

July 30, 2016

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 July 19, 2016 informing about the Board meeting scheduled on July 30, 2016. The Board of Directors of OnMobile Global Limited ('the Company') at their meeting held on Saturday, July 30, 2016 in Delhi, has *inter alia*

1. Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, considered and approved the unaudited financial results the Company as per Indian Accounting Standards (IND-AS) for the quarter ended June 30, 2016. A copy of the unaudited financial results (Standalone and Consolidated) along with the Limited review report of the auditors is enclosed herewith.
2. Conference Call Invite: In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, management will participate in the conference call to discuss the Company's performance on Monday, 01st August 2016 at 10:00 AM. (IST)

Request you to please take the same on record.

Thanking you,

Yours sincerely,
For OnMobile Global Limited



P.V.Varaprasad
Company Secretary

Encl: a/a

OnMobile Global Limited

Amount in Rs Lakhs except earnings per share

Statement of Standalone Results for the Quarter and Year ended June 30, 2016 :

Sl. No	Particulars	Quarter ended			Year ended
		June 30, 2016 (Unaudited)*	March 31, 2016 (Unaudited)*	June 30, 2015 (Unaudited)*	March 31, 2016 (Unaudited)*
1	Income from Operations				
	(a) Telecom Value Added Services	8,087	8,111	8,493	33,316
	(b) Other Operating Income	589	365	1,940	5,422
	Total Income from Operations	8,676	8,476	10,433	38,738
2	Expenses				
	(a) Cost of sales and services				
	- Content fee and royalty	803	815	931	3,532
	- Other sales and services	862	894	1,117	3,762
	(b) Employee benefits expense	3,633	3,163	3,627	13,710
	(c) Depreciation and amortisation expenses	303	2,417	2,469	9,752
	(d) Other Expenses	2,302	2,839	2,172	8,899
	Total Expenses	7,903	10,128	10,316	39,655
3	Profit/(loss) from operations before Other income (1-2)	773	(1,652)	117	(917)
4	Other Income	809	(884)	740	2,387
5	Profit/(loss) before tax (3+4)	1,582	(2,536)	857	1,470
6	Tax expense (Net)	325	58	328	1,682
7	Net profit/(loss) for the period (5-6)	1,257	(2,594)	529	(212)
8	Other Comprehensive income (Net)	16	143	44	218
9	Total Comprehensive Income for the period (7+8)	1,273	(2,451)	573	6
10	Paid up equity share capital (Face value of Rs 10/- each)	10,405	10,811	10,929	10,811
11	Reserves excluding revaluation reserves				60,828
12	Earnings/(loss) per share (in Rs) (not annualised)				
	(a) Basic	1.18	(2.37)	0.48	(0.19)
	(b) Diluted	1.14	(2.37)	0.47	(0.19)

* The Company's financial results for the quarter ended June 30, 2016 are prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules 2015. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 1, 2015 as the transition date. As required by Ind AS 101, all Ind AS standards and interpretations are applied consistently and retrospectively wherever required for all fiscal periods presented. The resulting difference between the carrying amounts of assets and liabilities in the financial results under both Ind AS and Indian GAAP as at the transition date have been recognized directly in equity as at transition date. These financial results were subject to limited review by the Statutory Auditors of the Company. The figures for the preceding 3 months ended March 31, 2016 are the balancing figures between the figures in respect of the full financial year ended March 31, 2016 and the year to date figures upto the third quarter of that financial year.

Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 30, 2016.
- 2 A. Reconciliation of the Standalone financial results to those reported under previous Generally Accepted Accounting Principles (GAAP) is summarised as follows:

Particulars	Quarter ended		Year ended	Note
	March 31, 2016 (Unaudited)	June 30, 2015 (Unaudited)	March 31, 2016 (Unaudited)	
Profit/(Loss) after tax as reported under previous GAAP	(2,346)	723	574	
Impact of translation of financial statements of foreign operations	(237)	(19)	(377)	i.
Impact of recognising the cost of the employee stock option scheme at fair value	(109)	(145)	(559)	ii.
Reclassification of actuarial gains/(losses), arising in respect of employee benefit schemes, to Other Comprehensive Income (OCI)	25	(56)	30	iii.
Tax adjustments on above	73	26	120	
Profit/ (Loss) after Tax as reported under Ind AS	(2,594)	529	(212)	
Other Comprehensive Income (Net of tax)	143	44	218	
Total Comprehensive Income as reported under Ind AS	(2,451)	573	6	

B. Reconciliation of Equity as reported under previous GAAP summarised as follows:

Particulars	As at March 31, 2016	As at April 1, 2015	Note
Equity under previous GAAP	69,696	72,693	
Proposed dividend and tax thereon	1,952	1,972	iv.
Others	(9)	-	i.
Equity as per Ind AS	71,639	74,665	

- i. Under the previous GAAP, foreign currency transactions of the Company's integral foreign operations were accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction; and exchange differences arising on settlement/ restatement of Short-term foreign currency monetary assets and liabilities were recognised as income or expense in the Statement of Profit and Loss.

