


Dated: 31st May, 2019

To,
Senior General Manager,
Department of Corporate Services,
BSE Limited, 1st Floor, P.J. Towers,
Dalal Street, Mumbai- 400001

Reference: Script code: - 955009

Subject: Annual Audited Financial Results along with Consolidated Financial Results accompanied with the Audited Report prepared by the Statutory Auditor of the Company for the Financial Year 1st April, 2018 to 31st March, 2019.

Dear Concerned,

With respect to the captioned subject, it is hereby submitted to your good office that in pursuance of the statutory provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred to as "Regulations"), the Company i.e. OPPO Mobiles India Private Limited having its Registered Office at 05th Floor, Tower B, Building Number 8, DLF CyberCity, Gurgaon, Haryana, India- 122002 encloses herewith the following documents:

1. Annual Audited Financial Results along with Consolidated Financial Results accompanied with the Audited Report prepared by the Statutory Auditor of the Company for the Financial Year 1st April, 2018 to 31st March, 2019;
2. Items required pursuant to Regulation 52(4) of the Regulations;
3. Disclosure pursuant to Regulation 52 (7) of the Regulations; and
4. Disclosure pursuant to Regulation 54 (2) of the Regulations.

Therefore, your good office is hereby requested to kindly take note and record the same and oblige us in this regard.

Should you have any disconnect, please do feel free to write/revert.

Thanking you
for OPPO Mobiles India Private Limited


Preeti
Assistant Manager-Legal, Company Secretary & Compliance Officer



Enclosed as above.

OPPO MOBILES INDIA PRIVATE LIMITED

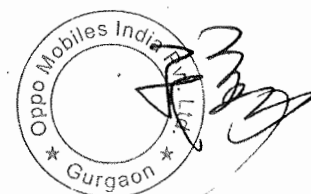
5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana

CIN:-U74140HR2013PTC069892

Statement of Standalone audited result for the year ended March 31, 2019

(Amount in INR Million)

S.No	Particulars	6 Month Ended on		Year Ended	
		31.03.2019 (Audited)	31.03.2018 (Audited)	31.03.2019 (Audited)	31.03.2018 (Audited)
1	Income from operations				
	Net sales/Income from operations	1,21,028.58	43,540.94	2,15,246.00	1,19,943.08
	Other Income	1,162.39	897.85	1,989.31	542.13
	Total Income from operations	1,22,190.97	44,438.79	2,17,235.31	1,20,485.21
2	Expenses				
	a) Cost of materials consumed	1,19,113.54	36,923.73	2,13,141.41	1,02,030.20
	b) Changes in inventories of finished goods, work-in-progress	(5,489.78)	2,402.27	(9,741.84)	4,047.12
	c) Excise duty	-	(577.87)	-	-
	d) Purchase of stock-in-trade	242.91	878.36	405.47	878.36
	e) Employee benefit expenses	1,394.97	648.04	2,171.14	1,242.52
	f) Finance costs	272.62	107.32	378.30	212.76
	g) Depreciation and amortisation expense	603.61	233.07	1,044.70	382.32
	h) Other expenses	4,789.73	7,323.72	20,261.15	17,033.42
	Total Expense(a to h)	1,20,927.60	47,938.64	2,27,660.33	1,25,826.70
3	Profit/(Loss) from continuing operations before exceptional items and tax (1-2)	1,263.37	(3,499.85)	(10,425.02)	(5,341.49)
4	Exceptional items	-	-	-	-
5	Profit/(Loss) from continuing operations before tax (3-4)	1,263.37	(3,499.86)	(10,425.02)	(5,341.49)
6	Tax Expense	357.14	(1,136.67)	(3,544.90)	(1,763.36)
7	Net Profit/(Loss) from continuing operations(5-6)	906.23	(2,363.19)	(6,880.12)	(3,578.13)
8	Other Comprehensive Income				
	i. Item that will not reclassified to statement of profit and loss	(0.30)	3.97	(1.48)	2.59
	ii. Tax on Item that will not reclassified to statement of profit and loss	0.08	(0.90)	0.49	(0.90)
	iii. Items that will not be reclassified to Profit & Loss:	-	-	-	-
	iv. Tax relating it items that will not be classified to Profit & Loss:	-	-	-	-
9	Total Comprehensive Income (7-8)	906.01	(2,360.12)	(6,881.11)	(3,576.45)
10	Paid up Equity Share Capital (Equity Shares of Rs.10/- each)	295.04	295.04	295.04	295.04
11	Other Equity	-	-	(13,741.85)	(6,860.75)
12	Earnings Per Share (Face Value of Rs.10 /- each)				
	Earnings Per Share from continuing operation before exceptional item (Not Annualised)				
	a.) Basic	30.72	(80.10)	(233.20)	(121.28)
	b.) Diluted	30.72	(80.10)	(233.20)	(121.28)



