

Ref No: RML/2020-21/04

Date: October 1, 2020

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Scrip Code: 543228

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051
NSE Symbol: ROUTE

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 (4) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

We wish to inform you that the Company had entered into a Business Transfer Agreement ('BTA') on June 15, 2020 with TeleDNA Communications Private Limited ('TDNA'), Bengaluru, India for acquisition of primarily intellectual property ('software') and its associated identified customer contracts ('business'), on a slump sale basis. The Company has subsequently signed an amendment agreement to the BTA on October 1, 2020 and has completed the acquisition. In this regard, the disclosure in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 is given in the Annexure 1.

We request you to take the information on record.

Thanking you,
Yours faithfully,
For Route Mobile Limited



Rathindra Das
Head Legal, Company Secretary & Compliance Officer



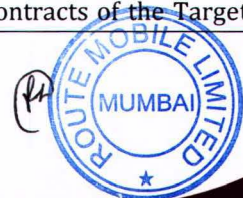
Annexure 1

The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are given below:

Sr. No.	Items for Disclosure	Description
1	Name of the target entity, details in brief such as size, turnover etc.	<p>TeleDNA Communications Private Limited ("TDNA") ("Target Entity") - Acquisition of primarily intellectual property ('software') and its associated identified customer contracts ('business'), on a slump sale basis.</p> <p>Since this is an acquisition through Slump Sale, we understand that details in brief such as size, turnover etc. of Target Entity are not required to be disclosed.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms' length"	<p>Not Applicable.</p> <p><i>As an abundant caution, disclosure is being made that one of Group companies of Route Mobile Limited viz. 365squared Ltd (Step-down Wholly Owned subsidiary of Route Mobile Limited) is an existing customer of the Target entity i.e. TeleDNA Communications Private Limited.</i></p>
3	Industry to which the entity being acquired belongs	Target Entity is in the business of providing firewall services, SMSC/MMSC services and managed services,
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Target Entity predominantly operates in telecom middleware and has developed telecom solutions including SMSC, MMSC, WAP (Wireless Application Protocol) Gateway, USSD (Unstructured Supplementary Service Data), LBA (Location Based Application), CBC (Cell Broadcast Centre), and Alert SMSC, and has a number of telecom operators as clients. This strategic acquisition will enable Route Mobile Limited and 365squared Ltd (Step-down the wholly owned subsidiary of the Company) to offer a deeper and comprehensive portfolio of products to the telecom operators, thereby fortifying Route Mobile's relationship with MNOs (Mobile Network Operators).



5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable.
6	Indicative time period for completion of the acquisition;	The Company had entered into a Business Transfer Agreement ('BTA') on June 15, 2020 with the TeleDNA Communications Private Limited, for acquisition of primarily intellectual property ('software') and its associated identified customer contracts ('business'), on a slump sale basis. Further the Company has subsequently signed an amendment agreement to the BTA on October 1, 2020 for the completion of the acquisition. The Closing Date for this transaction is October 1, 2020.
7	Nature of consideration - whether cash consideration or share swap and details of the same	Lumpsum purchase consideration of Rs. 12 Crores (Rupees Twelve Crores Only) plus taxes, as applicable is paid in cash for acquiring the intellectual property and its related customer contracts of the Target Entity.
8	Cost of acquisition or the price at which the shares are acquired;	Lumpsum purchase consideration of Rs. 12 Crores (Rupees Twelve Crores Only) plus taxes, as applicable is paid in cash for acquiring the intellectual property and its related customer contracts of the Target Entity.
9	Percentage of shareholding / control acquired and / or number of shares acquired	No shares of the Target Company have been acquired. Primarily IPRs and Customer Contracts, as discussed above, are acquired.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information.	<ul style="list-style-type: none"> Target Company predominantly operates in telecom middleware and has developed telecom solutions including SMSC, MMSC, WAP (Wireless Application Protocol) Gateway, USSD (Unstructured Supplementary Service Data), LBA (Location Based Application), CBC (Cell Broadcast Centre), and Alert SMSC, and has a number of telecom operators as clients. However, the present acquisition largely constitutes acquisition of the intellectual property and its related customer contracts of the Target



		<p>Entity on a slump sale basis and no equity shares are purchased.</p> <ul style="list-style-type: none">• Route Mobile has acquired TDNA's contracts with customers in the Telecom industry (Telecom Network Operators) and also acquired the intellectual property ('software) required to render the solutions and services under these contracts. The acquired contracts are with customers in India and other parts of the world.• Since this is an acquisition through Slump Sale, we understand that the date of incorporation, last three years' turnover and geographical presence of Target Entity are not required to be disclosed.
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