

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

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

U72900MH2004PLC146323

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)
Mumbai
Mumbai City
Maharashtra
400064



(c) * e-mail ID of the company

complianceofficer@routemobi



(d) *Telephone number with STD code

02240337676

(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	BSE Limited (BSE)	1
2	National Stock Exchange of India (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (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

(f) Specify the reasons for not holding the same

AGM will be held on August 05, 2021

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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

21

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SPHERE EDGE CONSULTING (INDIA) PRIVATE LIMITED +	U74140MH2007PTC171900	Subsidiary	100
2	CELLENT TECHNOLOGIES (INDIA) PRIVATE LIMITED +	U64202MH2003PTC140310	Subsidiary	100
3	START CORP INDIA PRIVATE LIMITED +	U72900MH2004PTC149576	Subsidiary	100
4	CALL 2 CONNECT INDIA PRIVATE LIMITED +	U72900MH2003PTC140693	Subsidiary	100
5	ROUTE CONNECT PRIVATE LIMITED +	U74999MH2018PTC307385	Subsidiary	74
6	Route Mobile (UK) Limited		Subsidiary	100
7	RouteSms Solutions FZE		Subsidiary	100
8	RouteSms Solutions Nigeria Limited +		Subsidiary	100
9	Route Mobile Pte. Ltd.		Subsidiary	100
10	Route Mobile Limited		Subsidiary	70
11	Route Mobile Inc.		Subsidiary	100
12	Route Connect (Kenya) Limited +		Subsidiary	100
13	365squared Ltd		Subsidiary	100
14	Route Mobile Nepal Private Limited +		Subsidiary	100
15	Route Mobile Lanka (Private) Limited +		Subsidiary	100
16	Route Mobile (Bangladesh) Limited +		Subsidiary	99.99
17	Route Mobile Malta Limited		Subsidiary	100
18	Route Mobile (U) Limited		Subsidiary	100
19	Route SMS Solutions Zambia Limited +		Subsidiary	99.99
20	Route Mobile L.L.C.		Subsidiary	49
21	Spectrum Telecom FZ-LLC		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	57,713,583	57,713,583	57,713,583
Total amount of equity shares (in Rupees)	1,000,000,000	577,135,830	577,135,830	577,135,830

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	100,000,000	57,713,583	57,713,583	57,713,583
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	577,135,830	577,135,830	577,135,830

(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
Equity shares				
At the beginning of the year	50,000,000	500,000,000	500,000,000	

Increase during the year	7,713,583	77,135,830	77,135,830	2,583,248,400.56
i. Public Issues	6,857,142	68,571,420	68,571,420	2,331,428,280
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	856,441	8,564,410	8,564,410	251,820,120.56
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	57,713,583	577,135,830	577,135,830	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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	<div style="border: 1px solid black; height: 25px;"></div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 25px;"></div>
Type of transfer	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; width: 40px; height: 25px; margin-right: 5px;"></div> <div>1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock</div> </div>
Number of Shares/ Debentures/ Units Transferred	<div style="display: flex; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 30px; margin-right: 10px;"></div> <div>Amount per Share/ Debenture/Unit (in Rs.)</div> </div> <div style="border: 1px solid black; width: 150px; height: 30px; margin-top: 5px;"></div>
Ledger Folio of Transferor	<div style="border: 1px solid black; height: 25px;"></div>

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

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input 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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,093,350
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			2,093,350

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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	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
Total					

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

3,763,836,348

(ii) Net worth of the Company

3,447,430,865

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	32,714,286	56.68	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 Gupta ⁺	5,000,000	8.66	0	
	Total	37,714,286	65.34	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	6,197,236	10.74	0	
	(ii) Non-resident Indian (NRI)	295,377	0.51	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	9,201,496	15.94	0	
7.	Mutual funds	1,150,042	1.99	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	646,587	1.12	0	
10.	Others (AIF, Clearing Members, NR +)	2,508,559	4.35	0	
	Total	19,999,297	34.65	0	0

Total number of shareholders (other than promoters)

98,063

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

98,073

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

42

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Theleme Master Fund +	HSBC Securities Services, 11th floor +			1,614,629	2.8
Goldman Sachs Funds +	Deutsche Bank Ag Db House, Haza +			1,133,423	1.96
Pinebridge Global Fur +	Citi Bank, N.A. Custody Services, FI +			1,089,428	1.89
Goldman Sachs India I +	Deutsche Bank Ag Db House, Haza +			874,445	1.52
Pinebridge Global F +	Citi Bank, N.A. Custody Services, FI +			872,162	1.51
Goldman Sachs Trust +	Jpmorgan Chase Bank N.A. India S +			849,238	1.47
Kuwait Investment Au +	Citi Bank, N.A. Custody Services, FI +			720,792	1.25
Pinebridge Global Fur +	Citi Bank, N.A. Custody Services, FI +			325,462	0.56

