

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L72900MH2004PLC146323

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCR7740M

(ii) (a) Name of the company

ROUTE MOBILE LIMITED

(b) Registered office address

4th Dimension, 3rd Floor, Mind Space, Malad (west) NA  
Mumbai  
Mumbai City  
Maharashtra  
400064

(c) \*e-mail ID of the company

CO\*\*\*\*\*@\*\*\*\*\*.LE

(d) \*Telephone number with STD code

02\*\*\*\*\*76

(e) Website

www.routemobile.com

(iii) Date of Incorporation

14/05/2004

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	1
2	National Stock Exchange of India Limited ()	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Route Ledger Technologies Pri	U74110MH2007PTC171900	Subsidiary	100
2	Send Clean Private Limited	U74110MH2003PTC140310	Subsidiary	100

3	Call 2 Connect India Private Lim	U72900MH2003PTC140693	Subsidiary	100
4	Route Connect Private Limited	U74999MH2018PTC307385	Subsidiary	100
5	Route Mobile (UK) Limited		Subsidiary	100
6	Routesms Solutions Nigeria Lim		Subsidiary	100
7	Routesms Solutions FZE		Subsidiary	100
8	Route Mobile PTE Limited		Subsidiary	100
9	Route Mobile Arabia Telecom		Subsidiary	70
10	Route Mobile Limited (Ghana)		Subsidiary	70
11	Route Mobile INC		Subsidiary	100
12	Route Connect (Kenya) Limited		Subsidiary	100
13	365squared Limited		Subsidiary	100
14	Route Mobile Nepal Private Lim		Subsidiary	100
15	Route Mobile Lanka (Private) L		Subsidiary	100
16	Routesms Solutions Zambia Lim		Subsidiary	99.99
17	PT Route Mobile Indonesia		Subsidiary	99.96
18	Send Clean INC		Subsidiary	100
19	Masivian S.A.S		Subsidiary	100
20	TruSense Identity Limited		Subsidiary	100
21	Route Mobile LLC		Subsidiary	49
22	Route Mobile Communication		Subsidiary	49
23	M. R. Messaging FZE		Subsidiary	100
24	Mr Messaging (Holding) Limite		Subsidiary	100
25	Mr Messaging Limited		Subsidiary	100
26	Mr Messaging South Africa (Pty		Subsidiary	100
27	Masiv Chile SpA		Subsidiary	100

28	Estratec S.A.S		Subsidiary	100
29	Elibom Colombia S.A.S		Subsidiary	100
30	Route Mobile Mexico S. de R.L.		Subsidiary	99.99
31	Masivian Peru SAC		Subsidiary	100
32	Mobilelink Telecommunicacio		Subsidiary	100
33	Route Mobile (Bangladesh) Lin		Subsidiary	99.99
34	Route Mobile Malta Limited		Subsidiary	100
35	Route Mobile Uganda Limited		Subsidiary	100

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	100,000,000	62,788,532	62,788,532	62,788,532
Total amount of equity shares (in Rupees)	1,000,000,000	627,885,320	627,885,320	627,885,320

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares at Rs. 10/- each				
Number of equity shares	100,000,000	62,788,532	62,788,532	62,788,532
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	627,885,320	627,885,320	627,885,320

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	320	62,442,897	62443217	624,432,170	624,432,170	
<b>Increase during the year</b>	0	345,615	345615	3,453,150	3,453,150	108,988,400
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	345,315	345315	3,453,150	3,453,150	108,988,400
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	300	300			
Dematerialisation of Shares						
<b>Decrease during the year</b>	300	0	300	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify	300		300			
Dematerialisation of Shares						
<b>At the end of the year</b>	20	62,788,512	62788532	627,885,320	627,885,320	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE450U01017

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
---	--	---	--

Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

6,670,822,187

**(ii) Net worth of the Company**

11,887,715,469

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	31,414,286	50.03	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others SANDIPKUMAR CHANDRAKANT	5,000,000	7.96	0	
	<b>Total</b>	36,414,286	57.99	0	0

**Total number of shareholders (promoters)**

10

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	6,628,194	10.56	0	
	(ii) Non-resident Indian (NRI)	552,484	0.88	0	
	(iii) Foreign national (other than NRI)	7,740	0.01	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	400,163	0.64	0	
4.	Banks	0	0	0	
5.	Financial institutions	8,501	0.01	0	
6.	Foreign institutional investors	9,943,648	15.84	0	
7.	Mutual funds	1,473,703	2.35	0	
8.	Venture capital	1,781,804	2.84	0	
9.	Body corporate (not mentioned above)	5,323,530	8.48	0	
10.	Others HUF, Trust and Clearing Me	254,479	0.41	0	
	<b>Total</b>	26,374,246	42.02	0	0

**Total number of shareholders (other than promoters)**

175,539

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

175,549

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
**(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	218,981	175,549
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	1	2	1	2	14.82	18.5
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	6	14.82	18.5

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Sandipkumar Chandral	01272932	Director	9,257,143	08/05/2024

