DETAILED PUBLIC STATEMENT TO THE SHAREHOLDERS OF

ONMOBILE GLOBAL LIMITED

Registered Office: E CITY, TOWER-1, NO. 94/1C AND 94/2, VEERASANDRA VILLAGE, ATTIBELE HOBLI, ANEKAL TALUK, ELECTRONIC CITY PHASE-1, BANGALORE, KARNATAKA - 560100 Tel: +91 80 4180 2500 and Fax: +91 80 4180 2810

VOLUNTARY OPEN OFFER ("**OPEN OFFER**") FOR ACQUISITION OF **11,900,000** EQUITY SHARES (REPRESENTING **10.03%** OF THE FULLY DILUTED VOTING SHARE CAPITAL) FROM THE PUBLIC SHAREHOLDERS OF ONMOBILE GLOBAL LIMITED ("**TARGET COMPANY**") BY ONMOBILE SYSTEMS INC. ("**ACQUIRER**").

This Detailed Public Statement ("**DPS**") is being issued by Kotak Mahindra Capital Company Limited ("**Manager to the Offer**") for and on behalf of the Acquirer to the public shareholders of the Target Company pursuant to and in compliance with, among others, Regulation 6, read along with Regulation 13(4), 14, and 15(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("**SEBI (SAST) Regulations**") pursuant to the Public Announcement filed on February 11, 2014 ("**PA**") with the BSE Limited ("**BSE**"), the National Stock Exchange of India Limited ("**NSE**"), and on February 12, 2014 with the Securities and Exchange Board of India ("**SEBI**") and the Target Company at its registered office in terms of **Regulation 6** of the SEBI (SAST) Regulations.

Definitions

For the purpose of this DPS, the following terms have the meanings assigned to them below:

Term	Definition
Act	The (Indian) Companies Act, 1956
Shares	Fully paid-up equity shares of the face value of INR 10 (Ten) each of the Target Company
Fully Diluted Voting Share Capital	118,690,972 Shares which is the estimated equity share capital of the Target Company comprising 114,235,502 Shares as at December 31, 2013 and assuming all 4,455,470 employee stock options granted and outstanding as on March 31, 2013 are exercised and Shares are allotted in relation to such employee stock options
NRI	Non-resident Indian, as defined under the Foreign Exchange Management (Deposit) Regulations, 2000
OCB	Overseas Corporate Body, as defined under the Foreign Exchange Management (Deposit) Regulations, 2000

I. ACQUIRER, TARGET COMPANY AND THE OPEN OFFER

A. INFORMATION ABOUT THE ACQUIRER - ONMOBILE SYSTEMS INC.

1. The Acquirer is a private limited company incorporated under the General Corporation Law of Delaware having its registered office at 2711, Centerville Road, Suite 400, City of Wilmington, County of New Castle, 19808, Delaware, USA, Telephone: +1-781-213-9344; Fax: +1-781-213-6961 and its corporate office at 140, Scott Drive, Menlo Park, CA 94025, USA, Telephone: +1-781-213-9344; Fax +1-781-213-6961. The Acquirer was incorporated on December 16, 1999 as Onscan Inc. It later changed its name to OnMobile Systems Inc. on February 16, 2001.
2. The Acquirer is a holding company with no business operations.
3. The Acquirer is not part of any group and its equity shares are not listed on any stock exchange.
4. The Acquirer is one of the promoters of the Target Company. The Acquirer holds 39,023,703 Shares representing 32.88% of the Fully Diluted Voting Share Capital of the Target Company.
5. Other promoters of the Target Company hold 3.95% of the Fully Diluted Voting Share Capital. The total promoter group of the Target Company holds 36.83% of the Fully Diluted Voting Share Capital.
6. Mr. Henry H. Haight, who is the President & CEO of the Acquirer, is also the Chairman of the Target Company. Mr. Chandramouli Janakiraman, who is a shareholder of the Acquirer, is also the Managing Director and CEO of the Target Company. Other than as mentioned above, the Acquirer, its directors and key employees do not have any other interest or relationship in the Target Company.
7. The board of directors of the Acquirer comprises 2 (two) individuals, namely: Mr. Henry H. Haight and Mr. Charles Sirois.
8. The paid-up equity share capital of the Acquirer as on December 31, 2013 is USD 24,912 (approximately ₹ 1,549,352) comprising 24,912,001 equity shares of USD 0.001 (approximately ₹ 0.06) each. Argo Global Capital holds 74.70% of the share capital of the Acquirer and is in control of the Acquirer. The balance shareholding is held by various companies and individuals.
9. The Acquirer's key financial information based on its standalone audited financial statements as at and for financial years ended December 31, 2011, December 31, 2012 and December 31, 2013 audited by Ernst & Young LLP, the statutory auditors of the Acquirer, are as follows:

(Amount in USD mn and INR mn except per share data)

Particulars	Dec-11		Dec-12		Dec-13	
	INR	USD	INR	USD	INR	USD
Total Revenue	29.7	0.5	70.0	1.1	71.7	1.2
Net Income	(3,338.9)	(53.7)	(652.8)	(10.5)	(341.5)	(5.5)
Earnings Per Share ("EPS")	(130.10)	(2.1)	(26.2)	(0.4)	(13.7)	(0.2)
Net Worth	2,283.9	36.7	1,589.8	25.6	1,248.3	20.1

Note: Since the financial statements of the Acquirer are prepared in US Dollars ("USD"), the functional currency of the Acquirer, they have been converted into INR for purpose of convenience of translation. INR to USD conversion has been assumed at a rate of 1 USD = INR 62.193 as on February 10, 2014 i.e. one day prior to the date of the PA (Source: www.rbi.org)

Source: The financial information set forth above has been extracted from the audited standalone financial statements of the Acquirer as at and for years ended December 31, 2011, December 31, 2012 and December 31, 2013 prepared in accordance with US GAAP Standards and audited by Ernst & Young LLP

EPS has been taken as Net Income divided by number of shares outstanding on December 31 of the respective year as disclosed in the audited statements of the Acquirer

10. The Acquirer has not been prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the SEBI Act, 1992 ("**SEBI Act**"), as amended or under any rules or regulations issued thereunder.

B. THE TARGET COMPANY - ONMOBILE GLOBAL LIMITED

1. The Target Company was originally incorporated as Onscan Technologies India Private Limited on September 27, 2000 under Act as a private company. The registered office of the Target Company is located at E City, Tower-1, No. 94/1C and 94/2, Veerasandra Village, Attibele Hobli, Anekal Taluk, Electronic City Phase-1, Bangalore, Karnataka; Tel: +91 80 4180 2500; Fax: +91 80 4180 2810.
2. The Target Company's name was changed to OnMobile Asia Pacific Private Limited on April 10, 2001, which was further changed to OnMobile Global Limited on August 17, 2007 and the status of the Target Company was changed to a public limited company.
3. The Shares of the Target Company are listed on the BSE (Scrip ID: ONMOBILE; scrip code: 532944) and the NSE (symbol: ONMOBILE; ISIN: INE809I01019).
4. The corporate identification number of the Target Company is L64202KA2000PLC027860.
5. The board of directors of the Target Company comprises of seven directors, namely: Mr. Henry H. Haight, Mr. Chandramouli Janakiraman, Mr. Barry B. White, Mr. Harit Nagpal, Mr. Naresh Malhotra, Mr. Rentala Chandrashekhar and Mr. Rajiv Khaitan.
6. Two members of the board of directors of the Target Company are representatives of or related to the Acquirer and in terms of Regulation 24(4) of the SEBI (SAST) Regulations, these members have neither participated nor shall participate in any deliberations of the board of directors of the Target Company or vote on any matter in relation to the Open Offer.
7. As at December 31, 2013, the paid-up equity share capital of the Target Company is ₹ 1,142,355,020/- (Rupees One Billion One Hundred Forty Two Million Three Hundred Fifty Five Thousand and Twenty) comprising 114,235,502 Shares of face value ₹ 10/- each. Other than 4,455,470 employee stock options granted and outstanding as on March 31, 2013, there are (i) no partly paid-up Shares; or (ii) any instruments convertible into Shares. There are no Shares under lock-in.
8. The Shares are frequently traded on both the stock exchanges i.e. the NSE and the BSE, within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations for the period commencing on February 1, 2013 and ending on January 31, 2014.
9. The Target Company's key financial information based on its audited consolidated financial statements for the financial years ended March 31, 2011, March 31, 2012, March 31, 2013 as audited by Deloitte Haskins & Sells, and the unaudited consolidated interim financial statements (subjected to Limited Review by Deloitte Haskins & Sells as required under clause 41 of the Listing Agreement) as at and for 9 months ended December 31, 2013 is as follows:

