

Registered & Corporate Office: Route Mobile Limited

4" Dimension 3" Floor, Mind Space Malad (West) Mumbai - 400 064. India +91 22 4033 7676/77-99 Fax +91 22 4033 7650 info@routemobile.com www.routemobile.com CIN No: 972900MH2004PLC146323

Ref No: RML/2021-22/66

Date: April 20, 2021

To.

BSE Limited

Scrip Code: 543228

National Stock Exchange of India Limited

NSE Symbol: ROUTE

Dear Sir/Madam,

Sub: Declaration of Voting Results of Postal Ballot

This has reference to our letter dated March 19, 2021, enclosing the Postal Ballot Notice dated March 15, 2021, seeking approval of the Members of the Company through Special resolutions, for approving the Route Mobile Limited - Employee Stock Option Plan, 2021 ("RML ESOP 2021"/ "Plan" / "Scheme") and other connected items thereto, by way of postal ballot only through remote voting by electronic means ("remote e-voting").

In this regard, please find enclosed the following:

- 1. The Voting Results of the said Postal Ballot through remote e-voting, in relation to the aforesaid business, as required under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as **Annexure 1**.
- 2. The Scrutinizer's Report dated April 20, 2021, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as **Annexure 2**.

The Voting Results along with the Scrutinizer's Report is available on the website of the Company at www.routemobile.com and will also be made available on the website of KFin Technologies Private Limited at https://evoting.kfintech.com.

This information is submitted pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations.

You are requested to take the abovementioned information on record.

Thanking you,

Yours faithfully,

For Route Mobile Limited

Rathindra Das

Head Legal, Company Secretary & Compliance Officer

Encl: as above



Registered & Corporate Office: Route Mobile Limited

4" Dimension
3" Floor, Mind Space
Malad (West)
Mumbai - 400 064, India
+91 22 4033 7676/77-99
Fax +91 22 4033 7650
info@routemobile.com
www.routemobile.com
CIN No. U72900MH2004PLC146323

ANNEXURE - 1

Format for Voting Results

Date of Declaration of Postal Ballot/AGM/EGM	Resolution passed through Postal Ballot on April 19, 2021
Total number of shareholders on record date (i.e., March 12, 2021)	89,955
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group: Public:	

For Route Mobile Limited

Rathindra Das

	lution Required	Special							
	inary /Special)								
	Vhether No								
	noter/promoter								
	nterested in the								
	da/resolution?					000414		/ #51 H / #6 1 H5	
	ription of	Approval of 'Re	oute Mobile Lir	nited - Employ	ee Stock Option Plan,	2021' ("RML I	ESOP 2021",	/ "Plan" / "Scheme")	
	lution considered		T _	T -	T	T		T	Τ
Sr.	Category	Mode of	No. of	No. of Votes	% of Votes Polled	No. of	No. of	% of Votes in	% of Votes against
No.		Voting	Shares Held	Polled	on Outstanding	Votes-in	Votes	favour on votes	on votes polled
					Shares	favour	against	polled	
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
A	Promoter &	E-Voting	37714286	37714286	100.00	37714286	0	100.00	0
	Promoter Group	Poll (Not		0	0	0	0	0	0
		Applicable)							
		Postal Ballot		0	0	0	0	0	0
		(Not							
		Applicable)							
		Total	37714286	37714286	100.00	37714286	0	100.00	0
В	Public	E-Voting	12815850	11082179	86.47	10765479	316700	97.14	2.86
	Institutions	Poll (Not	1	0	0	0	0	0	0
		Applicable)							
		Postal Ballot		0	0	0	0	0	0
		(Not							
		Applicable)							
		Total	12815850	11082179	86.47	10765479	316700	97.14	2.86
С	Public Non-	E-Voting	7183447	11223	0.16	10369	854	92.39	7.61
	Institutions	Poll (Not	1	0	0	0	0	0	0
		Applicable)							
		Postal Ballot	1	0	0	0	0	0	0
		(Not							
		Applicable)							
		Total	7183447	11223	0.16	10369	854	92.39	7.61
Tota	l (A+B+C)		57713583	48807688	84.57	48490134	317554	99.35	0.65
	ther Resolution is Pa	assed or Not			1				Yes

