ROUTE MOBILE LIMITED

Charter of the

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Of the Board of Directors

Board Document Category	Board Governance
Effective Date	June 29, 2026
Approved by	Board of Directors
Next Review Due	Annually, or earlier if required by regulatory amendment
Regulatory Basis	Section 135, Companies Act, 2013; Companies (Corporate Social Responsibility Policy) Rules, 2014; Regulation 34 read with Schedule V, SEBI (LODR) Regulations, 2015.

1. Objectives

The Corporate Social Responsibility Committee ("Committee") is constituted pursuant to and in accordance with the applicable provisions of Section 135 of the Companies Act, 2013 ("Act"), the Companies (Corporate Social Responsibility Policy) Rules, 2014 ("CSR Rules"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time.
The Committee reports to and is accountable to the Board of Directors ("Board") of Route Mobile Limited ("Company").
The Committee helps the Company to be a socially responsible corporate citizen and contribute to the social good by integrating economic and social objectives with the Company's operations and sustainable growth.

The primary objectives of the Committee are to:

- formulate and recommend to the Board a Corporate Social Responsibility Policy ("CSR Policy") indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act and the CSR Rules made thereunder;
- formulate and recommend to the Board an annual CSR action plan in pursuance of the CSR Policy;
- recommend to the Board the amount of expenditure to be incurred on the identified CSR activities;
- implement and monitor the CSR Policy and the projects and programmes undertaken by the Company from time to time; and
- ensure compliance with all applicable laws governing CSR.

2. Composition of the Committee

- The Committee shall have a minimum of three (3) Members at all times, of which at least one (1) shall be an Independent Director.
- The Members of the Committee shall elect a Chairperson from amongst themselves, who shall be an Independent Director.

3. Secretary

The Company Secretary of the Company shall act as Secretary to the Committee Meetings and shall maintain all records, minutes, and correspondence of the Committee.

4. Meetings and Quorum

- The Committee shall meet periodically as and when required.
- The quorum for meetings of the Committee shall be either two (2) Members or one-third (1/3rd) of the Members of the Committee, whichever is higher.
- The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee. On occasions considered necessary, the Committee may also meet without the presence of any executive of the Company.
- The decisions of the Committee may be taken by way of a circular resolution, wherever permitted under applicable law.
- Notice of each meeting, together with the agenda and supporting materials, shall be circulated to all Members of the Committee by the Company Secretary with reasonable advance notice. The agenda shall be prepared in consultation with the Chairperson.

5. Terms of Reference

The Committee shall act and have powers in accordance with the terms of reference, as approved by the Board from time to time and such other items as may be prescribed by applicable laws, which shall include the following:

1. To formulate and recommend to the Board a Corporate Social Responsibility Policy ("CSR Policy") which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and the rules made thereunder, and to review the same from time to time.
2. To formulate and recommend to the Board an annual action plan in pursuance of the CSR Policy, specifying: (a) the list of CSR projects or programmes to be undertaken; (b) the manner of execution of such projects or programmes; (c) the modalities of utilisation of funds and implementation schedules; (d) the monitoring and reporting mechanism; and (e) the details of need and impact assessment, if any.
3. To recommend to the Board the amount of expenditure to be incurred on CSR activities for each financial year, in accordance with the provisions of Section 135 of the Act and the CSR Rules.
4. To recommend extension of the duration of existing projects and classify them as ongoing projects or projects other than ongoing projects, as the case may be.
5. To consider and recommend to the Board the appointment of an agency or consultant for carrying out impact assessment for CSR projects, as applicable.
6. To review and monitor all CSR projects and impact assessment reports.
7. To review the CSR annual action plan and recommend any modification(s) thereto to the Board for approval during the financial year, as and when required.
8. To coordinate with any registered trust, society, Section 8 company, or other eligible implementing agency engaged for implementation of CSR activities, and to review the performance of such agencies periodically.
9. To oversee the process of joint CSR activities in case of collaboration with other companies and to ensure that the Company is able to meet its reporting obligations in this regard.
10. To formulate a necessary monitoring mechanism to enable the Board to satisfy itself that the funds disbursed for CSR activities have been utilised for the purposes and in the manner as approved by it.
11. To ensure that the unspent CSR funds, if any, are transferred to the Unspent CSR Account and subsequently utilised or transferred to the Fund specified in Schedule VII of the Act, within the timelines prescribed under applicable law.

12. To submit an annual report on CSR activities to the Board, for approval and disclosure in the Annual Report of the Company in accordance with the CSR Rules.
13. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment, or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

6. Reporting

The Chairperson of the Committee shall brief the Board on major matters discussed and decisions taken after each meeting. The Committee shall report on its activities and summarise any recommendations at the subsequent Board meeting.

7. Minutes

The Company Secretary will maintain minutes of meetings of the Committee, which will be submitted to the Board at its subsequent meeting, for noting.

8. Review of Charter

The adequacy of this Charter shall be reviewed and re-assessed by the Committee, as and when required, and appropriate recommendations shall be made to the Board to update the same based on the changes that may be brought about to the regulatory framework, applicable laws, or policy changes, from time to time.

In the event of any conflict between the provisions of this Charter and applicable law, the provisions of applicable law shall prevail. Any subsequent amendment or modification to applicable law shall automatically apply to this Charter.