

Unaudited Consolidated Financial Results for the quarter and nine months period ended December 31, 2017

(Rs. In Lakhs)

Sl.No.	Particulars	Consolidated					
		3 months ended			9 months ended		Year ended
		31.12.2017 (Unaudited)	30.09.2017 (Unaudited)	31.12.2016 (Unaudited)	31.12.2017 (Unaudited)	31.12.2016 (Unaudited)	31.03.2017 (Audited)
1	Income						
	Revenue from Operations						
	Other Income	14,531.34	17,583.27	23,233.50	51,488.15	69,473.05	89,064.62
		299.96	160.31	1,021.85	963.67	1,885.73	2,618.44
	Total Income	14,831.30	17,743.58	24,255.35	52,451.82	71,358.78	91,683.06
2	Expenses:						
	Purchase of traded goods	6,047.11	10,405.12	17,412.06	28,212.59	51,033.40	63,280.14
	(Increase) / Decrease in inventories of traded goods	2,116.52	134.25	(1,532.06)	2,785.40	(1,923.66)	(1,947.36)
	Connectivity and Content cost	2,605.18	2,369.81	2,201.34	7,415.62	6,664.11	8,780.51
	Employee benefits expense	2,300.61	2,187.45	1,943.29	6,515.11	5,769.98	7,564.32
	Other expenses	2,992.85	2,986.62	3,360.85	8,635.81	8,190.54	11,054.43
	Fair Value loss of investment in equity	-	-	(9.88)	-	(174.88)	-
	Depreciation and Amortization expense	545.27	501.85	633.16	1,554.54	1,737.64	2,334.03
	Finance costs	15.59	8.27	100.62	62.35	201.29	255.42
	Total expenses	16,623.13	18,593.37	24,109.38	55,181.42	71,498.42	91,321.49
3	Profit / (Loss) before exceptional items and tax	(1,791.83)	(849.79)	145.97	(2,729.60)	(139.64)	361.57
4	Share in Profit/ (Loss) of Associates and Joint Venture	(3.97)	7.64	3.06	(14.07)	(43.80)	(45.20)
5	Exceptional items						
	- Impairment in the value of Long Term Investment	-	-	-	-	782.09	812.10
	- Provision for bank liability payout of a subsidiary	600.00	-	-	600.00	-	-
	- Loss on sale of Investment Property	380.00	-	-	380.00	-	-
	- Impairment of goodwill of subsidiary (Refer note 9)	104.34	-	-	104.34	-	-
	- Provision for demand raised by tax authorities	-	-	-	277.60	-	-
6	Profit/(Loss) before tax	(2,880.14)	(842.15)	149.03	(4,105.61)	(965.53)	(495.73)
7	Tax expense:	(53.14)	104.50	243.17	412.49	671.32	1,021.33
8	Profit/(Loss) for the year from Continuing Operations	(2,827.00)	(946.65)	(94.14)	(4,518.10)	(1,636.85)	(1,517.06)
9	Profit/(Loss) before tax from Discontinued Operations	(237.68)	(215.76)	(601.00)	(710.59)	(1,873.43)	(2,332.87)
10	Tax expenses from Discontinued Operations	-	-	-	-	-	-
11	(Loss) after tax from Discontinued Operations	(237.68)	(215.76)	(601.00)	(710.59)	(1,873.43)	(2,332.87)
12	(Loss) after tax	(3,064.68)	(1,162.41)	(695.14)	(5,228.69)	(3,510.28)	(3,849.93)
13	Other Comprehensive Income from continuing operations						
	Items that will not be reclassified to Profit or Loss	-	-	-	-	-	5.06
	Items that will be reclassified to Profit or Loss	(135.13)	8.83	88.44	(125.38)	(413.44)	(664.29)
	Income Tax relating to items that will not be reclassified to Profit or Loss	-	-	-	-	-	1.12
14	Other Comprehensive Income from discontinued operations						
	Items that will not be reclassified to Profit or Loss	-	-	-	-	-	16.05
15	Total Comprehensive Income for the period/ year (Comprising Profit/(Loss) and Other Comprehensive Income for the period/ year)	(3,199.81)	(1,153.58)	(606.70)	(5,354.07)	(3,923.72)	(4,491.99)
16	Profit/(Loss) for the year	(3,064.68)	(1,162.41)	(695.14)	(5,228.69)	(3,510.28)	(3,849.93)
	Attributable to Equity holders of the Parent	(2,451.52)	(726.29)	(637.68)	(3,811.01)	(3,377.63)	(3,568.55)
	Attributable to Non-Controlling Interests	(613.16)	(436.12)	(57.46)	(1,417.68)	(132.65)	(281.38)
17	Total comprehensive income for the year	(3,199.81)	(1,153.58)	(606.70)	(5,354.07)	(3,923.72)	(4,491.99)
	Attributable to Equity holders of the Parent	(2,661.68)	(620.95)	(640.34)	(3,911.59)	(3,767.15)	(4,008.66)
	Attributable to Non-Controlling Interests	(538.13)	(532.63)	(33.64)	(1,442.48)	(156.57)	(483.33)
18	Paid up Equity Share Capital (Face value of Rs.3/- each)	6,038.23	6,001.49	5,420.43	6,038.23	5,420.43	5,420.43
19	Other Equity						22,481.81
20	Earnings Per Share (in Rs.) (Continuing operations) (of Rs. 3/- each) (Not Annualized)						
	(a) Basic	(0.97)	(0.23)	(0.02)	(1.36)	(0.66)	(0.55)
	(b) Diluted	(0.97)	(0.23)	(0.02)	(1.36)	(0.66)	(0.55)
21	Earnings Per Share (in Rs.) (Discontinued operation) (of Rs. 3/- each) (Not Annualized)						
	(a) Basic	(0.10)	(0.09)	(0.26)	(0.31)	(0.82)	(1.02)
	(b) Diluted	(0.10)	(0.09)	(0.26)	(0.31)	(0.82)	(1.02)
22	Earnings Per Share (in Rs.) (of Rs. 3/- each) (Not Annualized)						
	(a) Basic	(1.08)	(0.32)	(0.28)	(1.67)	(1.48)	(1.57)
	(b) Diluted	(1.08)	(0.32)	(0.28)	(1.67)	(1.48)	(1.57)