(All figures in Rupees Million except for per Share numbers)	Year ended Mar 31, 2011	Year ended Mar 31, 2012	Year ended Mar 31, 2013	As at 9 months period ended December 31, 2013
Total Revenue[1]	5,820.1	7,056.6	7,473.1	6,635.2
Net profit / (Loss)	892.0	830.9	471.8	72.1
Earnings Per Share ("EPS") [2]	15.2	7.1	4.1	0.6*
Networth / Shareholders Funds	8,322.4	8,854.1	9,090.2	NA

Notes:

1. Total Revenue includes other income

2. Earnings per share is calculated as Net Income/Weighted Average number of Shares outstanding in the fiscal year

**Not Annualised*

Source: The consolidated financial information set forth above has been extracted from the Target Company's audited consolidated financial statements as at and for years ended March 31, 2011, March 31, 2012 and March 31, 2013 prepared in accordance with applicable Accounting Standards and audited by Deloitte Haskins & Sells., Bangalore. The interim consolidated financial information set forth above has been extracted from the Target Company's interim unaudited consolidated financial statements as at and for the 9 months ended December 31, 2013 prepared in accordance with applicable Accounting Standards and reviewed by the audit committee of the board of directors, and approved by the board of directors of the Target Company at its meeting held on January 28, 2014. The Limited Review for the unaudited financial results for the quarter ended December 31, 2013, as required under Clause 41 of the Listing Agreement, has been completed by Deloitte Haskins & Sells., Bangalore, the Target Company's statutory auditors.

C. DETAILS ABOUT THE OPEN OFFER

1. This Open Offer is a voluntary open offer being made by the Acquirer in accordance with Regulations 6 of the SEBI (SAST) Regulations.
2. The Acquirer hereby makes this Open Offer to the public shareholders of the Target Company to acquire 11,900,000 (Eleven Million Nine Hundred Thousand) Shares of the Target Company ("**Offer Size**") representing 10.03% of the Fully Diluted Voting Share Capital at a price of ₹ 40/- per Share ("**Offer Price**") payable in cash, subject to the terms and conditions mentioned in this DPS and the letter of offer ("**Letter of Offer**") that will be sent to the public shareholders of the Target Company in accordance with the SEBI (SAST) Regulations. There are no persons acting in concert with the Acquirer for the purposes of this Open Offer. The Offer size constitutes 10.03% of the Fully Diluted Voting Share Capital of the Target Company.
3. The Open Offer is being made to all holders of Shares of the Target Company, other than the promoter group of the Target Company.
4. The Shares (up to the maximum number set out above) validly tendered in the Open Offer will be acquired by the Acquirer, free from all liens, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof, in accordance with the terms and conditions set forth in this DPS and the Letter of Offer.
5. The Offer Price will be payable in cash by the Acquirer, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations.
6. This Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of SEBI (SAST) Regulations.
7. This Open Offer is not a competing offer in terms of Regulation 20 of SEBI (SAST) Regulations.
8. As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no statutory approvals required by the Acquirer to complete this Open Offer. However, in case of any statutory approvals being required by the Acquirer at a later date before the closure of the tendering period, this Open Offer shall be subject to such approvals and the Acquirer shall make the necessary applications for such approvals. In accordance with Regulation 23 of the SEBI (SAST) Regulations, the Acquirer will have the right not to proceed with the Open Offer in the event that the statutory approvals indicated above are not granted.
9. The Shares of the Target Company are listed on the NSE and BSE. As per Clause 40A of the Listing Agreement read with Rule 19A of Securities Contract (Regulation) Rules, 1957 ("**SCRR**") , the Target Company is required to maintain at least 25% public shareholding as determined in accordance with the SCRR on a continuous basis for listing. Pursuant to this Open Offer, the public shareholding in the Target Company shall not reduce below the minimum level required as per the listing agreements entered into by the Target Company with the NSE and BSE read with Rule 19A of the SCRR.
10. Upon completion of the Open Offer, assuming full acceptances, the Acquirer will hold 50,923,703 Shares of the Target Company, representing 42.90% of the Fully Diluted Voting Share Capital.
11. The Manager to the Offer does not hold any Shares as on the date of this DPS.
12. In terms of Regulation 6(1) of the SEBI (SAST) Regulations, during the Open Offer period, the Acquirer will not acquire any Shares other than those tendered in the Open Offer.
13. In terms of Regulation 25(2) of the SEBI (SAST) Regulations, the Acquirer does not have any plans to sell, dispose of or otherwise encumber any material assets of the Target Company during the period of two years from the expiry of the Open Offer period except to the extent required (i) for the purposes of restructuring, rationalisation or reorganisation of assets, investments, business operations or liabilities of the Target Company or (ii) in the ordinary course of business of the Target Company. It will be the responsibility of the board of directors of the Target Company to make appropriate decisions in these matters in accordance with the requirements of the business of the Target Company. Such approvals and decisions will be governed by the provisions of the relevant regulations or any other applicable laws or legislation at the relevant time. Further, during such period of two years, save as set out above, the Acquirer undertake not to sell, dispose of or otherwise encumber any material assets of the Target Company except with the prior approval of the shareholders of the Target Company through a special resolution by way of a postal ballot in terms of Regulation 25(2) of the SEBI (SAST) Regulations.
14. A copy of this DPS will be (i) submitted to SEBI through the Manager to the Offer; (ii) sent to the BSE and NSE on which the Shares are listed for being notified on the notice boards; and (iii) sent to the Target Company at its registered office.

