



May 15, 2013

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

This is with reference to our letters dated April 26, 2013 and May 10, 2013, informing about the Board meeting to be held on May 15, 2013.

The Board of Directors of OnMobile Global Limited ('the Company') at their meeting held on Wednesday, May 15, 2013, has *inter alia*:

1. Considered, approved and taken on record the audited financial results for the year ended March 31, 2013. A copy of the audited financial results (Standalone and Consolidated) is enclosed herewith.
2. Considered and recommended a dividend of Rs. 1.50/- per equity share of Rs. 10/- each for the financial year ending March 31, 2013, subject to approval by the members at the ensuing Annual General Meeting.
3. Approved to convene the 13th Annual General Meeting of the shareholders to be held on Tuesday, July 30, 2013.
4. Approved the closure of Register of Members & Share Transfer Books of the Company from Friday, July 19, 2013 to Tuesday, July 30, 2013 (both days inclusive) for the purpose of Payment of Dividend & 13th Annual General Meeting of the Company to be held on Tuesday, July 30, 2013

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

Financial Results for the Quarter and Year ended March 31, 2013

Amount in Rs Lakhs except earnings per share and shareholding data

Part- I						
Statement of Standalone Unaudited/ Audited Results:						
Sl. No	Particulars	Quarter ended			Year ended	
		March 31, 2013 (Unaudited) (Refer Note 9)	December 31, 2012 (Unaudited)	March 31, 2012 (Unaudited)	March 31, 2013 (Audited)	March 31, 2012 (Audited)
1	Income from Operations Telecom Value Added Services	11,325	9,650	11,727	46,643	49,983
	Total Income from Operations	11,325	9,650	11,727	46,643	49,983
2	Expenses					
	(a) Cost of sales and services					
	- Content fee and royalty	812	1,187	2,342	5,447	7,918
	- Other sales and services	1,379	962	1,088	4,666	4,209
	(b) Employee benefits expense	3,276	3,917	3,210	15,454	13,188
	(c) Depreciation and amortisation expense	2,248	2,363	2,499	9,227	8,239
	(d) Business development expenses	604	21	767	4,241	5,042
	(e) Other Expenses	2,672	2,433	2,340	9,820	9,326
	Total Expenses	10,991	10,883	12,246	48,855	47,922
3	Profit/(loss) from operations before Other income and Finance cost (1-2)	334	(1,233)	(519)	(2,212)	2,061
4	Other Income	1,182	4,090	364	5,953	6,246
5	Profit/(loss) before Finance costs (3+4)	1,516	2,857	(155)	3,741	8,307
6	Finance costs	39	53	90	226	302
7	Profit/(loss) before tax (5-6)	1,477	2,804	(245)	3,515	8,005
8	Tax expense					
	(a) Current Tax	117	90	564	1,315	2,887
	(b) Earlier year provision	-	-	144	-	144
	(c) Deferred Tax	(54)	(133)	94	(439)	(55)
		63	(43)	802	876	2,976
9	Net profit/(loss) for the period (7-8)	1,414	2,847	(1,047)	2,639	5,029
10	Paid up equity share capital (Face value of Rs 10/- each)	11,415	11,403	11,500	11,415	11,500
11	Reserves excluding revaluation reserves				72,218	71,918
12	Earnings/(loss) per share (in Rs) (not annualised)					
	(a) Basic	1.2	2.5	(0.9)	2.3	4.3
	(b) Diluted	1.2	2.4	(0.9)	2.3	4.2
Part- II						
Select Information for the Quarter and year ended March 31, 2013						
A	PARTICULARS OF SHAREHOLDING					
1	Public Shareholding					
	- Number of shares	7,03,79,128	7,02,11,780	5,83,21,133	7,03,79,128	5,83,21,133
	- Percentage of shareholding	61.65	61.58	50.71	61.65	50.71
2	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	- Number of shares	-	-	65,56,400	-	65,56,400
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	11.57	-	11.57
	- Percentage of shares (as a % of the total share capital of the company)	-	-	5.70	-	5.70
	b) Non-encumbered					
	- Number of shares	4,37,73,694	4,38,13,694	5,01,25,777	4,37,73,694	5,01,25,777
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	88.43	100.00	88.43
	- Percentage of shares (as a % of the total share capital of the company)	38.35	38.42	43.59	38.35	43.59