SEGMENTWISE REVENUE, RESULTS, ASSETS AND LIABILITIES UNDER REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Sl.No.	Particulars	(Rs. In Lakhs)					
		Consolidated					
		3 months ended		9 months ended		Year ended	
	31.12.2017 (Unaudited)	30.09.2017 (Unaudited)	31.12.2016 (Unaudited)	31.12.2017 (Unaudited)	31.12.2016 (Unaudited)	31.03.2017 (Audited)	
1	Segment Revenue (Net):						
a	Mobile Devices						
b	Services	8,021.17	10,648.22	16,106.31	31,154.43	49,951.58	63,212.68
	Total	6,524.75	6,974.72	7,194.01	20,415.27	19,725.39	26,009.94
	Less : Inter-Segment Revenue	14,545.92	17,622.94	23,300.32	51,569.70	69,676.97	89,222.62
	Net sales/Income From Operations	14,531.34	17,583.27	23,233.50	51,488.15	69,473.05	89,064.62
2	Segment Results -Profit/ (Loss) before tax and Interest:						
a	Mobile Devices						
b	Services	(1,003.39)	(652.62)	100.35	(1,929.30)	(678.28)	(1,000.31)
	Less: Finance costs	(557.66)	50.37	196.56	(688.71)	700.51	1,181.44
	Less : Other unallocable (expense) net of unallocable income	(15.59)	(8.27)	(100.62)	(62.35)	(201.29)	(255.42)
	Total Profit/ (Loss) before Tax	(1,303.50)	(231.63)	(47.26)	(1,425.25)	(786.47)	(421.44)
	(Loss) from Discontinued Operation	(2,880.14)	(842.15)	149.03	(4,105.61)	(965.53)	(495.73)
	(Loss) before tax including Discontinued Operation	(237.68)	(215.76)	(601.00)	(710.59)	(1,873.43)	(2,332.87)
	(Loss) before tax including Discontinued Operation	(3,117.82)	(1,057.91)	(451.97)	(4,816.20)	(2,838.96)	(2,828.60)
3	Segment Assets:						
a	Mobile Devices						
b	Services	2,511.54	5,202.77	9,227.94	2,511.54	9,227.94	6,406.81
	Unallocated	18,929.09	20,347.76	19,034.68	18,929.09	19,034.68	20,265.59
	Total	26,014.68	27,922.30	27,957.09	26,014.68	27,957.09	28,028.24
	Total	47,455.31	53,472.83	56,219.71	47,455.31	56,219.71	54,698.64
4	Segment Liabilities:						
a	Mobile Devices						
b	Services	6,840.82	9,064.36	11,597.70	6,840.82	11,597.70	7,675.45
	Unallocated	8,883.48	9,724.68	7,071.66	8,883.48	7,071.66	8,654.92
	Total	10,035.42	9,789.89	10,331.22	10,035.42	10,331.22	11,308.75
	Total	25,759.72	28,578.93	29,000.58	25,759.72	29,000.58	27,639.12

