

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

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CIN - L64202KA2000PLC027860
Email - investors@onmobile.com

www.onmobile.com

October 30, 2019

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai-400 001
BSE Symbol: 532944

The Secretary
National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra East
Mumbai – 400 051
NSE Symbol : ONMOBILE

Dear Sir/Madam,

Sub: Outcome of the Board Meeting

This is with reference to our letter dated October 10, 2019 informing about the Board meeting scheduled on October 30, 2019.

The Board of Directors of OnMobile Global Limited ('the Company') at their meeting held on Wednesday, October 30, 2019 in Bangalore has *inter alia*

1. Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, considered and approved the unaudited financial results as per IndAS for the quarter and half year ended September 30, 2019. A copy of the unaudited financial results (Standalone and Consolidated) along with the limited review report of the Auditors is enclosed herewith.

The Meeting of Board of Directors of the Company commenced at 6.30 p.m. IST and concluded at 9.15 p.m. IST.

Request you to please take the same on record.

Thanking you,

Yours sincerely,
For OnMobile Global Limited

P. V. Varaprasad

P.V. Varaprasad
Company Secretary

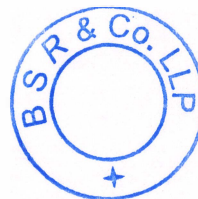


Encl: a/a

OnMobile Global Limited
Statement of unaudited standalone results for the quarter and half year ended September 30, 2019
Registered office: Tower 1, 94/1C & 94/2, Veerasandra Village, Electronic City Phase-1, Bengaluru- 560100

Amount in Rs Lakhs except data per share

Sl. No	Particulars	Quarter ended			Half Year ended		Year ended
		September 30, 2019 (Unaudited)	June 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	March 31, 2019 (Audited)
1	Revenue from Operations						
	Telecom Value Added Services	4,979	4,998	5,797	9,977	12,222	22,952
	Other income (Net)	600	362	1,714	962	3,038	5,182
	Total Income	5,579	5,360	7,511	10,939	15,260	28,134
2	Expenses						
	(a) Content fee and royalty	408	433	455	841	909	1,692
	(b) Contest expenses, cost of software licenses and others	547	695	611	1,242	1,471	2,877
	(c) Employee benefits expense	2,497	2,826	2,946	5,323	6,111	11,272
	(d) Finance costs	25	38	-	63	4	4
	(e) Depreciation and amortisation expenses	247	235	142	482	395	675
	(f) Other expenses	1,115	1,374	1,999	2,489	4,161	7,753
	Total expenses	4,839	5,601	6,153	10,440	13,051	24,273
3	Profit/(Loss) before tax and exceptional items (1-2)	740	(241)	1,358	499	2,209	3,861
4	Exceptional items (Refer Note 7)	-	-	-	-	-	127
5	Profit/(Loss) before tax (3-4)	740	(241)	1,358	499	2,209	3,734
6	Tax expense:						
	(a) Current tax	182	-	223	182	644	1,320
	(b) Deferred tax	111	(22)	(13)	89	(353)	(866)
	Total tax	293	(22)	210	271	291	454
7	Profit/(Loss) for the period/ year (5-6)	447	(219)	1,148	228	1,918	3,280
8	Other comprehensive income						
	A. (i) Items that will not be reclassified to profit or loss	(84)	(12)	10	(96)	26	(63)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	4	(3)	4	(9)	22
	B. Items that will be reclassified to profit or loss	32	(16)	176	16	312	133
	Other comprehensive income	(52)	(24)	183	(76)	329	92
9	Total comprehensive income for the period/ year (7+8)	395	(243)	1,331	152	2,247	3,372
10	Paid up equity share capital (Face value of Rs 10/- each)	10,570	10,570	10,570	10,570	10,570	10,570
11	Other equity						62,130
12	Earnings per share (of Rs. 10 each) (not annualised except for year ended March 31, 2019)						
	(a) Basic	0.42	(0.21)	1.09	0.21	1.82	3.10
	(b) Diluted	0.42	(0.21)	1.09	0.21	1.82	3.10



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Notes:

