

July 30, 2015

To,
The Secretary
National Stock Exchange of India Ltd
Exchange Plaza, C/1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
NSE Symbol: ONMOBILE

To,
The Secretary
Bombay Stock Exchange
P J Towers, Dalal Street, Fort,
Mumbai – 400 001
BSE Symbol: 532944

Dear Sir,

Sub: Outcome of the Board Meeting (FY2015-16/2)

This is with reference to our letter dated July 21, 2015, informing about the Board meeting scheduled on July 30, 2015.


The Board of Directors of OnMobile Global Limited ('the Company') at their meeting held on Thursday, July 30, 2015, has *inter alia*:

1. Considered, approved and taken on record the un-audited financial results for the quarter ended June 30, 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. Taken on record resignation of (i) Mr. Harit Nagpal (ii) Mr. Naresh Malhotra (iii) Mr. Bruno Ducharme w.e.f July 30, 2015.
3. Approved appointment of (i) Mr. Nehchal Sandhu and (ii) Mr. Pascal Tremblay as Independent non-executive additional directors on the Board of the Company w.e.f August 1, 2015.
4. Approved to convene the 15th Annual General Meeting of the shareholders on Tuesday, September 8, 2015.
5. Approved the closure of Register of Members & Share Transfer books of the Company from September 2, 2015 to September 8, 2015 (both days inclusive).

This is for your information and records.

Thanking you,

Yours sincerely,
For OnMobile Global Limited



P V Varaprasad
Company Secretary



Enclosure: a/a

OnMobile Global Limited
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CIN No – L64202KA2000PLC027860

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**INDEPENDENT AUDITOR'S REVIEW REPORT
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 ended June 30, 2015 ("the Statement"), being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 4 below. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. 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 Accounting Standards specified under the section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements with the Stock Exchanges and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter ended June 30, 2015 of the Statement, from the details furnished by the Management.

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



V. Balaji
Partner
(Membership No. 203685)

BANGALORE, July 30, 2015

OnMobile Global Limited

Amount in Rs Lakhs except earnings per share and shareholding data

Part- I					
Statement of Standalone Results for the Quarter ended June 30, 2015 :					
Sl. No	Particulars	Quarter ended			Year ended
		June 30, 2015 (Unaudited)	March 31, 2015 (Unaudited) (Refer Note 3)	June 30, 2014 (Unaudited)	March 31, 2015 (Audited)
1	Income from Operations				
	(a) Telecom Value Added Services	8,493	8,684	7,976	34,604
	(b) Other Operating Income	1,940	1,587	1,993	6,854
	Total Income from Operations	10,433	10,271	9,969	41,458
2	Expenses				
	(a) Cost of sales and services				
	- Content fee and royalty	931	637	1,104	3,509
	- Other sales and services	1,117	1,128	1,138	4,933
	(b) Employee benefits expense	3,426	3,260	4,033	14,826
	(c) Depreciation and amortisation expenses	2,469	2,178	2,466	9,232
	(d) Other Expenses (Refer Note 2(a))	2,172	3,029	2,089	8,513
	Total Expenses	10,115	10,232	10,830	41,013
3	Profit/(loss) from operations before Other income and Finance cost (1-2)	318	39	(861)	445
4	Other Income (Refer Note 2(b) & 2(c))	759	220	123	1,575
5	Profit/(loss) before Finance costs (3+4)	1,077	259	(738)	2,020
6	Finance costs	-	1	14	32
7	Profit/(loss) before tax (5-6)	1,077	258	(752)	1,988
8	Tax expense (Net)	354	388	205	1,068
9	Net profit/(loss) for the period (7-8)	723	(130)	(957)	920
10	Paid up equity share capital (Face value of Rs 10/- each)	10,929	10,922	11,424	10,922
11	Reserves excluding revaluation reserves				61,771
12	Earnings/(loss) per share (in Rs) (not annualised)				
	(a) Basic	0.7	(0.1)	(0.8)	0.8
	(b) Diluted	0.6	(0.1)	(0.8)	0.8

Part- II					
Select Information for the Quarter ended June 30, 2015					
A	PARTICULARS OF SHAREHOLDING				
1	Public Shareholding				
	- Number of shares	58,366,697	58,296,633	58,617,933	58,296,633
	- Percentage of shareholding	53.41	53.38	51.31	53.38
2	Promoters and promoter group Shareholding				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	50,923,703	50,923,703	55,617,569	50,923,703
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the company)	46.59	46.62	48.69	46.62

B INVESTOR COMPLAINTS

Particulars	Quarter ended June 30, 2015
Pending at the beginning of the quarter	-
Received during the quarter	5
Disposed of during the quarter	4
Remaining unresolved at the end of the quarter	1

Notes:

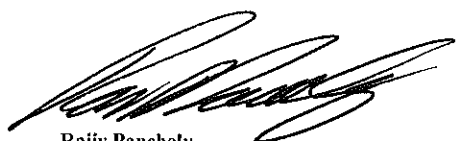
1 The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on July 30, 2015.

