

Ref No: RML/2022-23/303

Date: October 21, 2022

To,

BSE Limited

Scrip Code: 543228

National Stock Exchange of India Limited

NSE Symbol: ROUTE

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on October 21, 2022

Pursuant to the Regulation 30 read with Schedule III and 33 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), we hereby inform you that the Board of Directors of the Company at its Meeting held today i.e. October 21, 2022 have *inter alia*,

- (1) Approved the Unaudited Standalone and Consolidated Financial Results of the Company for the second quarter and six (6) months ended September 30, 2022 pursuant to Regulation 33 of the Listing Regulations. We attach herewith a copy of the Unaudited Standalone and Consolidated Financial Results along with the Limited Review Report of the Auditors as "**Annexure 1**" and Press Release on the Financial Results as "**Annexure 2**". The financial results are also being made available at the Company's website at www.routemobile.com. We are arranging to publish these results in the Newspapers as per Regulation 47 of the Listing Regulations. Investors Presentation in connection with Unaudited Financial Results of the Company for the quarter and half year ended September 30, 2022 is attached as "**Annexure 3**".
- (2) Declared an Interim Dividend of Rs. 3/- per equity share of Rs. 10/- each of the Company.

Series	Equity (EQ)
Record Date	November 2, 2022 (Pursuant to Regulation 42 of the Listing Regulations, for the purpose of ascertaining the eligibility of the shareholders for payment of Interim Dividend)
Purpose	Payment of Interim Dividend for the Financial Year 2022-23
Dividend Per Share	Rs. 3/- (Rupees Three Only)
Dividend Payment Date	The Interim Dividend approved by the Board of Directors at its Meeting held on Friday, October 21, 2022, will be paid to the Members on or before Saturday, November 19, 2022.
Tax Deductible at Source on Dividend:	Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of the shareholders with effect from April 1, 2020. Hence, the interim dividend declared by Board of Directors shall be paid after deducting tax at source ("TDS") in accordance with the provisions of the Income Tax Act, 1961. Members are requested to submit all requisite documents on or before November 2, 2022, to enable the Company to determine the appropriate TDS rates, as applicable. A separate communication in this regard will be sent to the shareholders in due course.



Please note that in terms of the Company's internal Code of Conduct for Regulating, Monitoring and Reporting of Trades of Route Mobile Limited ('Company') read with applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended, the window for trading in Securities of the Company by the designated persons of the Company will open on Monday, October 24, 2022.

The meeting of the Board of Directors commenced at 2.00 p.m. and concluded at 3.10 p.m.

You are requested to take the above information on record.

Thanking You
Yours faithfully,
For **Route Mobile Limited**



Rathindra Das
Group Head-Legal, Company Secretary & Compliance Officer

Encl: as above

cc: (a) National Securities Depository Limited
(b) Central Depository Services (India) Limited
(c) KFin Technologies Limited

Walker Chandiook & Co LLP

11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India
T +91 22 6626 2699
F +91 22 6626 2601

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Route Mobile Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of **Route Mobile Limited** ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries, included in the Statement) for the quarter ended **30 September 2022** and the consolidated year to date results for the period 1 April 2022 to 30 September 2022, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019 issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.



Route Mobile Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

5. We draw attention to Note 9 to accompanying Statement wherein it is stated that the Department of Revenue of the Ministry of Finance, Government of India, has requested the Holding Company to pay the goods and services tax in accordance with the reverse charge mechanism under Integrated Goods and Services Tax (IGST) Act, 2017 ("the Act") of ₹ 33.02 crores (excluding interest) for the period from July 2017 to March 2019 on the purchases of messages from its foreign vendors and sale to its overseas customers. Based on the legal opinion obtained by the Holding Company, the management is of the view that the aforementioned services are not chargeable to goods and services tax. Further, as explained in the said note, the Holding Company has made payment and recorded the same as an input tax credit recoverable under the Act. Our conclusion is not modified in respect of this matter.

Other Matter(s)

6. We did not review the interim financial results of nineteen subsidiaries included in the Statement, whose financial information (before eliminating inter-company transactions) reflect total assets of ₹ 1,166.07 crores as at 30 September 2022, and total revenues of ₹ 317.52 crores and ₹ 577.47 crores, total net profit after tax of ₹ 45.24 crores and ₹ 119.40 crores, total comprehensive income of ₹ 45.24 crores and ₹ 119.40 crores for the quarter and six months period ended on 30 September 2022, respectively, and cash flows (net) of (₹ 11.46 crores) for the period ended 30 September 2022, as considered in the Statement. These interim financial results have been reviewed by other auditors whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph 3 above.

Further, of these subsidiaries, six subsidiaries are located outside India, whose interim / financial results have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under International Standard on Review Engagements (ISRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. The Holding Company's management has converted the interim financial results of such subsidiaries from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion, in so far as it relates to the balances and affairs of these subsidiaries is based on the review reports of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditors.



Route Mobile Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

7. The Statement includes the interim financial information of eight subsidiaries, which have not been reviewed by their auditors, whose interim financial information reflects total assets of ₹ 2.60 crores as at 30 September 2022, and total revenues of ₹ 0.82 crores and ₹ ₹ 1.48 crores, net loss after tax of ₹ 0.64 crores and ₹ 0.98 crores, total comprehensive loss of ₹ 0.64 crores and ₹ 0.98 crores for the quarter and six months period ended 30 September 2022 respectively, cash flow (net) of ₹ 0.26 crores for the period ended 30 September 2022 as considered in the Statement. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries are based solely on such unreviewed interim financial information. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion is not modified in respect of this matter with respect to our reliance on the financial information certified by the Board of Directors.

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



Bharat Shetty
Partner
Membership No:106815

UDIN:22106815BAMZZF2064

Place: Mumbai
Date: 21 October 2022

Route Mobile Limited

Independent Auditor's Review Report on Consolidated Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

Annexure 1

List of entities included in the Statement

1. Send Clean Private Limited (Formerly known as Cellent Technologies (India) Pvt. Ltd.)
2. Start Corp India Private Limited
3. Route Ledger Technologies Private Limited (Formerly known as Sphere Edge Consulting (India) Private Limited)
4. Route Mobile Pte. Ltd.
5. Call 2 Connect India Private Limited
6. Route Connect Private Limited
7. Routesms Solutions Nigeria Ltd.
8. Route Mobile (UK) Limited
9. Masivian S.A.S.
10. Route Mobile Arabia Telecom
11. Route Mobile Limited (Ghana)
12. Route Mobile INC.
13. Route Connect (Kenya) Limited
14. Routesms Solutions FZE
15. Route Mobile L.L.C.
16. Route Mobile Communication services Co.
17. M.R. Messaging FZE
18. MR Messaging (Holding) Limited
19. MR Messaging Limited
20. MR Messaging South Africa (proprietary) Limited
21. Route Mobile Nepal Private Limited
22. Route Mobile Lanka (Private) Limited
23. Route Mobile (Bangladesh) Limited
24. Route Mobile Malta Limited
25. Route Mobile Uganda Limited
26. Route SMS Solutions Zambia Limited
27. PT. Route Mobile Indonesia
28. Send clean INC
29. 365Squared Limited



A. STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2022

(₹ in crores)

Sr. No.	Particulars	Quarter ended			Half Year Ended		Year ended
		30.09.2022 (Unaudited)	30.06.2022 (Unaudited)	30.09.2021 (Unaudited)	30.09.2022 (Unaudited)	30.09.2021 (Unaudited)	31.03.2022 (Audited)
1	Revenue						
	Revenue from operations	845.84	729.01	435.67	1,574.85	813.19	2,002.03
	Other income	2.26	14.79	2.45	17.05	6.92	20.06
	Total income	848.10	743.80	438.12	1,591.90	820.11	2,022.09
2	Expenses						
	Purchase of messaging services	657.07	565.81	343.43	1,222.88	644.06	1,582.51
	Employee benefits expense	38.80	38.73	21.42	77.53	41.00	107.25
	Employee stock option expense (refer note 7)	8.57	7.20	-	15.77	-	18.87
	Finance costs	4.09	4.17	0.67	8.26	1.15	5.16
	Depreciation and amortisation expense	18.84	19.57	7.36	38.41	13.94	38.32
	Other expenses	38.46	32.58	14.82	71.04	26.63	74.76
	Total expenses	765.83	668.06	387.70	1,433.89	726.78	1,826.87
3	Profit before tax (1-2)	82.27	75.74	50.42	158.01	93.33	195.22
4	Tax expense						
	Current tax	13.73	10.38	8.54	24.11	16.01	30.71
	Deferred tax (credit)/expense	(4.09)	(5.71)	(0.19)	(9.80)	0.95	(5.57)
		9.64	4.67	8.35	14.31	16.96	25.14
5	Profit for the period (3-4)	72.63	71.07	42.07	143.70	76.37	170.08
6	Other comprehensive income						
	(i) (a) Items that will not be reclassified to profit or loss	(0.19)	(0.19)	(0.03)	(0.38)	(0.06)	(0.80)
	(b) Tax (expense) / benefit on items that will not be reclassified to profit or loss	0.05	0.05	0.01	0.10	0.02	0.19
	(ii) (a) Items that will be reclassified to profit or loss	(15.77)	(1.64)	(1.66)	(17.41)	2.05	1.86
	(b) Tax (expense) / benefit on items that will be reclassified to profit or loss	-	-	-	-	-	-
	Total other comprehensive income (net of tax)	(15.91)	(1.78)	(1.68)	(17.69)	2.01	1.25
7	Total comprehensive income for the period (5+6)	56.72	69.29	40.39	126.01	78.38	171.33
8	Profit attributable to:						
	Owners of the Holding Company	73.60	69.41	42.17	143.01	75.97	166.17
	Non-controlling interest	(0.97)	1.66	(0.10)	0.69	0.40	3.91
	Other comprehensive income attributable to:						
	Owners of the Holding Company	(15.82)	(1.91)	(1.71)	(17.73)	2.51	1.24
	Non-controlling interest	(0.09)	0.13	0.03	0.04	(0.50)	0.01
	Total comprehensive income attributable to:						
	Owners of the Holding Company	57.78	67.50	40.46	125.28	78.48	167.41
	Non-controlling interest	(1.06)	1.79	(0.07)	0.73	(0.10)	3.92
9	Paid-up equity share capital (face value of ₹ 10/- each)	62.18	63.04	57.91	62.18	57.91	62.87
10	Other equity (excluding revaluation reserve ₹ Nil)						1,609.07
11	Earnings per share (face value of ₹ 10/- each) (not annualised) (₹)						
	Basic (in ₹)	11.76	11.02	7.29	22.78	13.15	27.82
	Diluted (in ₹)	11.76*	11.02*	7.16	22.78*	12.89	27.82*

* Anti-dilutive



B. SEGMENT RESULT FOR THE QUARTER ENDED AND SIX MONTHS ENDED 30 SEPTEMBER 2022

(₹ in crores)

Particulars	Quarter ended			Half year ended		Year ended
	30.09.2022 (Unaudited)	30.06.2022 (Unaudited)	30.09.2021 (Unaudited)	30.09.2022 (Unaudited)	30.09.2021 (Unaudited)	31.03.2022 (Audited)
Segment revenue						
-India (Companies registered in India)	157.20	146.69	105.91	303.89	199.81	424.11
-Overseas (Companies registered outside India)	884.45	753.63	395.51	1,638.08	739.65	1,895.06
-Inter-segment revenue	(195.81)	(171.31)	(65.75)	(367.12)	(126.27)	(317.14)
Total Revenue from operations	845.84	729.01	435.67	1,574.85	813.19	2,002.03
Segment Results						
-India (Companies registered in India)	(3.85)	3.06	4.93	(0.79)	5.36	0.98
-Overseas (Companies registered outside India)	88.46	61.61	43.71	150.07	82.15	178.28
-Inter-segment	(0.51)	0.45	0.00	(0.06)	0.05	1.06
Segmental results before other income, finance costs and tax	84.10	65.12	48.64	149.22	87.56	180.32
Add : Other income	2.26	14.79	2.45	17.05	6.92	20.06
Less : Finance costs	4.09	4.17	0.67	8.26	1.15	5.16
Profit before tax	82.27	75.74	50.42	158.01	93.33	195.22
Segment assets (including of Non controlling interest (NCI))						
-India (Companies registered in India)	1,299.94	1,453.61	507.45	1,299.94	507.45	1,391.24
-Overseas (Companies registered outside India)	1,845.39	1,932.63	928.60	1,845.39	928.60	1,776.63
-Inter-segment Assets	(550.21)	(579.57)	(331.82)	(550.21)	(331.82)	(509.14)
Total	2,595.12	2,806.67	1,104.23	2,595.12	1,104.23	2,658.73
Segment liabilities (including of NCI)						
-India (Companies registered in India)	153.02	160.77	137.53	153.02	137.53	136.85
-Overseas (Companies registered outside India)	1,288.17	1,436.90	400.02	1,288.17	400.02	1,331.39
-Inter-segment liabilities	(510.33)	(547.87)	(155.88)	(510.33)	(155.88)	(484.14)
Total	930.86	1,049.80	381.67	930.86	381.67	984.10



C. Consolidated Balance Sheet

(₹ in crores)

Particulars	As at	
	30.09.2022 (Unaudited)	31.03.2022 (Audited)
Assets		
Non-current assets		
Property, plant and equipment	32.57	28.98
Right-of-use assets	13.92	15.59
Goodwill	485.26	501.08
Other Intangible assets	378.22	406.62
Intangible assets under development	9.51	-
Financial assets		
Other financial assets	54.15	6.04
Deferred tax assets (net)	8.66	5.53
Non-current tax assets (net)	27.89	25.74
Other non-current assets	11.90	0.49
	1,022.08	990.07
Current assets		
Financial assets		
Investments	13.45	13.38
Trade receivables	544.49	487.05
Cash and cash equivalents	223.52	407.33
Other bank balances	582.70	618.84
Other financial assets	89.54	45.65
Other current assets	119.34	96.41
	1,573.04	1,668.66
Total assets	2,595.12	2,658.73
Equity and liabilities		
Equity		
Equity share capital	62.18	62.87
Other equity	1,599.29	1,609.70
Equity attributable to owners of the Holding Company	1,661.47	1,672.57
Non-controlling interest	2.79	2.06
Total equity	1,664.26	1,674.63
Liabilities		
Non-current liabilities		
Financial liabilities		
Lease liabilities	11.50	12.30
Other financial liabilities	0.12	0.13
Provisions	3.76	3.84
Deferred tax liabilities (net)	55.32	65.12
	70.70	81.39
Current liabilities		
Financial liabilities		
Lease liabilities	3.14	3.92
Trade payables		
- Total outstanding dues of micro enterprises and small enterprises	-	0.62
- Total outstanding dues of creditors other than micro enterprises and small enterprises	340.43	384.51
Other current financial liabilities	454.97	461.97
Provisions	1.72	0.99
Current tax liabilities (net)	40.38	28.19
Other current liabilities	19.52	22.51
	860.16	902.71
Total equity and liabilities	2,595.12	2,658.73



D. Consolidated Statement of Cash flows

(₹ in crores)

Particulars	Six months ended 30 September 2022	Six months ended 30 September 2021
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	158.01	93.33
Adjustments for :		
Depreciation and amortisation expense	38.41	13.94
Advances and trade receivable written off	0.39	0.55
Interest income on fixed deposits	(15.39)	(4.95)
Provision for doubtful debts and advances	-	0.02
Provision for doubtful debts written back	(0.49)	-
Interest expenses on financial liability measured at amortised cost	6.66	-
Interest on borrowings from bank	-	0.13
Interest on lease liabilities	0.77	0.71
Other borrowing cost	0.74	0.29
Unrealised foreign exchange loss/(gain)	17.47	(0.81)
Net (gain) arising on financial assets designated as FVTPL	(0.06)	(0.40)
Liabilities no longer payable, written back	(0.10)	(1.28)
Employee stock option expense	15.77	-
Gain on extinguishment of lease liabilities (net)	-	(0.06)
Operating profit before working capital changes	222.18	101.47
Adjustments for working capital		
(Increase) in trade receivables	(61.63)	(60.46)
(Increase) in financial assets and other assets	(83.07)	(47.32)
Increase/(decrease) in trade payables, provisions and other liabilities	(46.97)	22.53
Cash generated from operating activities	30.51	16.22
Direct taxes paid (net)	(6.54)	(23.39)
Net cash generated from/(used in) operating activities	23.97	(7.17)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets, Intangible assets under development	(33.34)	(9.45)
Proceeds on sale of property, plant and equipment	-	0.02
Payment of purchase consideration for business combination	(11.82)	(25.53)
Fixed deposits (placed)/matured	(14.09)	33.75
Interest received	18.29	7.09
Net cash (used in)/generated from investing activities (B)	(40.96)	5.88
C CASH FLOW FROM FINANCING ACTIVITIES		
Buyback of equity shares	(119.99)	-
Buyback tax and other expenses	(29.25)	-
Repayment of non-current borrowings (including current maturities)	-	(3.97)
Dividend paid	(12.60)	(11.54)
Proceeds from issue of equity shares on exercise of employee stock options	5.52	6.25
Payment of interest portion of lease liabilities	(0.77)	(0.71)
Payment of principal portion of lease liabilities	(2.53)	(2.26)
Interest paid	(0.74)	(0.41)
Net cash used in financing activities (C)	(160.36)	(12.64)
Net decrease in cash and cash equivalents (A+B+C)	(177.35)	(13.93)
Cash and cash equivalents at the beginning of the period	407.33	269.99
Effect of currency fluctuations on cash and cash equivalents	(6.46)	0.55
Cash and cash equivalents at the end of the period	223.52	256.61
Cash and cash equivalents as per consolidated financial statements	223.52	256.61
Note:		
The Consolidated statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7, 'Statement of Cash Flows'.		