1. STANDALONE BALANCE SHEET

Amount in Rs Lakhs except data per share

Particulars	As at	As at
	September 30, 2019	March 31, 2019
	(Unaudited)	(Audited)
ASSETS		
Non-Current Assets		
Property, plant and equipment	1,234	1,404
Capital work-in-progress	52	73
Right-of-use asset	1,472	-
Intangible assets	9	18
Financial assets		
Investments	26,835	26,854
Loans	3,956	840
Other financial assets	1,175	1,178
Income tax assets (net)	10,390	10,098
Deferred tax assets (net)	5,178	5,263
Other non-current assets	1,512	1,635
	51,813	47,363
Current Assets		
Financial Assets		
Investments	11,635	19,165
Trade receivables	4,104	4,234
Cash and cash equivalents	7,073	2,949
Other bank balances	115	119
Loans	49	49
Other financial assets	10,081	9,180
Other current assets	780	1,102
	33,837	36,798
TOTAL- ASSETS	85,650	84,161
EQUITY AND LIABILITIES		
Equity		
Equity share capital	10,570	10,570
Other equity	60,441	62,130
	71,011	72,700
Non-Current Liabilities		
Financial liabilities		
Long-term borrowings	1,145	-
Provisions	386	381
	1,531	381
Current Liabilities		
Financial liabilities		
Short-term borrowings	365	-
Trade payables	-	-
-Total outstanding dues of micro and small enterprises	-	-
-Total outstanding dues of creditors other than micro and small enterprises	8,987	9,033
Other financial liabilities	2,202	688
Provisions	523	375
Other current liabilities	1,032	984
	13,108	11,080
TOTAL- EQUITY AND LIABILITIES	85,650	84,161



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2 STANDALONE STATEMENT OF CASH FLOWS

Amount in Rs. Lakhs

Particulars	Six month ended		Year ended	
	September 30, 2019		March 31, 2019	
	(Unaudited)		(Audited) (Refer note 8)	
A CASH FLOWS FROM OPERATING ACTIVITIES				
Profit for the period/year		228		3,280
Adjustments to reconcile profit for the period/year to net cash flows:				
Income tax expenses recognised in the statement of profit and loss				
	267		454	
Depreciation and amortisation expense	482		675	
Impairment/write off of Investment in subsidiaries	-		127	
Unrealised foreign exchange gain	(132)		(827)	
(Gain)/Loss on disposal of Property, plant and equipment (net)	(10)		208	
Gain on sale/redemption of Investment (net)	(537)		(2,467)	
Provision for doubtful trade receivables (net)	(151)		782	
Share based payments	70		200	
Dividend income	-		(298)	
Finance cost	63		4	
Interest income	(72)		(466)	
		(20)		(1,607)
Operating profit before working capital changes		208		1,673
Change in operating assets and liabilities:				
Trade receivables	(87)		667	
Other assets	(51)		4,451	
Trade payables and other liabilities	75		(861)	
		(63)		4,257
Cash generated from operations		145		5,930
Direct taxes paid (net of refunds)		(395)		(1,334)
Net cash (used in)/ generated from operating activities		(250)		4,596
B CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of tangible and intangible assets including capital advances		(134)		(415)
Proceeds from sale of tangible assets		13		676
Loans to subsidiaries		(3,114)		-
Sale, redemption/ (purchase) of short term investments (net)		7,426		(6,426)
Sale, redemption/ (purchase) of long term investments (net)		-		2,043
Sale/ (purchase) of investment in subsidiaries (net)		18		(4,824)
Decrease in other bank balances		4		368
Dividend received		-		298
Interest received/ gain on sale of investment		715		501
Net cash generated from/ (used in) investing activities		4,928		(7,780)
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issuance of share capital		-		40
Repayment of lease liabilities		(180)		-
Finance cost		(63)		(4)
Dividend distribution tax paid		(325)		(1,911)
Net cash (used in)/ generated from financing activities		(568)		(1,876)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		4,110		(5,060)
Effect of exchange differences on translation of foreign currency cash and cash equivalents		14		1,055
Cash and cash equivalents at the beginning of the period/year		2,949		6,955
Cash and cash equivalents at the end of the period/year		7,073		2,949

3 The unaudited standalone results for the quarter and half year ended September 30, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on October 29, 2019 and October 30, 2019 respectively. The above results have been subjected to limited review by the statutory auditors of the Company. The report of the statutory auditors is unqualified.