B INVESTOR COMPLAINTS

Particulars	Quarter ended March 31, 2013
Pending at the beginning of the quarter	-
Received during the quarter	14
Disposed off during the quarter	14
Remaining unresolved at the end of the quarter	-

Notes:

1. STANDALONE STATEMENT OF ASSETS AND LIABILITIES

Particulars	As at March 31, 2013	Amount in Rs. Lakhs As at March 31, 2012
EQUITY AND LIABILITIES		
Shareholders' Funds		
Share capital	11,415	11,500
Reserves and surplus	72,218	71,918
	83,633	83,418
Non-Current Liabilities		
Long-term borrowings	26	54
Deferred tax liabilities (net)	237	676
Long-term provisions	1,217	1,235
	1,480	1,965
Current Liabilities		
Short-term borrowings	3,075	6,303
Trade payables	18,061	17,427
Other current liabilities	8,466	4,646
Short-term provisions	3,798	3,410
	33,400	31,786
TOTAL- EQUITY AND LIABILITIES	1,18,513	1,17,169
ASSETS		
Non-Current Assets		
Fixed assets	32,710	35,124
Non-current investments	26,243	27,676
Long-term loans and advances	10,477	5,947
	69,430	68,747
Current Assets		
Current investments	2,954	1,668
Trade receivables	11,144	11,969
Cash and cash equivalents	10,779	15,208
Short-term loans and advances	12,739	9,915
Other current assets	11,467	9,662
	49,083	48,422
TOTAL- ASSETS	1,18,513	1,17,169

- The above results have been reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on May 15, 2013.
- During the year ended March 31, 2013, the Company sold its balance stake in Ver se Innovation Private Limited ("Ver Se") for a consideration of Rs. 550 lakhs (Previous year: Rs 5,000 lakhs). The Company also sold its investments in Kabuza Marketing Private Limited ("Kabuza"), a joint venture, for a consideration of Rs. 18 lakhs (Previous year: Nil). The net profit arising on sale of these investments amounting to Rs. 474 lakhs (Previous year: 4,664 lakhs) has been disclosed in other income.
- The Board of Directors have recommended, subject to approval of shareholders, a dividend of Rs. 1.50 per equity share of Rs 10 each, aggregating to Rs 2,003 lakhs, including dividend distribution tax.
- The net loss on foreign currency transactions and translations included in Other Expenses for the quarter ended March 31, 2013 is Rs. 311 Lakhs as against a gain for the quarter ended December 31, 2012 of Rs. 155 Lakhs. The loss for the year ended March 31, 2013 is Rs. 623 Lakhs and for the year ended March 31, 2012 was Rs. 434 Lakhs.
- As part of the Company's periodic review of its transfer pricing policy as also the substantial growth in its international operations, the Company has decided to adopt a revised global transfer pricing policy with effect from April 1, 2012. As a result, Other Income for the quarter and the year ended March 31, 2013 is impacted by Rs.923 lakhs, and Rs. 4,339 lakhs respectively. The impact on other income and related adjustments in taxation for the quarter ended December 2012 is approximately Rs. 4,122 lakhs, which includes Rs. 2,960 lakhs relating to first two quarters of the year.
- In continuation of the on-going dispute pertaining to the KST, KVAT and CST, for the period 2005-08, Karnataka Appellate Tribunal (KAT) has passed an order dated Aug 30, 2011 disposing the case in favour of the Company. It has been held that the activities of the Company other than AMC & Software development are not liable for VAT / CST. The Company has received part refund (net of VAT liability), which was paid under protest for the period 2005-08. For the period 2008-10, appeals preferred by the Company in the similar matter were favourably disposed off by the Joint Commissioner of Commercial Taxes (Appeals)-4 vide order dated Nov 19, 2012.

For the period 2002-2005, appeals preferred by the Company in the similar matter are lying before the Karnataka Appellate Tribunal (KAT) and are part heard. However, based on the above said jurisdictional KAT order, no further liability is expected.
- The Company had made a public announcement on September 15, 2011 for buy back of equity shares. As on June 30, 2012, all the buyback of 40,00,000 equity shares were finalised and executed.
- The figures of the last quarter ended March 31, 2013 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the current financial year.
- Previous period figures have been reclassified/ regrouped wherever necessary.

on behalf of Board of Directors


Chandramouli
Managing Director

Place: Bangalore
Date: May 15, 2013

OnMobile Global Limited
Consolidated Financial Results for the Quarter and Year ended March 31, 2013

