

Registered & Corporate Office:

Route Mobile Limited, 4th Dimension, 3rd 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: L72900MH2004PLC146323

Ref No: RML/2022-23/229

Date: June 30, 2022

To,

BSE Limited

Scrip Code: 543228

National Stock Exchange of India Limited

NSE Symbol: ROUTE

Dear Sir /Madam,

Subject: Public Announcement for the Buyback of equity shares by Route Mobile Limited ("Company") through open market in terms of the provisions of Companies Act, 2013, as amended and SEBI (Buy Back of Securities) Regulations, 2018, as amended ("Buyback Regulations").

This is in furtherance to, (i) our intimation letter dated June 23, 2022, regarding convening of our board meeting to approve the buyback, and (ii) our letter dated June 28, 2022, informing the outcome of our board meeting that approved the buyback of our equity shares via the "Open Market" route through the stock exchanges mechanism.

We enclose herewith a copy of the Public Announcement dated June 29, 2022 (the "Public Announcement") for the buyback being made pursuant to the provisions of the Buyback Regulations. In compliance with the requirements of the Buyback Regulations, the Public Announcement was published on June 30, 2022 in the following newspapers:

Newspaper	Language	Editions
Financial Express	English	All
Jansatta	Hindi	All
Navshakti	Marathi	Mumbai

These are also being made available on the website of the Company at www.routemobile.com.

You are requested to take the above information on record.

Thanking you,

For Route Mobile Limited

Zathindon Dely -

Rathindra Das

Group Head-Legal, Company Secretary & Compliance Officer

Encl: as above

FINANCIAL EXPRESS



ROUTE MOBILE LIMITED communication simplified Registered Office: 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064, Tel.: +91-22-40337676; Fax: +91-22-40337650; Website: https://routemobile.com/

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF ROUTE MOBILE LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement ("Public Announcement") is being made in relation to the Buyback (as defined below) of Equity Shares (as defined below) of Route Mobile Limited (the "Company") pursuant to Regulation 16(iv)(b) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments thereto from time to time ("Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations read with Schedule I of the Buyback Regulations.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to two decimal points.

OFFER FOR BUYBACK OF EQUITY SHARES OF ROUTE MOBILE LIMITED ("COMPANY") OF FACE VALUE OF INR 10/- (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES") FROM THE OPEN MARKET THROUGH STOCK EXCHANGES.

Part A – Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

- 1.1. Pursuant to the provisions of Sections 68, 69, 70, and all other applicable provisions, if any, of the Companies Act, 2013, as amended ("Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, ("Share Capital Rules"), the Companies (Management and Administration) Rules, 2014, as amended, ("Management Rules"), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR Regulations"), to the extent applicable, and the provisions of the Buyback Regulations, Article 8.2 of the Articles of Association of the Company and pursuant to the resolutions passed by the board of directors of the Company (the "Board" or the "Board" of Directors") at its meeting held on June 28, 2022 ("Board Meeting"), the Board approved the buyback of the Company's fully paid-up Equity Shares from its equity shareholders/ beneficial owners of the Equity Shares excluding promoters, promoter group and persons who are in control of the Company, at a price not exceeding INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share ("Maximum Buyback Price") and for an aggregate amount not exceeding INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), ("Maximum Buyback Size") payable in cash via the "open market" route through stock exchange mechanism i.e., using the electronic trading facilities of the stock exchanges where the Equity Shares of the Company are listed i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") under the Buyback Regulations and the Companies Act (the process being referred hereinafter as "Buyback"). The Maximum Buyback Size shall not include any expenses incurred or to be incurred for the Buyback such as filing fees payable to SEBI, advisors' fees, Stock Exchanges' fee for usage of their platform for Buyback, brokerage, applicable taxes such as securities transaction tax, Goods and Services Tax, buyback tax, stamp duty, etc., public announcement publication expenses, intermediaries' fees, printing and dispatch expenses and other incidental and related expenses ("Transaction Costs")
- share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022 respectively (being the latest available audited standalone and consolidated financial statements of the Company). Further, since the Maximum Buyback Size is not more than 10% of the total paid-up equity share capital and free reserves of the Company in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required. 1.3. At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity

1.2. The Maximum Buyback Size represents 9.95% and 7.31% of the aggregate of the total paid-up equity

- Shares bought back would be 7,05,882 Equity Shares ("Maximum Buyback Shares") which is 1.12 % of the total paid up equity share capital of the Company. If the equity shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- 1.4. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size i.e., INR 60,00,00,000 (Indian Rupees Sixty Crore only) ("Minimum Buyback Size") towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum number of 3,52,942 Equity Shares.
- 1.5. The Buyback (including Transaction Costs) will be implemented by the Company out of its securities premium account, free reserves and/or such other source as may be permitted under Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations, by way of open market purchases through the Stock Exchanges, by the order matching mechanism except 'all or none' order matching system, as provided under Regulation 4(iv)(b)(ii) of the Buyback Regulations. Further, as required under the Companies Act and the Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares or specified securities, if any, or held in physical form Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls
- The Buyback is subject to receipt of such sanctions and approvals from statutory, regulatory or governmental authorities as may be required under applicable laws, including the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), and the Stock Exchanges, as may be applicable.
- 1.7. This Buyback from non-resident members, overseas corporate bodies, foreign institutional investors/ foreign portfolio investors, and members of foreign nationality, if any, etc. is subject to such approvals as may be required including approvals from the RBI under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident
- 1.8. The Buyback shall be implemented in the manner and following the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.
- 1.9. A copy of this Public Announcement will be available on the website of the Company at www.routemobile. com and is expected to be available on the website of SEBI i.e., www.sebi.gov.in during the period of the Buyback and on the websites of the Stock Exchanges i.e., www.bseindia.com and www.nseindia.com, respectively.

2 NECESSITY FOR THE BUYBACK

- 2.1. The Buyback is being undertaken, inter alia, for the following reasons: (a) For seeking a fair revaluation of the Company's stock price;
 - Utilize its available surplus funds, which is in excess of the surplus amount needed to be retained by the Company for future growth over a medium term.
 - Improving the Company's return on equity, based on the assumption that the Company would earn similar profits as in the past and increasing shareholder value in the long term;
 - The Buyback gives an option to the equity shareholders/ beneficial holders of the Equity Shares to either participate in the Buyback and get cash in lieu of Equity Shares to be accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback, without additional investment.
- 2.2. The Buyback is not likely to cause any material impact on the profitability/ earnings of the Company and the Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required.

MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK

- 3.1. The Maximum Buyback Price of INR 1.700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share has been arrived at after considering various factors, including trends in the market price of the Equity Shares on the Stock Exchanges, the net worth of the Company and the potential impact of the Buyback on the earnings per share and other similar ratios of the Company. Maximum Buyback Price excludes the Transaction Costs.
- The maximum amount of funds required for the Buyback will not exceed INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), (i.e., the Maximum Buyback Size), representing 9.95% and 7.31% of the aggregate of the total paid-up equity share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022, which is less than 10% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at March 31, 2022 (on a standalone and consolidated basis.
- 3.3. The Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share represents: (i) a premium of 32.19% and 32.45% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for the one month preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback, i.e., June 28, 2022; (ii) a premium of 35.00% and 35.42% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for two weeks preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback, i.e., June 28, 2022; (iii) a premium of 54.49% and 54.55% over the closing market price of the Equity Shares as one trading day prior to the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback i.e., June 28, 2022 and (iv) a premium of 24.59% and 24.47% over the closing market price of the Equity Shares as on the trading day prior to the date of commencement of the Board Meeting i.e., June 28, 2022.
- 3.4. The Buyback is proposed to be completed within a maximum period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities. Subject to the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, maximum validity period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities, and achievement of the Minimum Buyback Size, the actual time frame and the price for the Buyback will be determined by the Board or the Buyback Committee or their duly authorized representatives, at their discretion, in accordance with the Buyback Regulations.
- 3.5. The actual number of Equity Shares bought back during the buyback period will depend upon the actual price paid for the Buyback, excluding the Transaction Costs and the aggregate amount paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges
- during the Buyback period. MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK
- 4.1. Subject to the market price of the Equity Shares being equal to the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be approximately 7,05,882 Equity Shares (i.e., the Maximum Buyback Shares) which is 1.12 % of the total paid-up equity share capital of the Company.
- 4.2. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size, Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- DETAILS OF SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP AND OTHER DETAILS 5.1. The aggregate shareholding of the members of promoter and promoter group and who are in control of the
- Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement

Contact Person: Mr. Rathindra Das, Group Head Legal, Company Secretary & Compliance Officer; E-mail: complianceofficer@routemobile.com

i.e., June 29, 2022, is as follows:

Sr. No.	Name	Category	No. of Equity Shares held	Percentage (%)
1.	Sandipkumar Chandrakant Gupta	Promoter	92,57,143	14.68
2.	RajdipKumar Chandrakant Gupta	Promoter	92,57,143	14.68
3.	Chandrakant Jagannath Gupta	Promoter Group	23,00,000	3.65
4.	Chamelidevi Chandrakant Gupta	Promoter Group	23,00,000	3.65
5.	Sarika Rajdip Gupta	Promoter Group	43,20,000	6.85
6.	Sunita Sandip Gupta	Promoter Group	43,20,000	6.85
7.	Chandrakant J Gupta (HUF)	Promoter Group	3,60,000	0.57
8.	Rajdipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
9.	Sandipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
10.	Sandipkumar Chandrakant Gupta (holds shares as a trustee on behalf of CC Gupta Family Trust)	Promoter Group	50,00,000	7.93
	Total		3,77,14,286	59.82

- of promoter and promoter group of the Company on the Stock Exchanges or off market, during a period of 12 (twelve) months preceding the date of the Public Announcement, i.e., June 29, 2022 and 6 (six) months preceding the date of the Board Meeting i.e., June 28,2022.
- 5.3. As on date, the Company does not have any corporate promoters.
- INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK
- As per Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Stock Exchanges and shall not be made from the promoters and promoter group of the Company and the persons who are in control of the Company. 6.2. Further, as per Regulation 24(i)(e) of the Buyback Regulations, the members of the promoters and promoter
- group and persons in control of the Company and/ or their associates shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the promoter and promoter group) during the period from the date of the Board Meeting i.e., June 28, 2022, till completion of the Buyback in accordance with the Buyback Regulations. SUBSISTING DEFAULTS

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.

CONFIRMATIONS FROM THE BOARD

- The Board of Directors of the Company has confirmed during the Board Meeting it has made a full enquiry into the affairs and prospects of the Company and that based on such full inquiry conducted into the affairs and prospects of the Company, the Board has formed an opinion that: immediately following the date of the Board meeting at which the Buy-back of the Equity Shares of the Company
- is approved (i.e., June 28, 2022), there will be no grounds on which the Company could be found unable to pay
- 8.2. as regards the Company's prospects for the year immediately following the date of the Board meeting held on June 28, 2022, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Board meeting held on June 28, 2022; and
- in forming an opinion as aforesaid, the Board has taken into account the liabilities, as if the Company were being wound up under the provisions of the Companies Act, 1956 or the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable (including prospective and contingent liabilities).
- REPORT OF THE AUDITOR ON PERMISSIBLE CAPITAL PAYMENT AND OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the report dated June 28, 2022 received from Walker Chandiok & Co LLP Chartered Accountants, addressed to the Board is reproduced below:

Independent Auditor's Report on proposed buy-back of equity shares pursuant to the requirements of clause (xi) of the Schedule I to the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018

The Board of Directors Route Mobile Limited

3rd Floor, 4th Dimension.

Mindspace, Malad West, Mumbai, Maharashtra- 400064

- This report is issued in accordance with the terms of our engagement letter dated 27 June 2022 with Route Mobile Limited (the 'Company').
- The management of the Company has prepared the accompanying Annexure A Statement of permissible capital payment as on 31 March 2022 (the 'Statement') pursuant to the proposed buy-back of equity shares approved by the Board of Directors of the Company in their meeting held on 28 June 2022, in accordance with the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended ('the Act') and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ('the SEBI buy-back regulations). The Statement contains the computation of amount of permissible capital payment towards buy-back of equity shares in accordance with the requirements of Section 68(2)(c) of the Act and based on the latest audited consolidated and standalone financial statements for the year ended 31 March 2022. We have attached the Statement for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with the requirements of Section 68(2)(c) of the Act and ensuring compliance with the SEBI buy-back regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting at which the proposal for buy-back was approved; and will not be rendered insolvent within a period of one year from the date of the Board meeting at which the proposal for buyback was approved by the Board of Directors of the Company, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of Section 68 (6) of the Act and the SEBI buy-back regulations.

Auditor's Responsibility

- Pursuant to the requirements of the SEBI buy-back regulations, it is our responsibility to provide reasonable
 - a) we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - the amount of permissible capital payment, as stated in the Statement, has been properly determined considering the audited financial statements for the year ended 31 March 2022 in accordance with
 - c) the audited financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
- the Board of Directors of the Company, in its meeting held on 28 June 2022, has formed the opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date.

The audited financial statements, referred to in paragraph 5 above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 18 May 2022. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest to third parties.

- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ('Guidance Note'), issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAL
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAL
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the matters mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the matters mentioned in paragraph 5 above. We have performed the following procedures in relation to the matters mentioned in
 - a) Inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - Examined authorisation for buy back from the Articles of Association of the Company;
 - Agreed the balance of the Statement of Profit and Loss and Securities Premium Account as at 31 March 2022 as disclosed in the Statement with the audited standalone and consolidated financial statements:
 - Examined that the ratio of secured and unsecured debt owed by the Company, if any, is not more than twice the capital and its free reserves after such buy-back;
 - Examined that all the shares for buy-back are fully paid-up;
 - Examined that the amount of capital payment for the buy-back as detailed in the Statement is within the permissible limit computed in accordance with Section 68(2)(c) of the Act;
- Inquired whether the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed the opinion as specified in Clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date of the board meeting;
- Examined minutes of the meetings of the Board of Directors; Examined the Directors' declarations for the purpose of buy-back and solvency of the Company;

- Verified the arithmetical accuracy of the Statement; and
- Obtained appropriate representations from the management of the Company.

- Based on our examination as above and the information, explanations and representations provided to us by the management, in our opinion:
 - consolidated financial statements for the year ended 31 March 2022; the amount of the permissible capital payment towards the proposed buy-back of equity shares

we have inquired into the state of affairs of the Company in relation to audited standalone and

- as computed in the accompanying Statement, is properly determined in accordance with the requirements of Section 68(2)(c) of the Act based on the audited financial statements for the year ended 31 March 2022:
- the audited standalone and consolidated financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
- the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the aforesaid date.

Restriction on distribution or use

- Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of Section 68 and other applicable provisions of the Act and the SEBI buy-back regulations, pursuant to the proposed buy-back of equity shares. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have had as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company
- 11. This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and to include this report, pursuant to the requirements of the SEBI buy-back regulations, (a) in the public announcement to be made to the shareholders of the Company, (b) to be filed with the Registrar of Companies, Securities and Exchange Board of India, National Stock Exchange of India Limited, BSE Limited, as required by the SEBI buy-back regulations, the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager(s) to the buy-back, each for the purpose of extinguishment of equity shares. Accordingly, this report may not be suitable for any other purpose, and therefore, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose for which or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Walker Chandiok & Co LLP Chartered Accountants Firm Registration No.: 001076N/N500013

Bharat Shetty Membership No.: 106815 UDIN: 22106815ALVTAR3510

Place: Mumbai Date: 28 June 2022

Annexure A - Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68 of the Companies Act, 2013 (the "Act") and the SEBI Buy-Back Regulations, based on the Standalone and Consolidated Financial Statements as at and for the year ended 31 March 2022.

Particulars	Standalone	Consolidated
Paid-up Equity Share Capital as at 31 March 2022 63,043,588 equity shares of Rs. 10 each, fully paid up (A)	63.04	63.04
Less: Equity shares held in trust for employees under ESOP scheme - 170,705 equity shares of Rs. 10 each.	(0.17)	(0.17)
Total Share Capital (A)	62.87	62.87
Free Reserves as at 31 March 2022	5. 0.050H	50000
Securities premium	1,099.90	1,099.90
Retained earnings	43.33	479.22
Total Free Reserves (B)	1,143.23	1,579.12
Total (A + B)	1,206.10	1,641.99
Maximum amount permissible for buy back under Section 68 of the Companies Act, 2013 i.e. 25% of total paid-up equity capital and free reserves with shareholders' resolution	301.52	410.50
Maximum amount permissible for buyback i.e. 10% of total paid-up equity capital and free reserves pursuant to Section 68 of the Act with Board resolution	120.61	164.20
Amount approved by the Board of Directors for buy-back in the meeting held on 28 June 2022	120.00	

For and on behalf of Board of Directors of Route Mobile Limited Rajdipkumar Gupta

Managing Director & Group CEO Place: Mumbai

Date: 28 June 2022

Part B – Disclosures in accordance with Schedule IV of the Buyback Regulations

DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK, IF APPLICABLE

The Buyback has been approved by the Board in its meeting dated June 28, 2022. Further, since the Maximum Buyback Size is less than 10% of the total paid-up equity share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company as on March 31, 2022. therefore in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required. MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF

FUNDS AND COST OF FINANCING THE BUYBACK

2.1. At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 7,05,882 Equity Shares i.e., the Maximum Buyback Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size.

2.2. The actual number of Equity Shares bought back will depend upon the actual price, excluding the Transaction

Costs, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in the existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period. 2.3. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum

Buyback Size i.e., the Minimum Buyback Size towards the Buyback and accordingly, based on the Maximum

- Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum of 3,52,942 2.4. The amount required by the Company for the Buyback (including the cost of funding the Buyback and the Transaction Costs) will be funded out of the internal accruals of the Company including free reserves, securities
- premium account and/or such other sources as may be permitted by the Buyback Regulations and the Companies Act, and on such terms and conditions as the Board may deem fit.

71011111	Date
Date of Board resolution approving Buyback	June 28, 2022
Date of publication of the Public Announcement	June 30, 2022
Date of opening of the Buyback	July 11, 2022
Acceptance of Equity Shares accepted in dematerialised mode	Upon the relevant pay-out by the Stock Exchanges
Extinguishment of Equity Shares	The Equity Shares (in dematerialised form) will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants Regulations, 2018, as amended, and the bye-laws the circulars and guidelines framed thereunder. The Company shall ensure that all the Equity Shares bough back are extinguished within 7 (seven) days of the expiry of the Buyback Period (as defined below).
Last date for the completion of the Buyback	Earlier of:
	a. January 10, 2023 (i.e., 6 (six) months from the date of the commencement of the Buyback); or b. when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or c. at such earlier date as may be determined by the Board or Buyback Committee, after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been bought back)

- 4.1. The Buyback is open to all shareholders of the Company/ beneficial owners of the Equity Shares (except members of the promoter and promoter group of the Company and persons who are in control of the Company) holding Equity Shares in dematerialised form ("Demat Shares"). Shareholders holding shares in physical form can participate in the Buyback after such Equity Shares are dematerialized by approaching the concerned depository participant. As per Regulation 16(ii) of the Buyback Regulations, the members of the promoters and promoter group and persons who are in control of the Company shall not participate in the Buyback.
- 4.2. Further, as required under the Companies Act and Buyback Regulations, the Company will not buyback Equity Shares which are partly paid-up, the Equity Shares with call-in-arrears, locked-in or non-transferable, until they become fully paid-up or until the pendency of such lock-in, or until the time such Equity Shares become freely transferable, as applicable.
- 4.3. The Buyback will be implemented by the Company in accordance with Regulation 4(iv)(b)(ii) read with Regulation 16 of the Buyback Regulations by way of open market purchases through the Stock Exchanges having nationwide trading terminal, using the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.

financialexp.epap.in

4.4. For the implementation of the Buyback, the Company has appointed Edelweiss Securities Limited as its broker ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Edelweiss Securities Limited CIN: U67110MH1993PLC344634

Address: Edelweiss House, 12th Floor, off C.S.T. Road, Kalina, Mumbai - 400 098 Tel. no.: +91 22 6623 3325; Contact person: Atul Benke

Email: instops@edelweissfin.com; Website: https://www.edelweiss.in SEBI registration no.: INZ000166136; Validity period: Permanent 4.5. The Equity Shares are traded under the: (a) scrip code: 543228 at BSE; and (b) symbol: ROUTE at NSE. The

- 4.6. The Company, shall, commencing from July 11, 2022 (i.e., the date of commencement of the Buyback), place "buy" orders on the Stock Exchanges on the normal trading segment to Buyback the Equity Shares through the Company's Broker, in such quantity and at such price, not exceeding the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as purchaser shall be available to the market participants of the Stock Exchanges
- Procedure for Buyback of Demat Shares:

ISIN of the Equity Shares is INE450U01017.

- 4.7. Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of the Stock Exchanges, by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Stock Exchanges. The Company is under no obligation to place "buy" order on a daily basis. The orders for buying back the Equity Shares will be placed on normal trading segment of Stock Exchanges atleast once a week.
- 4.8. It may be noted that a uniform price would not be paid to all the shareholders/beneficial owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular shareholder/ beneficial owner was executed.
 - Procedure for Buyback of physical shares:
- 4.9. As per the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended (as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022) read with the SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, SEBI notification No. SEBI/LAD-NRO/ GN/2018/49 dated November 30, 2018, and the press releases dated December 3, 2018 and March 27, 2019 issued by SEBI, effective from April 1, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, the Company shall not accept the Equity Shares tendered under the Buyback unless such Equity Shares are in dematerialised form.
- ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF TENDERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALIZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.
- 4.10. Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- 4.11. Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size or buy all the Maximum Buyback Shares. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the escrow account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.12. The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website www.routemobile.com on a daily basis.
- 4.13. Eligible shareholders who intend to participate in the Buyback should consult their respective tax advisors for applicable taxes.
- 5 METHOD OF SETTLEMENT
- 5.1. Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to the Stock Exchanges where the transaction is executed. The Company has opened a depository account in the name "Route Mobile Limited-Buyback" ("Buyback Demat Account") with Stockholding Corporation of India Limited. Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ("DP") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as perprocedure applicable to normal secondary market transactions.
- 5.2. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 2018, as amended, and bye-laws, the circulars and guidelines framed thereunder, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished in accordance with the Buyback Regulations, provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the expiry of the Buyback Period (as defined below).
- 5.3. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.
- 6 BRIEF INFORMATION ABOUT THE COMPANY
- 6.1. The Company was incorporated as Routesms Solutions Private Limited on May 14, 2004. The Company was converted into a public limited company on April 17, 2007 and its name was changed to Routesms Solutions Limited. The name of the Company was changed to its present name i.e. Route Mobile Limited on March 16,
- 6.2. The registered office of the Company is located at 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064. Earlier the Registered office of the Company was situated at 401, Fourth Floor, Evershine Mall, New Link Road, Malad (West), Mumbai-400064. The corporate identity number of the Company (CIN) is L72900MH2004PLC146323. The Equity Shares were listed on the Stock Exchanges on September 21, 2020.
- 6.3. The Company is a leading cloud communication platform service provider, catering to enterprises over-the-top (OTT) players and mobile network operators (MNO). Our range of enterprise communication services include smart solutions in A2P Messaging, OTT Business Messaging, Voice, Email, and SMS Filtering, Analytics & Monetization.
- FINANCIAL INFORMATION ABOUT THE COMPANY

Other comprehensive income during

the year

7.1. The selected financial information of the Company (prepared in accordance with Indian Accounting Standards ("Ind-AS")), on a standalone basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below:

	Audited			
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended or March 31, 2020	
Revenue	333.81	376.38	406.55	
Other Income	40.21	11.58	18.54	
Total Income	374.02	387.96	425.09	
Total Expense (excluding Interest, Depreciation & Amortisation, Tax and Exceptional Items)	318.90	346.02	392.47	
Interest Expense/ (Income)	1.92	1.79	2.80	
Depreciation& Amortisation	14.78	10.38	6.34	
Exceptional Items®	5.00	-	13.39	
Profit Before Tax	33.42	29.77	10.08	
Profit After Tax	27.76	22.33	7.55	

(0.57)

(0.10)

Particulars	For the year ended on	For the year ended on	For the year ended on
009509988.000005		Audited	
Details of Exceptional Items:			(Amount in INR crore
- Unsecured Loans		2	
- Secured Loans		0.21	37.55
Total debt	*	0.21	37.55
Net worth excluding revaluation reserves and miscellaneous expenditure to the extent not written-off	1,224.97	344.74	74.32
Reserve & Surplus excluding revaluation reserves and miscellaneous expenditure to the extent not written-off	1,162.10	287.03	24.32
Paid-up Equity Share Capital	62.87	57.71	50.00
Total comprehensive income/ (loss) for the year	27.19	22.23	7.40

	Audited			
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended or March 31, 2020	
Impairment	5.00	S-	-	
Service tax (Sabka vikas)		64	13.39	
TOTAL	5.00		13.39	

(Amount in INR except certain ratios			
Key Ratios	For the year ended on March 31, 2022 (Audited)	For the year ended on March 31, 2021 (Audited)	For the year ended on March 31, 2020 (Audited)
Basic Earnings per Equity Share (₹)	4.65	4.15	1.51
Diluted Earnings per Equity Share (₹)	4.65	4.06	1.51
Book value per Equity Share (₹)*	194.83	59.73	14.86
Debt/ Equity Ratio	0.00%	0.06%	50.52%
Return on Average Net Worth (%)	3.54%	10.66%	9.55%

*Treasury shares : 1,70,705 equity shares held in the trust for employees under ESOP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation. The key ratios have been computed as below:

Key Ratios	Basis
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no of Equity Shares outstanding during the year (assuming issuance of all the shares kept in abeyance)
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus), No. of Equity Shares subscribed outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth excluding revaluation reserves(%)	Net Profit After Tax/ Average Net Worth excluding revaluation reserves

7.2. The selected financial information of the Company (prepared in accordance with Ind-AS), on a consolidated. basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below: (Amount in INR crore)

Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020
	(Audited)	(Audited)	(Audited)
Revenue	2,002.03	1,406.18	956.25
Other Income	20.06	15.98	11.85
Total Income	2,022.09	1,422.16	968.10
Total Expense (excluding Interest, Depreciation & Amortisation, Tax and Exceptional Items)	1,783.39	1,232.10	856.30
Interest Expense/ (Income)	5.16	2.75	4.87
Depreciation& Amortisation	38.32	25.76	22.68
Exceptional Items®	100	72	14.89
Profit Before Tax	195.22	161.55	69.36
Profit After Tax	170.08	132.76	58.20
Other comprehensive income during the year	1.25	1.30	5.74
Total comprehensive income / (loss) for the year	171.33	134.06	63.94
Total comprehensive income is attributable to: Owners of the parent Non-controlling interests	167.41 3.92	134.55 (0.49)	64.22 (0.28)
Paid-up Equity Share Capital	62.87	57.71	50.00
Reserve & Surplus excluding revaluation reserves	1,609.70	594.40	219.38
Net worth excluding revaluation reserves	1,672.57	652.11	269.38
Total debt	*	3.97	41.07
- Secured Loans		3.97	41.07
- Unsecured Loans	85	- 19	85

Details of Exceptional Items:

(Amount in INR crore)

Total turn-

Particulars	For the year ended on March 31, 2022	25153	ne year ended on arch 31, 2021	For the year ended on March 31, 2020
Service tax (Sabka vikas)	1 .		220	14.89
TOTAL			\$.	14.89
			(Amount in I	INR except certain ratios
	For the year e	nded	For the year ende	d For the year ended

Audited

on March 31, 2022 (Audited)	on March 31, 2021 (Audited)	on March 31, 2020 (Audited)
27.82	24.76	11.65
27.82	24.76	11.65
266.02	112.99	53.88
0.00%	0.61%	15.25%
14.63%	28.81%	23.65%
	on March 31, 2022 (Audited) 27.82 27.82 266.02 0.00%	on March 31, 2022 on March 31, 2021 (Audited) (Audited) 27.82 24.76 27.82 24.76 266.02 112.99 0.00% 0.61%

ireasury snares : 1,70,705 equity snares neid in the trust for employees under ESUP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation.

