



ONMOBILE GLOBAL LIMITED  
Tower #1, 94/1 C & 94/2,  
Veerasandra Village, Attibele Hobli,  
Anekal Taluk, Electronic City Phase-1,  
Bengaluru - 560100, Karnataka,  
India

P: +91 80 4009 6000 | F: +91 80 4009 6009  
CIN - L64202KA2000PLC027860  
Email - investors@onmobile.com

www.onmobile.com

January 17, 2025

To,

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East)  
Mumbai - 400 051  
**Scrip Code: ONMOBILE**

Department of Corporate Services,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
**Scrip Code: 532944**

Dear Sir/Madam,

**Sub: Voting Results of Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report.**

**Ref: Our Letter dated December 18, 2024 enclosing the Postal Ballot Notice dated November 29, 2024 along with the Explanatory Statement.**

With reference to the above, we would like to inform you that following resolution has been approved by the Shareholders of the Company with requisite majority by way of remote e-voting:

| # | Description of Resolution   | Type of Resolution |
|---|---|--------------------|
| 1 | Approval for capital raising by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement ("QIP") | Special            |

The said resolution is deemed as passed on January 17, 2025, which was the last date of e-voting for the Postal Ballot.

In this connection, please find enclosed the following:

- a) Voting Results as required under Regulation 44 of SEBI Listing Regulations as **Annexure 1**.
- b) Report of Scrutinizer dated January 17, 2025 pursuant to the Companies Act, 2013 and Rules made thereunder as **Annexure 2**.



This is for your information and records.

Thanking you,

Yours sincerely,  
**For OnMobile Global Limited**

**P.V. Varaprasad**  
**Company Secretary**

Encl: a/a

|   |                         |
|---|-------------------------|
| <b>Company Name</b>   | ONMOBILE GLOBAL LIMITED |
| <b>Date of the AGM/EGM</b>  |                         |
| <b>Total number of shareholders on record date</b>                    | 93910                   |
| <b>No. of shareholders present in the meeting either in person or</b> |                         |
| <b>Promoters and Promoter Group:</b>                                  |                         |
| <b>Public:</b>  |                         |
| <b>No. of Shareholders attended the meeting through Video</b>         |                         |
| <b>Promoters and Promoter Group:</b>                                  | 0                       |
| <b>Public:</b>  | 0                       |

| Resolution required: (Ordinary/ Special)                                  | SPECIAL - Approval for capital raising by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement |                        |                         |  |                              |                            |  |  |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                        |                         |  |                              |                            |  |  |
| Category  | Mode of Voting  | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-Voting  | 50923703               | 50923703                | 100.0000   | 50923703                     | 0                          | 100.0000   | 0.0000   |
|   | Poll  | 50923703               | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Postal Ballot (if applicable)   | 50923703               | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
| Public- Institutions  | E-Voting  | 272990                 | 183334                  | 67.1578  | 00                           | 183334                     | 0.0000   | 100.0000   |
|   | Poll  | 272990                 | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Postal Ballot (if applicable)   | 272990                 | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
| Public- Non Institutions  | E-Voting  | 55124658               | 958357                  | 1.7385   | 951692                       | 6665                       | 99.3045  | 0.6954   |
|   | Poll  | 55124658               | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
|   | Postal Ballot (if applicable)   | 55124658               | 0                       | 0.0000   | 00                           | 0                          | 0.0000   | 0.0000   |
| <b>Total</b>  |   | <b>106321351</b>       | <b>52065394</b>         | <b>48.9698</b>   | <b>51875395</b>              | <b>189999</b>              | <b>99.6351</b>   | <b>0.3649</b>  |



Date: 17<sup>th</sup> January 2025

To,  
The Chairman,  
OnMobile Global Limited  
CIN:L64202KA2000PLC027860  
E City, Tower-1, No.94/1C & 94/2 Veera Sandra Village  
Attibele, Hobli, Anekal Taluk, Electronic city Phase-1,  
Bangalore, Karnataka, India, 560100

**Sub: Scrutinizer's Report on the Postal Ballot process conducted through remote e-voting pursuant to the provisions of Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, in respect of passing of the resolutions contained in the Postal Ballot Notice dated November 29, 2024**

Dear Sir,

I, Pramod S M, Partner of BMP Co. LLP, Practicing Company Secretaries has been appointed as the Scrutinizer by the Board of Directors of OnMobile Global Limited ("the Company") vide Resolution passed at the Board Meeting held on November 29, 2024 to scrutinize the postal ballot through voting by electronic means ("remote e-voting"), in a fair and transparent manner and ascertain the requisite majority on the said Postal Ballot carried out pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("Act"), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June, 23, 2021, General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 03/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and latest being General Circular No. 09/2024 dated September 19, 2024 ("collectively referred to as "MCA Circulars") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations, I submit my Report, as under:

1. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Act was sent by electronic mode to those Members whose names appeared in the Register of Members as on **Friday, December 13th, 2024, ("Cut-off Date")** received from KFin Technologies Limited Registrar and Share Transfer Agents ("RTA") and whose e-mail address was registered with the Company/ Depositories. A copy of the Postal Ballot Notice is also available on the website of the Company (<https://www.onmobile.com/>), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e., BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and on the website of E-voting agency i.e KFin Technologies Limited. E-Voting website at

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**BMP & Co. LLP**

Regd Office : # 4272, Sapthagiri, 2nd Floor, Vivekananda Park Road, Near Seetha Circle, Girinagar, Bangalore - 560 085.

