routemobile
communication simplified

Registered & Corporate Office:
Route Mobile Limited
SanRaj Corporate Park - 4th Dimension, 3rd floor,
Mind Space, Malad (West), Mumbai - 400 064, India
+91 22 4033 7676/77-99 | Fax: +91 22 4033 7650
info@routemobile.com | www.routemobile.com
CIN No: L72900MH2004PLC146323

Ref No: RML/2026-27/703

Date: August 10, 2026

To,

BSE Limited
Scrip Code: 543228

National Stock Exchange of India Limited
Symbol: ROUTE

Sub: Annual Report for the Financial Year 2025-26 and Notice convening the 22nd Annual General Meeting of the Company.

Dear Sir/Madam,

With reference to our letter dated July 23, 2026 (Ref No.: RML/2026-27/691) informing that the 22nd Annual General Meeting of Route Mobile Limited ("the Company") is scheduled to be held on Wednesday, September 02, 2026 at 3:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ('OAVM"), in accordance with relevant circulars issued by the Ministry of Corporate Affairs.

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please find enclosed herewith the Annual Report of the Company along with Notice convening the 22nd Annual General Meeting and other statutory reports for the Financial Year 2025-26, which is being sent through electronic mode to all those shareholders of the Company whose email ids are registered with the Company and/or Depository Participant(s). Further, in accordance with the Regulation 36(1)(b) of the SEBI Listing Regulations, the Company has initiated sending a letter to the shareholders whose e-mail addresses are not registered with the Company/RTA/DPs, providing a web-link from where the Annual Report can be accessed on the website of the Company.

The Notice of AGM along with the Annual Report for the Financial Year 2025-26 is also available on the Company's website at https://routemobile.com/compliance/2026/Annual-Report-2026.pdf.

We request you to kindly take the above information on record for the purpose of dissemination to the shareholders.

Thanking you,

Yours truly,
For **Route Mobile Limited**

Tejas Devendra Shah

Digitally signed by Tejas Devendra Shah
Date: 2026.08.10 19:07:23 +05'30'

Tejas Shah
Company Secretary & Compliance Officer
ICSI Membership No: A34829

Encl: as above

Annual Report 2025-26

routemobile
communication simplified

Powering the Future of Digital Engagement

Intelligent. Trusted. Scalable.

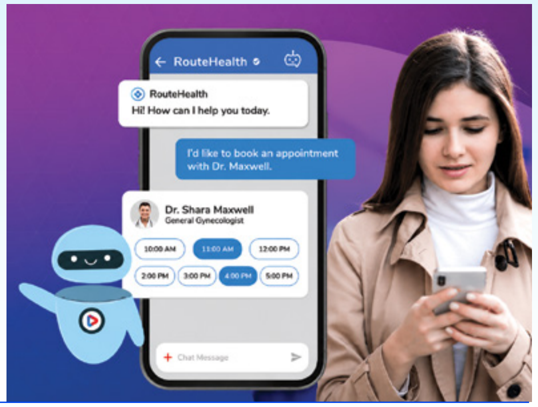
FY 25-26 key highlights

INR 44,082 Mn
Revenue

INR 3,526 Mn
Annual new product revenue
(11% Y-o-Y growth)

174.9 Bn
Billable transactions

3,100+
Clients served



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What's **inside**

Powering the Future of **Digital Engagement**

Intelligent

Trusted

Scalable

The next era of digital engagement will be defined by conversations that are smarter, more secure and effortlessly scalable. As customer expectations evolve and enterprise communications become increasingly AI-driven, businesses need partners that can deliver innovation without compromising trust or performance. Throughout FY 25-26, we expanded our capabilities to meet this opportunity, laying the foundation for the next phase of growth.

The convergence of intelligence, trust and scale defines our next chapter. Together, these strengths are transforming how enterprises connect with customers, turning every interaction into an opportunity to build stronger relationships, unlock new value and shape what's next in communications.

Intelligent

We are embedding AI across our platforms to make customer interactions more contextual, responsive and outcome driven. With capabilities spanning conversational AI, intelligent chatbots, omnichannel orchestration and campaign analytics, we are helping enterprises move beyond simple communication to deliver smarter, more personalized customer journeys.

Trusted

Trust remains the foundation of every interaction. Built on secure infrastructure, strong carrier relationships, regulatory expertise and enterprise-grade reliability, our platform helps businesses deliver communications that are dependable, compliant and secure. We have expanded our capabilities in secure identity verification and Network APIs, helping enterprises authenticate users, reduce fraud and strengthen trust across the entire customer lifecycle.

Scalable

Our global infrastructure, extensive carrier connectivity and full-stack Communications Platform as a Service (CPaaS) platform allow enterprises to expand seamlessly across markets while delivering consistent experiences at scale. Backed by the combined strengths of BICS and Telesign, we are equipped to support growing communication needs across industries and geographies. This scale enables our customers to move beyond standalone messaging towards integrated, multi-channel engagement models that grow alongside their business.

Shaping Route Mobile's **next chapter**

FY 25-26 represented an important inflection point for Route Mobile. As enterprise communications rapidly evolved beyond traditional messaging towards AI-enabled, omnichannel engagement, we accelerated our transformation into a full-stack CPaaS provider. Today, as part of Proximus Global, we combine cloud communications, digital identity, network intelligence and operator solutions on a unified platform, creating multiple avenues for sustainable growth.

Rather than relying on a single growth driver, we have built a diversified growth playbook founded on five interconnected pillars that together strengthen our competitive position and create long-term value.

Building a stronger foundation

The structural reset witnessed across the global messaging industry has created a healthier platform for long-term profitability. As international A2P SMS volumes moderated and enterprises increasingly adopted higher-value engagement channels, we reshaped our portfolio towards higher-value, higher-margin offerings. This transition has strengthened our revenue margin while creating a more balanced business mix capable of supporting sustainable growth.

We have simultaneously expanded our platform beyond traditional connectivity to offer integrated voice, email, RCS, OTT messaging, conversational AI and digital engagement capabilities through a single omnichannel architecture. This provides enterprises with one platform to seamlessly manage customer interactions across channels.

We are offering

Higher-value business mix with expanding platform capabilities

AI-enabled customer engagement embedded across the platform

Unified omnichannel platform spanning messaging, voice and email

Stronger margin profile supported by premium solutions

Driving growth through two complementary engines

Route Mobile's growth is powered by two distinct yet complementary businesses that address different segments of the communications ecosystem.

Enterprise and OTT

Omnichannel engagement, conversational AI and customer experience solutions

Mobile operators

Firewall, fraud prevention, analytics and network monetization platforms

The first engine is our Enterprise and OTT business, where organizations are increasingly adopting AI-powered omnichannel engagement. Through SMS, RCS, WhatsApp, Viber, enterprise email, voice and conversational AI, businesses can orchestrate personalized customer journeys from a single integration. GenAI capabilities, including intelligent chat, AI voice agents and CRM/ERP/CDP integrations, are becoming integral to the platform, helping enterprises automate engagement while delivering richer customer experiences.

Alongside enterprise growth, we are expanding our Mobile Operator business. Through AI-powered A2P SMS and voice firewalls, intelligent filtering, analytics, SMSC, MMSC and monetization platforms, we help operators secure their networks, combat fraud and generate incremental revenues. Solutions such as 365guard further strengthen operator ecosystems through AI-driven spam and smishing protection while creating recurring managed-service revenues.

Creating differentiation through structural advantages

Beyond communications, we are building a differentiated digital engagement ecosystem centered on AI, identity and network intelligence.

Our Digital Identity and Security portfolio now includes fraud detection, anti-phishing capabilities, silent verification, SIM swap detection and device location verification, leveraging Konera for Network API-enriched solutions. These solutions allow enterprises to authenticate users securely while reducing friction across digital journeys. During FY 25-26, the successful deployment of a Network API-driven silent verification solution for Aakash Education demonstrated the commercial potential of these next-generation capabilities, creating opportunities for wider international adoption.

Innovation is central to our long-term strategy. Today, Route Mobile serves as the innovation engine for Proximus Global, driving the development of next-generation customer engagement solutions for the wider Group. From AI-powered engagement and Network APIs to advanced platform capabilities, innovations conceived and built by our teams are increasingly being deployed across global markets. This positions Route Mobile not only as a technology leader within the Group, but also as a catalyst for shaping the future of intelligent digital engagement worldwide.

Deploying capital to accelerate value creation

We approach capital allocation as a strategic lever for long-term value creation. With a healthy balance sheet, we are well-positioned to invest in opportunities that deepen our competitive advantage while maintaining financial discipline.

The focus is on capability-led bolt-on acquisitions that expand the platform, enhance enterprise solution stickiness and accelerate entry into adjacent growth areas. At the same time, we are committed to meaningfully deploying excess capital in a manner that balances strategic investments with delivering sustained value to shareholders.

A growth model for the future

Route Mobile's growth playbook is built on the belief that the future of enterprise engagement will be defined by intelligence, trust and scale. By combining a diversified communications platform, AI-led innovation, digital identity solutions, deep operator partnerships and the strength of the Proximus Global ecosystem, we have created a business model capable of addressing the next generation of customer engagement needs.

As enterprises increasingly seek unified, secure and AI-powered communication experiences, we are well-positioned to capture this opportunity and deliver sustainable, long-term growth across global markets.

A partnership driving **global innovation**

The alliance between Route Mobile and Proximus Global brings together complementary strengths in CPaaS, global connectivity and digital identity to create a future-ready communications ecosystem. Together, we are empowering enterprises with intelligent, secure and scalable solutions that redefine customer engagement across the world.

60+
Years of combined experience

900+
MNO connections

20
Global offices

174.9 Bn
Annual transactions

About Proximus Global

Proximus Global combines the strengths of Telesign, BICS, and Route Mobile to transform communications and digital identity. Its solutions help businesses create engaging customer experiences with built-in fraud protection across the lifecycle. From voice, messaging, data, 5G and IoT to verification, intelligence and CPaaS, Proximus Global connects, protects and engages everyone, everywhere—reaching more than 5 billion subscribers, securing over 180 billion transactions annually and connecting more than 1,000 destinations.

Proximus Global

Route Mobile

A leading global CPaaS provider, Route Mobile enables enterprises to connect, engage and grow through its integrated communications platform. Its AI-powered solutions, extensive global presence and omnichannel capabilities help businesses deliver seamless digital experiences at scale.

Telesign

Telesign empowers enterprises with advanced digital identity, authentication and fraud prevention solutions that enable secure and trusted digital interactions. Its expanding communications portfolio strengthens Route Mobile's platform by integrating identity, security and engagement into a trusted and seamless customer experience.

BICS

BICS is a global leader in international communications, providing extensive connectivity solutions to operators and enterprises worldwide. Its robust network infrastructure complements Route Mobile's CPaaS capabilities, enhancing global reach, service reliability and operational scale.

The compelling opportunity of Route Mobile's integration within Proximus Global

The integration into Proximus Global has strengthened Route Mobile's competitive advantage by combining its CPaaS expertise with world-class connectivity, digital identity and telecom infrastructure. This unified ecosystem expands our addressable market, enhances global scale and accelerates innovation, while reinforcing focus on high-quality, sustainable growth.

Key benefits

Group-backed platform

As part of Proximus Global, Route Mobile benefits from the strategic direction of the Group's Elevate 2030 agenda, gaining access to shared technology capabilities, global expertise and a unified innovation ecosystem. This enables us to accelerate product development, strengthen our service portfolio and create greater value for customers worldwide.

Enhanced global scale and connectivity

The partnership significantly strengthens Route Mobile's global communications infrastructure through access to an extensive carrier network, operator-grade connectivity and world-class telecom capabilities. This expanded ecosystem enables greater reliability, improved service quality and seamless delivery of communications across international markets.

Expanded growth opportunities

By leveraging Proximus Global's international presence and complementary capabilities, we are well-positioned to deepen our presence in developed markets while addressing emerging opportunities in omnichannel communications, digital identity, network APIs and AI-powered customer engagement. The partnership broadens our addressable market and supports long-term, sustainable expansion.

Accelerating quality-led growth

The combined strengths of Route Mobile and Proximus Global support a strategic shift towards higher-value customer segments and differentiated digital solutions. Backed by AI-driven innovation, portfolio optimization and cross-selling opportunities across the Group, we are strengthening profitability while delivering more intelligent and outcome-focused communications experiences.

Connect. Protect. Engage.

At the heart of Proximus Global lies the Connect–Protect–Engage proposition: a unified approach that spans the entire digital communications value chain. By combining the strengths of BICS, Telesign and Route Mobile, the ecosystem enables enterprises to build seamless connections, secure every interaction and deliver intelligent customer engagement.

Connect

Enables global communications through comprehensive connectivity solutions, delivering voice, messaging, IoT, roaming and cloud communication that bridge telecom infrastructure with modern digital platforms.

Protect

Secures digital experiences with advanced identity verification and fraud prevention, delivering trusted customer authentication that protects businesses and users across every interaction.

Engage

Drives customer engagement through CPaaS messaging, enabling enterprises to connect via A2P messaging, Email, Voice, WhatsApp, RCS and AI chatbots for seamless omnichannel experiences.

Powering intelligent **communications worldwide**

We are a leading global Communications Platform as a Service (CPaaS) provider, enabling enterprises, OTT players and mobile network operators to deliver secure, intelligent and omnichannel communication experiences. Through our AI-powered, full-stack communications platform, we help businesses connect, engage and grow with agility across global markets.

Backed by a resilient global infrastructure, extensive carrier partnerships and a comprehensive portfolio of digital communications solutions, we are redefining enterprise communications through innovation, scalability and trusted connectivity.

280+
Direct mobile network operator (MNO) connects

174.9 Bn
Billable transactions

20+
Data centers (global)

'A' Rated
By reputed ESG rating agency

Why customers choose us

We combine intelligent technology, trusted partnerships and global expertise to help enterprises simplify and scale their communications. Our integrated platform, robust infrastructure and customer-centric approach enable businesses to deliver secure, seamless and personalized experiences across every interaction.

Our differentiators

Market leadership and expertise

With deep domain expertise and a strong global presence, we deliver enterprise-grade communication solutions that address the evolving needs of businesses across industries and geographies.

Omnichannel communications

Our unified CPaaS platform brings together messaging, voice, email and emerging digital channels, enabling seamless customer engagement through a single, integrated ecosystem.

Reliable APIs at scale

Built on resilient, carrier-grade infrastructure, our APIs deliver secure, high-performance communications with the scalability required to support mission-critical enterprise operations.

Customized and plug-and-play solutions

From developer-friendly APIs to enterprise-ready applications, we offer flexible solutions that integrate effortlessly with existing systems and accelerate time to value.