The key ratios have been computed as below:

Key Ratios	Basis			
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year			
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average r of Equity Shares outstanding during the year (assuming issuance all the shares kept in abeyance)			
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus)/ No. of Equity Shares subscribed outstanding at year end			
Debt-Equity Ratio	Total Debt/ Net Worth			
Return on Net Worth excluding revaluation	Net Profit After Tax/ Average Net Worth excluding revaluation			

DETAILS OF ESCROW ACCOUNT

reserves (%)

8.1. In accordance with Regulation 20 of the Buyback Regulations and towards security for performance of its obligations under the Buyback Regulations, the Company has appointed Kotak Mahindra Bank Limited, having its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 as an escrow bank ("Escrow Bank"), and an escrow agreement dated June 29, 2022 ("Escrow Agreement") has been entered into between the Company, the Manager to the Buyback and the Escrow Bank.

reserves

- In accordance with the Escrow Agreement, the Company has opened an escrow account titled "Route Mobile Buyback Escrow Account" (the "Escrow Account"). The Company has authorized the Manager to the Buyback to operate the Escrow Account in compliance with the Buyback Regulations and the Escrow Agreement, Before opening of the Buyback, the Company will deposit in the Escrow Account cash aggregating to at least INR 30,00,00,000 (Indian Rupees Thirty Crore only), being 25% of the Maximum Buyback Size ("Escrow Amount"), in accordance with the Buyback Regulations.
- 8.3. The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Account at all points in time.
- If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 8.5. The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buyback Regulations.
- LISTING DETAILS AND STOCK MARKET DATA
- 9.1. The Equity Shares of the Company are listed on BSE and NSE. 9.2. The high, low and average market prices of the Equity Shares for the preceding 3 (three) years and the monthly
- high, low and average market prices of the Equity Shares for the 6 (six) months preceding the date of the Public Announcement and their corresponding volumes on the BSE and NSE are as follows:

BSE

ary,2022

March 2022

April,

2022

1, 2022

March

10,2022

29,2022

19,222

40,324

1688.80

1,650.00 April

(Amount in INR crore)

(0.15)

Period	High price1 (INR)	Date of high price	Equity Shares traded on that date	Low price ¹ (INR)	Date of low price	No. of Equity Shares traded on that date	Average price ² (INR)	ume traded in the period (No. of Equity Shares)	over of business transact- ed in the period (INR in lakh)
			Р	receding 3	inanci:	al years			
April 1,2019 to March 31, 2020					NA	*			
April 1, 2020 to Septem- ber 20, 2020					NA	*			
Septem- ber 21, 2020 to March 31,2021	1,979.00	February 17,2021	98,715	625.00	Sep- tem- ber 21, 2020	27,26,932	1,172.51	15,724,566	152,182.79
April 1,2021 to March 31,2022	2,388.10	October 12,2021	1,31,397	1396.00	Feb- ruary 24, 2022	58,381	1,804.19	1,04,21,281	191,271.98
			p.	Precedi	ng 6 mo	nths	97	W 12	
Decem-	1920.00	Decem-	26.461	1.666.00	De-	6.261	1.770.14	236.141	4.227.90

April 1,2021 to March 31,2022	2,388.10	October 12,2021	1,31,397	1396.00	Feb- ruary 24, 2022	58,381	1,804.19	1,04,21,281	191,271.96
				Precedi	ng 6 mo	onths			
Decem- ber, 2021	1920.00	Decem- ber 9, 2021	26,461	1,666.00	De- cem- ber 27, 2021	6,261	1,770.14	236,141	4,227.90
January, 2022	1935.00	January 12, 2022	47,169	1480.00	Jan- uary 27, 2022	45,021	1778.20	599,447	10,357.13
Febru-	1886.60	February	42,756	1396.00	Feb-	58381	1632.06	415,730	6699.68

ruary 24.

2022

1482.00 | March | 21,659

2022

April

2022

7199.00

1.523.05

1,550.94 307,942

1582.26 298,439

4,792.04

1,065.50 May 28.014 1,374.75 712,716 9,407.92 1,727.25 May 4, 20,554 2022 2020 26, 2022

*Not applicable - since Company listed on Stock exchanges on September 21, 2020. Source: www.bseindia.com

(1) High and low are based on high and low of daily high and daily low prices respectively.

(2) Arithmetic average of the closing prices of all trading days during the said period.

Period	High price ¹ (INR)	Date of high price	No. of Equity Shares traded on that date	Low price¹ (INR)	Date of low price	No. of Equity Shares traded on that date	Average price ² (INR)	Total vol- ume traded in the period (No. of Equity Shares)	Total turnover of business transacted in the peri- od (INR in lakh)
				Preceding	3 financ	ial years			
Anril 1				- 3	NE:	1 *			

2019 to March 31, 2020 N.A.*

April 1 2020 to September 20. 2020 1,979.65 1,642,725 625.00 Sep 21, Feb 17, Sep 29,189,660 | 1,172.74 | 185,723,285 | 1828128.31 2020 to 2021 21. 2020 March 31, 2021 2.389.00 Oct 12, 1,009,926 1,395.00 Feb 284,895 1804.25 106.981,789 2000241.81 April 1, 2021 to 2021 2022 March 31, 2022 Preceding 6 months 275,447 1,770.46 3,319,104 1,923.20 Dec 9. 1,663.25 Dec 161,901 59,251.77 Decem-2021 27, ber. 2021 2021

Jan-1,935.60 Jan 12, 554,973 1,480.00 Jan 364531 1,777.95 7,545,963 130,286.68 2022 27. uary, 2022 2022 1,888.90 1,147,952 1,396.00 Feb 1,631.92 47,95,618 Feb-Feb 1 284,895 79,220.88 ruary. 2022 24. 2022 2022 1,688.80 March 164.009 1,483.05 March 2,43,601 1,551.88 44,26,664 68,987.04 March. 2022 10, 2022 2022 April 29, 267,515 1,523.00 April 72,727 1,582.16 3,400,644 53.897.81 April, 1,650.00 2022 2022 18, 2022 496,823 1,065.00 May 376,263 1,19,782.49 1,728.00 May 4, 1,374.20 9,028,044 2022 2022 26, 2022 *Not applicable - since Company listed on Stock exchanges on September 21, 2020. Source: www.nseindia.com

Notes:

- (1) High and low are based on high and low of daily high and daily low prices respectively
- (2) Arithmetic average of the closing prices of all trading days during the said period. 9.3. The stock prices on BSE and NSE respectively on relevant dates are:

	COSC 2000		BSE		NSE		
Date	Description	High (INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)
June 23, 2022	Day on which notice of Board Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges.	1220.00	1052.60	1190.30	1218.70	1052.02	1193.65
June 27, 2022	Day prior to the date of commencement of the Board Meeting.	1383.15	1266.00	1364.45	1383.70	1266.30	1365.80
June 28, 2022	Day of conclusion of the Board Meeting	1378.25	1316.15	1328.70	1379.00	1316.85	1327.05
June 29, 2022	First trading day post conclusion of the Board Meeting	1,294.05	1,235.00	1,240.10	1,298.00	1,235.00	1,240.05

10 PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

10.1. The capital structure of the Company prior to date of this Public Announcement, i.e., June 24, 2022, and the indicative capital structure of the Company post the completion of the Buyback is set forth below:

(As on the date of this Public (Post completion of the **Particulars** Announcement) (in INR) Buyback)* (in INR) Authorised share capital: 1,000,000,000 1,000,000,000 100,000,000 Equity Shares of INR 10 each Issued, subscribed and fully paid-up share capital 6,30,43,588 Equity Shares of INR 10 each 63.04.35.880 62.33.77.060* 6.23,37,706 Equity Shares of INR 10 each

*Assuming that the indicative Maximum Buyback Shares are bought back. However, the post Buyback issued, subscribed and paid-up capital may differ depending upon the actual number of Equity Shares bought back. 10.2. As on the date of this Public Announcement, there are no Equity Shares which are partly paid-up, or with

call-in-arrears and there are no outstanding instruments convertible into Equity Shares. 10.3. The shareholding pattern of the Company as on June 24, 2022 (pre-Buyback) and the proposed shareholding

Post Buyback*

pattern of the Company post the completion of the Buyback is given below:

Pre-Buyback

Shareholder No. of Equity % of Equity No. of Equity % of Equity Shares Shares Shares Shares Promoter and 3,77,14,286 59.82 3,77,14,286 60.50 promoter group 2,53,29,302 40.18 Foreign Investors (including Non Resident Indians 20.64 1,30,10,085 Fils and Foreign Mutual Funds) Financial 2,46,23,420 39.50 Institutions / Banks & Mutual 44,94,537 7.13 Funds promoted by Banks / Institutions Others (Public, Public Bodies 78,24,680 12.41 Corporate etc.) 6,30,43,588 100.00 6,23,37,706 100.00

* Assuming the Company buys back the Maximum Buyback Shares. However, the shareholding post completion of the Buyback may differ depending upon the actual number of Equity Shares bought back in the Buyback. 10.4. As on the date of this Public Announcement there is no pending scheme of amalgamation or compromise or

- arrangement in relation to the Company pursuant to any provisions of the Companies Act. 11 DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND
- DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS 11.1. For aggregate shareholding of the members of promoter and promoter group of the Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement i.e. June 29, 2022, please refer to Paragraph 5.1 of Part A. For the details of the transactions undertaken by the members of promoter

and promoter group of the Company, please refer to Paragraph 5.2 of Part A.

- 11.2. The Company does not have any corporate promoters. 11.3. While the members of the promoter and promoter group and persons who are in control of the Company
 - are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase consequent to the buyback. Any increase in the percentage holding/voting rights of the members of the promoter and promoter group of the Company is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.
- 12 MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE

12.1. The Buyback is expected to enhance overall long-term shareholders' value for continuing shareholders.

- without compromising on the future growth opportunities of the Company, as well as provide an exit opportunity to the public shareholders. The Buyback is not likely to cause any material adverse impact: (a) on the earnings of the Company; and (b) the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required The Company will also bear the cost of the Buyback transaction. 12.2. The amount required by the Company for the Buyback (including the Transaction Costs) will be funded out of
- 4,740.35 the internal accruals of the Company including securities premium account, free reserves and/or such other sources as may be permitted by the Buyback Regulations and the Companies Act and on such terms and

financialexp.epapr.in

at www.evotingindia.com.

Place: Mumbai

Date: June 29, 2022

1 Name of the Target Company

FINANCIAL EXPRESS

Regd. Office: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel S.T. Depot, Prabhadevi, Mumbai - 400 025.

Telephone No: +91 22 7193 4200 / +91 22 7193 4263 ; Fax No: +91 22 5036 2365; Email: shareholders@motilaloswal.com; Website: www.motilaloswalgroup.com CORRIGENDUM TO THE NOTICE OF THE SEVENTEENTH ANNUAL GENERAL MEETING

This corrigendum is being issued in continuation to the Notice dated June 17, 2022 for convening the

Seventeenth Annual General Meeting ("AGM") of Motilal Oswal Financial Services Limited ("the Company") scheduled to be held on Monday, July 11, 2022 at 4:00 p.m. through Video Conference ("VC"). In this regard, please note the below changes: ▶ At Page No. 3 of the Notice under Item No. 8 below mentioned Para shall be inserted after the first Para

of the Resolution. **RESOLVED FURTHER THAT** the approval of the Members of the Company shall be valid for a period

of 5 (five) Financial Years ("FY") i.e. from FY 2022-23 till FY 2026-27. ▶ At Page No. 14 of the Notice under Item No. 6 of the Explanatory Statement, below mentioned Para

shall be inserted after third Para. The proposed remuneration (Audit Fee) to be paid to M/s. Singhi & Co., Statutory Auditors of the Company for the Financial Year 2022-23 is ₹ 29.70 Lakhs plus reimbursement of out of pocket

expenses and taxes at the applicable rates. The same fees may be paid for the subsequent years as may be mutually agreed between the Company & the Statutory Auditors. The revised Notice after incorporating above changes would be made available on the website of the Company i.e. www.motilaloswalgroup.com, BSE Limited i.e. www.bseindia.com, National Stock Exchange of India Limited i.e. www.nseindia.com and on the website of the Central Depository Services (India) Limited

For Motilal Oswal Financial Services Limited

Company Secretary & Compliance Officer (ACS: 28740)

POST OFFER ADVERTISEMENT TO THE EQUITY SHAREHOLDERS UNDER REGULATION 18 (12) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AS AMENDED OF

MIRCH TECHNOLOGIES (INDIA) LIMITED

Registered Office: B-701, 7th Floor, Aurus Chambers, S.S. Amrutwar Marg, Worli, Mumbai, Maharashtra- 400013, India Corporate Identification Number (CIN): L27290MH1972PLC016127 Tel: 022-24979758, 022-24909003, 9821042687; Email: uvwtskl@gmail.com; Website: www.mirchtechnologies.com

Open Offer for acquisition of 2,08,000 (Two Lakh Eight Thousand Only) fully paid up equity shares of Rs.10/- each from equity shareholders of Mirch Technologies (India) Limited (hereinafter referred to as "Target Company" or "MIRCH") except parties to Share Purchase Agreement ("SPA") dated 11th March, 2022 by Mr. Pankajkumar Patel (hereinafter referred to as "Acquirer") pursuant to and in accordance with Regulations 3(1) and 4 of the SEBI SAST Regulations, 2011.

This Post Offer Advertisement is being issued by Finshore Management Services Limited (hereinafter referred to as "Manager to the Offer"), on behalf of Mr. Pankajkumar Patel ("Acquirer"), in connection with the offer made by the Acquirer, in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended ("SEBI SAST Regulations"). The Detailed Public Statement ("DPS") with respect to the aforementioned offer was made on 21st March, 2022 in Financial Express, English National Daily (in all editions), Jansatta, Hindi National Daily (in all editions), Mumbai Lakshdeep, Marathi daily (in Mumbai edition) newspapers.

Mirch Technologies (India) Limited

	46	1					
2	Name of the Acquirer	Mr. Pankajkumar Patel					
3	Name of the Manager to the Offer	Finshore Management Services Limited					
4	Name of the Registrar to the Offer	Purva Sharegistry (India) Private Limited	Purva Sharegistry (India) Private Limited				
5	Offer Details:						
	a) Date of Opening of the Offer	6 th June, 2022 (Monday)					
	b) Date of Closure of the Offer	17 th June, 2022 (Friday)					
6	Date of Payment of Consideration	29 th June, 2022 (Wednesday)					
7	Details of Acquisition						
SI. No	Particulars	Proposed in the Offer Document (Letter of Offer)	Actuals				
7.1	Offer Price	Rs. 10/- per Fully paid up equity share	Rs. 10/- per Fully paid up equity share				
7.2	Aggregate number of shares tendered	2,08,000	29,762				
7.3	Aggregate number of shares accepted	2,08,000	29,762				
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	Rs. 20,80,000	Rs. 2,97,620				
7.5	Shareholding of the Acquirer before Agreements/Public Announcement (No. & %)	NIL	NIL				
7.0			(c)				

/.5	Agreements/Public Announcement (No. & %)	NIL	NIL
7.6	Shares Acquired by way of Share Purchase Agreement (SPA) Number Graph of Fully Diluted Equity Share Capital	5,66,294 (70.79 %)	5,66,294 (70.79 %)
7.7	Shares Acquired by way of Open Offer Number More than the second of th	2,08,000 (26.00 %)	29,762 (3.72%)
7.8	Shares acquired after Detailed Public Statement Number of shares acquired Price of the shares acquired of the shares acquired	NIL	NIL
7.9	Post offer shareholding of Acquirer Number More that the share capital	7,74,294 (96.79 %)	5,96,056 (74.51 %)

The Acquirer shall accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Post-Offer

25,706

(3.21%)

Pre-Offer

2,33,706

(29.21%)

Post-Offer

2,03,944

(25.49%)

Pre-Offer

2,33,706

(29.21 %)

12.3. Pursuant to Regulation 16(ii) of the Buyback Regulations, the members of the promoter and promoter group

12.4. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders

12.5.As required under Companies Act and Buyback Regulations, the ratio of the aggregate of secured and

12.6. The Buy-back period starts from June 28, 2022, i.e., the date of conclusion of the Board Meeting approving

below 25% of the total fully paid up equity share capital of the Company.

consolidated financial statements of the Company.

and persons who are in control of the Company shall not participate under the Buyback. The Buyback of

Equity Shares will not result in a change in control or otherwise affect the existing management structure of

excluding the members of the promoter and promoter group and persons who are in control of the Company,

the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall

unsecured debts owed by the Company to the paid-up capital and free reserves after the Buyback shall not

be more than twice the post Buyback paid-up share capital and free reserves, based on both standalone and

the Buyback to the date on which the final payment of consideration for the Equity Shares bought back by the

Company is made ("Buyback Period"). The Company shall not raise further capital for a period of 1 (one)

year from the date of the expiry of the Buyback Period, except in discharge of its subsisting obligations. The

Company shall not issue any Equity Shares or other securities, including by way of bonus issue or convert

any employee stock options/ outstanding instruments into equity shares, till the expiry of the Buyback Period

in accordance with the Companies Act and the Buyback Regulations. The Company will not issue same kind

of shares including allotment of new shares under Section 62(1)(a) of the Companies Act or other specified

securities within a period of 6 (six) months after the completion of the Buyback except by way of a bonus

issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes,

sweat equity or conversion of preference shares or debentures into Equity Shares. Further, the Company has

not undertaken a buyback of any of its securities during the period of 1 (one) year immediately preceding the

dates of the Board Meeting, and shall not make any offer of buyback within a period of 1 (one) year from the

stock exchanges or through spot transactions or through private arrangement. The Equity Shares bought

back by the Company shall be compulsorily extinguished and destroyed and will not be held for re-issue at a later date. The Company is not undertaking the Buyback to delist its equity shares from the Stock Exchanges.

rules made thereunder and the provisions of the Buyback Regulations and Article 8.2 of the Articles of

12.7. The Company shall not buy back its shares from any person through negotiated deal whether on or off the

13.1. Pursuant to Sections 68, 69, 70, and all other applicable provisions, of the Companies Act and applicable

Association of the Company, the Company has obtained the Board approval as mentioned above.

A copy of this Post Offer Advertisement will be available on the websites of SEBI, BSE Limited and the registered office of the Target Company (Mirch Technologies (India) Limited)

Issued by Manager to the Offer on behalf of the Acquirer

• % of Fully Diluted Equity Share Capital

7.10 Pre & Post offer shareholding of the

Number



Finshore Management Services Limited, Anandlok Block A, Room-207,

227, AJC Bose Road, Kolkata-700020 Tel: +91- 033-22895101/9831020743 Website: www.finshoregroup.com

Investor Grievance email id: ramakrishna@finshoregroup.com Contact Person: Mr. S Ramakrishna Iyengar

SEBI Registration No: INM000012185

conditions as the Board may deem fit.

Place: Kolkata Date: 30th June, 2022

THE MYSORE PAPER MILLS LTD (A Govt. of Karnataka Company)

Regd. Office: 32, 5th Floor,

(Karnataka State Co-operative Federation Ltd.'s Building) D. Devaraj Urs Road, (Race Course Road), Bengaluru – 560 001

NOTICE

POSTPONEMENT OF THE BOARD MEETING This is to inform that the meeting of the Board of Directors of the Company earlier convened on **Monday**, the 4th July. 2022 at 4.00 p.m. at the above address to, inter-alia, consider and to take on record the Un-audited Financial (Provisional) Results of the Company for the Quarter ended 31.03.2022 in terms of Clause 41 of the Listing Agreement has been postponed to Thursday, the 7th July 2022 due to unavoidable reasons. However, the time and venue of the meeting remains same.

For The Mysore Paper Mills Limited. Sd/- Mohan D Kulkarni Bengaluru Date: 28.06.2022 **Company Secretary**

DELHI JAL BOARD: DELHI SARKAR

OFFICE OF THE ADDL.CHIEF ENGINEER (M)-10 TENDERING DIVISION (M)-10 ROOM NO. 103, 1st FLOOR, ENGINEERS BHAWAN, NEAR MOOL CHAND CROSSING, ANDREWS GANJ, NEW DELHI-110049

Sagar Azadi Ka Amrit Mahotsav

Mail:- eetm10.djb@gmail.com. Mob.- 9650291341 NIT No.37/EE (T) M-10/2022-23

Press Tender Name of Work Date of release of Last date and time for download & RTGS through tender in e price procurement solution e procurement solution 1 Re-boring of 4 nos. tube wells i.e. 2 nos. in DDA Park Transit 2592095/- 2022_DJB_225207_1 11.7.2022 upto 2.00 PM Camp. A-Block, 1 No. near Deepalva School, 1 no. in 27.6.2022 Navjeevan Camp near Pocket -4 in AC-51 Kalkaji 2 Engagement of labour for maintenance of water supply in Item rate 2022 DJB 225207_2 11.7.2022 upto 2.00 PM G.K. Constituency under EE(M)-50 (AC-50) 27.6.2022 Further details in this regard can be seen at govtprocurement.delhi.gov.in.

Sd/- (B.N.Gupta) ISSUED BY P.R.O. (WATER) **EXECUTIVE ENGINEER (T) M-10**

Advt. No. J.S.V. 212 (2022-23) "STOP CORONAVIRUS: "WEAR MASK, FOLLOW PHYSICAL DISTANCING, MAINTAIN HAND HYGIENE"

FORM B FORM B

PUBLIC ANNOUNCEMENT (Regulation 12 of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016) FOR THE ATTENTION OF THE STAKEHOLDERS OF

CIN: L74900DL1992PLC047055 Regd. Off.: Unit No. 421, 4" Floor, Pearl Omaxe, Netaji Subhash Place, Delhi-110034 Phone: +91-11-27372194/97 E-mail: compliance@rciind.com Website: www.rciind.com

TECHNOLOGIES LIMITED

RE RCI INDUSTRIES AND

Notice is hereby given that pursuant to the Regulation 29 read with Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the meeting of the Board of Directors of the Company scheduled to be held on Wednesday the 15" of June, 2022 could not be held due to some unavoidable circumstances and the same is re-scheduled to be held on Tuesday the 5th day of July, 2022, inter alia, to consider and approve the Audited Financial Results (Standalone & Consolidated) of the Company for the Quarter and year ended on 31" March, 2022.

This information is also available on the website of the Company at https://www.rciind.com as well as on the website of BSE

Further pursuant to the Code of Conduct to Regulate, Monitor and Report Trading by Designated Persons ("Code of Conduct" framed in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the "Trading" Window" for dealing in securities of the Company, will remain closed for Officers, Designated Employees and Connected Persons till 48 (Forty Eight) hours after the declaration of Financial Results for the Quarter and year ended on March 31, 2022. For RCI Industries and Technologies Limited

TALWALKARS HEALTHCLUBS LIMITED SI. PARTICULARS **DETAILS** Name of corporate debtor Talwalkars Healthclubs Limited Date of incorporation of corporate debtor April 23, 2016 Authority under which corporate debtor is Registrar of Companies - Mumbai incorporated / Registered U93090MH2016PLC280127 Corporate Identity No. / Limited Liability Identification No. of corporate debtor Address of the registered office and principal Registered off address - 801, Mahalaxmi Chambers, 22 Bhulabhai office (if any) of corporate debtor Desai Road, Mumbai - 400 026* Date of closure of Insolvency Resolution Process | 27th June, 2022 Liquidation commencement date of corporate 27th June 2022, Date of receipt of order by insolvency professional acting as liquidator (Hon'ble NCLT order dated April 28, 2022) Name and registration number of the insolvency Name: Gajesh Labhchand Jain professional acting as liquidator IP Regn No.: IBBI/IPA-001/IP-P-01697/2019 -2020/12588 Address and e-mail of the liquidator, as Address: D-501, Clifton Soc, Ravirai Oberoi Marg, Shastri Nagar, registered with the Board Andheri (west), Mumbai 400053 Email: gajeshjajn@gmail.com 10. Address and e-mail to be used for Address: Gajesh Jain, C-602, C Wing, Remi Biz Court, correspondence with the liquidator Off Veera Desai Road, Andheri West, Mumbai -400058 Email: liquidation.thl@gmail.com Last date for submission of claims 27th July, 2022 *Civil Court of Greater Bombay through its order dated October 27, 2020 has stayed the change of registered address of Corporate Debtor to Ground Floor, Mangal Simran, Off Turner Road, 20th Road Bandra West, Mumbai-400050 Road Bandra West, Mumbai-400050 Notice is hereby given that the National Company Law Tribunal Mumbai Bench has ordered the Notice is hereby given that the National Company Law Tribunal Mumbai Bench has ordered the commencement of liquidation of the Talwalkars Better Value Fitness Limited on April 28, 2022 [Date of receipt of order by Insolvency Professional acting as liquidator is 27th June, 2022].

commencement of liquidation of the Talwalkars Healthclubs Limited on April 28, 2022 [Date of receipt of order by insolvency professional acting as liquidator is 27th June, 2022]. The stakeholders of the Talwalkars Healthclubs Limited are hereby called upon to submit their claims with proof on or before 27th July, 2022, to the liquidator at the address mentioned against item

The financial creditors shall submit their claims with proof by electronic means only. All other creditors may submit the claims with the proof in person, by post or by electronic means. Submission of false or misleading proof of claims shall attract penalties.

