

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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www.onmobile.com

September 7, 2017

To,
The Listing Dept.
National Stock Exchange of India Ltd
Bandra Kurla Complex,
Bandra (E)
Mumbai — 400 051
NSE Symbol: ONMOBILE

To,
The Listing Manager
BSE Limited
P J Towers, Dalal Street, Fort,
Mumbai — 400 001
BSE Symbol: 532944

Dear Sir,

Sub: Disclosure of voting results of the 17th Annual General Meeting held on September 6, 2017 as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above, we hereby enclose the voting results referring to the 17th Annual General Meeting of the Company.

The details on each of the agenda items, mode of voting and the report of scrutinizer for E-Voting and Poll are attached below.

Glob

Bangalore

We request you to kindly take the same on record.

Thanking you,

Yours sincerely, For OnMobile Global Limited

P. V. Varepressed

P V Varaprasad Company Secretary

Encl: a/a

Format for Voting Results

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available	No of shareholders attended the meeting through Video conferencing - Nil, No	Promoters and Promoter Group	through proxy:	No of shareholders present in the meeting either in person or	2017)	Total number of shareholders on record date (August 30,	· · · · · · · · · · · · · · · · · · ·	Date Of AGM		SI No Description		
	conferencing - Nil, No video conferencing facility was made	218					35877		06 NO_2017	Delans	Details	