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Rajdikumar Chandrak	01272947	Managing Director	9,257,143	
Chandrakant Jagannat	01636981	Director	2,300,000	08/05/2024
Arun Vijaykumar Gupta	05131228	Director	0	08/05/2024
Sudha Pravin Navanda	02804964	Director	0	08/05/2024
Nimesh Shantilal Salot	00004623	Director	0	08/05/2024
Bhaskar Pramanik	00316650	Director	46	08/05/2024
Rathindra Das	AGFPD4902R	Company Secretar	1	
Suresh Dhau Jankar	ADTPJ5794J	CFO	846	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/09/2023	201,180	70	53.77

**B. BOARD MEETINGS**

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/04/2023	7	6	85.71
2	19/05/2023	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	17/07/2023	7	6	85.71
4	28/07/2023	7	6	85.71
5	10/08/2023	7	6	85.71
6	27/10/2023	7	6	85.71
7	15/01/2024	7	6	85.71
8	23/01/2024	7	6	85.71
9	06/03/2024	7	6	85.71

### C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	19/05/2023	3	3	100
2	Audit Committee	28/07/2023	4	4	100
3	Audit Committee	27/10/2023	4	4	100
4	Audit Committee	23/01/2024	4	4	100
5	Nomination and Remuneration	19/05/2023	3	3	100
6	Nomination and Remuneration	28/07/2023	3	3	100
7	Stakeholders Consultation	23/01/2024	3	2	66.67
8	Corporate Social Responsibility	19/05/2023	3	3	100
9	Risk Management	03/04/2023	4	3	75
10	Risk Management	26/09/2023	4	4	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	20/08/2024
								(Y/N/NA)
1	Sandipkumar C	9	9	100	10	10	100	Not Applicable
2	Rajdikumar C	9	8	88.89	5	3	60	Yes
3	Chandrakant J	9	2	22.22	0	0	0	Not Applicable
4	Arun Vijaykum	9	9	100	2	2	100	Not Applicable
5	Sudha Pravin	9	9	100	9	9	100	Not Applicable
6	Nimesh Shant	9	9	100	6	6	100	Not Applicable
7	Bhaskar Pram	9	9	100	4	4	100	Not Applicable

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajdikumar Chand	Managing Direct	150,000,000	0	0	0	150,000,000
	Total		150,000,000	0	0	0	150,000,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rathindra Das	Company Secre	4,994,904	0	7,818,600	0	12,813,504
2	Suresh Dhau Janka	CFO	9,529,960	0	11,633,900	0	21,163,860
	Total		14,524,864	0	19,452,500	0	33,977,364

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandipkumar Chan	Director	0	0	0	900,000	900,000
2	Chandrakant Jagan	Director	0	0	0	100,000	100,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Arun Vijaykumar Gu	Independent Dir	0	0	0	625,000	625,000
4	Sudha Pravin Naval	Independent Dir	0	0	0	950,000	950,000
5	Nimesh Shantilal Sa	Independent Dir	0	0	0	825,000	825,000
6	Bhaskar Pramanik	Independent Dir	0	0	0	725,000	725,000
	Total		0	0	0	4,125,000	4,125,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Dhrumil Shah

Whether associate or fellow

Associate  Fellow

Certificate of practice number

8978

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

GUILLAUME BOUTIN  
Digitally signed by  
GUILLAUME BOUTIN  
Date: 2024.10.14  
12:28:10 +05'30'

DIN of the director

1\*4\*8\*2\*

**To be digitally signed by**

Rathindra Das  
Digitally signed by  
Rathindra Das  
Date: 2024.10.14  
12:28:07 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

1280_MGT-8_Final_c.pdf
Declaration and Annexures_New_c.pdf
Declaration- Designated Person_c.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

Date: September 19, 2024

To,  
**The Registrar of Companies,**  
Everest Building, 100 Marine Drive  
Mumbai 400002.

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Dear Sir,

**Subject: Clarifications to Annual Return for Financial Year 2023-24.**

Please note the following clarifications in respect of Annual Return for Financial Year 2023-24:

**1. Point No. VI (a) of Annual Return**

The shareholding pattern of Promoters disclosed in point number VI(a) of the Annual Return represents the total shareholding of Promoter as well as Promoter Group of the Company.

**2. Point No. VI(a)(10) of Annual Return**

Mr. Sandipkumar Chandrakant Gupta holds shares as a Trustee on behalf of CC Gupta Family Trust.

**3. Point No. VI(c) of Annual Return**

The list of Foreign Institutional Investors ('FI') is separately attached.

**4. Point No. VIII(A) of Annual Return**

The details of number of Directors mentioned in category (A) Promoter includes Promoter as well as Promoter Group.

**5. Point No. IX (C) of Annual Return**

The details of number of Committee Meetings held is attached separately.

We request you to take the above additional information on records.