4 These financial results have been prepared in accordance with Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant circulars issued thereunder.

5 Effective April 1, 2019, the Company adopted Ind AS 116 "Lease" on all lease contracts existing on April 1, 2019 using the modified retrospective method. Accordingly, comparative for the year ended March 31, 2019 have not been adjusted retrospectively. On transition, the adoption of the standard resulted in recognition of Right of Use assets (RoU) of Rs. 1,690 lakhs and net lease liability of Rs. 1,690 lakhs. The effect of this adoption did not have material impact on the results for the quarter and half year ended September 30, 2019.

6 The Company is engaged in providing value added services in telecom business and its operations are considered to constitute a single reportable segment in the context of Ind AS 108- "Operating Segments".

7 Exceptional item for the year ended March 31, 2019 includes amount recorded towards impairment/ Write off of investment in OnMobile Global Czech Republic S.R.O and OnMobile Portugal SGPS, Unipessoal LDA (Zona Franca Da Madeira) and PT Onmobile Indonesia, wholly owned subsidiaries of the Company.

8 Since this is the first year of requirement of submission of statement of cash flows and there is no specific guidance by SEBI, the comparative information has been provided for the previous year.

on Behalf of Board of Directors


François-Charles Sirois

Executive Chairman and Chief Executive Officer

Place: Montreal, Canada

Date: October 30, 2019



B S R & Co. LLP

Chartered Accountants

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To
Board of Directors of Onmobile Global Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Onmobile Global Limited (“the Company”) for the quarter ended 30 September 2019 and year to date results for the period from 1 April 2019 to 30 September 2019 (“the Statement”).
2. This Statement, which is the responsibility of the Company’s management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “*Interim Financial Reporting*” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”). Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*” issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulation including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration Number: 101248W/W-100022



Sampad Guha Thakurta

Partner

Membership Number: 060573

UDIN: 19060573AAAADT4915

Place: Bangalore

Date: 30 October 2019

OnMobile Global Limited
Statement of unaudited consolidated results for the quarter and half year ended September 30, 2019
Registered office: Tower 1, 94/1C & 94/2, Veerasandra Village, Electronic City Phase-1, Bengaluru- 560100

Amount in Rs Lakhs except data per share

Sl. No	Particulars	Quarter ended			Half Year Ended		Year Ended
		September 30, 2019 (Unaudited)	June 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	September 30, 2019 (Unaudited)	September 30, 2018 (Unaudited)	March 31, 2019 (Audited)
1	Revenue from Operations						
	Telecom value added services	14,376	13,947	14,743	28,323	29,810	59,386
	Other income (net)	239	393	2,197	632	2,748	2,902
	Total income	14,615	14,340	16,940	28,955	32,558	62,288
2	Expenses						
	(a) Content fee and royalty	6,325	5,817	6,128	12,142	12,159	24,424
	(b) Contest expenses, cost of software licenses and others	575	689	594	1,264	1,376	2,772
	(c) Employee benefits expense	4,212	4,348	4,480	8,560	9,225	17,768
	(d) Finance costs	31	40	-	71	4	8
	(e) Depreciation and amortisation expenses	472	674	552	1,146	1,543	2,722
	(f) Other expenses	2,290	2,464	2,785	4,754	5,514	11,462
	Total expenses	13,905	14,032	14,539	27,937	29,821	59,156
3	Profit/ (Loss) before tax (1-2)	710	308	2,401	1,018	2,737	3,132
4	Tax expense						
	(a) Current tax	397	245	481	642	1,135	2,261
	(b) Deferred tax	210	(153)	3	57	(346)	(1,019)
	Total tax	607	92	484	699	789	1,242
5	Profit/ (Loss) for the period / year (3-4)	103	216	1,917	319	1,948	1,890
6	Other comprehensive income						
	A. (i) Items that will not be reclassified to profit or loss	(84)	(12)	10	(96)	26	(63)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	4	(3)	4	(9)	22
	B. Items that will be reclassified to profit or loss	267	18	366	285	469	(1,227)
	Other comprehensive income	183	10	373	193	486	(1,268)
7	Total comprehensive income for the period/ year (5+6)	286	226	2,290	512	2,434	622
8	Paid up equity share capital (Face value of Rs 10/- each)	10,570	10,570	10,570	10,570	10,570	10,570
9	Other equity						46,010
10	Earnings per share (of Rs. 10 each) (not annualised except for year ended March 31, 2019)						
	(a) Basic	0.10	0.20	1.81	0.30	1.84	1.79
	(b) Diluted	0.10	0.20	1.81	0.30	1.84	1.79