Robust security and compliance

Security is embedded across our platform through stringent governance, global compliance standards and enterprise-grade safeguards, enabling trusted digital interactions.

Vision

To connect the world through mobile technology and we are guided by our:

People
Inspiring our colleagues with equal opportunities to outperform without barriers in an environment that instills ideation and celebrating their success.

Partners
Empowering our clients with future-ready solutions and forging strong relationships with a THINK CUSTOMER approach that allows us to completely understand your business and expectations.

Portfolio
Creating a robust communication stack based on CPaaS fundamentals, coupled with our deep operational excellence, domain knowledge, and analytical capabilities that enable our clients to provide unique and superlative customer experiences.

Mission

- **To simplify communications**
- **To enable seamless delivery of our services**
- **To customize end-user experiences**

Product portfolio

Intelligent solutions. **Lasting connections.**

We deliver a comprehensive portfolio of communication solutions that empowers enterprises to engage customers with greater intelligence, trust and agility. From omnichannel messaging and voice to digital identity, AI-powered engagement and customer experience solutions, our platform is built to power the future of digital engagement at scale.

Our products

- Messaging
- Identity and verification
- Voice
- E-mail
- Bespoke solutions
- Payments

Messaging

Our plug-and-play messaging solutions enable enterprises to create interactive, personalized and secure communication experiences across global markets. Designed for flexibility and scale, they support multilingual, scheduled and compliant messaging to enhance customer engagement.

Solutions

- A2P Messaging
- 2-Way Messaging
- FTEU Short Code
- Route OTP
- Route Connector
- Mail2SMS
- Number Lookup

Enhanced business messaging

We help enterprises transform everyday messaging into intelligent, immersive customer experiences across leading digital channels.

Solutions

- RCS Business Messaging
- WhatsApp Business Platform
- Viber Business Messages
- Google Business Messages
- Acculync®
- Facebook Messenger for Business
- Telegram for Business
- Messenger API for Instagram

Identity and verification

We help enterprises build trusted digital experiences with real-time identity verification and authentication solutions that enhance security while ensuring a seamless user journey.

Solutions

- Brandi5
- Verified Messages
- Verified Calls
- Truecaller Verified Business Identity Solutions

Voice

From customer support to enterprise communications, our Voice solutions are designed to simplify conversations at scale. We enable businesses to connect with customers through secure, flexible and high-quality voice services.

Solutions

- Voice Campaigns
- Virtual Number
- SIP Trunking
- Missed Call
- Click to Call
- Safe Connect
- CCaaS

Contact Center-as-a-Service solution

Our cloud-based Contact Center-as-a-Service (CCaaS) solution enables enterprises to deliver seamless, efficient and personalized customer support through a unified platform. Combining intelligent automation, real-time insights and flexible deployment, it helps businesses enhance service quality while improving operational agility.

Features

- Unified Customer Engagement
- Real-time Intelligence
- Flexible and Scalable Deployment
- Enhanced Agent Productivity
- Seamless Customer Experiences

E-mail

Our e-mail solutions help enterprises deliver secure, personalized and high-impact communications at scale. Powered by SendClean, the platform enables businesses to execute intelligent email campaigns with greater deliverability, actionable insights and seamless integration across customer touchpoints.

Key capabilities

- Hyper-personalized Campaigns
- Reliable and Secure Delivery
- Real-time Analytics
- Seamless Integration
- Scalable Enterprise Platform

Roubot: Conversational AI platform

Roubot is our AI-powered chatbot solution that automates customer conversations across every digital channel enterprise use. By combining self-serve bot building with AI/ML and NLP-driven automation, it helps businesses respond faster, cut cost-per-interaction and deliver seamless, scalable engagement.

Key capabilities

- Omnichannel deployment across WhatsApp, Web Chat and RCS
- Plug-n-play bot builder
- AI/ML and NLP-driven automated conversations
- Omnichannel inbox with seamless live agent handover

OmniCent: Payment as a service

OmniCent is our AI-powered payment solution that simplifies digital collections by enabling instant, secure payments across multiple communication channels. By embedding payment journeys within customer conversations, it helps enterprises enhance convenience, improve conversions and deliver seamless commerce experiences.

Key capabilities

- Omnichannel Payment Experience across SMS, WhatsApp, RCS, and E-mail
- Simplified Checkout
- AI-powered Engagement
- Actionable Insights to Optimize Campaigns and Collections
- Versatile Business Applications

Bespoke solutions

Our Bespoke Solutions help address unique business and regulatory requirements through customized communication workflows. By combining flexibility, secure integrations and compliance-driven capabilities, we help enterprises simplify customer interactions while ensuring greater efficiency and trust.

Key capabilities

- Customized Communication Workflows
- Compliance-driven Engagement
- Seamless CRM Integration
- Secure & Reliable Interactions
- Greater Operational Efficiency

OCEAN: Omnichannel experience automation network

OCEAN is our intelligent omnichannel engagement platform that enables enterprises to orchestrate seamless customer journeys across multiple communication channels from a single interface. By combining automation, analytics and AI-driven insights, it helps businesses deliver personalized, contextual and consistent experiences throughout the customer lifecycle.

Key capabilities

Unified omnichannel engagement
- Consolidates every channel into a single platform
- Covers SMS, RCS, WhatsApp, email, voice and push

Optimized customer journeys
- Automated, personalized engagement flows
- Based on behavior and preferences

Data-driven insights
- Integrated analytics and campaign tracking
- Customer segmentation for better decisions

Enhanced customer experiences
- Seamless, channel-agnostic interactions
- Builds brand loyalty and retention

Efficient management with centralized templates
- Multi-channel support
- Manage template approval

Automated smart conversations
- DIY chatbot builder
- Driven by AI/ML

Easy user account access control
- Multi-number support
- Role-based access

A network **without boundaries**

Our worldwide presence, backed by deep regional expertise and trusted carrier relationships, enables us to deliver consistent, high-quality communications wherever our customers operate.

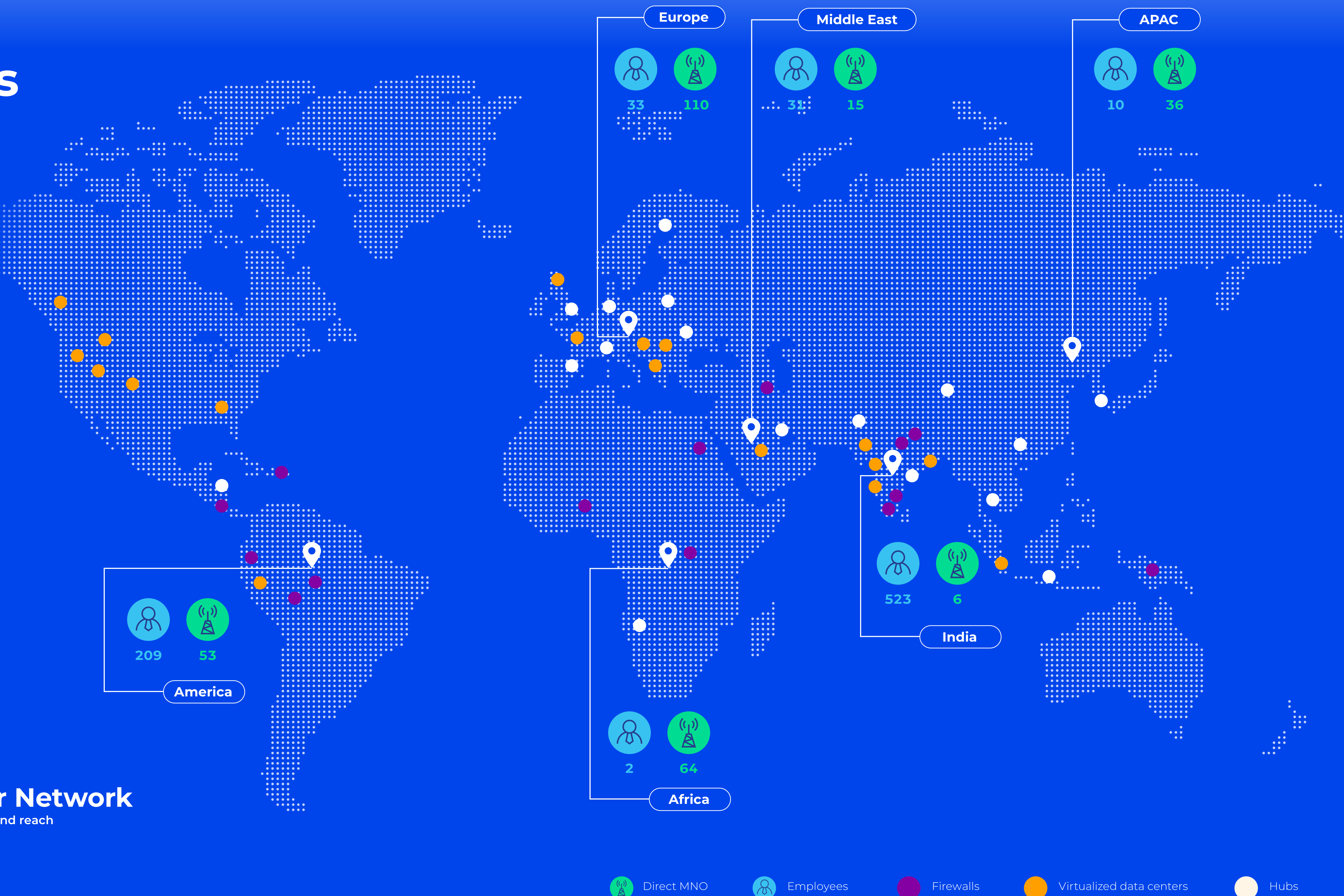
12
Firewalls deployed

20+
Virtualized data centers

18
Hubs

808
Employees

280+ Super Network
Widespread global distribution and reach



Board of **Directors**

Mark James Reid

Chairman & Non-Executive Director (Up to January 22, 2026)

Mark Reid has held the role of Group Financial Lead at Proximus Global since May 2021, reporting directly to the Group CEO, and has also served as ad interim CEO of Proximus Global S.A. He holds an Honors Degree in Aeronautical Engineering from the University of Glasgow and is a Chartered Accountant certified by the Chartered Institute of Management Accountants (CIMA). With more than 20 years of senior financial leadership experience spanning international telecom, digital media and travel, Reid has worked extensively across Switzerland, the UK and the US. Before joining Proximus Global, he spent five years as Chief Financial Officer for the Central European Region at Liberty Global, based in Zurich. Prior to that, he was Deputy CFO at Virgin Media in London, also under the Liberty Global group. Earlier in his career, he held several senior financial roles across the telecom, digital media and travel sectors.

Seckin Arikan

Chairman & Non-Executive Director (w.e.f. January 22, 2026)

Seckin Arikan serves as CEO of Proximus Global and Chairman of Route Mobile. With more than two decades of experience across the global telecom and enterprise industry, Mr. Arikan is known for his commercial acumen, vision, and leadership. He previously served as Chief Operating Officer and Head of Business Unit API at Vonage. Before that, he spent more than 25 years at Ericsson, holding senior executive positions including Head of Customer Unit T-Mobile U.S. and Head of Global Customer Unit MTN. His expertise spans global telecom, wireless, cloud, AI, machine learning, managed services, IT systems integration, mobile financial systems, and network monetization. Having worked extensively across the United States, Europe, the Middle East, and Africa, Mr. Arikan has a proven track record of driving high-performing results, building effective teams, and nurturing strong corporate cultures worldwide. He holds a Bachelor of Science in Industrial Engineering from Istanbul Technical University and has completed executive education programs at leading institutions including Stanford and Wharton.

Rajdipkumar Gupta

Managing Director

Rajdipkumar Gupta is the Managing Director of Route Mobile Limited and the founder of the Company. Since establishing Route Mobile in 2004, he has led its evolution into a leading global Communications Platform as a Service (CPaaS) company, delivering intelligent, trusted and scalable digital engagement solutions to enterprises worldwide. Under his leadership, Route Mobile has expanded its global footprint and diversified its technology portfolio across messaging, voice, email, digital identity, Network APIs and next-generation communication channels, including RCS, WhatsApp and other OTT platforms. Today, the Company serves customers across industries through a strong international presence spanning North America, Latin America, Europe, the Middle East, Africa and Asia-Pacific. With over two decades of experience in software engineering and technology leadership, he has consistently driven innovation, customer-centricity and long-term value creation. He holds a Bachelor's degree in Science (Physics) from the University of Mumbai and a Master's Diploma in Software Engineering from Aptech Computer Education.

Jan Van Acoleyen

Non-Executive Director

Jan Van Acoleyen has served as the Human Capital Lead of the Proximus Group and is a member of its Executive Committee, reporting directly to the President & CEO. He also holds several board positions across the Proximus ecosystem, including Proximus Global, BICS and Telesign, and serves as Chair of BeMobile. In addition, he is an Independent Board Member of SD Worx and Vlaeynatie. With more than three decades of leadership experience in human resources and organizational development, he has held senior roles at Proximus, Barco, Agfa-Gevaert and Alcatel, where he played a key role in shaping people strategies for global technology businesses. His expertise spans talent development, organizational transformation and leadership effectiveness. He holds a Master's degree in Educational Policy & Management Sciences from KU Leuven and an Executive MBA from Antwerp Management School. He has also completed executive programs at London Business School, Stanford University and INSEAD. He is passionate about building high-performing organizations and believes that culture, teamwork and organizational capability are fundamental to sustainable long-term growth.

Anil Kumar Chanana

Independent Director

Anil Chanana is a seasoned finance leader with over four decades of experience. He currently serves as a business consultant in strategy and finance and is a Board Member of several listed and privately held companies across sectors. Previously, he served as the Chief Financial Officer of HCL Technologies Limited, where he worked closely with the Board to shape and execute the Company's strategic priorities. His extensive experience in corporate finance, governance, and business transformation brings valuable perspective to the Board. A Chartered Accountant by profession, he holds a B.Com (Honors) degree from the University of Delhi and has completed the Financial Management Program at the Stanford Graduate School of Business.

Harita Gupta

Independent Director

Harita Gupta is a seasoned global executive with over three decades of leadership experience in technology, digital transformation, business strategy and people leadership. As Head of Global Experience at Sutherland, she drives enterprise-wide transformation across customer success and employee experience, leveraging digital innovation to deliver measurable business impact. Prior to Sutherland, she held senior leadership roles at Microsoft and NIIT Technologies (Coforge), where she played a pivotal role in scaling enterprise services, strengthening customer B2B engagement models and accelerating growth. She is known for championing an inclusive work culture that welcomes individuals from diverse backgrounds, including People with Disabilities, LGBTQ+ members and other marginalized communities. She is an executive leader at NASSCOM and contributes to shaping industry discussions with a focus on the transformative impact of Generative AI, talent and people leadership. She holds a Master's degree from the Indian Institute of Technology, New-Delhi.