Thanking you,

Yours truly,

For **Route Mobile Limited**



**Rathindra Das**

**Group Head Legal, Company Secretary & Compliance Officer**

**M No.: F12663**

**ANNEXURE TO FORM MGT-7**
**SHAREHOLDING AS ON MARCH 31, 2024**

## Promoter &amp; Promoter Group

Sr. No.	Name of shareholder	PAN	Address	Holding (shares)	% to total equity
1.	Sandipkumar Chandrakant Gupta	AEBPG7413A	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	92,57,143	14.82
2.	Rajdipkumar Chandrakant Gupta	AEBPG7417E	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	92,57,143	14.82
3.	Sunita S Gupta	AKIPG9003H	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	36,45,000	5.84
4.	Sarika R Gupta	AKIPG8992P	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	36,95,000	5.92
5.	Chamelidevi Chandrakant Gupta	AIHPG9722E	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	23,00,000	3.68
6.	Chandrakant Jagannath Gupta	AIHPG9721H	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	23,00,000	3.68
7.	Rajdipkumar C Gupta (HUF)	AAMHR5927D	M-201, Panchsheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai-400067	3,00,000	0.48

**For Route Mobile Limited**
  
 Company Secretary and Compliance Officer

**DETAILS OF FOREIGN INSTITUTIONAL INVESTORS ("FII") HOLDING SHARES  
OF THE COMPANY AS ON MARCH 31, 2024**

SLNO	NAME/ JOINT NAME(S)	REGN. NO WITH SEBI	PAN NO	ADDRESS	HOLDING	% TO EQUITY
1	THELEME MASTER FUND LIMITED	INCYFP085417	AAGCT1070Q	PO BOX 309 UGLAND HOUSE GRAND CAYMAN	1818164	2.90
2	PINEBRIDGE GLOBAL FUNDS - PINEBRIDGE INDIA EQUITY FUND	INIRFP077015	AABTA6001C	78 SIR JOHN ROGERSONS QUAY DUBLIN 2 IRELAND	890510	1.42
3	THELEME INDIA MASTER FUND LIMITED	INCYFP004921	AAICT3777G	PO Box 309 Ugland House South Church Street George Town Grand Cayman	869674	1.39
4	GOVERNMENT PENSION FUND GLOBAL	INNOFP130516	AACCN1454E	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	858517	1.37
5	AL MEHWAR COMMERCIAL INVESTMENTS L.L.C. - (NOOSA)	INUEFP038818	AAQCA8800K	AL BAHR TOWERS SHEIKH ZAYED BIN SULTAN STREET (INTERSECTION WITH	620000	0.99
6	PINEBRIDGE GLOBAL FUNDS - PINEBRIDGE ASIA EX JAPAN SMALL CAP EQUITY FUND	INIRFP076715	AAFCA2333L	78 SIR JOHN ROGERSONS QUAY DUBLIN 2 IRELAND	553829	0.88
7	GOLDMAN SACHS FUNDS - GOLDMAN SACHS INDIA EQUITY PORTFOLIO	INLUF045618	AAGCG9887L	49 AVENUE JF KENNEDY LUXEMBOURG	537938	0.86
8	ISHARES CORE MSCI EMERGING MARKETS ETF	INUSFP038819	AAFIC13337N	400 HOWARD STREET SAN FRANCISCO CA 94105	460577	0.73
9	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A	INUSFP068617	AAATY0918K	100 VANGUARD BOULEVARD MALVERN PA	350582	0.56

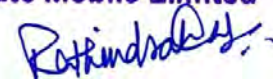
**For Route Mobile Limited**

*(Signature)*

Company Secretary and Compliance Officer

	SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS					
10	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	INUSFP101917	AABTV0442N	100 VANGUARD BOULEVARD MALVERN PA	342332	0.55
11	SOCIETE GENERALE - ODI	INFRFP100119	AABCS7484C	29 BOULEVARD HAUSSMANN PARIS	207542	0.33
12	GOVERNMENT OF SINGAPORE - E	INSGFP331116	AAAJG0594R	168 Robinson Road 37 01 Capital Tower	173211	0.28
13	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	INUSFP012120	AADTV1640C	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	167772	0.27
14	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	INUSFP172617	AAAAE3545P	400 HOWARD STREET SAN FRANCISCO CA 94105	129344	0.21
15	ABU DHABI INVESTMENT AUTHORITY - MONSOON	INUEFP010817	AAACA4380N	211 CORNICHE STREET PO BOX 3600 ABU DHABI	126120	0.20
16	HSBC GLOBAL INVESTMENT FUNDS - ASIA EX JAPAN EQUITY SMALLER COMPANIES	INLUPP241116	AADCH8960Q	16 BOULEVARD DAVRANCHES L 1160	125614	0.20
17	TARA EMERGING ASIA LIQUID FUND	INMUFP094616	AAFCT6781P	C/o Equinox Alternative Investment Services (Mauritius) Ltd 12th Floor Standard Chartered Tower 19 Cybercity Ebene	85500	0.14

**For Route Mobile Limited**



Company Secretary and Compliance Officer

18	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	INUSFP067617	AABTV0979Q	100 VANGUARD BOULEVARD MALVERN PA	84323	0.13
19	ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	INUSFP043021	AABTI9328N	1209 The Corporation Trust Company Orange Street Wilmington Delaware	83805	0.13
20	UTI GOLDFINCH FUNDS PLC - UTI INDIA INNOVATION FUND	INIRFP049522	AACAU3164C	CITIBANK N.A. CUSTODY SERVICES, FIFC-9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI	80778	0.13
21	ALPHA ALTERNATIVES EQUITY ABSOLUTE RETURN FUND .	INIGFP125422	AAJTA3649L	Edelweiss Capital Services Limited Edelweiss House, Off. C.S.T. Road Kalina, Mumbai Maharashtra Mumbai	79941	0.13
22	ISHARES MSCI INDIA SMALL-CAP ETF	INUSFP036219	AABTI7440P	400 HOWARD STREET SAN FRANCISCO CA 94105	68520	0.11
23	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	INUSFP023316	AAJTS4147D	ONE LINCOLN STREET BOSTON MA	64063	0.10
24	ARYABHATA GLOBAL ASSETS FUNDS ICAV ARYABHATA INDIA FUND	INIRFP136222	AAXCA9861B	BNP PARIBAS HOUSE 1 NORTH AVENUE, GROUND FLOOR BKC, BANDRA EAST MUMBAI	62667	0.10
25	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS	INUSFP031416	AACCD1644G	6300 Bee Cave Road Building One Austin Texas 78746 USA	59152	0.09