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					6152550/	104361860		Total	,
0.00	99.99	242	61525325		71 77 77 77		Total		
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% of Votes	% of Votes in	ZO Of	ST STORES OF STORE	None of the right location of the last of	olution?	the agenda/res	roup are interested in	Resolution requires ()	Ţ
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Auditors	rt of Directors and	er with Repo	rch 31, 2017 togethe	icial year ended Ma	its for the finan	ancial statemer	Vo. 1 - Adontion of fin	Adoption of financial statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and Additional Statements for the financial year ended March 31, 2017 together with Report of Directors and D	
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Total		Total	Poll	Public- Non Institutions E- young		Total	POIL	Public- Institutions	E-Voting	Total	1 01	Poll	Promoter and Promoter Group E-VOLLIE	4				(1110)	Category Mode of Voting	At mount by our one	Whather promoter promoter group are interested in the agenda/resolution:	Resolution required (Orumai y/Special)	Megoliucion as per 1	Descliption as her Agenda Item No. 2 - Declaration of Dividend	
000100001	10/2610/				44096003				9342154				C C C I	50923703		(3)	3	shares held		N. Of	erested in the agenda/re			STATION OF DIVINERIA	- ti f Dividend
-	61682203	3050019	2020010	T	3 2802936	//00401	1700401	0	4 77/08481	t	50923703		T	3 50923703	┿			polied (2)	140. 01 7 0100	votes					
	59.10	0.71	602	0.56	6.30	(2)	82.51	0.00	10.20	13.08	100	0.00	0.00	00.001	00 001	(3)=((2)/(1))*100	shares	Oll Outstanding		% of votes polled		None of the Promoters/Promoter Groups are interested	Ordinally Nesolution	Desclution	
	61681956		3049772	246837	2002000	Stochoc	7708481	0		7708481	50923/03		0	007107	50923703				favour (4)	No. of votes -m	21 22 22 22	rs/Promoter Groups)		
	24/	נג	247	240	242		_	,	Ω	0		A	_		0	(5)			votes -		No of 0	are Illeresien	*		
1	0	00 00	707.66.66	20.00	00 00	99.99	001	100	0.00	00.001	100.00	100.00	0.00	000	100.00	(b)=(4)/(2)/ 100	7/3/1*100	polled	lavour on votes		% of Votes in				
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ion, François-Charles Sirois Cordinary Reservation	0.37		1000	- CHICKOCK	01.70	01082203	104361X6		Total
Solution	9.00	99.63	220202	10062717	#0.10			Total	
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Solution	0.09	99.90	236	246847	0.56	247083		D-11	Public- Non ilistitutions
Solution	0.00	99.99	1	2802935	6.35	2802936	44096003	E Voting	Dill' Vir Institutions
Solution	2.98	97.02	229965	7478516	82.51	7708481		Total	
Solution	0.00	0.00	0	0	0.00	0		Poll	F UDITC- HIStitutions
Solution	2.70	97.02	229965	7478516	82.51	7708481	9342154	E-Voting	Dublic Institutions
Slution	2 08	001	0	50923703	100.00	50923703		Total	
Shition	0.00	0.00		0	0.00	0		Poll	A COMMON WARM + A COMMON TO THE PERSON OF TH
Solution	0.00	00.00		20923703	100.00	50923703	50923703	E-Voting	Promoter and Promoter Group
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Solution	% of Votes		No of	No of water in	None of the Front	olution?	the agenda/res	roup are interested in	Whether promoter/ promoter g
Solution		ĵ.	c are intereste	tors/Dromoter Group	C. C. Sella Dana			Special)	Resolution required (Ordinary/
Solution				ח	Ordinary Resolutio	11010	of Statutory Fact	No. 4 - Appointment	Resolution as per Agenda Itelii
Solution						lifors	of Statutory Am	No A Appointment	
Solution		,,,,,	101	01022200	59.05	61622603	104361860		Total
Solution	0.00	90 00	727	7755577	0.72	3050019		Total	
Solution	0.00	99.99	237	3040782	C0 7	1000		Poll	
Solution	0.09	99.90	236	246847	0.56	2/7083	1 11070000	E-VOIIIS	Public- Non Institutions
Solution	0.00	99.99	,	2802935	6.36	7802936	44006003	LOEAL	
Solution	0.00	100	0	7648881	81.87	7648881		1011	
Solution	0.00	0.00	0	0	0.00	0	ì	Dall D-Vouls	Public- institutions
Solution	0.00	100.00	0	7648881	81.87	7648881	0342154	E Votino	
solution ançois-Charles Sirois, no Promoters, Directors and Key Managerial Person ançois-Charles Sirois, no Promoters, Directors and Key Managerial Person interested in the resolution of Votes in Siled No. of votes - No. of Yotes favour on votes against on votes - polled (5) 100 50923703 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.00	100	0	50923703	100	50923703		Total	
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ollition Incois-Charles Sirois, no Promoters, Directors and Key Managerial Person angois-Charles Sirois, no Promoters, Directors and Key Managerial Person represents the resolution of their relatives are concerned or interested in the resolution of Votes in 60 of Votes in 40 of Votes against on votes against o	0.00	100.00	0	50923703	100.00	50923703	50923703	F-Voting	Description of Dromoter Croup
solution ançois-Charles Sirois, no Promoters, Directors and Key Manazançois-Charles Sirois-Charles Sirois-Char	(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	1		(3)=[(2)/(1)]*100		Ξ		
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olution ançois-	% of Votes	% of Votes in	No. of	No. of votes -in		No of votes	No of	MA I CVILL	
olution	on	rested in the resoluti	cerned or inte	heir relatives are con		lution?	the agenda/reso	oup are interested in	Whether promoter/ promoter gr
Resolution as per Agenda Item No. 3 - Retirement of Director by rotation, François-Charles Sirois	oerial Personnel	ectors and Key Mana	Dir.	2	Ordinary Resolution			pecial)	Resolution required (Ordinary/S
Charles Sirois					Charles on on	Holl, Flaifors	director by rota	o. 3 - Retirement of L	Resolution as per Agenda Item N
				•	Charles Sirnis	tion Ewamonia			

Resolution as per Agenda Item No. 5 - Appointment of Chris Arsenault as an Independent Director