☎ ☑ : biswajit@bmpandco.com, [Website : www.bmpandco.com](http://www.bmpandco.com), LLPIN : AAI-4194

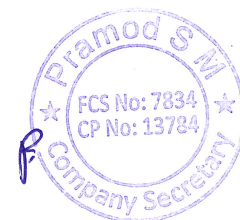
(<https://evoting.kfintech.com/>), the remote e-voting service provider to the Company. Members who held Equity Share(s) of the Company as on Friday, December 13th, 2024 were entitled to vote through remote e-voting process in relation to the Resolutions specified in the Postal Ballot Notice ("Eligible Members"). The dispatch of the Postal Ballot Notice by electronic mode was completed on Wednesday, December 18, 2024 .

2. In accordance with the MCA Circulars, the physical copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the members in accordance with the provisions specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members had taken place through the remote e-voting system only.
3. On the basis of Register of Members made available by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as on Friday December 13, 2024 ("cut-off date"), the notice of the postal ballot dated November 29, 2024 was dispatched to the shareholders by prescribed mode and the advertisement was published on Thursday, December 19, 2024, pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 (as amended).
4. The remote e-voting commenced on Thursday, December 19, 2024 from 9.00 a.m. (IST) and ended on Friday, January 17, 2025 at 5.00 p.m. (IST). The e-voting services was provided by KFin Technologies Limited.

All the data of remote e-voting i.e., the results of e-voting along with the list of shareholders who voted "For" and "Against" the Resolutions were downloaded from the e-voting portal of KFin Technologies Limited, by unblocking the remote e-voting event on Friday, January 17, 2025 at 5.10 P.M. (IST). in the presence of two witnesses, viz., Ms. Ravi Ranjan M currently residing at : #01, Opposite to New Panchayat Office, Avalahalli, Virgonagar Post, Bangalore – 560049 and Ms. T V Brinda currently residing at #656, B Main, Vysya Bank Colony, Shantinikethan Layout, Arekere, B G Road, Bengaluru – 560076.

5. All votes cast through remote e-voting up to 5.00 P.M. (IST) on Friday, January 17, 2025, the last date, and time fixed by the Company, were considered for scrutiny.
6. The summary of the results of the Postal Ballot conducted through remote e-voting is, as under:

I now submit my report as below on the result of the remote e-voting in respect of the resolutions contained in the Notice of Postal Ballot.



**RESOLUTION NO. 1: - TO APPROVE CAPITAL RAISING BY WAY OF ISSUANCE OF EQUITY SHARES AND/OR EQUITY LINKED SECURITIES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT (“QIP”)**

Voted “*in Favor*” of the resolution:

| Mode                            | Number of members voted | Number of votes cast in Favour of the resolution | % of total number of valid votes cast |
|---------------------------------|-------------------------|--|---------------------------------------|
| Postal Ballot (Remote E-voting) | 190                     | 5,18,75,395                                      | 99.64                                 |

Voted “*Against*” the resolution:

| Mode                            | Number of members voted | Number of votes cast Against the resolution | % of total number of valid votes cast |
|---------------------------------|-------------------------|---|---------------------------------------|
| Postal Ballot (Remote E-voting) | 23                      | 1,89,999                                    | 0.36                                  |

*Invalid Votes:*

| Mode                            | Number of Members | Number of votes cast |
|---------------------------------|-------------------|----------------------|
| Postal Ballot (Remote E-voting) | NA                | NA                   |

*Abstain Votes:*

| Mode                            | Number of Members | Number of votes cast |
|---------------------------------|-------------------|----------------------|
| Postal Ballot (Remote E-voting) | 1                 | 100                  |

- a) The aforesaid resolution No. 1 contained in the Notice is passed with requisite majority by the Members of the Company.
- b) The figures in percentage have been rounded off to 2 decimal points.



7. The electronic data and all other relevant records relating to remote e-voting shall remain in our safe custody and will be handed over to Mr. P V Varaprasad, Company Secretary for safekeeping.

**8. Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges (ii) placing on website of the Company (iii) placing on the website of KFin Technologies Limited. Registrar and Transfer Agents and (iv) for such other purposes as required under various statutory or regulatory requirements. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume or any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without any prior consent in writing.

Thanking You,  
Yours faithfully

For **BMP & Co. LLP,**  
Company Secretaries



CS Pramod S M  
Designated Partner  
FCS No.: 7834 CP. No.: 13784  
Email: pramod@bmpandco.com  
Contact No: 9845657072  
**UDIN: F007834F003716981**

**Date: January 17, 2025**  
Place: Bangalore

We, the undersigned, witnessed that the votes were unblocked from the e-voting website of KFin Technologies Limited. (<https://evoting.kfintech.com/>) in our presence.

**Mr. Ravi Ranjan M**  
Address: #01, Opposite to New Panchayat  
Office, Avalahalli, Virgonagar Post,  
Bangalore - 560049

**Ms. T V Brinda**  
Address: #656, B Main, Vysya Bank Colony,  
Shantinikethan Layout, Arekere, B G Road,  
Bengaluru - 560076

**For OnMobile Global Limited**

**P V Varaprasad**  
Company Secretary

**Place: Bangalore**  
**Date: January 17, 2025**