OPPO MOBILES INDIA PRIVATE LIMITED

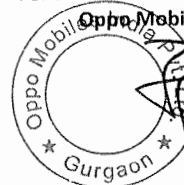
5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana

CIN:-U74140HR2013PTC069892

Statement of Assets, Equity and Liabilities is given below

Particulars	(Amount in INR Million)	
	As at March 31, 2019 (Audited)	As at March 31, 2018 (Audited)
A. ASSETS		
(1) Non-current assets		
Property, plant and equipments	8,771.50	3,995.35
Capital work-in-progress	5,108.92	1,519.80
Intangible Assets	27.25	10.88
Financial assets		
i. Investments	75.03	0.10
ii. Loans	350.47	131.66
iii. Other financial assets	4,388.24	3,805.41
Deferred tax assets	6,790.59	3,245.20
Other Non-Current Assets	42.81	56.58
	25,554.81	12,764.98
(2) Current assets		
Inventories	30,057.24	10,518.40
Financial Assets		
i. Trade receivables	27,136.19	16,060.48
ii. Cash and cash equivalents	12,900.96	13,770.91
iii. Other financial assets	477.12	331.01
iv. Loans	39.16	19.25
Other Current Assets	9,479.06	5,038.91
	80,089.73	45,738.96
TOTAL-ASSETS	1,05,644.54	58,503.94
A. EQUITY AND LIABILITIES		
(1) Equity		
Equity share capital	295.04	295.04
Other Equity		
i. Reserves and surplus	(13,741.85)	(6,860.75)
	(13,446.81)	(6,565.71)
Non-current liabilities		
Financial liabilities		
i. Borrowings	17,292.83	6,997.26
Employee benefit obligations	55.43	31.58
Other non current liabilities	44.97	26.31
	17,393.23	7,055.16
(2) Current Liabilities		
Financial Liabilities		
i. Trade payables	92,118.88	57,526.48
ii. Other financial liabilities	8,795.86	382.70
Provisions	-	-
Employee benefit obligations	7.38	5.25
Other current liabilities	776.01	100.07
	1,01,698.13	58,014.49
TOTAL - EQUITY AND LIABILITIES	1,05,644.54	58,503.94

For and On behalf of Board of Directors of
Oppo Mobiles India Private Limited



Yong Wang
(Whole Time Director)
(DIN:-08277585)

Place:-Gurugram
Date:- May 31, 2019

OPPO MOBILES INDIA PRIVATE LIMITED

5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana


CIN:-U74140HR2013PTC069892

Notes:

- 1 The above audited financial results have been approved by the Board of Directors of the Company in the Board meeting held on May 31, 2019.
- 2 This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016.
- 3 The Company operates in only one business segment the disclosure requirements of Indian Accounting Standard (IndAS-108) "Operating Segments", issued by the Institute of Chartered Accountants of India are not applicable.
- 4 The Statement includes the results for the half year ended March 31, 2019 and March 31, 2018 are the balancing figures between audited figures in respect of the full financial year and the reviewed results for the half year ended September 30, 2018 and September 30, 2017 which was subjected to limited review by statutory auditor.
- 5 The Balances of Trade Payables, trade receivables and loans & advances (given/taken) are subject to confirmation, reconciliation and consequential adjustment, if any.
- 6 EPS has been calculated in accordance with Ind AS-33 issued by ICAI.
- 7 Previous period figures have been regrouped/ rearranged wherever necessary, to make them comparable.