Gajesh Labhchand Jain

KDDL LIMITED

Liquidator of Capacite Structures Limited Rean No.: IBBI/IPA-001/IP-P-01697/2019 -2020/12588

PUBLIC ANNOUNCEMENT (Regulation 12 of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016) FOR THE ATTENTION OF THE STAKEHOLDERS OF **TALWALKARS BETTER VALUE FITNESS LIMITED PARTICULARS** DETAILS Talwalkars Better Value Fitness Limited Name of corporate debtor Date of incorporation of corporate debtor April 24, 2003 Authority under which corporate debtor is Registrar of Companies - Mumbai incorporated / Registered L92411MH2003PLC140134 Corporate Identity No. / Limited Liability Identification No. of corporate debtor Address of the registered office and principal Registered off address - 801/813, Mahalaxmi Chambers, 22 Bhulabhai office (if any) of corporate debtor Desai Road, Mumbai - 400 026* Date of closure of Insolvency Resolution Process 27th June, 2022 Liquidation commencement date of corporate 27th June 2022, Date of receipt of order by insolvency professional acting debtor as liquidator (Hon'ble NCLT order dated April 28, 2022) Name and registration number of the insolvency Name: Gajesh Labhchand Jain professional acting as liquidator IP Regn No.: IBBI/IPA-001/IP-P-01697/2019 -2020/12588 Address: D-501, Clifton Soc, Raviraj Address and e-mail of the liquidator, as registered with the Board Oberoi Marg, Shastri Nagar, Andheri (West), Mumbai 400053 Email: gaieshiain@gmail.com 10. Address and e-mail to be used for Address: Gajesh Jain. C-602, C Wing, Remi Biz Court, correspondence with the liquidator Off Veera Desai Road, Andheri West, Mumbai -400058 Email: liquidation.tbvfl@gmail.com Last date for submission of claims 27th July, 2022 Civil Court of Greater Bombay through its order dated October 27, 2020 has stayed the change of registered address of Corporate Debtor to Ground Floor, Mangal Simran, Off Turner Road, 20th

The stakeholders of the Talwalkars Better Value Fitness Limited are hereby called upon to submit their claims with proof on or before 27th July, 2022, to the liquidator at the address mentioned The financial creditors shall submit their claims with proof by electronic means only. All other creditors may submit the claims with the proof in person, by post or by electronic means. Submission of false or misleading proof of claims shall attract penalties.

Gajesh Labhchand Jain Date: 29^a June, 2022 Liquidator of Capacite Structures Limited Place: Mumbai Regn No.: IBBI/IPA-001/IP-P-01697/2019 -2020/12588

"IMPORTANT"

Whilst care is taken prior to

acceptance of advertising copy, it is not possible to verify its contents. The Indian Express (P) Limited cannot be held responsible for such contents, nor for any loss or damage incurred as a result of transactions with companies, associations or individuals advertising in its newspapers or Publications. We therefore recommend that readers make necessary inquiries before sending any monies or entering into any agreements with advertisers or otherwise acting on an advertisement in any manner whatsoever.

indianexpress.com



I look at every side before taking a side. Inform your opinion with

insightful perspectives.

♦ The Indian EXPRESS

copies of all such consents and approvals obtained by them to the Company's Broker.

time to time, if any, for completion of the Company's obligations in relation to the Buyback.

solely responsible for obtaining all such statutory consents and approvals (including, without limitation the

approvals from the Reserve Bank of India and/or the SEBI, if any) as may be required by them in order to

sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide

overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve

Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations

as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the

consents and approvals necessary for transfer of their Equity Shares to the Company as set out in Paragraphs

13.2 and 13.3 of Part B above, the Company shall obtain such statutory approvals as may be required, from

The Buyback will be implemented by the Company by way of open market purchases through the Stock

Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centers

13.3. The Buyback shall be subject to such necessary approvals as may be required, and the Buyback from

13.4. To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buyback

following the procedure prescribed in the rules. For any queries, shareholders may contact the Company's

Registrar & Share Transfer Agent, Mas Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110 020 Phone: +91 11 2638 7281 /82 /83; Email:investor@masserv.com

Place : Chandigarh Company Secretary

RADICO KHAITAN LIMITED CIN: L26941UP1983PLC027278 Registered Office: Bareilly Road, Rampur - 244 901 (U.P.)

Radico

Tel. No.: 0595-2350601/2, 2351703 Fax No.: 0595-2350009 Email ID: investor@radico.co.in, Website: www.radicokhaitan.com NOTICE (For the attention of Equity Shareholders of the Company)

Sub: Transfer of Equity Shares of the Company to Investor Education and Protection Fund (IEPF) Authority This notice is given pursuant to the provisions of sections 124(6) of the

Companies Act, 2013 read with investor Education and Protection Fund Authority (Accounting Audit, Transfer and Refund) Rules, 2016 and subsequent amendments thereto. The said Rules amongst other matters, contain provisions for transfer of shares

in respect of which dividend has not been paid or claimed for seven consecutive years, in the name of Investor Education and Protection Fund Suspense Account "IEPF Suspense Account"). The Shareholders may note that the dividend declared by the Company for the financial year 2014-15 which remained unclaimed for seven years is due for transfer to Investor Education and Protection Fund (IEPF) on dated 30.09.2022. Accordingly, individual communication sent on 21.06.2022 to all the concerned

shareholders at their registered email/address whose shares are liable to be transferred to IEPF Suspense Account under the aforesaid rules for taking appropriate action The details of shareholders whose shares are due for transfer to IEPF Suspense

Account are made available on website of the company at www.radicokhaitan.com . The Shareholders may further note that the details uploaded by the company on its website would be regarded and shall be deemed as adequate Notice in respect of Transfer of Shares to the IEPF Suspense Account pursuant to the Rules. In case Company does not receive the valid claim from the concerned

shareholders on or before September 30, 2022, the Company shall, with a view to comply with requirements set out in the Rules, transfer the shares of concerned shareholders of IEPF Suspense Account. Please note that no claim shall lie against the Company in respect of unclaimed dividend amount and shares transferred to IEPF Authority pursuant to the said Rules.

In case of any query the concerned shareholder may contact at the Registered Office address of the Company or Company's Registrar and Transfer Agent, Kfin Technologies Limited, Salenium tower B, Plot 31 & 32, Financial District Nanakramguda, Selingampally Mandal, Hyderabad -500032 Telangana Toll free no. 1-800-309-4001. Email einward.ris@kfintech.com Website www.kfintech.com

For Radico Khaitan Limited

Dinesh Kumar Gupta

Vice President - Legal & Company Secretary

at the following address:

Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 05:00 p.m.

KFIN TECHNOLOGIES LIMITED

Place: New Delhi

Date: June 29, 2022

CIN: U72400TG2017PLC117649 Address: Selenimum, Tower B, Plot NO 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Rangareddi,

Hyderabad - 500032, India. Tel. no.: 040-6716 222 Toll Free No. 1-800-309-4001; Contact person: KVS Gopala Krishna Email: Einward.ris@kfintech.com; Website: www.kfintech.com SEBI registration no.: INR000000221; Validity period: Permanent

17 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

⊕ Edelweiss

Edelweiss Financial Services Limited CIN: L99999MH1995PLC094641

Address: 6th floor, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098.

Maharashtra, India. Tel. no.: +91 22 4009 4400 Contact person: Dhruv Bhavsar; Email: routemobile.buyback@edelweissfin.com

Website: www.edelweissfin.com; SEBI registration no.: INM0000010650

Validity period: Permanent

18 DIRECTORS' RESPONSIBILITY STATEMENT

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and any advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information.

> For and on behalf of the Board of Directors of **Route Mobile Limited**

Sd/-	Sd/-	Sd/-	
Rajdipkumar Gupta	Chandrakant Gupta	Rathindra Das	
Managing Director & Group CEO DIN: 01272947	Non-executive Director DIN: 01636981	Group Head Legal, Company Secretar and Compliance Officer Membership no.: A24421	

Date: June 29, 2022

and bidding centers is not applicable.

The Company has designated the following as the Compliance Officer for the Buyback: : Rathindra Das

COMPLIANCE OFFICER

COLLECTION AND BIDDING CENTRES

Designation: Group Head- Legal, Company Secretary & Compliance Officer

: 4th Dimension, 3th Floor, Mind Space, Malad (West) Mumbai-400064 : +91 22 4033 7676 Tel. no.

: +91 22 4033 7650 Fax

: complianceofficer@routemobile.com Email : www.routemobile.com Website

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. to 05:00 p.m. on all working days except Saturdays, Sundays and public holidays, at the above-mentioned address.

16 INVESTOR SERVICE CENTRE

In case of any query, the shareholders may also contact KFIN Technologies Limited, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the

Place: Mumbai

CONCEPT

financialexp.epap.in

13 STATUTORY APPROVALS

13.2. The Buyback from each eligible shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The eligible shareholders shall be

date of expiry of the Buyback Period.

NOTICE OF BOARD MEETING Kailash Purohit

http://www.bseindia.com/

Priya Rastogi Place: New Delhi Company Secretary Date: 29.06.2022 M. No. 18636

> Date: 29" June, 2022 Place: Mumbai

(CIN: L33302HP1981PLC008123) legd. Office: Plot No. 3, Sector - III, Parwanoo, Distt. Solan (H.P.) - 173220 Tel.: +91 172 2548223 / 24 Fax: +91 172 2548302 Website: www.kddl.com Email id: investor.complaints@kddl.com

Notice to the Shareholders Notice is hereby given that pursuant to the provisions of Section

124 of the Companies Act, 2013 (the act) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended (the Rules), the Equity Shares of the Company, in respect of which the Dividend remained unclaimed or unpaid for seven years or more are required to be transferred by the Company to the Demat account of Investor Education and Protection Fund (IEPF) Authority. The details of the concerned shareholders, whose shares are liable to be transferred to the IEPF Authority are made available on the website of the Company www.kddl.com

Shareholders are requested to note that dividend for the financial year 2014-15, declared by the Company which remained unpaid/unclaimed for a period of seven years or more will be transferred to the account maintained by IEPF Authority on or after 30th September, 2022. Concerned shareholder may claim dividend declared for the financial year 2014-15 up to 20th September, 2022 failing which the Company, in compliance with the said rules shall transfer the unpaid/unclaimed dividend for F.Y. 2014-15 and corresponding equity shares to the account maintained by the IEPF Authority on or after the due date of transfer, without any further notice.

No claim shall lie against the Company in respect of unpaid/unclaimed dividend amount and the corresponding equity shares transferred to the IEPF and the same including all benefits accruing on such shares, if any, can be claimed from the IEPF Authority by making an application in form no. IEPF 5 and after

For KDDL Limited Date: 29th June, 2022 **Brahm Prakash Kumar**



ROUTE MOBILE LIMITED

Registered Office: 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064. Tel.: +91-22-40337676; Fax: +91-22-40337650; Website: https://routemobile.com/ Contact Person: Mr. Rathindra Das, Group Head Legal, Company Secretary & Compliance Officer; E-mail: complianceofficer@routemobile.com

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF ROUTE MOBILE LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement ("Public Announcement") is being made in relation to the Buyback (as defined below) of Equity Shares (as defined below) of Route Mobile Limited (the "Company") pursuant to Regulation 16(iv)(b) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments thereto from time to time ("Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations read with Schedule I of the Buyback Regulations.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to two decimal points.

OFFER FOR BUYBACK OF EQUITY SHARES OF ROUTE MOBILE LIMITED ("COMPANY") OF FACE VALUE OF INR 10/- (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES") FROM THE OPEN MARKET THROUGH STOCK EXCHANGES.

Part A – Disclosures in accordance with Schedule I of the Buyback Regulations

DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

("Transaction Costs").

1.1. Pursuant to the provisions of Sections 68, 69, 70, and all other applicable provisions, if any, of the Companies Act, 2013, as amended ("Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, ("Share Capital Rules"), the Companies (Management and Administration) Rules, 2014, as amended, ("Management Rules"), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR Regulations"), to the extent applicable. and the provisions of the Buyback Regulations, Article 8.2 of the Articles of Association of the Company and pursuant to the resolutions passed by the board of directors of the Company (the "Board" or the "Board of Directors") at its meeting held on June 28, 2022 ("Board Meeting"), the Board approved the buyback of the Company's fully paid-up Equity Shares from its equity shareholders/ beneficial owners of the Equity Shares excluding promoters, promoter group and persons who are in control of the Company, at a price not exceeding INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share ("Maximum Buyback Price") and for an aggregate amount not exceeding INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), ("Maximum Buyback Size") payable in cash via the "open market" route through stock exchange mechanism i.e., using the electronic trading facilities of the stock exchanges where the Equity Shares of the Company are listed i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") under the Buyback Regulations and the Companies Act (the process being referred hereinafter as "Buyback"). The Maximum Buyback Size shall not include any expenses incurred or to be incurred for the Buyback such as filing fees payable to SEBI, advisors' fees, Stock Exchanges' fee for usage of their platform for Buyback, brokerage, applicable taxes such as securities transaction tax, Goods and Services Tax, buyback tax, stamp duty, etc., public announcement publication expenses, intermediaries' fees, printing and dispatch expenses and other incidental and related expenses

- 1.2. The Maximum Buyback Size represents 9.95% and 7.31% of the aggregate of the total paid-up equity share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022 respectively (being the latest available audited standalone and consolidated financial statements of the Company). Further, since the Maximum Buyback Size is not more than 10% of the total paid-up equity share capital and free reserves of the Company in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required.
- 1.3. At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 7.05,882 Equity Shares ("Maximum Buyback Shares") which is 1.12 % of the total paid up equity share capital of the Company. If the equity shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- 1.4. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size i.e., INR 60,00,00,000 (Indian Rupees Sixty Crore only) ("Minimum Buyback Size") towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum number of 3,52,942 Equity Shares.
- 1.5. The Buyback (including Transaction Costs) will be implemented by the Company out of its securities premium account, free reserves and/or such other source as may be permitted under Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations, by way of open market purchases through the Stock Exchanges, by the order matching mechanism except 'all or none' order matching system, as provided under Regulation 4(iv)(b)(ii) of the Buyback Regulations. Further, as required under the Companies Act and the Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares or specified securities, if any, or held in physical form Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls
- 1.6. The Buyback is subject to receipt of such sanctions and approvals from statutory, regulatory or governmental authorities as may be required under applicable laws, including the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), and the Stock Exchanges, as may be applicable.
- 1.7. This Buyback from non-resident members, overseas corporate bodies, foreign institutional investors/ foreign portfolio investors, and members of foreign nationality, if any, etc. is subject to such approvals as may be required including approvals from the RBI under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident
- 1.8. The Buyback shall be implemented in the manner and following the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.
- 1.9. A copy of this Public Announcement will be available on the website of the Company at www.routemobile. com and is expected to be available on the website of SEBI i.e., www.sebi.gov.in during the period of the Buyback and on the websites of the Stock Exchanges i.e., www.bseindia.com and www.nseindia.com, respectively.
- NECESSITY FOR THE BUYBACK
- 2.1. The Buyback is being undertaken, inter alia, for the following reasons:
 - (a) For seeking a fair revaluation of the Company's stock price; (b) Utilize its available surplus funds, which is in excess of the surplus amount needed to be retained by the

the Buyback, without additional investment.

Company for future growth over a medium term Improving the Company's return on equity, based on the assumption that the Company would earn

similar profits as in the past and increasing shareholder value in the long term;

- (d) The Buyback gives an option to the equity shareholders/ beneficial holders of the Equity Shares to either participate in the Buyback and get cash in lieu of Equity Shares to be accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post
- 2.2. The Buyback is not likely to cause any material impact on the profitability/ earnings of the Company and the Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required.
- MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK PRICE
- 3.1. The Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share has been arrived at after considering various factors, including trends in the market price of the Equity Shares on the Stock Exchanges, the net worth of the Company and the potential impact of the Buyback on the earnings per share and other similar ratios of the Company, Maximum Buyback Price excludes the Transaction Costs.
- 3.2. The maximum amount of funds required for the Buyback will not exceed INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), (i.e., the Maximum Buyback Size), representing 9.95% and 7.31% of the aggregate of the total paid-up equity share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022, which is less than 10% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at March 31, 2022 (on a standalone and consolidated basis, respectively).
- 3.3. The Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share represents: (i) a premium of 32.19% and 32.45% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for the one month preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback, i.e., June 28, 2022; (ii) a premium of 35,00% and 35,42% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for two weeks preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback. i.e., June 28, 2022; (iii) a premium of 54.49% and 54.55% over the closing market price of the Equity Shares as one trading day prior to the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback i.e., June 28, 2022 and (iv) a premium of 24.59% and 24.47% over the closing market price of the Equity Shares as on the trading day prior to the date of commencement of the Board Meeting i.e., June 28, 2022.
- 3.4. The Buyback is proposed to be completed within a maximum period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities. Subject to the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, maximum validity period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities, and achievement of the Minimum Buyback Size, the actual time frame and the price for the Buyback will be determined by the Board or the Buyback Committee or their duly authorized representatives, at their discretion, in accordance with the Buyback Regulations
- 3.5. The actual number of Equity Shares bought back during the buyback period will depend upon the actual price paid for the Buyback, excluding the Transaction Costs and the aggregate amount paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period.
- MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK
- 4.1. Subject to the market price of the Equity Shares being equal to the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be approximately 7,05,882 Equity Shares (i.e., the Maximum Buyback Shares) which is 1.12 % of the total paid-up equity share capital of the Company.
- 4.2. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- DETAILS OF SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP AND OTHER DETAILS 5.1. The aggregate shareholding of the members of promoter and promoter group and who are in control of the

Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement

i.e., June 29, 2022, is as follows:

Sr. No.	Name	Category	No. of Equity Shares held	Percentage (%)
1.	Sandipkumar Chandrakant Gupta	Promoter	92,57,143	14.68
2.	RajdipKumar Chandrakant Gupta	Promoter	92,57,143	14.68
3.	Chandrakant Jagannath Gupta	Promoter Group	23,00,000	3.65
4.	Chamelidevi Chandrakant Gupta	Promoter Group	23,00,000	3.65
5.	Sarika Rajdip Gupta	Promoter Group	43,20,000	6.85
6.	Sunita Sandip Gupta	Promoter Group	43,20,000	6.85
7.	Chandrakant J Gupta (HUF)	Promoter Group	3,60,000	0.57
8.	Rajdipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
9.	Sandipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
10.	Sandipkumar Chandrakant Gupta (holds shares as a trustee on behalf of CC Gupta Family Trust)	Promoter Group	50,00,000	7.93
	Total		3,77,14,286	59.82

- 5.2. No Equity Shares or other specified securities of the Company have been purchased or sold by members of promoter and promoter group of the Company on the Stock Exchanges or off market, during a period of 12 (twelve) months preceding the date of the Public Announcement, i.e., June 29, 2022 and 6 (six) months preceding the date of the Board Meeting i.e., June 28,2022.
- As on date, the Company does not have any corporate promoters.
- INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK
- As per Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Stock Exchanges and shall not be made from the promoters and promoter group of the Company and the persons who are in control of the Company.
- 6.2. Further, as per Regulation 24(i)(e) of the Buyback Regulations, the members of the promoters and promoter group and persons in control of the Company and/ or their associates shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the promoter and promoter group) during the period from the date of the Board Meeting i.e., June 28, 2022, till completion of the Buyback in accordance with the Buyback Regulations.
- SUBSISTING DEFAULTS

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.

CONFIRMATIONS FROM THE BOARD

The Board of Directors of the Company has confirmed during the Board Meeting it has made a full enquiry into the affairs and prospects of the Company and that based on such full inquiry conducted into the affairs and prospects of the Company, the Board has formed an opinion that:

- immediately following the date of the Board meeting at which the Buy-back of the Equity Shares of the Company is approved (i.e., June 28, 2022), there will be no grounds on which the Company could be found unable to pay
- 8.2. as regards the Company's prospects for the year immediately following the date of the Board meeting held on June 28, 2022, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Board meeting held on June 28, 2022; and
- 8.3. in forming an opinion as aforesaid, the Board has taken into account the liabilities, as if the Company were being wound up under the provisions of the Companies Act, 1956 or the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable (including prospective and contingent liabilities).
- REPORT OF THE AUDITOR ON PERMISSIBLE CAPITAL PAYMENT AND OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the report dated June 28, 2022 received from Walker Chandiok & Co LLP, Chartered Accountants, addressed to the Board is reproduced below:

Independent Auditor's Report on proposed buy-back of equity shares pursuant to the requirements of clause (xi) of the Schedule I to the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018

The Board of Directors

Route Mobile Limited 3rd Floor, 4th Dimension

Mindspace, Malad West,

Mumbai, Maharashtra- 400064

- This report is issued in accordance with the terms of our engagement letter dated 27 June 2022 with Route Mobile Limited (the 'Company').
- The management of the Company has prepared the accompanying Annexure A Statement of permissible capital payment as on 31 March 2022 (the 'Statement') pursuant to the proposed buy-back of equity shares approved by the Board of Directors of the Company in their meeting held on 28 June 2022, in accordance with the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended ('the Act') and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ('the SEBI buy-back regulations). The Statement contains the computation of amount of permissible capital payment towards buy-back of equity shares in accordance with the requirements of Section 68(2)(c) of the Act and based on the latest audited consolidated and standalone financial statements for the year ended 31 March 2022. We have attached the Statement for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with the requirements of Section 68(2)(c) of the Act and ensuring compliance with the SEBI buy-back regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting at which the proposal for buy-back was approved; and will not be rendered insolvent within a period of one year from the date of the Board meeting at which the proposal for buyback was approved by the Board of Directors of the Company, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of Section 68 (6) of the Act and the SEBI buy-back regulations.

Auditor's Responsibility

- 5. Pursuant to the requirements of the SEBI buy-back regulations, it is our responsibility to provide reasonable
 - we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022:
 - the amount of permissible capital payment, as stated in the Statement, has been properly determined considering the audited financial statements for the year ended 31 March 2022 in accordance with Section 68(2)(c) of the Act;
 - the audited financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
 - the Board of Directors of the Company, in its meeting held on 28 June 2022, has formed the opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date.

The audited financial statements, referred to in paragraph 5 above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 18 May 2022. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest to third parties.

- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ('Guidance Note'), issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAL
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1. Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAL
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the matters mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the matters mentioned in paragraph 5 above. We have performed the following procedures in relation to the matters mentioned in paragraph 5 above:
 - a) Inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - Examined authorisation for buy back from the Articles of Association of the Company;
 - Agreed the balance of the Statement of Profit and Loss and Securities Premium Account as at 31 March 2022 as disclosed in the Statement with the audited standalone and consolidated financial
 - Examined that the ratio of secured and unsecured debt owed by the Company, if any, is not more than twice the capital and its free reserves after such buy-back;
 - Examined that all the shares for buy-back are fully paid-up;
- Examined that the amount of capital payment for the buy-back as detailed in the Statement is within the permissible limit computed in accordance with Section 68(2)(c) of the Act:
- Inquired whether the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed the opinion as specified in Clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date of the board meeting;
- Examined minutes of the meetings of the Board of Directors;
- Examined the Directors' declarations for the purpose of buy-back and solvency of the Company;

- Verified the arithmetical accuracy of the Statement; and
- Obtained appropriate representations from the management of the Company

- Based on our examination as above and the information, explanations and representations provided to us by the management, in our opinion:
- a) we have inquired into the state of affairs of the Company in relation to audited standalone and consolidated financial statements for the year ended 31 March 2022;
- the amount of the permissible capital payment towards the proposed buy-back of equity shares as computed in the accompanying Statement, is properly determined in accordance with the requirements of Section 68(2)(c) of the Act based on the audited financial statements for the year ended 31 March 2022:
- the audited standalone and consolidated financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
- the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the aforesaid date.
- Restriction on distribution or use Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of Section 68 and other applicable provisions of the Act and the SEBI buy-back regulations, pursuant to the proposed buy-back of equity shares. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have had as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty

of care we may have in our capacity as auditors of the Company.

11. This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and to include this report, pursuant to the requirements of the SEBI buy-back regulations, (a) in the public announcement to be made to the shareholders of the Company, (b) to be filed with the Registrar of Companies, Securities and Exchange Board of India, National Stock Exchange of India Limited, BSE Limited, as required by the SEBI buy-back regulations, the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager(s) to the buy-back, each for the purpose of extinguishment of equity shares. Accordingly, this report may not be suitable for any other purpose, and therefore, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose for which or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Walker Chandiok & Co LLP Chartered Accountants

Firm Registration No.: 001076N/N500013

Bharat Shetty Partner

Membership No.: 106815 UDIN: 22106815ALVTAR3510

Place: Mumbai

Date: 28 June 2022

Annexure A - Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68 of the Companies Act, 2013 (the "Act") and the SEBI Buy-Back Regulations, based on the Standalone and Consolidated Financial Statements as at and for the year ended 31 March 2022.