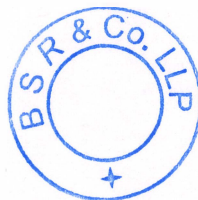


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Notes:

1 Consolidated Balance Sheet

Particulars	Amount in Rs. Lakhs	
	As at September 30, 2019 (Unaudited)	As at March 31, 2019 (Audited)
ASSETS		
Non-Current Assets		
Property, plant and equipment	1,805	2,025
Capital work in progress	167	113
Right-of-use assets	1,602	-
Goodwill	7,376	7,627
Other Intangible assets	1,742	2,237
Financial assets		
Loans	626	637
Other financial assets	7	10
Income tax assets (net)	13,003	12,680
Deferred tax assets (net)	5,532	5,224
Other non-current assets	1,512	1,642
	33,372	32,195
Current Assets		
Financial assets		
Investments	11,635	19,165
Trade receivables	18,473	16,513
Cash and cash equivalents	11,693	7,941
Other bank balances	115	119
Loans	117	112
Other financial assets	7,043	6,330
Other current assets	8,687	4,881
	57,763	55,061
TOTAL - ASSETS	91,135	87,256
EQUITY AND LIABILITIES		
Equity		
Equity share capital	10,570	10,570
Other equity	44,684	46,010
	55,254	56,580
Non-Current Liabilities		
Financial liabilities		
Borrowings	1,280	-
Other financial liabilities	2,390	2,360
Provisions	386	381
Deferred tax liabilities (net)	394	13
	4,450	2,754
Current Liabilities		
Financial liabilities		
Borrowings	365	-
Trade payables		
-Total outstanding dues of micro enterprises and small enterprises	-	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	21,536	21,166
Other financial liabilities	4,082	2,763
Provisions	1,943	1,816
Other current liabilities	3,506	2,177
	31,432	27,922
TOTAL - EQUITY AND LIABILITIES	91,135	87,256



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2 Consolidated Cash Flow Statements

Amount in Rs. Lakhs

Particulars	Half Year Ended		Year Ended	
	September 30, 2019		March 31, 2019	
	(Unaudited)		(Audited)	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit for the period		319		1,889
Adjustments for:				
Income tax expense recognised in the Consolidated statement of profit and loss	699		1,243	
Depreciation and amortisation	1,146		2,722	
Unrealised Foreign Exchange Loss/(Gain)	366		(814)	
Loss/(Gain) on disposal of Property plant and equipment (Net)	(10)		202	
Loss/(Gain) on Sale/Redemption of Investment (Net)	(537)		(706)	
Provisions no longer required written back	(1)		(214)	
Expense recognised for Share-based payments	70		200	
Provision for Doubtful Debts	142		581	
Dividend Income	-		(298)	
Finance Cost	71		8	
Interest Income	(104)		(290)	
		1,842		2,634
Operating profit before working capital changes		2,161		4,522
Changes in Operating assets and liabilities:				
Trade receivables	(2,838)		(305)	
Other assets	(3,691)		(1,997)	
Trade Payable and Other liabilities	1,625		1,567	
		(4,904)		(235)
Cash (used in)/ generated from operations		(2,743)		3,788
Direct taxes paid (including refunds)		(957)		(2,742)
Net cash generated from operating activities		(3,700)		1,046
B. CASH FLOW FROM INVESTING ACTIVITIES				
Payments for property, plant and equipment		(239)		(738)
Proceeds from disposal of property, plant and equipment		32		709
Acquisition of business net of cash acquired		-		(3,754)
Sale, Redemption / (Purchase) of Short term investments (net)		7,426		(6,428)
Sale of long-term investment		-		2
Dividends received		-		298
Interest received		747		327
Decrease in other bank balances		4		368
Net cash generated from/ (used in) investing activities		7,978		(9,217)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issuance of Share Capital (net of refund of share application money)		-		40
Repayment of lease liabilities		(192)		-
Finance Cost		(71)		(8)
Dividend distribution tax paid		(326)		-
Dividend Paid		-		(1,911)
Net cash used in financing activities		(589)		(1,879)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		3,681		(10,051)
Cash and cash equivalents at the beginning of the period		7,941		17,996
Effect of exchange differences on translation of foreign currency cash and cash equivalents		70		(5)
Cash and cash equivalents at the end of period		11,692		7,941