II. BACKGROUND TO THE OPEN OFFER

A. DETAILS OF ACQUISITION

1. This Open Offer is not the result of any direct or indirect acquisition of voting rights in the Target Company or an open market purchase but is a voluntary offer under Regulation 6 of the SEBI (SAST) Regulations.
2. The mode of payment for this Open Offer shall be cash.
3. The Open Offer is being made to the public shareholders of the Target Company in accordance with Regulation 6 of the SEBI (SAST) Regulations. The Acquirer wishes to consolidate and enhance its shareholding in the Target Company. The Acquirer plans to continue to operate the business of the Target Company as it has done in the past.

III. SHAREHOLDING AND ACQUISITION DETAILS

1. The Acquirer presently holds, in aggregate, 39,023,703 Shares, representing 32.88% of the Fully Diluted Voting Share Capital. The current and proposed shareholding of the Acquirer in the Target Company and the details of its acquisition is as follows:

	Acquirer	
	No.	% of Fully Diluted Voting Share Capital
Shareholding as on the PA date	39,023,703	32.88%
Shares acquired between the PA date and the DPS date	NA	NA
Post Open Offer shareholding (On diluted basis, as on tenth (10th) working day after closure of tendering period and assuming full acceptance under the Open Offer)	50,923,703	42.90%

2. The directors of the Acquirer do not hold any Shares.

IV. OPEN OFFER PRICE

1. The Shares of the Target Company are listed on the BSE (Scrip ID: ONMOBILE; scrip code: 532944) and the NSE (symbol: ONMOBILE; ISIN: INE809I01019)
2. The annualised trading turnover based on the trading volume of the Shares of the Target Company on the BSE and NSE during February 1, 2013 to January 31, 2014 (12 (twelve) calendar months preceding the month in which the PA is issued) is as under:

Stock Exchange	Number of Shares Traded during the 12 (twelve) Calendar Months Prior to the Month in which the PA is Issued	Total Number of Listed Shares during this Period*	Annualized Trading Turnover (as a % of Total Listed Shares)
BSE	45,127,075	114,201,728	39.5%
NSE	131,527,089	114,201,728	115.2%

Source: BSE and NSE website

**Total number of listed equity shares for the period is calculated as the weighted average of the total shares outstanding at the end of each quarter*