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Waverton Investment	Standard Chartered Bank Securities			316,700	0.55
Government Of Singa	Citi Bank, N.A. Custody Services, FI			200,976	0.35
Eastspring Investment	Deutsche Bank Ag Db House, Haza			187,841	0.33
DNB Fund - Asian Sma	HSBC Securities Services, 11th floo			161,300	0.28
Eastspring Investment	Deutsche Bank Ag Db House, Haza			148,917	0.26
EMQQ The Emerging I	Citi Bank, N.A. Custody Services, FI			82,339	0.14
The Alger Funds - Alge	HSBC Securities Services, 11th floo			74,000	0.13
Pinebridge India Equit	Citi Bank, N.A. Custody Services, FI			57,142	0.1
Goldman Sachs Funds	Deutsche Bank Ag Db House, Haza			54,492	0.09
Trust And Custody Ser	Deutsche Bank Ag Db House, Haza			38,308	0.07
Macquarie Unit Trust S	HSBC Securities Services, 11th floo			35,909	0.06
Tokio Marine Life Insu	Citi Bank, N.A. Custody Services, FI			35,102	0.06
Guidestone Funds En	Citi Bank, N.A. Custody Services, FI			33,696	0.06
DNB Fund-India	HSBC Securities Services, 11th floo			33,550	0.06
Alger Emerging Marke	HSBC Securities Services, 11th floo			33,500	0.06
Macquarie Fund Solut	Standard Chartered Bank Securities			31,677	0.05
Societe Generale - OD	SBI-Sg Global Securities Services P			27,591	0.05

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)	1	98,063
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
A. Promoter	1	2	1	2	16.04	20.03
B. Non-Promoter	0	3	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	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	5	1	6	16.04	20.03

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 CHAN 	01272932	Director	9,257,143	
RAJDIP KUMAR CHAN 	01272947	Managing Director	9,257,143	
CHANDRAKANT JAGA 	01636981	Director	2,300,000	
SUDHA PRAVIN NAVA 	02804964	Director	20	
RAMACHANDRAN SIV. 	07613555	Director	0	
NIMESH SALOT	00004623	Director	0	
ARUN GUPTA	05131228	Additional director	0	
RATHINDRA DAS	AGFPD4902R	Company Secretar	3,902	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SURESH DHAU JANKA 	ADTPJ5794J	CFO	6,400	

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

1

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)
ARUN GUPTA	05131228	Additional director	19/11/2020	Appointment

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	28/08/2020	11	10	96

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/08/2020	6	5	83.33
2	29/08/2020	6	5	83.33
3	02/09/2020	6	5	83.33
4	14/09/2020	6	4	66.67
5	28/10/2020	6	6	100
6	28/01/2021	7	7	100
7	15/03/2021	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

8

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	25/08/2020	3	3	100
2	Audit Committee	28/10/2020	3	3	100
3	Audit Committee	28/01/2021	4	4	100
4	Nomination and Remuneration Committee	25/08/2020	3	3	100
5	Nomination and Remuneration Committee	15/03/2021	3	3	100
6	Corporate Social Responsibility Committee	25/08/2020	4	3	75
7	Corporate Social Responsibility Committee	15/03/2021	4	3	75
8	Stakeholders' Grievance Redressal Committee	28/10/2020	3	3	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	
								(Y/N/NA)
1	SANDIPKUMAR	7	7	100	7	7	100	
2	RAJDIP KUMAR	7	7	100	1	1	100	
3	CHANDRAKANTH	7	7	100	2	2	100	
4	SUDHA PRAVALLA	7	7	100	5	5	100	
5	RAMACHANDRAN	7	4	57.14	8	8	100	
6	NIMESH SALGOTIA	7	4	57.14	4	2	50	
7	ARUN GUPTA	2	2	100	0	0	0	

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	Rajdipkumar Gupta	Managing Director	8,617,945	0	0	0	8,617,945
	Total		8,617,945	0	0	0	8,617,945

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	Suresh Jankar	Chief Financial Officer	5,600,016	0	37,395,840	0	42,995,856
2	Rathindra Das	Company Secretary	3,039,612	0	6,365,950	0	9,405,562
	Total		8,639,628	0	43,761,790	0	52,401,418