Notes :

- 1) The consolidated financial results of Route Mobile Limited ('the Holding Company') and its subsidiaries (cumulatively referred to as 'the Group') has been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), as prescribed under Section 133 of the Companies Act, 2013.
- 2) The consolidated financial results were reviewed and recommended by the Audit Committee and were thereafter approved by the Board of Directors at their respective meetings held on 21 October 2022. There are no qualifications in the limited review report issued for the period ended 30 September 2022.
- 3) The Holding Company had completed its Initial Public Offering (IPO) of 17,142,856 equity shares of face value of ₹ 10 each at an issue price of ₹ 350 per equity share, consisting of fresh issue of 6,857,142 equity shares and an offer for sale of 10,285,714 equity shares by the selling shareholders. The equity shares of the Holding Company were listed on BSE Limited and National Stock Exchange of India Limited on 21 September 2020.

The utilisation of IPO proceeds is summarised below :

Particulars	Objects of the issue as per the Prospectus	(₹ in crores)	
		Utilisation upto 30.09.2022	Unutilised amounts as on 30.09.2022
Repayment or pre-payment, in full or part, of certain borrowings of the Holding Company	36.50	36.50	-
Acquisitions and other strategic initiatives	83.00	83.00	-
Purchase of office premises in Mumbai	65.00	4.82	60.18
General corporate purposes (including IPO related expenses apportioned to the Holding Company)	55.50	55.50	-
Net utilisation	240.00	179.82	60.18

IPO proceeds which remain unutilised as at 30 September 2022 were temporarily invested/parked in deposits with scheduled commercial banks.

- 4) On 1 July 2021, the Holding Company had completed acquisition of a division, comprising intellectual property (software) and its associated identified customer contracts, of Sarv Webs Private Limited (Sarv Webs), which is in business of providing cloud based digital communication solutions to transmit transactional and promotional emails, under slump sale arrangement for upfront purchase consideration of ₹ 26.25 crores and a deferred consideration of ₹ 4 crores payable on the first anniversary of the closing of the acquisition in cash, which has been paid on 19 July 2022. The following table presents the purchase price allocation :-
The fair value of assets and liabilities as at the date of acquisition, in accordance with PPA, is as below :-

Description	Amounts (₹ in crores)
Net tangible assets	0.01
Customer related intangibles	13.61
Intellectual properties (software)	4.65
Non-competes	1.90
Goodwill	9.22
Total	29.39

- 5) The Holding Company through Qualified Institutional Placement (QIP) allotted 4,684,116 equity shares to the eligible Qualified Institutional Buyers (QIB) at an issue price of ₹ 1,852 per equity share (including a premium of ₹ 1,842 per equity share) aggregating to ₹ 867.50 crores on 12 November 2021. The issue was made in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. Expenses incurred in relation to QIP amounting to ₹ 17.51 crores has been adjusted from Securities Premium Account. Funds received pursuant to QIP are being utilised towards the objects stated in the placement document and the balance un-utilised amount as on 30 September 2022 remain invested in deposits with scheduled commercial banks.
- 6) During the quarter ended 30 June 2022, Route Mobile Employee Welfare Trust (an ESOP Trust) under Route Mobile Limited Employee Stock Option Plan, 2017 (ESOP Scheme) has transferred 170,705 equity shares to the employees which were held as treasury shares as on 31 March 2022.
- 7) The Nomination and Remuneration Committee of the Holding Company on 12 October 2021 and 17 February 2022 has granted 736,000 stock options and 4,720 stock options respectively to eligible employees of the Holding Company and its subsidiaries under 'Route Mobile Limited – Employee Stock Option Plans, 2021' ('RML ESOP 2021'). Accordingly, the Group has recorded a cost of ₹ 8.57 crores and ₹ 15.77 crores for the quarter and half year ended 30 September 2022 for the equity shares granted to its employees and recorded liability under ESOP Outstanding Reserve account under other equity.
- 8) The Board of Directors of the Holding Company at its meeting held on 28 June 2022, approved a proposal for Buy-back by the Holding Company of fully paid up Equity Shares for an aggregate amount not exceeding ₹ 120 crores (referred to as the "Maximum Buyback Size"), at a price not exceeding ₹ 1,700/- per Equity Share from the shareholders of the Holding Company excluding promoters, promoter group, and persons who are in control of the Holding Company, payable in cash via the open market route through the stock exchange mechanism in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) and the Companies Act, 2013 and rules made thereunder, as amended.
The Holding Company bought back 861,021 equity shares resulting in total cash outflow of ₹ 119.99 crores (including premium of ₹ 119.13 crores). In line with the requirements of the Companies Act, 2013, an amount of ₹ 119.13 crores has been utilized from the securities premium balance for the buyback. In addition, ₹ 29.25 crores (including buy back tax of ₹ 27.96 crores) was incurred on account of buyback expenses which was also adjusted against the securities premium balance.
The shares so bought back were extinguished and the issued and paid-up capital stands amended accordingly.



Notes :

- 9) During the year ended 31 March 2022, the Department of Revenue of the Ministry of Finance, Government of India ("department") based on Excise Audit 2000 (EA 2000) carried out on the records of the Holding Company for the period July 2017 to March 2019 has requested the Holding Company to pay goods and services tax under reverse charge mechanism on the purchases of messages from its foreign vendors and sale to its overseas customers as per the provisions of Integrated Goods and Services Tax (IGST) Act, 2017 ("the Act") of ₹ 33.02 crores (excluding interest). In the assessment of the management, which is supported by legal opinion, the aforementioned services are not chargeable to goods and services tax. However, out of abundant caution, the Holding Company has decided to make payment of aforesaid amounts (excluding interest) and claim input tax credit under the said Act. Accordingly, the Holding Company has made full payment and recorded the same as an input tax credit recoverable under the Act. The Holding Company is in process of making payments for year 2019-2020 and claiming input tax credit by filing necessary statutory returns with tax authorities.
- 10) Basis the legal opinion referred to in para 9 above and further, as decided and approved by the Board at its meeting held on 22 September 2021, the Holding Company is of the view that the import purchases referred to in para 9 above, are not chargeable to goods and services tax. However, out of abundant caution, the Holding Company decided to discharge its liability under GST on such import purchases under reverse charge mechanism (RCM) and claim input tax credit on the same. The Holding Company has accordingly discharged GST dues to the extent of ₹ 31.10 crores for the year 2020-21. On similar lines, the Holding Company continues to discharge GST dues for subsequent period as well and claim input tax credit.
- 11) During the year ended 31 March 2022, the Group has completed the acquisition of 100% equity stake of Masivian S.A.S ("Masiv"), Latin America, on 11 November 2021 through its foreign subsidiary, Route Mobile (UK) Limited, for consideration (including earn-out consideration) of US \$ 50.5 million (equivalent ₹ 375.40 crores). The following table presents the purchase price allocation (PPA):-

Description	Amount (₹ in crores)
Net tangible assets	32.18
Customer related intangibles	90.27
Technology Platform	51.43
Non-compete	13.86
Deferred tax liabilities on business combination	(51.45)
Goodwill	239.11
Total	375.40

- 12) During the year ended 31 March 2022, the Group has completed the acquisition of 90% equity stake in Interteleco International for Modern Communication Services ("Interteleco"), Kuwait, on 30 November 2021 through its foreign subsidiary, Routesms Solutions FZE, for consideration of KWD 652,500 (equivalent ₹ 16.26 crore). The following table presents the purchase price allocation (PPA):-

Description	Amount (₹ in crores)
Net tangible assets	(0.21)
Customer related intangibles	7.09
Non-compete	0.34
Goodwill	9.04
Total	16.26

- 13) During the year ended 31 March 2022, the Group has completed the acquisition of 100% equity stake in M.R Messaging FZE, on 1 March 2022 through its foreign subsidiary, Routesms Solutions FZE, for consideration (including EBITDA based earn out consideration) of Euro 42.7 million (equivalent ₹ 359.54 crores). The following table presents the purchase price allocation (PPA):-

Description	Amount (₹ in crores)
Net tangible assets	36.23
Deferred tax liabilities on business combination	(16.61)
Customer related intangibles	95.57
Intellectual properties (software)	63.61
Non-compete	25.34
Goodwill	155.40
Total	359.54

- 14) The Group has presented net foreign exchange gain under "Other Income" and net foreign exchange loss under "Other Expenses". The table below shows the amount of net foreign exchange gain or loss in each of the periods presented:

Particulars	Quarter ended			Half year ended		(₹ in crore)
	30.09.2022	30.06.2022	30.09.2021	30.09.2022	30.09.2021	Year ended 31.03.2022
Net foreign exchange (gain)/ loss	7.68	(6.19)	5.66	1.49	9.29	20.13



Notes :

- 15) Route Ledger Technologies Private Limited (Route Ledger, a wholly-owned subsidiary of the Holding Company) has entered into an Agreement to Transfer Business ('BTA') and a License Agreement on 2 May 2022 with Teledgers Technology Private Limited ("Teledgers"), Gurugram, Haryana, and the existing shareholders (as mentioned in BTA) for acquisition of technology solutions and associated identified customer contracts ('Business'), on a slump sale basis for purchase consideration of ₹ 129.9 crores along with performance linked consideration based on an EBITDA (Earnings Before Interest, Tax, Depreciation and Amortization). On 9 June 2022, Route Ledger has paid an advance purchase consideration of Rs. 4.9 Crs and a license fee of Rs. 0.10 Cr to Teledgers, as per BTA and a License Agreement. Besides the fulfillment of the standard conditions precedents, the acquisition is expected to be closed on final conclusion of an ongoing arbitration proceeding related to a contractual agreement between Teledgers and the Existing Stakeholders (the founding members and promoters of Teledgers), and a third party entity, arising out of an agreement between such parties.
- 16) The Board of Directors of the Holding Company have recommended an interim dividend @ 30% (₹ 3 per share of face value ₹ 10 each) at the meeting held on 21 October 2022.

Place : Mumbai
Date : 21 October 2022



For and on behalf of the Board of Directors


Sandip Kumar Gupta
Chairman

Walker Chandiook & Co LLP

11th Floor, Tower II,
One International Center,
S B Marg, Prabhadevi (W),
Mumbai - 400013
Maharashtra, India

T +91 22 6626 2699
F +91 22 6626 2601

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Route Mobile Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of **Route Mobile Limited** ('the Company') for the quarter ended **30 September 2022** and the year to date results for the period 1 April 2022 to 30 September 2022, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.



Route Mobile Limited
Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

5. Emphasis of Matter

We draw attention to Note 12 to the accompanying Statement wherein it is stated that Department of Revenue of the Ministry of Finance, Government of India, has requested the Company to pay the goods and services tax in accordance with the reverse charge mechanism under Integrated Goods and Services Tax (IGST) Act, 2017 ('the Act') of ₹ 33.02 crores (excluding interest) for the period from July 2017 to March 2019 on the purchases of messages from its foreign vendors and sale to its overseas customers. Based on the legal opinion obtained by the Company, the management is of the view that the aforementioned services are not chargeable to goods and services tax. Further, as explained in the said note, the Company has made payment and recorded the same as an input tax credit recoverable under the Act. Our conclusion is not modified in respect of this matter.