3 (a) The unaudited consolidated results for the quarter and half year ended September 30, 2019 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their meetings held on October 29 and October 30, 2019 respectively. The above results have been subjected to limited review by the statutory auditors of the Company. The report of the statutory auditors is unqualified.

(b) Key numbers of Standalone Financial Results of the Company for the quarter and half year ended September 30, 2019 are as under:

Rs. in lakhs

Particulars	Quarter ended			Half Year Ended		Year Ended
	September 30, 2019	June 30, 2019	September 30, 2018	September 30, 2019	September 30, 2018	March 31, 2019
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Total Income	5,579	5,360	7,511	10,939	15,260	28,134
Profit / (Loss) before Tax	740	(241)	1,358	499	2,209	3,734
Net Profit / (Loss) after Tax	447	(219)	1,148	228	1,918	3,280

4 Standalone results of OnMobile Global limited are available in investors section in www.onmobile.com and also with the stock exchanges where it is listed.

5 These financial results have been prepared in accordance with Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant circulars issued thereunder.

6 The above results include consolidated results of the Company's subsidiaries: OnMobile Singapore Pte Limited, PT OnMobile Indonesia (Liquidated), OnMobile Europe B.V., Appland AB, OnMobile S.A., OnMobile USA LLC, Servicios De Telefonía OnMobile SA DE CV, OnMobile Global SA, OrMobile Brasil Sistemas de Valor Agregado Para Comunicaciones Movvis Ltda, OnMobile DE Venezuela C.A., OnMobile Global for Telecommunication Services, OnMobile Senegal SARL, OnMobile Uruguay S.A., OnMobile Bangladesh Private Limited, OnMobile Mali SARL, OnMobile Servicios Corporativos De Telefonía S.A. DE C.V., OnMobile Kenya Telecom Limited, OnMobile Telecom Limited, OnMobile Global Spain S.L.U, OnMobile Costa Rica OBCR SA., OnMobile Uganda Limited, OnMobile Zambia Telecom Limited, OnMobile Madagascar Telecom Limited, OnMobile Rwanda Telecom Limited, OnMobile Nigeria Telecom Limited, OnMobile Tanzania Telecom Limited, OnMobile Ghana Telecom Limited, OnMobile Telecom (SI.) Limited, OnMobile Global Solutions Canada Limited, OnMobile Global Italy S.R.L., OnMobile Turkey Telekomunikasyon Sistemleri Limited Şirketi, OnMobile Telecom Burkina Faso, SARL, OnMobile Portugal SGPS Unipessoal LDA (Zona Franca Da Madeira), OnMobile Live Inc., Fonestarz Media Group Limited, 2dayUK Limited., Fonestarz Media (licensing) Limited (Dissolved w.e.f. January 22, 2019), Datus Limited (Dissolved w.e.f. January 22, 2019), Fonestarz Limited (Dissolved w.e.f. January 22, 2019), Livewire Mobile (Australia) PTY Limited (Dissolved w.e.f. September 20, 2018), Fonestarz Media Limited (Dissolved w.e.f. January 22, 2019), OnMobile Global Czech Republic s.r.o. (Dissolved w.e.f. August 29, 2019), OnMobile Global Limited Columbia S.A.S., OnMobile Global South Africa (PTY) LTD and OnMobile Latam Holding, S.L. and OnMobile Bangladesh Technologies Private Limited and associate Mobile Voice Connect Private Limited.