**Place:-Gurugram
Date:- May 31, 2019**

**For and On behalf of Board of Directors of
Oppo Mobiles India Private Limited**



**Yong Wang
(Whole Time Director)
(DIN:-08277585)**

OPPO MOBILES INDIA PRIVATE LIMITED
5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana
CIN:-U74140HR2013PTC069892

Additional disclosures as per clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

		(Amount in Millions)			
Sr. No.	Particulars	For the Year Ended on March 31, 2019		For the Year Ended on March 31, 2018	
(a)	Asset Coverage Ratio (In Times) Asset Coverage Ratio = {(Total Assets-Intangible asset)-(Current Liab-Short Term Debt)}/ Total Debt Obligation	0.45:1		0.07:1	
(b)	Debt-Equity Ratio (in times) Debt-Equity Ratio = [(Long Term Borrowing + Short Term Borrowings + Current Portion of Long Term Borrowings)/Total Equity]	Refer note 1		Refer note 1	
(c)	Previous due date for the payment of interest of Non-Convertible Debenture(NCDs) (a) 3% NCDs (issued on 30/09/2016) Interest has been paid	30-Sep-18 Yes		30-Sep-17 Yes	
(d)	Previous due date for the repayment of Principal of NCDs (a) 3% NCDs (issued on 30/09/2016)	Not Applicable		Not Applicable	
(e)	Next due date and amount for the payment of interest of NCDs (a) 3% NCDs (issued on 30/09/2016)	Amount	Date	Amount	Date
		210.00	30-Sep-19	210.00	30-Sep-18
(f)	Next due date and amount for the repayment of Principal of NCDs (a) 3% NCDs (issued on 30/09/2016)	Amount	Date	Amount	Date
		7,000.00	30-Sep-19	7,000.00	30-Sep-19
(g)	Debt Service Coverage Ratio (in times) (DSCR = Profit before Depreciation, Finance Cost and Tax from Continuing Operations/(Finance Costs(net of capitalisation) + Scheduled Principal Repayment of Long Term Borrowings (excluding prepayments))	(-)1.23:1		Not Applicable (Refer note 2)	
(h)	Interest Service Coverage Ratio (in times) ISCR = Profit before Depreciation, Finance Costs (net of capitalisation)/Interest Expenses	(-) 23.80:1 Refer note-3		(-) 22.31:1 Refer note-3	
(i)	Capital Redemption Reserve	N.A		N.A	
(j)	Debenture Redemption Reserve	NIL		NIL	
(k)	The Company had a credit rating "AA" by CARE and CRISIL for its NCDs at the time of issue The said rating has been revised to CARE "AA" and CRISIL "AA"	BB Stable		BB Stable	
(l)	Asset cover available	N.A		N.A	
(m)	Net Worth	(13,446.81)		(6,565.71)	
(n)	Net Profit After Tax	(6,880.12)		(3,578.13)	
(o)	Earning Per Share (Rs.)	(233.20)		(121.28)	

Note 1 Equity + Reserves of the company is Rs(-)13,446.81 mn and debt is Rs.24,290.09 mn and therefore Debt Equity ratio is no calculated.

2 DSCR is not calculated as for the year ended on 31.03.2018 there is no instalment of debt payable.

3 Interest service Coverage Ration is negative as there is negative cash operating income to repay interest on debt during the year.

4 The above ratios are calculated on the basis of audited financial results.

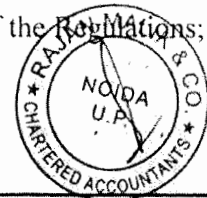




Independent Auditors' Report on Financial Results pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
Board of Directors
OPPO Mobiles India Private Limited

1. We have audited the accompanying statement of financial results of the **OPPO Mobiles India Private Limited** ("the Company") for the year ended March 31, 2019 attached herewith, being submitted by the company in pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRIIMD/DF1/69/2016 dated August 10, 2016 ('Regulations'). This statement has been prepared on the basis of the related financial statements as at and for the year ended March 31, 2019 and relevant requirements of the Regulations, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on the Statement based on our audit of the related financial statements as at and for the year ended March 31, 2019 and the relevant requirements of the Regulations.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial results are free from material misstatement.
3. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial results. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial results, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the financial results in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial results. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement,
 - i. is presented in accordance with the requirements of the Regulations; and

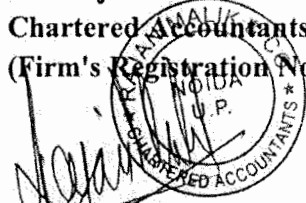


Rajan Malik & Co.
Chartered Accountants

ii. gives a true and fair view of the net profit and other financial information of the Company for the year ended March 31, 2019.

