



Spice Mobility Limited

Regd. Off.: D-1, Sector-3,

Nokia 201301, U.P., India

Tel: +91-120-4363600, 4363800

Fax: +91-120-4363845

www.spice-mobile.com

30.05.2011

To,

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai – 400 001

Scrip Id : 517214

National Stock Exchange of India Limited

Exchange Plaza, Plot no.C/1, G Block

Bandra – Kurla Complex, Bandra (E)

Mumbai – 400 051

Scrip Code- SPICEMOBIL

Sub: Audited Financial Results for the Financial Year (12 Months) ended on 31st March 2011.

Dear Sir,

Pursuant to Clause 41 of the Listing Agreement, please find enclosed herewith the Audited Consolidated as well as Standalone Financial Results for the F.Y. (12 months) ended 31st March 2011 in the Format prescribed under Clause 41 of the Listing Agreement, as reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 30th May 2011

Kindly take the above intimations on record and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,

For **Spice Mobility Limited**

(Formerly Spice Mobiles Limited)

M R Bothra

General Manger - Corporate Affairs

Encl: a/a



SPICE MOBILITY LIMITED
(Formerly Spice Mobiles Limited)
Regd. Office : D - 1, Sector - 3, Noida 201301, District Gautam Budh Nagar, Uttar Pradesh

Audited Consolidated Financial Results for the year ended March 31, 2011

(Rs. in Millions)

Sl.No.	Particulars	Consolidated			
		3 months ended		12 months ended	
		31.3.2011 (Unaudited)	31.3.2010 (Unaudited)	31.3.2011 (Audited)	31.3.2010 (Unaudited)
1	a. Net Sales/Income from operation	5,252	5,412	20,065	12,420
	b. Other Operating Income	27	19	101	33
	Total	5,279	5,431	20,166	12,453
2	Expenditure:				
	a. Decrease/(Increase) in stock in trade	132	(781)	627	(983)
	b. Purchase of Finished/Traded Goods	3,578	4,783	13,934	10,100
	c. Consumption of Raw Materials	227	1	359	17
	d. Connectivity and Content Cost	190	130	784	130
	e. Staff Cost	295	288	1,086	378
	f. Depreciation/Amortisation	71	74	334	82
	g. Branding Expenses	122	437	651	1,014
	h. Other expenditure	472	353	1,463	886
	Total expenditure	5,087	5,285	19,238	11,624
3	Profit from Operations before other income, interest and finance expenses, exceptional item and taxes (1-2)	192	146	928	829
4	Other Income	89	36	316	84
5	Profit before interest and finance expenses, exceptional item and taxes (3+4)	281	182	1,244	913
6	Interest and finance expenses	14	18	68	26
7	Profit before exceptional items and taxes (5-6)	267	164	1,176	887
8	Exceptional Items (Gain on sale of investment in a joint venture company)	-	-	239	-
9	Profit from ordinary activities before taxes (7+8)	267	164	1,415	887
10	Provision for Taxation	76	96	298	344
11	Net Profit for the period (9-10)	191	68	1,117	543
12	Minority Interest	25	19	77	19
13	Net Profit after Minority Interest (12-13)	166	49	1,040	524
14	Paid up Equity Share Capital (Face value of Rs.3/- each)	714	224	714	224
15	Equity Share Suspense Account	-	490	-	490
16	Reserves excluding revaluation reserves			7,491	6,793
17	Basic and Diluted Earnings Per Share (in Rs.) (Not Annualised)	0.70	0.21	4.37	4.54
18	Total Public Shareholding				
	- No. of Shares	74,638,000	74,638,000*	74,638,000	74,638,000*
	- Percentage of Shares	31.35%	31.35%	31.35%	31.35%
19	Promoters & promoter group shareholding				
	a) Pledged / Encumbered	-	-	-	-
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoters & promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	163,448,285	163,448,285*	163,448,285	163,448,285*
	- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the Company)	68.65%	68.65%	68.65%	68.65%

* including equity shares appearing under equity share suspense account, allotted on November 13, 2010



SEGMENT REVENUE, RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF THE LISTING AGREEMENT