Notes :

- The above results were reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on February 13, 2018 and February 14, 2018 respectively. The results have been subjected to limited review by the statutory auditors. The financial results are in accordance with the Indian Accounting Standards ("IND AS") as prescribed under Section 133 of Companies Act, 2013 read with relevant rules thereunder.
- The Consolidated Financial results for the quarter and nine months period ended on December 31, 2017 represents consolidated results of the Company, its Subsidiaries, Joint Venture and Associates of Subsidiaries.
- The paid up equity share capital of the Company is Rs. 6,836 lakhs. However, taking a conservative interpretation of "Ind AS 32", the paid up equity share capital had been reduced by Rs. 798 lakhs (30 Sep 2017 - Rs. 834 lakhs) being the face value of 26,589,709 (30 Sep 2017 - 27,814,528) equity shares of Rs. 3/- each held by two trusts viz. Independent Non Promoter Trust and Independent Non Promoter (Spice Employee Benefit) Trust and Other Equity by Rs. 182 lakhs (30 Sep 2017 - Rs. 145 lakhs). During the quarter, the Independent Non Promoter (Spice Employee Benefit) Trust has sold 1,224,819 equity shares resulting in increase of equity of the Company by Rs. 37 lakhs.
- The Board of Directors of the Company, in its meeting held on December 22, 2017 had approved the sale of entire stake in Omniventures Pvt Ltd (OVPL), a wholly owned subsidiary of the Company, subsequently, the shareholders of the Company have also approved the same. Consequent to sale of stake in OVPL, OVPL and its subsidiary companies i.e. Spice Online Pvt. Limited and Hotspot Sales & Solutions Private Limited will cease to be the subsidiaries of the Company. The loss reported for the quarter and nine months period ended on December 31, 2017, includes Rs. 1,130 lakhs and Rs. 2,233 lakhs respectively pertaining to these companies.
- Key Standalone Financial Information is given below:

Particulars	(Rs. In Lakhs)					
	3 months ended			9 months ended		Year ended
	31.12.2017 (Unaudited)	30.09.2017 (Unaudited)	31.12.2016 (Unaudited)	31.12.2017 (Unaudited)	31.12.2016 (Unaudited)	31.03.2017 (Audited)
Net Sales / Revenue from Operations	-	-	3,531.25	-	15,439.65	15,472.24
Profit/(Loss) before tax	(932.31)	(581.67)	(2,438.37)	(1,734.71)	(2,545.81)	(8,763.74)
Net Profit/(Loss) after tax	(932.31)	(581.67)	(2,438.37)	(1,734.71)	(2,532.47)	(8,750.40)