Prakash Advani

Independent Director

Prakash Advani is an Independent Director on the Board of Route Mobile Limited and a seasoned business leader with over two decades of international experience across banking, corporate finance and strategy. He has held senior leadership positions with leading financial institutions across Europe, including the Royal Bank of Scotland, Dexia Group and ABN AMRO, where he led strategic transformation, corporate finance, treasury and M&A initiatives. He currently serves as Group CEO of Machiels group of companies active in Environmental, Renewable and port infrastructure activities in Europe and the Americas. A Chartered Accountant and an alumnus of Harvard Business School, he brings extensive expertise in corporate governance, financial oversight and strategic decision-making, with experience spanning Europe, Asia and the Middle East.

Leadership **team**

Sandipkumar Gupta

Director – Finance Route Mobile (UK) Limited (Up to March 31, 2026)

Sandipkumar Gupta serves as Director – Finance at Route Mobile (UK) Limited and previously held the position of Chairman and Non-Executive Director of Route Mobile. As a co-promoter, he has been closely associated with the Company's growth since its founding. A qualified Chartered Accountant and member of the Institute of Chartered Accountants of India, he holds a Bachelor's degree in Commerce from the University of Mumbai and is SAP-certified in Financial and Management Accounting. With more than 21 years of professional experience, he has built deep expertise in finance, audit, business analysis and enterprise technology consulting. Prior to co-founding Route Mobile, he worked with PricewaterhouseCoopers and Covansys (India) Private Limited, where he held leadership roles across finance and consulting.

Rajdipkumar Gupta

Managing Director

Rajdipkumar Gupta is the Managing Director of Route Mobile Limited. As the Company's founder, he has played a pivotal role in shaping its evolution into a leading global cloud communications and technology company. Under his leadership, Route Mobile has emerged as one of the foremost providers of Communications Platform as a Service (CPaaS), delivering innovative solutions across Messaging, Voice, Firewall, Email, RCS, WhatsApp, Viber and IP-based messaging. Today, the Company operates through a strong global footprint spanning more than 16 offices across North America, LATAM, Europe, the Middle East, Africa and the Asia-Pacific region. He holds a Bachelor's degree in Science (Physics) from the University of Mumbai and a Master's Diploma in Software Engineering from Aptech Computer Education. With over two decades of experience in software design and technology, he continues to steer Route Mobile with a clear strategic vision, a passion for innovation and a strong commitment to delivering long-term value for customers worldwide.

Tushar Agnihotri

Chief Executive Officer Appointed as CEO (w.e.f. February 09, 2026)

Tushar Agnihotri serves as the Chief Executive Officer of Route Mobile Limited, where he leads the Company's global business strategy, operations and growth agenda. With over 25 years of experience, including more than 16 years in the telecommunications sector, he has built a strong track record in driving business transformation, customer growth and operational excellence. Prior to joining Route Mobile, he held senior leadership roles at Tata Teleservices (Maharashtra) Limited, Reliance JioInfocom Limited, Reliance Infocomm Limited, Kodak India Limited, Arvind Mills Limited and Blowplast Limited. He holds a Master's degree in Business Management from Bundelkhand University.

Rajeshwar Singh Gill

Group Chief Financial Officer

Raj Gill is a seasoned finance executive with extensive international experience across the telecommunications and technology sectors. As Chief Financial Officer of Route Mobile, he plays a key role in shaping the Company's financial strategy, capital allocation and long-term value creation. Prior to joining Route Mobile, he held senior finance leadership positions at Proximus Opal and Virgin Media O2, where he led strategic finance initiatives and post-merger integration programs. His expertise spans financial planning and analysis, commercial finance, business partnering and transformation, with a strong focus on aligning financial discipline with business growth. Raj holds an Honors degree in Economics from Brunel University London and is a Chartered Accountant certified by the Chartered Institute of Management Accountants (CIMA).

Vinay Binyala

Chief Strategy Officer & Investor Relations Officer

Vinay Binyala serves as the Chief Strategy Officer and Investor Relations Officer at Route Mobile Limited. With over two decades of experience across technology, investment banking and corporate strategy, he is responsible for shaping the Company's strategic agenda and strengthening its engagement with the investment community. He plays a key role in driving strategic initiatives, including mergers and acquisitions, business transformation and long-term growth programs that enhance shareholder value. Vinay holds a Bachelor of Engineering in Computer Science, an MBA from the Indian School of Business, and is a Chartered Financial Analyst (CFA), bringing together strong strategic, financial and analytical expertise.

Suresh Jankar

Chief Financial Officer

Suresh Jankar serves as the Chief Financial Officer of Route Mobile Limited, where he oversees the Company's finance function, including financial planning, reporting, compliance and governance. A Chartered Accountant and a graduate in Commerce from the University of Pune, he brings over 25 years of experience in financial management and corporate finance. Prior to joining Route Mobile, he was associated with Capricorn Lifestyle Private Limited. He plays a key role in strengthening financial discipline, enhancing operational efficiency and supporting the Company's long-term strategic and growth objectives.

Tejas Shah

Company Secretary and Compliance officer

Tejas Shah serves as the Company Secretary and Compliance Officer of Route Mobile Limited. An Associate Member of the Institute of Company Secretaries of India (ICSI), he holds a Bachelor of Laws (LLB) degree from the University of Mumbai. With over 14 years of experience in corporate governance, secretarial practice and regulatory compliance, he has worked with both listed and unlisted companies. He is responsible for overseeing the Company's corporate secretarial, governance and compliance functions, including Board processes, statutory and regulatory filings, and compliance with the Companies Act and SEBI regulations.

Sammy Mamdani

Chief Operating Officer

Sammy Mamdani serves as the Chief Operating Officer of Route Mobile Limited, overseeing the Company's global operations and ensuring seamless execution across its international business. With over 18 years of experience spanning operations, business strategy and cross-border management, he has built a strong track record of driving operational excellence and organizational growth. Prior to joining Route Mobile, he held leadership roles at Protiviti's (formerly Andersen Consulting) Business Risk division in the United States and at a Mumbai-based private investment firm, managing businesses across India and the UAE. He also served as Chief Operating Officer of Cellent Technologies (India) Private Limited before its acquisition by Route Mobile in 2016. Sammy holds an MBA from the University of Central Florida.

Milind Pathak

Chief Marketing Officer (Up to April 08, 2026)

Milind Pathak serves as the Chief Marketing Officer of Route Mobile Limited, leading the Company's global brand, marketing and go-to-market initiatives. With over three decades of experience across domestic and international markets, he has built deep expertise in business development, strategic marketing and revenue growth. Prior to joining Route Mobile, he was the Chief Revenue Officer at OnlineSales.ai, where he led revenue strategy and business expansion. He has also held leadership positions at leading organisations including Paytm/Madhouse Mobile (GroupM), Comviva and Buongiorno, driving market expansion and building high-performing teams. Milind holds a Bachelor's degree in Engineering from the Maharashtra Institute of Technology and an MBA from the Jamnalal Bajaj Institute of Management Studies.

Ramesh Helaiya

Chief Technology Officer

Ramesh Helaiya serves as the Chief Technology Officer of Route Mobile Limited, leading the Company's technology strategy, platform architecture and product innovation. With over 17 years at Route Mobile, he has played a key role in developing and scaling the Company's cloud communications platforms, supporting their performance, reliability and global reach. He oversees the technology roadmap, product development and the delivery of next-generation messaging solutions, while driving innovation across the Company's communications ecosystem. His expertise spans messaging technologies, enterprise platforms and software engineering, with deep technical proficiency in SMS, SMPP, Core Java, Microsoft SQL Server and related technologies. Ramesh holds a Bachelor of Science (Information Technology) degree from the University of Mumbai and actively contributes to industry forums, sharing insights on emerging technologies and digital communications.

Erwin Viertel

Chief Executive Officer – Masivian (Up to June 30, 2026)

Erwin Viertel serves as the Chief Executive Officer of Masivian, a Route Mobile company, leading the Group's operations and growth strategy across the Latin America region. With over 22 years of experience in the communications and technology industry, he has built a strong track record in business expansion, innovation and leadership. Prior to founding Masivian, Erwin began his career at Microsoft, where he developed his expertise in technology and business management. Under his leadership, Masivian has grown into a leading provider of digital communications solutions in the region. He holds a degree in Business Administration and an MBA from Inalde Business School, bringing deep strategic insight and entrepreneurial expertise to Route Mobile's Latin American business.

Tonio Ellul

Chief Executive Officer – 365squared Ltd.

Tonio Ellul serves as the Chief Executive Officer of 365squared Ltd., a Route Mobile company, where he leads the organization's strategy, business performance and growth from its headquarters in Malta. A co-founder of the Company, Tonio has over 22 years of leadership experience in the technology, telecommunications and networking sectors. Throughout his career, he has successfully led business transformation initiatives and scaled operations in highly competitive global markets. His entrepreneurial mindset and deep industry expertise continue to drive innovation and strengthen 365 squared's position within the Route Mobile and Proximus Global ecosystem.

Robin Sullivan

Chief Executive Officer – Mr Messaging

Robin Sullivan serves as the Chief Executive Officer of the Mr Messaging Group of Companies, a Route Mobile company, where he leads the business across its global markets. A serial entrepreneur and seasoned telecommunications professional, Robin brings over 26 years of experience spanning mobile network operators, service providers, value-added services (VAS), mobile TV and enterprise messaging. His extensive expertise across Africa, the Middle East and Europe, combined with his entrepreneurial approach, has been instrumental in driving business growth, expanding market presence and delivering innovative communication solutions.

Sharad Kumar Thukral

Executive Vice President (Middle East & Africa)

Sharad Kumar Thukral serves as Executive Vice President – Middle East & Africa at Route Mobile, leading the Company's operations across the Middle East while driving its strategic expansion in Africa. With over 17 years of experience in the telecommunications industry, he brings deep expertise in business development, market expansion and operational leadership. Prior to joining Route Mobile, he held key positions at Bharti Airtel Limited, Reliance Communications Limited and the United Nations, gaining extensive experience across diverse markets. Sharad holds a Bachelor's degree in Engineering (Electronics & Telecommunications) from the University of Mumbai and a Postgraduate Certificate in Business Management from XLRI, Jamshedpur.

Carl Powell

Executive Vice President – Global Partnerships & Alliances

Carl Powell serves as Senior Vice President – Global Partnerships and Alliances at Route Mobile, where he leads the Company's global partnerships strategy and alliance ecosystem. Based in the UK, he is responsible for expanding Route Mobile's market reach, cultivating strategic partnerships and identifying new growth opportunities across international markets. With over 18 years of experience in the messaging and voice communications industry, Carl has held leadership roles at global technology companies including Twilio, Skype and Colt, building strong expertise in business development, commercial strategy and partner management. He holds a degree in Business and Marketing from Bangor University, the UK.

Elsa Shibu

Executive Vice President – Head Human Resources

Elsa Shibu serves as the Chief People Officer at Route Mobile, leading the Company's people strategy, talent development and organizational culture. With over 19 years of experience in human resources, she has built deep expertise in talent management, employee engagement and organizational transformation across diverse industries. Prior to joining Route Mobile, she held key HR leadership roles at KPMG, Tata Donnelley, UPS, Ugam Solutions and Euronet Worldwide, gaining extensive experience across both Indian and multinational organizations. Elsa holds a degree in Economics from St. Xavier's College, Mumbai, and is committed to building an inclusive, high-performing workplace that supports innovation and long-term growth.

Building enduring **advantage**

Seckin Arikan
Chairman & Non-Executive Director

Dear Shareholders,

The communications industry is entering a period of profound transformation. Advances in artificial intelligence (AI), cloud technologies and digital identity are redefining how enterprises engage with customers, while changing consumer preferences and an increasingly complex regulatory landscape are reshaping the Communication Platform as a Service (CPaaS) industry. At the same time, businesses are looking beyond communication channels to trusted partners capable of delivering intelligent, secure, and seamless customer experiences.

Against this backdrop, FY 25-26 was an important year for Route Mobile. Rather than pursuing scale alone, we made deliberate choices to strengthen the quality of our business and position the Company for sustainable long-term growth. These decisions have laid a stronger foundation for the future while reinforcing our ability to navigate an evolving industry landscape.

Creating long-term value through strategic choices

The global economy demonstrated resilience during the year despite geopolitical uncertainty, inflationary pressures and uneven economic recovery across regions. While enterprises remained committed to digital transformation, investment priorities shifted toward platforms capable of delivering measurable business outcomes, greater efficiency and stronger customer engagement.

INR 1,000 Cr
Gross Profit achieved for first time in Route Mobile's history

Within the CPaaS industry, structural changes, including the gradual moderation in international A2P SMS traffic, further accelerated the transition toward richer, AI-enabled and omnichannel customer engagement.

We recognized these shifts early and responded with discipline. Instead of pursuing volume-led growth, we prioritized higher-quality revenues by expanding our domestic business and accelerating the adoption of omnichannel offerings such as RCS and WhatsApp Business Messaging. Although this influenced headline revenue during the year, gross profit crossed INR 1,000 crore for the first time in Route Mobile's history – a milestone that reflects the strength of our evolving business model.

Equally encouraging was the way the organization navigated a leadership transition while maintaining strategic clarity and operational continuity. Our customer relationships also evolved meaningfully, with enterprises increasingly selecting Route Mobile for the capabilities, innovation and business outcomes we deliver rather than competing solely on price.

The strength of a global ecosystem

Route Mobile's partnership within Proximus Global has become one of the Company's strongest competitive advantages.

Together with BICS and Telesign, we have built a differentiated ecosystem that combines cloud communications, digital identity, fraud prevention, network intelligence, and global connectivity.

Access to more than 900 mobile network operators worldwide provides a foundation that is difficult to replicate, while our joint go-to-market approach is creating new opportunities across Europe, North America, Latin America and other international markets.

Increasingly, this relationship is centered on co-creation. India is emerging as an important innovation hub within Proximus Global, contributing ideas, products and engineering capabilities for deployment across the wider Group. The strong participation of Route Mobile employees in the Proximus Global Innovathon reflects the entrepreneurial culture and innovation mindset that continue to distinguish our organization.

Building a more defensible business

The communications industry is evolving from message delivery toward intelligent customer engagement. AI, digital identity, network APIs and conversational experiences are redefining how enterprises interact with customers and creating new opportunities for long-term value creation.

