

OnMobile Global Limited

Consolidated Financial Results for the Quarter and Nine months ended December 31, 2011

Amount in Rs. Lakhs except earnings per share and public shareholding data

Sl. No	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2011 (Unaudited)	September 30, 2011 (Unaudited)	December 31, 2010 (Unaudited)	December 31, 2011 (Unaudited)	December 31, 2010 (Unaudited)	March 31, 2011 (Audited)
1	Net Sales/ Income from Operations						
	(a) Telecom Value Added Services	15,524	14,878	14,240	43,839	39,186	51,464
	(b) Other services	559	648	621	2,207	1,202	2,267
	Total Revenue	16,883	15,522	14,861	46,046	40,388	53,721
2	Expenditure						
	(a) Cost of sales and services						
	- Content fee and royalty	2,156	2,051	2,833	5,772	8,179	9,559
	- Other sales and services	1,342	1,319	1,052	3,996	2,812	3,946
	- Consumption of materials	-	88	52	86	62	56
	(b) Employee cost	6,165	5,742	4,538	16,901	12,857	17,733
	(c) Depreciation	2,349	1,889	1,815	5,905	4,223	5,667
	(d) Other Expenditure	3,105	3,070	2,922	9,414	7,462	10,574
	Total Expenditure	15,318	14,143	13,113	41,990	35,625	47,329
3	Profit from operations before Other income, Interest and Exceptional items (1-2)	1,585	1,379	1,748	4,056	4,763	6,392
4	Other Income	645	5,113	306	6,341	2,022	4,481
5	Profit before Interest and Exceptional items (3+4)	2,213	6,492	2,054	10,397	6,785	10,873
6	Interest	72	50	22	163	50	82
7	Profit after interest but before Exceptional items (5-6)	2,141	6,442	2,032	10,234	6,735	10,791
8	Exceptional items	-	-	-	-	-	-
9	Profit from Ordinary Activities before tax (7+8)	2,141	6,442	2,032	10,234	6,735	10,791
10	Tax expense						
	(a) Current Tax	380	1,852	256	2,535	930	2,276
	(b) Deferred Tax	(19)	18	(220)	(131)	(195)	(155)
		361	1,670	39	2,404	755	2,123
11	Net profit from Ordinary Activities after tax (9-10)	1,780	4,772	1,993	7,830	5,980	8,668
12	Extraordinary items (net of tax expenses)	-	-	-	-	-	-
13	Net Profit for the period (11-12)	1,780	4,772	1,993	7,830	5,980	8,668
14	Minority interest	-	-	-	-	-	-
15	Share in Profit/(Loss) of Associates	-	-	98	-	252	252
16	Profit attributable to Consolidated Group (13-14+15)	1,780	4,772	2,091	7,830	6,232	8,920
17	Paid up equity share capital (Face value of Rs 10/- each)	11,601	11,794	5,884	11,601	5,884	5,895
18	Reserves excluding revaluation reserves	-	-	-	-	-	77,324
19	Earnings per share (in Rs) (not annualised)						
	(a) Basic	1.5	4.0	1.8	7.1	5.3	7.6
	(b) Diluted	1.5	3.8	1.8	7.0	5.2	7.4
20	Public Shareholding						
	- Number of shares	59,331,933	61,257,133	30,309,930	59,331,933	30,309,930	30,420,224
	- Percentage of shareholding	81.14	51.94	51.61	51.14	51.51	61.60
21	Promoters and promoter group Shareholding:						
	a) Pledged/Encumbered						
	- Number of shares	8,035,400	8,388,400	2,618,200	8,035,400	2,618,200	3,053,200
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	14.18	14.80	9.18	14.18	9.18	10.70
	- Percentage of shares (as a % of the total share capital of the company)	6.93	7.11	4.45	6.93	4.45	5.18
	b) Non-encumbered						
	- Number of shares	48,645,777	48,295,777	25,916,119	48,645,777	25,916,119	26,481,119
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	85.82	85.20	90.82	85.82	90.82	89.30
	- Percentage of shares (as a % of the total share capital of the company)	41.93	40.95	44.04	41.93	44.04	43.22