7 Effective April 1, 2019, the Company adopted Ind AS 116 'Lease' on all lease contracts existing on April 1, 2019 using the modified retrospective method. Accordingly, comparative for the year ended March 31, 2019 have not been adjusted retrospectively. On transition, the adoption of the standard resulted in recognition of Right of Use assets (RoU) of Rs. 1,837 lacs and net lease liability of Rs. 1,837 lacs. The effect of this adoption did not have material impact on the results for the quarter and half year ended September 30, 2019.

8 As per IND AS 115 "Revenue from Contracts with Customers" the Company has accounted for contract acquisition cost as reduction in revenues for the quarter ended September 30, 2019 amounting to INR 462 lakhs; excluding the same, gross revenue for the reporting period would have been INR 14,838 lakhs.

9 The Company is engaged in providing value added services in telecom business and its operations are considered to constitute a single reportable segment in the context of Ind AS 108 - "Operating Segments".

10 Other income includes foreign exchange gain Rs 1,142 lakhs during the quarter and half year ended September 30, 2018 towards settlement of loan to a subsidiary OnMobile USA LLC.

11 Since this is the first year of requirement of submission of statement of cash flows and there is no specific guidance by SEBI, the comparative information has been provided for the previous year.

on Behalf of Board of Directors

François-Charles Sirois
Executive Chairman and Chief Executive Officer
Place: Montreal, Canada
Date: October 30, 2019



B S R & Co. LLP

Chartered Accountants

Embassy Golf Links Business Park
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To

Board of Directors of Onmobile Global Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Onmobile Global Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”), and its share of the net profit after tax and total comprehensive income of its associate for the quarter ended 30 September 2019 and year to date results for the period from 1 April 2019 to 30 September 2019 (“the Statement”), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”).
2. This Statement, which is the responsibility of the Parent’s management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “*Interim Financial Reporting*” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:
 - i. OnMobile Singapore Pte. Ltd.
 - ii. OnMobile SA.
 - iii. OnMobile Europe B.V.
 - iv. OnMobile Servicios Corporativos De Telefonía S.A. DE C.V.
 - v. Servicios De Telefonía OnMobile, SA DE CV
 - vi. OnMobile USA LLC
 - vii. OnMobile Global S A
 - viii. OnMobile Brasil Sistemas De Valor Agregado Para Comunicacoes Moveis Ltda
 - ix. OnMobile Global for Telecommunication Services
 - x. OnMobile Senegal SARL
 - xi. OnMobile De Venezuela C.A.
 - xii. OnMobile Latam holdings SL
 - xiii. OnMobile Mali SARL

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- xiv. OnMobile Bangladesh Private Limited
- xv. OnMobile Bangladesh Technologies Private Limited
- xvi. OnMobile Kenya Telecom Limited
- xvii. OnMobile Costa Rica OBCR, SA
- xviii. OnMobile Ghana Telecom Limited
- xix. OnMobile Madagascar Telecom Limited
- xx. OnMobile Nigeria Telecom Limited
- xxi. OnMobile Zambia Telecom Limited
- xxii. OnMobile Telecom (SL) Limited
- xxiii. OnMobile Tanzania Telecom Limited
- xxiv. OnMobile Global Spain S.L
- xxv. OnMobile Uruguay S.A
- xxvi. Mobile Voice Konnect Private Limited
- xxvii. OnMobile Uganda Limited
- xxviii. OnMobile Rwanda Telecom Limited
- xxix. OnMobile Global Italy S.R.L.
- xxx. OnMobile Telecom Limited
- xxxi. OnMobile Turkey Telekomunikasyon Sistemleri Limited Şirketi
- xxxii. OnMobile Telecom Burkina Faso, SARL
- xxxiii. OnMobile Portugal SGPS, Unipessoal LDA (Zona Franca Da Madeira)
- xxxiv. OnMobile Global Czech Republic s.r.o
- xxxv. OnMobile Live Inc
- xxxvi. Fonestarz Media Group Limited
- xxxvii. 2dayUK Limited
- xxxviii. OnMobile Global Limited Colombia S.A.S.
- xxxix. OnMobile Global Solutions Canada Limited
- xl. OnMobile Global South Africa (PTY) Limited
- xli. Appland AB

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration Number: 101248W/W-100022



Sampad Guha Thakurta

Partner

Membership Number: 060573

UDIN: 19060573AAAADU3830

Place: Bangalore

Date: 30 October 2019