Total



Resolution required (Ordinary/Special) Whether promoter/ promoter group are interested in the agenda/resolution?	/Special) group are interested in	the agenda/reso	lution?	Ordinary Resolution Other than Chris Ars	Ordinary Resolution Other than Chris Arsenault, no Promoters, Directors and Key Managerial Personnel of the	rs, Directors a	nd Key Managerial	Personnel of the
•				Company or their re	Company or their relatives are concerned or interested in the resolution	d or interested	III the resolution	a/ FVI:tin
Category	Mode of Voting	No. of	No. of votes	% of votes polled	No. of votes -in	No. of	% of Votes in	% of Votes
	0	shares held	polled (2)	on outstanding	favour (4)	votes -	favour on votes	against on votes
		(1)		shares (3)=(2)/(1)1* 100		against	polled $(6)=[(4)/(2)]*100$	polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	50923703	50923703	100.00	50923703	0	100.00	0.00
	Poli		0	0.00	0	0	0.00	0.00
	Total		50923703	100.00	50923703	0	100	0.00
Public- Institutions	E-Voting	9342154	7648881	81.87	7648881	0	100.00	0.00
1 40110	Poll	1	0	0.00	0	0	0.00	0.00
	Total		7648881	81.87	7648881	0	100.00	0.00
Dublic- Non Institutions	F-Voting	44096003	2802936	6.36	2802924	12	99.99	0.00
I HOHE INOH HISHINGHS	Pall		247083	0.56	246847	236	99.90	0.09
	Total		3050019	6.92	3049771	248	99.99	0.01
Total		104361860	61622603	59.05	61622355	248	99.99	0.00
Resolution as ner Agenda Item No. 6 - Annointment of Saniav Kapoor as an Independent Director	No. 6 - Appointment of	f Saniav Kapoo	r as an Indepe	ndent Director				
Resolution required (Ordinary/Special)	/Special)			lutic	n		177 17	Danson of the
Whether promoter/ promoter group are interested in the agenda/resolution?	group are interested in	the agenda/reso	lution?	Company or their n	Other than Sanjay Napoot, no riomoters, butchested in the resolution	s, Duectors and or interested	in the resolution	CE COMMITTEE CA CASC
Category	Made of Vatino	No. of	No. of votes	% of votes polled	No. of votes -in	No. of	% of Votes in	% of Votes
(acceptance	ď	shares held	polled (2)	on outstanding	favour (4)	votes –	favour on votes	against on votes
		(E)	,	(3)=[(2)/(1)]*100		(5)	(6)=[(4)/(2)]*100	(7)= (5)/(2) *100
Promoter and Promoter Group	E-Voting	50923703	50923703	100.00	50923703	0	100.00	\vdash
***************************************	Poli		0	0.00	0	0	0.00	0.00
	Total		50923703	100.00	50923703	0	100.00	0.00
Public- Institutions	E-Voting	9342154	7708481	82.51	7708481	0	100.00	
	Poll		0	0.00	0	0	0.00	0.00
	Total		7708481	82.51	7708481	0	100.00	0.00
Public- Non Institutions	E-Voting	44096003	2802936	6.36	2802934	2	99.99	
	Poll		247083	0.56	246847	236	99.90	0.09
	Total		3050019	6.92	3049781	238	99.99	
Total		104361860	61682203	59.10	61681965	238	99.99	0.00
Deschition of nor Arondo Item No. 7. December of Boily Khaitan as an Independent Director	No 7 De appointme	nt of Boily Kho	itan as an Indi	enendent Director				<u>lol</u>
Description required (Ordinary	(Special)	, , , , , ,		Special Resolution	on		511	
Resolution required (Ordinary/Special)	y/Special)			Special resoluti	Ot.		O/B	۲.
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Category Mode of Voting No. of shares No. of votes No. o	olution	interested in the reso	oncerned or	ruickshank, no Pro hair relatives are c	Other than Nancy Cruickshank, no Fromoters, Directors and Ney Managerian	olution?	n the agenda/reso	group are interested i	Whether promoter/ promoter group are interested in the agenda/resolution?
Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial retronnel of Company or their relatives are concerned or interested in the resolution f votes % of votes polled shares No. of votes - (3)=[(2)/(1)]* 100 No. of votes - (5) No. of votes in favour (4) % of Votes in favour on votes against on	gerial Personnel	actors and Key Mans	motore Dire	in labout no Dec	Special Resolution			/Special)	Resolution required (Ordinary
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Promoter/ promoter group are interested in the agenda/resolution?				•	Independent Director	iickshank as an	ent of Nancy Cru	No. 8 - Re-annointm	Resolution as ner Agenda Item
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Promoter/ promoter group are interested in the agenda/resolution? Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial retroducts of Company or their relatives are concerned or interested in the resolution	0.01	99.99	238	3049781	6.92	610050£		Total	
Promoter/ promoter group are interested in the agenda/resolution? Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial retsolution? Company or their relatives are concerned or interested in the resolution Mode of Voting No. of shares No. of votes	0.10	99.90	236	246847	0.56	247083		Poll	
Mode of Voting and Promoter Group E-Voting Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Poll Pol	0.00	99.99	7	2802934	6.36	2802936	44096003	E-Voting	Public- Non Institutions
Promoter	0.00	97.93	156636	7492245	81.87	7648881		Total	
promoter/ promoter group are interested in the agenda/resolution? Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial Personnel or interested in the resolution Company or their relatives are concerned or interested in the resolution Votes in the resolution % of Votes in the resolution % of Votes on outstanding against on votes on outstanding shares No. of votes against on votes on outstanding against on votes on outstanding shares No. of votes on outstanding against on votes on outstanding shares No. of votes on outstanding against on votes on outstanding shares Soplied (2) Soplied (2)/(1) * 100 Sop23703	3 05	07.05	12/3/		0.00	-		Poll	
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promoter/ promoter group are interested in the agenda/resolution? Mode of Voting And Promoter Group Poll Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial reisonnel of the resolution Other than Rajiv Khaitan, no Promoters, Directors and Key Managerial reisonnel of the resolution Company or their relatives are concerned or interested in the resolution No. of votes polled Poll No. of votes polled Poll No. of votes polled Poll No. of votes polled Shares (3)= (2)/(1) * 100 Sop23703 Sop23703 Sop23703 Sop23703 One Sop23703	0.00	00.001	0	50923703	100.00	50923703		Total	
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promoter/ promoter group are interested in the agenda/resolution? Mode of Voting No. of votes polled Mode of Votes in Mode of Votes	0.00	100.00	0	50923703	100.00	50923703	50923703	E-Votino	Dromoter and Dromoter Croim
promoter/ promoter group are interested in the agenda/resolution? Mode of Voting Mode of Vot	$(7)=[(5)/(2)] \times 100$	(6)=[(4)/(2)]*100	(5)		(3)=[(2)/(1)]*100				
promoter/ promoter group are interested in the agenda/resolution? Mode of Voting Mode of Vot	polled	polled	against		shares	1	,		
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	Personnel of the	and Key Managerial ted in the resolution	s, Directors a	aitan, no Promoter atives are concern	Other than Rajiv Kha Company or their rel	lution?	the agenda/reso	roup are interested in	Whether promoter/ promoter g