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 January 28, 2012.
- 2 The above results include consolidated results of the Company and its subsidiaries & erstwhile associate OnMobile Singapore Pte Limited, PT OnMobile Indonesia, OnMobile Europe B.V., VoxMobil S.A., VoxMobil Inc., OnMobile S.A., (erstwhile Telesma S.A.), Phonize Solutions Private Limited (under liquidation), OnMobile USA LLC, Servicios De Telefonía OnMobile SA DE CV, Ver se Innovation Private Limited (subsidiary upto September 29, 2009 and associate till February 7, 2011), OnMobile Global SA (incorporated on April 10, 2010), OnMobile Brasil Sistemas de Valor Agregado Para Comunicacoes Moveis Ltda (incorporated on April 19, 2010), OnMobile DE Venezuela C.A (incorporated on November 4, 2010), OnMobile Global for Telecommunication Services (incorporated on December 12, 2010), OnMobile Bangladesh Private Limited (incorporated on June 21, 2011) and hence the figures of previous period/year are not comparable.
- For the period ended December 31, 2011, the results of VoxMobil S.A and OnMobile S.A., (erstwhile Telesma S.A.), have been reviewed by the auditors of respective subsidiaries. The other subsidiaries have been consolidated based on management reports.
- 3 During the previous quarter the Company has sold 13% of its equity holding on a diluted basis in its associate Ver se Innovation Private Limited for a consideration of Rs 5,000 lakhs on September 16, 2011.
- 4 In continuation of the ongoing dispute pertaining to the KST, KVAT and CST, For 2005-2008, Karnataka Appellate Tribunal has passed order dated Aug 20, 2011 disposing the case in favor of the company. It has been held that the activities of the Company other than (AMC & Software development) are not liable for VAT / CST. Turnover from AMC & software development for the period 2005-08 on which VAT is leviable, works to Rs.496.75 lacs and such tax payable has been adequately provided for.
- For 2002-2005 and 2008-10, appeals preferred by the Company in the similar matter are lying at different appellate authorities and are part heard / yet to be heard. However, based on the above said jurisdictional KAT order, no further liability is expected.
- 5 The Company has made a public announcement on September 15, 2011 for buy back of equity shares. As of December 31, 2011, the buyback of 19,25,200 equity shares were finalised and executed.
- 6 Information on investor complaints pursuant to clause 41 of the Listing agreement for the quarter ended December 31, 2011 :
- | Nature of Investor complaints | Opening Balance | Additions | Disposal | Closing Balance |
|-----------------------------------|-----------------|-----------|----------|-----------------|
| Allotment/ Refund/Transfer/others | - | 3 | 3 | - |
- 7 On April 21, 2011, the shareholders of the Company have approved through Postal ballot process, the issue of one equity share of face value of Rs 10/- each as bonus share for every one share held by the equity shareholders of the Company whose name appear in the register of members as on the record date, by capitalisation of Securities premium account. Subsequently, the Bonus shares have been allotted on 5th May 2011. Basic and Diluted Earnings Per Share (EPS) have been restated for all the corresponding periods to give effect of the said issue of Bonus shares. In accordance with Accounting Standard (AS) 20 "Earnings Per Share" notified under Section 211(3C) of the Companies Act, 1956.
- 8 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".
- 9 Previous period figures have been reclassified/ regrouped wherever necessary.
- 10 The Standalone financial results for the period ended December 31, 2011 is available at www.onmobile.com. Additional information on Standalone Basis:

Particulars	Quarter ended			Nine months ended		Year ended
	Dec 31, 2011	Sept 30, 2011	Dec 31, 2010	Dec 31, 2011	Dec 31, 2010	March 31, 2011
Net Sales/ Income from Operations	13,624	12,832	12,517	38,258	34,641	45,503
Profit before tax	850	5,898	1,774	5,250	6,681	10,825
Net profit after tax	558	4,278	1,768	6,076	5,966	9,164

