

February 4, 2016,  
Miami, USA.

To,

**Securities and Exchange Board of India**  
Plot No. C4-A, G Block  
Bandra Kurla Complex,  
Bandra East  
**Mumbai – 400 051**

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
**Mumbai-400 001**

**National Stock Exchange of  
India Limited**  
Bandra Kurla Complex  
Bandra East  
**Mumbai – 400 051**

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting**

**Ref: Letters dated 25.01.2016, 01.02.2016 and 02.02.2016 intimating/clarifying about the Board meeting**

With reference to the above, the Board of Directors of OnMobile Global Limited ('the Company') at their meeting held on Thursday, February 4, 2016 in Miami, USA (which got concluded at 9.30 p.m. EST i.e. at 8.00 a.m IST on February 5, 2016) , has *inter alia*

1. Considered and approved the un-audited financial results for the quarter ended December 31, 2015. A copy of the un-audited financial results (Standalone and Consolidated) along with the Limited review report of the auditors is enclosed herewith.
2. Considered and decided on Buy-Back of the Company's equity shares of Rs. 10/- each from the open market through stock exchange mechanism in accordance with the provisions of Section 68,69 and 70 of the Companies Act, 2013 read with Securities and Exchange Board of India (Buyback) Regulations, 1998 and amendments thereto at a price not exceeding Rs. 150/- per equity share payable in cash for an aggregate amount not exceeding Rs.70 Crores subject to a maximum of 56,00,000 Equity Shares.

Request you to please take the same on record.

This is for your information and records.

Thanking you,

Yours sincerely,  
For OnMobile Global Limited

*P. V. Venuprasad*

P V Varaprasad  
Company Secretary



Enclosure: a/a

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF  
ONMOBILE GLOBAL LIMITED**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **ONMOBILE GLOBAL LIMITED** ("the Company") for the Quarter and Nine Months ended December 31, 2015 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 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 Accounting Standard for Interim Financial Reporting (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. 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.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firm's Registration No. 008072S)



**V. Balaji**  
Partner  
(Membership No. 203685)

Bangalore, February 5, 2016

OnMobile Global Limited

Amount in Rs Lakhs except earnings per share.

Statement of Standalone Results for the Quarter and Nine Months ended December 31, 2015 :

Sl. No	Particulars	Quarter ended			Nine Months ended		Year ended March 31, 2015 (Audited)
		December 31, 2015 (Unaudited)	September 30, 2015 (Unaudited)	December 31, 2014 (Unaudited)	December 31, 2015 (Unaudited)	December 31, 2014 (Unaudited)	
1	Income from Operations						
	(a) Telecom Value Added Services	8,333	8,379	8,422	25,205	25,920	34,604
	(b) Other Operating Income	1,141	1,976	1,474	5,057	5,267	6,854
	<b>Total Income from Operations</b>	<b>9,474</b>	<b>10,355</b>	<b>9,896</b>	<b>30,262</b>	<b>31,187</b>	<b>41,458</b>
2	Expenses						
	(a) Cost of sales and services						
	- Content fee and royalty	1,058	728	1,035	2,717	2,872	3,509
	- Other sales and services	824	927	1,360	2,868	3,805	4,933
	(b) Employee benefits expense	3,343	3,333	3,606	10,102	11,566	14,826
	(c) Depreciation and amortisation expenses	2,425	2,441	2,235	7,335	7,054	9,232
	(d) Other Expenses (Refer Note 2(a))	1,805	2,083	1,483	6,060	5,484	8,513
	<b>Total Expenses</b>	<b>9,455</b>	<b>9,512</b>	<b>9,719</b>	<b>29,082</b>	<b>30,781</b>	<b>41,013</b>
3	<b>Profit/(loss) from operations before Other income and Finance cost (1-2)</b>	<b>19</b>	<b>843</b>	<b>177</b>	<b>1,180</b>	<b>406</b>	<b>445</b>
4	Other Income (Refer Note 2(b) & 2(c))	697	1,676	840	3,132	1,355	1,575
5	<b>Profit/(loss) before Finance costs (3+4)</b>	<b>716</b>	<b>2,519</b>	<b>1,017</b>	<b>4,312</b>	<b>1,761</b>	<b>2,020</b>
6	Finance costs	-	-	5	-	31	32
7	<b>Profit (loss) after Finance cost but before Exceptional items (5-6)</b>	<b>716</b>	<b>2,519</b>	<b>1,012</b>	<b>4,312</b>	<b>1,730</b>	<b>1,988</b>
8	Exceptional items (Refer Note 3)	279	-	-	279	-	-
9	<b>Profit/(loss) before tax (7+8)</b>	<b>995</b>	<b>2,519</b>	<b>1,012</b>	<b>4,591</b>	<b>1,730</b>	<b>1,988</b>
10	Tax expense (Net)	605	712	242	1,671	680	1,068
11	<b>Net profit/(loss) for the period (9-10)</b>	<b>390</b>	<b>1,807</b>	<b>770</b>	<b>2,920</b>	<b>1,050</b>	<b>920</b>
12	Paid up equity share capital (Face value of Rs 10/- each)	10,947	10,942	11,425	10,947	11,425	10,922
13	Reserves excluding revaluation reserves						61,771
14	Earnings (loss) per share (in Rs) (not annualised)						
	(a) Basic	0.4	1.7	0.7	2.7	0.9	0.8
	(b) Diluted	0.3	1.6	0.7	2.6	0.9	0.8