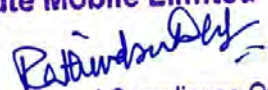
**For Route Mobile Limited**  
  
 Company Secretary and Compliance Officer

	GROUP INC. (DFAI DG)					
26	FLORIDA RETIREMENT SYSTEM - WELLINGTON MANAGEMENT COMPANY LLP	INUSFP081 919	AAAJF010 3H	1801 HERMITAGE BLVD SUITE 100 TALLAHASSEE FLORIDA	57809	0.09
27	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	INUSFP176 217	AAAAE53 65K	400 HOWARD STREET SAN FRANCISCO CA 94105	54293	0.09
28	ISHARES CORE MSCI EM IMI UCITS ETF	INIRFP0734 15	AADCI783 6E	JP MORGAN HOUSE IFSC DUBLIN 1	52099	0.08
29	TOKIO MARINE LIFE INSURANCE SINGAPORE LTD. - PAR P INEBRIDGE	INSGFP074 919	AAFCT46 43L	20 McCallum Street 07-01 Tokio Marine Centre	36259	0.06
30	VIKASA INDIA EIF I FUND- SHARE CLASS P	INMUFP055 123	AAJCV653 1B	ORBIS FINANCIAL CORPORATION LTD 4A OCUS TECHNOPOLIS GOLF CLUB ROAD, SECTOR- 54 GURGAON	34500	0.05
31	INDIA INTERNET & ECOMMERCE ETF	INUSFP035 322	AACAI204 4K	10900 Hefner Pointe Drive Suite 400 Oklahoma City Oklahoma	33018	0.05
32	SPDR PORTFOLIO EMERGING MARKETS ETF	INUSFP131 416	AAGTS45 84D	STATE STREET FINANCIAL CENTER ONE LINCOLN STREET BOSTON MA	30466	0.05
33	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	INUSFP083 617	AAACC90 40K	730 THIRD AVENUE NEW YORK NEW YORK	27825	0.04
34	FUNDPARTNER SOLUTIONS (SUISSE) S.A.-RP - FONDS INS	INCHFP209 715	AACCF696 0F	ROUTE DES ACACIAS 60	27500	0.04

**For Route Mobile Limited**

*Ratnakar Desai*  
 Company Secretary and Compliance Officer

	TITUTIONNEL - ACTIONS MARCHES EMERGENTS					
35	WELLINGTON TRUST COMPANY, NATIONAL ASSOCIATION MUL TIPLE COMMON TRUST FUNDS TRUST EMERGING MARKETS SM ALL CAP SYSTEMATIC EQUITY PORTFOLIO	INUSFP029 622	AAATW67 19N	280 Congress Street Boston Massachusetts	27000	0.04
36	GLOBAL MACRO CAPITAL OPPORTUNITIES PORTFOLIO	INUSFP143 217	AACTG14 18N	2 INTERNATIONA L PLACE BOSTON MA	25900	0.04
37	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL C AP INDEX FUND- NON LENDING	INUSFP095 215	AACTN15 85B	50 S LaSalle Street Chicago Illinois	24388	0.04
38	COMMONWEALTH SPECIALIST FUND 52	INAUFP048 721	AACTC87 91Q	Ground Floor Tower 1 201 Sussex Street Sydney NSW	22700	0.04
39	CUSTODY BANK OF JAPAN, LTD. STB SBIAM-INDIA EQUITY MOTHER FUND	INJPFP0251 16	AAATJ927 9N	8-11 HARUMI 1- CHOME CHUO- KU TOKYO	22220	0.04
40	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	INUSFP083 219	AAHTA51 57H	4500 MAIN STREET KANSAS CITY MISSOURI	21963	0.03
41	SPDR S&P EMERGING MARKETS SMALL CAP ETF	INUSFP131 616	AAHTS48 05N	ONE LINCOLN STREET BOSTON MA	21782	0.03
42	GS INDIA EQUITY	INGEFP021 920	AAGAG12 54K	Yorckstrasse 21 Germany	21675	0.03
43	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIM	INUSFP082 720	AAJCD000 4F	251 Little Falls Drive New Castle County	19857	0.03