3. The Shares are frequently traded on both the stock exchanges i.e. the NSE and the BSE, within the meaning of Regulation 2(1)(j) of the SEBI (SAST) Regulations, during the 12 calendar months preceding the calendar month in which the PA has been issued. Based on the parameters set out in Regulation 8(2) of the SEBI (SAST) Regulations for frequently traded shares, as of the date of the PA, the Offer Price of ₹ 40/- (Rupees Forty) is justified in view of the following:

S. No.	Particulars	Price (in ₹ Per Share)
I.	The highest negotiated price per Share for acquisition under an agreement attracting the obligation to make a public announcement of an open offer	Not Applicable
II.	The volume-weighted average price paid or payable for acquisitions whether by the Acquirer during the 52 weeks immediately preceding the date of the PA	Not Applicable
III.	The highest price paid or payable for any acquisition, whether by the acquirer during the 26 weeks immediately preceding the date of the PA	Not Applicable
IV.	The volume-weighted average market price of the Shares of the Target Company for a period of sixty trading days immediately preceding the date of the PA as traded on the NSE, being the stock exchange where the maximum volume of trading in the Shares of the Target Company was recorded during such period, the Shares being frequently traded	31.39

The Offer Price of ₹ 40/- (Rupees Forty) per Share of the Target Company being the highest of the above is justified in terms of Regulation 8 of the SEBI (SAST) Regulations.

4. The Acquirer is permitted to make upward revisions in the Offer Price, at any time prior to the last 3 (three) working days before the commencement of the tendering period of the Open Offer in accordance with Regulation 18(4) of SEBI (SAST) Regulations. In the event of such revision, the Acquirer is required to (i) make corresponding increases to the amount kept in escrow account as set out in Paragraph V (*Financial Arrangements*) of this DPS; (ii) make a public announcement in the newspapers where this DPS is published; and (iii) simultaneously with the issue of such public announcement, inform SEBI, BSE, NSE and the Target Company.
5. An increase in the Offer Price, if any, on account of competing offers or otherwise, will be done only up to the period prior to 3 working days before the date of commencement of the tendering period and will be notified to the shareholders.
6. In the event that the number of Shares tendered by the shareholders is more than the Offer Size, the Acquirer shall accept the Shares tendered by the shareholders on a proportionate basis in terms of the SEBI (SAST) Regulations in consultation with the Manager to the Offer.
7. The Offer Price represents a premium of 27.4% over the volume-weighted average market price for a period of sixty trading days immediately preceding the date of the PA; a premium of 37.7% to the closing price of the Shares on February 10, 2014 (on the NSE), which is the last trading day prior to the PA.

V. FINANCIAL ARRANGEMENTS

1. The maximum consideration payable under this Open Offer, assuming full acceptance, would be ₹ 476,000,000/- (Rupees Four Hundred and Seventy Six Million) ("**Maximum Consideration**") i.e. the consideration payable for the acquisition of 11,900,000 Shares at an Offer Price of ₹ 40/- per Share.
2. In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, the Acquirer has opened an escrow account under the name and title of "Escrow Account-OnMobile Systems Inc -Open Offer" ("**Cash Escrow Account**") with Kotak Mahindra Bank Limited ("**Escrow Bank**"), Branch: Mittal Court, Mumbai and made a cash deposit of ₹ 476,000,000/- (Rupees Four Hundred and Seventy Six Million) in the account in accordance with the Regulation 17(3)(a) of the SEBI (SAST) Regulations, which is 100% of the total consideration payable to the shareholders of the Target Company under the Open Offer.
3. The cash deposit has been confirmed vide a confirmation letter dated February 7, 2014 issued by Kotak Mahindra Bank Limited. The source of funds is foreign funds.
4. The Manager to the Offer has entered into an agreement dated February 5, 2014 with the Acquirer and the Escrow Bank ("**Escrow Agreement**") pursuant to which the Manager to the Offer has been solely authorised to operate and realise the value of the Cash Escrow Account in terms of the SEBI (SAST) Regulations.
5. In case of any upward revision in the Offer Price or the Offer Size, the value of the escrow amount shall be computed on the revised consideration calculated at such revised offer price or offer size and any additional amounts required will be funded in the Cash Escrow Account by the Acquirer prior to effecting such revision, in terms of Regulation 17(2) of the SEBI (SAST) Regulations.
6. MZSK & Associates, having its office at Level 9, The Ruby, North West Wing, Senapati Bapat Road, Dadar (W), Mumbai - 400028, Tel: +91 22 2439 3600, Fax: +91 22 2439 3700 (Rajesh Thakkar, Membership No: 103085),("**Accountant**") has confirmed by the certificate dated February 11, 2014 that the Acquirer has adequate financial resources through verifiable means available for meeting its obligations under the SEBI (SAST) Regulations for a value up to the Maximum Consideration.
7. On the basis of the aforesaid financial arrangements and the Accountant's certificate, the Manager to the Offer confirms that adequate funds are available with the Acquirer through verifiable means to implement this Open Offer.