on behalf of Board of Directors



Arvind Rao
Chief Executive Officer and
Managing Director

Place: Bangalore

Date: January 28, 2012

OnMobile Global Limited

Financial Results for the Quarter and Nine months ended December 31, 2011

Amount in Rs Lakhs except earnings per share and public shareholding data

Sl. No	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2011 (Unaudited)	September 30, 2011 (Unaudited)	December 31, 2010 (Unaudited)	December 31, 2011 (Unaudited)	December 31, 2010 (Unaudited)	March 31, 2011 (Audited)
1	Net Sales/ Income from Operations						
	(a) Telecom Value Added Services	13,510	12,748	12,482	38,048	34,658	44,832
	(b) Other services	114	84	35	208	83	671
	Total Revenue	13,624	12,832	12,517	38,256	34,841	45,503
2	Expenditure						
	(a) Cost of sales and services						
	- Content fee and royalty	2,101	1,964	2,833	5,676	8,176	6,446
	- Other sales and services	1,224	953	782	3,121	2,444	3,263
	- Consumption of materials	-	-	52	-	82	56
	(b) Employee cost	3,573	3,349	2,432	9,978	7,328	9,931
	(c) Depreciation	2,281	1,882	1,529	5,740	4,310	5,654
	(d) Other Expenditure	3,974	3,749	3,207	11,319	7,402	10,807
	Total Expenditure	13,153	11,907	10,935	35,734	29,710	38,277
3	Profit from operations before Other income, Interest and Exceptional items (1-2)	471	925	1,582	2,522	4,931	6,226
4	Other Income	446	6,022	211	5,882	1,777	4,677
5	Profit before Interest and Exceptional items (3+4)	917	6,947	1,793	8,404	6,708	10,903
6	Interest	67	49	18	154	47	77
7	Profit after interest but before Exceptional items (5-6)	850	6,898	1,774	8,250	6,661	10,826
8	Exceptional items	-	-	-	-	-	-
9	Profit from Ordinary Activities before tax (7+8)	850	6,898	1,774	8,250	6,661	10,826
10	Tax expense						
	(a) Current Tax	316	1,601	225	2,323	860	1,858
	(b) Deferred Tax	(24)	18	(219)	(149)	(195)	(208)
		292	1,619	6	2,174	665	1,652
11	Net profit from Ordinary Activities after tax (9-10)	558	4,279	1,768	6,076	5,996	8,164
12	Extraordinary items (net of tax expenses)	-	-	-	-	-	-
13	Net Profit for the period (11-12)	558	4,279	1,768	6,076	5,996	8,164
14	Paid up equity share capital (Face value of Rs 10/- each)	11,601	11,784	5,884	11,601	5,884	5,895
15	Reserves excluding revaluation reserves	-	-	-	-	-	75,777
16	Earnings per share (in Rs) (not annualised)						
	(a) Basic	0.5	3.6	1.5	5.5	5.1	7.8
	(b) Diluted	0.5	3.4	1.5	5.4	5.0	7.6
17	Public Shareholding						
	- Number of shares	5,93,31,939	6,12,57,133	3,03,09,930	5,93,31,939	3,03,09,930	3,04,20,224
	- Percentage of shareholding	51.14	51.84	51.51	51.14	51.51	51.60
18	Promoters and promoter group Shareholding						
	a) Pledged/Encumbered						
	- Number of shares	80,36,400	83,86,400	28,18,200	80,36,400	28,18,200	80,53,200
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	14.18	14.80	9.18	14.18	9.18	10.70
	- Percentage of shares (as a % of the total share capital of the company)	6.83	7.11	4.45	6.83	4.45	6.18
	b) Non-encumbered						
	- Number of shares	4,86,45,777	4,82,95,777	2,59,16,119	4,86,45,777	2,59,16,119	2,54,81,119
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	85.82	85.20	90.82	85.82	90.82	89.30
	- Percentage of shares (as a % of the total share capital of the company)	41.93	40.95	44.04	41.93	44.04	43.22

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 January 28, 2012.
- 2 During the previous quarter the Company has sold 13% of its equity holding on a diluted basis in its associate Ver se Innovation Private Limited for a consideration of Rs 5,000 lakhs on September 16, 2011.
- 3 In continuation of the ongoing dispute pertaining to the KST, KVAT and CST, For 2005-2008, Karnataka Appellate Tribunal has passed order dated Aug 30, 2011 disposing the case in favor of the company. It has been held that the activities of the company other than (AMC & Software development) are not liable for VAT / CST. Turnover from AMC & software development for the period 2005-08 on which VAT is leviable, works to Rs.496.75 lacs and such tax payable has been adequately provided for.
- For 2002-2005 and 2008-10, appeals preferred by the company in the similar matter are lying at different appellate authorities and are part heard / yet to be heard. However, based on the above said jurisdictional KAT order, no further liability is expected.
- 4 The company has made a public announcement on September 15, 2011 for buy back of equity shares. As on December 31, 2011, the buyback of 19,25,200 equity shares were finalised and executed.