		(HS.Cro
Particulars	Standalone	Consolidated
Paid-up Equity Share Capital as at 31 March 2022 63,043,588 equity shares of Rs. 10 each, fully paid up (A)	63.04	63.04
Less: Equity shares held in trust for employees under ESOP scheme - 170,705 equity shares of Rs. 10 each.	(0.17)	(0.17)
Total Share Capital (A)	62.87	62.87
Free Reserves as at 31 March 2022		
Securities premium	1,099.90	1,099.90
Retained earnings	43.33	479.22
Total Free Reserves (B)	1,143.23	1,579.12
Total (A + B)	1,206.10	1,641.99
Maximum amount permissible for buy back under Section 68 of the Companies Act, 2013 i.e. 25% of total paid-up equity capital and free reserves with shareholders' resolution	301.52	410.50
Maximum amount permissible for buyback i.e. 10% of total paid- up equity capital and free reserves pursuant to Section 68 of the Act with Board resolution	120.61	164.20
Amount approved by the Board of Directors for buy-back in the meeting held on 28 June 2022	120.00	l.

For and on behalf of Board of Directors of Route Mobile Limited Rajdipkumar Gupta

Managing Director & Group CEO

Place: Mumbai

Date: 28 June 2022

Part B - Disclosures in accordance with Schedule IV of the Buyback Regulations DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK, IF APPLICABLE

The Buyback has been approved by the Board in its meeting dated June 28, 2022. Further, since the Maximum Buyback Size is less than 10% of the total paid-up equity share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company as on March 31, 2022, therefore in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation

5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required. MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF

- FUNDS AND COST OF FINANCING THE BUYBACK 2.1. At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 7,05,882 Equity Shares i.e., the Maximum Buyback Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size)
- but will always be subject to the Maximum Buyback Size. 2.2. The actual number of Equity Shares bought back will depend upon the actual price, excluding the Transaction Costs, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in the existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period.
- 2.3. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size i.e., the Minimum Buyback Size towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum of 3,52,942
- 2.4. The amount required by the Company for the Buyback (including the cost of funding the Buyback and the Transaction Costs) will be funded out of the internal accruals of the Company including free reserves, securities premium account and/or such other sources as may be permitted by the Buyback Regulations and the Companies Act, and on such terms and conditions as the Board may deem fit.

Activity	Date			
Date of Board resolution approving Buyback	June 28, 2022			
Date of publication of the Public Announcement	June 30, 2022			
Date of opening of the Buyback	July 11, 2022			
Acceptance of Equity Shares accepted in dematerialised mode	Upon the relevant pay-out by the Stock Exchanges			
Extinguishment of Equity Shares	The Equity Shares (in dematerialised form) will be extinguished in the manner specified in the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended, and the bye-laws, the circulars and guidelines framed thereunder. The Company shall ensure that all the Equity Shares bought back are extinguished within 7 (seven) days of the expiry of the Buyback Period (as defined below).			
Last date for the completion of the Buyback	Earlier of:			
	a. January 10, 2023 (i.e., 6 (six) months from the date of the commencement of the Buyback); or b. when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or c. at such earlier date as may be determined by the Board or Buyback Committee, after giving notice of such earlier closure, subject to the Company having deployed an amount equivalent to the Minimum Buyback Size (even if the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been bought back).			

PROCESS AND METHODOLOGY FOR BUYBACK

4.1. The Buyback is open to all shareholders of the Company/ beneficial owners of the Equity Shares (except members of the promoter and promoter group of the Company and persons who are in control of the Company) holding Equity Shares in dematerialised form ("Demat Shares"). Shareholders holding shares in physical form can participate in the Buyback after such Equity Shares are dematerialized by approaching the concerned depository participant. As per Regulation 16(ii) of the Buyback Regulations, the members of the promoters and promoter group and persons who are in control of the Company shall not participate in the Buyback.

4.2. Further, as required under the Companies Act and Buyback Regulations, the Company will not buyback Equity Shares which are partly paid-up, the Equity Shares with call-in-arrears, locked-in or non-transferable, until they become fully paid-up or until the pendency of such lock-in, or until the time such Equity Shares become freely

4.3. The Buyback will be implemented by the Company in accordance with Regulation 4(iv)(b)(ii) read with Regulation 16 of the Buyback Regulations by way of open market purchases through the Stock Exchanges having nationwide trading terminal, using the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.

www.readwhere.com

जनसत्ता, 30 जून, 2022 15

4.4. For the implementation of the Buyback, the Company has appointed Edelweiss Securities Limited as its broker ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Edelweiss Securities Limited

CIN: U67110MH1993PLC344634

Address: Edelweiss House, 12th Floor, off C.S.T. Road, Kalina, Mumbai - 400 098

Tel. no.: +91 22 6623 3325; Contact person: Atul Benke

Email: instops@edelweissfin.com; Website: https://www.edelweiss.in

- SEBI registration no.: INZ000166136; Validity period: Permanent
 4.5. The Equity Shares are traded under the: (a) scrip code: 543228 at BSE; and (b) symbol: ROUTE at NSE. The ISIN of the Equity Shares is INE450U01017.
- 4.6. The Company, shall, commencing from July 11, 2022 (i.e., the date of commencement of the Buyback), place "buy" orders on the Stock Exchanges on the normal trading segment to Buyback the Equity Shares through the Company's Broker, in such quantity and at such price, not exceeding the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as purchaser shall be available to the market participants of the Stock Exchanges.

Procedure for Buyback of Demat Shares:

- 4.7. Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of the Stock Exchanges, by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Stock Exchanges. The Company is under no obligation to place "buy" order on a daily basis. The orders for buying back the Equity Shares will be placed on normal trading segment of Stock Exchanges atleast once a week.
- 4.8. It may be noted that a uniform price would not be paid to all the shareholders/beneficial owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular shareholder/ beneficial owner was executed.

Procedure for Buyback of physical shares:

4.9. As per the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended (as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022) read with the SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, SEBI notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, and the press releases dated December 3, 2018 and March 27, 2019 issued by SEBI, effective from April 1, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, the Company shall not accept the Equity Shares tendered under the Buyback unless such Equity Shares are in dematerialised form.

ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF TENDERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALIZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.

- 4.10. Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- 4.11. Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size or buy all the Maximum Buyback Shares. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the escrow account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.12. The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website www.routemobile.com on a daily basis.
- 4.13. Eligible shareholders who intend to participate in the Buyback should consult their respective tax advisors for applicable taxes.

5 METHOD OF SETTLEMENT

- 5.1. Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to the Stock Exchanges where the transaction is executed. The Company has opened a depository account in the name "Route Mobile Limited-Buyback" ("Buyback Demat Account") with Stockholding Corporation of India Limited. Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ("DP") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions.
- 5.2. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 2018, as amended, and bye-laws, the circulars and guidelines framed thereunder, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished in accordance with the Buyback Regulations, provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the expiry of the Buyback Period (as defined below).
- 5.3. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.

6 BRIEF INFORMATION ABOUT THE COMPANY 6.1 The Company was incorporated as Poutserns

- 6.1. The Company was incorporated as Routesms Solutions Private Limited on May 14, 2004. The Company was converted into a public limited company on April 17, 2007 and its name was changed to Routesms Solutions Limited. The name of the Company was changed to its present name i.e. Route Mobile Limited on March 16, 2016.
- 6.2. The registered office of the Company is located at 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064. Earlier the Registered office of the Company was situated at 401, Fourth Floor, Evershine Mall, New Link Road, Malad (West), Mumbai-400064. The corporate identity number of the Company (CIN) is L72900MH2004PLC146323. The Equity Shares were listed on the Stock Exchanges on September 21, 2020.
- 6.3. The Company is a leading cloud communication platform service provider, catering to enterprises over-the-top (OTT) players and mobile network operators (MNO). Our range of enterprise communication services include smart solutions in A2P Messaging, OTT Business Messaging, Voice, Email, and SMS Filtering, Analytics & Monetization.

7 FINANCIAL INFORMATION ABOUT THE COMPANY

7.1. The selected financial information of the Company (prepared in accordance with Indian Accounting Standards ("Ind-AS")), on a standalone basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below:

(Amount in INR crore)

	Audited						
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020				
Revenue	333.81	376.38	406.55				
Other Income	40.21	11.58	18.54				
Total Income	374.02	387.96	425.09				
Total Expense (excluding Interest, Depreciation & Amortisation, Tax and Exceptional Items)	318.90	346.02	392.47				
Interest Expense/ (Income)	1.92	1.79	2.80				
Depreciation& Amortisation	14.78	10.38	6.34				
Exceptional Items®	5.00	1	13.39				
Profit Before Tax	33.42	29.77	10.08				
Profit After Tax	27.76	22.33	7.55				
Other comprehensive income during the year	(0.57)	(0.10)	(0.15)				
Total comprehensive income/ (loss) for the year	27.19	22.23	7.40				
Paid-up Equity Share Capital	62.87	57.71	50.00				
Reserve & Surplus excluding revaluation reserves and miscellaneous expenditure to the extent not written-off	1,162.10	287.03	24.32				
Net worth excluding revaluation reserves and miscellaneous expenditure to the extent not written-off	1,224.97	344.74	74.32				
Total debt	9	0.21	37.55				
- Secured Loans	*	0.21	37.55				
- Unsecured Loans	÷.	8:	F-0.				

Dotains of Exceptional terms.			(Amount in INR cro
NEW PRODUCTION	Terrorios Among	Audited	1070 Mg 1050 1050
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended March 31, 2020
Impairment	5.00		

5.00

(Amount in INR e	except certain rati
	(Amount in INR

13.39

13.39

(Amount in INR except certain re							
Key Ratios	For the year ended on March 31, 2022 (Audited)		For the year ended on March 31, 2020 (Audited)				
Basic Earnings per Equity Share (₹)	4.65	4.15	1.51				
Diluted Earnings per Equity Share (₹)	4.65	4.06	1.51				
Book value per Equity Share (₹)*	194.83	59.73	14.86				
Debt/ Equity Ratio	0.00%	0.06%	50.52%				
Return on Average Net Worth (%)	3.54%	10.66%	9.55%				

*Treasury shares: 1,70,705 equity shares held in the trust for employees under ESOP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation.

The key ratios have been computed as below:

Key Ratios	Basis
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no of Equity Shares outstanding during the year (assuming issuance of all the shares kept in abeyance)
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus)/ No. of Equity Shares subscribed outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth excluding revaluation reserves(%)	Net Profit After Tax/ Average Net Worth excluding revaluation reserves

7.2. The selected financial information of the Company (prepared in accordance with Ind-AS), on a consolidated basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below:

(Amount in INR crore)

Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020	
	(Audited)	(Audited)	(Audited)	
Revenue	2,002.03	1,406.18	956.25	
Other Income	20.06	15.98	11.85	
Total Income	2,022.09	1,422.16	968.10	
Total Expense (excluding Interest, Depreciation & Amortisation, Tax and Exceptional Items)	1,783.39	1,232.10	856.30	
Interest Expense/ (Income)	5.16	2.75	4.87	
Depreciation& Amortisation	38.32	25.76	22.68	
Exceptional Items®		(5.0)	14.89	
Profit Before Tax	195.22	161.55	69.36	
Profit After Tax	170.08	132.76	58.20	
Other comprehensive income during the year	1.25	1.30	5.74	
Total comprehensive income / (loss) for the year	171.33	134.06	63.94	
Total comprehensive income is attributable to: Owners of the parent Non-controlling interests	167.41 3.92	134.55 (0.49)	64.22 (0.28)	
Paid-up Equity Share Capital	62.87	57.71	50.00	
Reserve & Surplus excluding revaluation reserves	1,609.70	594.40	219.38	
Net worth excluding revaluation reserves	1,672.57	652.11	269.38	
Total debt	34	3.97	41.07	
- Secured Loans	-	3.97	41.07	
- Unsecured Loans			- 34	

@Details of Exceptional Items:

(Amount in INR crore)

raruculars	March 31, 2022	March 31, 2021	March 31, 2020
Service tax (Sabka vikas)			
TOTAL	3 .		
	7.	(Amount	in INR except certain ratios
1980 - 200211	For the year e	nded For the year er	ded For the year ended

Audited

For the year anded on | For the year anded on | For the year anded or

Key Ratios	For the year ended on March 31, 2022 (Audited)	For the year ended on March 31, 2021 (Audited)	For the year ended on March 31, 2020 (Audited)	
Basic Earnings per Equity Share (₹)	27.82	24.76	11.65	
Diluted Earnings per Equity Share (₹)	27.82	24.76	11.65	
Book value per Equity Share (₹)*	266.02	112.99	53.88	
Debt/ Equity Ratio	0.00%	0.61%	15.25%	
Return on Average Net Worth (%)	14.63%	28.81%	23.65%	

*Treasury shares: 1,70,705 equity shares held in the trust for employees under ESOP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation.

The key ratios have been computed as below:

Key Ratios	Basis				
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year				
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year (assuming issuance of all the shares kept in abeyance)				
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus)/ No. of Equity Shares subscribed outstanding at year end				
Debt-Equity Ratio	Total Debt/ Net Worth				
Return on Net Worth excluding revaluation reserves (%)	Net Profit After Tax/ Average Net Worth excluding revaluation reserves				

8 DETAILS OF ESCROW ACCOUNT

- 8.1. In accordance with Regulation 20 of the Buyback Regulations and towards security for performance of its obligations under the Buyback Regulations, the Company has appointed Kotak Mahindra Bank Limited, having its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 as an escrow bank ("Escrow Bank"), and an escrow agreement dated June 29, 2022 ("Escrow Agreement") has been entered into between the Company, the Manager to the Buyback and the Escrow Bank.
- 8.2. In accordance with the Escrow Agreement, the Company has opened an escrow account titled "Route Mobile Buyback Escrow Account" (the "Escrow Account"). The Company has authorized the Manager to the Buyback to operate the Escrow Account in compliance with the Buyback Regulations and the Escrow Agreement. Before opening of the Buyback, the Company will deposit in the Escrow Account cash aggregating to at least INR 30,00,00,000 (Indian Rupees Thirty Crore only), being 25% of the Maximum Buyback Size ("Escrow Amount"), in accordance with the Buyback Regulations.
- 8.3. The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Account at all points in time.
- 8.4. If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 8.5. The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buyback Regulations.
 9 LISTING DETAILS AND STOCK MARKET DATA
- 9.1. The Equity Shares of the Company are listed on BSE and NSE.
- 9.2. The high, low and average market prices of the Equity Shares for the preceding 3 (three) years and the monthly high, low and average market prices of the Equity Shares for the 6 (six) months preceding the date of the Public Announcement and their corresponding volumes on the BSE and NSE are as follows:

BSE

Period	High price1 (INR)	Date of high price	No. of Equity Shares traded on that date	Low price ¹ (INR)	Date of low price	No. of Equity Shares traded on that date	Average price ² (INR)	Total vol- ume traded in the period (No. of Equity Shares)	turn- over of business transact- ed in the period (INR in lakh)
			Р	receding 3	inanci:	al years			
April 1,2019 to March 31, 2020				460	NA	*			
April 1, 2020 to Septem- ber 20, 2020					NA	*			
Septem- ber 21, 2020 to March 31,2021	1,979.00	February 17,2021	98,715	625.00	Sep- tem- ber 21, 2020	27,26,932	1,172.51	15,724,566	152,182.79
April 1,2021 to March 31,2022	2,388.10	October 12,2021	1,31,397	1396.00	Feb- ruary 24, 2022	58,381	1,804.19	1,04,21,281	191,271.98

April 1,2021 to March 31,2022	2,388.10	October 12,2021	1,31,397	1396.00	Feb- ruary 24, 2022	58,381	1,804.19	1,04,21,281	191,271,98
50 10		0	60	Precedi	ng 6 mo	nths	701	N N	
Decem- ber, 2021	1920.00	Decem- ber 9, 2021	26,461	1,666.00	De- cem- ber 27, 2021	6,261	1,770.14	236,141	4,227.90
January, 2022	1935.00	January 12, 2022	47,169	1480.00	Jan- uary 27, 2022	45,021	1778.20	599,447	10,357.13
Febru- ary,2022	1886.60	February 1, 2022	42,756	1396.00	Feb- ruary 24, 2022	58381	1632.06	415,730	6699.68
March 2022	1688.80	March 10,2022	19,222	1482.00	March 2,	21,659	1,550.94	307,942	4,792.04

2022

18,

2022

7199.00

1582.26 298,439

4,740.35

1,523.05 April

40,324

1,650.00 April

29,2022

April,

2022

May, 2022 1,727.25 May 4, 20,554 1,065.50 May 28,014 1,374.75 712,716 9,407.92

*Not applicable - since Company listed on Stock exchanges on September 21, 2020.

Source: www.bseindia.com Notes:

High and low are based on high and low of daily high and daily low prices respectively.
 Arithmetic average of the closing prices of all trading days during the said period.

NSE

Period	High price ¹ (INR)	Date of high price	No. of Equity Shares traded on that date	Low price ¹ (INR)	Date of low price	No. of Equity Shares traded on that date	Average price ² (INR)	Total vol- ume traded in the period (No. of Equity Shares)	Total turnover of business transacted in the peri- od (INR in lakh)
--------	-------------------------------------	--------------------------	---	------------------------------------	-------------------------	--	--	---	---

April 1. N.A.* 2019 to March 31, 2020 April 1 N.A.* 2020 to September 20. 2020 Sep 21. 1,979.65 Feb 17, 1,642,725 625.00 29,189,660 | 1,172,74 | 185,723,285 | 1828128.31 2020 to 2021 21. 2020 March 31. 2021 April 1. 2.389.00 Oct 12. 1,009,926 1,395.00 Feb 284,895 1804.25 106,981,789 2000241,81 2021 to 2021 March 2022 2022 Preceding 6 months 1,923.20 Dec 9, 275,447 1,663.25 Dec 1,770.46 3,319,104 59,251.77 Decem-2021 27, ber, 2021 2021 1.935.60 Jan 12. 554.973 1,480.00 364531 Jan-1,777.95 7,545,963 130,286.68 Jan 2022 27. uary. 2022 2022 1.147.952 1.396.00 1.888.90 Feb 1. 284,895 Feb-Feb 1,631.92 47,95,618 79,220.88 ruary, 2022 24.

2022

March

2022

2022

May

2,43,601

72,727

376,263

1,551.88 44,26,664

1,582.16 3,400,644

1,374.20 9.028.044

68,987.04

53,897.81

1,19,782.49

1,483.05

*Not applicable - since Company listed on Stock exchanges on September 21, 2020.

496,823 1.065.00

Source: www.nseindia.com Notes:

1,688.80

1,650.00

1,728.00

March

2022

ZUZZ

May 4,

10.

2022

March.

2022

April,

2022

May.

2022

Total

High and low are based on high and low of daily high and daily low prices respectively
 Arithmetic average of the closing prices of all trading days during the said period.

9.3. The stock prices on BSE and NSE respectively on relevant dates are:

164,009

April 29, 267,515 1,523.00 April

Date		4	BSE		NSE		
	Description	High (INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)
June 23, 2022	Day on which notice of Board Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges.	1220.00	1052.60	1190.30	1218.70	1052.02	1193.65
June 27, 2022	Day prior to the date of commencement of the Board Meeting.	1383.15	1266.00	1364.45	1383.70	1266.30	1365.80
June 28, 2022	Day of conclusion of the Board Meeting	1378.25	1316.15	1328.70	1379.00	1316.85	1327.05
June 29, 2022	First trading day post conclusion of the Board Meeting	1,294.05	1,235.00	1,240.10	1,298.00	1,235.00	1,240.05

(Source: www.bseindia.com and www.nseindia.com) 10 PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

10.1. The capital structure of the Company prior to date of this Public Announcement, i.e., June 24, 2022, and the indicative capital structure of the Company post the completion of the Buyback is set forth below:

Particulars	(As on the date of this Public Announcement) (in INR)	(Post completion of the Buyback)* (in INR)
Authorised share capital: 100,000,000 Equity Shares of INR 10 each	1,000,000,000	1,000,000,000
Issued, subscribed and fully paid-up share capital		
6,30,43,588 Equity Shares of INR 10 each	63,04,35,880	62,33,77,060*
6,23,37,706 Equity Shares of INR 10 each		

*Assuming that the indicative Maximum Buyback Shares are bought back. However, the post Buyback issued, subscribed and paid-up capital may differ depending upon the actual number of Equity Shares bought back.

10.2. As on the date of this Public Announcement, there are no Equity Shares which are partly paid-up, or with

call-in-arrears and there are no outstanding instruments convertible into Equity Shares.

10.3. The shareholding pattern of the Company as on June 24, 2022 (pre-Buyback) and the proposed shareholding

10.3. The shareholding pattern of the Company as on June 24, 2022 (pre-Buyback) and the proposed shareholdin pattern of the Company post the completion of the Buyback is given below:

Pre-Buyback Post Buyback# Shareholder No. of Equity % of Equity No. of Equity % of Equity Shares Shares Shares Shares Promoter and 3.77.14.286 59.82 3,77,14,286 60.50 promoter group 2.53.29.302 Public 40.18 Foreign Investors (including Non Resident Indians 1,30,10,085 20.64 Fils and Foreign Mutual Funds) Financial 2,46,23,420 39.50 Institutions / Banks & Mutual 44,94,537 7.13 Funds promoted by Banks / Institutions Others (Public, Public Bodies 78,24,680 12.41 Corporate etc.) Total 6,30,43,588 100.00 6,23,37,706 100.00

* Assuming the Company buys back the Maximum Buyback Shares. However, the shareholding post completion of the Buyback may differ depending upon the actual number of Equity Shares bought back in the Buyback.
10.4. As on the date of this Public Announcement there is no pending scheme of amalgamation or compromise or arrangement in relation to the Company pursuant to any provisions of the Companies Act.

arrangement in relation to the Company pursuant to any provisions of the Companies Act.

11 DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS

11.1. For aggregate shareholding of the members of promoter and promoter group of the Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement i.e. June 29, 2022, please refer to Paragraph 5.1 of Part A. For the details of the transactions undertaken by the members of promoter

and promoter group of the Company, please refer to Paragraph 5.2 of Part A.

11.2. The Company does not have any corporate promoters.

11.3. While the members of the promoter and promoter group and persons who are in control of the Company are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase consequent to the buyback. Any increase in the percentage holding/voting rights of the members of the promoter and promoter group of the Company is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

12 MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE

12.1.The Buyback is expected to enhance overall long-term shareholders' value for continuing shareholders, without compromising on the future growth opportunities of the Company, as well as provide an exit opportunity to the public shareholders. The Buyback is not likely to cause any material adverse impact: (a) on the earnings of the Company; and (b) the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required. The Company will also bear the cost of the Buyback transaction.

12.2.The amount required by the Company for the Buyback (including the Transaction Costs) will be funded out of the internal accruals of the Company including securities premium account, free reserves and/or such other sources as may be permitted by the Buyback Regulations and the Companies Act and on such terms and

Service tax (Sabka vikas)

TOTAL

प्राधिकत अधिकारी , एक्सिस बैंक लि

PUBLIC ANNOUNCEMENT



INNOVA CAPTAB LIMITED

Our Company was incorporated in Mumbai, Maharashtra, as 'Harun Health Care Private Limited', a private limited companies Act, 1956, pursuant to a certificate of incorporation dated January 3, 2005, issued by the Registrar of Companies, Maharashtra at Mumbai (the "RoC"). Thereafter, pursuant to a resolution passed by our Shareholders in the extraordinary general meeting held on December 26, 2009, the name of our Company was changed from 'Harun Health Care Private Limited' to 'Innova Captab Private Limited', and consequently, a fresh certificate of incorporation dated February 2, 2010, was issued by the RoC to our Company was converted from a private limited company to a public limited company, pursuant to a resolution passed by our Shareholders in the extraordinary general meeting held on July 12, 2018, and consequently, the name of our Company was changed to our present name, 'Innova Captab Limited', and a fresh certificate of incorporation dated July 26, 2018, was issued by the RoC to our Company. For details of changes in the name and the registered office address of our Company, see 'History and Certain Corporate Matters' on page 204 of the Draft Red Herring Prospectus ("DRHP").

Corporate Identity Number: U24246MH2005PLC150371; Website: www.innovacaptab.com Registered Office: Office No. 606, Ratan Galaxie - 6th Floor, Plot No. 1, J. N. Road, Mulund (W), Mumbai, Maharashtra 400 080, India; Telephone: 91 22 2564 2095

Corporate Office: Second Floor, SCO No. 301, Sector 9, Panchkula, Haryana 134 109, India

Contact Person: Neeharika Shukla, Company Secretary and Compliance Officer, Telephone: +91 172 4194500; Email: investors@innovacaptab.com

THE PROMOTERS OF OUR COMPANY ARE MANOJ KUMAR LOHARIWALA AND VINAY KUMAR LOHARIWALA

INITIAL PUBLIC OFFERING OF UP TO [•] EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF OUR COMPANY FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [+] MILLION ("OFFER"), THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO [+] EQUITY SHARES AGGREGATING UP TO ₹ 4,000.00 MILLION ("FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 9,600,000 EQUITY SHARES ("OFFERED SHARES") AGGREGATING UP TO ₹ [•] MILLION, COMPRISING OF UP TO 3,200,000 EQUITY SHARES AGGREGATING UP TO ₹ [•] MILLION BY MANOJ KUMAR LOHARIWALA, UP TO 3,200,000 EQUITY SHARES AGGREGATING UP TO ₹ [•] MILLION BY VINAY KUMAR LOHARIWALA (TOGETHER WITH MANOJ KUMAR LOHARIWALA, THE "PROMOTER SELLING SHAREHOLDERS") AND UP TO 3,200,000 EQUITY SHARES AGGREGATING UP TO ₹ [•] MILLION BY GIAN PARKASH AGGARWAL (THE "OTHER SELLING SHAREHOLDER", AND TOGETHER WITH THE PROMOTER SELLING SHAREHOLDERS, THE "SELLING SHAREHOLDERS", AND SUCH OFFER FOR SALE OF EQUITY SHARES BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE"). THE OFFER WILL CONSTITUTE [1]% OF THE POST-OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.