2)	***************************************			
0.00	U	0	0.00	0		Poll	
94.28	44098/	7267494	82.51	7708481	9342154	E-Voting	Public- Institutions
100.00	0	50923703	100.00	50923703		Total	
0.00	0	0	0.00	0		Poll	
100.00	0	50923703	100.00	50923703	50923703	E-Voting	Promoter and Promoter Group
(6)=[(4)/(2)]*100	(5)		(3)=[(2)/(1)]*100				
polled	against		shares				
tavour on votes	votes –	in favour (4)	on outstanding	polled (2)	held (1)	(0
% of Votes in	No. of	No. of votes -	% of votes polled	No. of votes	No. of shares	Mode of Voting	Category
interested in the reso	oncerned or i	eir relatives are co	of the Company or their relatives are concerned or interested in the reso		C	***	
ctors and Key Mana	moters, Dire	uickshank, no Proi	Other than Nancy Cruickshank, no Promoters, Directors and Key Manag	lution?	the agenda/resol	roup are interested in	Whether promoter/promoter group are interested in the agenda/resolution?
177	5		Special Resolution			Special)	Resolution required (Ordinary/Special)
			Independent Director	ckshank as an	nt of Nancy Crui	No. 8 - Re-appointme	Resolution as per Agenda Item No. 8 - Re-appointment of Nancy Cruickshank as an Independent Direction

against on votes polled

 $\begin{array}{c} (7) = [(5)/(2)] * 100 \\ 0.00 \end{array}$

0.000.00 % of Votes

Resolution as per Agenda Item No. 9 – Appointment of François-Charles Sirois, Executive Chairman as Chief Executive Officer and re-designate Executive and CEO' and payment of remuneration thereof

