

Ref No: RML/2024-25/551

Date: January 28, 2025

To,

BSE Limited
Scrip Code: 543228

National Stock Exchange of India Limited
Symbol: ROUTE

Dear Sir/Madam,

Sub: Modification to the Trust Deed

Pursuant to Regulation 3(3) of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, this is to inform you that the Board of Directors of the Company at its meeting held today i.e., January 28, 2025 has approved the amendment to the Route Mobile Employee Welfare Trust.

Accordingly, we are enclosing herewith the copy of the amended deed.

You are requested to take the above information on record.

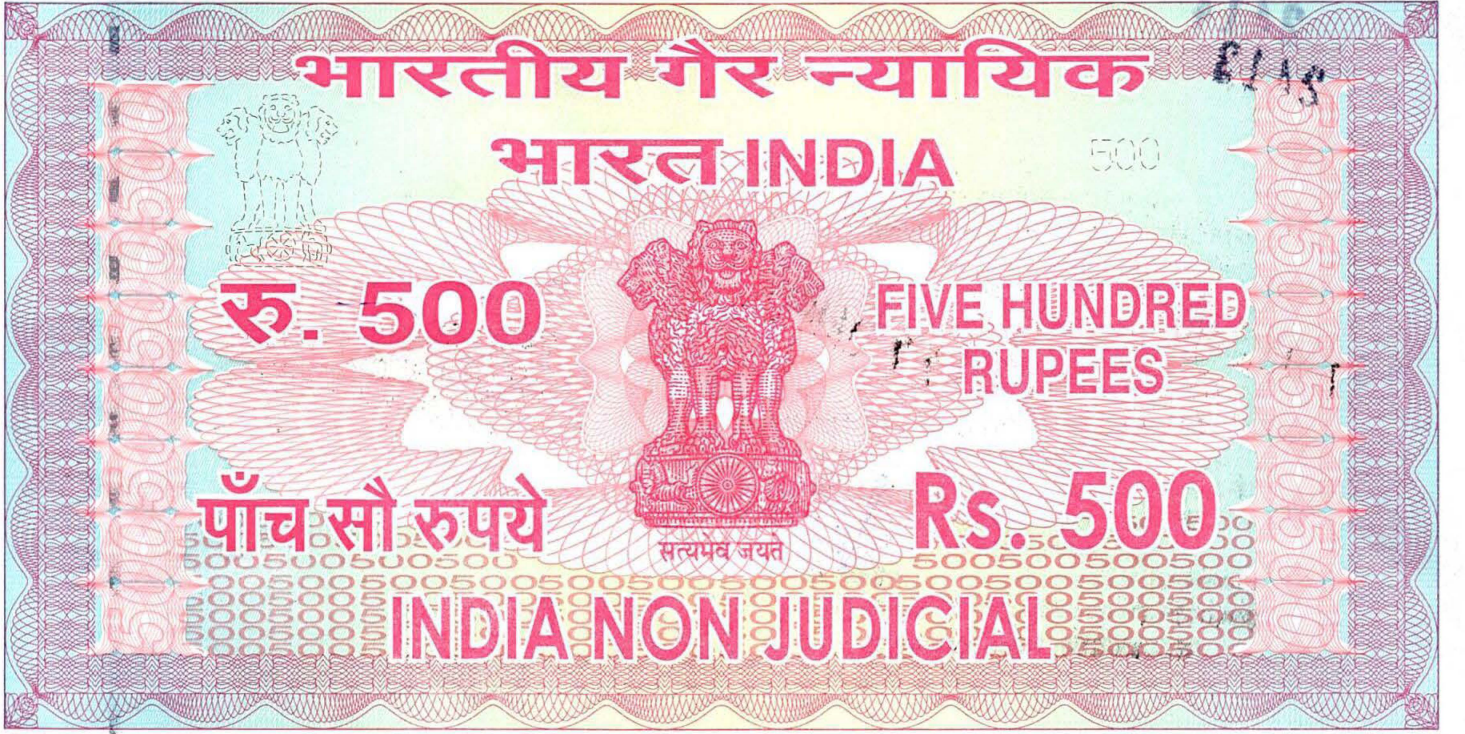
Thanking you,

Yours truly,

For Route Mobile Limited

Rathindra Das
Group Head- Legal, Company Secretary & Compliance Officer
Membership No: F12663

Encl.: As above



महाराष्ट्र MAHARASHTRA

2024

CZ 565126

प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.वि.क्र. ८०००००७
21 JAN 2025
सक्षम अधिकारी S

श्रीमती संगिता जाधव

THIRD DEED OF VARIATION

THIS THIRD DEED OF VARIATION TO ROUTE MOBILE EMPLOYEE WELFARE TRUST DEED made at Mumbai, India this 28th day of January, 2025 (hereinafter to as the "Third Deed of Variation").