**For Route Mobile Limited**  
  
 Company Secretary and Compliance Officer

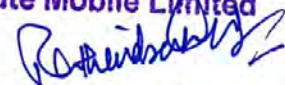
	ENSIONAL ETF TRUST			Wilmington Delaware		
44	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	INUSFP033 916	AAATD77 68G	6300 Bee Cave Road Building One Austin Texas 78746 USA	19819	0.03
45	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	INUSFP022 719	AACTV95 51H	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	19299	0.03
46	NEW YORK STATE TEACHERS RETIREMENT SYSTEM-MANAGED BY GOLDMAN SACHS ASSET MANAGEMENT L.P.	INUSFP120 722	AAATN98 78M	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	19076	0.03
47	PINEBRIDGE GLOBAL FUNDS - PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	INIRFP0837 15	AACTP56 07Q	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	18032	0.03
48	INTECH TECHNOLOGY DMCC	INUEFP090 022	AAGCI786 2M	ORBIS FINANCIAL CORPORATION LTD. 4 A, OCUS TECHNOPOLEIS SECTOR 54, GOLF CLUB ROAD GURGAON	17086	0.03
49	VANGUARD TOTAL WORLD STOCK INDEX FUND	INUSFP067 417	AABTV02 79R	100 VANGUARD BOULEVARD MALVERN PA	16654	0.03
50	MEDIOLANUM BEST BRANDS - MEDIOLANUM INDIA OPPORTUNITIES	INIRFP1073 22	AAITM63 64M	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25	15732	0.03

**For Route Mobile Limited**

*Rathendras*  
 Company Secretary and Compliance Officer

				M.G. ROAD FORT, MUMBAI		
51	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	INUSFP017 622	AAJCD101 0H	251 Little Falls Drive New Castle County Wilmington Delaware	15450	0.02
52	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNATIONAL INDEX FUND	INUSFP150 116	AAATF53 91H	245 Summer Street Boston Massachusetts	15086	0.02
53	BVK PERSONALVORSOR GE DES KANTONS ZURICH	INCHFP113 016	AACTB50 09N	STAMPFENBACH STRASSE 63 8006 ZURICH	14887	0.02
54	PUB EQUITIES EMERGING MARKETS 2	INCHFP001 417	AACTP95 73F	UETLIBERGSTR ASSE 231 ZURICH	14382	0.02
55	PINEBRIDGE GLOBAL DYNAMIC ASSET ALLOCATION FUND	INAUFP005 215	AACTP69 15F	LEVEL 12 ANGEL PLACE 123 PITT STREET SYDNEY NSW 2000	13500	0.02
56	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EM IMI ESG SCREENED UCITS ETF	INIRFP0680 18	AAFCI012 4F	JP MORGAN 200 CAPITAL DOCK 79 SIR JOHN ROGERSONS QUAY DUBLIN	12030	0.02
57	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORT HERN TRUST INVESTMENTS, INC.	INUSFP064 323	AAFFC055 9D	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	11720	0.02
58	ISHARES MSCI EMERGING MARKETS SMALL- CAP ETF	INUSFP038 719	AAFCI333 8D	400 HOWARD STREET SAN FRANCISCO CA 94105	11460	0.02

For Route Mobile Limited



Company Secretary and Compliance Officer

59	ISHARES MSCI EM SMALL CAP UCITS ETF	INIRFP257116	AADC13486J	JP MORGAN HOUSE IFSC DUBLIN 1	11310	0.02
60	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	INUSFP022916	AAHTS6002P	ONE LINCOLN STREET BOSTON MA	10948	0.02
61	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	INUSFP167315	AAAJU0522D	885 Second Avenue 30th Floor New York NY	10809	0.02
62	EMQQ THE EMERGING MARKETS INTERNET & ECOMMERCE ETF	INUSFP071815	AAAAE7676F	10900 HEFNER POINTE DRIVE SUITE 207 OKLAHOMA CITY OK 73120	10296	0.02
63	ABARIS EMERGING MARKETS EQUITY	INLUF219115	AAEAA3016B	1C RUE GABRIEL LIPPMANN MUNSBACH	10000	0.02
64	VIRGINIA RETIREMENT SYSTEM	INUSFP158315	AAATV3654P	1200 EAST MAIN STREET RICHMOND VIRGINIA	9628	0.02
65	ARTICO SICAV - ARTICO SUSTAINABLE EMERGING MARKETS	INLUF204818	AAGAA2997K	2C RUE ALBERT BORSCHETTE	8316	0.01
66	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	INUSFP242917	AADCT1007C	1111 BROADWAY SUITE 2100 OAKLAND CA	8180	0.01
67	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	INUSFP022816	AAITS0342K	ONE LINCOLN STREET BOSTON MA	7466	0.01
68	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING	INIRFP026114	AAUCS9527P	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	7451	0.01

**For Route Mobile Limited**

*Ratendra Bhat*  
 Company Secretary and Compliance Officer

	MARKETS SMALL CAP UCITS ETF					
69	LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CA P COLLECTIVE INVESTMENT TRUST FUND	INUSFP011 824	AACTL47 48C	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI	7318	0.01
70	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	INUSFP080 421	AAGCE70 53A	Suite 820 7 St. Paul Street Baltimore Maryland	6985	0.01
71	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	INUSFP024 018	AAECE93 20Q	6300 BEE CAVE ROAD BUILDING ONE	6572	0.01
72	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	INUSFP130 016	AAATP51 86E	277 EAST TOWN STREET COLUMBUS OH 43215 USA	6220	0.01
73	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL F UNDS ICVC	INUKFP032 216	AACCD15 06B	20 Triton Street Regents Place London NW1 3BF U K	5818	0.01
74	STICHTING SHELL PENSIENFONDS	INNLF023 317	AACTS757 6B	BOGAARDPLEIN 41 RIJSWIJK ZH	5590	0.01
75	PINEBRIDGE DYNAMIC ASSET ALLOCATION FUND	INUSFP006 120	AAHTA77 79H	ONE FREEDOM VALLEY DRIVE OAKS PA	5350	0.01
76	HSBC ETFS PLC - HSBC MSCI EMERGING MARKETS SMALL C AP ESG UCITS ETF	INIRFP1171 22	AAGCH52 13B	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	5227	0.01