OUR COMPANY, IN CONSULTATION WITH THE BRLMS, MAY CONSIDER A FURTHER ISSUE THROUGH EITHER A PRIVATE PLACEMENT, PREFERENTIAL OFFER OR ANY OTHER METHOD AS MAY BE PERMITTED UNDER APPLICABLE LAW, OF EQUITY SHARES OR UP TO SUCH NUMBER OF FULLY PAID UP COMPULSORILY CONVERTIBLE PREFERENCE SHARES WHICH WILL BE CONVERTIBLE INTO [1] EQUITY SHARES, FOR CASH CONSIDERATION AGGREGATING UP TO ₹ 800.00 MILLION, TO ANY PERSON(S), AT ITS DISCRETION, PRIOR TO FILING OF THE RED HERRING PROSPECTUS WITH THE ROC ("PRE-IPO PLACEMENT"). IF THE PRE-IPO PLACEMENT IS COMPLETED, THE SIZE OF THE FRESH ISSUE WILL BE REDUCED TO THE EXTENT OF SUCH PRE-IPO PLACEMENT, SUBJECT TO THE OFFER COMPLYING WITH RULE 19(2)(B) OF THE SECURITIES CONTRACTS (REGULATION) RULES, 1957, AS AMENDED ("SCRR"). THE PRE-IPO PLACEMENT SHALL NOT EXCEED 20% OF THE SIZE OF THE FRESH ISSUE.

THE FACE VALUE OF THE EQUITY SHARE IS ₹ 10 EACH. THE OFFER PRICE IS [•] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS AND WILL BE ADVERTISED IN [+] EDITIONS OF [+] (A WIDELY CIRCULATED ENGLISH NATIONAL DAILY NEWSPAPER), [+] EDITIONS OF [+] (A WIDELY CIRCULATED HINDI NATIONAL DAILY NEWSPAPER) AND [1] EDITIONS OF [1] (A WIDELY CIRCULATED MARATHI DAILY NEWSPAPER, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST TWO WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE", AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED (THE "SEBI ICDR REGULATIONS").

In case of any revision in the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company and the Selling Shareholders may, in consultation with the BRLMs, for reasons to be recorded in writing, extend the Bid /Offer Period for a minimum of three Working Days, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, shall be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the BRLMs and at the terminals of the Syndicate Members and by intimation to Designated Intermediaries and the Sponsor Bank(s), as applicable.

This Offer is being made through the Book Building Process, in terms of Rule 19(2)(b) of the SCRR read with Regulations and in compliance with Regulation 6(1) of the SEBI ICDR Regulations wherein not more than 50% of the Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs", and such portion, the "QIB Portion"), provided that our Company and the Selling Shareholders, in consultation with the BRLMs, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis ("Anchor Investor Portion"). One-third of the Anchor Investor Portion shall be reserved for the domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price in accordance with the SEBI ICDR Regulations. In the event of under-subscription or non-allocation in the Anchor Investor Portion (other than the Anchor Investor Portion) (the "Net QIB Portion"). Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer shall be available for allocation to Non-Institutional Bidders (out of which one-third of the portion available to Non-Institutional Bidders shall be reserved for Bidders with an application size of more than ₹ 0.20 million and up to ₹ 1.00 million and two-third shall be reserved for Bidders with application size of more than ₹ 1.00 million, provided that the unsubscribed portion in either of the aforementioned sub-categories may be allocated to Bidders in the other subcategory) and not less than 35% of the Offer shall be available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. All Bidders, other than Anchor Investors, are required to participate in the Offer by mandatorily utilising the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective ASBA Account and UPI ID in case of UPI Bidders as applicable, pursuant to which their corresponding Bid Amounts will be blocked by the Self Certified Syndicate Banks ("SCSBs") or by the Sponsor Bank(s) under the UPI Mechanism, as the case may be, to the extent of respective Bid Amounts. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For further details, see "Offer Procedure" on page 445 of the DRHP.

This public announcement is being made in compliance with the provisions of Regulation 26(2) of the SEBI ICDR Regulations to inform the public that our Company is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares pursuant to the Offer and has filed the DRHP with the Securities and Exchange Board of India ("SEBI") on June 29, 2022. Pursuant to Regulation 26(1) of the SEBI ICDR Regulations, the DRHP filed with SEBI shall be made available to the public for comments, if any, for a period of at least 21 days from the date of such filing by hosting it on the website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of the BRLMs i.e. ICICI Securities Limited at www.icicisecurities.com and www.imfl.com, respectively. Our Company invites the public to give their comments on the DRHP filed with SEBI, with respect to disclosures made in the DRHP. The members of the public are requested to send a copy of the comments to SEBI, to the Company Secretary and Compliance Officer of our Company and/or the BRLMs at their respective addresses mentioned herein. All comments must be received by our Company and/or the Company Secretary and Compliance Officer or the BRLMs at their respective addresses mentioned herein below in relation to the Offer on or before 5.00 p.m. on the 21" day from the aforesaid date of filing

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the SEBI, nor does the SEBI guarantee the accuracy or adequacy of the contents of the DRHP. Specific attention of the investors is invited to "Risk Factors" beginning on page 33 of the DRHP.

Any decision to invest in the Equity Shares described in the DRHP may only be taken after the Red Herring Prospectus for the same has been filed with the RoC and must be made solely on the basis of such Red Herring Prospectus, as there may be material changes in the Red Herring Prospectus from the DRHP.

The Equity Shares, when offered through the Red Herring Prospectus, are proposed to be listed on the Stock Exchanges.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For details of the share capital and capital structure and the names of the signatories to the Memorandum of Association and the number of shares subscribed for by them of the Company, see "Capital Structure" on page 100 of the DRHP. The liability of the members of our Company is limited. For details of the main objects of the Company as contained in the Memorandum of Association, see "History and Certain Corporate Matters" on page 204 of the DRHP.

7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025

ICICI Securities

ICICI Securities Limited

ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025 Maharashtra, India

Telephone: + 91 22 6807 7100 Email: innova.ipo@icicisecurities.com Investor grievance e-mail: customercare@icicisecurities.com

Website: www.icicisecurities.com

Contact Person: Sameer Purohit / Akhil Mohod SEBI Registration No.: INM000011179

Website: www.jmfl.com Contact Person: Prachee Dhuri

BOOK RUNNING LEAD MANAGERS

Investor grievance email: grievance.ibd@jmfl.com SEBI Registration No: INM000010361

A JM FINANCIAL

Telephone: + 91 22 6630 3030

Email: innova.ipo@jmfl.com

JM Financial Limited

Maharashtra, India

REGISTRAR TO THE OFFER

KFINTECH KFin Technologies Limited

Selenium, Tower B, Plot No - 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi 500 032 Telangana, India

Telephone: + 91 40 6716 2222

Email: innovacaptab.ipo@kfintech.com Investor grievance e-mail; einward.ris@kfintech.com

Website: www.kfintech.com Contact person: M Murali Krishna

SEBI Registration No: INR000000221

For INNOVA CAPTAB LIMITED

On behalf of the Board of Directors

Neeharika Shukla

Date : June 29, 2022 Company Secretary and Compliance Officer INNOVA CAPTAB LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations to make an initial public issue of its Equity Shares and has filed the DRHP dated June 28, 2022

with SEBI on June 29, 2022. The DRHP is available on the website of SEBI at www.sebi.gov.in as well as on the websites of the Stock Exchanges i.e. BSE at www.bseindia.com and NSE at www.nseindia.com and is available on the websites of the BRLMs i.e. ICICI Securities Limited and JM Financial Limited at www.icicisecurities.com and www.jmfl.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, see "Risk Factors" on page 33 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision

This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of securities for sale in any jurisdiction, including the United States, and any securities described in this announcement may not be offered or sold in the United States absent registration under the U.S. Securities Act of 1933 or an exemption from registration. Any public offering of securities to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements. No public offering or sale of securities in the United States is contemplated. CONCEPT **विटेल एसेट सेंटर:** एक्सिस बैंक लि. हिमालया हाउस व् / जो तल, 1ला तल, कातृरबा गांधी मार्ग, कर्नाट प्लेस नई दिल्ली-110001 साथ ही : एक्सिस वैक लि, एक्सिस हाइस, टावर टी

-2ग तल, आई-14, सेक्टर -128, नीएडा एक्सप्रेसचे, जेपी ग्रीन्स विष्ठाटाउन, नीएडा (२०९०) -201301 **कॉर्पोरेट कार्बालवः** 'एक्सिस हाउस', व्लॉक-बी, वॉम्वे डाइंग मिल्स कंपाउंड, पांड्ररंग बुधकर मार्ग, वर्ली, मुंबई-400025 चंजीकत कार्यालय: पित्रल', अग तल, समर्थेरपर मंदिर के निकट, लॉ गार्डन, एलिसप्रिज, आरमदाबाद-380006

सरफैसी अधिनियम 2002 के अंतर्गत कब्जा सचना

जैसा कि विश्वीय परिसम्पत्ति के प्रतिभृतिकरण एवं पुनर्निर्माण तथा प्रतिभृति हित प्रवर्तन अधिनियम, 2002 के अंतर्गत एक्सिस बैंक लि. के प्राधिकत अधिकारी के रूप में प्रतिभृति हित (प्रवर्तन) निवमावली, 2002 के नियम 9 के साथ पंटित धारा 13(12) के अंतर्गत प्रदत्त शक्तियों का प्रयोग करते हुए अधोहस्ताक्षरी ने मांग सूचना जारी कर नीचे वर्णित ऋणधारकों/गारंटरों/मार्टगैजरों को उक्त सुचना की प्राप्ति की तिथि से 60 दिनों के भीतर सुचना में वर्णित राशि व वापस

प्रतिहित जिल प्रवर्तन नियमावली के नियम 8 के साथ पठित अधिनियम की धारा धारा 13(4) के अंतर्गत उन्हें प्रदत्त प्रक्तियाँ का प्रयोग करते हुए अधोहस्ताक्षरी ने यहां नीचे वर्षित सम्पत्ति का कब्जा कर लिया है। विशेष रूप से ऋषधारकों तथा आम जनता को एतदहारा सतर्क किया जाता है कि वे यहां नीचे वर्णित सम्पत्ति का व्यवसाय न करें तथा इन सम्पत्तियों का किसी भी तरह का व्यवसाय बकाया राशि के लिए एक्सिस चैंक लि. के चार्ज के अधीन

ऋगधारक/सहऋगधारक/गारंटर/मार्टगैजर इस राशि को वापस लौटाने में विफल रहे, अतः एतदहारा ऋगधारक, सह-ऋगधारक/गारंटर/मार्टगैजर तथा आम जनता को सुधित किया जाता है कि नीचे वर्षित तिथि को अधोहरताक्षरी ने उक्त

ऋगधारक/गारंटर/मार्टगैजर का ध्यान प्रतिभृत परिसम्पतियों को विमोषित करने के लिए उपलब्ध समय के संदर्भ मे अधिनियम की धारा 13 की उपधारा (8) के पात्रधानों के प्रति आक्रम की जानी है।

ऋगधारक/सह-ऋगधारक का नाम	सम्पत्ति का विवसण	मांग सूचना तिथि 23 मार्थ, 2022
1. मैअस्हम ट्रैडिंग कम्पनी, प्लॉट नं. 321 से 344, गोयला डेयरी, दिल्ली-110071	पंजतानी को-ऑपरेटिय हाउसिंग विल्डिंग सीसायटी लि. पार्क इंड के	भौतिक करूत की तिथि : 28 जून, 2022
2.औ मेरानुदीन, पुत्र औ मोड अली एवं श्रीमती स्थीना, पत्नी ओ मेराजुरीन, दोनों निवासी: मकान से 30, दूसरा तल, पार्क इंड कॉलोनी, प्रीलियहार, लक्ष्मी नगर, पूर्वी दिल्ली, दिल्ली-110092	नाम से विदित कॉलोनी, विकास मार्ग, दिल्ली की ले-आउट पोजना में स्थित सम्पूर्ण दूसरा तल (इत के अधिकार के विना), सम्पत्ति सं. 30, माप 160 वर्ग पाईस।	मांग सूचना में राशि (२.): 64,24,382.95 (२. चींसठ लाख चौर्यास हजार तीन सौ बयासी एवं पैसे पंचानये मात्र)

एतदद्वारा ऋणधारक, सहऋणधारक/गारंटर/मार्टगैजरों को उच्त राशि का भगतान करने के लिए 30 दिनों की सुचना दी जाती है जिसमें विफल रहने पर इस सुचना के प्रकाशन की तिथि से 30 दिनों की समाप्ति के बाद प्रतिभृति हित (प्रवर्तन) नियमावली, 2002 के नियम 8 एवं 9 के प्रावधानों के अनुसार गिरवी सम्पत्ति की

तिथि : 28 जून, 2022 स्थान : नोएडा

ओरिएण्ट बेल लिमिटेड सीआईएन : L14101UP1977PLC021546

पंजीकृत कार्यालय : 8, इंडस्ट्रियल एरिया, सिकन्दराबाद-203205, बुलन्दशहर, उ.प्र. कॉर्पोरेट कार्यालय : आइरिस हाउस, 16 बिजिनेस सेंटर, नांगल राया, नई दिल्ली-110046 दुरभाष : +91-11-47119100, ई-मेल : investor@orientbell.com, वेबसाइट : www.orientbell.com

(ब) लाभांश हेतु रिकार्ड तिथि के विषय में सूचना

प्रचना में निर्धारित सामान्य एवं विशेष प्रकार्यों के लेन-देन के लिए कम्पनी अधिनियम, 2013 त उसके तहत निर्मित नियमों के समस्त प्रयोज्य प्रावधानों एवं कॉर्पोरेट मामले मन्त्रालय (एमसीए), भारत सरकार तथा भारतीय प्रतिभृति एवं विनिमय बोर्ड (सेबी) द्वारा जारी समस्त प्रयोज्य परिपत्रों के अनुपालन में कम्पनी की 45वीं एजीएम (वार्षिक आम बैठक) वीडियो कांफ्रेंसिंग (वीसी)/अन्य दृश्य श्रव्य साधनों (ओएवीएम) के माध्यम से बृहस्पतिवार, 21 जुलाई, 2022 को 3.00 बजे अप. भा.मा.स. पर आयोजित

कम्पनी का पंजीकृत कार्यालय अर्थात 8, इंडस्ट्रियल एरिया, सिकन्दराबाद-203 205, जिला बुलन्दशहर (उ.प्र.) एजीएम के उद्देश्य से स्थान के रूप में माना जायेगा।

एमसीए तथा सेबी द्वारा जारी समस्त प्रयोज्य परिपत्रों के अनुपालन में, एजीएम की सचना तथा 2021-22 को समाप्त वित्त वर्ष की वार्षिक रिपोर्ट कम्पनी के उन सभी सदस्यों के पास भेजी जायेगी जिनके ई-मेल पते कम्पनी/कम्पनी के रजिस्ट्रार एवं शेयर अन्तरण एजेंट (आरटीए)/डिपॉजिटरी भागीदार(रों) के पंजीकृत हैं। उपर्युक्त दस्तावेज कम्पनी की वेबसाइट www.orientbell.com तथा स्टॉक एक्सचेंजों अर्थात बीएसई लिमिटेड एवं नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड की वेबसाइट क्रमशः www.bseindia.com तथा www.nseindia.com पर भी उपलब्ध होंगे।

कम्पनी ने लाभांश के लिए सदस्यों की पात्रता निर्धारित करने हेत बहस्पतिवार, 14 जुलाई, 2022 को कट-ऑफ तिथि (रिकार्ड तिथि) निर्धारित की है।

सदस्यों के रजिस्टर तथा कम्पनी की शेयर अन्तरण पुस्तिकाएं 31 मार्च, 2022 को समाप्त वित्त वर्ष हेत् लाभांश ग्रहण के लिए शेयरधारकों की पात्रता सुनिश्चित करने तथा 45वीं एजीएम में उपस्थित होने के उद्देश्य से 15 जुलाई, 2022 से 21 जुलाई, 2022 (दोनों तिथियाँ शामिल) तक बन्द रहेंगी। ई-वोटिंग के माध्यम से मतदान करने की रीति : कम्पनी प्रबन्धन एवं प्रशासन) नियम, 2014 के नियम 20 के साथ पठित कम्पनी अधिनियम, 2013

की धारा 108 एवं सेबी (सुचीबद्धता दायित्व एवं प्रकटन अपेक्षाएं) विनियम, 2015 के प्रासंगिक

प्रावधानों के सन्दर्भ में कम्पनी एनएसडीएल के माध्यम से इलेक्ट्रॉनिक साधनों द्वारा रिमोट ई-वोटिंग हेतु सुविधा उपलब्ध करा रही है और व्यवसाय इसी वोटिंग के माध्यम से संचालित होंगे। सदस्य इलेक्ट्रॉनिक वोटिंग सिस्टम (''ई-वोटिंग'') के माध्यम से वार्षिक आम बैठक की सुचना में निर्धारित प्रकार्यों पर अपना मतदान कर सकते हैं। डीमैटीरियलाइज्ड मोड, भौतिक मोड में शेयर

धारण करने वाले सदस्यों तथा जिन सदस्यों ने अपने ई-मेल पते पंजीकृत नहीं कराये हैं. द्वारा रिमोट ढंग से मतदान ("रिमोट ई-वोटिंग") सहित मतदान करने की रीति एजीएम की सूचना में उपलब्ध कराई गयी है। निम्नलिखित पर ध्यान दिया जाए :

- (क) कट-ऑफ तिथि अर्थात 14 जुलाई, 2022 तक भौतिक प्रारूप या डीमैटीरियलाइज्ड प्रारूप में शेयर धारण करने वाले सदस्य ऐसी रिमोट ई-वोटिंग के माध्यम से सचना में निर्धारित व्यवसाय पर इलेक्ट्रॉनिक रूप से अपना मतदान कर सकते हैं।
- (ख) कोई व्यक्ति जो कम्पनी के शेयर ग्रहण करता है और सूचना भेजे जाने के उपरान्त कम्पनी का सदस्य बन जाता है और कट-ऑफ तिथि अर्थात 14 जुलाई, 2022 तक शेयर धारण करता है, वह अपने फोलियो नं./डीपी आईडी तथा क्लाइंट आईडी का उल्लेख करते हुए evoting@nsdl.co.in या admin@mcsregistrars.com पर ई-मेल भेजकर लॉगिन आईडी तथा पासवर्ड प्राप्त कर सकता है।
- (ग) रिमोट ई-वोटिंग की अवधि सोमवार, 18 जुलाई, 2022 को सुबह 09:00 बजे (भा.मा.स.) पर शुरू होगी और बुधवार, 20 जुलाई, 2022 को शाम 05:00 बजे (भा.मा.स) पर समाप्त होगी। इसके बाद मतदान के लिए एनएसडीएल द्वारा रिमोट ई-वोटिंग मॉडयल को निष्क्रिय कर दिया
- (घ) उक्त तिथि और समय के बाद रिमोट ई-वोटिंग की अनुमित नहीं दी जाएगी। (ङ) इलेक्ट्रॉनिक वोटिंग सिस्टम के माध्यम से वोटिंग की सुविधा एजीएम के दौरान भी उपलब्ध कराई
- जाएगी और वीसी/ओएवीएम के माध्यम से एजीएम में भाग लेने वाले सदस्य, जिन्होंने पहले से रिमोट ई-वोटिंग द्वारा अपना वोट नहीं डाला है, बैठक के दौरान अपने मताधिकार का प्रयोग करने में सक्षम होंगे। (च) जिन सदस्यों ने बैठक से पहले रिमोट ई-वोटिंग द्वारा अपना वोट डाला है, वे भी वीसी/ओएवीएम
- के माध्यम से एजीएम में शामिल हो सकते हैं लेकिन बैठक में अपना वोट दोबारा डालने के
- (छ) कोई व्यक्ति, जिसका नाम कट-ऑफ तारीख तक सदस्यों के रजिस्टर में या डिपॉजिटरी द्वारा बनाए गए लाभार्थी स्वामियों के रजिस्टर में दर्ज है, केवल वह ही रिमोट ई-वोटिंग या बैठक में मतदान की सविधा का लाभ उठाने का हकदार होगा।

कंपनी के निदेशक मंडल ने बैठक के दौरान निष्पक्ष और पारदर्शी तरीके से रिमोट ई-वोटिंग और ई-वोटिंग के संचालन के लिए सुश्री आशु गुप्ता, प्रैक्टिसिंग कंपनी सेक्रेटरी को संवीक्षक के रूप में नियुक्त

ई-मेल पता पंजीकृत कराने/अपडेट कराने की रीति :

जिन सदस्यों के पास भौतिक रूप में शेयर हैं, जिनके ई-मेल पते कम्पनी के साथ पंजीकृत नहीं हैं, वे कम्पनी के पास investor@orientbell.com पर अथवा कम्पनी के रजिस्ट्रार एवं शेयर अन्तरण एजेंट ("अारटीए"), एमसीएस शेयर ट्रांसफर एजेंट लिमिटेड, एफ-65, ओखला इंडस्ट्रियल एरिया, फेज-1, नई दिल्ली-110020, दूरभाष नं. : 011-41406149 के पास admin@mcsregistrars.com से सम्पर्क/लिखकर अपना ई-मेल पता और मोबाइल नम्बर पंजीकृत करा सकते हैं।

किसी पूछताछ के लिए सदस्य अधोहस्ताक्षरी से +91-11-47119100 पर सम्पर्क करें अथवा अधोहस्ताक्षरी को investor@orientbell.com पर लिखें या अपनी पूछताछ कॉर्पोरेट कार्यालय के पते आइरिस हाउस 16 बिजिनेस सेंटर, नांगल राया, नई दिल्ली-110046

कृते ओरिएण्ट बेल लिमिटेड

तिथि : 29 जून, 2022

स्थान : नई दिल्ली

norientbel

योगेश मेंदीरत्ता कम्पनी सचिव एवं विधि प्रमख

conditions as the Board may deem fit.

- 12.3. Pursuant to Regulation 16(ii) of the Buyback Regulations, the members of the promoter and promoter group and persons who are in control of the Company shall not participate under the Buyback. The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company.
- 12.4. Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the members of the promoter and promoter group and persons who are in control of the Company, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of the Company.
- 12.5.As required under Companies Act and Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company to the paid-up capital and free reserves after the Buyback shall not be more than twice the post Buyback paid-up share capital and free reserves, based on both standalone and consolidated financial statements of the Company.
- the Buyback to the date on which the final payment of consideration for the Equity Shares bought back by the Company is made ("Buyback Period"). The Company shall not raise further capital for a period of 1 (one) year from the date of the expiry of the Buyback Period, except in discharge of its subsisting obligations. The Company shall not issue any Equity Shares or other securities, including by way of bonus issue or convert any employee stock options/ outstanding instruments into equity shares, till the expiry of the Buyback Period in accordance with the Companies Act and the Buyback Regulations. The Company will not issue same kind of shares including allotment of new shares under Section 62(1)(a) of the Companies Act or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares. Further, the Company has not undertaken a buyback of any of its securities during the period of 1 (one) year immediately preceding the dates of the Board Meeting, and shall not make any offer of buyback within a period of 1 (one) year from the date of expiry of the Buyback Period.
- 12.7. The Company shall not buy back its shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through private arrangement. The Equity Shares bought back by the Company shall be compulsorily extinguished and destroyed and will not be held for re-issue at a later date. The Company is not undertaking the Buyback to delist its equity shares from the Stock Exchanges.
- 13 STATUTORY APPROVALS
- 13.1. Pursuant to Sections 68, 69, 70, and all other applicable provisions, of the Companies Act and applicable rules made thereunder and the provisions of the Buyback Regulations and Article 8.2 of the Articles of Association of the Company, the Company has obtained the Board approval as mentioned above.
- 13.2. The Buyback from each eligible shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The eligible shareholders shall be

- solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the Reserve Bank of India and/or the SEBI, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker.
- 13.3. The Buyback shall be subject to such necessary approvals as may be required, and the Buyback from overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations
- 13.4. To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out in Paragraphs 13.2 and 13.3 of Part B above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

14 COLLECTION AND BIDDING CENTRES

The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centers and bidding centers is not applicable.

15 COMPLIANCE OFFICER

Fax

The Company has designated the following as the Compliance Officer for the Buyback:

: Rathindra Das

Designation : Group Head- Legal, Company Secretary & Compliance Officer : 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai-400064

: +91 22 4033 7676 : +91 22 4033 7650

Email : complianceofficer@routemobile.com

Website : www.routemobile.com

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. to 05:00 p.m. on all working days except Saturdays, Sundays and public holidays, at the above-mentioned address.

16 INVESTOR SERVICE CENTRE

In case of any query, the shareholders may also contact KFIN Technologies Limited, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 05:00 p.m. at the following address:



KFIN TECHNOLOGIES LIMITED CIN: U72400TG2017PLC117649

Address: Selenimum, Tower B, Plot NO 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Rangareddi,

Hyderabad - 500032, India. Tel. no.: 040-6716 222 Toll Free No. 1-800-309-4001; Contact person: KVS Gopala Krishna

Email: Einward.ris@kfintech.com; Website: www.kfintech.com SEBI registration no.: INR000000221; Validity period: Permanent

17 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback: **Edelweiss Financial Services Limited**

★ Edelweiss

CIN: L99999MH1995PLC094641

Address: 6th floor, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098,

Maharashtra, India. Tel. no.: +91 22 4009 4400 Contact person: Dhruv Bhavsar; Email: routemobile.buyback@edelweissfin.com

Website: www.edelweissfin.com; SEBI registration no.: INM0000010650

Validity period: Permanent

18 DIRECTORS' RESPONSIBILITY STATEMENT

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and any advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information.

