

Ref No: RML/2022-23/227

Date: June 28, 2022

To

BSE Limited

Scrip Code: 543228

National Stock Exchange of India Limited

NSE Symbol: ROUTE

Dear Sir / Madam,

Subject: Outcome of Board Meeting held on June 28, 2022

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Further to our intimation dated June 23, 2022 and in terms of Regulation 30 of the SEBI Listing Regulations read with circular issued by SEBI bearing number CIR/CFD/CMD/4/2015 dated September 09, 2015 and other applicable provisions of law, we wish to inform that the Board of Directors of Route Mobile Limited ("**Company**") at its meeting held today i.e. on June 28, 2022 has *inter-alia*:

1. Approved the buyback by the Company of its fully paid-up equity shares having face value of INR 10/- (Indian Rupees Ten only) each ("**Equity Shares**") at a price not exceeding INR 1,700 (Indian Rupees One Thousand Seven Hundred only) per Equity Share ("**Maximum Buyback Price**") and for an aggregate amount not exceeding INR 120,00,00,000 (Indian Rupees One Hundred Twenty Crores only) ("**Maximum Buyback Size**"), 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 exchanges mechanism, in accordance with the provisions under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 ("**Buyback Regulations**"), as amended and the Companies Act, 2013, as amended, and other applicable provisions (the process hereinafter referred to as the "**Buyback**").

At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 705,882 ("**Maximum Buyback Shares**") which is 1.12% of the total number of paid-up Equity Shares of the Company. If the equity shares are bought back at a price below the Maximum Buyback Price, the actual number of equity shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the Buyback shall not exceed the Maximum Buyback Size, which represents 9.95% and 7.31% of the aggregate of the total paid-up equity share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company as on March 31, 2022, respectively and is within the statutory limit of 10% of the aggregate of the fully paid-up equity share capital and free reserves of the Company under the board approval route under the Section 68(2)(b) of the Companies Act, 2013 and pursuant to the proviso to Regulation 5 (i) (b) of Buyback Regulations.



Maximum Buyback Size shall not include any other expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors' fees, stock exchange fee for usage of their platform for Buyback, brokerage, applicable taxes such as buyback tax, securities transaction tax, Goods and Services Tax, stamp duty, etc., public announcement publication expenses and other incidental and related expenses.

Unless otherwise permitted under applicable law, the Company shall utilize at least 50% of the Maximum Buyback Size i.e., INR 60,00,00,000 (Indian Rupees Sixty Crores only) ("**Minimum Buyback Size**") towards the Buyback and accordingly, based on the Maximum Buyback Price and Minimum Buyback Size, the Company will purchase an indicative minimum number of 352,942 Equity Shares.

2. Approved the formation of a Buyback Committee and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.
3. Approved the appointment of Mr. Rathindra Das, Group Head Legal, Company Secretary & Compliance Officer as the Compliance Officer for the Buyback.

The pre Buyback shareholding pattern of the Company is enclosed as **Annexure A**.

The above information will also be made available on the website of the Company www.routemobile.com.

The public announcement setting out the process, timelines, and other requisite details will be released in due course in accordance with the Buyback Regulations.

The Board Meeting commenced at 4.00 p.m. (IST) and concluded at 7.00 p.m. (IST).

Thanking you

Yours faithfully,
For Route Mobile Limited



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

Encl: a/a

Annexure A

The shareholding pattern of the Company as on June 24,2022 (pre-Buyback) is summarized below:

Category	Pre Buyback	
	No. of Equity Shares	% of Equity Shares
<i>Promoter and promoter group</i>	3,77,14,286	59.82
<i>Institutions</i>		
Mutual Funds/	24,20,018	3.84
Alternate Investment Funds	20,46,619	3.25
Foreign Portfolio Investors	1,26,87,559	20.13
Financial Institutions/ Banks	0	0
Other Qualified Institutional Buyer	27,900	0.04
Central Government/ State Government(s)/ President of India	0	0
<i>Non-Institutions</i>		
Individuals	74,70,223	11.85
<i>Any Other (specify)</i>		
Trusts	159	0
Non-Resident Indian (NRI)	3,14,686	0.50
Clearing Members	89,604	0.14
Bodies Corporate	2,64,694	0.42
Foreign Nationals	7,840	0.01
Total	6,30,43,588	100.00