5. Further, we report that the figures for the half year ended March 31, 2019 represent the derived figures between the audited figures in respect of the full financial year ended March 31, 2019 and published figures for the half year ended September 30, 2018, which were subjected to a limited review by us, as required under the Listing Regulations.

For Rajan Malik & Co.
Chartered Accountants
(Firm's Registration No. 019859N)



Rajan Malik

Partner

M. No.: -085801

Place: NOIDA

Date: 31st May 2019.

OPPO MOBILES INDIA PRIVATE LIMITED

5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana

CIN:-U74140HR2013PTC069892

Statement of Consolidated Assets, Equity and Liabilities is given below

(Amount in INR Million)

Particulars	As at March 31,2019 (Audited)	As at March 31,2018 (Audited)
A. ASSETS		
(1) Non-current assets		
Property, plant and equipment's	8,771.50	4,026.19
Capital work-in-progress	5,108.92	1,519.80
Intangible assets	27.25	10.88
Investments in associates	75.28	-
Financial assets		
i. Loans	350.47	131.66
ii. Other financial assets	4,388.24	3,805.41
Deferred tax assets	6,790.56	3,245.20
Other non-current assets	42.81	56.58
	25,555.03	12,795.72
(2) Current assets		
Inventories	30,057.24	12,297.61
Financial Assets		
i. Trade receivables	27,136.19	16,060.48
ii. Cash and cash equivalents	9,261.40	10,790.21
iii. Bank balances other than (ii) above	3,639.56	3,090.74
iv. Loans	39.16	19.25
v. Other financial assets	477.12	333.83
Other Current Assets	9,479.06	3,883.47
	80,089.73	46,475.59
TOTAL-ASSETS	1,05,644.76	59,271.31
A. EQUITY AND LIABILITIES		
(1) Equity		
Equity share capital	295.04	295.04
Other equity		
i. Reserves and surplus	(13,741.61)	(6,858.53)
	(13,446.57)	(6,563.49)
(2) Non-current liabilities		
Financial liabilities		
i. Borrowings	17,292.83	6,997.26
Provisions	-	-
Employee benefit obligations	55.43	31.58
Other non-current liabilities	44.97	26.31
	17,393.23	7,055.15
(3) Current Liabilities		
Financial Liabilities		
i. Trade payables	92,118.85	57,531.66
ii. Other Financial Liabilities	8,795.86	382.84
Provisions	-	-
Employee benefit obligations	7.38	6.01
Other current liabilities	776.01	859.14
	1,01,698.10	58,779.65
TOTAL - EQUITY AND LIABILITIES	1,05,644.76	59,271.31

 For and on Behalf of board of director of
 OPPO MOBILES INDIA PRIVATE LIMITED


 Yong Wang
 (Whole Time Director)
 (DIN:-08277585)

Place:-Gurgaon

Date:- May 31, 2019

OPPO MOBILES INDIA PRIVATE LIMITED

5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana

CIN:-U74140HR2013PTC069892

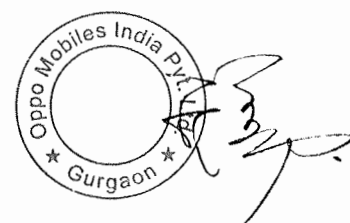
Statement of Consolidated Audited Result for the year ended March 31, 2019

(Amount in INR Million)