- Subsequent to the end of the quarter ended December 31, 2017, Spice Digital Limited, a subsidiary company, has made investment in a "P2P Lending Platform company", acquiring 0.10% Compulsorily Convertible Preference Shares (CCPS) which will result in a minimum shareholding of 30% of the issued and paid up equity capital of that company upon conversion of the said CCPS.
- Consequent to the decision taken by the Board of Directors of a step down subsidiary in their meeting held on May 19, 2017 to phase out, "Spice" branded handset business, the Group has discontinued the business and accordingly losses of the discontinued operations has been disclosed separately in the results.
- Finance cost is post adjustment of notional interest income relating to intra-group transaction recognised as discontinued operations.
- The consolidated financial statements carried a goodwill of Rs. 104 lakhs pertaining to a step down subsidiary Spice VAS Tanzania Ltd. In view of the continuing losses by the said company, the Company has taken a decision to impair the said goodwill which has been shown under exceptional items in the consolidated financial results.
- Tax expense includes provisions for current income taxes, deferred taxes and income tax adjustments for earlier years.
- Previous period's figures have been regrouped and/or recasted, wherever considered necessary to conform to the current period presentation.

By order of the Board
Spice Mobility Limited

Dilip Modi
Chairman



Dated : February 14, 2018
Place : Noida

B S R & Co. LLP

Chartered Accountants

Building No.10, 8th Floor, Tower-B
DLF Cyber City, Phase - II
Gurugram - 122 002, India

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Review report to The Board of Directors of Spice Mobility Limited

We have reviewed the accompanying Statement of unaudited Consolidated Financial Results ('the Statement') of Spice Mobility Limited ('the Company'), its subsidiaries, its associates and its joint venture listed in Annexure 1 (the Company, its subsidiaries, its associates and its joint venture constitute 'the Group') for the quarter and nine months ended 31 December 2017, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the Company in their meeting held on 14 February 2018. Our responsibility is to issue a report on the Statement based on our review.

Attention is drawn to the fact that the figures for the quarter ended 31 December 2016 and nine months year ended 31 December 2016 and for the year ended 31 March 2017 are based on the previously issued consolidated financial results and annual consolidated financial statements that were reviewed/audited by the erstwhile auditors (vide their unmodified limited review report dated 10 February 2017 and unmodified audit report dated 19 May 2017).

We conducted our review in accordance with the Standard on Review Engagement (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's 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 audit opinion.

We did not review the financial results of 22 subsidiaries included in the unaudited consolidated financial results, whose financial results reflect total revenues of Rs. 2,948 lacs and Rs. 10,133 lacs for the quarter and nine months ended 31 December 2017 respectively and total comprehensive income / (loss) (comprising of profit/(loss) and other comprehensive income / (loss)) of Rs. (1,267) lacs and Rs. (4,768) lacs for the quarter and nine months ended 31 December 2017 respectively, as considered in the financial results. These financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.

We did not review the financial results of 5 subsidiaries, whose financial results reflect total revenues of Rs. 474 lacs and Rs.1,230 lacs for the quarter and nine months ended 31 December 2017 respectively and total comprehensive income/ (loss) (comprising of profit / (loss) and other comprehensive income) of Rs (102) lacs and Rs (177) lacs for the quarter and nine months ended 31 December 2017, as considered in the consolidated financial results. The consolidated financial results also include the Group's share of net profit/ (loss) of Rs.(4) lacs and Rs. (14) lacs for the quarter and nine months ended 31 December 2017 respectively, as considered in the consolidated financial results, in respect of 3 associates and 1 joint

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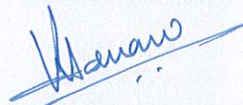
venture, whose financial results have not been reviewed by us. These financial results have been certified by the management and our conclusion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries associates and joint venture, is based solely on such financial results certified by the management. In our view and according to the information and explanations given to us by the management, these financial results are not material to the Group.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards i.e. Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement

For B S R & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 101248W/ W-100022



Vikram Advani

Partner

Membership No.: 091765

Place: Gurugram

Date: 14 February 2018

Annexure 1

List of Subsidiaries, associates and joint venture:

S.No	Name of subsidiaries and step down subsidiaries
1	Spice Digital Limited
2	Hindustan Retail Private Limited
3	Kimaan Exports Private Limited
4	S Mobility HK Limited
5	Omniventures Private Limited (w.e.f 14 May, 2016)
6	Spice IOT Solutions Private Limited (w.e.f 29 October, 2016)
7	Mobisoc Technology Private Limited
8	Spice Labs Private Limited
9	Spice Digital Bangladesh Limited
10	SGS Pte Ltd. (Formally known as SGIC Pte Ltd.)
11	New Spice Sales Solutions Limited (Formally known as Spice Retail Limited)
12	Cellucom Retail India Private Limited
13	Spice Online Private Limited
14	Hotspot Sales & Solutions Private Limited (w.e.f 01 June, 2016)
15	Beoworld Sdn. Bhd
16	PT Spice Digital Indonesia Limited (w.e.f 07 April, 2016)
17	Omnia Pte. Ltd. (w.e.f 17 February, 2017)
18	S Mobility Pte. Limited Singapore
19	Spice VAS (Africa) Pte. Ltd.
20	Spice Digital Nigeria Limited
21	Spice VAS Kenya Limited
22	Spice VAS Uganda Limited
23	Spice VAS Ghana Limited
24	Spice VAS Zambia Limited
25	Spice VAS Tanzania Limited
26	Spice Digital South Africa Pty Limited
27	Spice Digital RDC Limited
28	SVA Mauritius P Limited (w.e.f 28 June,2016)
29	Spice Digital FZCO (w.e.f 26 March, 2017)
S.No.	Name of associates
1	Creative Functionapps Lab Private Limited
2	Exponentially I Mobility LLP (w.e.f 27 February, 2017)
3	Sunstone Learning Private Limited
S.No.	Name of Joint venture
1	Adgyde Solutions Private Limited ((w.e.f 28 April, 2016)

Unaudited Standalone Financial Results for the quarter and nine months period ended December 31, 2017

(Rs. In Lakhs)							
STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS PERIOD ENDED DECEMBER 31, 2017							
Sl.No.	Particulars	Standalone					
		3 months ended			9 months ended		Year ended
		31.12.2017 (Unaudited)	30.09.2017 (Unaudited)	31.12.2016 (Unaudited)	31.12.2017 (Unaudited)	31.12.2016 (Unaudited)	31.03.2017 (Audited)
1	Income from Operations						
	a. Revenue from operations	-	-	3,531.25	-	15,439.65	
	b. Other Income	180.38	203.33	292.14	644.59	1,110.66	
	Total Income from Operations (net)	180.38	203.33	3,823.39	644.59	17,089.96	
2	Expenses						
	a. Purchase of stock-in-trade	-	-	3,543.87	-	15,165.19	
	b. (Increase)/Decrease in inventories of traded goods	-	-	(53.48)	0.20	1.71	
	c. Employee benefits expense	60.27	70.99	69.79	203.18	268.35	
	d. Fair value loss of the investment in equity	-	-	-	-	(22.00)	
	e. Other expenses	321.63	277.46	288.56	873.19	1,031.30	
	f. Depreciation and amortisation expense	123.22	130.11	237.94	385.36	560.67	
	g. Finance cost	4.01	4.01	6.15	11.38	16.10	
	Total Expenses	509.13	482.57	4,092.83	1,473.31	17,399.77	
3	Profit/(Loss) before exceptional items (1-2)	(328.75)	(279.24)	(269.44)	(828.72)	(309.81)	
4	Exceptional Items						
	- Reversal of provision / (Provision) for diminution in the value of investments	-	-	(4,800.00)	-	(4,813.07)	
	- Provision for doubtful loans, debts and advance of subsidiary companies	(376.44)	302.43	-	(74.01)	3,350.00	
	- Loss on sale of Investment Property	380.00	-	-	380.00	-	
	- Provision for bank liability payout of a subsidiary companies	600.00	-	-	600.00	-	
	- Reversal of provision / (Provision) for doubtful debts and advances	-	-	2,631.07	-	7,735.00	
5	Profit / (Loss) before Tax	(932.31)	(581.67)	(2,438.37)	(1,734.71)	(8,763.74)	
6	Tax expense/(credit) Current tax adjustment of earlier year						
	Current tax adjustment of earlier year	-	-	-	-	(13.34)	
7	Loss for the period/year	(932.31)	(581.67)	(2,438.37)	(1,734.71)	(8,750.40)	
8	Other Comprehensive Income						
	Items that will not be reclassified to profit or loss	-	-	-	-	3.19	
9	Total Comprehensive Income for the period (Comprising (Loss) and other Comprehensive income for the period)	(932.31)	(581.67)	(2,438.37)	(1,734.71)	(8,747.21)	
10	Paid up Equity Share Capital (Face value of Rs.3/- each)	6,038.23	6,001.49	5,420.43	6,038.23	5,420.43	
11	Earnings Per Share (in Rs.) (of Rs. 3/- each) (not annualised)						
	(a) Basic	(0.41)	(0.26)	(1.07)	(0.76)	(3.84)	
	(b) Diluted	(0.41)	(0.26)	(1.07)	(0.76)	(3.84)	