VI. STATUTORY AND OTHER APPROVALS

1. As of the date of this DPS, to the best of the knowledge of the Acquirer, there are no other statutory approvals which are required to acquire the Shares that are validly tendered pursuant to this Open Offer. However in case of any statutory approvals being required by the Acquirer at a later date, this Open Offer shall be subject to such approvals and the Acquirer shall make necessary applications for such approvals.
2. NRI and OCB holders of the Shares, if any, must obtain all requisite approvals required to tender the Shares held by them, in this Open Offer (including without limitation the approval from the Reserve Bank of India, since the Shares validly tendered in this Open Offer will be acquired by a non-resident entity) and submit such approvals along with the documents required to accept this Open Offer. Further, if holders of the Shares who are not persons resident in India (including NRIs, OCBs and Foreign Institutional Investors) had required any approvals (including from the Reserve Bank of India or the Foreign Institutional Promotion Board or any other regulatory body) in respect of the Shares held by them, they will be required to submit such previous approvals that they would have obtained for holding the Shares, along with the other documents required to be tendered to accept this Open Offer. In the event such approvals are not submitted, the Acquirer reserves the right to reject such Shares tendered in this Open Offer.
3. In case of delay/non-receipt of any statutory approval, SEBI may, if satisfied that non-receipt of the requisite approvals was not attributable to any wilful default, failure or neglect on the part of the Acquirer to diligently pursue such approval, grant extension of time for the purpose of paying the consideration payable under this Open Offer, subject to the Acquirer agreeing to pay interest to the shareholders of the Target Company as directed by SEBI, in terms of Regulation 18(11) of the SEBI (SAST) Regulations.
4. Where any statutory approval extends to some but not all the shareholders who tender their Shares under this Open Offer, the Acquirer shall have the option to make payment to such shareholders in respect of whom no such statutory approvals are required to complete this Open Offer.
5. In terms of Regulation 23 of the SEBI (SAST) Regulations, in the event any of the statutory approvals specified above are not obtained or waived, or are refused, by the relevant statutory authorities (as applicable), the Acquirer shall have the right to withdraw the Open Offer. In the event of withdrawal, a public announcement will be made within two (2) working days of such withdrawal, in the same newspapers in which this DPS has been published and such public announcement will also be sent to SEBI, the BSE, the NSE and the Target Company.

VII. TENTATIVE SCHEDULE OF ACTIVITY

No.	Activity	Schedule (Day and Date)
1.	Date of the PA	Tuesday, February 11, 2014
2.	Date of publication of this DPS in newspapers	Wednesday, February 12, 2014
3.	Last date for filing of the draft letter of offer with SEBI along with the soft copies of the PA and this DPS	Thursday, February 20, 2014
4.	Last date for public announcement of a competing offer(s) being made	Friday, March 7, 2014
5.	Identified Date*	Wednesday, March 19, 2014
6.	Date by which letter of offer is to be posted to the equity shareholders of the Target Company	Wednesday, March 26, 2014
7.	Last date for upward revision of the Offer Price or any increase in the Offer Size	Friday, March 28, 2014
8.	Last date for public announcement by the independent directors committee of the Target Company on their recommendation to the shareholders of the Target Company for this Open Offer	Tuesday, April 1, 2014
9.	Date of publication of Open Offer opening public announcement in the newspapers where this DPS has been published (with a simultaneous intimation to the SEBI, BSE, NSE and the Target Company)	Wednesday, April 2, 2014
10.	Date of commencement of the tendering period	Thursday, April 3, 2014
11.	Date of closure of the tendering period	Monday, April 21, 2014
12.	Last date for communicating the rejection/acceptance; completion of payment of consideration or refund of Shares to the shareholders of the Target Company	Tuesday, May 6, 2014
13.	Date of publication of post-offer public announcement in the newspapers where this DPS has been published	Tuesday, May 13, 2014
14.	Last date for submission of the final report with SEBI by the Manager to the Offer	Tuesday, May 13, 2014