S.No	Particulars	Half Year Ended on		Year Ended	
		31.03.2019	31.03.2018	31.03.2019	31.03.2018
		(Audited)	(Audited)	(Audited)	(Audited)
1	Income from operations				
	Net sales/Income from operations	1,21,028.58	43,540.93	2,15,246.00	1,19,943.07
	Other Income	1,162.60	900.98	1,989.52	545.35
	Total Income from operations	1,22,191.18	44,441.91	2,17,235.52	1,20,488.42
2	Expenses				
	a)Cost of materials consumed	1,19,113.54	36,923.72	2,13,141.41	1,02,030.19
	b)Changes in inventories of finished goods, work-in-progress	(5,489.78)	623.06	(9,741.84)	2,267.91
	c)Excise duty	-	(577.87)	-	-
	d)Purchase of stock-in-trade	242.91	2,657.57	405.47	2,657.57
	e)Employee benefit expenses	1,394.97	648.04	2,171.14	1,242.52
	f)Finance costs	272.62	107.33	378.30	212.77
	g)Depreciation and amortisation expense	603.61	233.06	1,044.70	382.32
	h)Other expenses	4,788.70	7,323.89	20,260.12	17,033.63
	Total Expense(a to h)	1,20,926.57	47,938.80	2,27,659.30	1,25,826.91
3	Profit/(Loss) from continuing operations before exceptional items and tax (1-2)	1,264.61	(3,496.89)	(10,423.78)	(5,338.49)
4	Exceptional items			-	-
5	Profit/(Loss) from continuing operations before tax (3-4)	1,264.61	(3,496.89)	(10,423.78)	(5,338.49)
6	Tax Expense	357.88	(1,135.89)	(3,544.16)	(1,762.58)
7	Profit After Tax(5-6)	906.73	(2,361.00)	(6,879.62)	(3,575.91)
8	Share of Profit in associates	0.05		(0.52)	-
9	Net Profit/(Loss) from continuing operations(7-8)	906.78	(2,361.00)	(6,880.14)	(3,575.91)
	Other Comprehensive Income				
10	i. Item that will not reclassified to statement of profit and loss	(0.30)	3.97	(1.48)	2.59
	ii.Tax on Item that will not reclassified to statement of profit and loss	0.08	(0.90)	0.49	(0.90)
11	Total Comprehensive Income (9-10)	906.56	(2,357.93)	(6,881.13)	(3,574.22)
12	Paid up Equity Share Capital (Equity Shares of Rs.10/- each)	295.04	295.04	295.04	295.04
13	Other Equity	-	-	(13,741.61)	(6,858.53)
	Earnings Per Share (Face Value of Rs.10 /- each)				
14	Earnings Per Share from continuing operation before exceptional item (Not Annualised)				
	a.)Basic	30.73	(80.02)	(233.20)	(121.20)
	b.)Diluted	30.73	(80.02)	(233.20)	(121.20)

Note

- The above audited financial results have been approved by the Board of Directors of the Company in the Board meeting held on May 31, 2019.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016.



OPPO MOBILES INDIA PRIVATE LIMITED

5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana

CIN:-U74140HR2013PTC069892

Statement of Consolidated Audited Result for the year ended March 31, 2019

- 3 The Company operates in only one business segment the disclosure requirements of Indian Accounting Standard (IndAS-108) "Operating Segments", issued by the Institute of Chartered Accountants of India are not applicable.
- 4 The Statement includes the results for the half year ended March 31, 2019 and March 31, 2018 are the balancing figures between audited figures in respect of the full financial year and the reviewed results for the half year ended September 30, 2018 and September 30, 2017 which was subjected to limited review by statutory auditor.
- 5 The Balances of Trade Payables, trade receivables and loans & advances (given/taken) are subject to confirmation, reconciliation and consequential adjustment, if any.
- 6 EPS has been calculated in accordance with Ind AS-33 issued by ICAI.
- 7 Previous period figures have been regrouped/ rearranged wherever necessary, to make them comparable.

For and on Behalf of board of director of
OPPO Mobiles India Private Limited



Yong Wang
(Managing Director)
(DIN:-08277585)

Place:-Gurgaon

Date:- May 31, 2019

OPPO MOBILES INDIA PRIVATE LIMITED

5th Floor, Tower - B, Building No. 8, DLF Cyber City, Gurgaon-122002, Haryana
CIN:-U74140HR2013PTC069892

Additional disclosures as per clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

(Amount in INR Million)

