

June 20, 2014

To,
The Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051

Dear Sir,

Sub: Intimation of result of the Postal Ballot.

With reference to the above and our letters dated May 16, 2014 and May 17, 2014, please be informed that the results of the Postal Ballot (including electronic voting) as per the report submitted by Mr. Parameshwar G. Hegde, Practicing Company Secretary, the scrutinizer appointed for conducting the Postal Ballot Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014. The results of the Postal Ballot as follows were announced on June 20, 2014 at the registered office of the Company.

Item No.	Resolutions	No. of votes cast in favour of the Resolution (Physical & Electronic)	No. votes cast against the Resolution (Physical & Electronic)
1	Resolution 1 - Special Resolution To authorize sale of Equity Shares held by the Company in Voxmobili S A (through OnMobile Europe B V and OnMobile S A).	4,46,31,186	6,265
2	Resolution 2 - Special Resolution To authorize the Board of Directors to borrow up to Rs.300 crores over and above the paid up capital of the Company and its free reserves.	4,45,84,446	48,459
3	Resolution 3 - Special Resolution To authorize the Board of Directors to secure the borrowings.	4,45,81,767	50,953
4	Resolution 4 - Special Resolution To make loans or investments and to give guarantees or to provide security in connection with a loan made under Section 186 of the Companies Act, 2013.	4,45,78,034	54,756

Hence, the Special Resolutions have therefore been declared as passed by the shareholders with the requisite majority. A copy of the Report of the Scrutinizer submitted pursuant to Rule 22(9) is attached.

We request you to kindly make a note of the same.

Thanking you,

Yours Sincerely,
For OnMobile Global Limited

P. V. Varaprasad

P V Varaprasad
Company Secretary



Encl: a/a

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9)
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Board of Directors
OnMobile Global Limited
CIN: L64202KA2000PLC027860
Tower-1, No 94/1C and 94/2,
Veerasandra, Attibele Hobli,
Anekal Taluk,
Electronic city Phase-1,
Bangalore- 560100

Dear Sir,

I, Parameshwar G. Hegde, Practicing Company Secretary, at # 34, "Ganesh Krupa", 1st Main Road, Gandhinagar, Bangalore, 560009, appointed as Scrutinizer by the Board of Directors of OnMobile Global Limited (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of various resolutions stated in the Notice of the Postal Ballot dated May 3, 2014 proposed to be passed by the Equity Shareholders of the Company, submit our report as under:

1. In accordance with the Notice of the Postal Ballot dated May 3, 2014 dispatched to the shareholders by prescribed modes on 16.05.2014/17.05.2014 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on May 18, 2014, the voting commenced on May 17, 2014 (10:00 hours) and ended on June 17, 2014 (17:30 hours) for physical ballots and as well as for e-voting. The e-voting facility was provided by Karvy Computershare Private Limited, Hyderabad (R&TA). As per the report of the R&TA, the votes were unblocked at 17:30 hours on June 17, 2014.

2. The Equity Shareholders holding shares as on May 9, 2014, "cut off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results download from the e-voting website of the R&TA (@ <https://evoting.karvy.com>) forwarded to us are being handed over to the Chairman.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company/ R&TA and the authorizations/ proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots and e votes were marked and segregated and the summary results were prepared.
5. The result of the voting is as under:

a) **Resolution-1: Special Resolution**

To authorize sale of Equity Shares held by the Company in Voxmobili S A (through OnMobile Europe BV and OnMobile S A).

(i) Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total numbers of valid votes cast
a) Voted by physical ballot	271	400,14,167	
b) Voted by electronic mode	103	46,17,019	
Total	374	446,31,186	99.98

(ii) Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	25	3,559	
b) Voted by electronic mode	9	2,706	
Total	34	6,265	0.02

(iii) **Invalid/Abstain** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
48	44,78,770

b) **Resolution-2: Special Resolution**

To authorize the Board of Directors to borrow up to Rs.300 crores over and above the paid up capital of the Company and its free reserves.

(i) Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total numbers of valid votes cast
a) Voted by physical ballot	260	400,05,701	
b) Voted by electronic mode	81	45,78,745	
Total	341	445,84,446	99.89

(ii) Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	32	7,429	
b) Voted by electronic mode	32	41,030	
Total		48,459	0.11

(iii) **Invalid/Abstain** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
52	44,83,316

c) **Resolution-3: Special Resolution**

To authorize the Board of Directors to secure the borrowings.

(i) Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total numbers of valid votes cast
a) Voted by physical ballot	261	400,06,801	
b) Voted by electronic mode	89	45,74,966	
Total		445,81,767	99.88

(ii) Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	31	6,329	
b) Voted by electronic mode	23	44,624	
Total		50,953	0.12

(iii) **Invalid/Abstain** votes :

Total number of members whose votes declared invalid	Total number of votes cast by them
54	44,83,501

d) **Resolution-4: Special Resolution**

To make loans or investments and to give guarantees or to provide security in connection with a loan made under Section 186 of the Companies Act, 2013.

(i) Voted **in favour** of the resolution:

Number of members		Number of votes cast in favour of resolution	% of total numbers of valid votes cast
a) Voted by physical ballot	257	400,05,336	
b) Voted by electronic mode	86	45,72,698	
Total		445,78,034	99.88

(ii) Voted **against** the resolution:

Number of members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	34	7694	
b) Voted by electronic mode	26	47062	
Total	60	54756	✓ 0.12

(iii) **Invalid/Abstain** votes :


Total number of members whose votes declared invalid	Total number of votes cast by them
54	44,83,431

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bangalore
Dated: June 19, 2014


Parameshwar G. Hegde
FCS 1325, CP No. 640
Scrutinizer