For and on behalf of the Board of Directors of

Route Mobile Limited

Sd/-	Sd/-	Sd/-
Rajdipkumar Gupta	Chandrakant Gupta	Rathindra Das
Managing Director & Group CEO	Non-executive Director	Group Head Legal, Company Secretary
DIN: 01272947	DIN: 01636981	and Compliance Officer
		Membership no.: A24421

Date: June 29, 2022 Place: Mumbai

CONCEPT

Place: Mumbai

12.6. The Buy-back period starts from June 28, 2022, i.e., the date of conclusion of the Board Meeting approving

www.readwhere.com



ROUTE MOBILE LIMITED

Registered Office: 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064. Tel.: +91-22-40337676; Fax: +91-22-40337650; Website: https://routemobile.com, Contact Person: Mr. Rathindra Das, Group Head Legal, Company Secretary & Compliance Officer; E-mail: complianceofficer@routemobile.com

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF ROUTE MOBILE LIMITED FOR THE BUYBACK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement ("Public Announcement") is being made in relation to the Buyback (as defined below) of Equity Shares (as defined below) of Route Mobile Limited (the "Company") pursuant to Regulation 16(iv)(b) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments thereto from time to time ("Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations read with Schedule I of the Buyback Regulations.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to two decimal points.

OFFER FOR BUYBACK OF EQUITY SHARES OF ROUTE MOBILE LIMITED ("COMPANY") OF FACE VALUE OF INR 10/- (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES") FROM THE OPEN MARKET THROUGH STOCK

Part A – Disclosures in accordance with Schedule I of the Buyback Regulations

1 DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

- 1.1. Pursuant to the provisions of Sections 68, 69, 70, and all other applicable provisions, if any, of the Companies Act, 2013, as amended ("Companies Act"), the Companies (Share Capital and Debentures) Rules, 2014, as amended, ("Share Capital Rules"), the Companies (Management and Administration) Rules, 2014, as amended, ("Management Rules"), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR Regulations"), to the extent applicable, and the provisions of the Buyback Regulations, Article 8.2 of the Articles of Association of the Company and pursuant to the resolutions passed by the board of directors of the Company (the "Board" or the "Board" of Directors") at its meeting held on June 28, 2022 ("Board Meeting"), the Board approved the buyback of the Company's fully paid-up Equity Shares from its equity shareholders/ beneficial owners of the Equity Shares excluding promoters, promoter group and persons who are in control of the Company, at a price not exceeding INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share ("Maximum Buyback Price") and for an aggregate amount not exceeding INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), ("Maximum Buyback Size") payable in cash via the "open market" route through stock exchange mechanism i.e., using the electronic trading facilities of the stock exchanges where the Equity Shares of the Company are listed i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (collectively, "Stock Exchanges") under the Buyback Regulations and the Companies Act (the process being referred hereinafter as "Buyback"). The Maximum Buyback Size shall not include any expenses incurred or to be incurred for the Buyback such as filing fees payable to SEBI, advisors' fees, Stock Exchanges' fee for usage of their platform for Buyback, brokerage, applicable taxes such as securities transaction tax. Goods and Services Tax, buyback tax, stamp duty, etc., public announcement publication expenses, intermediaries' fees, printing and dispatch expenses and other incidental and related expenses ("Transaction Costs"). 1.2. The Maximum Buyback Size represents 9.95% and 7.31% of the aggregate of the total paid-up equity
- share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022 respectively (being the latest available audited standalone and consolidated financial statements of the Company). Further, since the Maximum Buyback Size is not more than 10% of the total paid-up equity share capital and free reserves of the Company in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required.
- 1.3. At the Maximum Buyback Price and the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 7,05,882 Equity Shares ("Maximum Buyback Shares") which is 1.12 % of the total paid up equity share capital of the Company. If the equity shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- 1.4. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size i.e., INR 60,00,00,000 (Indian Rupees Sixty Crore only) ("Minimum Buyback Size") towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum number of 3,52,942 Equity Shares.
- 1.5. The Buyback (including Transaction Costs) will be implemented by the Company out of its securities premium account, free reserves and/or such other source as may be permitted under Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations, by way of open market purchases through the Stock Exchanges, by the order matching mechanism except 'all or none' order matching system, as provided under Regulation 4(iv)(b)(ii) of the Buyback Regulations. Further, as required under the Companies Act and the Buyback Regulations, the Company shall not buyback the locked-in Equity Shares and non-transferable Equity Shares or specified securities, if any, or held in physical form Equity Shares till the pendency of the lock-in or until the Equity Shares become transferable. There are no partly paid-up Equity Shares with calls
- 1.6. The Buyback is subject to receipt of such sanctions and approvals from statutory, regulatory or governmental authorities as may be required under applicable laws, including the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), and the Stock Exchanges, as may be applicable
- 1.7. This Buyback from non-resident members, overseas corporate bodies, foreign institutional investors/ foreign portfolio investors, and members of foreign nationality, if any, etc. is subject to such approvals as may be required including approvals from the RBI under the Foreign Exchange Management Act, 1999 and the rules regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident
- 1.8. The Buyback shall be implemented in the manner and following the procedure prescribed in the Companies Act and the Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted
- 1.9. A copy of this Public Announcement will be available on the website of the Company at www.routemobile. com and is expected to be available on the website of SEBI i.e., www.sebi.gov.in during the period of the Buyback and on the websites of the Stock Exchanges i.e., www.bseindia.com and www.nseindia.com,

2 NECESSITY FOR THE BUYBACK

- 2.1. The Buyback is being undertaken, inter alia, for the following reasons:
 - (a) For seeking a fair revaluation of the Company's stock price;
 - Utilize its available surplus funds, which is in excess of the surplus amount needed to be retained by the Company for future growth over a medium term.
 - (c) Improving the Company's return on equity, based on the assumption that the Company would earn similar profits as in the past and increasing shareholder value in the long term;
 - (d) The Buyback gives an option to the equity shareholders/ beneficial holders of the Equity Shares to either participate in the Buyback and get cash in lieu of Equity Shares to be accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback, without additional investment.
- 2.2. The Buyback is not likely to cause any material impact on the profitability/ earnings of the Company and the Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required,
- MAXIMUM PRICE FOR BUYBACK OF THE EQUITY SHARES AND BASIS OF ARRIVING AT THE BUYBACK
- 3.1. The Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share has been arrived at after considering various factors, including trends in the market price of the Equity Shares on the Stock Exchanges, the net worth of the Company and the potential impact of the Buyback on the earnings per share and other similar ratios of the Company. Maximum Buyback Price excludes the
- 3.2. The maximum amount of funds required for the Buyback will not exceed INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crore only), (i.e., the Maximum Buyback Size), representing 9.95% and 7.31% of the aggregate of the total paid-up equity share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as on March 31, 2022, which is less than 10% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at March 31, 2022 (on a standalone and consolidated basis,
- 3.3. The Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share represents: (i) a premium of 32.19% and 32.45% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for the one month preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback, i.e., June 28, 2022; (ii) a premium of 35,00% and 35,42% over the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, for two weeks preceding June 23, 2022, being the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback. i.e., June 28, 2022; (iii) a premium of 54.49% and 54.55% over the closing market price of the Equity Shares as one trading day prior to the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback i.e. June 28, 2022 and (iv) a premium of 24.59% and 24.47% over the closing market price of the Equity Shares as on the trading day prior to the date of commencement of the Board Meeting i.e., June 28, 2022
- 3.4. The Buyback is proposed to be completed within a maximum period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities. Subject to the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, maximum validity period of 6 (six) months from the date of opening of the Buyback or such other period as may be permitted under the Companies Act and/or Buyback Regulations or as may be directed by the appropriate authorities, and achievement of the Minimum Buyback Size, the actual time frame and the price for the Buyback will be determined by the Board or the Buyback Committee or their duly authorized representatives, at their discretion, in accordance with the Buyback Regulations.
- 3.5. The actual number of Equity Shares bought back during the buyback period will depend upon the actual price paid for the Buyback, excluding the Transaction Costs and the aggregate amount paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges

during the Buyback period. MAXIMUM NUMBER OF EQUITY SHARES THAT THE COMPANY PROPOSES TO BUYBACK

- Subject to the market price of the Equity Shares being equal to the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be approximately 7.05.882 Equity Shares (i.e., the Maximum Buyback Shares) which is 1.12 % of the total paid-up equity share capital of the Company.
- 4.2. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the number of Equity Shares to be bought back will not exceed 25% of the total paid up equity capital of the Company.
- DETAILS OF SHAREHOLDING OF PROMOTERS AND PROMOTER GROUP AND OTHER DETAILS
- The aggregate shareholding of the members of promoter and promoter group and who are in control of the Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement

i.e., June 29, 2022, is as follows:

Sr. No.	Name	Category	No. of Equity Shares held	Percentage (%)
1.	Sandipkumar Chandrakant Gupta	Promoter	92,57,143	14.68
2.	RajdipKumar Chandrakant Gupta	Promoter	92,57,143	14.68
3.	Chandrakant Jagannath Gupta	Promoter Group	23,00,000	3.65
4.	Chamelidevi Chandrakant Gupta	Promoter Group	23,00,000	3.65
5.	Sarika Rajdip Gupta	Promoter Group	43,20,000	6.85
6.	Sunita Sandip Gupta	Promoter Group	43,20,000	6.85
7.	Chandrakant J Gupta (HUF)	Promoter Group	3,60,000	0.57
8.	Rajdipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
9.	Sandipkumar C Gupta (HUF)	Promoter Group	3,00,000	0.48
10.	Sandipkumar Chandrakant Gupta (holds shares as a trustee on behalf of CC Gupta Family Trust)	Promoter Group	50,00,000	7.93
	Total		3,77,14,286	59.82

- 5.2. No Equity Shares or other specified securities of the Company have been purchased or sold by members of promoter and promoter group of the Company on the Stock Exchanges or off market, during a period of 12 (twelve) months preceding the date of the Public Announcement, i.e., June 29, 2022 and 6 (six) months preceding the date of the Board Meeting i.e., June 28,2022.
- As on date, the Company does not have any corporate promoters
- INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO PARTICIPATE IN THE BUYBACK
- As per Regulation 16(ii) of the Buyback Regulations, the Buyback is being implemented by way of open market purchases through the Stock Exchanges and shall not be made from the promoters and promoter group of the Company and the persons who are in control of the Company.
- 6.2. Further, as per Regulation 24(i)(e) of the Buyback Regulations, the members of the promoters and promoter group and persons in control of the Company and/ or their associates shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the members of the promoter and promoter group) during the period from the date of the Board Meeting i.e., June 28, 2022, till completion of the Buyback in accordance with the **Buyback Regulations**

SUBSISTING DEFAULTS

The Company confirms that there are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any member, or repayment of any term loans or interest payable thereon to any financial institution or banking company.

CONFIRMATIONS FROM THE BOARD

The Board of Directors of the Company has confirmed during the Board Meeting it has made a full enquiry into the affairs and prospects of the Company and that based on such full inquiry conducted into the affairs and prospects of the Company, the Board has formed an opinion that:

- immediately following the date of the Board meeting at which the Buy-back of the Equity Shares of the Company is approved (i.e., June 28, 2022), there will be no grounds on which the Company could be found unable to pay
- 8.2. as regards the Company's prospects for the year immediately following the date of the Board meeting held on June 28, 2022, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of 1 (one) year from the date of the Board meeting held on June 28, 2022; and
- 8.3. in forming an opinion as aforesaid, the Board has taken into account the liabilities, as if the Company were being wound up under the provisions of the Companies Act, 1956 or the Companies Act, or the Insolvency and Bankruptcy Code, 2016, as applicable (including prospective and contingent liabilities)
- REPORT OF THE AUDITOR ON PERMISSIBLE CAPITAL PAYMENT AND OPINION FORMED BY DIRECTORS REGARDING INSOLVENCY

The text of the report dated June 28, 2022 received from Walker Chandiok & Co LLP, Chartered Accountants, addressed to the Board is reproduced below

Independent Auditor's Report on proposed buy-back of equity shares pursuant to the requirements of clause (xi) of the Schedule I to the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018

The Board of Directors **Route Mobile Limited**

3rd Floor, 4th Dimension Mindspace, Malad West Mumbai, Maharashtra- 400064

- This report is issued in accordance with the terms of our engagement letter dated 27 June 2022 with Route Mobile Limited (the 'Company').
- The management of the Company has prepared the accompanying Annexure A Statement of permissible capital payment as on 31 March 2022 (the 'Statement') pursuant to the proposed buy-back of equity shares approved by the Board of Directors of the Company in their meeting held on 28 June 2022, in accordance with the provisions of Sections 68, 69 and 70 of the Companies Act, 2013, as amended ('the Act') and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ('the SEBI buy-back regulations). The Statement contains the computation of amount of permissible capital payment towards buy-back of equity shares in accordance with the requirements of Section 68(2)(c) of the Act and based on the latest audited consolidated and standalone financial statements for the year ended 31 March 2022. We have attached the Statement for identification purposes only.

Management's Responsibility for the Statement

- The preparation of the Statement in accordance with the requirements of Section 68(2)(c) of the Act and ensuring compliance with the SEBI buy-back regulations, is the responsibility of the management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate
- The Board of Directors is also responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts from the date of Board meeting at which the proposal for buy-back was approved; and will not be rendered insolvent within a period of one year from the date of the Board meeting at which the proposal for buyback was approved by the Board of Directors of the Company, and in forming the opinion, it has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code, 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of Section 68 (6) of the Act and the SEBI buy-back regulations

- 5. Pursuant to the requirements of the SEBI buy-back regulations, it is our responsibility to provide reasonable assurance on whether
 - a) we have inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - the amount of permissible capital payment, as stated in the Statement, has been properly determined considering the audited financial statements for the year ended 31 March 2022 in accordance with Section 68(2)(c) of the Act;
 - the audited financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
 - the Board of Directors of the Company, in its meeting held on 28 June 2022, has formed the opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date.

The audited financial statements, referred to in paragraph 5 above, have been audited by us, on which we have issued unmodified audit opinion vide our report dated 18 May 2022. Our audit of these financial statements was conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India (the 'ICAI'). Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Such audit was not planned and performed in connection with any transactions to identify matters that maybe of potential interest to third parties.

- We conducted our examination of the Statement in accordance with the 'Guidance Note on Reports or Certificates for Special Purposes' ('Guidance Note'), issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate
- evidence on the matters mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the matters mentioned in paragraph 5 above. We have performed the following procedures in relation to the matters mentioned in
 - Inquired into the state of affairs of the Company in relation to the audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - Examined authorisation for buy back from the Articles of Association of the Company
 - Agreed the balance of the Statement of Profit and Loss and Securities Premium Account as at 31 March 2022 as disclosed in the Statement with the audited standalone and consolidated financial
 - Examined that the ratio of secured and unsecured debt owed by the Company, if any, is not more than twice the capital and its free reserves after such buy-back;
 - Examined that all the shares for buy-back are fully paid-up;
- Examined that the amount of capital payment for the buy-back as detailed in the Statement is within the permissible limit computed in accordance with Section 68(2)(c) of the Act;
- Inquired whether the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed the opinion as specified in Clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the aforesaid date of the board meeting;
- Examined minutes of the meetings of the Board of Directors;
- Examined the Directors' declarations for the purpose of buy-back and solvency of the Company;

- Verified the arithmetical accuracy of the Statement; and
- Obtained appropriate representations from the management of the Company.

Opinion

- Based on our examination as above and the information, explanations and representations provided to us by the management, in our opinion:
 - a) we have inquired into the state of affairs of the Company in relation to audited standalone and consolidated financial statements for the year ended 31 March 2022;
 - the amount of the permissible capital payment towards the proposed buy-back of equity shares as computed in the accompanying Statement, is properly determined in accordance with the requirements of Section 68(2)(c) of the Act based on the audited financial statements for the year ended 31 March 2022:
 - the audited standalone and consolidated financial statements, on the basis of which calculation with reference to buy-back is done, are not more than six months old from the date of offer document; and
 - the Board of Directors of the Company, in its meeting held on 28 June 2022 has formed opinion as specified in clause (x) of Schedule I to the SEBI buy-back regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the aforesaid date

Restriction on distribution or use

- 10. Our work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the provisions of Section 68 and other applicable provisions of the Act and the SEBI buy-back regulations, pursuant to the proposed buy-back of equity shares. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have had as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company.
- 11. This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and to include this report, pursuant to the requirements of the SEBI buy-back regulations, (a) in the public announcement to be made to the shareholders of the Company, (b) to be filed with the Registrar of Companies, Securities and Exchange Board of India, National Stock Exchange of India Limited, BSE Limited, as required by the SEBI buy-back regulations, the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the manager(s) to the buy-back, each for the purpose of extinguishment of equity shares. Accordingly, this report may not be suitable for any other purpose, and therefore, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose for which or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For Walker Chandiok & Co LLP **Chartered Accountants** Firm Registration No.: 001076N/N500013

Bharat Shetty Partner Membership No.: 106815 UDIN: 22106815ALVTAR3510 Place: Mumbai

Date: 28 June 2022 Annexure A - Statement of permissible capital payment

Computation of amount of permissible capital payment towards buyback of equity shares in accordance with Section 68 of the Companies Act, 2013 (the "Act") and the SEBI Buy-Back Regulations, based on the Standalone and Consolidated Financial Statements as at and for the year ended 31 March 2022.

(Rs.crore)

Particulars Particulars	Standalone	Consolidated
Paid-up Equity Share Capital as at 31 March 2022 63,043,588 equity shares of Rs. 10 each, fully paid up (A)	63.04	63.04
Less: Equity shares held in trust for employees under ESOP scheme - 170,705 equity shares of Rs. 10 each.	(0.17)	(0.17)
Total Share Capital (A)	62.87	62.87
Free Reserves as at 31 March 2022		
Securities premium	1,099.90	1,099.90
Retained earnings	43.33	479.22
Total Free Reserves (B)	1,143.23	1,579.12
Total (A + B)	1,206.10	1,641.99
Maximum amount permissible for buy back under Section 68 of the Companies Act, 2013 i.e. 25% of total paid-up equity capital and free reserves with shareholders' resolution	301.52	410.50
Maximum amount permissible for buyback i.e. 10% of total paid- up equity capital and free reserves pursuant to Section 68 of the Act with Board resolution	120.61	164.20
Amount approved by the Board of Directors for buy-back in the meeting held on 28 June 2022	120.00	

For and on behalf of Board of Directors of Route Mobile Limited

Rajdipkumar Gupta Managing Director & Group CEO Date: 28 June 2022

Part B - Disclosures in accordance with Schedule IV of the Buyback Regulations

DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK. IF APPLICABLE

The Buyback has been approved by the Board in its meeting dated June 28, 2022. Further, since the Maximum Buyback Size is less than 10% of the total paid-up equity share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company as on March 31, 2022, therefore in accordance with the proviso to the Section 68(2)(b) of the Companies Act and proviso to Regulation 5(i)(b) of the Buyback Regulations, the approval of the shareholders of the Company is not required.

MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK. SOURCES OF **FUNDS AND COST OF FINANCING THE BUYBACK**

- At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 7,05,882 Equity Shares i.e., the Maximum Buyback Shares. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size.
- 2.2. The actual number of Equity Shares bought back will depend upon the actual price, excluding the Transaction Costs, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in the existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period. 2.3. Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum
- Buyback Size i.e., the Minimum Buyback Size towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum of 3,52,942 Equity Shares.
- 2.4. The amount required by the Company for the Buyback (including the cost of funding the Buyback and the Transaction Costs) will be funded out of the internal accruals of the Company including free reserves, securities premium account and/or such other sources as may be permitted by the Buyback Regulations and the

Activity	Date
Date of Board resolution approving Buyback	June 28, 2022
Date of publication of the Public Announcement	June 30, 2022
Date of opening of the Buyback	July 11, 2022
Acceptance of Equity Shares accepted in dematerialised mode	Upon the relevant pay-out by the Stock Exchanges
Extinguishment of Equity Shares	The Equity Shares (in dematerialised form) will be extinguished in the manner specified in the Securities an Exchange Board of India (Depositories and Participants Regulations, 2018, as amended, and the bye-laws the circulars and guidelines framed thereunder. The Company shall ensure that all the Equity Shares bough back are extinguished within 7 (seven) days of the expir of the Buyback Period (as defined below).
Last date for the completion of the Buyback	Earlier of: a. January 10, 2023 (i.e., 6 (six) months from the date of the commencement of the Buyback); or b. when the Company completes the Buyback by deploying the amount equivalent to the Maximun Buyback Size; or c. at such earlier date as may be determined by the Boan or Buyback Committee, after giving notice of such earlie closure, subject to the Company having deployed a amount equivalent to the Minimum Buyback Size (even the Maximum Buyback Size has not been reached or the Maximum Buyback Shares have not been bought back)

PROCESS AND METHODOLOGY FOR BUYBACK

system, as provided under the Buyback Regulations.

The Buyback is open to all shareholders of the Company/ beneficial owners of the Equity Shares (except members of the promoter and promoter group of the Company and persons who are in control of the Company) holding Equity Shares in dematerialised form ("Demat Shares"). Shareholders holding shares in physical form can participate in the Buyback after such Equity Shares are dematerialized by approaching the concerned depository participant. As per Regulation 16(ii) of the Buyback Regulations, the members of the promoters and promoter group and persons who are in control of the Company shall not participate in the Buyback

4.2. Further, as required under the Companies Act and Buyback Regulations, the Company will not buyback Equity Shares which are partly paid-up, the Equity Shares with call-in-arrears, locked-in or non-transferable, until they become fully paid-up or until the pendency of such lock-in, or until the time such Equity Shares become freely transferable, as applicable.

4.3. The Buyback will be implemented by the Company in accordance with Regulation 4(iv)(b)(ii) read with Regulation 16 of the Buyback Regulations by way of open market purchases through the Stock Exchanges having nationwide trading terminal, using the order matching mechanism except "all or none" order matching

4.4. For the implementation of the Buyback, the Company has appointed Edelweiss Securities Limited as its broker ("Company's Broker") through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Edelweiss Securities Limited CIN: U67110MH1993PLC344634

Address: Edelweiss House, 12th Floor, off C.S.T. Road, Kalina, Mumbai - 400 098 Tel. no.: +91 22 6623 3325; Contact person: Atul Benke Email: instops@edelweissfin.com; Website: https://www.edelweiss.in

- SEBI registration no.: INZ000166136; Validity period: Permanent 4.5. The Equity Shares are traded under the: (a) scrip code: 543228 at BSE; and (b) symbol: ROUTE at NSE. The ISIN of the Equity Shares is INE450U01017.
- 4.6. The Company, shall, commencing from July 11, 2022 (i.e., the date of commencement of the Buyback), place "buy" orders on the Stock Exchanges on the normal trading segment to Buyback the Equity Shares through the Company's Broker, in such quantity and at such price, not exceeding the Maximum Buyback Price of INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share, as it may deem fit, depending upon the prevailing market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares, the identity of the Company as purchaser shall be available to the market participants of the Stock Exchanges.

Procedure for Buyback of Demat Shares:

- 4.7. Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock broker, who is a registered member of the Stock Exchanges, by indicating to their broker the details of the Equity Shares they intend to sell whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price tendered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contract note and delivery of the stock to the member and receipt of payment would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges and SEBI. Orders for Equity Shares can be placed on the trading days of the Stock Exchanges. The Company is under no obligation to place "buy" order on a daily basis. The orders for buying back the Equity Shares will be placed on normal trading segment of Stock Exchanges atleast once a week.
- 4.8. It may be noted that a uniform price would not be paid to all the shareholders/beneficial owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular shareholder/ beneficial owner was executed.

Procedure for Buyback of physical shares:

- 4.9. As per the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended (as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022) read with the SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, SEBI notification No. SEBI/LAD-NRO/ GN/2018/49 dated November 30, 2018, and the press releases dated December 3, 2018 and March 27, 2019 issued by SEBI, effective from April 1, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, the Company shall not accept the Equity Shares tendered under the Buyback unless such Equity Shares are in dematerialised form.
 - ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF TENDERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALIZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.
- 4.10. Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- 4.11. Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size, nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or confer any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and/or impair any power of the Company or the Board to terminate any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size or buy all the Maximum Buyback Shares. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the escrow account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 4.12. The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website www.routemobile.com on a daily basis
- 4.13. Eligible shareholders who intend to participate in the Buyback should consult their respective tax advisors for

METHOD OF SETTLEMENT

- 5.1. Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to the Stock Exchanges where the transaction is executed. The Company has opened a depository account in the name "Route Mobile Limited-Buyback" ("Buyback Demat Account") with Stockholding Corporation of India Limited. Demat Shares bought back by the Company will be transferred into the Buyback Demat Account by the Company's Broker, on receipt of such Demat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares sold to the Company pursuant to the Buyback, in favour of their stock broker through whom the trade was executed, by tendering the delivery instruction slip to their respective depository participant ("DP") for debiting their beneficiary account maintained with the DP and crediting the same to the broker's pool account as per procedure applicable to normal secondary market transactions.
- 5.2. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and destroyed in the manner specified in the Securities and Exchange Board of India (Depository and Participants) Regulations, 2018, as amended, and bye-laws, the circulars and guidelines framed thereunder, in the manner specified in the Buyback Regulations and the Companies Act. The Equity Shares lying in credit in the Buyback Demat Account will be extinguished in accordance with the Buyback Regulations, provided that the Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the expiry of the Buyback Period (as defined below).
- 5.3. Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.

BRIEF INFORMATION ABOUT THE COMPANY

- The Company was incorporated as Routesms Solutions Private Limited on May 14, 2004. The Company was converted into a public limited company on April 17, 2007 and its name was changed to Routesms Solutions Limited. The name of the Company was changed to its present name i.e. Route Mobile Limited on March 16,
- 6.2. The registered office of the Company is located at 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai- 400064. Earlier the Registered office of the Company was situated at 401. Fourth Floor, Evershine Mall, New Link Road, Malad (West), Mumbai-400064. The corporate identity number of the Company (CIN) is L72900MH2004PLC146323. The Equity Shares were listed on the Stock Exchanges on September 21, 2020.
- 6.3. The Company is a leading cloud communication platform service provider catering to enterprises over-the-top (OTT) players and mobile network operators (MNO). Our range of enterprise communication services include smart solutions in A2P Messaging, OTT Business Messaging, Voice, Email, and SMS Filtering, Analytics & Monetization.

