

Spice Mobility Limited

(Formerly S Mobility Limited)

CIN No. L72900UP1986PLC008448

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May 18, 2016

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai – 400 001

Scrip Code: 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: SPICEMOBI

**Sub: Acquisition of Omniventures Private Limited and New Spice Solutions Private Limited -
Intimation under Regulation 30 of Listing Regulations, 2015**

Dear Sir(s),

This is to inform you that the Board in its meeting held today has decided to acquire entire equity stake in 'Omniventures Private Limited' (OPL) and 'New Spice Solutions Private Limited' (NSSPL). While OPL is a newly incorporated company, NSSPL also does not have any significant business activity.

Consequent to the said acquisition both 'Omniventures Private Limited' and 'New Spice Solutions Private Limited' will become wholly owned subsidiaries of the Company.

As required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the requisite information is enclosed herewith as Annexure 'A' and 'B'

You are requested to kindly take the aforesaid information on record.

Thanking you.

Yours faithfully,

For **Spice Mobility Limited**

M.R. Bothra

**Vice President – Corporate Affairs
& Company Secretary**



Encl: a/a

Annexure-A**Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Sr. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.;	Omniventures Private Limited (OPL) is a newly incorporated Company.
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	Yes. The transaction falls within Related Party Transaction. One of the directors of the company is holding entire equity capital of Omniventures Private Limited. The transaction is at arm's length.
c)	Industry to which the entity being acquired belongs;	Service Industry
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The objective of acquisition is to acquire 100% stake in OPL. Consequent to acquisition, OPL will become a wholly owned subsidiary of the Company.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	N.A.
f)	Indicative time period for completion of the acquisition;	Board of directors has approved the said investment in its meeting held today i.e. 18 th May, 2016 and acquisition would be completed immediately.
g)	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash
h)	Cost of acquisition or the price at which the shares are acquired;	Acquisition of share is being made at par.
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	'OPL' is incorporated on 14 th May, 2016. Being a newly incorporated entity, history of last three years turnover is not applicable.



Annexure-B

Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.;	New Spice Solutions Private Limited (NSSPL). NSSPL has a turnover of approximate Rupees one lac only as per last audited balance sheet as on 31 st March, 2016.
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	Yes. The transaction falls within Related Party Transaction. One of the shareholders of NSSPL is a related party. The transaction is at arm's length.
c)	Industry to which the entity being acquired belongs;	Service Industry
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The objective of acquisition is to acquire 100% stake in NSSPL. Consequent to acquisition, NSSPL will become a wholly owned subsidiary of the Company.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	N.A.
f)	Indicative time period for completion of the acquisition;	Board of directors has approved the said investment in its meeting held today i.e. 18 th May, 2016 and acquisition would be completed immediately.
g)	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash
h)	Cost of acquisition or the price at which the shares are acquired;	Acquisition of share is being made at book value.
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	'NSSPL' was incorporated on 16 th March, 2009 and has its office at Noida, Uttar Pradesh. The turnover in the last three years i.e. 2013-14, 2014-15 and 2015-16 has been Rs.349 lacs, Rs.114 lacs and Rs.1.15 lacs respectively.