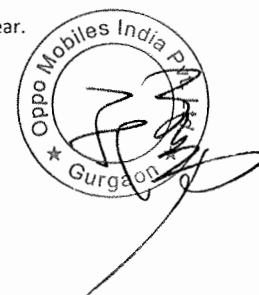
Sr. No.	Particulars	For the Year Ended on March 31, 2019		For the Year Ended on March 31, 2018	
(a)	Asset Coverage Ratio (In Times) Asset Coverage Ratio = ((Total Assets-Intangible asset)-(Current Liab-Short Term Debt))/ Total Debt Obligation	0.45:1		0.07:1	
(b)	Debt-Equity Ratio (in times) Debt-Equity Ratio = [(Long Term Borrowing + Short Term Borrowings + Current Portion of Long Term Borrowings)/Total Equity]	Refer note 1		Refer note 1	
(c)	Previous due date for the payment of interest of Non-Convertible Debenture(NCDs) (a) 3% NCDs (issued on 30/09/2016) Interest has been paid	30-Sep-18 Yes		30-Sep-17 Yes	
(d)	Previous due date for the repayment of Principal of NCDs (a) 3% NCDs (issued on 30/09/2016)	Not Applicable		Not Applicable	
(e)	Next due date and amount for the payment of interest of NCDs (a) 3% NCDs (issued on 30/09/2016)	Amount	Date	Amount	Date
		21,00,00,000	30-Sep-19	21,00,00,000	30-Sep-18
(f)	Next due date and amount for the repayment of Principal of NCDs (a) 3% NCDs (issued on 30/09/2016)	Amount	Date	Amount	Date
		7,00,00,00,000	30-Sep-19	7,00,00,00,000	30-Sep-19
(g)	Debt Service Coverage Ratio (in times) (DSCR = Profit before Depreciation, Finance Cost and Tax from Continuing Operations/(Finance Costs(net of capitalisation) + Scheduled Principal Repayment of Long Term Borrowings (excluding prepayments)))	(-)1.15:1		Not Applicable (Refer note 2)	
(h)	Interest Service Coverage Ratio (in times) ISCR = Profit before Depreciation, Finance Costs (net of capitalisation)/Interest Expenses	(-) 23.79:1 Refer note-3		(-) 22.29:1 Refer note-3	
(i)	Capital Redemption Reserve	N.A		N.A	
(j)	Debenture Redemption Reserve	NIL		NIL	
(k)	The Company had a credit rating "AA" by CARE and CRISIL for its NCDs at the time of issue Thesaid rating has been revised to CARE "AA" and CRISIL "AA"	BB Stable		BB Stable	
(l)	Asset cover available	N.A		N.A	
(m)	Net Worth	(13,446.57)		(6,563.49)	
(n)	Net Profit After Tax	(6,880.14)		(3,575.91)	
(o)	Earning Per Share (Rs.)	(233.20)		(121.20)	

Note 1 Equity + Reserves of the company is Rs(-)13,446.57 mn and debt is Rs.24,290.08 mn and therefore Debt Equity ratio is not calculated.

2 DSCR is not calculated as for the year ended on 30.09.2018 there is no instalment of debt payable.

3 Interest Service Coverage Ratio is Negative as there is negative cash operating income to repay interest on debt during the year.

4 The above ratios are calculated on the basis of audited financial results.

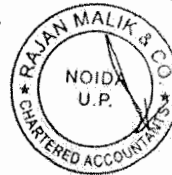




Independent Auditors' Report on Consolidated Financial Results pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
Board of Directors
OPPO Mobiles India Private Limited

1. We have audited the accompanying consolidated statement of financial results of the **OPPO Mobiles India Private Limited** ("the Parent"), subsidiary and associate (the Parent, Subsidiary and Associate together referred as "Group") for the year ended March 31, 2019 attached herewith, being submitted by the parent company in pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIRIIMD/DF1/69/2016 dated August 10, 2016 ('Regulations'). This statement has been prepared on the basis of the related financial statements as at and for the year ended March 31, 2019 and relevant requirements of the Regulations, which are the responsibility of the Company's management and have been approved by the Board of Directors of the parent company. Our responsibility is to express an opinion on the Statement based on our audit of the related financial statements as at and for the year ended March 31, 2019 and the relevant requirements of the Regulations.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial results are free from material misstatement.
3. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial results. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial results, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the financial results in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial results. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

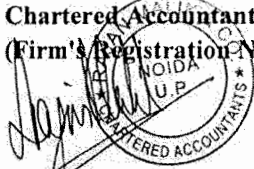


Ph.: +91-120-6618128/29/30, 9891962789, 9891278999. E-Mail: rmalik@rajanmalikca.com
Work : 409-410, 4th Floor, Tower A, The i-Thum, A-40, Sector 62, Noida - 201301 (U.P.)
Regd Office : 40/230, CR Park, Opp. B-Block Kalkaji. New Delhi-110019. Website: www.rajanmalikca.com

Rajan Malik & Co.
Chartered Accountants

4. In our opinion and to the best of our information and according to the explanations given to us, the Statement,
- i. is presented in accordance with the requirements of the Regulations; and
 - ii. gives a true and fair view of the net profit and other financial information of the Company for the year ended March 31, 2019.
5. Further, we report that the figures for the half year ended March 31, 2019 represent the derived figures between the audited figures in respect of the full financial year ended March 31, 2019 and published figures for the half year ended September 30, 2018, which were subjected to a limited review by us, as required under the Listing Regulations.