Route Mobile is well-positioned for this transition. Our combination of direct operator connectivity, an expanding portfolio of AI-powered engagement solutions and increasingly differentiated network-based capabilities creates meaningful barriers to entry while strengthening customer relationships.

As the industry evolves, I believe our competitive advantage will increasingly be defined not by the volume of messages we process, but by the value we create through trusted, intelligent and scalable digital engagement.

Looking ahead with confidence

As a Board, we remain committed to disciplined governance, prudent capital allocation and long-term value creation. Our strong cash generation and healthy balance sheet provide the flexibility to invest in innovation, pursue targeted capability-led acquisitions and support the next phase of Route Mobile's global growth.

On behalf of the Board, I extend my sincere gratitude to our employees for their resilience and commitment throughout a year of purposeful transformation. I also thank our customers and partners for their continued trust and collaboration, and our shareholders for their unwavering confidence and support.

The communications landscape will continue to evolve, bringing new technologies, new opportunities and new expectations. With a clear strategic direction, a differentiated global platform and the collective strength of Proximus Global, Route Mobile is well-placed to shape the future of digital engagement while creating enduring value for all our stakeholders.

Seckin Arikan
Chairman & Non-Executive Director

A stronger business.
A bolder vision.

Rajdipkumar Gupta
Managing Director

Dear Shareholders,

As I look back on FY 25-26, I believe it will be remembered as a pivotal year in Route Mobile's journey. Rather than chasing short-term growth, we took deliberate steps to reshape our business for the future. The pace of change across our industry is accelerating, with AI, omnichannel engagement and digital trust redefining how enterprises connect with their customers. Our response has been to invest in the capabilities that will matter most in the years ahead, creating a scalable, trusted and more intelligent platform for sustainable, long-term growth.

Today, Route Mobile is evolving beyond its origins as a messaging provider into an AI-powered omnichannel communications platform. Our integration within Proximus Global has broadened our capabilities, expanded our global reach, helped enhance customer journeys and strengthened our ability to serve enterprises with a richer portfolio of solutions. The foundations laid during the year position us well for the opportunities ahead.

Moving higher up the value chain

The way enterprises engage with customers is changing fundamentally. While SMS remains an essential communication channel, enterprises increasingly seek seamless customer journeys that span multiple channels, powered by intelligence, automation, and real-time insights.

Our strategy reflects this shift. We are moving beyond enabling individual communication channels to orchestrating end-to-end customer engagement across messaging, voice, email, RCS, OTT platforms, digital identity, verification, and AI-powered interactions.

Increasingly, our customers are looking for a single platform that brings these capabilities together. By embedding GenAI-powered conversational experiences, intelligent routing, personalized workflows, and enterprise integrations across our platform, we are helping businesses engage customers more effectively while simplifying operational complexity.

Building a business for the long-term

FY 25–26 was also about improving the quality and resilience of our business. Across the organization, we emphasized profitable growth, operational efficiency, automation, and disciplined execution.

We continued expanding our portfolio of higher-value solutions, increased the contribution of enterprise-led business, improved platform leverage, and diversified our customer base across industries and geographies. These initiatives have strengthened the structural quality of our revenues while creating a more balanced and resilient business model.

Sustainable growth is built on strong fundamentals, and our efforts throughout the year have positioned us to capture emerging opportunities with greater confidence.

Driven by stronger fundamentals

The financial performance during the year reflected this strategic transition. Revenue from operations stood at INR 4,408.21 crore, as lower-margin international A2P SMS volumes moderated amid evolving industry dynamics. At the same time, higher-value offerings, including domestic messaging, OTT channels, RCS, voice, email and Network APIs, formed a larger share of our business.

As a result, gross profit crossed the INR 1,000 crore milestone for the first time, while gross profit margin expanded to 22.9%. EBITDA increased to INR 537.25 crore, with margin improving to 12.2%, reflecting the benefits of a healthier revenue mix and disciplined execution. Our balance sheet also strengthened further, supported by improved working capital management and lower debt, providing greater financial flexibility for future growth.

These outcomes reflect the progress we have made in building a stronger business – one driven by quality of earnings and operational resilience.

Unlocking the power of Proximus Global

Our integration into Proximus Global continues to create meaningful strategic advantages.

Together with BICS and Telesign, we now offer enterprises an integrated portfolio spanning CPaaS, digital identity, fraud prevention, network APIs, carrier connectivity, and AI-powered customer engagement. This significantly broadens the value we bring to customers while opening access to new markets, particularly across Europe and North America.

The ecosystem also enhances our ability to cross-sell complementary solutions, deepen enterprise relationships, and deliver globally consistent services backed by local expertise and regulatory understanding. As customer engagement becomes increasingly global and interconnected, this broader platform differentiates us in the marketplace.

AI as a foundational capability

Artificial intelligence is becoming integral to every aspect of our business. We see AI not as a standalone product, but as a core that enhances customer experiences, improves operational efficiency, and accelerates innovation.

Network APIs are emerging as one of our most important growth platforms. By combining direct mobile network capabilities with our enterprise communications platform, we are creating new possibilities around authentication, fraud prevention, digital identity and trusted customer interactions. AI enhances these capabilities further through intelligent orchestration, personalized engagement and automated decision-making, enabling enterprises to deliver richer and more secure customer experiences.

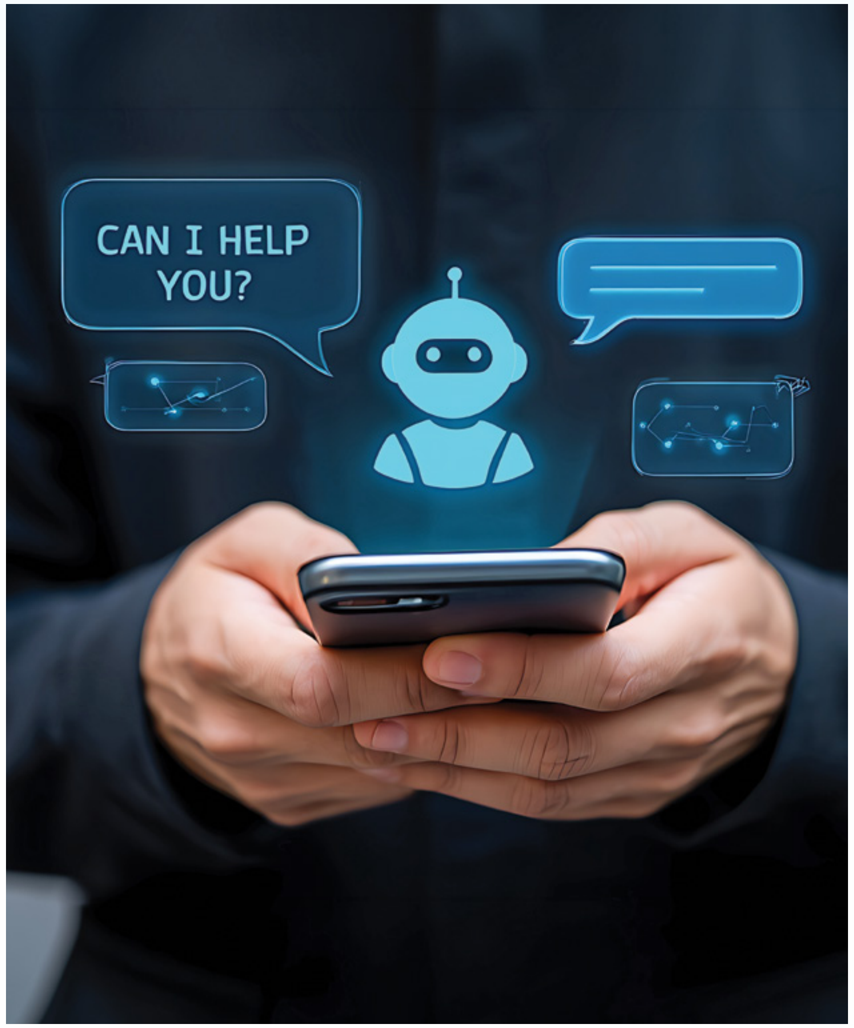
Our philosophy is pragmatic. Rather than building every component ourselves, we are leveraging the best available foundation models and combining them with Route Mobile's communications expertise, platform capabilities, and deep understanding of enterprise customer needs. This is allowing us to innovate faster while delivering practical, scalable solutions that address real business challenges.

Creating long-term customer partnerships

Increasingly, our conversations with customers center on improving customer experience and delivering measurable business outcomes rather than simply selecting communication channels.

Enterprises are looking for partners who can simplify complex customer journeys, strengthen digital trust and create more personalized, intelligent interactions across every touchpoint. This has led to deeper strategic relationships across banking and financial services, healthcare, retail, telecom, education and digital commerce.

During the year, we saw this approach translate into tangible outcomes. At Fortis Healthcare, our WhatsApp Business Platform helped digitize patient communications and replace paper-based interactions with seamless digital workflows, enhancing the overall patient experience. Similarly, our omnichannel platform supported Entri in building multilingual customer engagement journeys that increased engagement by 50%, improved conversions by 25% and contributed to higher revenue growth. These are a few examples where we realized the value of combining omnichannel communications, automation and intelligence to solve real business challenges.



Disciplined growth and capital allocation

As we enter our next phase of growth, our priorities are clear. We will keep investing in areas where we see long-term differentiation: AI-powered customer engagement, platform innovation, digital identity, Network APIs, and next-generation communication technologies to improve overall customer experience.

Our balance sheet provides us with the flexibility to pursue targeted, capability-led acquisitions that deepen our enterprise solutions and enhance customer stickiness. At the same time, we remain committed to deploying excess capital responsibly, balancing investments in future growth with meaningful returns to shareholders. Every capital allocation decision will be guided by long-term value creation and disciplined execution.

Looking ahead

The communications industry is entering a new era where intelligence, trust, and seamless customer engagement will define competitive advantage. Route Mobile is well-positioned to lead this transformation.

I would like to express my sincere gratitude to our employees, whose passion and adaptability continue to drive our progress. I thank our customers for their trust, our partners for their collaboration, and our shareholders for their unwavering confidence and support.

Together, we are building a stronger organization, one that is creating intelligent, trusted, and scalable digital engagement solutions for enterprises across the world. I look forward to the opportunities that lie ahead and remain confident that the investments we are making today will shape a stronger and more valuable business for years to come.

Rajdipkumar Gupta
Managing Director

Engineering the next chapter of **digital engagement**

Tushar Agnihotri
Chief Executive Officer

Dear Shareholders,

Every industry reaches moments when incremental improvement is no longer enough. FY 25-26 was one such moment for us.

The way businesses engage with customers is being fundamentally redefined. Artificial intelligence is changing how conversations begin, evolve and conclude. Trust is becoming as important as reach. Communications are no longer measured by the number of messages delivered, but by the quality of outcomes they create.

For Route Mobile, this meant looking beyond today's demand and building for what customer engagement will look like over the next decade.

The work we undertook during the year was therefore less about introducing individual products and more about reshaping the underlying architecture of our business, strengthening our technology platform, accelerating innovation, and creating capabilities that allow enterprises to communicate with greater intelligence, confidence and precision.

From communications to intelligent customer engagement

The communications landscape is undergoing a fundamental shift. Enterprises are moving beyond managing individual channels to creating seamless, app-like customer experiences that are intuitive, connected and outcome-oriented. Customers no longer think in terms of SMS, WhatsApp, RCS or email; they expect every interaction to feel consistent, contextual and effortless, regardless of the channel.

Our evolution reflects this new reality.

Today, Route Mobile brings together omnichannel communications, conversational AI, automation, digital identity and Network APIs to help enterprises design customer journeys rather than isolated interactions.

By combining these capabilities, we enable organizations to deliver personalized, secure and scalable experiences while reducing operational complexity and accelerating time to market.

The next frontier is Agentic AI. Customer expectations are rapidly moving beyond app-based interactions towards autonomous resolution. Rather than simply responding to requests, Agentic AI can reason, make decisions and execute complex, multi-step actions across multiple systems. This allows enterprises to deliver outcomes directly, whether while resolving a service request, completing a transaction or guiding a customer through a process, without requiring users to navigate multiple applications or digital menus.

For our customers, this represents a significant shift. Instead of investing in disconnected communication tools, they can orchestrate intelligent customer journeys that adapt in real time, strengthen customer experiences and create more meaningful engagement. As enterprises increasingly compete on the quality of their customer interactions, we believe this ability to combine intelligence, trust and seamless execution will become a defining competitive advantage.

AI embedded across the business

Artificial intelligence has become a foundational capability across Route Mobile.

During the year, we significantly expanded AI-led capabilities within our customer engagement platform. Our multilingual AI now supports more than 50 languages, allowing enterprises to deliver personalized experiences across diverse markets. We also introduced intelligent flow detection, reducing customer service resolution times by as much as 75%, while helping customers improve responsiveness and operational efficiency. These capabilities are expected to enhance customer satisfaction by enabling faster, more intuitive interactions.

AI is equally transforming the way we operate. Our philosophy remains practical. Rather than building foundational models ourselves, we leverage the best available AI technologies and combine them with Route Mobile's deep communications expertise to create solutions that solve real business challenges.

Powered by global collaboration

Innovation has always been one of Route Mobile's defining strengths, and becoming part of Proximus Global has significantly expanded the realm of possibilities before us.

Together with BICS and Telesign, we have strengthened the capabilities that underpin our customer offering, combining Route Mobile's expertise in intelligent customer engagement with global carrier connectivity, digital identity, fraud prevention and Network APIs. This broader proposition enables us to address more complex enterprise requirements while expanding our reach across Europe, North America and other strategic markets through cross-selling and shared customer relationships.

The launch of our Konera Network API Platform is an excellent example of this progress. During FY 25-26, we successfully transitioned from experimentation to execution and integrated Network APIs on the Konera Platform from major operators. These capabilities created and offered a new stack of solutions for the enterprises, unlocked new revenue streams and established a unique positioning for Route Mobile in the evolving market.

At the same time, our global footprint continues to generate valuable knowledge across markets, allowing us to develop solutions that are both locally relevant and globally scalable.

India: The innovation engine

India is central to Route Mobile's innovation journey.

Our engineering teams are designing, developing and validating products that are subsequently deployed across international markets. During the year, we expanded our talent base through a new technology hub in Hyderabad, strengthening our capabilities in AI, product engineering and Network APIs.

India also serves as the launchpad for our Konera Strategic Expansion Plan, where new capabilities are developed, pressure-tested with customers and cybersecurity partners, and refined before wider global deployment.

This model allows us to innovate rapidly while maintaining the quality, scalability and reliability expected by global enterprises.