** "**Identified Date**" is only for the purpose of determining the shareholders of the Target Company as on such date to whom the Letter of Offer would be mailed. It is clarified that all the shareholders of the Target Company (registered or unregistered) who own the Shares are eligible to participate in this Open Offer at any time before the closure of this Open Offer.*

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER

1. All shareholders holding Shares (except the promoter group) whether in dematerialised form or physical form, registered or unregistered, are eligible to participate in this Open Offer at any time during the tendering period of this Open Offer.
2. A Letter of Offer specifying the detailed terms and conditions of this Open Offer along with the Form of Acceptance-cum-Acknowledgement ("**Form of Acceptance**") will be mailed to all the shareholders of the Target Company whose names appear on the register of members of the Target Company at the close of business hours on the Identified Date, being registered equity shareholders as per the records of the National Securities Depository Limited ("**NSDL**") and the Central Depository Services (India) Limited ("**CDSL**"), and registered shareholders holding shares in physical form as per the records of the Target Company, as on the Identified Date. Accidental omission to dispatch this Letter of Offer to any person to whom the Open Offer is made or the non-receipt or delayed receipt of this Letter of Offer by any such person will not invalidate the Open Offer in any way. The last date by which the individual Letter of Offer would be dispatched to each of the shareholders of the Target Company is March 26, 2014.
3. This Open Offer is made to all shareholders of the Target Company as on the Identified Date, and also to persons who acquire Shares before the closure of the Open Offer and tender these Shares under the Open Offer. Persons who have acquired Shares (irrespective of the date of purchase) but whose names do not appear on the register of members of the Target Company on the Identified Date are also eligible to participate in this Open Offer.
4. The shareholders of the Target Company who wish to tender their Shares pursuant to this Open Offer will be required to communicate their acceptance in the form and manner specified in the Letter of Offer to Karvy Computershare Private Limited acting as the Registrar to the Offer ("**Registrar to the Offer**") in accordance with the instructions contained in the Letter of Offer and Form of Acceptance. Applicants who cannot hand deliver their documents at the collection centers, which will be provided in the Letter of Offer, may send such documents by registered post or by courier, at their own risk and cost, to the Registrar to the Offer at its address - Plot No. 17-24, Vittalrao Nagar, Madhapur, Hyderabad - 500 081. In case of non-receipt of the Letter of Offer, the eligible shareholders may (i) download the same from the SEBI website, (http://www.sebi.gov.in) (ii) obtain a copy of the same by writing to the Manager to the Offer or the Registrar to the Offer, or (iii) make an application to the Registrar to the Offer, on a plain paper stating the name, address, number of shares held, distinctive numbers, folio number, number of Shares offered along with documents as mentioned above so as to reach the Registrar to the Offer on or before the close of the Open Offer, i.e., no later than April 21, 2014, or in case of beneficial owners, send the application in writing to the Registrar to the Offer, on a plain paper stating the name, address, number of Shares held, number of shares offered, Depository Participant ("**DP**") name, DP ID, beneficiary account number and a photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP, in favour of the special depository account, so as to reach the Registrar to the Offer, on or before the close of the Open Offer, i.e., no later than April 21, 2014.
5. In respect of dematerialised Shares, shareholders of the Target Company must ensure that the credit for the Shares tendered is received in the special depository account as specified below on or before April 21, 2014. If the shareholders of the Target Company hold their Shares through CDSL, their DP Instruction will have to take the form of an inter-depository delivery instruction to CDSL for the purpose of crediting their Shares in favour of the special depository account with NSDL as mentioned below.