Amount in Rs Lakhs except earnings per share and shareholding data

Part- I						
Statement of Consolidated Unaudited / Audited Results:						
Sl. No	Particulars	Quarter ended			Year ended	
		March 31, 2013 (Unaudited) (Refer Note 9)	December 31, 2012 (Unaudited)	March 31, 2012 (Unaudited)	March 31, 2013 (Audited)	March 31, 2012 (Audited)
1	Income from Operations					
	Telecom Value Added Services	18,410	17,616	17,755	72,527	63,801
	Total Income from Operations	18,410	17,616	17,755	72,527	63,801
2	Expenses					
	(a) Cost of sales and services					
	- Content fee and royalty	1,185	1,644	2,484	6,987	8,256
	- Other sales and services	1,026	403	1,262	3,957	5,256
	- Consumption of materials	-	211	-	211	104
	(b) Employee benefit expenses	6,611	7,229	6,223	28,905	23,124
	(c) Depreciation and amortisation expenses	2,455	2,546	2,596	9,862	8,402
	(d) Other Expenses	6,091	3,756	3,656	17,531	13,068
	Total Expenses	17,368	15,789	16,221	67,453	58,210
3	Profit from operations before Other income and Finance cost (1-2)	1,042	1,827	1,534	5,074	5,591
4	Other Income	437	801	424	2,204	6,764
5	Profit before Finance cost (3+4)	1,479	2,628	1,958	7,278	12,355
6	Finance cost	57	57	150	270	313
7	Profit before Tax (5-6)	1,422	2,571	1,808	7,008	12,042
8	Tax expense					
	(a) Current Tax	732	640	1,091	3,065	3,626
	(b) Earlier year provision	-	-	144	-	144
	(c) Deferred Tax	(390)	(133)	94	(775)	(37)
		342	507	1,329	2,290	3,733
9	Net profit for the period (7-8)	1,080	2,064	479	4,718	8,309
10	Paid up equity share capital (Face value of Rs 10/- each)	11,415	11,403	11,500	11,415	11,500
11	Reserves excluding revaluation reserves				79,487	77,040
12	Earnings per share (in Rs) (not annualised)					
	(a) Basic	0.9	1.8	0.4	4.1	7.1
	(b) Diluted	0.9	1.7	0.4	4.1	7.0
Part- II						
Select Information for the Quarter and year ended March 31, 2013						
A	PARTICULARS OF SHAREHOLDING					
1	Public Shareholding					
	- Number of shares	7,03,79,128	7,02,11,780	5,83,21,133	7,03,79,128	5,83,21,133
	- Percentage of shareholding	61.65	61.58	50.71	61.65	50.71
2	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	- Number of shares	-	-	65,56,400	-	65,56,400
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	11.57	-	11.57
	- Percentage of shares (as a % of the total share capital of the Company)	-	-	5.70	-	5.70
	b) Non-encumbered					
	- Number of shares	4,37,73,694	4,38,13,694	5,01,25,777	4,37,73,694	5,01,25,777
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00	100.00	88.43	100.00	88.43
	- Percentage of shares (as a % of the total share capital of the Company)	38.35	38.42	43.59	38.35	43.59

B INVESTOR COMPLAINTS

Particulars	Quarter ended March 31, 2013
Pending at the beginning of the quarter	-
Received during the quarter	14
Disposed off during the quarter	14
Remaining unresolved at the end of the quarter	-

Notes:

1 CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

Amount in Rs. Lakhs

Particulars	As at March 31, 2013	As at March 31, 2012
EQUITY AND LIABILITIES		
Shareholders' Funds		
Share capital	11,415	11,500
Reserves and surplus	79,487	77,040
	90,902	88,540
Non-Current Liabilities		
Long-term borrowings	26	54
Deferred tax liabilities	323	759
Long-term provisions	1,474	1,434
	1,823	2,247
Current Liabilities		
Short-term borrowings	4,777	8,079
Trade payables	17,191	15,785
Other current liabilities	10,077	4,552
Short-term provisions	5,411	4,917
	37,456	33,333
TOTAL EQUITY AND LIABILITIES	1,30,181	1,24,120
ASSETS		
Non-Current Assets		
Fixed assets	35,301	36,246
Goodwill on Consolidation	20,463	20,463
Non-current investments	-	2,069
Deferred tax asset	313	6
Long-term loans and advances	10,717	5,947
	66,794	64,731
Current Assets		
Current investments	3,373	2,210
Inventories	-	198
Trade receivables	17,869	17,547
Cash and cash equivalents	16,714	20,137
Short-term loans and advances	8,747	7,962
Other current assets	16,684	11,335
	63,387	59,389
TOTAL ASSETS	1,30,181	1,24,120

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 May 15, 2013.