Execution begins with people

One of the most valuable lessons from FY 25-26 is that transformation is ultimately driven by people.

Executing a period of strategic change requires adaptability, trust and collaboration across every part of the organization. I am immensely proud of how our teams embraced this journey, maintaining a sharp customer focus while adopting new technologies and new ways of working.

Our Speak Up Pulse Survey reflected this culture, recording strong scores of 85% in both Empowerment & Adaptability and Inclusion. These results reaffirm our belief that when people feel trusted, supported and empowered to make decisions, innovation accelerates naturally.

Our employees, partners and leadership teams have demonstrated exceptional resilience throughout this journey, and I extend my sincere gratitude to each one of them.

The road ahead

The next phase of Route Mobile's journey is clear.

We will continue expanding our AI-first platform, deepen our leadership in Network APIs and Digital Identity, accelerate innovation across omnichannel customer engagement, and grow our enterprise presence across India and international markets. Alongside these priorities, we remain committed to improving operating efficiency and sustaining profitable growth through disciplined execution.

Our ambition is simple yet powerful: to become the trusted global platform for intelligent customer engagement, helping enterprises build stronger relationships with their customers through every interaction.

I thank our customers for their trust, our partners for their collaboration, our colleagues for their passion and commitment, and our shareholders for their continued confidence. Together, we are building a business that is ready for the next generation of digital engagement.

Tushar Agnihotri
Chief Executive Officer

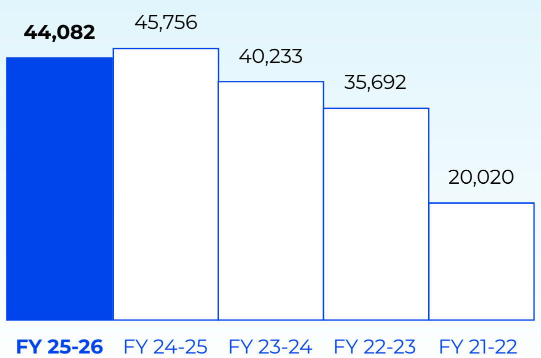
Key performance indicators

Growth in **numbers**

In FY 25-26, the changing composition of our business translated into moderation of our revenue alongside lower-margin international A2P SMS volumes. Despite this, profitability improved through product mix optimization, operational efficiencies and increasing contribution from higher-value solutions.

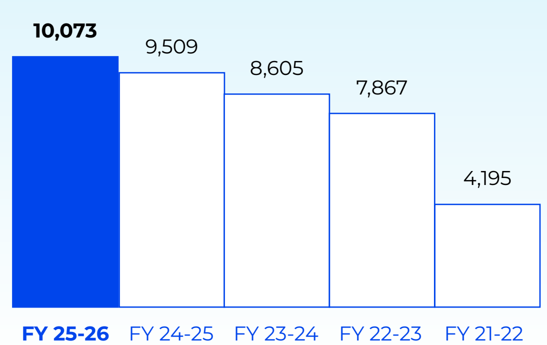
Revenue (in INR Mn)

3.7% Y-o-Y

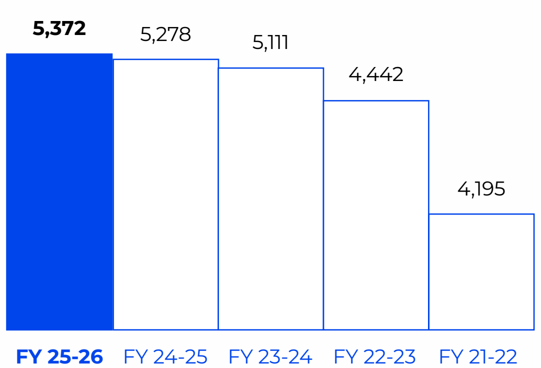


Gross Profit (in INR Mn)

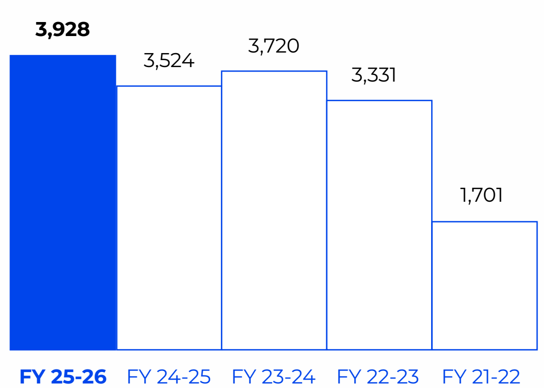
5.9% Y-o-Y



EBITDA (in INR Mn)



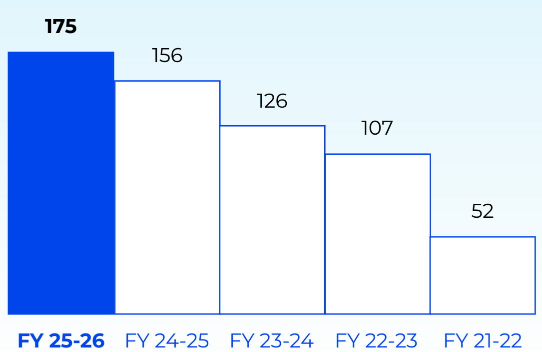
Profit After Tax (PAT)* (in INR Mn)



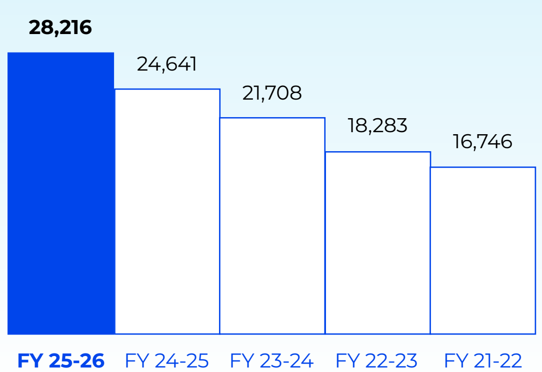
*PAT for FY25-26, FY 24-25 and FY 23-24 excludes exceptional item gain/loss.

Increase   Decrease

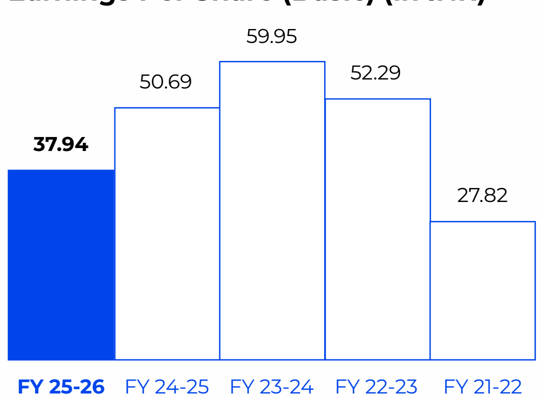
Billable Transactions (Bn)



Net Worth (in INR Mn)



Earnings Per Share (Basic) (in INR)



Key developments

Innovation to **impact**

In FY 25-26, we introduced intelligent, industry-specific solutions that expanded our platform capabilities, scaled customer engagement and accelerated digital transformation across sectors.

INR 3,526 Mn

New products revenue

11.3% Y-o-Y growth from FY 24-25

AI and intelligent automation

AI-driven admissions engagement

Launched an intelligent admissions chatbot for a leading multidisciplinary university, simplifying student access to admissions, scholarships and application information through automated, always-on assistance.

WhatsApp trade-in journey

Enabled a global mobile handset brand to digitize its trade-in journey through WhatsApp, allowing customers to evaluate devices, complete exchanges seamlessly and accelerate purchase decisions.

Automated delivery notifications via chatbot

Deployed a self-service WhatsApp chatbot for a leading global retail chain, that automates delivery confirmations and synchronizes customer responses directly with dispatch systems, streamlining last-mile operations.

Omnichannel customer experiences

WhatsApp ferry ticketing

Introduced India's first WhatsApp-based ferry ticketing solution for a state-owned waterways organization, enabling travelers to book tickets, make UPI payments and receive digital tickets through a seamless conversational experience.

Premium RCS messaging

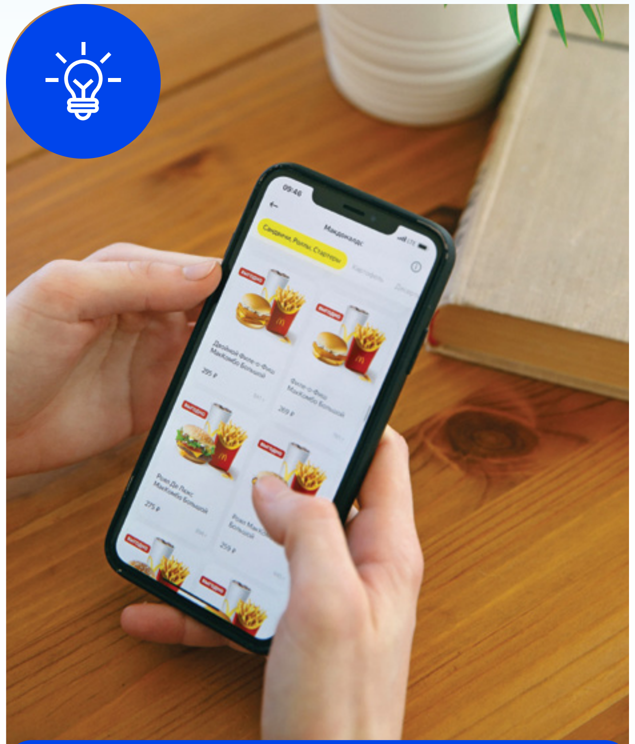
Enabled one of the globe's largest hyperscalers to unlock premium RCS messaging services, driving next-generation customer engagement across India.

High-volume email communication

Empowered one of South Asia's leading e-commerce giants to process over 170 million email messages within a 24-hour window through our scalable, enterprise grade Email Communication Platform.

Multi-account WhatsApp engagement

Developed a multi-account WhatsApp framework for a regional retail network, enabling personalized campaigns and location-specific customer engagement across multiple outlets from a unified platform.



Industry-specific innovation

Healthcare engagement on WhatsApp

Enhanced patient engagement for a renowned hospital through WhatsApp Voice Calling, enabling secure consultations, faster support and improved healthcare accessibility, particularly across Tier II and Tier III cities.

Conversational commerce for QSR

Partnered with one of the Middle East and North Africa's largest quick-service restaurant operators to transform food ordering through WhatsApp. The solution streamlined quick order placement , high-precision geolocation pin sharing, real-time delivery tracking, and a more engaging customer experience.

Simplified travel bookings via Chat

Enabled Shohoz, a bus and transport ticketing platform in Bangladesh, to turn WhatsApp into a full booking counter, from seat selection to payment, in one conversation.

Success stories

Smarter engagement. **Better outcomes.**

The true measure of innovation lies in the outcomes it creates. Across sectors, Route Mobile partners with organizations to solve complex communication challenges, strengthen customer experiences and deliver measurable business impact.

Symbiosis Centre for International Education

We have had a positive experience working with Route Mobile for WhatsApp Business solutions. Their platform has helped us streamline communication, engage effectively with our audience, and enhance our overall outreach process. The team has been supportive, responsive, and professional throughout our association.

Nikita Savdekar
Co-ordinator at Promotions Department

Fortis

Route Mobile played a crucial role in transforming our operations at Fortis Hospitals throughout India. Their innovative WhatsApp services enabled us to seamlessly switch from physical documents to digital files, improving customer experience. This has been advantageous for both the organization and our patients.

Bipin Kumar Chaudhary
CIO, Fortis Healthcare Ltd.

Entri

Route Mobile helped us create more than 30 accounts for our clients across different categories, operating in regional languages to help people secure government and private jobs, through their omnichannel platform along with the detailed analytics we were looking for. Through their platform, OCEAN, we were able to increase engagement by 50%, drive 25% conversions, and grow revenue by 12%.

Mohamed Hafsal
Growth Strategist

Samco

Over the past 2.5 years, Route Mobile has consistently delivered exceptional service on its WhatsApp Business Platform, combining outstanding technical support with strategic business guidance. Their customer success team has directly contributed to significant KPI improvements and operational excellence.

Nilesh Sharma
ED & President

PeLocal

Partnering with Route Mobile for integrating WhatsApp payments has been a significant boon for Pelocal as an ISV. They were one of the early adopters of this feature, and this collaboration has not only expanded our portfolio of services but also positioned us as innovators in the industry.

Vivekanand Tripathi
CEO

Celebrating **industry recognition and awards**

The recognitions received this year reflect a relentless pursuit of innovation, excellence and customer success across global markets.

April 2025

Featured in the Fortune India 500 (2025) for the third consecutive year

Route Mobile was recognized among India's leading companies in the Fortune India 500 list, reflecting our sustained business growth, market leadership, and strong financial performance.

July 2025

Maharashtra State Best Employer Brand Award 2025

Awarding organization:

Employer Branding Institute

We were recognized for our people-first culture, talent development initiatives, employee engagement practices, and commitment to building a high-performance workplace environment.

March 2026

MEF Mobile Evolution
— Winner

Awarding organization:

Mobile Ecosystem Forum (MEF)

Submitted Entry:

Konera Network API Platform

The Konera Network API Platform, jointly launched by Route Mobile, BICS and Telesign as Proximus Global in 2025, was recognized in the Mobile Evolution category at the MEFFYS Awards 2026 for driving innovation in network APIs and enabling seamless access to telecom capabilities through standardized APIs.

The platform simplifies integration for enterprises and developers, accelerates deployment of digital services, and supports use cases such as identity verification, fraud prevention, and enhanced customer experiences.

Scaling the next era of **customer engagement**

Digital communication is evolving beyond individual channels into connected, intelligent ecosystems powered by AI, cloud technologies and data-driven insights. As enterprises seek faster, more secure and personalized ways to engage customers, CPaaS is becoming a critical layer in digital transformation, helping businesses deliver seamless experiences at scale.