Sl.No.	Particulars	Rs. in Millions)			
		3 months ended		12 months ended	
		31.3.2011	31.3.2010	31.3.2011	31.3.2010
		(Unaudited)	(Unaudited)	(Audited)	(Unaudited)
1	Segment Revenue (Net):				
a	Mobile Devices	4,691	5,021	18,050	12,043
b	Services	592	458	2,160	458
	Total	5,283	5,479	20,210	12,501
	Less : Inter-Segment Revenue	4	48	44	48
	Total Revenue	5,279	5,431	20,166	12,453
2	Segment Results -Profit before tax and Interest:				
a	Mobile Devices	24	89	367	771
b	Services	170	64	517	64
	Less: Interest expense	(3)	(10)	(26)	(16)
	Add : Other unallocable income net of unallocable expense	76	21	557	68
	Total Profit Before Tax	267	164	1,415	887
3	Capital Employed (Segment Assets- Segment Liabilities):				
a	Mobile Devices	3,067	2,429	3,067	2,429
b	Services	1,392	1,370	1,392	1,370
c	Unallocated Capital Employed	3,746	3,708	3,746	3,708
	Total	8,205	7,507	8,205	7,507

- The above results were reviewed by the Audit Committee and thereafter were approved and taken on record by the Board of Directors in their meeting held on 30th May, 2011.
- The number of investor complaints received during the period were 3 and all have been resolved / disposed off and there were no investor complaints pending either at the beginning or at the end of the period ended March 31, 2011.
- Pursuant to the Scheme of Amalgamation ["the Scheme"] U/s 391/394 of the Companies Act, 1956, Spice Televentures Private Limited, the Holding Company ("Transferor Company"), stands merged with Spice Mobility Limited ("Transferee Company") w.e.f January 01, 2010 ["the Appointed date"] in terms of the Orders dated November 2, 2010 and October 8, 2010, Hon'ble High Courts of Judicature at Allahabad and New Delhi respectively, sanctioning the Scheme and is effective from November 4, 2010. With effect from the Appointed date, all the business undertakings, assets, liabilities, rights and obligations of the Transferor Company stood transferred to and vested in the Transferee Company. The amalgamation has been accounted for by applying the pooling of interest method of accounting, wherein all the assets and liabilities of the Transferor Company have been accounted for at their book values as on December 31, 2009. The above results incorporate the effect of the amalgamation of the Transferor Company with the Transferee Company w.e.f January 1, 2010. Hence, the results for the year ended March 31, 2011 are not strictly comparable with the previous year's figures. In terms of the said Scheme, 163,448,285 equity shares of Rs. 3 each aggregating to Rs. 490 million have been allotted to the equity shareholders of the Transferor Company. Consequent to the allotment, Spice Global Investment Private Ltd has become holding company of the Company Further, 11,904,314 equity shares and 35,301,215 equity shares have been transferred to the Independent Non-Promoters (Spice Employee Benefit) Trust and Independent Non - Promoter Trust, respectively. These shares are included under public shareholding.
- In view of the internal restructuring, the Company has sold 35,818,763 equity shares of the face value of Rs. 10/- each of Spice Distribution Limited, a 100% subsidiary of the Company to Hindustan Retails Private Limited, another 100% subsidiary of the Company. Consequent to the sale of shares, Spice Distribution Limited has become a subsidiary of Hindustan Retails Private Limited.
- During the quarter ended March 31, 2011, the group has acquired 80% holding in Spice VAS Kenya Pre Ltd. Accordingly, it has been consolidated from the date of acquisition.
- The Consolidated results for the 3 months and for the year ended March 31, 2011 represent consolidated results of the Company, its subsidiaries and its joint venture including those acquired pursuant to the scheme of amalgamation effective from January 1, 2010, the appointed date.
- The Board of Directors has recommended dividend of 50% (Rs. 1.50 per share) on the enhanced paid up capital of the Company for the financial year 2010-11, subject to the approval by the members of the Company.
- The Members of the Company have accorded their approval with requisite majority by Postal Ballot for change in the name of the Company from Spice Mobility Limited to "S Mobility Limited". The change in name of the Company would be effective on issuance of the new certificate of incorporation from the concerned Registrar of Companies.
- During the quarter ended March 31, 2011, the group has realigned its businesses with two segments, i.e Mobile Devices and Services as against earlier having four segments i.e Telecommunications- Mobiles, Retail, VAS and BPO.
- Provision for tax is inclusive of/ net of deferred tax charge/ credit, fringe benefit tax and tax adjustments for earlier years.

11 Key Standalone Financial Information is given below:

Particulars	3 months ended		12 months ended	
	31.3.2011	31.3.2010	31.3.2011	31.3.2010
	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)
Net Sales / Income from Operations	2,560	3,404	9,458	10,426
Profit before tax	188	247	935	970
Net Profit after tax	167	149	782	624

- The standalone financials results are available at the Company's website www.spice-mobile.com.
- Previous period / year figures have been regrouped and/or recasted wherever considered necessary to conform to the current period presentation.