By

- 1) Route Mobile Limited, a company incorporated under the Companies Act, 1956 and having its registered office at SanRaj Corporate Park – 4th Dimension, 3rd Floor, Mindspace, New Link Road, Malad (West), Mumbai-400064 (hereinafter referred to as the "**Settlor**", which expression shall, unless repugnant to the context or meaning hereof, be deemed to include its successors and assigns) of the **ONE PART**,

And

- 2) Ms Sushma Gedam D/O Mr. Ramdas Gedam, R/O 102, Bld. No. 3A, Shalibhadra Nagar, B P Road, Bhayander (East), Thane 401105, of Indian Nationality

(Signature)
Sushma Gedam
Ramdas Gedam

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(Signature)

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मा.स.पत्र-१/Annexure-I

फक्त प्रतिज्ञापत्रासाठी/Only for Affidavit

मुद्रांक विक्री नोंद वही अनु. क्रमांक/दिनांक

Sales Register Serial No/Date:

मुद्रांक क्रमांक/पत्राच्या नंवा व रहिवाशी पत्ता व सही

Stamp Purchaser's Name/Place of

Residence & Signature

श्री राजन अश्वपत्त शिंदे परवानाधारक मुद्रांक विक्रेता

परवाना क्रमांक एस्.एस.व्ही.-८०००००९

जी-३, हेमु क्लासिक इमारत, अल्फा विहार हॉटेलच्या बाजूला

एल.आय.सी. कार्यालयाच्या मागे, एस.व्ही. रोड

मालाड (पश्चिम), मुंबई-४०००६५

क्या कारणासाठी ज्यांनी मुद्रांक खरेदी केला त्यांच्या त्याच कारणासाठी

मुद्रांक खरेदी करण्यापासून ६ महिन्यात वापरणे बंधनकारक आहे

Tel: 28807359 / Mob.: 9820141066

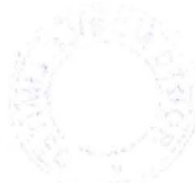


Route Mobile Limited
3rd Floor, 4th Dimension,
MindSpace, Malad West,
Mumbai, Maharashtra - 400064

27 JAN 2025

27 JAN 2025

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महाराष्ट्र MAHARASHTRA

2024

CZ 565127

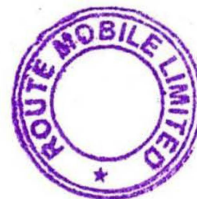
प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.वि.क्र. ८०००००७
21 JAN 2025
सक्षम अधिकारी

श्रीमती संगिता जाधव

- 3) Mr. Rakeshkumar Nayak S/O Mr. Raghavendra Nayak, R/O D-13, Matru Krupa Kunj, Behind Ambaji Temple, Carter Rd — 3, Borivali (E), Mumbai 400 066, of Indian Nationality
- 4) Mr Vinay Binyala S/O Mr. Pramod Binyala, 1201 Rustomjee Adarsh Residency, Adarsh Complex, Off. Marve Road, Malad West, Mumbai - 400064, of Indian Nationality.
- 5) Mr. Gaurav Jhunjhunwala S/O Mr. Deendayal Jhunjhunwala, B/406, Dharti Residency, 150 Feet Road, Bhayander (West), Thane 401101, of Indian Nationality; and

(hereinafter referred to as the "Trustees") of the **OTHER PART**.

The Settlor and the Trustees are hereinafter individually referred to as "Party" and collectively as "Parties".



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अनुसूची-9/Annexure-I

फक्त प्रतिज्ञापत्रसाठी/Only for Affidavit

मुद्रांक विक्री नोंद वही अनु. क्रमांक/दिनांक
Sales Register Serial No/Date

मुद्रांक विक्रेत्याचे नाव व रहिवाशी पत्ता व सही
Stamp Purchaser's Name/Place of
Residence & Signature

श्री राजेंद्र गणपत शिंदे परवानाधारक मुद्रांक विक्रेता

परवाना क्रमांक एल.एस.व्ही.-८००००७

जी-३, हेतु वहासिक इमारत, अल्का विहार हॉटेलचा बाजूला

एल.आय.सी. कार्यालयाच्या मागे, एस.व्ही.रोड

मालाड (पश्चिम), मुंबई-४०००६५

ज्या वारणासाठी ज्यांनी मुद्रांक खरेदी केला त्यांच्या वारणासाठी

मुद्रांक खरेदी करतानाच ६ महिन्यात वापरणे बंधनकारक आहे

Tel.: 28807359 / Mob.: 9820141066



Route Mobile Limited
3rd Floor, 4th Dimension,
MindSpace, Malad West,
Mumbai, Maharashtra - 400064

27 JAN 2025

Shinde



महाराष्ट्र MAHARASHTRA

2024

CZ 565128

प्रधान मुद्रांक कार्यालय, मुंबई
प.मु.वि.क्र. ८०००००७
21 JAN 2025
सक्षम अधिकारी

श्रीमती संगिता जाधव

WHEREAS:

- 1) By a deed of trust dated December 07, 2017 (hereinafter referred to as the "Original Deed"), Route Mobile Limited, established Route Mobile Employee Welfare Trust ("Trust") in order to promote the welfare of employees by providing employees an opportunity to participate in the growth or prosperity of the Settlor through issue of shares or other securities or warrants which would entitle such employees to apply for shares of the company through the Settlor's Route Mobile Limited Employee Stock Option Plan 2017.
- 2) The Original Deed was first amended vide the First Deed of Variation dated February 05, 2021, to record the change in the composition of trustees of the Trust. The Original Deed was amended the second time vide the Second Deed of Variation dated September 14, 2021, to record the amendment in Recital B and in Clause 19 of the Original Deed.
- 3) The Board of Trustees now propose, and as nominated by the Settlor, the appointment of Mr. Gaurav Jhunjhunwala aged about 34 years, Indian resident, residing at B/406, Dharti Residency, 150 Feet Road, Bhayander (West), Thane 401101 as a member of the Board of Trustees and accept the resignation of Mr. Pratik Rohit Joshi from the said Trust by way of this Third deed of variation.