FINANCIAL INFORMATION ABOUT THE COMPANY

The selected financial information of the Company (prepared in accordance with Indian Accounting Standards ("Ind-AS")), on a standalone basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below

(Amount in INR crore)

Audited			
For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020	
333.81	376.38	406.55	
40.21	11.58	18.54	
374.02	387.96	425.09	
318.90	346.02	392.47	
1.92	1.79	2.80	
14.78	10.38	6.34	
5.00		13.39	
33.42	29.77	10.08	
27.76	22.33	7.55	
(0.57)	(0.10)	(0.15)	
27.19	22.23	7.40	
62.87	57.71	50.00	
1,162.10	287.03	24.32	
1,224.97	344.74	74.32	
-	0.21	37.55	
-	0.21	37.55	
-	-	-	
	March 31, 2022 333.81 40.21 374.02 318.90 1.92 14.78 5.00 33.42 27.76 (0.57) 27.19 62.87 1,162.10 1,224.97	For the year ended on March 31, 2022 For the year ended on March 31, 2021 333.81 376.38 40.21 11.58 374.02 387.96 318.90 346.02 1.92 1.79 14.78 10.38 5.00 - 33.42 29.77 27.76 22.33 (0.57) (0.10) 27.19 22.23 62.87 57.71 1,162.10 287.03 1,224.97 344.74 - 0.21 - 0.21	

(Amount in INR crore)

		Audited	
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended or March 31, 2020
Impairment	5.00	-	-
Service tax (Sabka vikas)	-	-	13.39
TOTAL	5.00		13.39

(Amount in INR	except	certain	ratio

(Amount in nivi except certain rauc				
Key Ratios	For the year ended on March 31, 2022 (Audited)	For the year ended on March 31, 2021 (Audited)	For the year ended on March 31, 2020 (Audited)	
Basic Earnings per Equity Share (₹)	4.65	4.15	1.51	
Diluted Earnings per Equity Share (₹)	4.65	4.06	1.51	
Book value per Equity Share (₹)*	194.83	59.73	14.86	
Debt/ Equity Ratio	0.00%	0.06%	50.52%	
Return on Average Net Worth (%)	3.54%	10.66%	9.55%	

*Treasury shares : 1,70,705 equity shares held in the trust for employees under ESOP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation.

The key ratios have been computed as below

Key Ratios	Basis
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no of Equity Shares outstanding during the year (assuming issuance of all the shares kept in abeyance)
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus)/ No. of Equity Shares subscribed outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth excluding revaluation reserves(%)	Net Profit After Tax/ Average Net Worth excluding revaluation reserves

7.2. The selected financial information of the Company (prepared in accordance with Ind-AS), on a consolidated basis, as extracted from the audited results for the last three financial years i.e., financial years ended on March 31, 2022, March 31, 2021 and March 31, 2020 are detailed below

(Amount in INR crore)

(Amount in livin C				
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020	
	(Audited)	(Audited)	(Audited)	
Revenue	2,002.03	1,406.18	956.25	
Other Income	20.06	15.98	11.85	
Total Income	2,022.09	1,422.16	968.10	
Total Expense (excluding Interest, Depreciation & Amortisation, Tax and Exceptional Items)	1,783.39	1,232.10	856.30	
Interest Expense/ (Income)	5.16	2.75	4.87	
Depreciation& Amortisation	38.32	25.76	22.68	
Exceptional Items@	-	ı	14.89	
Profit Before Tax	195.22	161.55	69.36	
Profit After Tax	170.08	132.76	58.20	
Other comprehensive income during the year	1.25	1.30	5.74	
Total comprehensive income / (loss) for the year	171.33	134.06	63.94	
Total comprehensive income is attributable to:				
Owners of the parent	167.41	134.55	64.22	
Non-controlling interests	3.92	(0.49)	(0.28)	
Paid-up Equity Share Capital	62.87	57.71	50.00	
Reserve & Surplus excluding revaluation reserves	1,609.70	594.40	219.38	
Net worth excluding revaluation reserves	1,672.57	652.11	269.38	
Total debt	-	3.97	41.07	
- Secured Loans	-	3.97	41.07	
- Unsecured Loans	-	-	-	

	Audited					
Particulars	For the year ended on March 31, 2022	For the year ended on March 31, 2021	For the year ended on March 31, 2020			
Service tax (Sabka vikas)	-	-	14.89			
TOTAL	-	-	14.89			
		(Amount in I	INR except certain ratios)			

Key Ratios	For the year ended on March 31, 2022 (Audited)	For the year ended on March 31, 2021 (Audited)	For the year ended on March 31, 2020 (Audited)
Basic Earnings per Equity Share (₹)	27.82	24.76	11.65
Diluted Earnings per Equity Share (₹)	27.82	24.76	11.65
Book value per Equity Share (₹)*	266.02	112.99	53.88
Debt/ Equity Ratio	0.00%	0.61%	15.25%
Return on Average Net Worth (%)	14.63%	28.81%	23.65%

*Treasury shares : 1,70,705 equity shares held in the trust for employees under ESOP scheme are issued but not transferred to employees as at March 31, 2022. Therefore while computing the Book value per equity share the treasury shares are reduced for computation.

@Details of Exceptional Items:

the key fatios have been computed as below.						
Key Ratios	Basis					
Basic Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year					
Diluted Earnings per Equity Share (₹)	Net Profit attributable to equity shareholders/ weighted average no. of Equity Shares outstanding during the year (assuming issuance of all the shares kept in abeyance)					
Book value per Equity Share (₹)	(Paid up Equity Share Capital + Free Reserves and Surplus)/ No. of Equity Shares subscribed outstanding at year end					
Debt-Equity Ratio	Debt-Equity Ratio Total Debt/ Net Worth					
Return on Net Worth excluding revaluation reserves (%)	n Net Profit After Tax/ Average Net Worth excluding revaluation reserves					
R DETAILS OF ESCROW ACCOUNT						

- In accordance with Regulation 20 of the Buyback Regulations and towards security for performance of its obligations under the Buyback Regulations, the Company has appointed Kotak Mahindra Bank Limited , having its registered office at 27 BKC, C27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 as an escrow bank ("Escrow Bank"), and an escrow agreement dated June 29, 2022 ("Escrow Agreement") has been entered into between the Company, the Manager to the Buyback and the Escrow Bank.
- 8.2. In accordance with the Escrow Agreement, the Company has opened an escrow account titled "Route Mobile Buyback Escrow Account" (the "Escrow Account"). The Company has authorized the Manager to the Buyback to operate the Escrow Account in compliance with the Buyback Regulations and the Escrow Agreement. Before opening of the Buyback, the Company will deposit in the Escrow Account cash aggregating to at least INR 30,00,00,000 (Indian Rupees Thirty Crore only), being 25% of the Maximum Buyback Size ("Escrow Amount"), in accordance with the Buyback Regulations.
- 8.3. The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Account at all points in time.
- 8.4. If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the *Assuming that the indicative Maximum Buyback Shares are bought back. However, the post Buyback issued, ns mentioned in the Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), may be liable to be forfeited and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- 8.5. The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buyback Regulations.

LISTING DETAILS AND STOCK MARKET DATA

Date

of high

price1

9.1. The Equity Shares of the Company are listed on BSE and NSE.

No of

Equity

Shares

traded

on that

9.2. The high, low and average market prices of the Equity Shares for the preceding 3 (three) years and the monthly high, low and average market prices of the Equity Shares for the 6 (six) months preceding the date of the Public Announcement and their corresponding volumes on the BSE and NSE are as follows:

Date

of low

price

Shares

Low

price1

(INR)

<u>BSE</u>

Period

			date			that date		Shares)	(INR in lakh)
			Р	receding 3	financia	al years			
April 1,2019 to March 31, 2020					NA	*			
April 1, 2020 to Septem- ber 20, 2020					NA	*			
September 21, 2020 to March 31,2021	1,979.00	February 17,2021	98,715	625.00	Sep- tem- ber 21, 2020	27,26,932	1,172.51	15,724,566	152,182.79
April 1,2021 to March 31,2022	2,388.10	October 12,2021	1,31,397	1396.00	Feb- ruary 24, 2022	58,381	1,804.19	1,04,21,281	191 <i>,2</i> 71.98
				Precedi	ng 6 moi	nths			
Decem- ber, 2021	1920.00	Decem- ber 9, 2021	26,461	1,666.00	De- cem- ber 27, 2021	6,261	1,770.14	236,141	4,227.90
January, 2022	1935.00	January 12, 2022	47,169	1480.00	Jan- uary 27, 2022	45,021	1778.20	599,447	10,357.13
Febru- ary,2022	1886.60	February 1, 2022	42,756	1396.00	Feb- ruary 24, 2022	58381	1632.06	415,730	6699.68
March 2022	1688.80	March 10,2022	19,222	1482.00	March 2, 2022	21,659	1,550.94	307,942	4,792.04
April, 2022	1,650.00	April 29,2022	40,324	1,523.05	April 18, 2022	7199.00	1582.26	298,439	4,740.35

Ī										
	May,	1,727.25	May 4,	20,554	1,065.50	May	28,014	1,374.75	712,716	9,407.92
	2022		2020			26,				
						2022				

*Not applicable - since Company listed on Stock exchanges on September 21, 2020.

(1) High and low are based on high and low of daily high and daily low prices respectively.

(2) Arithmetic average of the closing prices of all trading days during the said period.

Period	High price ¹ (INR)	Date of high price	No. of Equity Shares traded on that date	Low price ¹ (INR)	Date of low price	No. of Equity Shares traded on that date	Average price ² (INR)	Total vol- ume traded in the period (No. of Equity Shares)	Total turnover of business transacted in the peri- od (INR in lakh)
				Preceding	3 financ	ial years			
April 1, 2019 to March 31,					N.A	1.*			

2019 to March 31, 2020									
April 1,									
Sep 21, 2020 to March 31, 2021	1,979.65	Feb 17, 2021	1,642,725	625.00	Sep 21, 2020	29,189,660	1,172.74	185,723,285	1828128.31
April 1, 2021 to March 31, 2022	2,389.00	Oct 12, 2021	1,009,926	1,395.00	Feb 24, 2022	284,895	1804.25	106,981,789	2000241.81
				Preced	ling 6 m	onths			
Decem- ber, 2021	1,923.20	Dec 9, 2021	275,447	1,663.25	Dec 27, 2021	161,901	1,770.46	3,319,104	59,251.77
Jan- uary, 2022	1,935.60	Jan 12, 2022	554,973	1,480.00	Jan 27, 2022	364531	1,777.95	7,545,963	130,286.68
Feb- ruary, 2022	1,888.90	Feb 1, 2022	1,147,952	1,396.00	Feb 24, 2022	284,895	1,631.92	47,95,618	79,220.88
March, 2022	1,688.80	March 10, 2022	164,009	1,483.05	March 2, 2022	2,43,601	1,551.88	44,26,664	68,987.04
April,	1,650.00	April 29,	267,515	1,523.00	April	72,727	1,582.16	3,400,644	53,897.81

18,

26

2022

2022

376,263

1,374.20 9,028,044

1,19,782.49

*Not applicable - since Company listed on Stock exchanges on September 21, 2020.

496,823 1,065.00 May

Source: www.nseindia.com

2022

2022

1,728.00 May 4,

Total

turn-

over of

business

transact-

Total vol-

ume traded

period (No.

of Equity

Average

price2

(INR)

2022

2022

(1) High and low are based on high and low of daily high and daily low prices respectively

(2) Arithmetic average of the closing prices of all trading days during the said period.

9.3. The stock prices on BSE and NSE respectively on relevant dates are:

Description	High					
	(INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)
Day on which notice of Board Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges.	1220.00	1052.60	1190.30	1218.70	1052.02	1193.65
Day prior to the date of commencement of the Board Meeting.	1383.15	1266.00	1364.45	1383.70	1266.30	1365.80
Day of conclusion of the Board Meeting	1378.25	1316.15	1328.70	1379.00	1316.85	1327.05
First trading day post conclusion of the Board Meeting	1,294.05	1,235.00	1,240.10	1,298.00	1,235.00	1,240.05
	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. Day prior to the date of commencement of the Board Meeting. Day of conclusion of the Board Meeting First trading day post conclusion of the Board Meeting	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. Day prior to the date of commencement of the Board Meeting. Day of conclusion of the Board Meeting First trading day post conclusion 1,294.05	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. Day prior to the date of commencement of the Board Meeting. Pay of conclusion of the Board Meeting First trading day post conclusion of the Board Meeting 1,294.05 1,235.00	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. Day prior to the date of commencement of the Board Meeting. Pay of conclusion of the Board Meeting First trading day post conclusion of the Board Meeting Pay of the Board Meeting First brading day post conclusion of the Board Meeting	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. Day prior to the date of commencement of the Board Meeting. Pay of conclusion of the Board Meeting First trading day post conclusion of the Board Meeting 1,294.05 1,235.00 1,240.10 1,298.00 1,298.00	Meeting to consider the proposal for the Buyback was filed at the Stock Exchanges. 1383.15 1266.00 1364.45 1383.70 1266.30 Day prior to the date of commencement of the Board Meeting. 1378.25 1316.15 1328.70 1379.00 1316.85 Pirst trading day post conclusion of the Board Meeting 1,294.05 1,235.00 1,240.10 1,298.00 1,235.00

10 PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

10.1. The capital structure of the Company prior to date of this Public Announcement, i.e., June 24, 2022, and the indicative capital structure of the Company post the completion of the Buyback is set forth below:

Particulars	(As on the date of this Public Announcement) (in INR)	(Post completion of the Buyback)* (in INR)
Authorised share capital: 100,000,000 Equity Shares of INR 10 each	1,000,000,000	1,000,000,000
Issued, subscribed and fully paid-up share capital 6,30,43,588 Equity Shares of INR 10 each 6,23,37,706 Equity Shares of INR 10 each	63,04,35,880	62,33,77,060*

subscribed and paid-up capital may differ depending upon the actual number of Equity Shares bought back. 10.2. As on the date of this Public Announcement, there are no Equity Shares which are partly paid-up, or with call-in-arrears and there are no outstanding instruments convertible into Equity Shares.

10.3. The shareholding pattern of the Company as on June 24, 2022 (pre-Buyback) and the proposed shareholding pattern of the Company post the completion of the Buyback is given below:

Pre-Buvback Post Buyback# Shareholder No. of Equity % of Equity No. of Equity % of Equity Promoter and 3,77,14,286 59.82 3,77,14,286 60.50 promoter group 2.53.29.302 40.18 Public Foreign Investors (including Non Resident Indians 1.30.10.085 20.64 FIIs and Foreign Mutual Funds) Financial 2.46.23.420 39.50 Institutions / Banks & Mutual 44.94.537 7.13 Funds promoted by Banks / Institutions Others (Public, **Public Bodies** 78,24,680 12.41 Corporate etc.) 100.00 6,23,37,706

Assuming the Company buys back the Maximum Buyback Shares. However, the shareholding post completion of the Buyback may differ depending upon the actual number of Equity Shares bought back in the Buyback. 10.4. As on the date of this Public Announcement there is no pending scheme of amalgamation or compromise or

arrangement in relation to the Company pursuant to any provisions of the Companies Act. 11 DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP. PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS

11.1. For aggregate shareholding of the members of promoter and promoter group of the Company as on the date of the Board Meeting i.e., June 28, 2022, and the date of the Public Announcement i.e. June 29, 2022, please refer to Paragraph 5.1 of Part A. For the details of the transactions undertaken by the members of promoter and promoter group of the Company, please refer to Paragraph 5.2 of Part A.

11.2. The Company does not have any corporate promoters.

11.3. While the members of the promoter and promoter group and persons who are in control of the Company are not eligible to participate in the Buyback, depending on the number of Equity Shares bought back by the Company, their effective shareholding percentage in the Company, will increase consequent to the buyback. Any increase in the percentage holding/voting rights of the members of the promoter and promoter group of the Company is not an active acquisition and is incidental to the Buyback and falls within the limits prescribed under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended.

12 MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE

12.1.The Buyback is expected to enhance overall long-term shareholders' value for continuing shareholders, without compromising on the future growth opportunities of the Company, as well as provide an exit opportunity to the public shareholders. The Buyback is not likely to cause any material adverse impact: (a) on the earnings of the Company; and (b) the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required. The Company will also bear the cost of the Buyback transaction.

12.2. The amount required by the Company for the Buyback (including the Transaction Costs) will be funded out of the internal accruals of the Company including securities premium account, free reserves and/or such other sources as may be permitted by the Buyback Regulations and the Companies Act and on such terms and

		आहे जसे आहे तत्वाने' तिच्या विक्रीच्या हक्कासह खाली टः www.bankeauctions.com येथे पुरविलेल्या ई-लिल			
कर्जदार/सह-	मागणी सूचना	स्थावर मिळकत/	सांके	तिक कब्जाची तारीख	राखीव किंमत
कर्जदार/हमीदार	तारीख आणि रक्कम	तारण मत्तेचे वर्णन			
	०४-मार्च-२०२२	गाव. मकाने, ता. आणि जि. पालघर, महाराष्ट्र,		१०-जून-२०२२	रु. ११,२५,०००/- (रुपये अकरा
१. श्री. निलेश तुकाराम अळीम	रु. ९,४९,६२२/- (रुपये नऊ र		तारखे	नुसार एकुण थकबाकी:	लाख पंचवीस हजार मात्र)
२. सौ. नेहा निलेश अळीम	एकोणपन्नास हजार सहाशे बावीस			१५-जून-२०२२	इसारा अनामत रक्कम (इअर):
(प्रोस्पेक्ट क्र.	बोली वाढीव रक्कम	इमारतीमधील बी विंग, १ल्या मजल्यावरील	रु. ९,७७	,३९७/- (रुपये नऊ लाख	रु. १,१२,५००/ – (रुपये एक लाख
आयएल१००६४३४६)	रु. २५,०००/- (रुपये पंचवीस	हजार मोजमापित २२.१० चौ. मी., फ्लॅट क्र. १०१	सत्त्यात्तर	हजार तीनशे सत्त्यान्नव मात्र)	बारा हजार पाचशे मात्र)
	फक्त)	धारक मिळकतीचे ते सर्व भाग आणि विभाग.			
१. श्री. गंगेश कुमार विश्वकर्मा	२१-फेब्रु-२०२२	फ्लॅट ११०३, ११वा मजला, क्षेत्र मोजमापित		प्रत्यक्ष कब्जा	रु.४१,३०,८००/- (रुपये
२. सौ. राज कुमारीदेवी	रु. ३८,०४,०४०/−	६२.२४ चौ. मी., स क्र. ७/२/२, बी विंग, गगन		१०-जून-२०२२	एकेचाळीस लाख तीस हजार
३. विश्वकर्मा एन्टरप्रायझेस	(रूपये अडतीस लाख चार हज			नुसार एकूण थकबाकी:	आठशे मात्र)
(प्रोस्पेक्ट क्र. ९४४८२९)	चाळीस मात्र)	भारत धारक मिळकतीचे ते सर्व भाग आणि		१५-जून-२०२२	
	बोली वाढीव रक्कम	विभाग.		१२,९५५/- (रुपये छत्तीस	इसारा अनामत रक्कम (इअर):
	रु.४०,०००/- (रुपये चाळीस ह	हजार		व हजार नऊशे पंचावन्न मात्र)	रु.४,१३,०८०/- (रुपये चार
	फक्त)		Circa - iiii	1 (11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	लाख तेरा हजार ऐंशी मात्र)
मालमत्तेची तपा	सणीची तारीख	इअर शेवटची तारीख		ई-लिला	वाची तारीख/वेळ
२९-जुलै-२०२२ स.	११.०० ते दु. १४.००	०२-ऑगस्ट-२०२२ सायं. ५ पर्यंत		०४-ऑगस्ट-२०	२२ ११०० ते १३.०० पर्यंत

प्रदानाचे माध्यमः सर्व प्रदान हे गुरुग्राम येथे देव 'आयआयएफएल होम फायनान्स लिमिटेड' च्या नावे डिमांड ड्राफ्ट द्वो किंवा आरटीजीएस/एनईएफटी मार्फत करणे आवश्यक आहे. खात्याचा तपशी खालीलप्रमाणेः ए) खात्याचे नाव : आयआयएफएल होम फायनान्स लि., बी) बँकेचे नावः स्टेण्डर्ड चार्टर्ड बँक लि., सी) खाते क्र. ५३१०५०६६२९४, डी) आयएफएससी कोड SCBL0036025 किंवा पेमेंट लिंक: https://quickpay.iiflfinance.com

अटी आणि शर्ती:-

ई-लिलावात — स्मिलावात — सहभागी होण्याकरिता इच्छुक बोलीदारांनी सेवा पुस्वठादार https://www.bankeauctions.com कडे त्यांचा तपशील नोंदविणे आणि लॉगईन अकाऊंट, लॉगई आयडी आणि पासवर्ड तयार करणे आवश्यक आहे. इच्छुक बोलीदारांनी वरील नमृद शाखा कार्यालयात इअरसाठी प्रदानाचा तपशील केवायसी आणि पॅन कार्डच्या प्रतींसह त्यांचे निविद पपत्र पाठविणे /साटर करणे आवश्यक आहे

बोलीदारांनी रकाना बोली वाढविण्याची रक्कम मध्ये नमूद रकमेच्या पटीत त्यांचे प्रस्ताव वाढविणे आवश्यक आहे. जर बोली लिलावाच्या समाप्तीच्या वेळेच्या अंतिम ५ मिनिटांमध्य केल्यास, समाप्तीचा वेळ आपोआप ५ मिनिटांकरीता विस्तारित होईल.

बरुवात, सनाताचा चळ जानजान २ तानटाकराता विस्तारत हाइस. यशस्वी बोलीदारांनी एओ यांनी बोली मुल्य स्विकारल्यापासून २४ तासात (इअर समायोजित केल्यानंतर) बोली रकमेच्या २५% आणि बोली रकमेच्या उर्वरित ७५% तारण धनकोंन

विक्री निश्चित केल्याच्या तारखेपासून १५ दिवसांत जमा करणे आवश्यक आहे. सर्व जमा आणि प्रदान हे प्रदानाच्या विहित माध्यमाने करायचे आहे. खरेदीदाराने सेस, प्रयोज्य मुद्रांक शुल्क आणि कोणतीही अन्य वैधानिक थकबाकी किंवा इतर थकबाकी जसे की पालिका कर, वीज प्रभार, जमीन आणि मिळकतीशी संबंधित सर्व

कर आणि दरासह इतर अनुषांगिक खर्च, प्रभार भरायचे आहेत. बोलीदारांना ई-लिलाव विक्री प्रक्रियेत भाग घेण्यासाठी त्यांची बोली सादर करण्यापूर्वी लिलाव विक्री आणि लिलाव अर्जाच्या तपशिलवार अटी आणि शर्तीकरिता वेबसाईट

https://bankeauctions.com आणि https://www.iifl.com/home-loans/properties-for-auction मार्फत जाण्याचा सङ्घा देण्यात येत आहे. तपशील, मदत प्रक्रिया आणि ई-लिलाबावरील ऑनलाईन प्रशिक्षणाकरिता बोलीदार सेवा पुरवठादार ई-मेल आयडी : support@bankeauctions.com सपोर्ट हेल्पलाईन नंबर : @7291981124/25/26 यांना मिळकतीशी संबंधित चौकशीसाठी पुणे करिता श्री. निलेश संगमनेरकर @ ९८९००५३०३५, ईमेल :-

nilesh.sangamnerkar@iifl.com, पालपरकरिता श्री. विरत्न गाला @ ७३०३०२१२१७, ईमेल आयडी: viral.gala@iifl.com यांना संपर्क कर शकतात. वरील सदर कर्जदारांना ७ दिवसांत प्रत्यक्ष कब्जा घेतेबेळी तारण मत्तेमध्ये असलेल्या घरगुती वस्तु घेवून जाण्यासाठी सूचना याद्वारे देण्यात येत आहे. अन्यथा आयआयएफएल-

एचएफएल कोणत्याही परिस्थितीत मिळकतीच्या नुकसानीसाठी जवाबदार राहणा नाही. पुढे कर्जदारांना याद्वारे सूचना देण्यात येते की, जर त्यांनी सदर वस्तु घेवून जाण्यास कसूर केली तर वरील सदर वस्तु कायद्यानुसार विकण्यात येतील.

वरील विहित वेळेत यशस्वी बोलीदार/लिलाव खरेदीदाराने कोणत्याही टेप्प्यावर प्रदानात कसूर केली तर विक्री रद्द करण्यात येईल आणि अगोदर जमा केलेली रक्कम (इअर समाविष्टीत) जप्त करण्यात येईल आणि मिळकत पुन्हा विक्रीसाठी ठेवण्यात येईल.

😑 सरफैसी ॲक्ट, २००२ च्या नियम ८ (६) अन्वये वैधानिक ३० दिवसांची विक्री सूचना 😑 कर्जदारांना निविदा/लिलावाच्या तारखेपूर्वी तारखेपर्यंत व्याज आणि अनुषांगिक खर्चासह वरील नमूद रक्कम चुकती काण्यासाठी याद्वारे सूचीत करण्यात येत आहे, कसूर केल्या मिळकतीच्या लिलाव/विक्री करण्यात येईल आणि उर्वरित थकबाकी काही असल्यास व्याज आणि खर्चासह वसुल करण्यात येईल.