Place : Noida
Dated : May 30, 2011

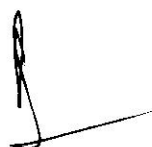


By order of the Board
Spice Mobility Limited
[Signature]
Preeti Malhotra
Executive Director

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

Sl.No.	Particulars	(Rs. In Millions)	
		Consolidated	
		As at 31st March, 2011	As at 31st March, 2010
		(Audited)	(Unaudited)
1	Sources of Funds		
	(a) Share Capital	714	224
	(b) Equity Suspense Account		490
	(C) Reserves & Surplus	7,491	6,793
	Minority Interest	555	590
	Loan Funds	-	399
	Deferred Tax Liability (net)	7	10
	Total	8,767	8,506
2	Application of Funds		
	Goodwill on consolidation	2,615	1,896
	Fixed Assets (Including Intangibles)	1,388	1,193
	Investments	1,566	2,708
	Amount recoverable from Employee Benefit Trust	126	-
	Deferred Tax Assets (net)	7	2
	Current Assets, Loans and Advances		
	Inventories	1,156	1,680
	Sundry Debtors	1,489	1,254
	Cash and Bank Balances	2,169	1,736
	Other Current Assets	549	288
	Loans and Advances	1,214	1,756
	Total	6,577	6,714
	Less : Current Liabilities and Provisions		
	Current Liabilities	2,840	3,604
	Provisions*	672	403
	Total	3,512	4,007
	Balance Net Current Assets	3,065	2,707
	Total	8,767	8,506

* Net of reversal of provision for proposed dividend of Rs. 71 million payable to Spice Televentures Pvt. Ltd., the erstwhile holding Company which has amalgamated with the Company pursuant to the Scheme of Amalgamation.




SPICE MOBILITY LIMITED
(Formerly Spice Mobiles Limited)
Regd. Office : D - 1, Sector - 3, Noida 201301, District Gautam Budh Nagar , Uttar Pradesh

Audited Financial Results for the year ended March 31, 2011

(Rs. In Millions)

Sl.No.	Particulars	Standalone			
		3 months ended		12 months ended	
		31.03.2011 (Unaudited)	31.03.2010 (Unaudited)	31.03.2011 (Audited)	31.03.2010 (Unaudited)
1	a. Net Sales/Income from operation	2,552	3,390	9,431	10,398
	b. Other Operating Income	8	14	27	28
	Total	2,560	3,404	9,458	10,426
2	Expenditure:				
	a. Decrease/(Increase) in stock in trade	217	(758)	779	(960)
	b. Purchase of Finished/Traded Goods	1,605	3,324	6,135	8,641
	c. Consumption of Raw Materials	227	1	359	17
	d. Staff Cost	91	92	282	182
	e. Depreciation/Amortisation	5	4	17	12
	f. Branding Expenses	118	396	546	973
	g. Other expenditure	247	120	712	653
	Total expenditure	2,510	3,179	8,830	9,518
3	Profit from Operations before other income, interest and finance expenses, exceptional item and taxes (1-2)	50	225	628	908
4	Other Income	47	24	225	72
5	Profit before interest and finance expenses, exceptional item and taxes (3+4)	97	249	853	980
6	Interest and finance expenses	4	2	13	10
7	Profit before exceptional item and taxes (5-6)	93	247	840	970
8	Exceptional Item (Profit on sale of shares of a subsidiary company)	95	-	95	-
9	Profit from ordinary activities before taxes (7+8)	188	247	935	970
10	Provision for Taxation	21	98	153	346
11	Net Profit for the period (9-10)	167	149	782	624
12	Paid up Equity Share Capital (Face value of Rs.3/- each)	714	224	714	224
13	Equity Share Suspense Account (Refer Note 3 below)	-	490	-	490
14	Reserves excluding revaluation reserves	-	-	6,088	5,651
15	Basic & Diluted Earnings Per Share (in Rs.) (Not Annualised)	0.70	0.62	3.28	5.40
16	Total Public Shareholding				
	- No. of Shares	74,638,000	74,638,000	74,638,000	74,638,000*
	- Percentage of Shares	31.35%	31.35%	31.35%	31.35%
17	Promoters & promoter group shareholding				
	a) Pledged / Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares (as a % of the total shareholding of promoters & promoter group)	-	-	-	-
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	163,448,285	163,448,285*	163,448,285	163,448,285*
	- Percentage of shares (as a % of the total shareholding of promoters & promoter group)	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the Company)	68.65%	68.65%	68.65%	68.65%
	*including equity shares appearing under equity share suspense account, allotted on November 13,2010.				