(Handwritten mark)

(Handwritten signature: Gaurav Jhunjhunwala)



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जोड़पत्र-१/Annexure-1

फक्त प्रतिज्ञापत्रासाठी/Only for Affidavit

मुद्रांक विक्री नोंद वही अनु. क्रमांक/दिनांक

Sales Register Serial No/Date:

मुद्रांक विक्री घेणाऱ्याचे नांव व रहिवाशी पत्ता व सही

Stamp Purchaser's Name/Place of

Residence & Signature

श्री राजन गणपत शिंदे परवानाधारक मुद्रांक विक्रेता

परवाना क्रमांक एल.एस.व्ही.-८०००००७

जी-३, हेमू क्लासिक इमारत, अल्का विहार हॉटेलाच्या बाजूला

एल.आय.सी. कार्यालयाच्या मागे, एस व्ही रोड,

मालाड (पश्चिम), मुंबई-४०००५५

ज्या कारणासाठी ज्यांनी मुद्रांक खरेदी केला त्यांच्यावद्दल कारणासाठी

मुद्रांक खरेदी केल्यापासून ६ महिन्यात वापरणे बंधनकारक आहे

Tel.: 28807359 / Mob.: 9820141066



Route Mobile Limited
3rd Floor, 4th Dimension,
Mindspace, Malad West,
Mumbai, Maharashtra - 400064

27 JAN 2025

27 JAN 2025

- 4) In view of the updation of the Registered office address of the Settlor, the Board of Trustees now proposes to update the address of the Registered Office of the Trust to SanRaj Corporate Park – 4th Dimension, 3rd Floor, Mindspace, New Link Road, Malad (West), Mumbai-400064.
- 5) Pursuant to the terms of Clause 3, 10 & 23 of the Original Deed, and the resolution dated January 28th, 2025 of the Board of Trustees, the Board of Trustees has accorded its approval for the amending the Deed. The Board of Trustees is now desirous of entering into this Third deed of variation to effect the amendments in the Original Deed.

NOW ACCORDINGLY, THIS THIRD DEED OF VARIATION HEREBY WITNESSES AS FOLLOWS:

1) DEFINITIONS

All capitalized terms used but not defined herein shall have the same meaning as provided respectively in the Original Deed, unless specified otherwise. Other capitalized terms used in this Third Deed of Variation shall have such meaning given under this Third Deed of Variation.

2) AMENDMENTS

- a) The names of the Trustees stated in the Original Deed shall stand modified as follow:
 - i) Ms. Sushma Gedam
 - ii) Mr. Rakeshkumar Nayak
 - iii) Mr. Vinay Binyala
 - iv) Mr. Gaurav Jhunjunwala
- b) The Registered Office of the Trust shall stand modified as follow:
SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, New Link Road, Malad (West), Mumbai 400 064.

3) MISCELLANEOUS

a) Governing Law and Jurisdiction

This Third Deed of Variation and any obligations arising out of or in connection with this Third Deed of Variation shall be governed by and constructed in accordance with Indian law and the courts and tribunals of Mumbai, shall have non-exclusive jurisdiction.

b) Supersession

- i) In the event of any discrepancy, inconsistency or contradiction in terms of the Original Deed, First Deed of Variation, Second Deed of Variation and those contained in this Third Deed of Variation, the terms of this Third Deed of Variation shall override and supersede the terms of the Original Deed to the extent of such contradiction, inconsistency and contradiction.
- ii) This Third Deed of Variation is supplemental to the Original Deed and shall form an integral part of the Original Deed, which shall continue to have effect, and be of binding nature in accordance with its terms, as supplemented and/or modified hereby.

SIGNATURE PAGE TO FOLLOW



Sushma Gedam

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IN WITNESS WHEREOF the Settlor has caused this Third Deed of Variation to be executed the day and year first hereinabove written.

SIGNED AND DELIVERED:

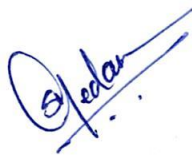
By Route Mobile Limited, being the Settlor



Name: Rajdipkumar Gupta
Designation: Managing Director

By the Trustees

1. Ms Sushma Gedam



2. Mr Rakeskumar Nayak



3. Mr Vinay Binyala



4. Mr. Gaurav Jhunhunwala



In the Presence of:

1. KAJAL JAIN



2. MITESH PATEL