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 Gupta	Director	0	0	0	350,000	350,000
2	Chandrakant Gupta	Director	0	0	0	225,000	225,000
3	Ramachandran Siva	Independent Director	0	0	0	325,000	325,000
4	Nimesh Salot	Independent Director	0	0	0	150,000	150,000
5	Sudha Navandar	Independent Director	0	0	0	325,000	325,000
6	Arun Gupta	Additional (Independent) Director	0	0	0	75,000	75,000
	Total		0	0	0	1,450,000	1,450,000

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
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(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

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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

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:

- 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.
- 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

DIN of the director

To be digitally signed by

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

24421

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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

ANNEXURE TO FORM MGT - 7**SHAREHOLDING AS ON MARCH 31, 2021****Promoter & Promoter Group**

Sr. No.	Name of shareholder	PAN	Address	Holding (shares)	% to total equity
1.	Sandipkumar Chandrakant Gupta	AEBPG7413A	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	92,57,143	16.04
2.	Rajdipkumar Chandrakant Gupta	AEBPG7417E	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	92,57,143	16.04
3.	Sunita S Gupta	AKIPG9003H	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	43,20,000	7.49
4.	Sarika R Gupta	AKIPG8992P	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	43,20,000	7.49
5.	Chamelidevi Chandrakant Gupta	AIHPG9722E	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	23,00,000	3.99
6.	Chandrakant Jagannath Gupta	AIHPG9721H	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	23,00,000	3.99
7.	Rajdipkumar C Gupta (HUF)	AAMHR5927D	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	3,00,000	0.52
8.	Chandrakant J Gupta (HUF)	AADHC0126Q	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	3,60,000	0.62
9.	Sandipkumar C Gupta (HUF)	AATHS1269J	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	3,00,000	0.52
10.	Sandipkumar Chandrakant Gupta (Holds shares as a Trustee of CC Gupta Family Trust)	AACTC2224L	M-201, Panchasheel Gardens, Mahavir Nagar, Kandivali (West), Mumbai 400067	50,00,000	8.65
TOTAL				3,77,14,286	65.35

Details of Foreign Institutional Investors ("FII") holding shares of the Company as on March 31, 2021

Sr. No.	Name of shareholder	SEBI Registration No.	PAN	Address	Holding (shares)	% to total equity
1.	Theleme Master Fund Limited	INCYFP085417	AAGCT1070Q	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	16,14,629	2.80
2.	Goldman Sachs Funds - Goldman Sachs Emerging Markets Equity Portfolio	INLUF143915	AACCG2692R	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	11,33,423	1.96
3.	Pinebridge Global Funds - Pinebridge Asia Ex Japan Small Cap Equity Fund	IN-IR-FP-0767-15	AAFCA2333L	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	10,89,428	1.89
4.	Goldman Sachs India Limited	INMUFP146915	AADCG0260C	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	8,74,445	1.52
5.	Pinebridge Global Funds - Pinebridge India Equity Fund	IN-IR-FP-0770-15	AABTA6001C	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	8,72,162	1.51
6.	Goldman Sachs Trust - Goldman Sachs Emerging Markets Equity Fund	INUSFP143015	AAAAG1053C	Jpmorgan Chase Bank N.A. India Sub Custody, 6th Floor, Paradigm B, Mindspace, Malad (West), Mumbai 400064	8,49,238	1.47
7.	Kuwait Investment Authority Fund 225	IN-KU-FP-1459-17	AAATK3858Q	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	7,20,792	1.25
8.	Pinebridge Global Funds - Pinebridge Asia Ex Japan Equity Fund	IN-IR-FP-0769-15	AAFCA2326P	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	3,25,462	0.56
9.	Waverton Investment Funds Public Limited Company - Waverton Asia Pacific Fund	INIRFP108917	AAACW6581B	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road, Fort, Mumbai 400001	3,16,700	0.55
10.	Government Of Singapore - E	IN-SG-FP-3311-16	AAAJG0594R	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	2,00,976	0.35