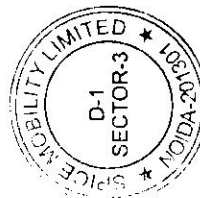
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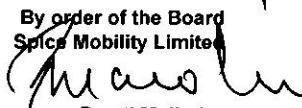


Notes :

- 1 The above results were reviewed by the Audit Committee and thereafter were approved and taken on record by the Board of Directors in their meeting held on 30th May 2011.
- 2 The number of investor complaints received during the period were 3 and all have been resolved / disposed off and there were no investor complaints pending either at the beginning or at the end of the period ended Mar 31, 2011.
- 3 Pursuant to the Scheme of Amalgamation ["the Scheme"] U/s 391/394 of the Companies Act, 1956, Spice Televentures Private Limited, the Holding Company ("Transferor Company"); stands merged with Spice Mobility Limited ("Transferee Company") w.e.f January 01, 2010 ["the Appointed date"] in terms of the Orders dated November 2, 2010 and October 8, 2010 of Hon'ble High Courts of Judicature at Allahabad and New Delhi respectively, sanctioning the Scheme and is effective from November 4, 2010. With effect from the Appointed date, all the business undertakings, assets, liabilities, rights and obligations of the Transferor Company stood transferred to and vested in the Transferee Company. The amalgamation has been accounted for by applying the pooling of interest method of accounting, wherein all the assets and liabilities of the Transferor Company have been accounted for at their book values as on December 31, 2009. The above results incorporate the effect of the amalgamation of the Transferor Company with the Transferee Company w.e.f January 1, 2010. Hence, the results for the year ended March 31, 2011 are not strictly comparable with the previous year's figures. In terms of the said Scheme, 163,448,285 equity shares of Rs. 3 each aggregating to Rs. 490 million are allotted to the equity shareholders of the Transferor Company. EPS has been calculated after considering above equity shares to be allotted pursuant to scheme of amalgamation. Further, 11,904,314 equity shares and 35,301,215 equity shares are being transferred to the Independent Non-Promoters (Spice Employee Benefit) Trust and Independent Non - Promoter Trust, respectively. These shares are included under public shareholding where public shareholding has been disclosed including equity share suspense.
- 4 In view of the internal restructuring, the Company has sold 3,58,18,763 equity shares of the face value of Rs. 10/- each of Spice Distribution Limited, a 100% subsidiary of the Company to Hindustan Retail Private Limited, another 100% subsidiary of the Company. Consequent to sale of shares, Spice Distribution Limited has become a subsidiary of Hindustan Retail Private Limited.
- 5 The Board of Directors has recommended a dividend of 50% (Rs. 1.50 per share) on the enhanced paid up capital of the Company for the financial year 2010-11 subject to the approval by the members of the Company.
- 6 The Members of the Company have accorded their approval with requisite majority by Postal Ballot for change in the name of the Company from Spice Mobility Limited to "S Mobility Limited". The change in name of the Company would be effective on issuance of the new certificate of incorporation from the concerned Registrar of Companies.
- 7 Provision for tax is inclusive of/ net of deferred tax charge/ credit, fringe benefit tax and tax adjustments for earlier years.
- 8 Previous period / year figures have been regrouped and/or recasted wherever considered necessary to conform to the current period presentation.

Place : Noida
Dated : May 30, 2011



By order of the Board
Spice Mobility Limited

Preeti Malhotra
Executive Director

STATEMENT OF ASSETS AND LIABILITIES

Sl.No.	Particulars	Standalone	
		As at 31st March, 2011	As at 31st March, 2010
		(Audited)	(Unaudited)
1	Sources of Funds		
	(a) Share Capital	714	224
	(b) Equity Suspense Account	-	490
	(C) Reserves & Surplus	6,088	5,651
	Total	6,802	6,365
2	Application of Funds		
	Fixed Assets (Including Intangibles)	506	99
	Investments	2,692	4,321
	Amount recoverable from Employee Benefit Trust	126	-
	Deferred Tax Assets (net)	7	2
	Current Assets, Loans and Advances		
	Inventories	521	1,197
	Sundry Debtors	1,307	1,059
	Cash and Bank Balances	1,121	1,247
	Other Current Assets	49	68
	Loans and Advances	2,716	1,291
	Total	5,714	4,862
	Less : Current Liabilities and Provisions		
	Current Liabilities	1,639	2,574
	Provisions*	604	345
	Total	2,243	2,919
	Balance Net Current Assets	3,471	1,943
	Total	6,802	6,365

* Net of reversal of provision for proposed dividend of Rs. 71 million payable to Spice Televentures Pvt. Ltd., the erstwhile holding Company which has amalgamated with the Company pursuant to the Scheme of Amalgamation.