For Route Mobile Limited

Rathindra Das

	ution Required nary /Special)	Special							
Whetl		No							
promo are in agend	oter/promoter terested in the a/resolution?								
	iption of ution considered				the Employees/Dire 021' ("RML ESOP 202			any(ies) of the Comp	any under 'Route
Sr. No.	Category	Mode of Voting	No. of Shares Held	No. of Votes	% of Votes Polled on Outstanding	No. of Votes-in	No. of Votes	% of Votes in favour on votes	% of Votes against on votes
				Polled	Shares	favour	against	polled	polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
A	Promoter &	E-Voting	37714286	37714286	100	37714286	0	100	0
	Promoter Group	Poll (Not Applicable)		0	0	0	0	0	0
		Postal Ballot (Not Applicable)		0	0	0	0	0	0
		Total	37714286	37714286	100	37714286	0	100	0
В	Public	E-Voting	12815850	11082179	86.47	10765479	316700	97.14	2.86
	Institutions	Poll (Not Applicable)		0	0	0	0	0	0
		Postal Ballot (Not Applicable)		0	0	0	0	0	0
		Total	12815850	11082179	86.47	10765479	316700	97.14	2.86
С	Public Non-	E-Voting	7183447	11215	0.16	10313	902	91.96	8.04
	Institutions	Poll (Not Applicable)		0	0	0	0	0	0
		Postal Ballot (Not Applicable)		0	0	0	0	0	0
		Total	7183447	11215	0.16	10313	902	91.96	8.04
Total	(A+B+C)		57713583	48807680	84.57	48490078	317602	99.35	0.65
Whetl	ner Resolution is Pa	ssed or Not							Yes

For Route Mobile Limited

Rathindra Das

	ution Required	Special							
Whet	nary /Special)	No							
promoter/promoter									
	terested in the								
	la/resolution?								
_	iption of	Annroyal of Tr	ust Route for the i	imnlementatio	on of 'Route Mobile Li	mited - Fmnl	ovee Stock (option Plan, 2021' ("R	ML FSOP 2021"/
	ution considered	"Plan"/ "Schem		mprementation	on or Route Ploblic El	inited Empi	oyee stock e	,puon 1 lun, 2021 (1	1021 /
Sr.	Category	Mode of	No. of Shares	No. of	% of Votes Polled	No. of	No. of	% of Votes in	% of Votes
No.		Voting	Held	Votes	on Outstanding	Votes-in	Votes	favour on votes	against on votes
				Polled	Shares	favour	against	polled	polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
A	Promoter &	E-Voting	37714286	37714286	100	37714286	0	100	0
	Promoter Group	Poll (Not		0	0	0	0	0	0
		Applicable)							
		Postal Ballot		0	0	0	0	0	0
		(Not							
		Applicable)							
		Total	37714286	37714286	100	37714286	0	100	0
В	Public	E-Voting	12815850	11082179	86.47	10765479	316700	97.14	2.86
	Institutions	Poll (Not		0	0	0	0	0	0
		Applicable)							
		Postal Ballot		0	0	0	0	0	0
		(Not							
		Applicable)	10015050	110001=0	24.5			0=11	
		Total	12815850	11082179	86.47	10765479	316700	97.14	2.86
С	Public Non-	E-Voting	7183447	11209	0.16%	10355	854	92.38	7.62
	Institutions	Poll (Not		0	0	0	0	0	0
		Applicable) Postal Ballot		0	0	0	0	0	0
		(Not		0	0	0	0	0	0
		Applicable)							
		Total	7183447	11209	0.16%	10355	854	92.38	7.62
Total	(A+B+C)	Total	57713583	48807674	84.57	48490120	317554	99.35	0.65
	her Resolution is Pa	ssed or Not	37713303	10007074	01.57	10170120	31/33 1	77.00	Yes
77 1100	iici Resolution is i c	issea of not							103