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



Bharat Shetty
Partner
Membership No:106815

UDIN:22106815BAMZLH6875

Place: Mumbai
Date: 21 October 2022

ROUTE MOBILE LIMITED



Registered office : 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400 064, Maharashtra, India

Corporate Identity Number : L72900MH2004PLC146323 , Website : www.routemobile.com

A. STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2022

(₹ in crores)

Sr. No.	Particulars	Quarter ended			Half year ended		Year ended
		30.09.2022 (Unaudited)	30.06.2022 (Unaudited)	30.09.2021 (Unaudited)	30.09.2022 (Unaudited)	30.09.2021 (Unaudited)	31.03.2022 (Audited)
1	Revenue						
	Revenue from operations	141.61	132.73	85.65	274.34	144.02	333.81
	Other income						
	-Dividend declared by subsidiary company	-	17.71	-	17.71	-	18.59
	-Others	10.42	10.35	2.75	20.77	7.36	21.62
	Total revenue	152.03	160.79	88.40	312.82	151.38	374.02
2	Expenses						
	Purchases of messaging services	109.38	102.58	63.81	211.96	108.50	247.81
	Employee benefits expense	11.53	12.00	10.13	23.53	19.41	45.64
	Employee stock option expense (refer note 7)	4.21	4.08	-	8.29	-	9.08
	Finance costs	0.52	0.64	0.53	1.16	0.86	1.92
	Depreciation and amortisation expense	3.86	3.82	4.19	7.68	7.13	14.78
	Other expenses	12.16	8.41	3.89	20.57	6.45	16.37
	Total expenses	141.66	131.53	82.55	273.19	142.35	335.60
3	Profit before exceptional item and tax (1-2)	10.37	29.26	5.85	39.63	9.03	38.42
4	Exceptional item (refer note 10)	-	-	-	-	-	5.00
5	Profit before tax	10.37	29.26	5.85	39.63	9.03	33.42
6	Tax expense						
	Current tax	3.38	5.38	1.76	8.76	2.59	8.24
	Deferred tax (credit)	(0.71)	(2.33)	(0.22)	(3.04)	(0.24)	(2.58)
		2.67	3.05	1.54	5.72	2.35	5.66
7	Profit for the period (5-6)	7.70	26.21	4.31	33.91	6.68	27.76
8	Other Comprehensive income						
	Items that will not be reclassified to profit or loss						
	Measurements of defined employee benefit plans	(0.19)	(0.19)	(0.03)	(0.38)	(0.06)	(0.76)
	Income tax relating to above item	0.05	0.05	0.01	0.10	0.01	0.19
	Total other comprehensive income (net of tax)	(0.14)	(0.14)	(0.02)	(0.28)	(0.05)	(0.57)
9	Total comprehensive income for the period (7+8)	7.56	26.07	4.29	33.63	6.63	27.19
10	Paid-up equity share capital (face value of ₹ 10/- each) (refer note 6 and 7)	62.18	63.04	57.91	62.18	57.91	62.87
11	Other equity (excluding revaluation reserve ₹ Nil)						1,162.10
12	Earnings per share (face value of ₹ 10/- each) (not annualised)(₹)						
	Basic (in ₹)	1.24	4.16	0.75	5.40	1.16	4.65
	Diluted (in ₹)	1.24*	4.16*	0.73	5.40*	1.13	4.65*

*Anti-dilutive



B. Standalone Balance Sheet

(₹ in crores)

	Particulars	As at	
		30.09.2022 (Unaudited)	31.03.2022 (Audited)
I	Assets		
1	Non-current assets		
	Property, plant and equipment	13.66	8.42
	Right-of-use assets	13.74	14.57
	Goodwill	10.29	10.29
	Other Intangible assets	23.01	27.10
	Investments in subsidiaries	49.03	41.47
	Financial assets		
	Loans	11.95	14.15
	Other financial assets	51.46	1.34
	Deferred tax assets (net)	8.31	5.17
	Non-current tax assets (net)	12.42	13.84
	Other non-current assets	6.92	0.49
		200.79	136.84
2	Current assets		
	Financial assets		
	Investments	13.45	13.38
	Trade receivables	139.61	100.58
	Cash and cash equivalents	20.11	190.25
	Other bank balances	572.18	609.91
	Loans	155.16	201.98
	Other current financial assets	63.29	25.42
	Other current assets	74.89	49.78
		1,038.69	1,191.30
	Total assets	1,239.48	1,328.14
II	Equity and liabilities		
1	Equity		
	Equity share capital	62.18	62.87
	Other equity	1,055.94	1,162.10
		1,118.12	1,224.97
	Liabilities		
2	Non-current liabilities		
	Financial liabilities		
	Lease liabilities	11.50	12.16
	Provisions	3.57	3.66
		15.07	15.82
3	Current liabilities		
	Financial liabilities		
	Lease liabilities	2.93	2.67
	Trade payables		
	-Total outstanding dues of micro enterprises and small enterprises	-	0.62
	-Total outstanding dues of creditors other than micro enterprises and small enterprises	63.89	39.71
	Other current financial liabilities	34.03	33.04
	Provisions	1.52	0.79
	Other current liabilities	3.92	10.52
		106.29	87.35
	Total equity and liabilities	1,239.48	1,328.14



C. Standalone Statement of Cash flows

(₹ in crores)

Particulars	Half Year ended 30.09.2022	Half Year ended 30.09.2021
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	39.63	9.03
Adjustments for :		
Financial asset measured at amortised cost	(0.06)	(0.04)
Depreciation and amortisation expense	7.68	7.13
Interest on lease liabilities	0.75	0.57
Advances and trade receivable written off	0.10	0.06
Interest income on fixed deposits	(15.03)	(4.87)
Interest income on loan to subsidiary companies	(4.33)	(0.84)
Net gain arising on financial asset measured at FVTPL	(0.06)	(0.40)
Dividend received from subsidiary	(17.71)	-
Interest on borrowings from bank	-	0.01
Other borrowing cost	0.23	0.28
Unrealised foreign exchange (gain)/loss	9.47	(0.16)
Employee stock option expense	8.29	-
Interest expenses on financial liability measured at amortised cost	0.15	-
Liabilities no longer payable, written back	(0.04)	(0.17)
Operating profit before working capital changes	29.07	10.60
Adjustments for working capital:		
Decrease/(Increase) in trade receivables	(38.94)	32.11
(Increase) in financial assets and other assets	(63.26)	(34.64)
Increase/(decrease) in trade payables, provisions and other liabilities	21.59	(144.02)
Cash (used in) operating activities	(51.54)	(135.95)
Direct taxes paid (net)	(7.34)	(5.20)
Net cash (used in) operating activities	(58.88)	(141.15)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets	(11.54)	(5.69)
Payment of purchase consideration on Sarv webs acquisition	(4.00)	(25.53)
Proceeds on sale of property, plant and equipment	-	0.02
Fixed deposits (placed)	(13.10)	33.78
Investment in subsidiaries	-	(0.12)
Loans given to subsidiaries	-	(5.70)
Repayment of loans given to subsidiaries	39.34	32.38
Dividend received from Subsidiaries	17.71	-
Interest received on loan to subsidiaries	1.11	1.12
Interest received	17.87	7.02
Net cash generated from investing activities	47.39	37.28
C. CASH FLOW FROM FINANCING ACTIVITIES		
Buyback of equity shares	(119.99)	-
Buyback tax and other expenses	(29.25)	-
Proceeds from issue of equity shares on exercise of employee stock options	5.52	6.25
Repayment of non-current borrowings	-	(0.20)
Interest paid	(0.23)	(0.30)
Payment of interest portion of lease liability	(0.75)	(0.57)
Payment of principal portion of lease liability	(1.36)	(0.91)
Dividend paid	(12.60)	(11.54)
Net cash (used in) financing activities	(158.66)	(7.27)
Net decrease in cash and cash equivalents (A+B+C)	(170.15)	(111.14)
Opening balance of cash and cash equivalents	190.25	129.27
Effect of currency fluctuations on cash and cash equivalents	0.01	0.01
Closing balance of cash and cash equivalents	20.11	18.14
Cash and cash equivalents as per standalone financial statements	20.11	18.14

Note:

(i) The standalone statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7, 'Statement of Cash Flows'.



Notes (A to C):

- 1) The standalone financial results has been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), as prescribed under Section 133 of the Companies Act, 2013.
- 2) The standalone financial results were reviewed and recommended by the Audit Committee and were thereafter approved by the Board of Directors at their respective meetings held on 21 October 2022. There are no qualifications in the limited review report issued for the period ended 30 September 2022.
- 3) The Company had completed its Initial Public Offering (IPO) of 17,142,856 equity shares of face value of ₹ 10 each at an issue price of ₹ 350 per equity share, consisting of fresh issue of 6,857,142 equity shares and an offer for sale of 10,285,714 equity shares by the selling shareholders. The equity shares of the Company were listed on BSE Limited and National Stock Exchange of India Limited on 21 September 2020.

The utilisation of IPO proceeds is summarised below :

Particulars	(₹ in crores)		
	Objects of the issue as per the Prospectus	Utilisation upto 30.09.2022	Unutilised amounts as on 30.09.2022
Repayment or pre-payment, in full or part, of certain borrowings of the Company	36.50	36.50	-
Acquisitions and other strategic initiatives	83.00	83.00	-
Purchase of office premises in Mumbai	65.00	4.82	60.18
General corporate purposes (including IPO related expenses apportioned to the Company)	55.50	55.50	-
Net utilisation	240.00	179.82	60.18

IPO proceeds which remain unutilised as at 30 September 2022 were temporarily invested/parked in deposits with scheduled commercial banks.

- 4) On 1 July 2021, the Company had completed acquisition of a division, comprising intellectual property (software) and its associated identified customer contracts, of Sarv Webs Private Limited (Sarv Webs), which is in business of providing cloud based digital communication solutions to transmit transactional and promotional emails, under slump sale arrangement for upfront purchase consideration of ₹ 26.25 crores and a deferred consideration of ₹ 4 crores payable on the first anniversary of the closing of the acquisition in cash, which has been paid on 19 July 2022. The following table presents the purchase price allocation :-
The fair value of assets and liabilities as at the date of acquisition, in accordance with PPA, is as below :-

Description	Amounts (₹ in crores)
Net tangible assets	0.01
Customer related intangibles	13.61
Intellectual properties (software)	4.65
Non-compete	1.90
Goodwill	9.22
Total purchase price	29.39

- 5) The Company through Qualified Institutional Placement (QIP) allotted 4,684,116 equity shares to the eligible Qualified Institutional Buyers (QIB) at an issue price of ₹ 1,852 per equity share (including a premium of ₹ 1,842 per equity share) aggregating to ₹ 867.50 crores on 12 November 2021. The issue was made in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. Expenses incurred in relation to QIP amounting to ₹ 17.51 crores has been adjusted from Securities Premium Account. Funds received pursuant to QIP are being utilised towards the objects stated in the placement document and the balance un-utilised amount as on 30 September 2022 remain invested in deposits with scheduled commercial banks.
- 6) During the quarter ended 30 June 2022, the Route Mobile Employee Welfare Trust (as ESOP Trust) under Route Mobile Limited Employee Stock Option Plan 2017 (ESOP Scheme) has transferred 170,075 equity shares to its employees, which were held as treasury shares as on 31 March 2022.
- 7) The Nomination and Remuneration Committee of the Company on 12 October 2021 and 17 February 2022 has granted 736,000 stock options and 4,720 stock options respectively to eligible employees of the Company and its subsidiaries under 'Route Mobile Limited – Employee Stock Option Plans, 2021' (RML ESOP 2021). Accordingly, the Company has recorded a cost of ₹ 4.21 crores and ₹ 8.29 crores for the quarter and half year ended 30 September 2022 for the shares granted to its employees and recorded liability under ESOP Outstanding Reserve account under other equity.
- 8) The Board of Directors of the Company at its meeting held on 28 June 2022, approved a proposal for Buy-back by the Company of fully paid up Equity Shares for an aggregate amount not exceeding ₹ 120 crores (referred to as the "Maximum Buyback Size"), at a price not exceeding ₹ 1,700/- per Equity Share from the shareholders of the Company excluding promoters, promoter group, and persons who are in control of the Company, payable in cash via the open market route through the stock exchange mechanism in accordance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (as amended) and the Companies Act, 2013 and rules made thereunder, as amended.
The Company bought back 861,021 equity shares resulting in total cash outflow of ₹ 119.99 crores (including premium of ₹ 119.13 crores). In line with the requirements of the Companies Act, 2013, an amount of ₹ 119.13 crores has been utilized from the securities premium balance for the buyback. In addition, ₹ 29.25 crores (including buy back tax of ₹ 27.96 crores) was incurred on account of buyback expenses which was also adjusted against the securities premium balance.
The shares so bought back were extinguished and the issued and paid-up capital stands amended accordingly.



Notes (A to C):

- 9) The Board of Directors of the Company at its meeting held on 30 December 2021 have approved a Scheme of Amalgamation ('Scheme') by way of merger of Start Corp India Private Limited (wholly owned subsidiary of the Company) with Send Clean Private Limited (formerly Cellent Technologies (India) Private Limited) (wholly owned subsidiary of the Company). The Appointed Date proposed is 1 April 2022. The Scheme will be effective upon receipt of such approvals as may be statutorily required including that of Mumbai Bench of the National Company Law Tribunal ("NCLT"). Pending receipt of final approval, no adjustments have been made in the books of account and in the accompanying standalone financial results.
- 10) During the year ended 31 March 2022, the Company has made a provision of ₹ 5 crores towards impairment in the value of its investment in Call 2 Connect India Private Limited, due to business losses incurred by this subsidiary.
- 11) In accordance with Ind AS 108, 'Operating Segments', the Company has opted to present segment information along with the consolidated financial results of the Group.
- 12) During the year ended 31 March 2022, the Department of Revenue of the Ministry of Finance, Government of India ("department") based on Excise Audit 2000 (EA 2000) carried out on the records of the Company for the period July 2017 to March 2019 has requested the Company to pay goods and services tax under reverse charge mechanism on the purchases of messages from its foreign vendors and sale to its overseas customers as per the provisions of Integrated Goods and Services Tax (IGST) Act, 2017 ("the Act") of ₹ 33.02 crores (excluding interest). In the assessment of the management, which is supported by legal opinion, the aforementioned services are not chargeable to goods and services tax. However, out of abundant caution, the Company has decided to make payment of aforesaid amounts (excluding interest), and claim input tax credit under the said Act. Accordingly, the Company has made full payment and recorded the same as an input tax credit recoverable under the Act. The Company is in process of making balance payments for the year 2019-20 and claiming input tax credit by filing necessary statutory returns with tax authorities.
- 13) Basis the legal opinion referred to in para 12 above and further, as decided and approved by the Board at its meeting held on 22 September 2021, the Company is of the view that the import purchases referred to in para 12 above, are not chargeable to goods and services tax. However, out of abundant caution, the Company decided to discharge its liability under GST on such import purchases under reverse charge mechanism (RCM) and claim input tax credit on the same. The Company has accordingly discharged GST dues to the extent of ₹ 31.10 crores for the year 2020-21. On similar lines, the Company continues to discharge GST dues for subsequent period as well and claim input tax credit.
- 14) The Company has presented net foreign exchange gain under "Other Income" and net foreign exchange loss under "Other Expenses". The table below shows the amount of net foreign exchange gain or loss in each of the periods presented:

Particulars	Quarter ended			Half year ended		(₹ in crores)
	30.09.2022	30.06.2022	30.09.2021	30.09.2022	30.09.2021	Year ended 31.03.2022
Net foreign exchange loss/ (gain)	5.71	2.46	(0.16)	8.17	(1.03)	(0.76)

- 15) During the quarter ended 30 June 2022, the Company has earned an interim dividend of ₹ 17.71 crores from its foreign subsidiary company, Route Mobile (UK) Limited.
- 16) The Board of Directors have recommended an interim dividend @ 30% (₹ 3 per share of face value ₹ 10 each) at the meeting held on 21 October 2022.

Place : Mumbai
Date : 21 October 2022



For and on behalf of the Board of Directors


Sandeep Kumar Gupta
Chairman



Media Release

ROUTE MOBILE LIMITED

Route Mobile Ltd. announces Q2 & H1 FY23 Results

Q2FY23 Revenue from Operations stands at Rs. 845.8 crore, PAT stands at Rs. 72.6 crore

Mumbai: October 21th, 2022: Route Mobile Limited (“Route Mobile”), a leading cloud communication platform service provider to enterprises, over-the-top (“OTT”) players and mobile network operators, has announced its financial results for the second quarter that ended on 30th September 2022.

Highlights for Q2FY23 (YoY) Consolidated Financials

- Revenue from operations stood at Rs. 845.8 crore as against Rs. 435.7 crore in Q2FY22
- Profit Before Tax stands at Rs 82.3 crore as against Rs. 50.4 crore in Q2FY22
- Profit After Tax reported was at Rs. 72.6 crore as against Rs. 42.1 crore in Q2FY22
- EPS stands at Rs. 11.76 (basic) and Rs. 11.76 (diluted)

Q2 FY23 Vs Q1 FY23 (Consolidated)

Revenue from operations for the quarter that ended September 30th, 2022 stood at Rs. 845.8 crore as compared to Rs. 729.0 crore in Q1 FY23

Profit Before Tax (PBT) stood at Rs. 82.3 crore for Q2 FY23 as compared to Rs. 75.7 crore in Q1 FY23. The company’s PBT margin stood at 9.7%.

Profit After Tax (PAT) reported at Rs. 72.6 crore for Q2 FY23 as against Rs. 71.1 crore in Q1 FY23. PAT margin stood at 8.6%.