Notes :

- The above results were reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on February 13, 2018 and February 14, 2018 respectively. The statutory auditors of the Company have carried out a limited review of these financial results.
- Though in the current quarter and year to date results, the Company has not recorded any revenue from "Mobile Devices Business", the Company's business activities fall within a single operating segment viz. "Mobile Devices Business" and accordingly the disclosure requirement of Indian Accounting Standard (Ind AS-108) "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder is not applicable.
- The paid up equity share capital of the Company is Rs. 6,836 lakhs. However, taking a conservative interpretation of "Ind AS 32", the paid up equity share capital had been reduced by Rs. 798 lakhs (30 Sep 2017 - Rs. 834 lakhs) being the face value of 26,589,709 (30 Sep 2017 - 27,814,528) equity shares of Rs. 3/- each held by two trusts viz. Independent Non Promoter Trust and Independent Non Promoter (Spice Employee Benefit) Trust and Other Equity by Rs. 182 lakhs (30 Sep 2017 - Rs. 145 lakhs). During the quarter, the Independent Non Promoter (Spice Employee Benefit) Trust has sold 1,224,819 equity shares resulting in increase of equity of the Company by Rs. 37 lakhs.
- The Board of Directors of the Company, in its meeting held on December 22, 2017 had approved the sale of entire stake in Omniventures Pvt Ltd (OVPL), a wholly owned subsidiary of the Company, subsequently, the shareholders of the Company have also approved the same. Consequent to sale of stake in OVPL, OVPL and its subsidiary companies i.e. Spice Online Pvt. Limited and Hotspot Sales & Solutions Private Limited will cease to be the subsidiaries of the Company.
- Previous period's figures have been regrouped and/or recast wherever considered necessary to conform to the current period presentation.

Dated : February 14, 2018
 Place : Noida

By order of the Board
 Spice Mobility Limited

Dilip Modi
 Chairman



- 5 -

B S R & Co. LLP

Chartered Accountants

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Review report to The Board of Directors of Spice Mobility Limited

We have reviewed the accompanying Statement of unaudited Standalone Financial Results ('the Statement') of Spice Mobility Limited ('the Company'), for the quarter and nine months ended 31 December 2017, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors of the Company in their meeting held on 14 February 2018. Our responsibility is to issue a report on the Statement based on our review.

Attention is drawn to the fact that the figures for the quarter ended 31 December 2016 and nine months year ended 31 December 2016 and for the year ended 31 March 2017 are based on the previously issued consolidated financial results and annual consolidated financial statements that were reviewed/audited by the erstwhile auditors (vide their unmodified limited review report dated 10 February 2017 and unmodified audit report dated 19 May 2017).

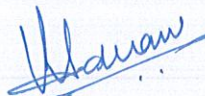
We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company's 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 audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited standalone financial results prepared in accordance with applicable accounting standards i.e. Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5 July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement

For B S R & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 101248W/ W-100022



Vikram Advani

Partner

Membership No.: 091765

Place: Gurugram
Date: 14 February 2018