Depository Name	National Securities Depository Limited (NSDL)
Account Name	KARVY - ESCROW A/C - ONMOBILE GLOBAL LIMTED OPEN OFFER
DP Name	Kotak Mahindra Bank Limited
DP ID Number	IN303173
Beneficiary Account Number	20009048
ISIN	INE809I01019
Market	Off-Market
Date of Credit	On or before April 21, 2014

It is the sole responsibility of the shareholders of the Target Company to ensure credit of their Shares in the depository account above, prior to the closure of the Open Offer.

6. Shareholders of the Target Company who are holding the Shares in physical form and who wish to tender their Shares in this Open Offer are required to submit the Form of Acceptance together with the original share certificate(s), valid transfer deed(s), and such other documents as may be specified in the Letter of Offer and the Form of Acceptance, duly signed and addressed to the Registrar to the Offer, either by hand delivery on weekdays or by registered post, so as to reach the Registrar to the Offer on or before the closure of the Open Offer, i.e., no later than April 21, 2014 in accordance with the instructions specified in the Letter of Offer and the Form of Acceptance.
7. Shareholders of the Target Company who have acquired Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or those who have not received the Letter of Offer, may also participate in this Open Offer by submitting an application on a plain paper giving details regarding their shareholding and confirming their agreement to participate in this Open Offer as per the terms and conditions of this Open Offer, so as to reach the Registrar to the Offer on or before the closure of the Open Offer i.e., no later than April 21, 2014. This is to be sent to the Registrar to the Offer together with:
   a. In case of shareholders of the Target Company holding Shares in dematerialized form, then, the name, address, number of equity shares held, number of equity shares offered, DP name, DP ID number, beneficiary account number along with a photocopy of the Delivery instruction in "off-market" mode, duly acknowledged by the DP in favour of special depository account, as per instructions mentioned above.
   b. In case of shareholders holding Shares in physical form, then, the relevant share certificate(s) and transfer deeds, and the original contract note issued by a registered share broker of a recognized stock exchange through whom such Shares were acquired wherever applicable.
8. No indemnity would be required from unregistered shareholders of the Target Company regarding their respective title to the Shares.
9. Shares should not be submitted/ tendered to the Manager to the Offer, the Acquirer or the Target Company.
10. A copy of the Letter of Offer (including the Form of Acceptance-cum-Acknowledgment) will be available on SEBI's website (http://www.sebi.gov.in) during the period the Open Offer is open and may also be downloaded from the website.

IX. THE DETAILED PROCEDURE FOR TENDERING SHARES IN THIS OPEN OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER.

X. OTHER INFORMATION

1. For the purpose of disclosures in this DPS relating to the Target Company, the Manager to the Offer has relied on the information available in the public domain and has not independently verified the accuracy of details of the Target Company. The Acquirer and its respective directors accept the responsibility for the information contained in the PA and this DPS, and its obligations under the SEBI (SAST) Regulations.
2. Pursuant to Regulation 12 of the SEBI (SAST) Regulations, the Acquirer has appointed Kotak Mahindra Capital Company Limited (Address: 27BKC, 1st Floor, Plot No.C-27, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051; Tel: +91 22 4336 0000; Fax No.: +91 22 6713 2446; Email: project.ogloffer@kotak.com; Contact Person: Mr. Ganesh Rane) as the Manager to the Offer.
3. The Acquirer has appointed Karvy Computershare Private Limited, as the Registrar to the Offer (Address: Plot No. 17-24, Vittalrao Nagar, Madhapur, Hyderabad - 500 081; Tel: +91 40 2342 0818; Fax: +91 40 2343 1551; Email: murali.m@karvy.com; Contact Person: Mr. M Muralikrishna) SEBI Registration number: INR000000221
4. This DPS will be available on the SEBI website at http://www.sebi.gov.in.

Issued by the Manager to the Offer, for and on behalf of the Acquirer

kotak® Investment Banking

Kotak Mahindra Capital Company Limited

27BKC, 1st Floor, Plot No.C-27, "G" Block, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051
Tel. No.: +91 22 4336 0000; Fax No.: +91 22 6713 2446
Email: project.ogloffer@kotak.com
Contact Person: Mr. Ganesh Rane

Dated : February 11, 2014
Place : Mumbai

PRESSMAN