Commenting on the results, **Mr. Rajdipkumar Gupta, Managing Director & Group Chief Executive Officer, Route Mobile Limited**, said, “ I’m happy to announce that we have achieved yet another best quarterly revenue and operating profit to date. With this we mark six consecutive quarters of sequential revenue and adjusted PAT growth, demonstrating the stability of our business model. This is despite the geopolitical tensions, massive volatility across various currencies, and various other uncertainties that we are all grappling with.

The underlying strength in the business continues to be robust, and we are optimistic of inching close to a 60% YoY revenue growth in FY2023. This is fueled by our resilient platform, deep domain expertise, and a highly capable Route Mobile Team spread across 20 global locations. The steady growth is a result of winning quality deals worldwide, and the revenues underline our increased value proposition and improved market competitiveness.”



About Route Mobile Limited (www.routemobile.com) BSE: 543228; NSE: ROUTE)

Established in 2004, Route Mobile Limited (“RML”) is a cloud communications platform service provider, catering to enterprises, over-the-top (OTT) players and mobile network operators (MNO). RML’s portfolio comprises solutions in messaging, voice, email, SMS filtering, analytics and monetization. RML has a diverse enterprise client base across a broad range of industries including social media companies, banks and financial institutions, e-commerce entities and travel aggregators. RML is headquartered in Mumbai, India with a global presence in the Asia Pacific, the Middle East, Africa, Europe and North America.

For more information, contact:

Tanmay Ayare
Global Head – Marketing & Communication
Route Mobile Limited
Tel: +91-22-40337676
E-mail: press@routemobile.com

DISCLAIMER:

Some of the statements, concerning our future growth prospects, in this communication may be forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ from such expectations, projections etc., whether expressed or implied. These forward-looking statements are based on various assumptions, expectations and other factors which are not limited to, risk and uncertainties regarding fluctuations in earnings, competitive intensity, pricing environment in the market, economic conditions affecting demand and supply, ability to maintain and manage key customer relationships, new or changed priorities of trade, significant changes in political stability in India and globally, government regulations and taxation, climatic conditions, natural calamity, war, pandemic, currency rate fluctuations, litigation among others over which the Company does not have any direct control. These factors may affect our ability to successfully implement our business strategy. The Company cannot, therefore, guarantee that the ‘forward-looking’ statements made herein shall be realized. The Company does not undertake to update any forward-looking statements that may be made from time to time by or on behalf of the Company unless it is required by law.



Earnings Update

H1 FY22-23

INVESTOR PRESENTATION
OCTOBER 21, 2022



Safe Harbor

Certain statements mentioned in this presentation concerning our future growth prospects are forward looking statements (the “Forward Statements”) and are based on reasonable expectations of the management, which involves a number of risks, and uncertainties that could cause actual results to differ materially from those in such Forward Statements. The risks and uncertainties relating to these Forward Statements include, but are not limited to, risks and uncertainties regarding fluctuations in our earnings, fluctuations in foreign exchange rates, revenue and profits, our ability to generate and manage growth, competition in CPaaS globally, wage increases in India, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price and fixed time frame contracts, industry segment concentration, our ability to manage our international operations, our revenues being highly dependent on clients in the United States of America, reduced demand for technology in our key focus areas, disruptions in telecommunication networks or system failures, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, withdrawal of fiscal governmental incentives, political instability, adverse impact of global pandemics (including COVID-19 impact), war, legal restrictions on raising capital or acquiring companies, unauthorized use of our intellectual property(ies) and general economic conditions affecting our businesses and industry. We may, from time to time, make additional written and oral Forward Statements . We do not undertake to update any Forward Statements that may be made from time to time by us or on our behalf, unless required under the law.

Route Mobile - Industry Leading Global CPaaS Platform

RML offers a scalable and flexible **Omnichannel CPaaS** platform to enterprises across industry verticals, globally



Strong industry tailwinds: Global CPaaS market will grow to **\$34.2bn** in 2026, from \$8.7bn in 2021 ⁽¹⁾

280+ direct MNO connects, overall access to **900+** MNOs (**Super Network**)



₹27,637mn LTM Sep 2022 Revenue
33% Revenue CAGR FY 2019 – FY 2022

Global footprint across **20+ locations**;
2,500+ active billable clients; **350+** new customers onboarded in H1 FY 22-23



₹3,422mn LTM Sep 2022 EBITDA
44% EBITDA CAGR FY 2019 – FY 2022

Infrastructure comprising **19 data centers** and **6 SMSCs** globally



128% Net revenue retention in H1 FY 22-23

ESG leader, rated **“A”** by a reputed ESG rating agency



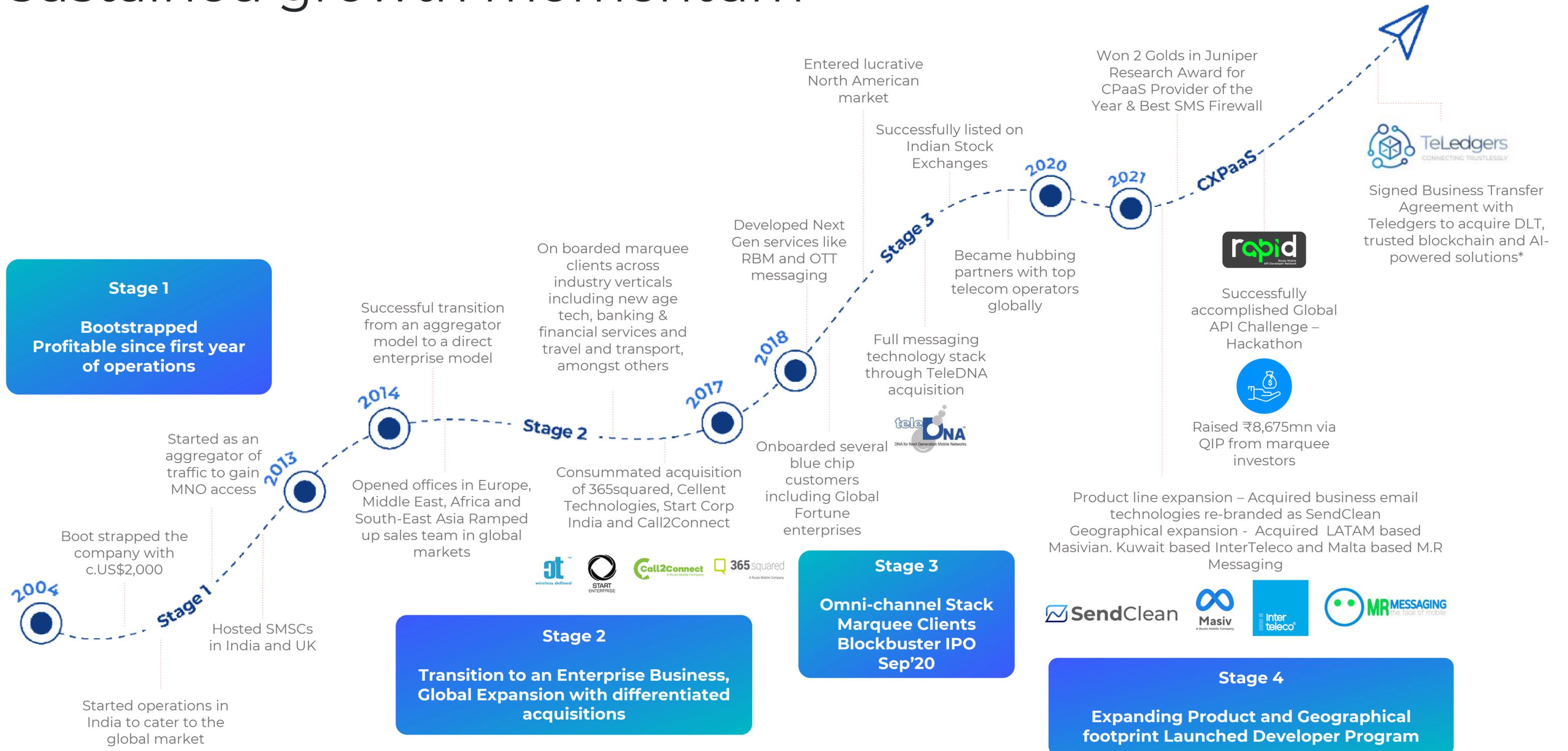
₹8,062mn Net cash and cash eqv. as on Sep 30, 2022
30% Interim Dividend (₹ 3 per share)

Recognized as “Established Leader” – **Juniper**,
“Top Tier 1 A2P SMS vendor” – **Rocco**,
“Representative Vendor” - **Gartner** for CPaaS



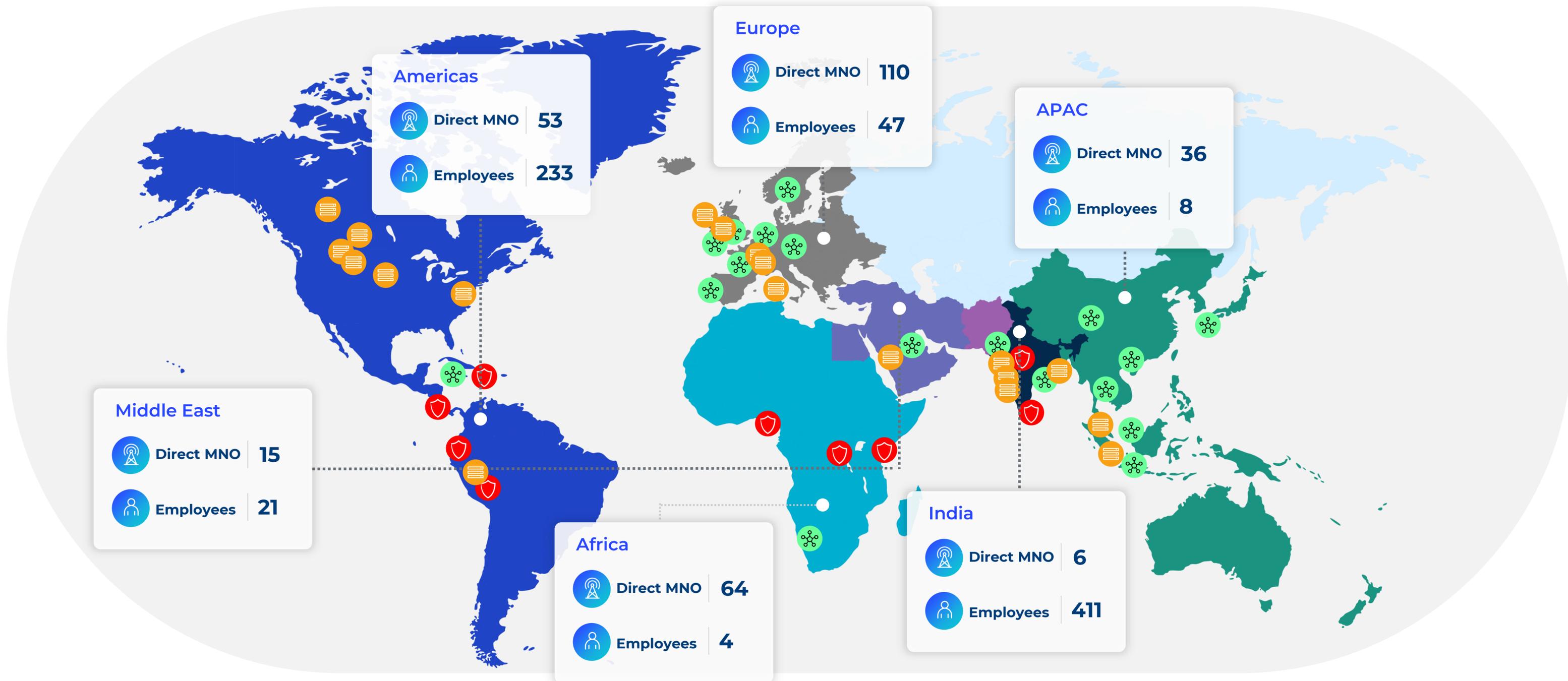
700+ employees spread across 5 continents

Systematic roadmap to create sustained growth momentum



*Closure subject to completion of condition precedents including outcome of an ongoing arbitration proceeding