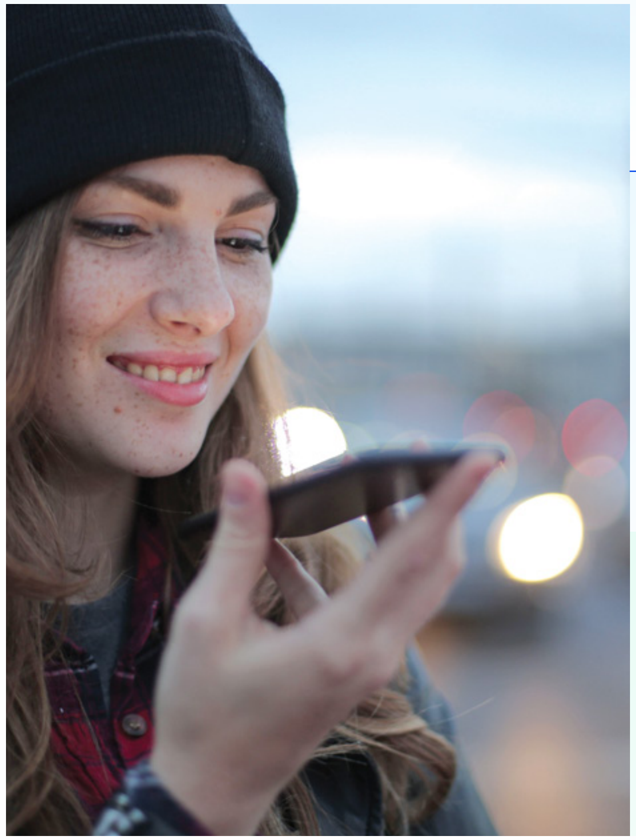
CPaaS enters its next phase of growth

Market trend

The global CPaaS market is projected to expand from USD 31.4 billion in 2026 to nearly USD 98 billion by 2030, driven by cloud adoption, API-led communications and the growing demand for embedded messaging, voice and authentication capabilities. Businesses increasingly prefer flexible, cloud-native platforms that can scale with evolving customer expectations.

Our position

Our omnichannel CPaaS platform brings together messaging, voice, email and digital identity capabilities on a single foundation. Combined with a global carrier network and robust infrastructure, it supports enterprise communication requirements across industries and geographies.



AI makes customer engagement more intelligent

Market trend

Artificial intelligence is reshaping enterprise communication by powering conversational experiences, workflow automation, predictive routing and real-time decision-making. Organizations are increasingly looking beyond automation towards AI that delivers measurable business outcomes.

Our position

We are embedding AI across our customer-facing solutions and operations to translate these capabilities into measurable outcomes. Our multilingual AI capabilities now support more than 50 languages, while intelligent flow detection has helped reduce customer service resolution times by 75%. Where permitted, Generative AI is used selectively in non-production and internal support functions, subject to our security and governance policies.

Omnichannel moves from capability to expectation

Market trend

Customers expect consistent experiences regardless of the channel they choose. As a result, businesses are replacing disconnected communication tools with unified platforms that orchestrate interactions across messaging, voice, email and digital channels.

Our position

Our platform unifies multiple communication channels into a single engagement ecosystem. Through solutions such as OCEAN, enterprises can design connected customer journeys, personalize interactions and maintain context across every touchpoint.

Trust becomes a competitive advantage

Market trend

Growing digital adoption has placed security, identity verification and regulatory compliance at the center of customer communications. Trusted interactions are becoming essential for reducing fraud, protecting customer data and strengthening confidence.

Our position

Security is built into our communication ecosystem through authentication, identity verification and trusted messaging capabilities. These solutions help enterprises safeguard customer interactions while addressing evolving regulatory requirements across global markets.

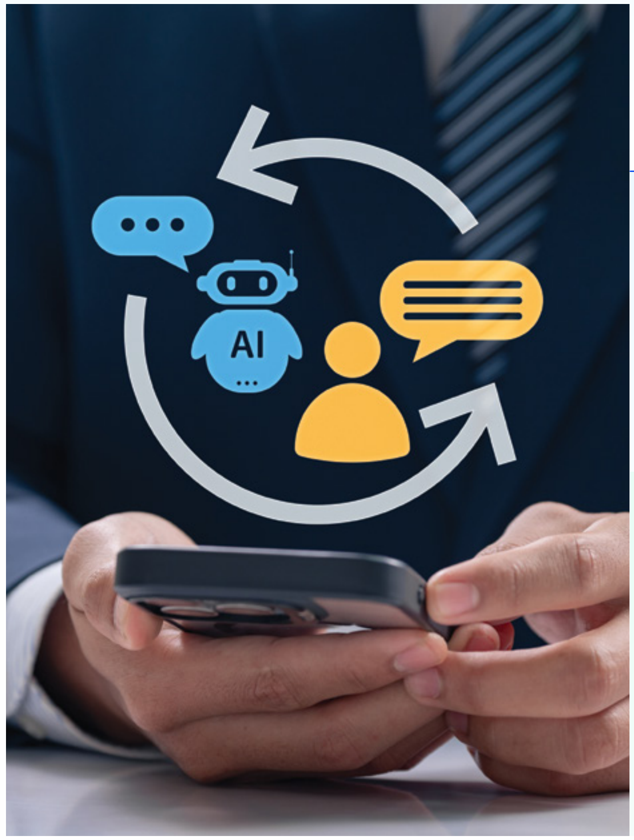
Global reach meets local expertise

Market trend

As businesses expand internationally, they require communication platforms that combine worldwide connectivity with local market knowledge. Regional regulations, language preferences and carrier relationships increasingly influence customer engagement strategies.

Our position

With over 700 direct mobile operator connections, a broad global network and the strength of the Proximus Global ecosystem, we help enterprises deliver reliable, locally relevant communication experiences across international markets.



Data turns conversations into business intelligence

Market trend

Communication data is becoming a strategic asset. AI-powered analytics and conversation intelligence are helping organizations understand customer behavior, refine engagement strategies and make faster, evidence-based decisions.

Our position

Our analytics capabilities transform communication data into actionable insights, giving enterprises greater visibility into customer engagement, campaign performance and operational efficiency while supporting continuous improvement.

Navigating industry headwinds

The CPaaS industry underwent a period of transition during FY 25-26, shaped by structural shifts in messaging, tighter enterprise spending, and evolving customer preferences. The migration from traditional A2P SMS to richer OTT channels, industry-wide clean-up of artificially inflated traffic (AIT), and slower enterprise technology investments created near-term headwinds across the sector.

Against this backdrop, Route Mobile accelerated the expansion of its AI-led, omnichannel and value-added solutions, broadened its product portfolio, and leveraged the combined strengths of Proximus Global to deepen global reach, enhance trusted communications, and position the business for the next phase of industry growth.

Building enduring **advantage**

The communications landscape is undergoing a structural shift. As enterprises move beyond standalone messaging towards AI-powered, omnichannel customer engagement, success increasingly depends on platform depth, innovation, global reach and trusted digital infrastructure.

Route Mobile has defined a multi-pronged strategy to strengthens the core platform while opening new avenues for growth. Backed by the Proximus ecosystem, these strategic priorities position us to create greater customer value, expand addressable markets and build a more resilient, diversified business.

Elevating the platform

Pillar 01

As enterprise communications become increasingly omnichannel and AI-driven, we are expanding beyond traditional messaging into a comprehensive customer engagement ecosystem. The strategy centers on creating a scalable platform that combines messaging, voice, AI capabilities and network intelligence, enabling enterprises to orchestrate customer journeys through a single, integrated interface while unlocking new revenue streams.

What it entails

We are broadening our platform capabilities through:

- Expanding omnichannel engagement across WhatsApp, RCS, voice and other digital channels through our OCEAN platform.
- Embedding AI and GenAI capabilities into customer engagement workflows, including conversational interfaces, enterprise integrations and intelligent automation.
- Developing Network API and firewall solutions that leverage telecom infrastructure for identity verification, fraud prevention and secure digital interactions.
- Moving up the value chain with platform-led offerings that deliver greater functionality than standalone messaging services.

Why it matters

As enterprises seek integrated engagement platforms rather than individual communication channels, our strategy positions us to capture higher-value opportunities. A broader platform creates deeper customer relationships, increases recurring revenue potential and strengthens competitive differentiation while reducing dependence on legacy messaging volumes.

Accelerating AI-led innovation

Pillar 02

Artificial Intelligence is redefining customer engagement, and we are embedding AI across both our platform and internal operations. Supported by Proximus Global, India serves as the Group's innovation hub, where new capabilities are developed, tested and scaled for global deployment.

What it entails

The innovation roadmap includes:

- Building GenAI-native customer engagement solutions across chat, voice and messaging.
- Deploying AI across engineering, testing, customer support and operational workflows to improve efficiency and speed.
- Developing enterprise-grade conversational AI solutions for large organizations.
- Scaling Network API innovations developed in India across the global Proximus ecosystem.

Why it matters

AI is becoming a core differentiator in the CPaaS industry. By embedding intelligence into products and operations, we are enhancing customer experiences, shortening innovation cycles and creating differentiated offerings that support long-term growth.

Pillar 03

Deepening customer relationships

Working alongside more than 3,100 enterprise customers across diverse industries, we see significant opportunity within our existing client base. The strategy focuses on expanding customer relationships by increasing product adoption and transitioning from single-channel deployments to broader platform engagements.

What it entails

Growth within existing accounts is being driven through:

- Dedicated account management for strategic enterprise customers.
- Cross-selling higher-value channels such as RCS, WhatsApp Business, Email and Voice.
- Expanding engagements from API-based transactions to full platform deployments incorporating analytics, campaign management and omnichannel orchestration.
- Increasing wallet share through multi-product adoption.

Why it matters

Growing existing customer relationships offers one of the most efficient paths to revenue expansion. Higher platform adoption improves customer retention, increases recurring revenues and creates stronger long-term partnerships while lowering customer acquisition costs.

Pillar 04

Driving growth through partnerships and M&A

Alongside organic growth, we are pursuing strategic acquisitions and partnerships to expand capabilities, enter new markets and accelerate innovation. As part of Proximus Global, we also benefit from opportunities to jointly serve enterprise customers across complementary businesses.

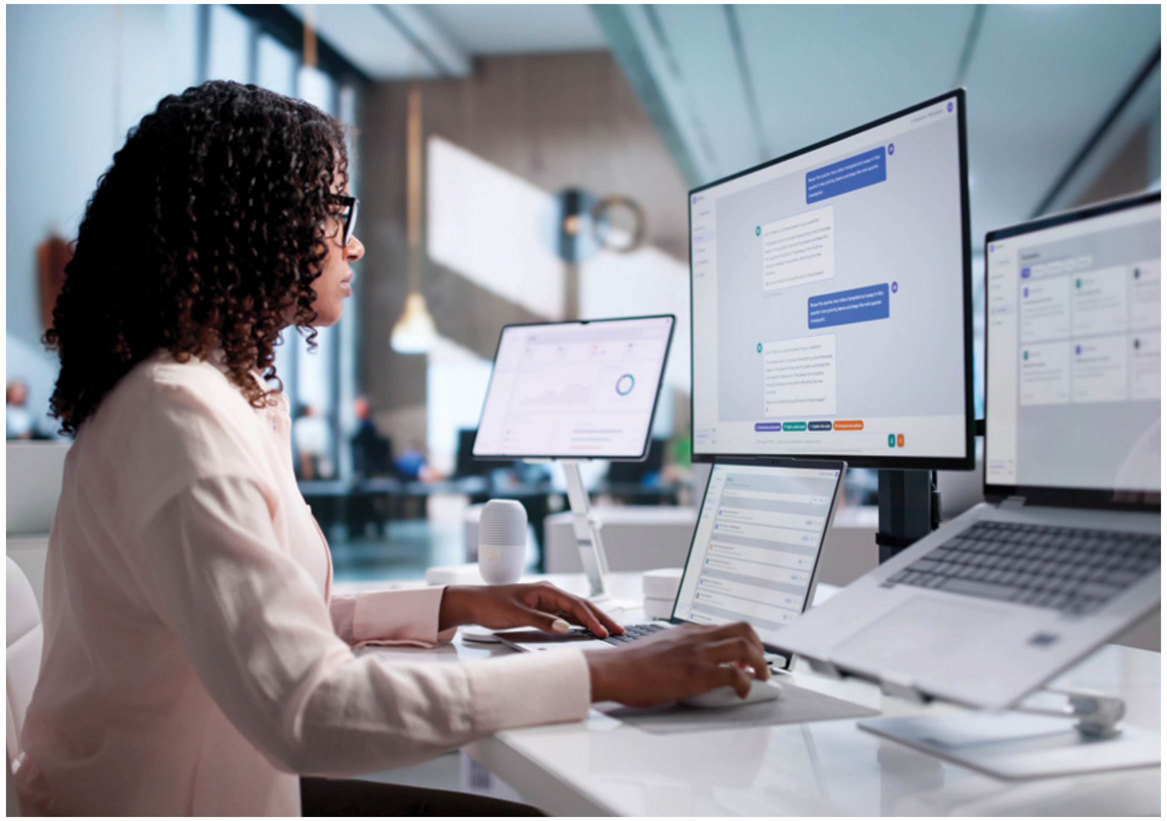
What it entails

The strategy includes:

- Evaluating acquisitions in conversational AI, chatbot technologies and adjacent CPaaS capabilities.
- Pursuing partnerships that support faster entry into priority geographies and industry segments.
- Collaborating with independent software vendors (ISVs), telecom operators and technology partners to broaden solution delivery.
- Leveraging cross-selling opportunities across the Proximus Global portfolio, including BICS and Telesign.

Why it matters

Strategic partnerships and acquisitions provide faster access to technology, capabilities and new markets than organic expansion alone. Combined with the Proximus Global ecosystem, these initiatives enhance our ability to scale efficiently, broaden our solution portfolio and create sustainable long-term value.



People-powered. **Future ready.**

At Route Mobile, our people are the driving force behind every innovation, customer relationship and business milestone. As we advance towards our transformation into a global intelligent communications platform, we remain committed to building a workplace where talent thrives, ideas flourish and every individual can grow.

Through an inclusive culture, continuous learning, meaningful engagement and strong leadership development, we are strengthening the capabilities that will shape our next phase of growth.

808
Total employees

144
New employees added in FY 25-26

25%
Women employees

Building an inclusive workplace

Creating a workplace where everyone belongs

Diversity of thought, experience and perspective strengthens our organization. We are committed to fostering an inclusive workplace where every employee feels respected, heard and valued. Our Diversity, Equity & Inclusion (DEI) philosophy is embedded across our people practices, from recruitment and leadership development to policies and everyday interactions, helping create an environment where individuals can perform at their best.

Inclusive leadership

Building an inclusive culture begins with leadership. During the year, we continued to equip managers with the skills and awareness needed to lead diverse teams, encourage open dialogue and create equitable opportunities for growth.

Communities that connect

Employee Resource Groups (ERGs), mentoring circles and collaborative forums provide employees with opportunities to connect, exchange ideas and build meaningful relationships beyond their day-to-day roles. These platforms strengthen our culture while encouraging knowledge sharing and personal growth.