11.	Eastspring Investments India Infrastructure Equity Open Limited	INMUFP019617	AAECP0236A	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	1,87,841	0.33
12.	DNB Fund - Asian Small Cap	INLUFP110617	AAFCD0859G	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	1,61,300	0.28
13.	Eastspring Investments India Consumer Equity Open Limited	INMUFP019217	AAECP6565A	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	1,48,917	0.26
14.	EMQQ The Emerging Markets Internet & Ecommerce ETF	IN-US-FP-0718-15	AAAAE7676F	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	82,339	0.14
15.	The Alger Funds - Alger International Focus Fund	INUSFP341416	AAATF2746A	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	74,000	0.13
16.	Pinebridge India Equity Fund	IN-HK-FP-0601-14	AACTP6601N	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	57,142	0.10
17.	Goldman Sachs Funds - Goldman Sachs Asia Equity Portfolio	INLUFP144215	AACCG6949H	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	54,492	0.09
18.	Trust And Custody Services Bank, Ltd. As Trustee For Wells Capital Emerging Equity Motherfund	INJPFP186916	AAATW1094L	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	38,308	0.07
19.	Macquarie Unit Trust Series-Macquarie Asia New Stars Fund	INCYFP071814	AACTM7273P	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	35,909	0.06
20.	Tokio Marine Life Insurance Singapore Ltd. - Par Pinebridge	IN-SG-FP-0749-19	AAFCT4643L	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	35,102	0.06
21.	Guidestone Funds Emerging Markets Equity Fund	IN-US-FP-1497-17	AACTG7732P	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	33,696	0.06
22.	DNB Fund-India	INLUFP110517	AADCC1083D	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park	33,550	0.06

				Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063		
23.	Alger Emerging Markets Fund	INUSFP341616	AAATF3316J	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	33,500	0.06
24.	Macquarie Fund Solutions - Macquarie Asia New Stars Fund	INLUFP142016	AAICM8027E	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road, Fort, Mumbai 400001	31,677	0.05
25.	Societe Generale - ODI	INFRFP100119	AABCS7484C	SBI-Sg Global Securities Services PL, Jeevan Seva Extension Building, Ground Floor, S V Road, Santacruz West Mumbai 400054	27,591	0.05
26.	The Sultanate Of Oman Ministry Of Defence Pension Fund	INOMFP222316	AAOAS1206M	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	25,232	0.04
27.	GS India Equity	INGEFP021920	AAGAG1254K	BNP Paribas House, 1 North Avenue, Maker Maxity, Bandra Kurla Complex, Bandra East, Mumbai 400051	21,556	0.04
28.	Investeringsforeningen Wealth Invest, Sk Invest Far East Equities	INDNFP241417	AABAI2771A	JP Morgan Chase Bank N.A., India Sub Custody, 6th Floor, Paradigm B, Mindspace, Malad (West), Mumbai 400064	20,103	0.03
29.	Kim Private Prime Global Emerging Equity Master Investment Trust 2	INSKFP071919	AADTK7122J	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	19,605	0.03
30.	EMQQ Emerging Markets Internet & Ecommerce Ucits ETF	INIRFP044719	AAATE9917A	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	16,979	0.03
31.	Pinebridge Global Funds - Pinebridge Asia Dynamic Asset Allocation Fund	IN-IR-FP-0768-15	AAFCA2335N	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	16,332	0.03
32.	Kabouter Emerging Markets Fund, LLC	INUSFP005618	AAFAK1181J	Standard Chartered Bank Securities Services, 3rd Floor 23-25 M.G. Road, Fort, Mumbai 400001	14,828	0.03

33.	Oberweis Emerging Markets Fund	IN-US-FP-0538-18	AAATO6835H	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	11,600	0.02
34.	Alger Sicav - Alger China U.S. Growth Fund	INLUFP107716	AABCF6063A	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	9,500	0.02
35.	Progress Ekam VCC - Progress India Opportunities Fund	INSGFP003021	AALCP7502L	ICICI Bank Ltd, Sms Dept 1st Floor Empire Complex, 414 SB Marg, Lower Parel, Mumbai 400013	3,500	0.01
36.	Goldman Sachs Funds - Goldman Sachs Emerging Markets Multi-Asset Portfolio	INLUFP083218	AAHCG0481F	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	2,749	0.00
37.	Sparx Funds Plc - Sparx Oneasia Growth Equity Fund	INIRFP078218	ABAAS3643M	HSBC Securities Services, 11th floor, Bldg 3, Nesco -IT park Nesco Complex, W.E. Highway, Goregaon (East), Mumbai 400063	2,666	0.00
38.	Optimix Wholesale Global Emerging Markets Share Trust	INAUFP108115	AAATO1774B	JP Morgan Chase Bank N.A., India Sub Custody, 6th Floor, Paradigm B, Mindspace, Malad (West), Mumbai 400064	2,616	0.00
39.	Global Ex-Us Alpha Tilts Fund B	INUSFP170917	AABAG9939N	JP Morgan Chase Bank N.A., India Sub Custody, 6 th Floor, Paradigm B, Mindspace, Malad (West), Mumbai 400064	816	0.00
40.	Advanced Series Trust AST Blackrock Global Strategies Portfolio	INUSFP090515	AAJCA7116M	Deutsche Bank Ag Db House, Hazarimal Somani Marg, Post Box No. 1142, Fort, Mumbai 400001	600	0.00
41.	Transatlantic Arbitrage Fund Ltd	INMUFP318216	AAFCT9925R	ICICI Bank Ltd, Sms Dept 1st Floor Empire Complex, 414 SB Marg, Lower Parel, Mumbai 400013	125	0.00
42.	Credit Suisse (Singapore) Limited	IN-SG-FP-0126-14	AACCC7328N	Citi Bank, N.A. Custody Services, FIFC - 11th Floor, G Block Plot C-54 And C-55, BKC, Bandra (East), Mumbai 400098	70	0.00
TOTAL					92,01,496	15.94