For Rajan Malik & Co.
Chartered Accountants
(Firm's Registration No. 019859N)



Rajan Malik
Partner
M. No.: -085801
Place: NOIDA
Date: 31st May 2019.



TO WHOMSOEVER IT MAY CONCERN

Certificate Under Regulation 52(7) & Proviso to Regulation 56(1) of the SEBI (Listing Obligations And Disclosure Requirement) Regulations 2015

We have examined the relevant documents that were considered necessary of "OPPO Mobiles India Private Limited" (CIN:-U74140HR2013PTC069892) a Company registered under the Companies Act, 2013 having its registered office at 5th Floor, Tower-B, Building No. 8, DLF Cyber City, Gurgaon, Haryana for the purpose of issuing a half yearly certificate indicating material deviations, if any, in the use of proceeds of issue of non-convertible debt securities from the objects stated in the offer document under Regulation 52(7) & proviso to Regulation 56(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

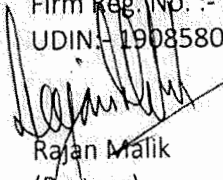
Based on our examination and explanations furnished to us, which to be the best of our knowledge and belief was necessary for the purpose of our certification. We hereby certify that during the half year ended 31st march 2019.

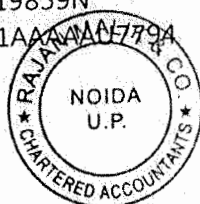
- i) Company has following unsecured Listed Debt Securities for the purpose of expansion plans and for its ordinary business activities.
7000 Non-Convertible Debentures Face value of Rs. 10,00,000/- each amounting to Rs.700.00 Crore issued on 30th September, 2016 at a coupon rate of 3% P.A.
- ii) We further certified that above mentioned company has utilized the borrowed funds for the expansion plans and for its ordinary business activities and no material deviation in utilization of funds has been observed from the objects stated in offer document.

For Rajan Malik & Co.
Chartered Accountants

Firm Reg. No. :- 19859N

UDIN :- 19085801AAWAAW779A


Rajan Malik
(Partner)
M NO.-085801



Place : NOIDA

Date : May 31 2018

Ph.: +91-120-6618128/29/30

Ph.: +91-120-3759280/81/82; 9891962789, 9891278999. E-Mail: rmalik@rajanmalikca.com

Work : 409-410, 4th Floor, Tower A, The i-Thum, A-40, Sector 62, Noida - 201301 (U.P.)

Regd Office : 40/230, CR Park, Opp. B-Block Kalkaji. New Delhi-110019. Website: www.rajanmalikca.com



TO WHOMSOEVER IT MAY CONCERN

CERTIFICATE UNDER REGULATION 54 & REGULATION 56(1) (d) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS 2015

We have examined the relevant documents that were considered necessary of "OPPO Mobiles India Private Limited" (CIN:-U74140HR2013PTC069892) a Company registered under the Companies Act, 2013 having its registered office at 5th Floor, Tower-B, Building No. 8, DLF Cyber City, Gurgaon, Haryana for the purpose of issuing a half yearly certificate regarding maintenance of 100% asset cover under Regulation 54 & 56(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on our examination and explanations furnished to us, which to be the best of our knowledge and belief was necessary for the purpose of our certification. We hereby certify that during the half year ended 31st March, 2019 company has following unsecured Listed Debt Securities

7000 Non-Convertible Debentures Face value of Rs. 10,00,000/- each amounting to Rs.700,00,00,000/-issued on 30th September, 2016 at a coupon rate of 3% P.A.

We further certify that the Company has not maintained 100% asset cover sufficient to discharge the principal amount at all times for the aforesaid non-convertible, unsecured debentures listed on BSE Limited under Regulation 54 & 56(1) (d) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 during the half year ended on 31st March 2019.

For Rajan Malik & Co.

Chartered Accountants

Firm Reg. No. 019859

NOIDA

CHARTERED ACCOUNTANTS

Rajan Malik

Partner

M.No:-085801

UDIN:-19085801AAAAAT6509

Place:-NOIDA

Date:-31 May 2019