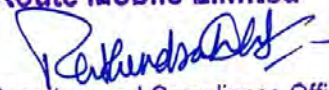
**For Route Mobile Limited**



Company Secretary and Compliance Officer

77	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	INUSFP143 615	AAPTS445 3E	ONE LINCOLN STREET BOSTON MA	4993	0.01
78	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	INUSFP031 516	AABCE62 64C	6300 Bee Cave Road Building One Austin Texas 78746 USA	4943	0.01
79	SPDR S AND P EMERGING ASIA PACIFIC ETF	INUSFP131 516	AAGTS45 83E	STATE STREET FINANCIAL CENTER ONE LINCOLN STREET BOSTON MA	4792	0.01
80	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	INIRFP0277 16	AABCE75 01L	25/28 NORTH WALL QUAY DUBLIN I	4608	0.01
81	VANGUARD ESG INTERNATIONAL STOCK ETF	INUSFP014 619	AACTV88 76B	100 VANGUARD BOULEVARD MALVERN PENNSYLVANIA	4308	0.01
82	EMERGING MARKETS TARGETED VALUE PORTFOLIO	INUSFP073 518	AAFCE241 6E	6300 BEE CAVE ROAD BUILDING ONE	4221	0.01
83	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	INUSFP172 517	AAAAE35 43M	400 HOWARD STREET SAN FRANCISCO CA 94105	3905	0.01
84	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	INMUFP257 316	AACCG30 25G	LEVEL 3 ALEXANDER HOUSE 35 CYBERCITY EBENE	3832	0.01
85	ALASKA PERMANENT FUND	INUSFP117 816	AADTA78 00K	801 WEST 10TH STREET JUNEAU ALASKA	3751	0.01
86	SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF	INUSFP069 815	AAPTS259 3F	ONE LINCOLN STREET BOSTON MA	3356	0.01

**For Route Mobile Limited**

  
 Company Secretary and Compliance Officer

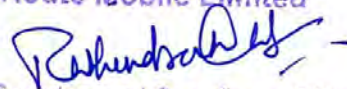
87	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	INMUFP080 015	AAACW75 48L	C/O CIM GLOBAL BUSINESS 33 EDITH CAVELL STREET PORT LOUIS	3299	0.01
88	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	INIRFP0330 15	AAJCM594 5N	70 SIR JOHN ROGERSON'S QUAY DUBLIN 2	3297	0.01
89	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - S PDR MSCI ACWI IMI UCITS ETF	INIRFP0251 14	AAUCS96 25C	78 SIR JOHN ROGERSONS QUAY DUBLIN 2	3278	0.01
90	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	INCAFP112 522	AACTI094 2D	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C- 54 AND C-55, BKC BANDRA - EAST, MUMBAI	3208	0.01
91	EMQQ EMERGING MARKETS INTERNET & ECOMMERCE UCITS E TF	INIRFP0447 19	AAATE99 17A	25 28 NORTH WALL QUAY DUBLIN 1	3104	0.00
92	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	INIRFP1271 15	AAFCD12 35L	25/28 NORTH WALL QUAY DUBLIN 1	2860	0.00
93	PUB EQUITIES EMERGING MARKETS 1	INCHFP001 517	AACTP95 72E	UETLIBERGSTR ASSE 231 ZURICH	2661	0.00
94	PREMIER INVESTMENT FUND LIMITED	INMUFP067 016	AACCP93 87L	C/o DTOS Ltd 10th FLOOR RAFFLES TOWER 19 CYBERCITY EBENE	2590	0.00
95	FMQQ THE NEXT FRONTIER INTERNET & ECOMMERCE ETF	INUSFP084 921	AABAF02 24F	10900 Hefner Pointe Drive Suite 400 Oklahoma City Oklahoma	2531	0.00

**For Route Mobile Limited**

  
 Company Secretary and Compliance Officer

96	SOMERVILLE TRADING ENTERPRISES, LLC	INUSFP004424	ABMCS4995G	JPMorgan Chase Bank, N.A. India Sub Custody 9th Floor, Tower A Block 9, NKP Western Express Highway, Goregaon E.	2496	0.00
97	STATE STREET MSCI ACWI EX USA IMI SCREENED NON-LENDING COMMON TRUST FUND	INUSFP234015	AAPTS8365R	ONE LINCOLN STREET BOSTON MA	2472	0.00
98	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMERGING MARKETS ALL CAP EQUITY INDEX FUND	INIRFP049720	AAHCV3894R	70 Sir John Rogerson's Quay Dublin 2 Dublin	2462	0.00
99	INQQ INDIA INTERNET & ECOMMERCE ESG-S UCITS ETF	INIRFP078022	AACTI0638J	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	2236	0.00
100	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	INUSFP103222	AAJCD5348J	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	2230	0.00
101	DFA INTERNATIONAL CORE EQUITY FUND	INCAFP268915	AABTD3438N	SUITE 1520 - 1500 WEST GEORGIA STREET VANCOUVER BRITISH COLUMBIA	2184	0.00
102	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF	INGEFP084616	AADAA7542B	BOCKENHEIMER LANDSTRASSE 42-44 HESSE	2127	0.00