Global Diaspora - Footprint & Super Network



9 Firewall deployments;
1 upcoming (contract signed)

19 virtualized Data Centers

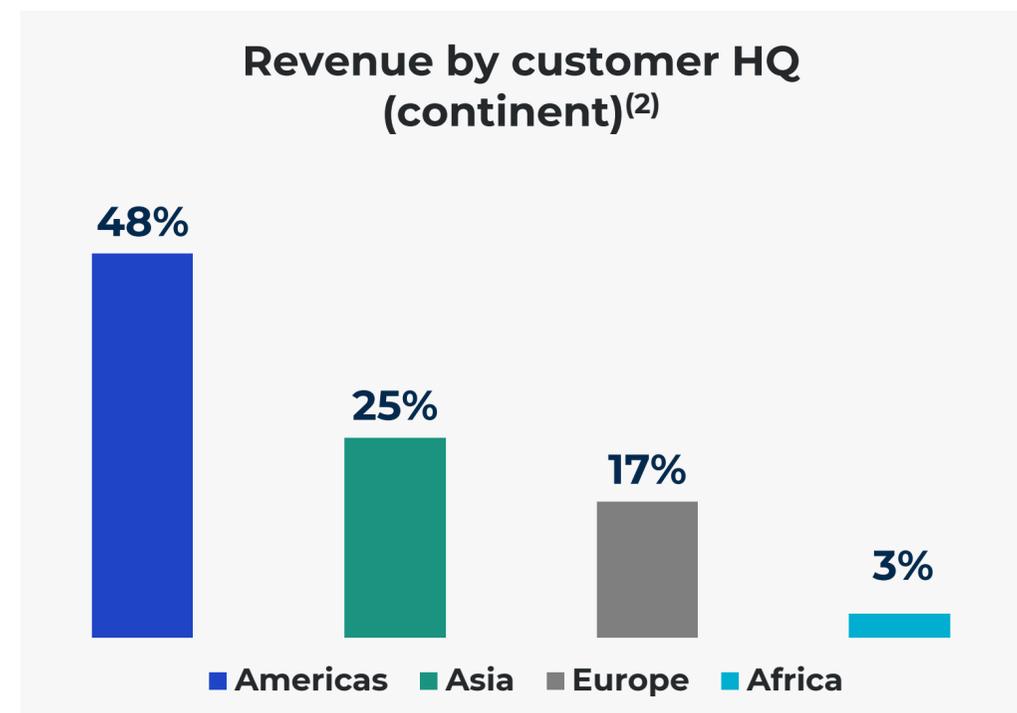
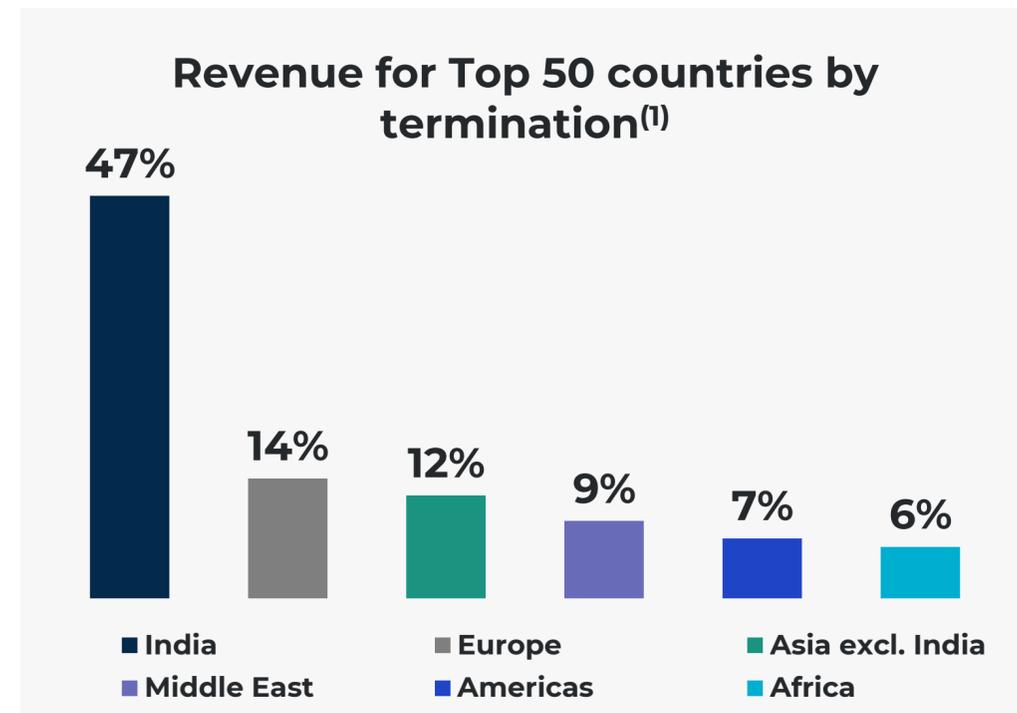
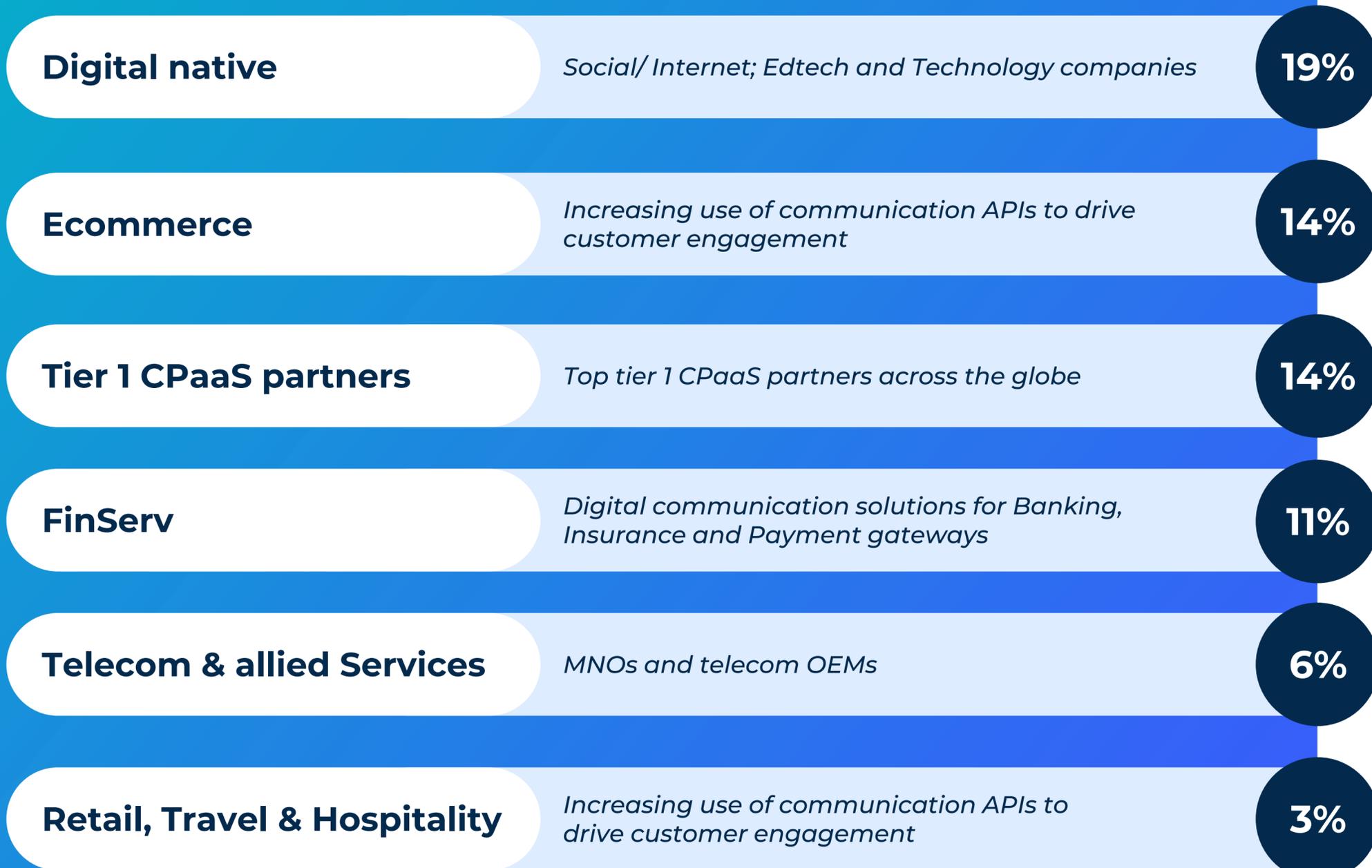
18 Hubs

700+ Global Employees base

280+ Super Network
Widespread global distribution & reach

Diverse customer base

Revenue contribution from select industries in H1 FY22-23



(1) Top 50 countries contribute c.96% of H1 FY22-23 revenue from operations | (2) Top 150 customers - contribute c. 92% of H1 FY22-23 revenue from operations



Key Developments



Key Developments in Q2 FY22-23



Route Mobile
recognized in the
**2022 Gartner®
Market Guide
for CPaaS**

Recognised for 3rd consecutive year including the 2022 edition of the **Gartner Market Guide for Communications Platform as a Service (CPaaS)**. Another feather in our cap which validates our deep domain expertise, global footprint and strong technology-driven product stack.



Telenor Global Services has chosen Route Mobile as the preferred **partner for A2P SMS Services for select destinations in Europe and the Asia Pacific.**

Buyback 2022

- **Buyback**, via “Open Market” route through the stock exchange mechanism, approved by the Board of Directors on June 28,2022
- No participation by promoters, promoter group and persons who are in control of the Company
- Buyback commenced on July 11, 2022 and completed on August 29, 2022
- 861,021 equity shares were bought back at an average price of ₹ 1,393.69 per equity share

Total Amount Utilized

c. ₹ 1,200mn

Cumulative number of shares bought back

861,021

Equity Shares



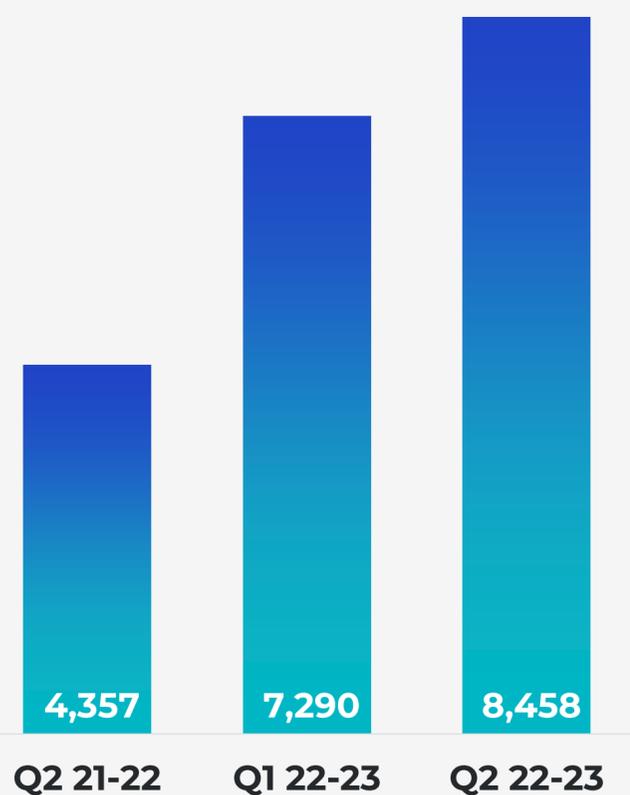


Financial Highlights



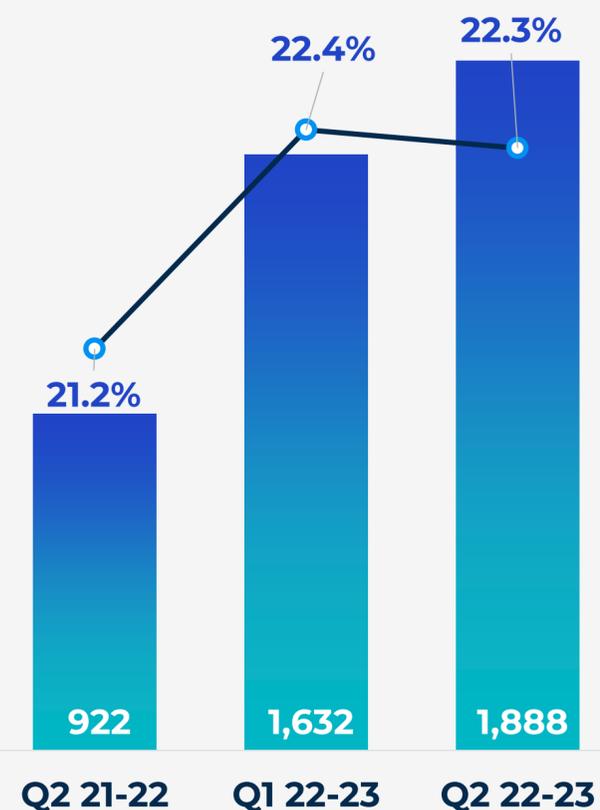
Q2 FY22-23 Snapshot

Revenue from Operations (in ₹ mn)



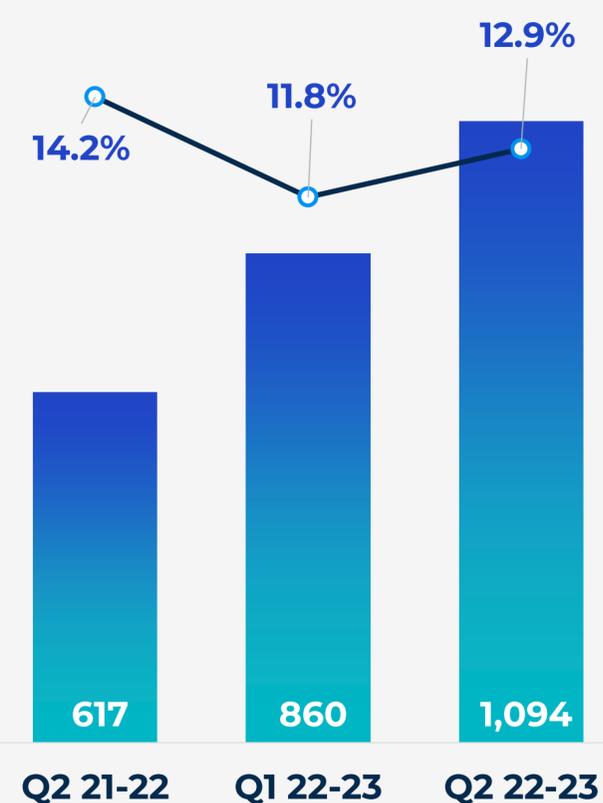
94% Y-o-Y growth
16% Q-o-Q growth

Gross Profit (In ₹ mn) & Gross Profit Margin (%)



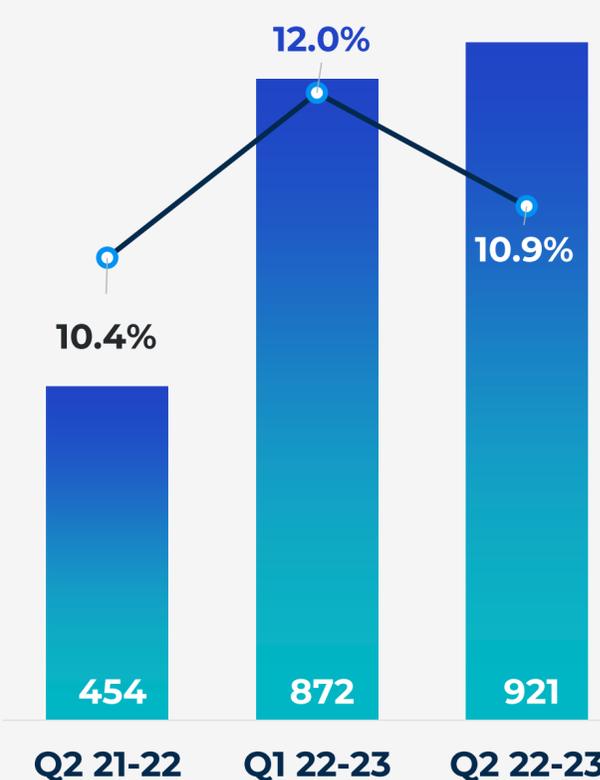
105% Y-o-Y growth
16% Q-o-Q growth

EBITDA⁽¹⁾ (In ₹ mn) & EBITDA Margin (%)



77% Y-o-Y growth
27% Q-o-Q growth

Adj. PAT⁽²⁾ (In ₹ mn) & Adj. PAT Margin (%)



103% Y-o-Y growth
6% Q-o-Q growth

1) Net loss on FX transactions and translation, ESOP benefit expenses (non cash) and Intangible assets under development were adjusted from EBITDA

2) PAT has been adjusted for ESOP benefit expenses; non-cash amortization associated with the intangible assets added as a result of purchase price allocation for acquisitions; and Intangible assets under development

Financial Highlights for Q2 FY22-23

- Closed Q2 FY22-23 with revenue from operations of **₹8,458mn** compared to **₹7,290mn** in Q1 FY22-23 and **₹4,357mn** in Q2 FY21-22
- Y-o-Y growth of **94.1%** and sequential growth of **16.0%** in revenue

- Recorded Gross Profit of **₹1,888mn** in Q2 FY22-23 compared to **₹1,632mn** in Q1 FY22-23 and **₹922mn** in Q2 FY21-22
- Y-o-Y growth of **104.6%** and sequential growth of **15.7%** in Gross Profit
- Gross Profit margin of **22.3%, 22.4%, and 21.2%** in Q2 FY22-23, Q1 FY22-23 and Q2 FY21-22 respectively

- EBITDA of **₹1,094mn** in Q2 FY22-23 compared to **₹860mn** in Q1 FY22-23 and **₹617mn** in Q2 FY21-22
- Y-o-Y growth of **77.4%** and sequential growth of **27.1%** in EBITDA
- EBITDA margin of **12.9%, 11.8% and 14.2%** in Q2 FY22-23, Q1 FY22-23 and Q2 FY21-22 respectively

- Recorded Profit After Tax of **₹726mn** in Q2 FY22-23 compared to **₹711mn** in Q1 FY22-23 and **₹421mn** in Q2 FY21-22
- Y-o-Y growth of **72.7%** and sequential growth of **2.2%** in Profit After Tax

- Adjusted Profit After Tax of **₹921mn** in Q2 FY22-23 compared to **₹872mn** in Q1 FY22-23 and **₹454mn** in Q2 FY21-22
- Adjusted for ESOP benefit expenses; non-cash amortization associated with the intangible assets added as a result of purchase price allocation for acquisitions and Intangible assets under development of ₹ 36mn (in Q2 FY22-23)
- Adjusted Profit After Tax margin of **10.9%, 12.0% and 10.4%** in Q2 FY22-23, Q1 FY22-23 and Q2 FY21-22 respectively