5 Information on investor complaints pursuant to clause 41 of the Listing agreement for the quarter ended December 31, 2011 :

Nature of Investor complaints	Opening Balance	Additions	Disposal	Closing Balance
Allocation/ Refund/ Transfer/others	-	-	3	3

- 6 On April 21, 2011, the shareholders of the Company have approved through Postal ballot process, the issue of one equity share of face value of Rs 10/- each as bonus share for every one share held by the equity shareholders of the Company whose name appear in the register of members as on the record date, by capitalisation of Securities premium account. Subsequently, the Bonus shares have been allotted on 5th May 2011. Basic and Diluted Earnings Per Share (EPS) have been restated for all the corresponding periods to give effect of the said issue of Bonus shares, in accordance with Accounting Standard (AS) 20 "Earnings Per Share" notified under Section 211(3C) of the Companies Act, 1956.
- 7 Previous period figures have been reclassified/ regrouped wherever necessary.

on behalf of Board of Directors



Arvind Rao
Chief Executive Officer and
Managing Director

Place: Bangalore
Date: January 28, 2012

Deloitte Haskins & Sells

Chartered Accountants
Deloitte Centre
Anchorage II
100/2 Richmond Road
Bengaluru - 560 025
INDIA

Tel : + 91 80 6627 6000
Fax : + 91 80 6627 6011

LIMITED REVIEW REPORT TO THE BOARD OF DIRECTORS OF ONMOBILE GLOBAL LIMITED

1. We have reviewed the accompanying statement of Unaudited Consolidated Financial Results ("the Statement") of **ONMOBILE GLOBAL LIMITED** ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group") for the quarter and nine months ended December 31, 2011. 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 these financial results 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 opinion.
3. The Statement reflects the Group's share of total revenues of Rs. 5,835 lakhs and Loss after Tax of Rs. 929 lakhs for the nine months then ended relating to certain subsidiaries whose results have been reviewed by the other auditors and whose reports have been considered by us in submitting our report.
4. The Statement reflects the Group's share of total revenues of Rs. 6,028 lakhs and Profit after Tax of Rs. 235 lakhs for the nine months then ended relating to certain subsidiaries, whose financial information has been compiled by the management and have not been subject to review by independent auditors.
5. Based on our review and read with our comments in paragraph 3 & 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, 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.



**Deloitte
Haskins & Sells**

6. Further, we also report that we have traced the number of shares as well as the percentage of shareholdings in respect of the aggregate amount of public shareholdings and the number of shares as well as the percentage of shares pledged/encumbered in respect of the aggregate amount of promoter and promoter group in terms of Clause 35 of the Listing Agreements from the details furnished by the Management and the particulars relating to the undisputed investor complaints from the details furnished by the Registrars.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 008072S)



V. Srikumar
Partner
Membership No.: 84494

Place: Bangalore
Date: January 28, 2012



Deloitte Haskins & Sells

Chartered Accountants
Deloitte Centre
Anchorage II
100/2 Richmond Road
Bangalore - 560025
INDIA

Tel : + 91 80 6627 6000
Fax : + 91 80 6627 6011

LIMITED REVIEW REPORT TO THE BOARD OF DIRECTORS OF ONMOBILE GLOBAL LIMITED

We have reviewed the accompanying statement of unaudited financial results of **ONMOBILE GLOBAL LIMITED** (the "Company") for the quarter and nine months ended December 31, 2011 ("the statement"). 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.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, 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 opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement with stock exchange, including the manner in which to be disclosed, or that it contains any material misstatement.

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of aggregate amount of public shareholdings and the number of shares as well as percentage of shares pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Registrars.

For Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 008072S)



V. Srikumar
Partner
Membership No.: 84494

Place: Bangalore
Date: January 28, 2012