2 The above results include consolidated results of the Company and its subsidiaries & joint venture: OnMobile Singapore Pte Limited, PT OnMobile Indonesia, OnMobile Europe B.V., VoxMobili S.A., OnMobile S.A., (erstwhile Telisma S.A.), Phonetize Solutions Private Limited (under liquidation), 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 (incorporated on June 21, 2011), OnMobile Mali SARL (incorporated on April 21, 2011), OnMobile Servicios Corporativos De Telefonía S.A. DE C.V., OnMobile Kenya Telecom Limited (incorporated on November 9, 2011), OnMobile Telecom Limited (incorporated on January 31, 2012), Kabuza Marketing Private Limited (joint venture upto November 23, 2012), OnMobile Global Spain S.A., (incorporated on June 21, 2012), OnMobile Costa Rica OBCR SA. (incorporated on February 4, 2012), OnMobile Uganda Telecom Limited (incorporated on August 3, 2012), OnMobile Zambia Telecom Limited (incorporated on June 15, 2012), OnMobile Madagascar Telecom Limited (incorporated on July 25, 2012), OnMobile Rwanda Telecom Limited (incorporated on August 23, 2012), OnMobile Nigeria Telecom Limited (incorporated on August 17, 2012), OnMobile Tanzania Telecom Limited (incorporated on August 24, 2012) OnMobile Ghana Telecom Limited (incorporated on August 31, 2012), OnMobile Telecom (SL) Limited (incorporated on November 2, 2012), OnMobile Global Solutions Canada Limited (incorporated on October 12, 2012), OnMobile Global Italy S.R.L. (incorporated on March 27, 2013), Mobile Voice Konnect Private Limited (incorporated on September 12, 2012) and hence the figures of previous period/year are not comparable.

3 During the year ended March 31, 2013, the Company sold its balance stake in Ver se Innovation Private Limited ("Ver Se") for a consideration of Rs. 550 lakhs (Previous year: Rs 5,000 lakhs). The Company also sold its investments in Kabuza Marketing Private Limited ("Kabuza"), a joint venture, for a consideration of Rs.18 lakhs (Previous year: Nil). The net profit arising on sale of these investments amounting to Rs. 474 lakhs (Previous year: 4,664 lakhs) has been disclosed in other income.

4 The Board of Directors have recommended, subject to approval of shareholders, a dividend of Rs. 1.50 per equity share of Rs 10 each, aggregating to Rs 2,003 lakhs, including dividend distribution tax.

5 The net loss on foreign currency transactions and translations included in Other Expenses for the quarter ended March 31, 2013 is Rs. 825 Lakhs as against a gain for the quarter ended December 31, 2012 of Rs. 416 Lakhs. The loss for the year ended March 31, 2013 is Rs. 1,168 Lakhs and for the year ended March 31, 2012 was Rs. 237 Lakhs.

6 In continuation of the on-going dispute pertaining to the KST, KVAT and CST, for the period 2005-08, Karnataka Appellate Tribunal (KAT) has passed an order dated Aug 30, 2011 disposing the case in favour of the Company. It has been held that the activities of the Company other than AMC & Software development are not liable for VAT / CST. The Company has received part refund (net of VAT liability), which was paid under protest for the period 2005-08. For the period 2008-10, appeals preferred by the Company in the similar matter were favourably disposed off by the Joint Commissioner of Commercial Taxes (Appeals)-4 vide order dated Nov 19, 2012.

For the period 2002-2005, appeals preferred by the Company in the similar matter are lying before the Karnataka Appellate Tribunal (KAT) and are part heard. However, based on the above said jurisdictional KAT order, no further liability is expected.

7 The Company had made a public announcement on September 15, 2011 for buy back of equity shares. As on June 30, 2012, all the buyback of 40,00,000 equity shares were finalised and executed.

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 The figures for the last quarter ended March 31, 2013 are the balancing figures between audited figures in respect of the full financial year and published year to date figures upto the third quarter of the current financial year.

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

on behalf of Board of Directors


Chandramouli
Managing Director

Place: Bangalore
Date: May 15, 2013