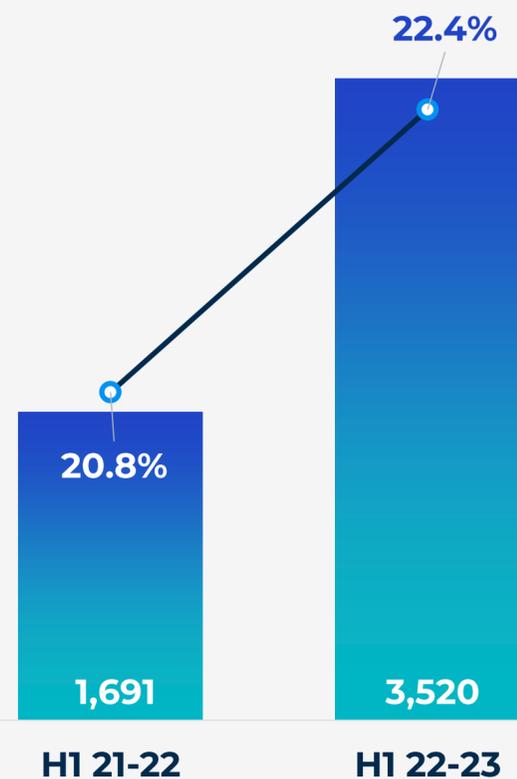
H1 FY22-23 Snapshot

Revenue from Operations (in ₹ mn)



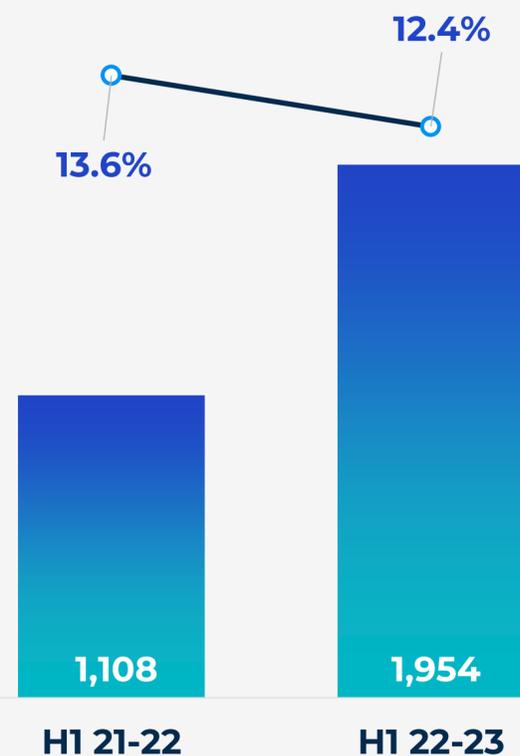
94% Y-o-Y growth

Gross Profit (In ₹ mn) & Gross Profit Margin (%)



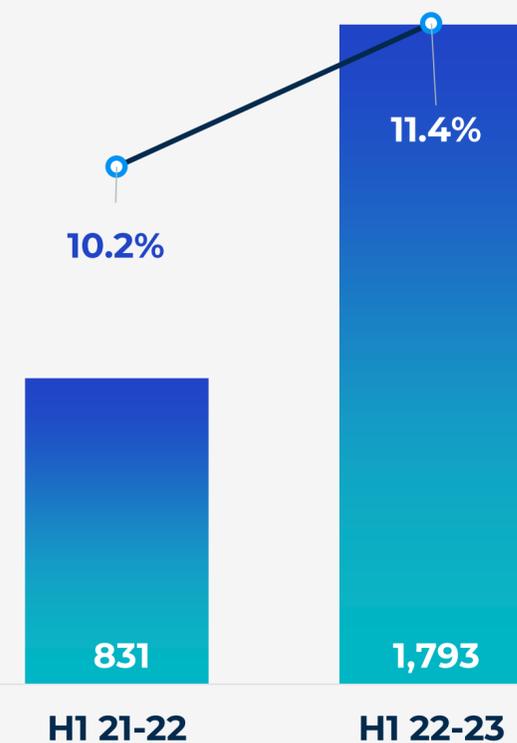
108% Y-o-Y growth

EBITDA⁽¹⁾ (In ₹ mn) & EBITDA Margin (%)



76% Y-o-Y growth

Adj. PAT⁽²⁾ (In ₹ mn) & Adj. PAT Margin (%)



116% Y-o-Y growth

1) Net loss on FX transactions and translation, ESOP benefit expenses (non cash) and Intangible assets under development were adjusted from EBITDA

2) PAT has been adjusted for ESOP benefit expenses; non-cash amortization associated with the intangible assets added as a result of purchase price allocation for acquisitions; and Intangible assets under development

Financial Highlights for H1 FY22-23

- Closed H1 FY22-23 with revenue from operations of **₹15,749mn** compared to **₹8,132mn** in H1 FY21-22
- Y-o-Y growth of **93.7%** in Revenue

- Recorded Gross Profit of **₹3,520mn** in H1 FY22-23 compared to **₹1,691mn** in H1 FY21-22
- Y-o-Y growth of **108.1%** in Gross Profit
- Gross Profit margin of **22.4%** and **20.8%** in H1 FY22-23 and H1 FY21-22 respectively

- EBITDA of **₹1,954mn** in H1 FY22-23 compared to **₹1,108mn** in H1 FY21-22
- Y-o-Y growth of **76.3%** in EBITDA
- EBITDA margin of **12.4%** and **13.6%** in H1 FY22-23 and H1 FY21-22 respectively

- Recorded Profit After Tax of **₹1,437mn** in H1 FY22-23 compared to **₹764mn** in H1 FY21-22
- Y-o-Y growth of **88.2%** in Profit After Tax

- Adjusted Profit After Tax of **₹1,793mn** in H1 FY22-23 compared to **₹831mn** in H1 FY21-22
- Adjusted for ESOP benefit expenses; non-cash amortization associated with the intangible assets added as a result of purchase price allocation for acquisitions and Intangible assets under development of ₹ 95mn (in H1 FY22-23)
- Adjusted Profit After Tax margin of **11.4%** and **10.2%** in H1 FY22-23 and H1 FY21-22 respectively

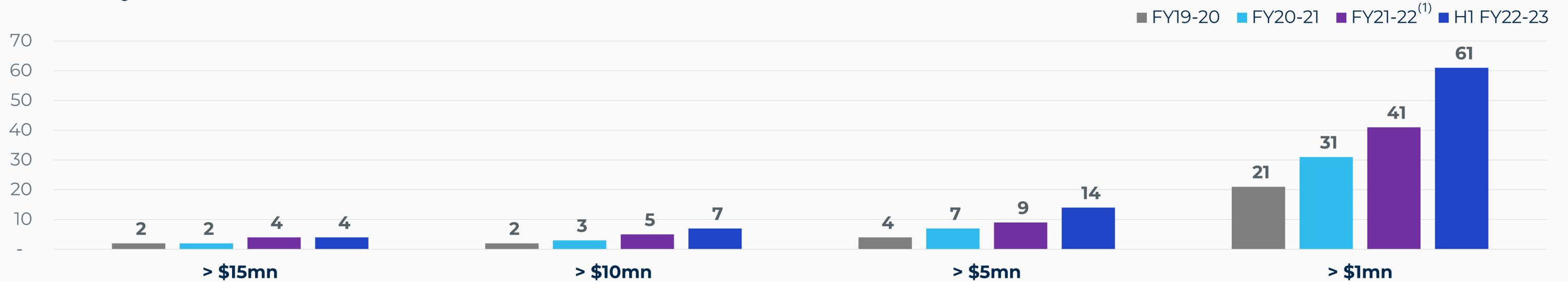
EBITDA and Adjusted PAT – Non GAAP

Particulars (In ₹ mn)	Quarter Ended			Half year	
	30.09.2022	30.06.2022	30.09.2021	30.09.2022	30.09.2021
Profit before tax (Ind AS)	822.7	757.4	504.2	1,508.0	933.3
(-) Other income	22.6	147.9	24.5	170.5	69.2
(+) Finance costs	40.9	41.7	6.7	82.6	11.5
EBIT	840.9	651.1	486.4	1,492.2	875.8
(+) Depreciation and amortisation expense	188.4	195.7	73.6	384.1	139.4
(+) Employee stock option expense (non cash)	85.7	72.0	-	157.7	-
(+) Net loss on foreign currency transactions and translation	14.9	-	56.6	14.9	92.9
(-) Intangible assets under development	36.2	58.8	-	95.1	-
EBITDA (Non-GAAP)	1,093.6	860.2	616.6	1,953.8	1,109.0
EBITDA margin % on a Non-GAAP basis	12.9%	11.8%	14.2%	12.4%	13.6%
Profit for the period (Ind AS)	726.0	710.7	420.7	1,436.8	763.9
(+) Employee stock option expense (non-cash)	85.7	72.0	-	157.7	-
(+) Amortization related to intangibles identified on account of acquisitions	145.6	148.3	32.9	293.9	67.1
(-) Intangible assets under development	36.3	58.8	-	95.1	-
Adjusted PAT (Non-GAAP)	921.0	872.3	453.6	1,793.4	831.0
Adjusted PAT margin % on a Non-GAAP basis	10.9%	12.0%	10.4%	11.4%	10.2%

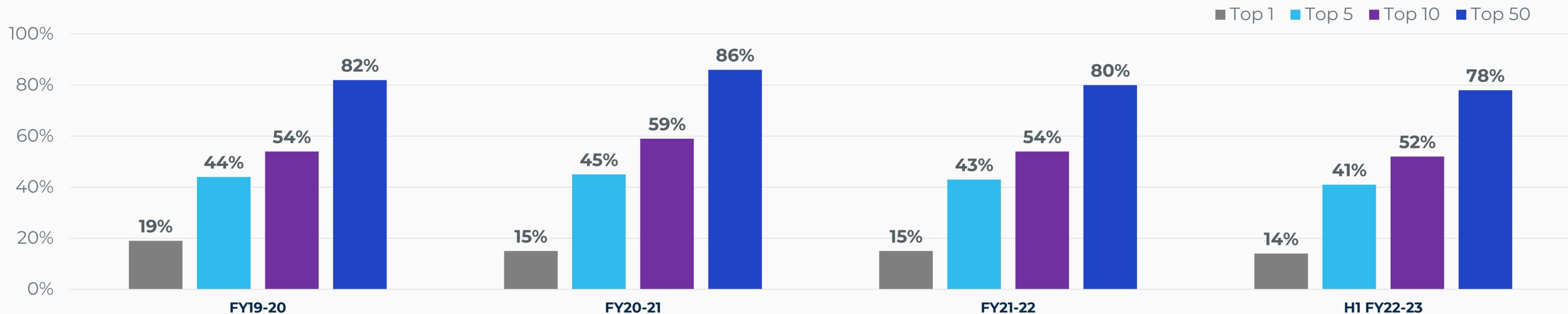
Management uses the non-GAAP financial information, collectively, to evaluate its ongoing operations and for internal planning and forecasting purposes. Non-GAAP financial information is presented for supplemental informational purposes only, should not be considered a substitute for financial information presented in accordance with Indian Accounting Standard (Ind AS), and may be different from similarly-titled non-GAAP measures used by other companies.

Growing number of Multi-million dollar accounts with Improving Client Diversification