Notes

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on February 4, 2016.

Particulars	Quarter ended			Nine Months ended		Year ended March 31, 2015 (Audited)
	December 31, 2015 (Unaudited)	September 30, 2015 (Unaudited)	December 31, 2014 (Unaudited)	December 31, 2015 (Unaudited)	December 31, 2014 (Unaudited)	
(a) Other Expenses includes Foreign Exchange Loss (Net)	-	-	-	-	-	984
Other Income Includes (b) Foreign Exchange Gain/(Loss)- Net	431	674	180	1,585	34	-
(c) Surplus on buy-back of shares by Europe B V pursuant to divestiture of Voxmobili SA	-	-	432	-	432	432

3 During the quarter and nine months ended December 31, 2015, the Argentina Government devalued its currency Argentine Peso (ARS). The exceptional item during the quarter and nine month period ended December 31, 2015 represents the gain on restatement of the amounts payable in ARS to the Company's subsidiary in Argentina at the period end rates after such devaluation.

4 Previous period figures have been reclassified/ regrouped wherever necessary.

on behalf of Board of Directors

  
Rajiv Pancholy  
Chief Executive Officer & Managing Director

Place: Miami, USA  
Date: February 4, 2016



## INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

### TO THE BOARD OF DIRECTORS OF ONMOBILE GLOBAL LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **ONMOBILE GLOBAL LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its share of the loss of its associates for the Quarter and Nine Months ended December 31, 2015 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. 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 Holding 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.
3. The Statement includes the results of the entities included Annexure 1.
4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For DELOITTE HASKINS & SELLS**  
Chartered Accountants  
(Firms' Registration No. 008072S)



**V. Balaji**  
Partner  
(Membership No. 203685)

Bangalore, February 5, 2016

**Annexure 1 (referred to in paragraph 3 of our Review report dated February 5, 2016 on the Consolidated Unaudited Financial Results of OnMobile Global Limited)**

The results of the following entities have been included in the Statement.