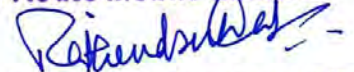
For Route Mobile Limited



Company Secretary and Compliance Officer

	OF ALLIANZGI-FONDS DSPT			FRANKFURT/ MAIN		
103	FUNDPARTNER SOLUTIONS (SUISSE) SA-TURICUM - AKTIE N - UND IMMOBILIENWERT SCHRIFTEN	INCHFP135 115	AACCF625 4C	ROUTE DES ACACIAS 60 CAROUGE	2088	0.00
104	HSBC ETFS PLC - HSBC S&P INDIA TECH UCITS ETF	INIRFP0117 24	AAHCH18 35N	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	1943	0.00
105	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKET'S SUSTAINABILITY TRUST	INAUFP051 921	AADTD84 54E	Level 43 1 Macquarie Place Sydney New South Wales	1839	0.00
106	EMERGING MARKET'S SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	INIRFP0883 21	AAGCE76 71Q	25/28 NORTH WALL QUAY DUBLIN	1705	0.00
107	WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	INIRFP0335 22	AADCW21 04P	25/28 NORTH WALL QUAY DUBLIN	1691	0.00
108	FLEXSHARES MORNINGSTAR EMERGING MARKET'S FACTOR TILT INDEX FUND	INUSFP242 515	AAATF41 43K	50 S LASALLE STREET CHICAGO IL	954	0.00
109	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF	INUSFP061 421	AAICD695 6H	251 Little Falls Drive New Castle County	926	0.00

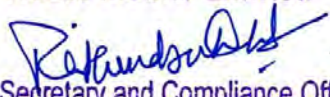
**For Route Mobile Limited**



**Company Secretary and Compliance Officer**

	OF DIM ENSIONAL ETF TRUST			Wilmington Delaware		
110	NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHIN A INVESTABLE MARKET INDEX FUND - NON- LENDING	INUSFP088 621	AADTN83 46F	50 S. LaSalle Street Chicago Illinois	920	0.00
111	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	INAUFP233 415	AABTB66 69D	LEVEL 26 101 COLLINS STREET MELBOURNE VIC	795	0.00
112	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVE STABLE MARKET INDEX FUND-NON LENDING	INUSFP246 115	AABTN09 34H	50 South LaSalle Street Chicago Illinois	682	0.00
113	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVE STMENT DIMENSIONS GROUP INC.	INUSFP021 616	AABCW44 01F	6300 Bee Cave Road Building One Austin Texas 78746 USA	661	0.00
114	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	INUSFP164 915	AAATJ904 9G	601 CONGRESS STREET BOSTON MA 02210 2805 USA	660	0.00
115	INTERNATIONAL MONETARY FUND	INUSFP287 816	AAAJI058 6P	700 19TH STREET NW WASHINGTON DC	609	0.00
116	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EME RGING MARKETS EQUITY ETF	INUSFP019 322	AAJTA054 2Q	4500 MAIN STREET KANSAS CITY MISSOURI	573	0.00
117	UTAH STATE RETIREMENT SYSTEMS	INUSFP271 916	AAATU29 01Q	540 East 200 South Salt Lake City Utah	546	0.00

**For Route Mobile Limited**

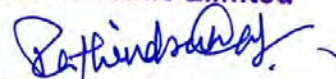
  
 Company Secretary and Compliance Officer

## IX. MEETINGS OF MEMBERS/ CLASS OF MEMBERS/ BOARD/ COMMITTEES OF THE BOARD OF DIRECTORS

### C. COMMITTEE MEETINGS

Sr. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	May 19, 2023	3	3	100
2	Audit Committee	July 28, 2023	4	4	100
3	Audit Committee	October 27, 2023	4	4	100
4	Audit Committee	January 23, 2023	4	4	100
5	Nomination and Remuneration Committee	May 19, 2023	3	3	100
6	Nomination and Remuneration Committee	July 28, 2023	3	3	100
7	Corporate Social Responsibility Committee	May 19, 2023	3	3	100
8	Stakeholders Relationship Committee	January 23, 2024	3	2	66.67
9	Risk Management Committee	April 3, 2023	4	3	75
10	Risk Management Committee	September 26, 2023	4	3	100
11	Risk Management Committee	March 14, 2024	4	4	100

**For Route Mobile Limited**



Company Secretary and Compliance Officer



# DHRUMIL M. SHAH & CO. LLP

Practising Company Secretaries

Ref No: 1280/2024-25

FORM No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

## CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Route Mobile Limited** ("the Company") **CIN: L72900MH2004PLC146323** having its registered office at 4<sup>th</sup> Dimension, 3<sup>rd</sup> Floor, Mind Space, Malad (West), Mumbai 400064 as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made there under for the financial year ended on **March 31, 2024**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and/or agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  1. its status under the Act;
  2. The Company has maintained registers/records & making entries therein within the time prescribed therefor;
  3. The Company has filed the forms and returns with the Registrar of Companies within the prescribed time;
  4. The Company has called and convened the meetings of Board of Directors and its committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book and registers maintained for the purpose and the same have been signed, further the Company was not required to pass any resolution by postal ballot;
  5. The Company has complied with the provision of closure of Register of Members during the financial year 2023-24;
  6. The Company has complied with provisions of Section 185 relating to advances/loans to its Directors and/or persons or firms or Companies referred thereunder;

The Company has complied with provisions of Section 188 of the Act relating to contracts/ arrangements entered with Related Parties.



