

Ref No: RML/2025-26/601**Date:** July 23, 2025

To,

BSE Limited**Scrip Code: 543228****National Stock Exchange of India Limited****Symbol: ROUTE**

Dear Sir/Madam,

Sub: Minutes of the Resolutions passed by way of Postal Ballot by remote e-voting process.

With reference to the captioned subject, we enclose herewith the copy of the Minutes of the resolution passed by way of Postal Ballot by remote e-voting process on June 27, 2025. The results of the Postal Ballot were announced vide our letter dated June 27, 2025.

You are requested to take the above information on record.

Thanking you,

Yours truly,

For Route Mobile Limited

Tejas Shah**Company Secretary & Compliance Officer****ICSI Membership No.: A34829**

Encl: as above

MINUTES OF THE RESOLUTIONS PASSED BY WAY OF POSTAL BALLOT BY REMOTE E-VOTING PROCESS BY MEMBERS OF ROUTE MOBILE LIMITED ("THE COMPANY") ON JUNE 27, 2025, RESULTS OF WHICH WERE DECLARED ON JUNE 27, 2025.

The Board of Directors ("Board") of the Company vide circular resolution passed on May 21, 2025 approved the proposal to conduct a Postal Ballot pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ("Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), each as amended and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 (read with other relevant circulars issued by the MCA) and, 09/2024 dated 19th September, 2024 ("MCA Circulars"), to seek approval of the Members for the following ordinary resolution:

1. Appointment of Mr. Jan Van Acoleyen (DIN: 11039188), as Director (Non-Executive Non-Independent).

The Board appointed Mr. Dhruvil M. Shah (Membership No. F8021, Certificate of Practice No.: 8978), Partner of M/s. Dhruvil M. Shah & Co. LLP, Practicing Company Secretaries, and in his absence Mr. Dhiraj Ravindra Palav (Membership No.: A61639, Certificate of Practice No.: 26159), Partner of M/s. Dhruvil M. Shah & Co. LLP, Practicing Company Secretaries as the 'Scrutinizer' for conducting the Postal Ballot only through the e-voting process in a fair and transparent manner. The e-voting facility to Members was provided through National Securities Depository Limited ("NSDL"). The e-voting period commenced at 9:00 A.M. (IST), Thursday, May 29, 2025 and ended at 5:00 P.M. (IST), Friday, June 27, 2025. A newspaper advertisement (*w.r.t* completion of despatch) as required under the Companies Act, 2013 was published in Business Standard, English (all editions) and Mumbai Lakshadeep, Marathi language, on Wednesday, May 28, 2025.

The requirement of sending physical copy of the Postal Ballot Notice and Postal Ballot Form had been dispensed with under the aforesaid MCA Circulars. The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on June 27, 2025.

Summary of the Scrutinizer's Report is as under:

1. The Postal Ballot Notice together with explanatory statement, dated May 21, 2025, was sent only through email, to those Members whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by Depositories as on

Cut-off Date i.e., May 23, 2025 (and whose e-mail addresses were registered with the Depository Participant(s) / Registrar and Transfer Agent on the said date.

2. The remote e-voting period commenced on Thursday, May 29, 2025 9:00 A.M. [IST] and ended on Friday, June 27, 2025. 5:00 P.M. [IST], both days inclusive.
3. Votes cast through electronic means were unblocked on Friday, June 27, 2025 at 5:03 P.M. after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.
4. Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper does not arise.

M/s. Dhruvil M. Shah & Co. LLP, Practicing Company Secretaries, the Scrutinizer had carried out the scrutiny of all the votes polled electronically up to 5:00 p.m. on Friday, June 27, 2025 and had submitted his report on June 27, 2025. [Scrutinizer Report attached marked as “**Annexure I**” to these minutes].

The details of ordinary resolution are as under:

1. Appointment of Mr. Jan Van Acoleyen (DIN: 11039188), as Director (Non-Executive Non-Independent)

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions if any, of the Companies Act, 2013, (“**Act**”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, and in accordance with the ‘articles of association’ of the Company, Mr. Jan Van Acoleyen (DIN: 11039188), who was appointed as an ‘additional director’ (non-executive, non-independent) of the Company by the board of directors of the Company (“**Board**”) at its meeting held on April 16, 2025 pursuant to Section 152, Section 161 and other applicable provisions of the Act and as recommended by the ‘nomination and remuneration committee’ of the Company, and in respect of whom the company has received a notice in writing from a Member under section 160 of the Companies Act, 2013 proposing his candidature for the office of the Director in the Company (“**Director**”), being eligible, be and is hereby appointed as Director (non- executive non-independent) of the Company with effect from April 16, 2025, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any one of the Directors with power to further delegate to or any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The details of voting of the Ordinary Resolution set out in Item No. 1 in the Postal Ballot notice dated May 21, 2025 were as under:

Item No. 1			Appointment of Mr. Jan Van Acoleyen (DIN: 11039188), as Director (Non-Executive Non-Independent)					
Resolution required: Special / Ordinary			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	47158713	47158713	100.0000	47158713	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		47158713	100.0000	47158713	0	100.0000	0.0000
Public Institutions	E-Voting	7849100	7176109	91.4259	7155768	20341	99.7165	0.2835
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		7176109	91.4259	7155768	20341	99.7165	0.2835
Public Non-Institutions	E-Voting	7989769	25661	0.3212	22770	2891	88.7339	11.2661
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		25661	0.3212	22770	2891	88.7339	11.2661
Total		62997582	54360483	86.2898	54337251	23232	99.9573	0.0427

The above Resolution has been passed with requisite majority.

On the basis of the Scrutinizer Report, Mr. Rajdipkumar Gupta, Managing Director of the Company declared the results of the Postal Ballot on June 27, 2025.

As per the voting results, the ordinary resolution set out in the Postal Ballot Notice was duly passed by the Members with requisite majority. In accordance with the Secretarial Standard 2, the resolution shall be deemed to be passed by the members on June 27, 2025.

Entered in the Minutes Book on July 3, 2025

**Certified True Copy
For Route Mobile Limited**

**SD/
Mr. Mark reid
Chairman**

**Tejas Shah
Company Secretary & Compliance
Officer Membership No.: A34829**

Ref: 584/2025-26

SCRUTINIZER'S REPORT

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

To
The Chairman
ROUTE MOBILE LIMITED
CIN: L72900MH2004PLC146323
Sanraj Corporate Park - 4th Dimension, 3rd Floor, Mind Space
Malad (West), Mumbai-400064

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through electronic voting process in respect of passing of the resolution set-out in the postal ballot notice dated May 21, 2025

I, Dhrumil M. Shah, Partner of Dhrumil M. Shah & Co. LLP, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Route Mobile Limited (hereinafter called as "**the Company**"), pursuant to Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the postal ballot notice dated May 21, 2025 ("**Notice**") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being No. 09/2024 dated September 19, 2024 ("**MCA Circulars**") applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**").

The Management of the Company is responsible to ensure compliance with the requirements of:

- (i) the Act and the Rules made thereunder;
- (ii) the MCA Circulars; and
- (iii) the Listing Regulations

The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice. My report is based on verification of data and reports generated from the e-voting system provided by the National Securities Depository Limited ("**NSDL**"), the service provider engaged by the Company to provide e-voting facility to its members.

The Members of the Company holding shares as on the "**cut-off**" date as set out in the Notice i.e. **Friday, May 23, 2025** were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The e-voting commenced on Thursday, May 29, 2025 at 09:00 A.M. (IST) and concluded at 05:00 P.M. (IST) on Friday, June 27, 2025.

The votes cast during the e-voting were unblocked on Friday, June 27, 2025 at 5.03 P.M. after the conclusion of e-voting period for Postal Ballot in the presence of two witnesses who are not in the employment of the Company.

Votes cast by the Members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e. KFin Technologies Limited.

I now submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the report generated by NSDL in respect of the following resolution as under:

SPECIAL BUSINESS:

1. ORDINARY RESOLUTION

Appointment of Mr. Jan Van Acoleyen (DIN: 11039188), as Director (Non-Executive Non-Independent) of the Company

i. Voting "**in favour**" of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
540	5,43,37,251	99.9573

ii. Voting "**against**" the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
48	23,232	0.0427

iii. Invalid Votes

Total number of Members	Total number of invalid votes cast
0	0

Based on the above e-voting results on the aforesaid resolution, the valid votes cast by the members in favour are more than valid votes cast against. Accordingly, you may declare the results of e-voting.

All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Chairman / Managing Director for safe keeping.

For Dhrumil M. Shah & Co. LLP
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 6459/2025

Sd/-

Dhrumil M. Shah
Partner
FCS 8021 | CP 8978
UDIN: F008021G000673598

Place: Mumbai
Date: June 27, 2025

We, the undersigned, have witnessed that the results of postal ballot through e-voting were unblocked and downloaded from the NSDL e-voting service provider's platform in our presence on Friday, June 27, 2025 at 5.03 P.M.

Sd/-

Dhiraj Palav

Sd/-

Krishna Dama

Countersigned by
For Route Mobile Limited

Sd/-

Rajdipkumar Gupta
Managing Director
DIN: 01272947