ठिकाणः पुणे/पालघर, दिनांकः ३०-जून-२०२२. सही/- प्राधिकृत अधिकारी, आयआयएफएल होम फायनान्स लिमिटेड मुंबई येथील लघुवाद न्यायालयातील आर.ए.ई. वाद क्र. ९२० सन २०१९

आयेशा होमी लाहेर. मुंबईचे प्रौढ रहिवासी आणि राहणार - ६७, मरिन ड्राईव्ह, मुंबई-४०० ०२०. ... वादी

सुशिला चंद्रकांत सोनावाला बिल्डिंग, दुकान क्र. एस/०९, ... प्रतिवादी ४५/५७, सी.पी. टॅंक रोड, मुंबई-४०० ००४. प्रति,

उपरिनामित प्रतिवादी क्र. १,

ज्याअर्थी, उपरिनामित वादींनी प्रतिवादींविरुध्द वरील वाद दाखल करून त्यात विनंती केली की, प्रतिवादींना सोनावाला बिल्डिंग, दुकान क्र. एस/०९, ४/५७, सी.पी. टॅंक रोड, मुंबई-४०० ००४ असलेली वादग्रस्त जागा सोडून रिकामी करून तिचा रिकामा व शांततापूर्ण कब्जा सुपूर्द करण्याचे व वादात विनंती केलेल्या अशा अन्य आणि पढील अनुतोषांसाठी प्रतिवादींना आदेश व हकुम

याद्वारे तम्ही उपरिनामित प्रतिवादींना दोषारोप ठेवन फर्मावण्यात येते की. समन्सच्या प्राप्तीच्या तारखेपासून ३० दिवसांत ह्या न्यायालयात तुमचे लेखी निवेदन दाखल करावे आणि जीथे तुम्ही वादींचे मासिक भाडेकरू म्हणून कब्जेदार होता व ज्याची कुळवहिवाट ठरली होती त्या वादग्रस्त जागेला सोडून तिचा ताबा सुपूर्द करण्यास तुम्ही नकार दिला किंवा टाळाटाळ केली ह्या उपरिनामित वादींच्या दाव्याला उत्तर देण्यासाठी व्यक्तीश: किंवा रितसर निर्देश दिलेल्या विकला मार्फत ६ जुलै, २०२२ रोजी द. २.४५ वा. न्यायालय खोली क्र. २५, १ ला मजला, नवी इमारत, लघु वाद न्यायालय, एल.टी. मार्ग, मुंबई-४०० ००२ मधील पीठासिन सन्माननीय न्यायाधिशांसमोर हजर राहावे आणि सूचना घ्यावी की, जर वरील प्रमाणे तुम्ही तुमचे लेखी निवेदन सादर केले नाही किंवा सदर न्यायालयात हजर होऊन वादग्रस्त जागेचा कब्जा सुपूर्द करण्यासाठी सक्ती का करू नये त्याची कारणे दाखवली नाहीत तर सदर न्यायालयाच्या आदेशाने तुम्हाला त्याच्या कब्जातून बेदखल केले जाईल.

सदर वादाची प्रत तुम्हाला ह्या नामदार न्यायालयाच्या न्यायालय खोली क्र. २५ मधून मिळवू शकेल.

> न्यायालयाच्या शिक्क्याने ह्या ०७ जून, २०२२रोजी दिले

The spirit of Mumbai is now 93 years old!

www.freepressjournal.in

जाहीर नोटीस

FREE PRESS JOURNAL

सर्व संबंधिताना या जाहीर नोटीसीने कळविण्यात येते की, गावमौजे पेल्हार, तालुका वसई, जिल्हा पालघर येथील सर्वे नं २२५/४, क्षेत्र १८.५०.०० आर.ची.मी. आकार रू ३७० . ०० पैसे हि मिळकत श्री . अमोल दत्तात्रय नाईक ह्यांच्या मालकीची व कब्जेवहीवाटीची आहेत . सदर मिळकती बाबत शिर्षक सत्यापन करावयाचे आहे . तरी ही ह्या मिळकतीत कणाही इसमांचा दान, बक्षीस, करार, फरोक्त वापरवहिवाट, कब्जा, भाडेपटटा व कुळ आदी व अन्य प्रकारचा हक्क व हितसंबंध असल्यास त्यांनी त्यांची लेखी हरकत कागदपत्रासहित ही नोटीस प्रसिध्द झाल्यापासन चौदा (१४) दिवसांच्या आत निम्नस्वाक्षरीकारांच्या जे आर ए . लॉ असोशिएटस एल एल पी \cdot , वी $/२<math>\mathbf{o}$ २, वी विंग, दुसरा मजला, किणी आर्केड, स्टेला पॅट्रोल पंपच्या मागे, बरामपुर, वसई रोड (प .) ता . वसर्ड जि. पालघर, ४०१ २०२, या पत्यांवर कळवावी . सदरची लेखी हरकत जर कागदपत्र सोबत नसेल तर सदर हरकत अमान्य करण्यात येईल व कोणाचीही कोणत्याही प्रकारची हरकत नाही असे समजण्यात येईल या पत्यांवर कळवावी अन्यथा कोणाचीही कोणत्याही प्रकारची हरकत नाही असे समजण्यात येईल .

ॲड अजय मायकल कोरीय देनांक ៖ ३०.०६.२०२२ वकील जे . आर . ए . लॉ . असोशिएटसएल . एल . पी . तर्फे पार्टनर BASSEIN CATHOLIC CO-OPERATIVE BANK LTD

कथॉलिक बँक बिल्डींग, पापडी, वसई (प.) www.bccb.co.in. Toll Free No. 18002662407

टेंडर नोटीस

बँकेच्या सन २०२१-२०२२ या आर्थिक वर्षाचा अहवाल छपाई करण्यासाठी भरावयाचे तपशीलवार टेंडर फॉर्म्स बँकेच्या मुख्य कार्यालयात रु. ५००/- शुल्क भरून कार्यालयीन वेळत मिळतील. तरी इच्छक फर्म्स/कंपन्या/संस्थानी अहवाल छपाई कामासाठी सिलबंद टेंडर्स दि. ८ जुलै, २०२२ पर्यंत बँकेच्या मुख्य कार्यालयातील टेंडर बॉक्समध्ये टाकावीत, कोणतेही कारण न देता, कोणतेही टेंडर अगर सर्व टेंडर्स नामंजूर करण्याचा अधिकार बँकेचे संचालक मंडळ राखून ठेवीत आहे.

> सही / -प्रभारी मुख्य कार्यकारी अधिकारी



सोनाटा सॉफ्टवेअर लिमिटेड

(सीआयएन क्र. एल७२२००एमएच१९९४पीएलसी०८२११०) नों. कार्यालय: २०८, टी व्ही इंडस्ट्रियल इस्टेट, २रा मजला, एस के अहिरे मार्ग, वरळी, मुंबई - ४०० ०३० कॉर्पोरेट कार्यालय: १/४, एपीएस ट्रस्ट बिल्डिंग, बुल टेम्पल रोड, एन.आर. कॉलनी, बेंगळुरू - ५६० ००४. दर.: +९१ -८०-६७७८१९९९, फॅक्स: +९१-८०-२६६१०९७२. र्वेबसाईट: www.sonata-software.com ईमेल आयडी: info@sonata-software.com

सुचना

कंपनी अधिनियम, २०१३ च्या कलम २०१ला अनुसरुन याद्वारे सूचना देण्यात येते की, ९ मे, २०२२ पासून ८ मे, २०२६ पर्यंतच्या चार वर्षांच्या काळावधीसाठी कंपनीचे पूर्ण वेळ संचालक म्हणून श्री. समीर धीर (डीआयएन : ०३०२१४१३) यांच्या नियुक्तीसाठी कंपनी अधिनियम, २०१३ च्या कलम १९६, १९७ आणि १९८ सहवाचता परिशिष्ट V व अन्य प्रयोज्य तरतुदींन्वये केंद्र सरकारकडे एक अर्ज करण्याचा कंपनीचा प्रस्ताव आहे.

> संचालक मंडळाच्या आदेशावरून सोनाटा सॉफ्टवेअर लिमिटेड साठी

दिनांकः २९.०६.२०२२ तिकाणः बेंगळरू

मंगल कुलकर्णी कंपनी सेक्रेटरी, कॉम्प्लायन्स ऑफिसर अँड हेड-लिगल



भारत को-ऑपरेटिव्ह बँक (मुंबई) लि.

(मल्टी-स्टेट शेडयुल्ड बँक)

मध्यवर्ती कार्यालयः ''मरुतागिरी'', प्लॉट नं. १३/९ए, सोनावाला रोड, गोरेगाव (पूर्व), मुंबई-४०० ०६३, दू. ६१८९ ००८८/६१८९ ०१३४/६१८९ ००८३

लिलाव सूचना

स्थावर मिळकत/तींची लिलाव व विक्री

सिक्यरिटायझेशन अँड रिकन्स्ट्क्शन ऑफ फायनान्शिअल ॲसेटस् अँड एन्फोर्समेंट ऑफ सिक्युरिटी इंटरेस्ट ॲक्ट, २००२ च्या कलम १३ (४) प्रमाणे आता **भारत को-ऑपरेटिव्ह बँक (मुंबई) लि.** च्या प्राधिकृत अधिकाऱ्यांच्या कब्जा मध्ये असलेल्या खालील स्थावर मिळकती/तिच्या **'जे आहे जेथे आहे आणि जे आहे जसे आहे तत्वाने'** खरेदी करिता जनता/इच्छुक बोलीदरांकडून मोहोरबंद प्रस्ताव/निविदा मागवित आहे.

अनु	गहाणदार/कर्जदाराचे	मागणी सूचनेप्रमाणे थकबाकी	मालमत्तेचे वर्णन	i. राखीव किंमत	i. निरिक्षणाचा दिनांक	निविदा
क्र.	नाव	रक्कम	बँकेकडे भार ज्ञात	ii. इसारा अनामत रक्कम (इअर)	आणि वेळ	उघडण्याच्या
				iii. बोली वाढविण्याची रक्कम	ii. निविदा/प्रस्तावाचे	दिनांक आणि
				(सर्वोच्च वर आणि वर बोली	सादरीकरणाची वेळ	वेळ
				रक्कम)	आणि अंतिम दिनांक	
१	श्री. निखिल सुनिल	मागणी सूचना तारिख: २९.०९.२०१८	गाव नाहुर, तालुका व नोंदणीकृत उप जिल्हा कुर्ला व जिल्हा	i. ₹. १,१६,००,०००/-	i. १४.०७.२०२२	०३.०८.२०२२
	गौतम(कर्जदार)	कर्ज खाते क्र.:	मुंबई उपनगर, एल.बी.एस. मार्गलगत, मुलुंड(पश्चिम),		स. ११.०० ते	स. ११.००
	श्री. सुनिल जगदिश गौतम	०००९३३३१००६६२७२:	मुंबई-४०००८० येथे स्थित असलेले आणि वसलेले नवीन	ii. रु. ११,६०,०००/-	सायं. ०५.००	
	(संयुक्त कर्जदार)	३१.०८.२०१८ रोजीस	सीटीएस क्र. ४९१ए/१ए (४९१ए/१), ४९१ए/१/बी,			
	(घाटकोपर(पश्चिम)	रु. ३९,६२,०६६/ – सह १०.१५%	४९१ए/२/ए (४९१ए/२) व ४९१ए/३ धारक जिमनीचे	iii. रु. २५,०००/-		
	शाखा)	दराने पुढील व्याज + ०१.०९.२०१८	सर्व ते भाग आणि विभागावर बांधलेले झिरकॉन, निर्मल			
	(१ लिलाव सूचना)	पासून परिणामांसह दर साल २% दराने	लाईफस्टाईल नावे ज्ञात इमारतीच्या २९व्या मजल्यावर फ्लॅट		ii. 02.0८.२०२२	
		दंडात्मक व्याज	क्र. २९०८, मोजमापित ७१८ चौ.फू. चटई क्षेत्र.		सायं. ०५.०० पर्यंत	

लिलाव ''जे आहे जोथे आहे आणि जे आहे जसे आहे तत्वाने'' घेण्यात येईल आणि बँकेला ज्ञात नसलेल्या भार, नामाधिकार, सद्यस्थिती किंवा मिळकतीला बाधक इतर कोणतीही गोष्ट यांस बँक जवाबदार नसेल मिळकत सर्व विद्यमान आणि भविष्यातील भार/सोसायटीची थकबाकी बिल्डरची थकबाकी/मिळकत कर/युरीलिटी सेवा पुरवठादारांची थकबाकी सह ''जे आहे जसे आहे'' तत्त्वाने विकण्यात येईल. आणि ती बोलीदाराने भरयाची आहे, बँकेला ज्ञात किंवा अज्ञात, प्राधिकृत अधिकारी/तारण धनको बोली उघडल्यानंतर प्राप्त झालेले कोणत्याही त्रयस्थ पक्षकाराचे दावे/हक्क/थकबाकीसाठी कोणत्याही मार्गाने जबाबदार राहणार नाही, खरेदीदाराने त्यांच्या/तिच्या समाधानासाठी मिळकतीशी संबंधित सर्व संदर्भात रितसर तपास करणे आवश्यक आहे. खरेदादार नंतरच्या तारखेस या संदर्भात प्राधिकृत अधिकारी/तारण धनकोंच्या विरोधात कोणताही दावा करण्यासाठी

राखीव किंमती खालील निविदा विचारात घेण्यात येणार नाही.

बोलीदारांनी केवायसी दस्तावेजांसह बोली/प्रस्ताव आणि इअरची १०% रक्कम ''भारत को– ऑपरेटिव्ह बँक (मुंबई) लि.'' च्या नावे पे ऑर्डर/डी. डी. द्वारे द्यावे. (बोली प्रस्ताव समाविष्ट लिफाफ्यावर फलॅर क. २०२) करिता बोली असे ठळकपणे लिहावे

ि निविदा/प्रस्ताव उघडण्याची आणि दाखल करण्याचे ठिकाणः भारत को–ऑपरेटिव्ह बँक (मुंबई) लि. मध्यवर्ती कार्यालय, लीगल आणि वसुली विभाग, मरुतागिरी, प्लॉट नं. १३/९ए, सोनावाला रोड, गोरेगाव (पूर्व) मुंबई–

दस्तावेजांसाठीचे आकार, सोसायटी/महसूल खात्याची हस्तांतरण फी, अभिहस्तांतरण, मुद्रांक शुल्क, नोंदणीचे प्रयोज्य हस्तांतरण निबंधकांकडील आकार आणि अन्य कोणतीही वैधानिक देणी खरेदीदारांनी भरावयाची आहेत आणि खरेदीदारांनी हस्तांतरण औपचारिकता पूर्ण करायच्या आहेत.

बोलीदार निविदा उघडण्यादरम्यान तोंडी बोली/अंतर्गत बोलीमध्ये सहभागी होऊ शकतात. प्राधिकृत अधिकाऱ्यांचे सदर मिळकत/ती करिता उच्चतम बोली मूल्य वसूली करण्यासाठी बोलीदाऱ्यांच्या दरम्यान अंतर्गत बोली/वाटाघाटी करण्याच्या निर्णयासह विक्री करायच्या बाबींचे स्वेच्छानिर्णय असतील. त्यामुळे त्यांनी स्वतः किंवा त्याच्या रितसर प्राधिकृत प्रतिनिधीमार्फत हजर राहण्याचा सल्ला देण्यात येत आहे जे त्यांच्यासाठी निर्णय घेऊ शकतील

कोणतेही कारण न देता कोणतीही किंवा सर्व निविदा फेटाळण्याचा आणि/किंवा निविदा उघडण्याची विक्री निश्चितीची तारीख आणि वेळ पुढे ढकलण्याचा अधिकार प्राधिकृत अधिकारी राखून ठेवत आहेत.

८. गहाणकार/कर्जदार/सह-कर्जदार/हमीदार चांगले मुल्य वसुल होण्यासाठी कमाल बोली/प्रस्ताव आणू शकता.

यशस्वी बोलीदाराने त्याच दिवशी त्वरित किंवा पुढील कामकाजाच्या दिवसाअगोदर बोली रकमेच्या २५% (१०% इअर धरून) जमा करणे आवश्यक आहे आणि निवेदा उघडण्याच्या तारखेपासून १५ दिवसांत उर्वरित ७५% करणे आवश्यक आहे. जर प्रस्ताव उघडल्याच्या तारखेपासून १५ दिवसांत उर्वरित ७५% बोली रक्कम प्रदान करण्यात १०.जर प्रस्ताव उघडल्याच्या तारखेपासून १५ दिवसात उर्वरित ७५% बोली रक्कम प्रदान करण्यात यशस्वी बोलीदारांनी कसूर केली तर इअर रक्कम पुढील कोणत्याही सूचनेशिवाय आपोआप जप्त करण्यात येईल.

११.तारण धनको / प्राधिकत अधिकाऱ्यांनी खरेदीच्या प्रस्तावाचा स्वीकार न केल्यास व्याजाशिवाय भरणा केलेली १०% रक्कम व अर्ज परत करण्यात येईल ती अयशस्वी बोलीदारांना व्याजाशिवाय परत करण्यात येऊल.

१२.मुख्य कर्जदार/हमीदार/गहाणवटदार यांना प्राधिकृत अधिकाऱ्यांना लेखी आगाऊ माहिती देऊन सदर परिसरातील काही असलेल्या, बँकेकडे गहाण नसलेल्या सर्व जंगम वस्तू, वैयक्तीक वस्तू, ऑफिस. दस्तावेज/इक्वींपमेंटस्/पेपर्स आर्टीकल्स काढून घेण्यासाठी त्यांच्या हितार्थ सांगण्यात येत आहे कसूर केल्यास संपूर्ण विक्री रक्कम प्राप्त झाल्यावर याशस्वी बोलीदारांना मोकळा आणि शांततापूर्ण कब्जा सोपवणे आम्हाला शक्य होण्यासाठी तुम्ही कर्जदार/हमीदार/गहाणवटदार यांना पढील कोणतीही सुचना न देता कोणत्याही वसुली मुल्याशिवाय त्या काढून टाकणे/निकाली काढण्यात येतील यांची कृपया नोंद घ्यावी.

टीप : जर तुमची संपूर्ण थकबाकी भरणा केलेली नसल्यास वरील नमुद दिनांक रोजी वरील सदर तारण मत्तेच्या विक्रीकरिता सर्वसामान्य जनतेकडून मोहोरबंद निविदा मागवून विक्री घेण्याकरिता सरफैसी ॲक्ट, २००२ च्या नियम ८(६) अन्वये वरील कर्जाचे कर्जदार/हमीदार/गहाणदारांकरिता सुद्धा सूचना आहे.

विक्रीकरिता निश्चित केलेल्या दिनांकापूर्वी वरील नमूद रक्कम चुकती करण्यासाठी तुम्ही गहाणकार/कर्जदार/संयुक्त कर्जदारांना याद्वारे सूचना देण्यात थेते की, कसूर केल्यास मिळकतीचा लिलाव विक्री

होईल आणि थकबाकी देय काही असल्यास तुमच्याकडून व्याज, प्रभार आणि खर्चा परिव्यय सह वसूल केले जाईल.

दिनांक: २९.०६.२०२२ महेश बी. कोटियन ठिकाण : मुंबई महाव्यवस्थापक आणि प्राधिकृत अधिकारी

PICICI PRUDENTIAL 7 MUTUAL FUND

ICICI Prudential Asset Management Company Limited

Corporate Identity Number: U99999DL1993PLC054135

Registered Office: 12th Floor, Narain Manzil, 23, Barakhamba Road, New Delhi - 110 001. Corporate Office: One BKC, 13th Floor, Bandra Kurla Complex, Mumbai - 400 051. Tel.: +91 22 2652 5000, Fax: +91 22 2652 8100, Website: www.iciciprumf.com, Email id: enquiry@icicipruamc.com

Central Service Office: 2nd Floor, Block B-2, Nirlon Knowledge Park, Western Express Highway, Goregaon (E), Mumbai - 400 063. Tel.: 022 2685 2000 Fax: 022 26868313

Notice to the Investors/Unit holders of ICICI Prudential Balanced Advantage Fund and ICICI Prudential Equity & Debt Fund (the Schemes)

Notice is hereby given that ICICI Prudential Trust Limited, Trustee to ICICI Prudential Mutual Fund has approved the following distribution under Income Distribution cum capital withdrawal option (IDCW option) of the Schemes, subject to availability of distributable surplus on the record date i.e. on July 5, 2022*:

Name of the Schemes/Plans	Quantum of IDCW (₹ per unit) (Face value of ₹ 10/- each) ^{\$#}	NAV as on June 28, 2022 (₹ Per unit)	
ICICI Prudential Balanced Advantage Fund			
Monthly IDCW	0.07	16.79	
Direct Plan – Monthly IDCW	0.07	19.28	
ICICI Prudential Equity & Debt Fund			
Monthly IDCW	0.16	28.20	
Direct Plan – Monthly IDCW	0.16	41.80	

The distribution will be subject to the availability of distributable surplus and may be lower depending upon the extent of distributable surplus available on the record date under the IDCW option of the Schemes.

Subject to deduction of applicable statutory levy, if any

or the immediately following Business Day, if that day is a Non – Business Day.

The distribution with respect to IDCW will be done to all the unit holders/beneficial owners whose names appear in the register of unit holders/Statement of beneficial owners maintained by the Depositories, as applicable under the IDCW option of the Schemes, at the close of business hours on the record date.

It should be noted that pursuant to payment of IDCW, the NAV of the IDCW option of the Schemes would fall to the extent of payout and statutory levy (if applicable).

> For ICICI Prudential Asset Management Company Limited Sd/-

Place: Mumbai Date: June 29, 2022 No. 017/06/2022

Authorised Signatory

To know more, call 1800 222 999/1800 200 6666 or visit www.iciciprumf.com As part of the Go Green Initiative, investors are encouraged to register/update their e-mail id and mobile number to support paper-less communications.

To increase awareness about Mutual Funds, we regularly conduct Investor Awareness Programs across the country. To know more about it, please visit https://www.iciciprumf.com or visit AMFI's website https://www.amfiindia.com

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

conditions as the Board may deem fit.

12.3. Pursuant to Regulation 16(ii) of the Buyback Regulations, the members of the promoter and promoter group and persons who are in control of the Company shall not participate under the Buyback. The Buyback of Equity Shares will not result in a change in control or otherwise affect the existing management structure of the Company

12.4.Consequent to the Buyback and based on the number of Equity Shares bought back from the shareholders excluding the members of the promoter and promoter group and persons who are in control of the Company, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of the Company.

12.5.As required under Companies Act and Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company to the paid-up capital and free reserves after the Buyback shall not be more than twice the post Buyback paid-up share capital and free reserves, based on both standalone and consolidated financial statements of the Company.

12.6. The Buy-back period starts from June 28, 2022, i.e., the date of conclusion of the Board Meeting approving the Buyback to the date on which the final payment of consideration for the Equity Shares bought back by the Company is made ("Buyback Period"). The Company shall not raise further capital for a period of 1 (one) year from the date of the expiry of the Buyback Period, except in discharge of its subsisting obligations. The Company shall not issue any Equity Shares or other securities, including by way of bonus issue or convert any employee stock options/ outstanding instruments into equity shares, till the expiry of the Buyback Period in accordance with the Companies Act and the Buyback Regulations. The Company will not issue same kind of shares including allotment of new shares under Section 62(1)(a) of the Companies Act or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of a bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares. Further, the Company has not undertaken a buyback of any of its securities during the period of 1 (one) year immediately preceding the dates of the Board Meeting, and shall not make any offer of buyback within a period of 1 (one) year from the date of expiry of the Buyback Period.

12.7.The Company shall not buy back its shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through private arrangement. The Equity Shares bought back by the Company shall be compulsorily extinguished and destroyed and will not be held for re-issue at a later date. The Company is not undertaking the Buyback to delist its equity shares from the Stock Exchanges.

13.1. Pursuant to Sections 68, 69, 70, and all other applicable provisions, of the Companies Act and applicable rules made thereunder and the provisions of the Buyback Regulations and Article 8.2 of the Articles of Association of the Company, the Company has obtained the Board approval as mentioned above.

13.2. The Buyback from each eligible shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The eligible shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the Reserve Bank of India and/or the SEBI, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker.

13.3. The Buyback shall be subject to such necessary approvals as may be required, and the Buyback from overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder.

13.4.To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out in Paragraphs 13.2 and 13.3 of Part B above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

14 COLLECTION AND BIDDING CENTRES

The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centers and bidding centers is not applicable.

15 COMPLIANCE OFFICER

The Company has designated the following as the Compliance Officer for the Buyback:

: Rathindra Das

Designation: Group Head- Legal, Company Secretary & Compliance Officer : 4th Dimension, 3rd Floor, Mind Space, Malad (West) Mumbai-400064 Address

: +91 22 4033 7676 Fax : +91 22 4033 7650 Email : complianceofficer@routemobile.com

: www.routemobile.com

In case of any clarifications or to address investor grievance, the Shareholders may contact the Compliance Officer, from Monday to Friday between 10:00 a.m. to 05:00 p.m. on all working days except Saturdays, Sundays and public holidays, at the above-mentioned address.

16 INVESTOR SERVICE CENTRE

In case of any query, the shareholders may also contact KFIN Technologies Limited, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 05:00 p.m. at the following address:

KFINTECH KFIN TECHNOLOGIES LIMITED CIN: U72400TG2017PLC117649

Address: Selenimum, Tower B, Plot NO 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Rangareddi Hyderabad - 500032, India. Tel. no.: 040-6716 222 Toll Free No. 1-800-309-4001; Contact person: KVS Gopala Krishna **Email:** Einward.ris@kfintech.com; **Website:** www.kfintech.com

SEBI registration no.: INR000000221; Validity period: Permanent

17 MANAGER TO THE BUYBACK

The Company has appointed the following as Manager to the Buyback:

Edelweiss Financial Services Limited CIN: L99999MH1995PLC094641

Address: 6th floor, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098,

Maharashtra, India. **Tel. no.:** +91 22 4009 4400 Contact person: Dhruv Bhavsar; Email: routemobile.buyback@edelweissfin.com

Website: www.edelweissfin.com; SEBI registration no.: INM0000010650 Validity period: Permanent

18 DIRECTORS' RESPONSIBILITY STATEMENT

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and any advertisements, circulars, brochures, publicity materials etc. which may be issued in relation to the Buyback and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading

> For and on behalf of the Board of Directors of Route Mobile Limited

		Tiouto mobilo Emilio
Sd/-	Sd/-	Sd/-
Rajdipkumar Gupta	Chandrakant Gupta	Rathindra Das
Managing Director & Group CEO	Non-executive Director	Group Head Legal, Company Secretary
DIN: 01272947	DIN : 01636981	and Compliance Officer
		Membership no.: A24421

Place: Mumbai

CONCEPT