8. During the financial year:
- a) The Company has made allotment of 1,77,815 equity shares on August 31, 2023 under Route Mobile Limited Employee Stock Option Plan, 2017 to Route Mobile Employee Welfare Trust (Trust) through following Grant as described hereunder. All the shares issued were subsequently listed on BSE Limited & National Stock Exchange of India Limited.
- Grant I – Allotment of 625 equity shares at an exercise price of Rs. 300.00/- each
  - Grant II – Allotment of 79,500 equity shares at an exercise price of Rs. 326.16/- each
  - Grant III – Allotment of 97,690 equity shares at an exercise price of Rs. 326.16/- each
- b) The Company has made allotment of 1,67,500 equity shares on February 16, 2024 under Route Mobile Limited Employee Stock Option Plan, 2017 to Route Mobile Employee Welfare Trust (Trust) through following Grant as described hereunder. All the shares issued were subsequently listed on BSE Limited & National Stock Exchange of India Limited.
- Grant I – Allotment of 6,500 equity shares at an exercise price of Rs. 300.00/- each
  - Grant II – Allotment of 1,54,875 equity shares at an exercise price of Rs. 326.16/- each
  - Grant III – Allotment of 6,125 equity shares at an exercise price of Rs. 326.16/- each
- c) The Company had not received any requests for physical transfer and transmission of the shares during the reporting period.
- d) The Company had not received requests for issue of duplicate share certificate.
- e) The Company had not done any buy back of securities or reduction of share capital or conversion of shares or securities. The Company had not issued any preference shares or debentures. However, the Company has altered its Paid-up Share Capital, the details of the same is mentioned in the aforesaid point no 8(a) and 8(b).
9. During the financial year there were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares.



10. During the financial year:
- The Board of the Company at their meeting held on May 19, 2023 declared final dividend of Rs. 2/- per equity share for the financial year ended March 31, 2023 which was subsequently approved by the Members of the Company at the Annual General Meeting held on September 22, 2023.
  - The Board of the Company at their meeting held on July 27, 2023, October 10, 2023 and January 23, 2024 declared an Interim Dividend of Rs. 3/- each per equity share respectively for the financial year ended March 31, 2024.
  - The Company was not required to transfer the unpaid/unclaimed dividend amounts to the Investor Education and Protection Fund.
11. The Company has complied with the signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. During the financial year:
- The Board of Directors of the Company were duly constituted.
  - No changes took place in the composition of the Board of Directors.
  - Necessary disclosures have been given by Directors and Key Managerial Personnel.
  - Provisions relating to remuneration and sitting fees paid to the Directors and Key Managerial personnel were duly complied.
  - The Company was not required to fill any casual vacancies.
13. During the year, there were no instances of appointment or re-appointment or casual vacancy of the auditors as per the provisions of Section 139 of the Act;
14. The Company was not required to take any approval from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. The Company has not accepted / renewed / repaid any amount which comes under purview of the term "Deposit" as per Companies (Acceptance of Deposit) Rules, 2014 during the financial year 2023-24;



16. The Company has not borrowed any funds during the review period. However, the Company has provided Corporate Guarantees for loans obtained by its Wholly Owned Subsidiary (WOS) and has complied with all applicable provisions of the Companies Act, 2013, including the creation, modification, and satisfaction of charges, wherever required.
17. The Company has complied with the provisions of Section 186 of the Act.
18. The Company has not altered the provisions of the Memorandum and Articles of Association of the Company;

For Dhrumil M. Shah & Co. LLP  
Practicing Company Secretaries  
ICSI URN: L2023MH013400  
PRN: 3147/2023



Place: Mumbai  
Date: October 03, 2024

A handwritten signature in blue ink, appearing to read "Dhrumil M. Shah".

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Dhrumil M. Shah  
Partner  
FCS 8021 | CP 8978  
UDIN: F008021F001421092

Date: September 19, 2024

To,  
**The Registrar of Companies,**  
Everest Building, 100 Marine Drive  
Mumbai 400002.

Dear Sir/Madam,

**Subject: Details of Designated Person with respect to beneficial interest in shares of the company**

MCA vide notification dated October 23, 2023, inter-alia stated that "Every Company shall designate a person who shall be responsible for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in shares of the company." Companies are required to inform the details of such designated person in Annual return.

Since the company has Company Secretary under the Companies Act, 2013, Mr. Rathindra Das, Group Head Legal, Company Secretary & Compliance Officer is Authorized to act as the designated person in this regard for the company.

**Details of Authorized person:**

Name: Mr. Rathindra Das  
Designation: Group Head Legal, Company Secretary & Compliance Officer  
Email Id: complianceofficer@routemobile.com

We request you to take the above additional information on records.

Thanking you,  
Yours truly,

For Route Mobile Limited



**Rathindra Das**  
**Group Head Legal, Company Secretary & Compliance Officer**  
**M No.: F12663**