A workplace built on respect

We remain committed to maintaining a safe, respectful and inclusive work environment. Robust policies, mandatory awareness programs and established grievance mechanisms help foster accountability while reinforcing our zero-tolerance approach towards harassment and discrimination.

Developing talent, enabling growth

Learning remains one of the strongest investments we make in our people. As our business evolves, we are fortifying the capabilities that prepare employees for new technologies, changing customer expectations and future leadership opportunities.

Our learning ecosystem combines technical, functional and behavioral development, helping employees build skills that enhance both individual performance and organizational success.

Learning with purpose

Training programs are designed to support employees at every stage of their career while aligning individual development with business priorities.

Areas of learning

- Technical and product capability building
- Digital and emerging technology programs
- Functional and business skills
- Leadership and managerial development
- Behavioral and soft skills

Building future leaders

Leadership development remains central to our talent strategy. Through mentoring, structured development programs and cross-functional exposure, we continue to prepare high-potential employees to take on larger responsibilities while strengthening our leadership pipeline.

Employee engagement

Connections that matter

An engaged workforce creates a stronger organization. Throughout the year, we brought employees together through initiatives that encouraged collaboration, celebrated achievements and strengthened our shared culture across teams and geographies.

Open communication

Transparent communication helps create trust and alignment. Regular leadership interactions, Town Halls and internal communication platforms provide employees with opportunities to understand business priorities, share feedback and stay connected with organizational developments.

Collaboration beyond work

Team-building activities, cultural celebrations, volunteering initiatives and wellness programs provide opportunities for employees to connect beyond their day-to-day responsibilities, strengthening relationships and creating a more vibrant workplace experience.

Empowering people, shaping the future

Our people strategy is built on a simple belief: when individuals are empowered to learn, contribute and succeed, the organization grows stronger alongside them. As Route Mobile enters its next phase of growth, we will continue investing in our people, strengthening an inclusive culture and creating opportunities that help our teams innovate, collaborate and deliver lasting value for our customers and stakeholders.

Making progress **more inclusive**

As we connect people and businesses around the world, we remain equally committed to supporting the communities around us. Our community initiatives are centered on improving quality of life, expanding access to essential services and supporting inclusive development. Through the Route Mobile Foundation for Education and Sports, we invest in programs that address critical social needs while creating lasting value for the communities we serve.

Key priorities

- Healthcare and Community Well-being
- Education and Skill Development
- Care for Senior Citizens
- Environmental Stewardship and Animal Welfare

INR 23.58 Mn
Total CSR spend in FY 25-26

Healthcare and community well-being

Healthy communities form the foundation of sustainable development. Our initiatives promote preventive healthcare, sanitation and access to essential community infrastructure, contributing to safer and healthier living environments. During the year, we also supported the development of community facilities, including the construction of a new cemetery, while advancing broader public health and sanitation initiatives.

Education and skill development

Education is one of the most effective drivers of long-term social progress. We support programs that improve access to quality education, special education and vocational training, helping children, women, senior citizens and differently abled individuals build knowledge, enhance employability and create better opportunities for the future.

Care for senior citizens

With an emphasis on dignity and inclusion, we support initiatives that improve the quality of life for the elderly. Our efforts include the development of old-age homes and care facilities that provide safe, supportive spaces and promote the well-being of senior citizens.

Environmental stewardship and animal welfare

Creating sustainable communities also means protecting the environment and caring for all living beings. Our initiatives support animal welfare through food and medical care while contributing to environmental conservation, ecological balance and the responsible management of natural resources.

Statutory **reports**

Board's Report

Dear Members of Route Mobile,

Your directors are pleased to present the Twenty Second Annual Report of Route Mobile Limited ("Company"/ "RML"/ "Route Mobile") along with the audited financial statements (consolidated as well as standalone) for the financial year ended March 31, 2026. This Board's Report is prepared based on the standalone financial statements of the Company for the year under review and also presents the key highlights of performance of subsidiaries, and their contribution to the overall performance of the Company during the year under review.

1. Corporate Overview

Route Mobile is a leading CPaaS provider that caters to enterprises, over-the-top ("OTT") players, and mobile network operators ("MNO"). Established in 2004, we are serving more than 40,000 customers worldwide. Our goal is to add value at multiple touchpoints across the Omnichannel CXPaaS value chain while building on unique industry use cases for our clients. We are headquartered in Mumbai, India and have operations in over 20 countries throughout Asia Pacific, the Middle East, Africa, Europe, and the Americas. The Company is listed on the Indian bourses BSE Limited ("BSE") (BSE Scrip Code: 543228) & National Stock Exchange of India Limited ("NSE") (NSE Symbol: ROUTE). The Company's average market capitalization from July 01, 2025 to December 31, 2025 ranks it among India's top 1,000 listed companies. (Ranks 777 and 785 as of December 31, 2025. Source: NSE and BSE).

2. State of the Affairs of the Company

The performance of our omni-channel communication & other businesses are detailed out in the Management Discussion and Analysis Report, which forms part of the Annual Report.

3. Financial Summary

(₹ in crore except per equity share data)

Particulars	For the financial year ended March 31, 2026		For the financial year ended March 31, 2025	
	Consolidated	Standalone	Consolidated	Standalone
Total Income	4,462.30	881.39	4,622.41	928.59
EBITDA (Non-GAAP)	537.25	83.94	527.76	120.59
Profit before Tax	353.04	179.78	426.11	172.04
(Current Tax)	115.65	45.58	104.90	40.92
Deferred Tax (Credit)/ Charge	(19.55)	(0.58)	(12.72)	0.10
Profit for the Year	256.94	134.78	333.93	131.02
Total other Comprehensive Income (net of tax)	171.18	(0.57)	23.69	(0.99)
Total Comprehensive Income for the Year	428.12	134.21	357.62	130.03
Earnings per share (EPS)				
Basic	37.94	21.39	50.69	20.83
Diluted	37.94	21.39	50.69	20.83

4. Business Overview, Company's Performance and Note on Financial and Operations

RML offers a scalable and flexible Omnichannel CPaaS platform to enterprises across industry verticals, globally. Details of your Company's annual financial performance for the financial year ended March 31, 2026, as published on the Company's website and presented during the Analyst Meet after declaration of annual results, can be accessed at https://routemobile.com/wp-content/uploads/2026/05/Outcome-of-Board-Meeting-May-07-2026.pdf. With strong industry tailwinds, the Global CPaaS market is expected to grow to US$48 bn by 2029 (8% CAGR over 2026-2029).

During the reporting period, the Company posted a consolidated revenue of ₹ 44,082 mn, a 22% revenue CAGR FY 2022 - FY 2026. During the reporting period, Company's total income on a consolidated basis decreased by 3.7% Y-o-Y and PAT declined by 23%.

Consolidated profit after tax declined by 23% during the year, primarily reflecting exceptional items aggregating to ₹1,358.7 mn relating to the write-off of certain vendor advances by subsidiaries, as more fully described in the notes to the consolidated financial statements.

On a standalone basis, total income decreased by 7.5% and PAT went up by 3%.

We processed 174.9 bn billable transactions in FY 2025-26.

5. Key Service Milestones

a. Delhi Metro - WhatsApp Ticket Bookings, at City Scale.

Route Mobile enabled WhatsApp-based ticket bookings across six metro systems *viz* Delhi, Mumbai, Hyderabad, Pune, Nagpur and Jakarta, serving 8.3 million daily commuters across 469 stations, with end-to-end payments completed without leaving the chat. Delhi Metro alone records 2.5 million monthly bookings, making it one of India's largest conversational commerce deployments in public transit.

b. Bank of Maharashtra - Banking at Billion-Transaction Scale, on WhatsApp.

Bank of Maharashtra partnered with Route Mobile to bring 45+ banking services onto WhatsApp, processing 1.2 billion transactions annually and giving millions of customers 24/7 self-service access. With a 10% surge in engagement, the deployment redefined what digital banking looks like at national scale.

c. SAMCO Securities - Redefining Investor Communication for the Digital Age.

Samco Securities leveraged Route Mobile to deliver real-time trading alerts, IPO notifications, and demat account updates directly to investors on WhatsApp, achieving 60% higher ROI per transaction and a 3% improvement in customer retention, proving that the right channel transforms routine communication into a revenue driver.

d. Entri - Entri Drives Revenue Growth Through WhatsApp

Entri deepened learner engagement at scale *via* WhatsApp, through Route Mobile, achieving a 50% increase in user engagement, 25% higher conversion rates, and a 12% revenue uplift. What started as a communication channel became the platform's strongest driver of learner acquisition and retention.

e. Samsung - Samsung Reaches Six Million Customers Through WhatsApp.

Samsung worked with Route Mobile to directly engage a base of six million customers on WhatsApp, enabling seamless product launches, targeted promotional campaigns, and high-quality lead generation through a single conversational channel. The deployment transformed how the brand connects with its customers, replacing fragmented outreach with direct, personalised communication at scale.

f. PaisaBazaar - PaisaBazaar Redefines BFSI Lead Generation with RCS.

Moving beyond the limitations of SMS, PaisaBazaar worked with Route Mobile to deploy RCS across its lead generation campaigns, bringing verified sender identity, rich media, and actionable analytics to every interaction. Lead costs dropped by 30%, CTR climbed 20%, and message delivery hit 96%, redefining what performance looks like in BFSI communications.

g. ImpactGuru - ImpactGuru Scales Fundraising Through the Power of RCS.

ImpactGuru needed to grow its donor base and drive app installs for a platform where every message can mean life-changing support for patients. Working with Route Mobile, they launched RCS based donation campaigns, achieving an 80% jump in response rates and doubling their active user base through richer, more interactive outreach.

h. Hyderabad Metro - Hyderabad Metro Takes Commuter Experience to the Next Level.

From long queues to Google Wallet, Route Mobile transformed Hyderabad Metro's ticketing experience through RCS, enabling seamless purchases, real-time notifications, and universal device accessibility. The deployment delivered an 80% read rate, 94.5% message delivery, and 99.9% SMS fallback ensuring uninterrupted service for every commuter.

i. Microsoft - Microsoft Scales OTP Delivery in India with RCS.

Sending millions of OTP messages monthly for user authentication, Microsoft worked with Route Mobile to adopt RCS as its primary delivery channel, bringing branded sender identity and a more trusted authentication experience. The deployment now delivers 4–5 million OTPs per month in India, providing users with a seamless inbox SMS experience.

j. Unibit Games - Unibit Games Levels Up Player Engagement with RCS.

In a high-churn category where keeping players engaged is as critical as acquiring them, Unibit Games deployed RCS through Route Mobile to drive reactivation and retention campaigns, achieving a 7-12% increase in user engagement, 30% faster query response and measurable cost savings over SMS.

k. IIFL - IIFL Turns Email into a High-Performance Engagement Channel.

Serving 38 million clients across India's financial services landscape, IIFL teamed up with Route Mobile to move from generic email blasts to targeted, personalised communication, ensuring the right message reached the right customer at the right time. Open rates jumped 46.89%, click-to-open rates improved by 21.43%, and ROI grew 1.5x, proving that smarter email strategy directly translates to business performance.

l. Flydubai - Flydubai Redefines Traveller Engagement Through Email.

Flydubai partnered with Route Mobile to overhaul its digital engagement, unifying customer data, eliminating fragmented outreach, and deploying personalised, automated communication across its global traveller base. Within three months, the airline recorded a 120x ROI, marking one of the most significant email-driven performance turnarounds in the aviation sector.

6. Awards and Recognition

Date	Award Description	Organisation
March 2026	**Winner in Mobile Evolution- Konera Network API Platform** The Konera Network API Platform, jointly launched by Route Mobile, BICS and Telesign as Proximus Global in 2025, was recognized in the Mobile Evolution category at the MEFFYS Awards 2026 for driving innovation in network APIs and enabling seamless access to telecom capabilities through standardized APIs. The platform simplifies integration for enterprises and developers, accelerates deployment of digital services, and supports use cases such as identity verification, fraud prevention, and enhanced customer experiences.	Mobile Ecosystem Forum (MEF)

Date	Award Description	Organisation
July 2025	**Maharashtra State Best Employer Brand Award 2025** Route Mobile was recognized for its people-first culture, talent development initiatives, employee engagement practices, and commitment to building a high-performance workplace environment.	Employer Branding Institute

Date	Award Description	Organisation
April 2025	**Featured in the Fortune India 500 (2025) for the third consecutive year** Route Mobile was recognized among India's leading companies in the Fortune India 500 list, reflecting our sustained business growth, market leadership, and strong financial performance.	Fortune 500

7. Share Capital

The Company's issued and paid-up equity share capital at the beginning of the financial year i.e. April 1, 2025 was ₹ 62,99,75,820/- (6,29,97,582 shares of ₹ 10 each fully paid-up).

During the year, the Company issued and allotted 5,500 equity shares of ₹ 10/- each, pursuant to exercise of stock options by the eligible employee of the Company, under the Route Mobile Employee Stock Option Plan 2017 on December 24, 2025.

The Company's issued and paid-up equity share capital as on March 31, 2026 is ₹ 63,00,30,820 (6,30,03,082 shares of ₹ 10 each fully paid-up).

8. Details of utilization of funds & Statement of deviation(s) or variation(s)

Pursuant to Regulation 32(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI Listing Regulations"] there was no deviation or variation in the utilization of proceeds as mentioned in the objects stated in the Prospectus dated September 14, 2020, in respect of the Initial Public Offering ("IPO") of the Company. Your Company has appointed Axis Bank Limited as the Monitoring Agency, in terms of Regulation 41(2) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, to monitor the utilization of IPO proceeds. Further, in respect of the Company's maiden Qualified Institutions Placement ("QIP") on November 12, 2021, and pursuant to Regulation 32(1) of the SEBI Listing Regulations, there was no deviation or variation in the utilization of proceeds. The Monitoring Agency Reports are filed with BSE and NSE, where the equity shares of the Company are listed, as mandated under Regulation 32(6) of the SEBI Listing Regulations, every quarter. The Monitoring Agency Reports are available under the Investors section on our website at https://routemobile.com/investors/.

9. Listing Fees

Your Company has paid requisite annual listing fees to NSE and BSE where its securities are listed.

10. Dividend

Your Directors have recommended a final dividend of ₹ 2/- (Rupees Two) per equity share of ₹ 10/- (Rupees Ten) each (20%) for the financial year ended March 31, 2026, subject to shareholders' approval at the ensuing annual general meeting of the Company. The total dividend for the financial year ended March 31, 2026, aggregates to ₹ 11/- (Rupees Eleven) per equity share of the face value of ₹ 10/- (Rupees Ten) each, including the three interim dividends of ₹ 3/- (Rupees Three) each per equity share as approved by the Board of Directors at their meetings held on July 17, 2025, November 03, 2025, and February 09, 2026, respectively, which was paid thereafter. The dividend recommended is in line with the Dividend Distribution Policy of the Company. The Dividend Distribution Policy, in terms of Regulation 43A of SEBI Listing Regulations is available on the Company's website at https://routemobile.com/investors/corporate-policies/.

