 members attended the meeting through VC.

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The meeting commenced at 11:00 A.M. (IST) and concluded at 11:28 A.M. (IST) (including time allowed for e- voting at AGM).

Proceedings of the Meeting:

The Company Secretary extended a warm welcome to all members, auditors and other invitees who joined the meeting through VC.

The Company Secretary then introduced the Directors and Key Managerial Personnels (KMP) of the Company to the members. All the Directors and KMPs of the Company attended the meeting. The team then provided general instructions to members regarding participation in the meeting and to cast their votes through insta-poll and confirmed that the Company had taken all feasible efforts to enable members to participate through VC and vote on the items being considered for the meeting.

After declaring that the requisite quorum was present, the meeting was called to order.

The Chairman's address the members with brief highlights on the financial performance of the Company during the financial year ended March 31, 2026.

Thereafter, with the permission of the Chair, Notice of AGM and Board's Report was taken as read. The Company Secretary then read out the following items of business, as per the Notice of AGM:

Sr. No.	**Description of Resolutions**	**Type of resolution**
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31st, 2026, the Statement of Profit & Loss and Cash Flow Statement, for the year ended 31st March, 2026 together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.	Ordinary
2.	To appoint a director in place of Mrs. Bagyalakshmi Thirumalai (DIN: 08186335) who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
3.	Alteration of Object Clause of Memorandum of Association of the Company	Special
4.	To increase the limits of Borrowing by the Board of Directors of the company under Section 180(1)(C) of the Companies Act, 2013	Special
5.	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.	Special
6.	To approve consolidation of Share Capital of the Company i.e., Face Value of equity shares from Rs. 2/- each to Rs. 10/- each.	Special

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7.	To approve alteration in the Capital Clause (Clause V) of the Memorandum of Association of the Company.	Special
8.	To Consider and Approve the Raising of Funds by Way of an Unsecured Loan with an Option to Convert the same into Equity Shares.	Special

Since, all the Resolutions had been already put to vote through remote e-voting, there was no proposing and seconding of the Resolutions and no voting by show of hands. Members were then provided with a facility to ask questions or express their views through VC. The members acknowledged the efforts of the Board, Management, and Compliance teams in ensuring proper compliance. They briefly asked questions on the financials and future outlook of the Company. Satisfactory responses were duly provided by Chief Financial Officer of the Company to the queries raised by the members.

The Company Secretary proposed vote of thanks to all the shareholders, board of directors and all the invitees and Key Managerial Personnels present.

Then the opening of e-voting was announced for the members who had not casted their vote earlier by means of remote e-voting, which was now made available for fifteen minutes.

M/s. Rajesh Agrawal & Associates, (Mr. Rajesh Kumar Agrawal, Proprietor) was appointed as the Scrutinizer to supervise the e-voting process and the Chairman authorized the Company Secretary of the Company to declare the voting results, intimate the stock exchange and place the same on the website of the Company.

The details of the voting results (remote e-voting and e-voting at the AGM through e-voting) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer's Report will be disseminated to the Exchange and will be placed on the Company's website, in due course.

The Meeting was concluded with vote of thanks to all those present.

Thanking You.

Yours faithfully,

For Otco International Limited

Madhusmita Panda

Digitally signed by Madhusmita Panda
DN: c=IN, o=Personal, title=6372, pseudonym=xqe15ct0hd9a4g8m3fsio2b6rz7wnylk, 2.5.4.20=2bbbe0b4ba1a49bde5a4f60ce202a1e8333e918217cf1bc72eb6fda107dc51e4, postalCode=600030, st=Tamil Nadu, serialNumber=0c0f8045b581cfbce5a1dd227020d02bc98f1c4c1dc561ba4c14ad0adb324c2d, cn=Madhusmita Panda
Date: 2026.09.17 13:04:10 +05'30'

Madhusmita Panda
Company Secretary & Compliance

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 he 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 45thAnnual 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.

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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, 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	

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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	

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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
	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	

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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	

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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,

Yours faithfully,

Place: Bengaluru
Date: 17th September 2026

For Rajesh Agrawal & Associates
Practicing Company Secretaries

Rajesh Agrawal & Associates
Bangalore
Company Secretaries

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