Total

Total Poll E-Voting Total

104361860

61682203

59.10

61240903

441300

3049706

236 **313** 77

99.99 99.90 99.99 94.28

0.010.09 5.72 0.00 5.72

0.71

99.28

Chairman

6.92 0.56

3050019

44096003

2802936

247083

7708481

82.51

6.36

7267494 2802859 246847

440987

Public- Non Institutions

Total			Public- Non Institutions			Public- Institutions			Promoter and Promoter Group		Category	promoter/ promoter gr	Resolution required (Ordinary/Special)	Desclution required (Ordinary/Special) Special Resolution
	Total	Poll	E-Voting	Total	Poll	E-Voting	Total	Poll	E-Voting		Sund of Admis	Mode of Voting	pecial)	manial)
104361860			44096003			9342154			50923703		held (1)	No of shares		
61525567	3050019	247083	2802936	7551845	0	7551845	50923703	0	50923703		polled (2)	No of votes		
58.95	6.92	0.56	6.36	80.84	0.00	80.84	100.00	0.00	100.00	shares (3)= $[(2)/(1)]$ * 100	on outstanding	% of votes polled No of votes - No of %	Special resolution	Special Besolution
61067091	3049782	246847	2802935	7093606	0	7093606	50923703	0	50923703		in favour (4)	No of votes =	Description Communication	
458476	237	236		458239	0	458239	0	0	0	against (5)	votes -	No of	into	
99.25	99.99	99.90	99.99	93.93	0.00	93.93	100.00	0.00	100.00	polled $(6)=[(4)/(2)]*100$	favour on votes	% of Votes in	+0.4	
0.74	0.01	0.09	0.00	6.07	0.00	6.07	0.00	0.00	0.00	polled $(7)=[(5)/(2)]*100$	against on votes	% of Votes		



PARAMESHWAR G. HEGDE

B.A., M.Com., BGL., FCS

HEGDE & HEGDE Company Secretaries

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REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,

17th (Seventeenth) Annual General Meeting (AGM) of the Equity Shareholders of **OnMobile Global Limited** held on Wednesday, September 06, 2017 at 11:00 AM at Hotel Royal Orchid, adjoining KGA Golf Course, HAL Airport Road, Bangalore-560 008, Karnataka, India.

Dear Sir,

- I, Paremeshwar G. Hegde, Practicing Company Secretary, at # 34, "Ganesh Krupa", 1st Main Road, Gandhinagar, Bangalore, 560009, was appointed as Scrutinizer by the Board of Directors of **OnMobile Global Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of electronic voting (Insta Poll) at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 17th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, September 06, 2017 at 11:00 AM at Hotel Royal Orchid, adjoining KGA Golf Course, HAL Airport Road, Bangalore-560008, Karnataka, India, submit my report as under:
- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of electronic voting (Insta Poll) by the shareholders on the resolutions proposed in the Notice of the 17th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of electronic voting (Insta Poll) at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the

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total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system / Insta Poll facility provided by Karvy Computershare private Limited (Karvy) the Registrar and Share Transfer Agent (R&TA) of the Company.

- 2. In accordance with the Notice of the 17th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 12, 2017, the remote evoting opened at 9:00 AM on September 02, 2017 and remained open up to 5:00 PM on September 05, 2017.
- 3. The Equity Shareholders holding shares as on August 30, 2017, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 17th Annual General Meeting of the Company.
- 4. After declaration of voting by use of electronic voting (Insta Poll) by the Chairman at the meeting, the electronic devices namely tablets, were activated and circulated to the shareholders for recording their votes. The electronic voting facility / devices were provided by Karvy.
- 5. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by Karvy had been blocked and numerical One Time Password (OTP) was issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting. The OTP was issued on registration of the attendance after verifying shareholder's folio, DPID, specimen signature and number of shares held by the member, comparing with Register of Members / Register of Beneficial owners as on cut off date. The votes were unblocked at 12:20 PM after the close of voting hours, and downloaded in the presence of two witnesses who are not the employees of the company, and the summary of votes polled on all resolutions was downloaded.
- 6. The votes on remote e-voting were unblocked at around 12:30 PM, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy (https//www.evoting.karvy.com) and the same are being handed over to the Chairman.

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7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) Resolution-1: Ordinary Resolution

To adopt Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	55	6,12,78,478	
Voting at AGM by Insta Poll	103	2,46,847	
Total	158	6,15,25,325	99.99

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

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	2	6	
Voting at AGM by Insta Poll	6	236	
Total	8	242	0.01

Total number of members	Total number of votes
whose votes were	cast by them
declared invalid	
1	33,781

b) Resolution-2: Ordinary Resolution

To declare a dividend of Rs. 1.50 per equity share for the financial year ended March 31, 2017.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by	% of total number of
		them	valid votes cast
Remote e-voting	56	6,14,35,119	
Voting at AGM by Insta Poll	102	2,46,837	
Total	158	6,16,81,956	99.99

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

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	1	1	
And the second s			
Voting at AGM by	7	246	
Insta Poll			
T_1_1	0	247	0.01
Total	8	247	0.01
1			

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution-3: Ordinary Resolution