Clients by Account Size



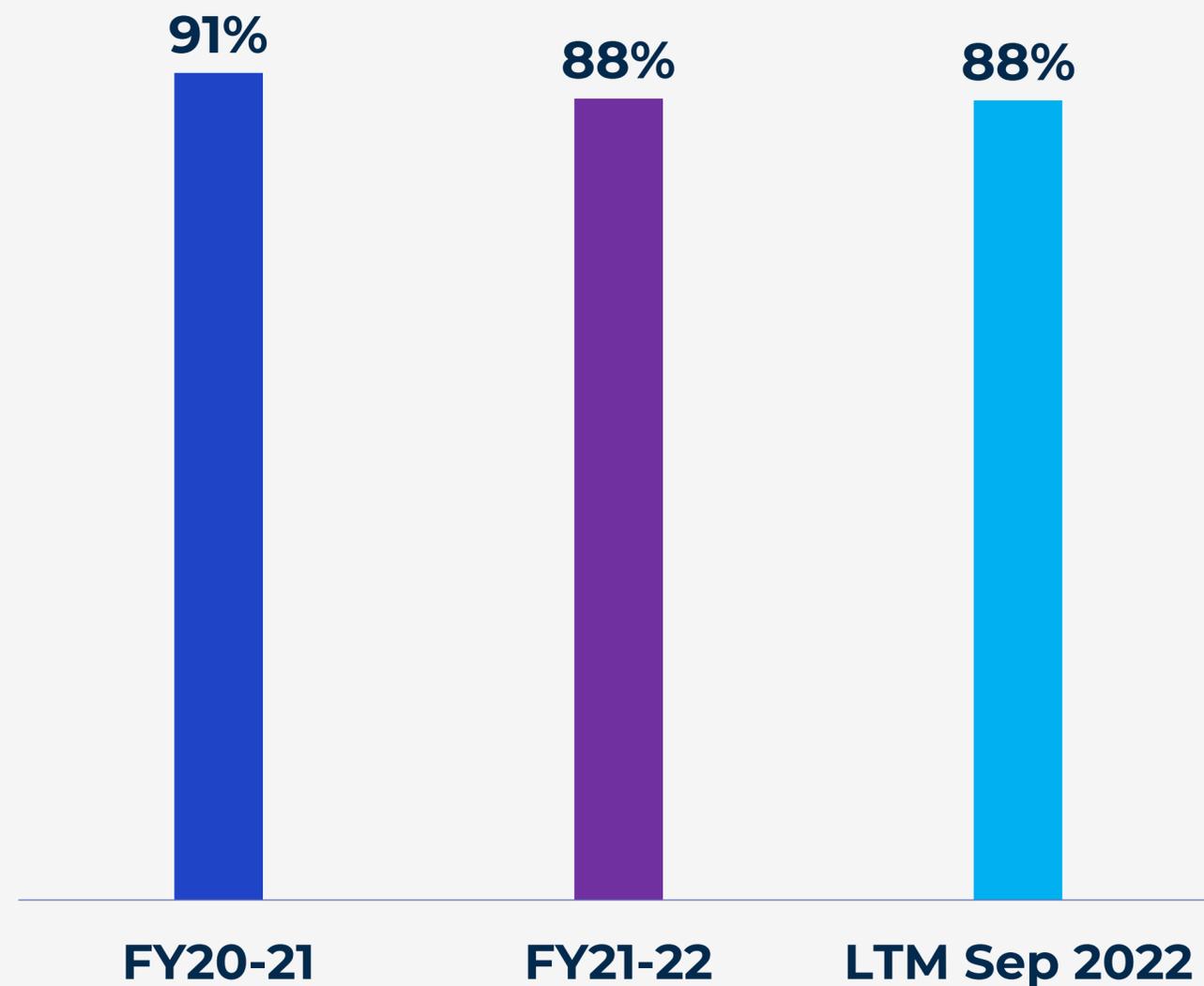
Client Concentration



(1) Excludes MRM (one of the clients of RML) from this analysis post acquisition

Strong Recurring Revenue

Recurring Revenue⁽¹⁾ as % of Operating Revenue



128%

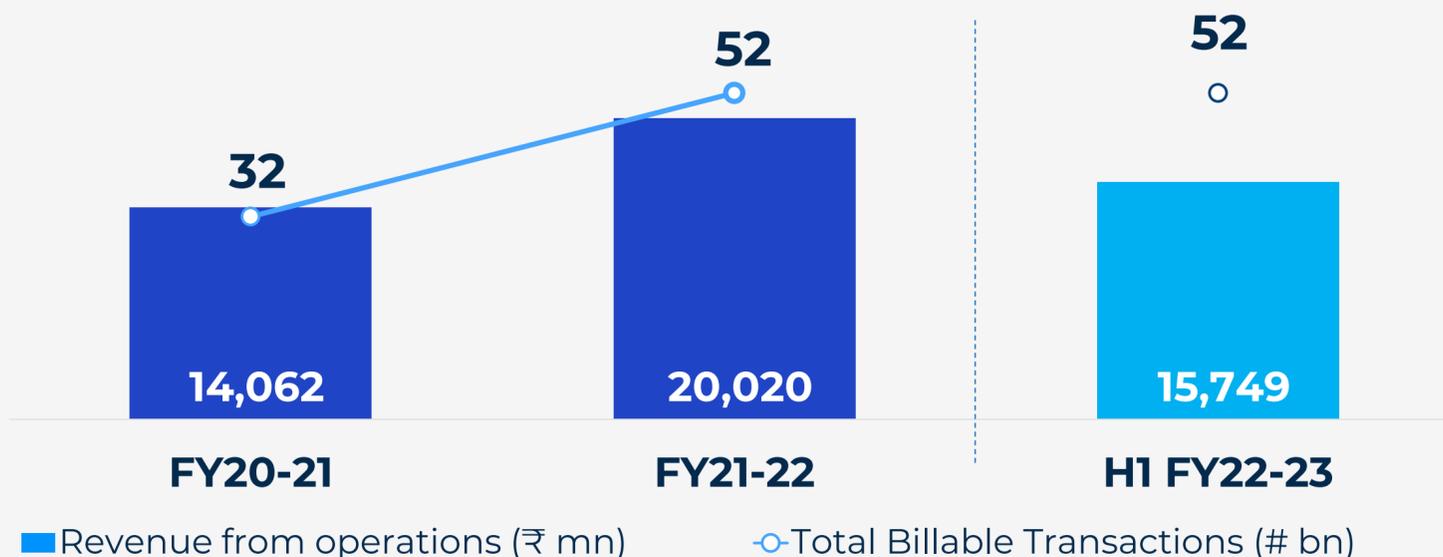
Net revenue retention⁽²⁾

Deep Customer engagement driving high recurring revenues

(1) Recurring customers defined as customers that have been billed in each of the months over the respective period. For instance, a customer billed each month over October 1, 2021 – September 30, 2022 is a recurring customer for LTM September 2022. (2) Net revenue retention calculated based on comparison of H1 FY21-22 revenue with H1 FY22-23 revenue. M.R Messaging and Masivian customers are not included for like for like comparison.

Robust growth momentum

Revenue from operations & Total Billable Transaction



Robust growth momentum
94% Y-o-Y growth in H1 FY22-23
34% CAGR over past 5 years
 (FY16-17 to FY21-22)

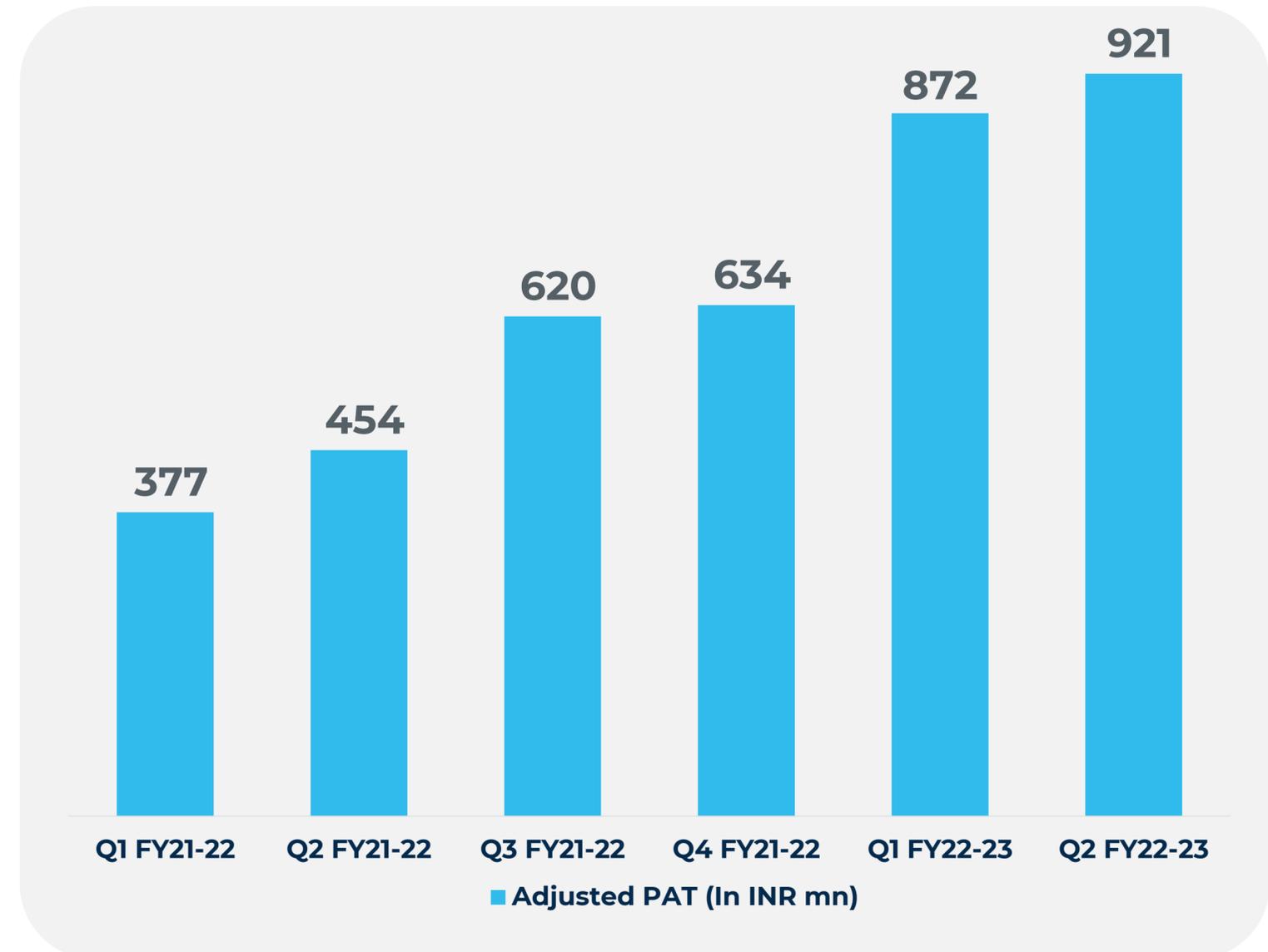
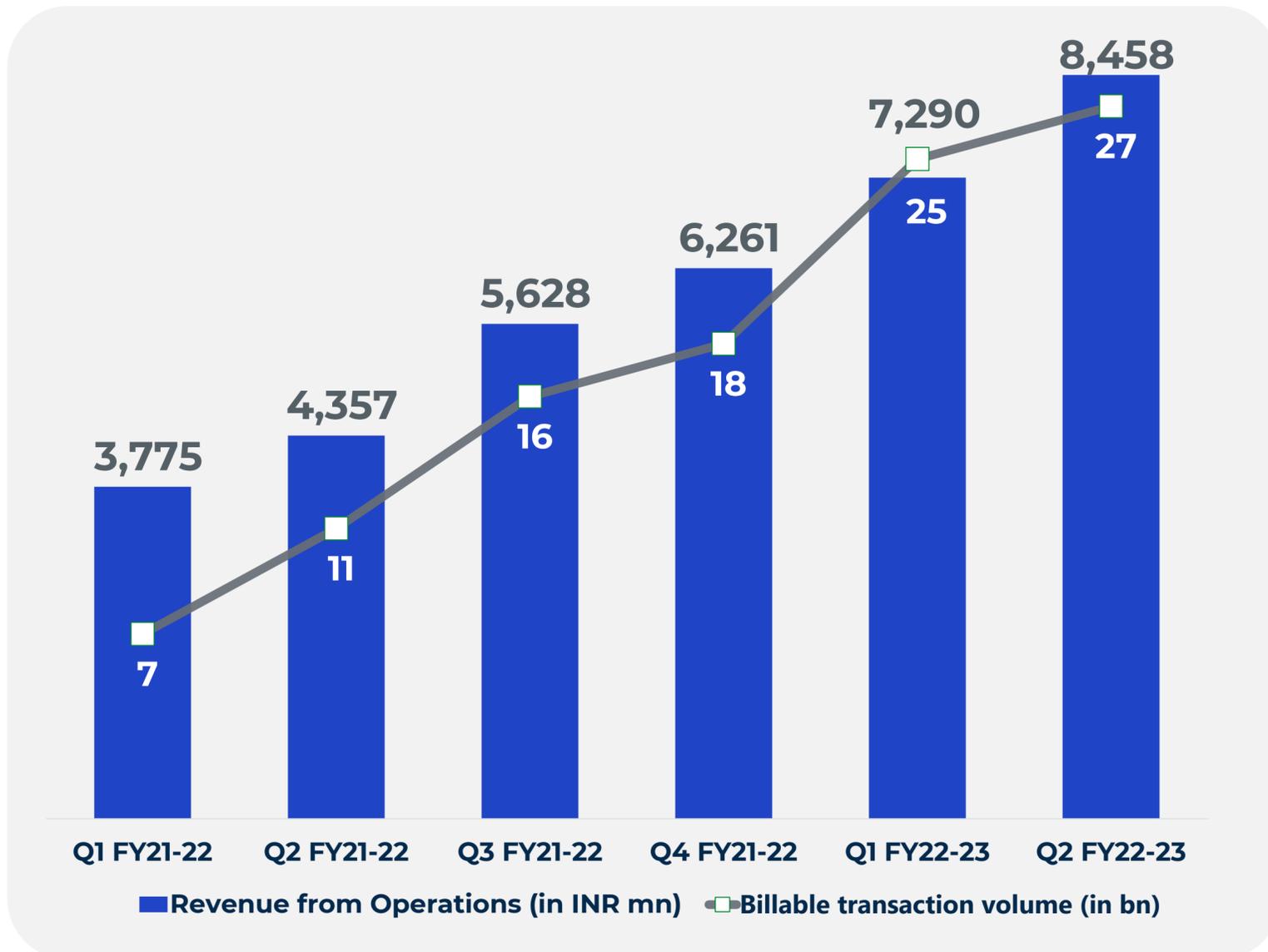
EBITDA and EBITDA margin



Non-linear business model creates
high operating leverage

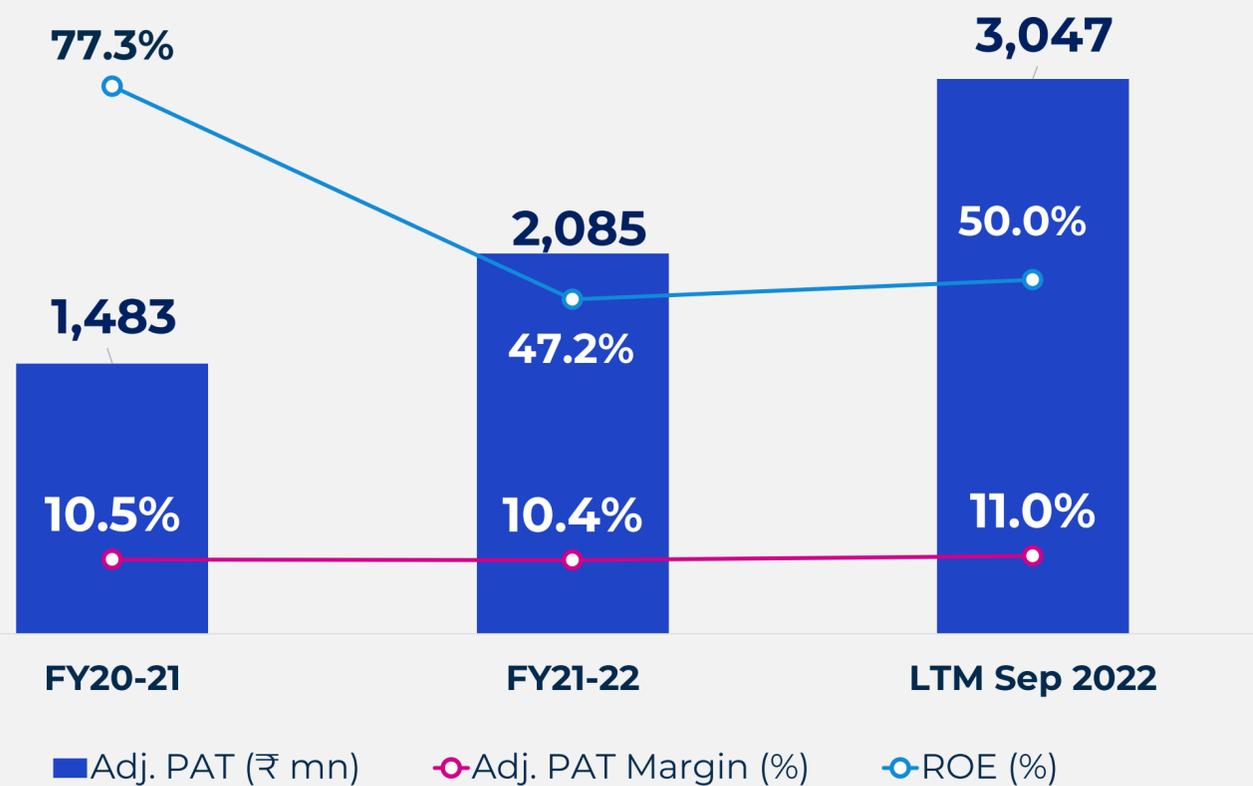
EBITDA as % of Gross Profit stood at
56% in H1 FY22-23