SL No	Name of the entities
1	Parent Company OnMobile Global Limited
2	Subsidiaries OnMobile Singapore Pte Limited PT OnMobile Indonesia OnMobile Europe B.V. VoxMobili S.A. (till July 11 2014) OnMobile S.A. (erstwhile Telisma S.A) OnMobile USA LLC Servicios De Telefonía OnMobile SA DE CV OnMobile Global SA OnMobile Brasil Sistemas de Valor Agregado Para Comunicaciones Moveis 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 (SL) 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 OnMobile Live Inc and its subsidiaries OnMobile Global Czech Republic s.r.o. OnMobile Global Limited Columbia S.A.S. OnMobile Global South Africa (PTY) LTD OnMobile Latam Holding S.L.
3	Associate Mobile Voice Konnect Private Limited

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OnMobile Global Limited

Amount in Rs. Lakhs, except earnings per share

Statement of Consolidated Results for the Quarter and Nine Months ended December 31, 2015 :		Quarter ended			Year ended	
Sl. No	Particulars	December 31, 2015 (Unaudited)	September 30, 2015 (Unaudited)	December 31, 2014 (Unaudited)	December 31, 2014 (Unaudited)	March 31, 2015 (Audited)
1	Income from Operations Telecom Value Added Services	20,682	20,698	22,682	61,562	84,705
	<b>Total Income from Operations</b>	<b>20,682</b>	<b>20,698</b>	<b>22,682</b>	<b>61,562</b>	<b>84,705</b>
2	Expenses					
	(a) Cost of sales and services	7,040	6,755	7,478	20,171	22,953
	- Content fee and royalty	851	972	1,472	2,975	5,971
	- Other sales and services	5,254	5,547	6,205	16,571	27,849
	(b) Employee benefits expense	3,744	3,710	3,494	11,181	14,373
	(c) Depreciation and amortisation expenses	3,518	3,490	2,875	10,380	15,664
	(d) Other Expenses (refer note 3(a))					
	<b>Total Expenses</b>	<b>20,407</b>	<b>20,474</b>	<b>21,524</b>	<b>61,278</b>	<b>86,810</b>
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	275	224	1,158	284	(1,834)
4	Other Income (refer note 3(b) and note 4)	550	796	251	2,218	2,137
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	825	1,020	1,409	2,502	189
6	Finance costs	45	48	65	142	215
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	780	972	1,344	2,360	(234)
8	Exceptional Items (refer note 5)	(648)	-	-	(648)	(328)
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	132	972	1,344	1,712	(562)
10	Tax expense (net)	895	846	604	2,365	2,669
11	<b>Net profit / (loss) for the period (9-10)</b>	<b>(763)</b>	<b>126</b>	<b>740</b>	<b>(653)</b>	<b>(3,231)</b>
12	Paid up equity share capital (Face value of Rs 10/- each)	10,947	10,942	11,425	10,947	11,425
13	Reserves excluding revaluation reserves					
14	Earnings / (Loss) per share (in Rs) (not annualised)					
	(a) Basic	(0.7)	0.1	0.6	(0.6)	(2.9)
	(b) Diluted	(0.7)	0.1	0.6	(0.6)	(2.9)

Notes:

- (a) The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on February 4, 2016
- (b) Key numbers of Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2015 are as under

Particulars	Quarter ended			Year ended	
	December 31, 2015 (Unaudited)	September 30, 2015 (Unaudited)	December 31, 2014 (Unaudited)	December 31, 2014 (Unaudited)	March 31, 2015 (Audited)
Total Income from Operations	9,474	10,355	9,896	31,183	41,358
Profit before tax	995	2,519	1,013	4,991	1,988
Net Profit after tax	390	1,807	730	3,930	929

The unaudited standalone results of OnMobile Global Limited is available in inventory section in www.onmobile.com and also with the stock exchanges where it is listed.