Appointment of a director in place of Francois-Charles Sirois who retires by rotation and being eligible, seeks re-appointment.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	55	6,13,75,519	
Voting at AGM by Insta Poll	103	2,46,847	
Total	158	6,16,22,366	99.99

(ii) Voted against the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	1	1	
Voting at AGM by Insta Poll	6	236	
Total	7	237	0.01

Total number of members	Total number of
whose votes were	votes cast by them
declared invalid	
1	59,600

d) Resolution-4: Ordinary Resolution

To appoint M/s. BSR & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) in place of the retiring auditors M/s. Deloitte Haskins & Sells (Firm Registration No. 008072S) as the auditors of the Company for a term of five years to hold office till the conclusion of the 22nd Annual General Meeting of the Company to be held in the calendar year 2022, on such remuneration as may be recommended by the Audit Committee and fixed by the Board of Directors of the Company.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	54	6,12,05,154	
Voting at AGM by Insta Poll	103	2,46,847	
Total	157	6,14,52,001	99.63

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by	% of total number of
		them	valid votes cast
Remote e-voting	3	2,29,966	
Voting at AGM by Insta Poll	6	236	
Total	9	2,30,202	0.37

Total number of	Total number of votes
members whose votes	cast by them
were declared invalid	
0	0

e) Resolution-5: Ordinary Resolution

Appointment of Chris Arsenault as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of
Remote e-voting	54		valid votes cast
Remote e voting	54	6,13,75,508	
Voting at AGM by Insta Poll	103	2,46,847	
Total	157	6,16,22,355	99.99

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

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	3	12	
Voting at AGM by Insta Poll	6	236	
Total	9	248	0.01

Total number of	Total number of votes
members whose votes	cast by them
were declared invalid	·
1	59,600

f) Resolution-6: Ordinary Resolution

Appointment of Sanjay Kapoor as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	55	6,14,35,118	
Voting at AGM by Insta Poll	103	2,46,847	
Total	158	6,16,81,965	99.99

(ii) Voted against the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	2	2	
Voting at AGM by Insta Poll	6	236	
Total	8	238	0.01

l	Total number of	Total number of votes
	members whose votes	cast by them
	were declared invalid	
	0	0

g) Resolution-7: Special Resolution

Re-appointment of Rajiv Khaitan as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	53	6,12,18,882	
Voting at AGM by Insta Poll	103	2,46,847	
Total	156	6,14,65,729	99.75

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

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	4	1,56,638	
Voting at AGM by Insta Poll	6	236	
Total	10	1,56,874	0.25

Total number of	Total number of votes
members whose votes	cast by them
were declared invalid	
1	59,600

h) Resolution-8: Special Resolution

Re-appointment of Nancy Cruickshank as an Independent Director.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	50	6,09,94,056	
Voting at AGM by Insta Poll	103	2,46,847	
Total	153	6,12,40,903	99.28

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	4,41,064	
Voting at AGM by Insta Poll	6	236	
Total	13	4,41,300	0.72

Total number of	Total number of votes
members whose votes	cast by them
were declared invalid	
0	0

i) Resolution-9: Special Resolution

Appointment of Francois-Charles Sirois, Executive Chairman as Chief Executive Officer and re-designate as 'Executive Chairman & CEO' and payment of remuneration thereof.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	48	6,09,17,170	
Voting at AGM by Insta Poll	103	2,46,847	
Total	151	6,11,64,017	99.26

(ii) Voted against the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	8	4,58,350	
Voting at AGM by Insta Poll	6	236	
Total	14	4,58,586	0.74

Total number of	Total number of votes
members whose votes	cast by them
were declared invalid	
1	59,600

j) Resolution-10: Special Resolution

Adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013.

(i) Voted in favour of the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	51	6,08,20,244	
Voting at AGM by Insta Poll	103	2,46,847	
Total	154	6,10,67,091	99.25

(ii) Voted against the resolution:

Mode of voting	Number of	Number of	% of total
	members voted	votes cast by	number of
		them	valid votes cast
Remote e-voting	5	4,58,240	
Voting at AGM by Insta Poll	6	236	
Total	11	4,58,476	0.75

Total number of	Total number of votes	
members whose votes	cast by them	
were declared invalid		
1	33,781	

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8. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 17th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Bengaluru

Dated: September 06, 2017

Parameshwar G. Hegde FCS 1325, CP No. 640

Scrutinizer