Under Ind AS, the functional currency of the foreign operations were assessed at transition date and were concluded as the currency of the economic environment of the foreign operations. The results and financial position of the entities whose functional currency is different from the reporting currency (INR) are recognised in Other Comprehensive Income as a Foreign Currency Translation Reserve as follows:

- a. assets and liabilities are translated at the closing rate at the date of that balance sheet; and
- b. income and expenses are translated at exchange rates at the dates of the transactions.

- ii. Under the previous GAAP, the cost of employee stock options under the various stock options of the Company was recognised using the intrinsic value method. Under this method, no expense was recognised in the Statement of Profit and Loss as the fair value of the shares under the grant on the date of grant equalled its exercise price. Under Ind AS, the cost of the employee stock options is recognised in the Statement of Profit and Loss over the vesting period based on the fair value of the options at the grant date.
- iii. Under the previous GAAP, all actuarial gains and losses were recognised in the Statement of Profit and Loss. Under Ind AS, actuarial gains and losses that form part of remeasurement of the net defined benefit liability / asset and the corresponding tax effect thereon are recognised in Other Comprehensive Income.
- iv. Under Ind AS, liability for dividend is recognised in the period in which the obligation to pay is established. Under the previous GAAP, the liability for dividend was recognised in the period to which the dividend relates, though the dividend is approved by the shareholders subsequent to reporting date. Consequently dividend payable is lower and retained earnings is higher under Ind AS.

- 3 The Company had made a public announcement on February 11, 2016 for buy back of maximum 5,600,000 equity shares for an amount not exceeding Rs 7,000 lakhs. As on June 30, 2016, the buy back of 5,595,000 equity shares was finalised and extinguished aggregating to Rs. 6,396 lakhs. Further buy back of 5,000 equity shares aggregating to Rs. 5 lakhs was finalised and extinguished on July 4, 2016.

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

on behalf of Board of Directors


Rajiv Pancholy
 Chief Executive Officer & Managing Director

Place: New Delhi
 Date: July 30, 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 Standalone Unaudited Financial Results of **ONMOBILE GLOBAL LIMITED** ("the Company") for the Quarter ended June 30, 2016 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. 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 the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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 Indian 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, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, 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)

BENGALURU, July 30, 2016
VB/KNK/NM/2016

OnMobile Global Limited

Amount in Rs Lakhs except earnings per share

Statement of Consolidated Results for the Quarter ended June 30, 2016 :					
Sl. No	Particulars	Quarter ended			Year ended
		June 30, 2016 (Unaudited)*	March 31, 2016 (Unaudited)*	June 30, 2015 (Unaudited)*	March 31, 2016 (Unaudited)*
1	Income from Operations Telecom Value Added Services	18,861	20,012	20,182	81,574
	Total Income from Operations	18,861	20,012	20,182	81,574
2	Expenses				
	(a) Cost of sales and services				
	- Content fee and royalty	6,679	7,102	6,376	27,273
	- Other sales and services	853	1,003	1,152	3,978
	(b) Employee benefits expense	5,415	5,233	5,971	22,248
	(c) Depreciation and amortisation expenses	1,469	3,762	3,727	14,943
	(d) Other Expenses	2,939	4,040	3,372	14,420
	Total Expenses	17,355	21,140	20,598	82,862
3	Profit / (Loss) from operations before other income and finance costs (1-2)	1,506	(1,128)	(416)	(1,288)
4	Other Income (refer note 4)	331	451	406	1,782
5	Profit / (Loss) from operations before finance costs (3+4)	1,837	(677)	(10)	494
6	Finance costs	32	36	49	178
7	Profit/(Loss) before tax (5-6)	1,805	(713)	(59)	316
8	Tax expense (net)	872	767	598	3,085
9	Net profit / (loss) for the period (7-8)	933	(1,480)	(657)	(2,769)
10	Share of Profit / (Loss) of associate	-	(0)	-	(0)
11	Net Profit / (Loss) after taxes and share of profit / (loss) of associate (9+10)	933	(1,480)	(657)	(2,769)
12	Other Comprehensive income (Net)	167	913	489	731
13	Total Comprehensive Income for the period (11+12)	1,100	(567)	(168)	(2,038)
14	Paid up equity share capital (Face value of Rs 10/- each)	10,405	10,811	10,929	10,811
15	Reserves excluding revaluation reserves				51,779
16	Earnings / (Loss) per share (in Rs) (not annualised)				
	(a) Basic	0.87	(1.35)	(0.60)	(2.53)
	(b) Diluted	0.84	(1.35)	(0.60)	(2.53)

* The Company's Consolidated financial results for the quarter ended June 30, 2016 are prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules 2015. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 1, 2015 as the transition date. As required by Ind AS 101, all Ind AS standards and interpretations are applied consistently and retrospectively wherever required for all fiscal periods presented. The resulting difference between the carrying amounts of assets and liabilities in the financial results under both Ind AS and Indian GAAP as at the transition date have been recognized directly in equity as at transition date. These financial results were subject to limited review by the Statutory Auditors of the Company. The figures for the preceding 3 months ended March 31, 2016 are the balancing figures between the figures in respect of the full financial year ended March 31, 2016 and the year to date figures upto the third quarter of that financial year.