Rs. in lakhs



2 The above results include consolidated results of the Company, subsidiaries and associate : OnMobile Singapore Pte Limited, PT OnMobile Indonesia, OnMobile Europe B V , VoxMobili S A (till July 11, 2014), OnMobile S A , (erstwhile Telisma S A), Phonetze Solutions Private Limited (liquidated) , OnMobile USA LLC, Servicios De Telefonía OnMobile SA DE CV, OnMobile Global SA , OnMobile Brasil Sistemas de Valor Agregado Para Comunicacoes Movers 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 (SL) Limited, OnMobile Global Solutions Canada Limited, OnMobile Global Italy S R L, Mobile Voice Konnect Private Limited, Onmobile Turkey Telekomunikasyon Sistemleri Limited Şirketi, Onmobile Telecom Burkina Faso, SARL, OnMobile Portugal SGPS, OnMobile Live Inc , Fonestarz Media Group Limited , 2dayUK Limited , Fonestarz Media (licensing) Limited , Daus Limited , Fonestarz Limited , Fonestarz Media (Australia) PTY Limited , Fonestarz Media Limited, OnMobile Global Czech Republic s r o , OnMobile Global Limited Columbia S A S , OnMobile Global South Africa (PTY) LTD and OnMobile Latam Holding, S L (incorporated on June 18, 2014)

3	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31, 2015	September 30, 2015	December 31, 2014	December 31, 2015	December 31, 2014	March 31, 2015
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(a) Other Expenses includes							
Foreign Exchange Loss / (Gain) - Net	-	-		-	-		1,176
(b) Other Income includes	339	454	-3	1320	299		-
Foreign Exchange Gain/(Loss)- Net							

4 During the quarter ended September 30, 2014, the Company sold its investment in Voxmobili SA, and had recorded a gain of Rs. 668.67 lakhs (net) which is included under "Other Income" for the year ended March 31, 2015 in the above consolidated financial results. Net Profit / (Loss) of Voxmobile SA included in the above results are:

Particulars	Quarter ended			Nine Months ended		Year ended
	December 31, 2015	September 30, 2015	December 31, 2014	December 31, 2015	December 31, 2014	March 31, 2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Net profit / (loss) for the period	-	-	-	-	240	240

The net profit / (Loss) of Voxmobile SA on a standalone basis, before intercompany eliminations are:

Particulars	Quarter ended			Nine Months ended		Year ended
	December 31, 2015	September 30, 2015	December 31, 2014	December 31, 2015	December 31, 2014	March 31, 2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Net profit / (loss) for the period	-	-	-	-	(672)	(672)

5 Exceptional items represents:

(i) For the quarter and nine months ended December 31, 2015:

During the quarter and nine months ended December 31, 2015, the Argentina Government devalued its currency Argentine Peso (ARS). The exceptional item during the quarter and nine month period ended December 31, 2015 represents the net loss on restatement / translation of the assets and liabilities of the Company's subsidiary in Argentina into Indian Rupees (INR) at the period end rates after such devaluation.

(ii) For the year ended March 31, 2015:

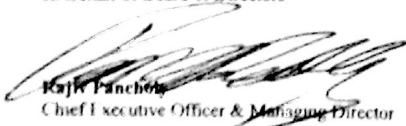
In February 2015, the Venezuelan Government amended Currency exchange legislation in Venezuela creating a new system (SIMADI) replacing the earlier system (SICAD II) which has resulted in a devaluation of their local currency against US Dollars at 192.95 Bolivars per USD as of 31st March 2015. Accordingly, the Company has used SIMADI exchange rate to remeasure the Venezuela operations and its net monetary assets, and charged off the impact in the consolidated results.

6 Subsequent to the quarter ended December 31, 2015, OnMobile SA, a wholly owned subsidiary, has entered into an agreement with Voicebox Technologies France S A S , for the divestment of certain speech technology assets for a consideration of Euro 650,000, subject to adjustments, escrows and other conditions.

7 The Company is engaged in providing value added services in telecom business and its operations are considered to constitute a single segment in the context of Accounting Standard 17 - "Segment Reporting"

8 Previous period figures have been reclassified/ regrouped wherever necessary.

on Behalf of Board of Directors

  
Rajiv Pancholia  
Chief Executive Officer & Managing Director

Place: Miami, USA

Date: February 04, 2016