

Ref No: RML/2021-22/74

Date: May 10, 2021

To,

**BSE Limited**

**Script Code: 543228**

**National Stock Exchange of India Limited**

**NSE Symbol: ROUTE**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2021**

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report for the financial year 2020-'21.

The above document is also available on the Company's website at [www.routemobile.com](http://www.routemobile.com).

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

**For Route Mobile Limited**

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**Rathindra Das**

**Head Legal, Company Secretary & Compliance Officer**

**Encl:** as above



**SECRETARIAL COMPLIANCE REPORT OF  
ROUTE MOBILE LIMITED**

(For the year ended March 31, 2021)

Ref. no. 98/2021-22

To,

**Route Mobile Limited**

CIN: U72900MH2004PLC146323

4<sup>th</sup> Dimension, 3<sup>rd</sup> Floor, Mind Space,  
Malad (West), Mumbai 400064

I, **Dhrumil M Shah**, have examined:

- (a) all the documents and records made available to us and explanation provided by **Route Mobile Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) other documents/ filings which were relevant and relied upon to issue this certification,

for the year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; *Not applicable to the Company during the period under review;*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



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- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *Not applicable to the Company during the period under review;*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *Not applicable to the Company during the period under review;*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;  
and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
<i>Nil</i>			

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
<i>Nil</i>				

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended ...	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
<i>Not applicable</i>				





I further report that, there was no event of appointment/re-appointment/resignation of statutory auditor of the Company during the review period. In this regard, I report that the Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For Dhrumil M Shah & Co.  
UDIN: F008021C000260086



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Dhrumil M Shah  
Practising Company Secretary  
FCS No. 8021 & C.P. No. 8978



Place: Mumbai  
Date: May 8, 2021