For Route Mobile Limited

Rathindra Das

Whether are interested in the against and provided for Power are interested in the against are interested in the against and provided for Power are interested in the against and provided in the against and provided for Power are interested in the against and provided in the against and provided in the against and provided for Power are interested in the against and provided in the against and provided a		ution Required	Special							
Promoter are interested in the age of a promoter age in the age of a policy		<u>, , , , , , , , , , , , , , , , , , , </u>								
Promoter Group Post Promoter Group Post Post Post Billot (Not Applicable) Post Post Billot (Not Applicable) Post										
Second Test Test										
Percentation of Resolution Plan, 2021' ("RML ESOP 2011" ("Scheme")" ("Schem										
No. No.										
Sr. No. No. Sr. No. No. Held No. of No. of										enefit of Employees
No. No.										T
Promoter & Promoter & Polled Polled Shares Favour Against Polled Polle	_	Category	Mode of Voting			,, , , , , , , , , , , , , , , , , , , ,				
Promoter & Promoter & Poll (Not Applicable) Postal Ballot (Not Applicable)	No.			Held						
Promoter & Promoter Group Poll (Not Applicable) Postal Ballot (Not Applicable) Postal Ballo										
Promoter Group										(7)=[(5)/(2)]*100
Applicable Postal Ballot (Not Applicable) Postal Ballot (Not	A			37714286	37714286					
Postal Ballot (Not Applicable) Postal Ballot (Not Applicable) Total 37714286 100 37714286 0 100 0 0		Promoter Group			0	0	0	0	0	0
Notation Policy Postal Ballot (Not Applicable) Postal Ball			Applicable)							
Applicable Total 37714286 37714286 100 37714286 0 100 0			Postal Ballot		0	0	0	0	0	0
Total Total 37714286 37714286 100 37714286 0 100 0										
B Institutions Public Institutions E-Voting Poll (Not Applicable) 12815850 11082179 86.47 10765479 316700 97.14 2.86 Postal Ballot (Not Applicable) Postal Ballot (Not Applicable) 0 <td></td> <td></td> <td>Applicable)</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>			Applicable)							
Institutions			Total	37714286	37714286	100	37714286	·	100	
Applicable Postal Ballot (Not Applicable) Total 12815850 11082179 86.47 10765479 316700 97.14 2.86	В	Public		12815850	11082179	86.47	10765479	316700	97.14	2.86
Postal Ballot (Not Applicable)		Institutions	Poll (Not		0	0	0	0	0	0
C Public Non- Institutions Postal Ballot (Not Applicable) Total Tota			Applicable)							
Applicable Total 12815850 11082179 86.47 10765479 316700 97.14 2.86			Postal Ballot		0	0	0	0	0	0
C Public Non-Institutions E-Voting Poll (Not Applicable) 7183447 11166 0.16 10325 841 92.47 7.53 Postal Ballot (Not Applicable) Postal Ballot (Not Applicable) 0			(Not							
C Institutions Public Non-Institutions E-Voting Poll (Not Applicable) 7183447 11166 0.16 10325 841 92.47 7.53 Postal Ballot (Not Applicable) Postal Ballot (Not Applicable) 0			Applicable)							
Institutions			Total	12815850	11082179	86.47	10765479	316700	97.14	1
Applicable) Postal Ballot (Not Applicable) 0	С	Public Non-	E-Voting	7183447	11166	0.16	10325	841	92.47	7.53
Postal Ballot (Not Applicable) 0 0 0 0 0 0 0 Total (A+B+C) 7183447 11166 0.16 10325 841 92.47 7.53 Total (A+B+C) 57713583 48807631 84.57 48490090 317541 99.35 0.65		Institutions	Poll (Not		0	0	0	0	0	0
(Not Applicable) (Not Applicable)<			Applicable)							
Applicable) Location			Postal Ballot		0	0	0	0	0	0
Total 7183447 11166 0.16 10325 841 92.47 7.53 Total (A+B+C) 57713583 48807631 84.57 48490090 317541 99.35 0.65			(Not							
Total (A+B+C) 57713583 48807631 84.57 48490090 317541 99.35 0.65			Applicable)							
			Total	7183447	11166	0.16	10325	841	92.47	7.53
Whether Resolution is Passed or Not Yes	Total	(A+B+C)		57713583	48807631	84.57	48490090	317541	99.35	0.65
	Wheth	her Resolution is Pa	issed or Not							Yes

For Route Mobile Limited

Rathindra Das



Ref: 65/2021-22

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Route Mobile Limited
CIN: U72900MH2004PLC146323
4th Dimension, 3rd Floor, Mind Space,
Malad (West), Mumbai 400064

Dear Sir,

Sub: Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by equity shareholders through Postal Ballot

I, Dhrumil M. Shah, Practising Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of Route Mobile Limited dated March 15, 2021, pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of monitoring the e-voting process, scrutinizing the votes casted and ascertaining the results thereof and report to the Chairman in respect of the below mentioned resolution:

Pursuant to Section 108 and 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules, 2014 read with MCA General Circulars No. 14/2020 dated 08th April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020 and No. 39/2020 dated 31st December, 2020 (collectively referred as "MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 & SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred as "SEBI Circulars") issued in this regard on resolution as mentioned in the Notice of Postal Ballot (e-voting) dated March 15, 2021.