Particulars	Quarter ended			
	June 30, 2015 (Unaudited)	March 31, 2015 (Unaudited) (Refer Note 3)	June 30, 2014 (Unaudited)	March 31, 2015 (Audited)
(a) Other Expenses includes Foreign Exchange Loss (Net)	-	1,018	82	984
Other Income Includes (b) Foreign Exchange Gain/(Loss)- Net	480	-	-	-
(c) Surplus on buy-back of shares by Europe B.V. pursuant to divestiture of Voxmobili SA	-	-	-	432

3 The figures for the quarter ended March 31, 2015 are the balancing figures between audited figures for the year ended March 31, 2015 and the published year-to-date figures upto the third quarter ended December 31, 2014.

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

on behalf of Board of Directors



Rajiv Pancholy
Chief Executive Officer & Managing Director

Place: London, UK
Date: July 30, 2015


INDEPENDENT AUDITOR'S REVIEW REPORT 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 Company"), its subsidiaries (the Company, its subsidiaries constitute "the Group") and its share of loss of its associates for the Quarter ended June 30, 2015 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 5 below. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. 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. The Statement includes the interim financial information of sixteen subsidiaries which are based on financial information provided to us by the management and have not been reviewed by us, whose interim financial information reflect total revenue of Rs. 184 lakhs and total loss after tax of Rs.215 lakhs for the Quarter ended June 30, 2015 as considered in the Statement. Our report is not qualified in respect of this matter.
4. Based on our review conducted as stated above and matter described in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.

W

5. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements with the Stock Exchanges and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter ended June 30, 2015 of the Statement, from the details furnished by the Management.

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


V. Balaji
Partner
(Membership No. 203685)

BANGALORE, July 30, 2015

Part- I					
Statement of Consolidated Results for the Quarter ended June 30, 2015:					
Sl. No	Particulars	Quarter ended			Year ended
		June 30, 2015 (Unaudited)	March 31, 2015 (Unaudited) (Refer Note 7)	June 30, 2014 (Unaudited)	March 31, 2015 (Audited)
1	Income from Operations Telecom Value Added Services	20,182	21,400	19,878	84,705
	Total Income from Operations	20,182	21,400	19,878	84,705
2	Expenses				
	(a) Cost of sales and services				
	- Content fee and royalty	6,376	6,513	4,183	22,953
	- Other sales and services	1,152	1,432	1,021	5,971
	(b) Employee benefits expense	5,770	5,884	8,497	27,849
	(c) Depreciation and amortisation expenses	3,727	3,545	3,710	14,373
	(d) Other Expenses (refer note 3(a))	3,372	4,297	4,612	15,664
	Total Expenses	20,397	21,671	22,023	86,810
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(215)	(271)	(2,145)	(2,105)
4	Other Income (refer note 3(b) and note 4)	872	114	205	2,137
5	Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)	657	(157)	(1,940)	32
6	Finance costs	49	51	47	266
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	608	(208)	(1,987)	(234)
8	Exceptional Items (refer note 5)	-	(328)	-	(328)
9	Profit / (Loss) from ordinary activities before tax (7 + 8)	608	(536)	(1,987)	(562)
10	Tax expense (net)	624	923	401	2,669
11	Net profit / (loss) for the period (9-10)	(16)	(1,459)	(2,388)	(3,231)
12	Paid up equity share capital (Face value of Rs 10/- each)	10,929	10,922	11,424	10,922
13	Reserves excluding revaluation reserves				54,765
14	Earnings / (Loss) per share (in Rs) (not annualised)				
	(a) Basic	(0.02)	(1.33)	(2.09)	(2.86)
	(b) Diluted	(0.02)	(1.33)	(2.09)	(2.86)

Part- II

Select Information for the Quarter ended June 30, 2015:

A PARTICULARS OF SHAREHOLDING					
1	Public Shareholding				
	- Number of shares	58,366,697	58,296,633	58,617,933	58,296,633
	- Percentage of shareholding	53.41	53.38	51.31	53.38
2	Promoters and promoter group Shareholding				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	50,923,703	50,923,703	55,617,569	50,923,703
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	100.00	100.00
	- Percentage of shares (as a % of the total share capital of the Company)	46.59	46.62	48.69	46.62

B INVESTOR COMPLAINTS

Particulars	Quarter ended
	June 30, 2015
Pending at the beginning of the quarter	-
Received during the quarter	5
Disposed off during the quarter	4
Remaining unresolved at the end of the quarter	1

Notes:

1 (a) The Company has opted to publish consolidated financial results. The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on July 30, 2015.

(b) Key numbers of Standalone Financial Results of the Company for the quarter ended June 30, 2015 are as under:

Particulars	Quarter ended			Year ended
	June 30, 2015	March 31, 2015	June 30, 2014	March 31, 2015
	(Unaudited)	(Unaudited) (Refer Note 7)	(Unaudited)	(Audited)
Total Income from Operations	10,433	10,271	9,969	41,458
Profit before Tax	1,077	258	(752)	1,988
Net Profit after Tax	723	(130)	(957)	920

The unaudited standalone results of OnMobile Global limited for the above mentioned periods are available in investors section in www.onmobile.com and also with the stock exchanges where it is listed.

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.), Phonetize Solutions Private Limited (liquidated), 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 Telecom 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 Connect Private Limited, Onmobile Turkey Telekomunikasyon Sistemleri Limited Şirketi (incorporated on April 15, 2013), Onmobile Telecom Burkina Faso, SARL (incorporated on May 15, 2013), OnMobile Portugal SGPS (incorporated on April 15, 2013), OnMobile Live Inc. (incorporated on May 17, 2013), Fonestarz Media Group Limited., 2dayUK Limited., Fonestarz Media (licensing) Limited., Daus Limited., Fonestarz Limited., Fonestarz Media (Australia) PTY Limited., Fonestarz Media Limited (part of Livewire acquisition), OnMobile Global Czech Republic s.r.o. (incorporated on September 17, 2013), OnMobile Global Limited Columbia S.A.S. (incorporated on November 28, 2013), OnMobile Global South Africa (PTY) LTD (incorporated on January 09, 2014) and OnMobile Latam Holding, S.L. (incorporated on June 18, 2014).

Particulars	Quarter ended			Year ended
	June 30, 2015	March 31, 2015	June 30, 2014	March 31, 2015
	(Unaudited)	(Unaudited) (Refer Note 7)	(Unaudited)	(Audited)
(a) Other Expenses includes Foreign Exchange Loss / (Gain) - Net	-	1,176	389	1,176
(b) Other Income includes Foreign Exchange Gain/(Loss)- Net	527	(299)	-	-

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			Year ended
	June 30, 2015	March 31, 2015	June 30, 2014	March 31, 2015
	(Unaudited)	(Unaudited) (Refer Note 7)	(Unaudited)	(Audited)
Net profit / (loss) for the period	-	-	297	240

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

Particulars	Quarter ended			Year ended
	June 30, 2015	March 31, 2015	June 30, 2014	March 31, 2015
	(Unaudited)	(Unaudited) (Refer Note 7)	(Unaudited)	(Audited)
Net profit / (loss) for the period	-	-	(346)	(672)

5 Exceptional items, for the quarter and year ended March 31, 2015 represents:

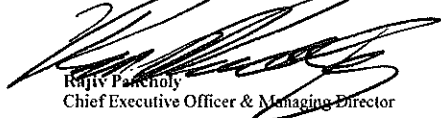
On 12th February 2015, the Venezuelan Government amended Currency exchange legislation in Venezuela creating a new system (SIMADI) replacing the earlier system (SICAD II) which has resulted in a devaluation of their local currency against US Dollars at 192.95 Bolivars per USD as of 31st March 2015. Accordingly, 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 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".

7 The figures for the quarter ended March 31, 2015 are the balancing figures between audited figures for the year ended March 31, 2015 and the published year-to-date figures upto the third quarter ended December 31, 2014.

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

on Behalf of Board of Directors


Rajiv Parkholi
Chief Executive Officer & Managing Director

Place: London, UK
Date: July 30, 2015