Six Consecutive Quarters of Sequential Growth in Revenue and Adjusted PAT

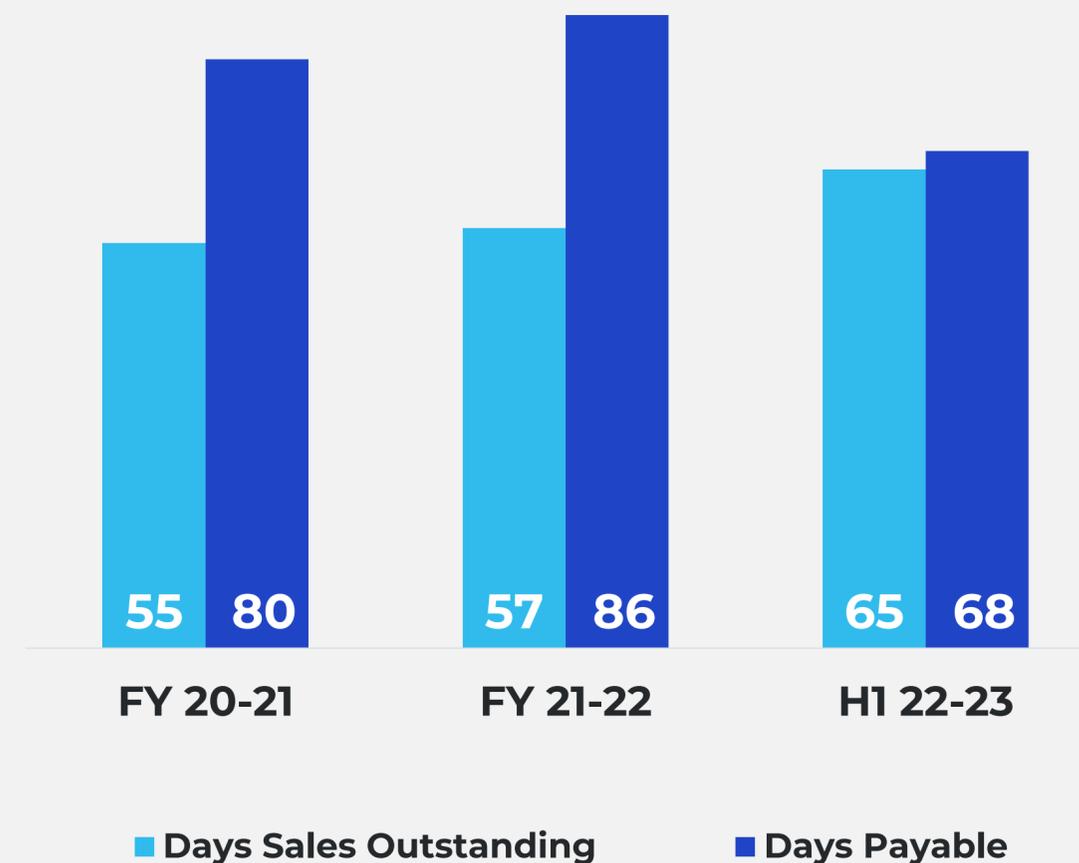


ROE and Working Capital Trend

Adj. PAT, Adj. PAT Margin and ROE⁽¹⁾

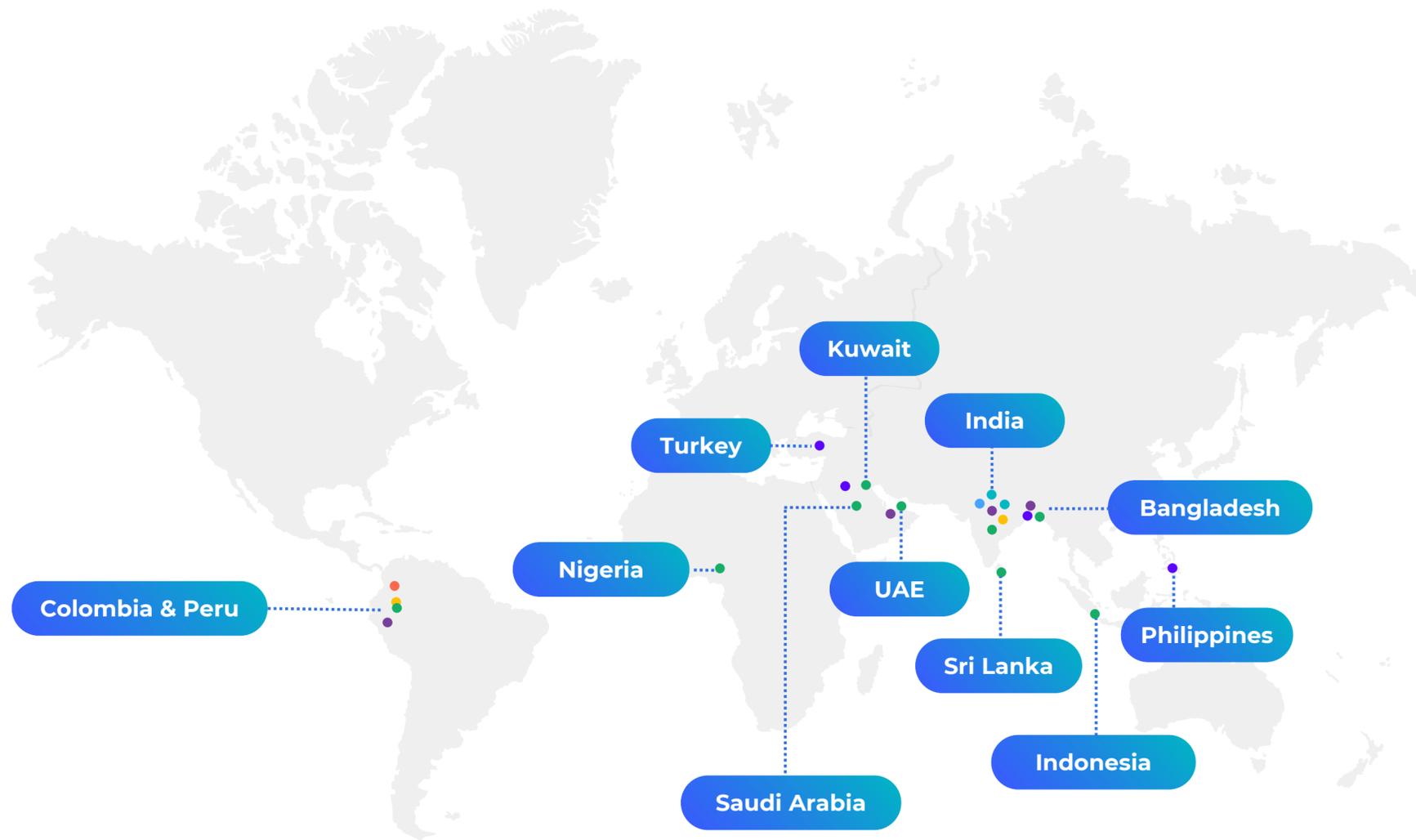


Working Capital Trend



⁽¹⁾ Return on Equity (ROE) is calculated as Adjusted PAT divided by average Equity (less cash and cash equivalent). Trade Receivables include Unbilled Revenue for the respective period and Trade Payables include Outstanding Expenses.

New Product Revenue Momentum across Geographies



- Voice
- GBM
- Email
- Brandi5
- WhatsApp
- Viber
- RCS
- FB Messenger

Quarterly New Product Sales (₹ mn)

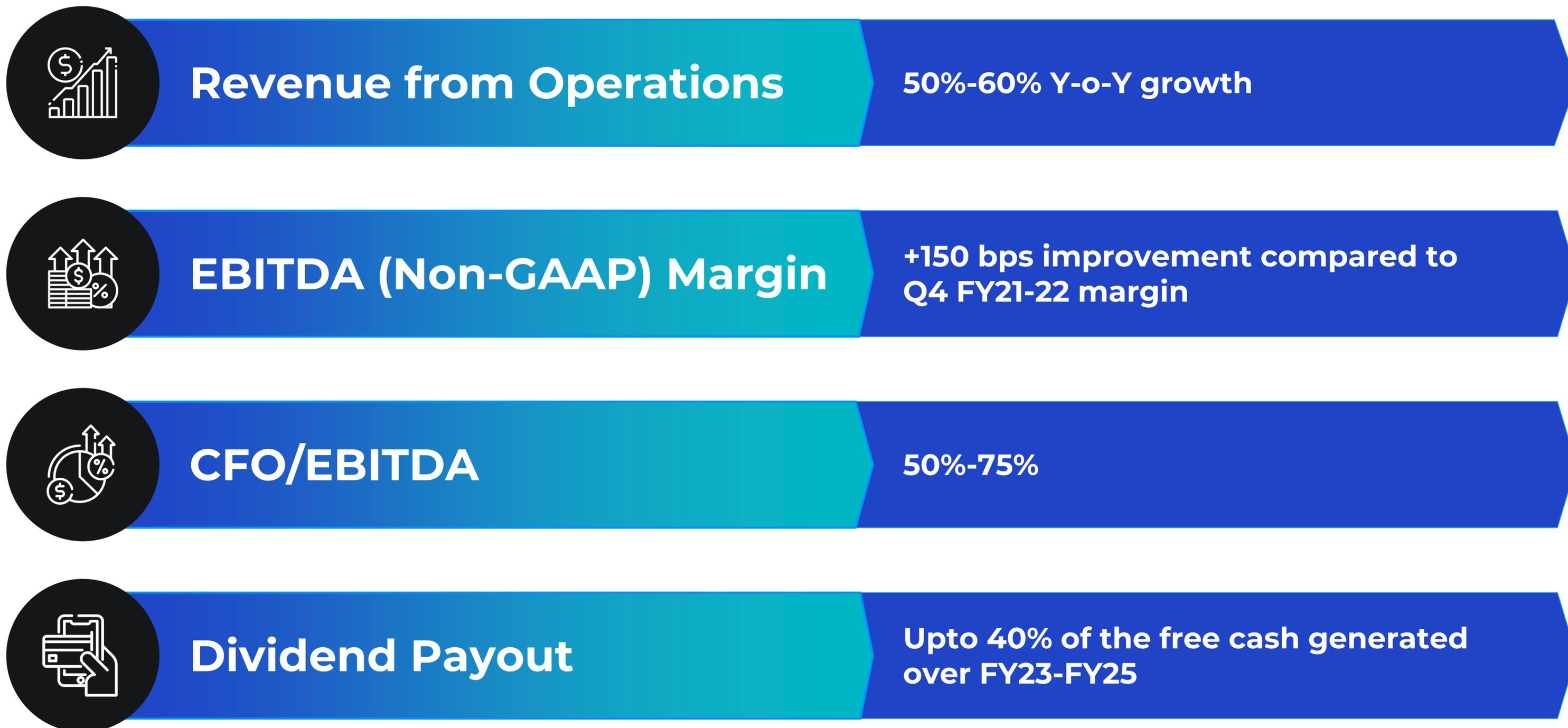


Q2 FY22-23 growth

- ✓ 116% Y-o-Y
- ✓ 12% Q-o-Q

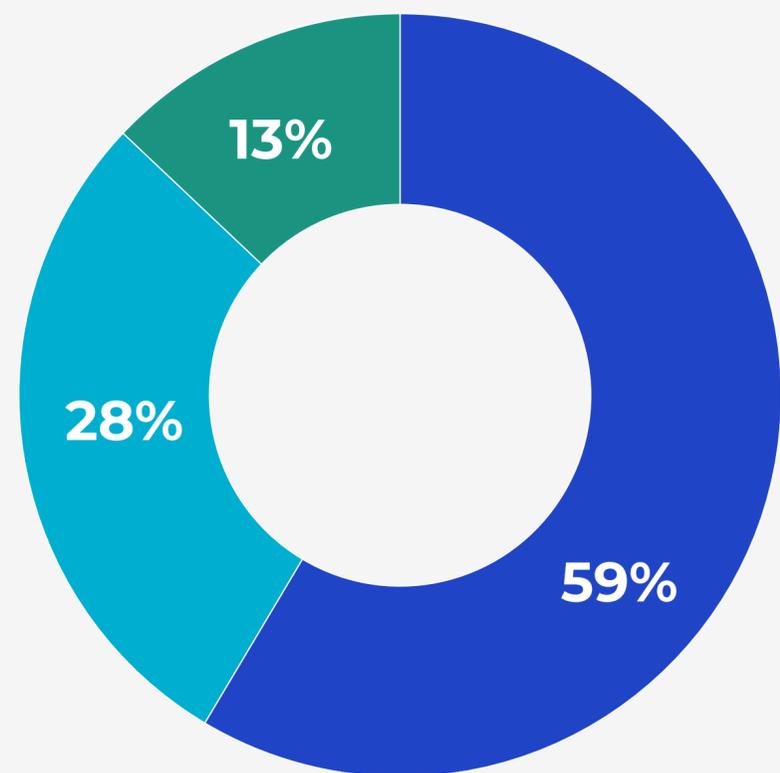
Revenue from new products
in LTM Sep 2022
₹ 1,252mn

FY22-23 Guidance



Shareholding Pattern

Total Equity Shares Outstanding as on September 30, 2022 - **62,182,567**



- Promoter & Promoter Group
- Institutional Investors
- Non-Institutions (including Foreign Nationals)

Institutional investors holding greater than 1% of the total number of shares



Theleme Partners LLP

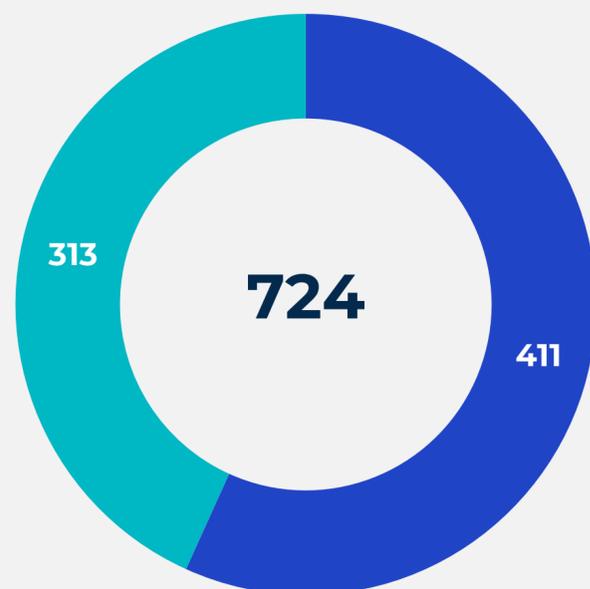


Global Asset Management



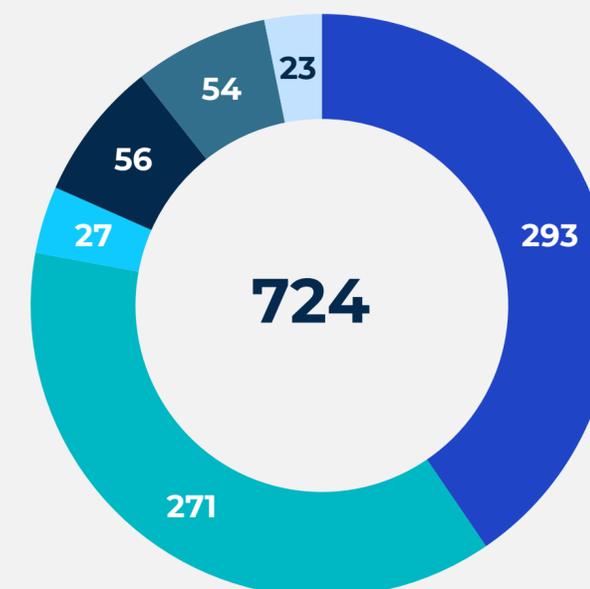
Human Resource Capital

Location wise break-up



■ India ■ International

Function wise break-up



- Tech & Tech Support
- Sales & Marketing
- Firewall & other operator solutions
- General & Admin
- Strategy, Accounts & Finance
- Corporate-Business Heads

142 New Employees joined in H1 FY22-23,

146 Employees resigned in H1 FY22-23.

Glossary

2FA	Two-Factor Authentication	MNO	Mobile Network Operator
A2P	Application to Person	OBD	Out-Bound Dialling
API	Application Programming Interface	rapid	Route Mobile API developer
AI / ML	Artificial Intelligence / Machine Learning	RBM	RCS Business Messaging
CPaaS	Communication Platform as a Service	RCS	Rich Communication Services
CRM	Customer Relationship Management	RML	Route Mobile Limited
CxPaaS	Customer Experience Platform as a Service	ROCE	Return on Capital Employed
DLT	Distributed Ledger Technology	ROE	Return on Equity
ESG	Environmental, Social, and Governance	SIs	System Integrators
GBM	Google Business Messaging	SMS	Short Message Service
IVR	Interactive Voice Response	SMSC	Short Message Service Center
ME	Middle East	UCaaS	Unified Communications as a Service
MIDaaS	Market Insights Data as a Service	VBM	Viber Business Messaging
MMSC	Multimedia Messaging Service Center	WBS	WhatsApp Business Solution



Thank You

www.routemobile.com