I submit my report as under:

The Company has appointed M/s. KFin Technologies Private Limited (erstwhile Karvy Fintech Private Limited), Registrar and Share Transfer Agent (RTA) as the Service Provider, for the facility of electronic voting to the shareholders of the company.



The details regarding Commencement and end date of postal ballot and remote e-voting are as under:

Cut-Off date for considering voting rights for postal ballot	12th March, 2021	
E-voting Commencement date	21st March, 2021	(9:00 AM)
E-Voting end Date	19 th April, 2021	(5:00 PM)

I submit my report as under:

- i. On Saturday, March 20, 2021 the Company has completed the dispatch of Notice of Postal Ballot electronically to all the members who have registered their e-mail addresses with the Company or with the Depositories/Depository Participant and whose names appear in the Register of Members/list of Beneficial Owners as on the Cut-off date i.e., Friday, March 12, 2021.
- ii. In compliance with the provisions of the Companies Act, 2013 and MCA General Circulars issued by Ministry of Corporate Affairs, physical Postal Ballot Forms were not dispatched by the Company. Therefore, neither the Company nor I have received any postal ballot (s).
- iii. The Members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent or the Company, were given special facility to get their email ID registered to receive the Notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Circular, the Company has given a public advertisement in Business Standard (English) on 16th March, 2021 and Mumbai Lakshadweep (Marathi) on 16th March, 2021 and in Financial Express (English) on 21st March, 2021 and Mumbai Lakshadweep (Marathi) on 21st March, 2021.
- iv. All votes casted through e-voting upto 5.00 p.m., Monday, 19th April, 2021, the last date and time fixed by the Company, were considered for scrutiny.
- v. After completion of e voting, votes casted by the members, were unblocked by me in the presence of two witnesses who are not in the employment of the Company.
- vi. Thereafter, the details, containing, inter-alia list of equity shareholders, who voted "For", "Against" and "Invalid" the Resolution were downloaded from the e-voting portal of https://evoting.kfintech.com by unblocking the event on Monday, 19th April, 2021 around 5:01 p.m.
- vii. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.



The results of the remote e-voting conducted through e-voting are as under:

Special Business:

Item No. 1- Special Resolution-

Approval of 'Route Mobile Limited - Employee Stock Option Plan, 2021' ("RML ESOP 2021"/ "Plan"/ "Scheme")

E-Voting

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	250	48807688	004,200,004,3,054
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	250	48807688	100
4.	E-voting with assent	227	48490134	99.35
5.	E-voting with dissent.	23	317554	0.65

Item No. 2 - Special Resolution-

Approval of grant of Employee Stock Options to the Employees/Directors of subsidiary company(ies) of the Company under 'Route Mobile Limited - Employee Stock Option Plan, 2021' ("RML ESOP 2021"/ "Plan"/ "Scheme")

E-Voting

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
Ĭ.	Total E-voting received	248	48807680	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	248	48807680	100
4.	E-voting with assent	222	48490078	99.35
5.	E-voting with dissent.	26	317602	0.65



Item No. 3- Special Resolution-

Approval of Trust Route for the implementation of 'Route Mobile Limited - Employee Stock Option Plan, 2021' ("RML ESOP 2021"/ "Plan"/ "Scheme").

E-Voting

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	248	48807674	
2.	Less-Invalid E-voting	0	0	
3.	Net valid E-voting	248	48807674	100
4.	E-voting with assent	225	48490120	99.35
5.	E-voting with dissent.	23	317554	0.65

Item No. 4- Special Resolution-

Approval for Provision of Money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of Employees under 'Route Mobile Limited - Employee Stock Option Plan, 2021' ("RML ESOP 2021"/ "Plan"/ "Scheme").

E-Voting

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent	
I.	Total E-voting received	247	48807631		
2.	Less-Invalid E-voting	0	0		
3.	Net valid E-voting	247	48807631	100	
4.	E-voting with assent	222	48490090	99.35	
5.	E-voting with dissent.	25	317541	0.65	



Based on the aforesaid result, you may accordingly declare the result of postal ballot through e-voting.

The relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Place: Mumbai

Date: April 20, 2021



FOR DHRUMIL M SHAH & CO. UDIN: F008021C000137843

Dhrumil M. Shah

Practising Company Secretary Mem. No F8021; CP No 8978



Countersigned by For Route Mobile Limited

Sandipkumar Chandrakant Gupta

Chairman