Ref. No: ____/2021-22

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

I have examined the registers, records and books and papers of **ROUTE MOBILE LIMITED** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **March 31, 2021**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and/or agents, I 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 & made entries therein within the time prescribed therefor;
 - 3. The Company has filed forms and returns with the Registrar of Companies and/or other authorities within the prescribed time;
 - 4. The Company has called and convened the meetings of Board of Directors, 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 Minute Book/registers maintained for the purpose and the same have been signed.
 - 5. The Company was not required to close the Register of Members during the financial year 2020-21.
 - 6. The Company has complied with provisions of Section 185 relating loans/advances to its directors and/or persons or firms or companies referred thereunder;
 - 7. The Company has complied with provisions of Section 188 relating to the contracts/arrangements entered with related parties.



8. During the financial year:
- a. The Company had issued 68,57,142 equity shares were issued through fresh issue and 1,02,85,714 equity shares through offer for sale at an offer price of Rs. 350 per equity shares by virtue of initial public offer (IPO). The equity shares of the Company were listed on Main Board of BSE Limited & National Stock Exchange of India Limited on September 21, 2020.
 - b. The Company has made an allotment of 5,00,000 equity shares on November 23, 2020 under Route Mobile Limited Employee Stock Option Plan, 2017 at an exercise price of Rs. 300/- each to Route Mobile Employee Welfare Trust (Trust). All the shares issued were subsequently listed on BSE Limited & National Stock Exchange of India Limited.
 - c. The Company has made an allotment of 2,24,475 equity shares on February 26, 2021 under Route Mobile Limited-Employee Stock Option Plan, 2017 at an exercise price of Rs 300 each/- to Route Mobile Employee Welfare Trust (Trust). All the shares issued were subsequently listed on BSE Limited & National Stock Exchange of India Limited.
 - d. The Company has made an allotment of 1,31,966 equity shares on February 26, 2021 under Route Mobile Limited-Employee Stock Option Plan, 2017 at an exercise price of Rs 326.16 each/- to Route Mobile Employee Welfare Trust (Trust). All the shares issued were subsequently listed on BSE Limited & National Stock Exchange of India Limited.
 - e. The Company has complied the relevant provisions of transfer and transmission of shares.
 - f. The Company has not issued the duplicate share certificate.
 - g. The company has not done any buy back of securities/ redemption of preference shares or Non-Convertible Debentures / alteration or reduction of share capital/ conversion of shares/ securities.
9. The Company has not kept in abeyance the rights to dividend and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. During the financial year:
- a. The company has not declared any dividend.
 - b. 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:
 - a. the Board of Directors of the Company were duly constituted.
 - b. the provisions relating to appointment and re-appointment of Directors were duly complied.
 - c. necessary disclosures have been given by Directors and Key Managerial Personnel.
 - d. provisions relating to remuneration paid to the Directors and Key Managerial personnel were duly complied.
13. There was no appointment / reappointment of auditors under section 139 of the Act, and there was no casual vacancy of auditors during the year.
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 any amount which comes under purview of the term "Deposit" as per Companies (Acceptance of Deposit) Rules, 2014 during the financial year;
16. The Company has borrowed funds from Banks and complied with the provisions of the Act including creation/ modification and satisfaction of charges wherever applicable.
17. The Company has complied with the provisions relating to loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. The Company has not altered the provisions of the Articles of Association and Memorandum of Association.

For Dhrumil M Shah & Co.
UDIN:

Place: Mumbai
Date:

Dhrumil M Shah
Practicing Company Secretary
FCS 8021; CP 8978
PR 995/2020

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

Dear Sir,

Subject: Clarifications to Annual Return for Financial Year 2020-21

Please note the following clarifications in respect of Annual Return for Financial Year 2020-21:

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 of CC Gupta Family Trust.

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

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

4. Point VIII (A) of Annual Return

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

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

Thanking you,
Yours faithfully,

For Route Mobile Limited

Rathindra Das
Head Legal, Company Secretary & Compliance Officer
(Membership No.: ACS 24421)