Notes:

1 (a) The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 30, 2016.

(b) Key numbers of Standalone Financial Results of the Company for the quarter ended June 30, 2016 are as under:

Particulars	Quarter ended			Rs. in lakhs
	June 30, 2016 (Unaudited)	March 31, 2016 (Unaudited)	June 30, 2015 (Unaudited)	March 31, 2016 (Unaudited)
Total Income from Operations	8,676	8,476	10,433	38,738
Profit / (Loss) before Tax	1,582	(2,536)	857	1,470
Net Profit / (Loss) after Tax	1,257	(2,594)	529	(212)

The Unaudited standalone results of OnMobile Global limited is 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., OnMobile 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, 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., Daisus 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.

3 (a). Reconciliation of the Consolidated financial results to those reported under previous Generally Accepted Accounting Principles (GAAP) are summarised as follows:

Particulars	Quarter ended		Year ended	Note
	March 31, 2016 (Unaudited)	June 30, 2015 (Unaudited)	March 31, 2016 (Unaudited)	
Profit / (Loss) after tax as reported under previous GAAP	(611)	(16)	(1,264)	
Impact of translation of financial statements of foreign operations	(858)	(466)	(1,096)	i.
Impact of recognising the cost of the employee stock option scheme at fair value	(109)	(145)	(559)	ii.
Reclassification of actuarial gains/(losses), arising in respect of employee benefit schemes, to Other Comprehensive Income (OCI)	25	(56)	30	iii.
Tax adjustments on above	73	26	120	
Profit after Tax as reported under Ind AS	(1,480)	(657)	(2,769)	
Other Comprehensive Income/ (Loss) (Net of tax)	913	489	731	
Total Comprehensive Income as reported under Ind AS	(567)	(168)	(2,038)	

b. Reconciliation of Equity as reported under previous GAAP summarised as follows:

Particulars	As at	As at	Note
	March 31, 2016	April 1, 2015	
Equity under previous GAAP	60,381	65,687	
Proposed dividend and tax thereon	1,952	1,972	iv.
Others	258	-	i.
Equity as per Ind AS	62,591	67,659	

- i. Under the previous GAAP, foreign currency transactions of the Company's integral foreign operations were accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction; and exchange differences arising on settlement/ restatement of Short-term foreign currency monetary assets and liabilities were recognised as income or expense in the Statement of Profit and Loss.

Under Ind AS, the functional currency of the foreign operations were assessed at transition date and were concluded as the currency of the economic environment of the foreign operations. The results and financial position of the entities whose functional currency is different from the reporting currency (INR) are recognised in Other Comprehensive Income as a Foreign Currency Translation Reserve as follows:

- a. assets and liabilities are translated at the closing rate at the date of that balance sheet; and
- b. income and expenses are translated at exchange rates at the dates of the transactions.

- ii. Under the previous GAAP, the cost of employee stock options under the various stock options of the Company was recognised using the intrinsic value method. Under this method, no expense was recognised in the Statement of Profit and Loss as the fair value of the shares under the grant on the date of grant equalled its exercise price. Under Ind AS, the cost of the employee stock options is recognised in the Statement of Profit and Loss over the vesting period based on the fair value of the options at the grant date.

- iii. Under the previous GAAP, all actuarial gains and losses were recognised in the Statement of Profit and Loss. Under Ind AS, actuarial gains and losses that form part of remeasurement of the net defined benefit liability / asset and the corresponding tax effect thereon are recognised in Other Comprehensive Income.

- iv. Under Ind AS, liability for dividend is recognised in the period in which the obligation to pay is established. Under the previous GAAP, the liability for dividend was recognised in the period to which the dividend relates, though the dividend is approved by the shareholders subsequent to reporting date. Consequently dividend payable is lower and retained earnings is higher under Ind AS.

4 During the quarter ended March 31, 2016, OnMobile SA, a wholly owned subsidiary of OnMobile Europe B.V., had 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 and accordingly recorded the gain on sale of assets under "Other Income" for the quarter and year ended March 31, 2016 in the above consolidated financial results.

5 The Company had made a public announcement on February 11, 2016 for buy back of maximum 5,600,000 equity shares for an amount not exceeding Rs 7,000 lakhs. As on June 30, 2016, the buy back of 5,595,000 equity shares was finalised and extinguished aggregating to Rs. 6,396 lakhs. Further buy back of 5,000 equity shares aggregating to Rs. 5 lakhs was finalised and extinguished on July 4, 2016.

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

on Behalf of Board of Directors



Rajiv Pancholy
Chief Executive Officer & Managing Director

Place: New Delhi

Date: July 30, 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 associate for the Quarter ended June 30, 2016 ("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, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. 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 Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), 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 Indian 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, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, 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)

BENGALURU, July 30, 2016
VB/KNK/NM/2016

Annexure 1 (referred to in paragraph 3 of our Review report dated July 29, 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.
	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 Comunicacoes 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

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Sl No.	Name of the entities
	OnMobile Global Italy S.R.L
	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
	Daius 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
	OnMobile Latam Holding S.L.
3	Associate
	Mobile Voice Konnect Private Limited

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