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source ("TDS") on dividend paid to the Members at prescribed rates as per the Income-tax Act, 2025. For more details in this regard, please refer to the 'Notes' section of the Notice to the Annual General Meeting ("AGM").

11. Transfer to Reserves

The closing balance of the retained earnings (excl. securities premium) of the Company for FY 2026, after all appropriation and adjustments was ₹ 248.46 crores.

12. Deposits

The Company has not accepted any deposits from public during the year under review, and as such, no amount principal or interest on deposits from public was outstanding as on the balance sheet closure date.

13. Highlights of Performance of Subsidiary Companies

Your Company along with its subsidiaries provides a wide range of cloud communication platform services to enterprises, OTT players and detection and traffic analytics, monitoring traffic and administration of SMS Firewall and a comprehensive 24/7 Managed Service and customer support solutions, back office & consultancy services.

In accordance with Section 136 of the Companies Act, 2013 ("the Act"), the audited financial statements, including the consolidated financial statements and related information of the Company and accounts (as per local law requirement) of each of its subsidiaries, are available on our website at www.routemobile.com. A short description of business and performance of major subsidiaries are provided below:

Route Mobile (UK) Limited ('RML UK'): RML UK is engaged in the business of *inter alia* providing technology services for mobile communications with a focus on messaging. The Standalone Gross Revenue of RML UK for FY 2025-26 stood at GBP 180,181,545 (Previous Year: GBP 223,483,409) and the Profit after Tax stood at GBP 15,745,428 (Previous Year: GBP 8,711,414).

Routesms Solutions FZE ('Routesms FZE'): Routesms FZE is engaged in the business of *inter alia* providing technology services for mobile communications with a focus on messaging and voice solutions. The Revenue of the Company for FY 2026 stood at AED 98,739,793 (Previous Year: 130,012,006). Routesms FZE earned net profit/(loss) for the year of AED (10,418,549) (Previous Year: AED 32,441,559).

Masivian S.A.S. ('Masivian'): Masivian is a leading cloud communications platform service provider in Latin America, with leadership position in Colombia and Peru, as well as a presence in several countries in the region. Masivian's differentiated and well-adapted cloud communication platform, security & data analytics offer a comprehensive suite of communications, marketing, and unique AI-powered products for enterprises. Masivian offers multichannel notification services through SMS, Email, as well as Voice, serving marquee clients across Colombia & Peru. For the year ended March 31, 2026, Masivian clocked Consolidated Revenue of COP 140,972,888,354 (Previous Year: Revenue of COP 132,705,710,136) and Profit after tax of COP 14,406,723,113 (Previous Year: Profit after tax COP 102,54,470,183).

365squared Ltd. ('365squared'): 365squared is engaged in the business of *inter alia* providing technology services for mobile communications with a focus on SMS filtering, analytics and monetisation. 365 analytics is a real time detection and traffic analytics software with an intelligence that is updated constantly based on our global intelligence. The Revenue of 365squared for FY 2025-26 stood at EURO 4,788,114 (Previous Year: EURO 9,742,924). 365squared earned a Profit/(Loss) after tax of EURO (1,31,009) (Previous Year: EURO 2,363,878).

M.R Messaging FZE ('MRM'): MRM is involved in the business of CPaaS solutions including A2P messaging, number lookup and 2-way messaging, offered to enterprises as well as aggregators, using its technology platform. Audited Revenue of the Consolidated MRM for the financial year ended March 31, 2026 was AED 322,661,082 (Previous Year: AED 330,969,316) and Profit after tax for the period was AED 25,364,783 (Previous Year: AED 15,126,078).

Route Mobile Communication Services Company (fka "Interteleco International for Modern Communication Services") ('RMC'): RMC is engaged in the business of communication services (viz. messaging solutions/SMS business) in Kuwait. For the year ended March 31, 2026, RMC generated a revenue of KWD 2,679,698 (Previous Year: KWD 2,264,039) with a profit of KWD 2,56,708 (Previous Year: KWD 2,95,444).

14. Consolidated Financial Statements

The Consolidated financial statements of the Company and its subsidiaries for FY 2025-26 are prepared in compliance with the applicable provisions of the Act and as stipulated under Regulation 33 of SEBI Listing Regulations as well as in accordance with the Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015. The audited consolidated financial statements together with the Independent Auditor's Report thereon forms part of this Annual Report. Further, pursuant to Section 129(3) of the Act, the report on the performance and financial position of the subsidiaries and salient features of the Financial Statements in the prescribed Form AOC-1 is attached to this report as **Annexure 1**.

Pursuant to Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate (as per local law requirement) in respect of subsidiaries, are available on the Company's website on https://www.routemobile.com/investors. Any Member desirous of inspecting or obtaining copies of the said Financial Statements may write to the Company Secretary at investors@routemobile.com.

During the year under review, except below mentioned Companies, there were no other companies that have become or ceased to be subsidiaries, joint ventures and associates.

(a) Trusense Identity Limited, a wholly owned subsidiary of Route Mobile (UK) Limited and a step-down wholly owned subsidiary of Route Mobile Limited, was struck off from the register of companies with effect from June 10, 2025, and subsequently dissolved on June 17, 2025.

(b) Route SMS Solutions Zambia Limited, a wholly owned subsidiary of Route Mobile (UK) Limited and a step-down wholly owned subsidiary of Route Mobile Limited, was voluntarily deregistered with effect from January 06, 2026. The Company was informed of the said deregistration through an email communication received on January 29, 2026.

15. Insurance

All the properties and operations of the Company, to the best judgement have been adequately insured. As per the provisions of the Act and in compliance with Regulation 25(10) of the SEBI Listing Regulations, we have also procured a directors' and officers' liability insurance to indemnify our directors and officers for claims brought against them to the fullest extent permitted under applicable law.

16. Board of Directors and Key Managerial Personnel

In accordance with the provisions of Section 152 of the Act read with Companies (Management & Administration) Rules, 2014 and Articles of Association of the Company, Mr. Rajdipkumar Gupta (DIN: 01272947) Managing Director of the Company, will retire by rotation at the ensuing AGM and being eligible, has offered himself for reappointment. The Board, on the recommendation of the Nomination & Remuneration Committee ("NRC"), recommended his re-appointment at the ensuing AGM.

The brief details of Mr. Rajdipkumar Gupta proposed to be re-appointed as Director, required under Secretarial Standard 2 issued by the Institute of Company Secretaries of India and Regulation 36 of the SEBI Listing Regulations is provided in the Notice of ensuing AGM of the Company.

During the year under review, Mr. Guillaume Antoine Boutin (DIN: 10498724) and Mr. Mark James Reid (DIN: 10498698) ceased to be Non-Executive Director & Chairman of the Board w.e.f. April 17, 2025 and January 22, 2026, respectively, on account of their pre-occupation and other personal commitments. The Board of Directors placed on record its sincere appreciation for the valuable contribution and guidance provided by Mr. Boutin and Mr. Reid during their association with the Company as Directors and Chairman of the Board.

Further, based on the recommendation of the NRC, the Board of Directors, at its meeting held on April 16, 2025, approved the appointment of Mr. Jan Van Acoleyen (DIN: 11039188) as an Additional (Non-Executive) Director of the Company with effect from April 16, 2025, pursuant to the provisions of Section 161 of the Act and appointed Mr. Mark James Reid (DIN: 10498698) as Chairman of the Board with effect from April 17, 2025. Subsequently, the appointment of Mr. Jan Van Acoleyen as a Non-Executive Director, liable to retire by rotation, was approved by the Shareholders of the Company by way of Ordinary Resolution passed through postal ballot on June 27, 2025.

Further, based on the recommendation of the NRC, the Board of Directors, vide circular resolution dated January 22, 2026, approved the appointment of Mr. Seckin Arikan (DIN: 11496476) as an Additional (Non-Executive) Director of the Company pursuant to Section 161 of the Act and appointed him as Chairman of the Board with effect from January 22, 2026. Subsequently, the appointment of Mr. Seckin Arikan as a Chairman and Non-Executive Director, liable to retire by rotation, was approved by the Shareholders of the Company by way of Ordinary Resolution passed through postal ballot on March 30, 2026.

Statement regarding Opinion of the Board with regard to Integrity, Expertise and Experience (Including the Proficiency) of the Independent Directors appointed during the Year:

Mrs. Harita Gupta, Mr. Prakash Sunder Advani and Mr. Anil Kumar Chanana are the Independent Directors of the Company. In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board.

Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, the Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, reimbursement of expenses and commission, if any.

Key Managerial Personnel

During the year under review and in compliance with Section 203 of the Act, the Board of Directors, based on recommendation of the NRC, approved the appointment of Mr. Tejas Shah as the Company Secretary & Compliance Officer and Key Managerial Personnel of the Company with effect from July 17, 2025 in place of Mr. Rathindra Das who resigned from the said position with effect from the close of business hours on May 30, 2025.

Further, the Board noted the resignation of Mr. Gautam Badalia as the Chief Executive Officer ("CEO") of the Company with effect from the close of business hours on July 17, 2025, and approved the re-designation of Mr. Rajdipkumar Gupta as the Managing Director & CEO of the Company with effect from July 18, 2025.

Subsequently, during the year under review and in compliance with the provisions of Section 203 of the Act, the Board of Directors, based on the recommendation of the NRC, approved the appointment of Mr. Tushar Agnihotri as the CEO and Key Managerial Personnel of the Company with effect from February 09, 2026. Consequent to the aforesaid appointment, the Board also approved the re-designation of Mr. Rajdipkumar Gupta as the Managing Director of the Company with effect from February 09, 2026.

The Board places on record its appreciation for the valuable contribution made by Mr. Rathindra Das and Mr. Gautam Badalia during their tenure with the Company.

As on the date of this Report, Mr. Rajdipkumar Gupta, Managing Director, Mr. Tushar Agnihotri, CEO, Mr. Rajeshwar Singh Gill, Group Chief Financial Officer, Mr. Suresh Jankar, Chief Financial Officer and Mr. Tejas Shah, Company Secretary & Compliance Officer are the Key Managerial Personnel of your Company in accordance with the provisions of Section 2(51) read with Section 203 of the Act.

17. Remuneration policy

The Company has in place a policy for remuneration of Directors, Key Managerial Personnel and Senior Management Personnel; the policy also lays down the parameters for selection of candidates for appointment to the said positions, which have been approved by the Board. The policy on remuneration of Directors, Key Managerial Personnel is provided in the Corporate Governance section which forms part of this Report and is also available on the website of the Company and can be accessed at https://routemobile.com/investors/corporate-policies/.

18. Declarations by Independent Directors

The Company has received declarations from all Independent Directors of the Company confirming that they continue to meet the criteria of independence, as prescribed under Section 149(6) of the Act and Regulation 25(8) read with Regulation 16(1)(b) of the SEBI Listing Regulations. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct of Board of Directors and Senior Management Personnel.

19. Meetings of the Board and Board Committees

The Board met seven (7) times during the financial year under review, the details of which are given in the Corporate Governance Report that forms part of this Report. The intervening gap between any two meetings of the Board was not more than one hundred and twenty (120) days as stipulated under the Act and SEBI Listing Regulations.

Constitution of various Committees

The Board currently has Five (5) Committees, namely, the Audit Committee, the NRC, the Corporate Social Responsibility Committee, the Stakeholders Relationship Committee and the Risk Management Committee. Further, the Company also has an Operations Committee to deal with the matters relating to frequent banking and business affairs.

During the year under review, there were no instances where the Board did not accept any recommendation of the Audit Committee.

The details of the Committees along with their composition, number of meetings held and attendance at the meetings are provided in the Corporate Governance Report.

20. Human Capital and Employee Engagement

At Route Mobile, our people are the cornerstone of our success. We recognize that a skilled, engaged, and diverse workforce is critical to delivering sustainable growth, driving innovation, and creating long-term value for our stakeholders. Our Human Capital strategy is focused on attracting, developing, engaging, and retaining top talent while fostering a culture of collaboration, accountability, and continuous learning.

We are committed to providing an inclusive and empowering work environment where employees are encouraged to realize their full potential. Through a range of learning and development initiatives, leadership interactions, and career advancement opportunities, we strive to support both professional growth and personal well-being.

Employee engagement remains a key priority across the organization. We actively seek feedback through structured channels such as employee engagement surveys, skip-level meetings, leadership town halls, focus group discussions, and exit interviews. These platforms provide valuable insights that help us strengthen workplace practices, enhance employee experience, and cultivate a culture of transparency and trust.

Our workforce spans multiple geographies and represents a diverse mix of cultures, experiences, and perspectives. We believe that diversity and inclusion are fundamental to innovation and business success. By fostering an environment where every employee feels respected, valued, and heard, we continue to build a workplace that encourages collaboration and enables individuals to contribute meaningfully to organizational goals.

Open communication is central to our employee engagement framework. Quarterly town halls and regular leadership communications ensure employees remain informed about business performance, strategic priorities, and organizational developments. Dedicated onboarding and leadership interaction sessions help new employees integrate seamlessly into the organization and establish meaningful connections from the outset.

Recognizing employee contributions is an integral part of our culture. Our Rewards and Recognition programs celebrate outstanding performance, innovation, teamwork, and commitment to organizational values. Through periodic recognition initiatives and annual awards programs, we acknowledge individuals and teams who exemplify excellence and make significant contributions to the Company's success. We also take pride in recognizing employees for their long-standing commitment and loyalty through service milestone awards.

Employee well-being remains an important focus area. We continue to promote initiatives that support work-life balance, health and wellness, and a safe and respectful workplace. By investing in our people and fostering a culture of engagement and belonging, we are building a resilient organization that is well-positioned for future growth.

As we continue our growth journey, we remain committed to nurturing a workplace where people are inspired to innovate, empowered to excel, and motivated to contribute to our shared vision and success.

The statement of Disclosure of Remuneration under Section 197 of the Act and Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ("Rules"), is attached to this Report as **Annexure 2**. As per second proviso to Section 136 (1) of the Act and second proviso of Rule 5 of the Rules, the Report and Financial Statements are being sent to the members of the Company excluding the statement of particulars of employees under Rule 5 (2) of the Rules. Any member interested in obtaining a copy of the said statement, such member may write to the Company Secretary, whereupon a copy would be sent.

21. Quality initiatives

The Company continues to sustain its commitment to the highest levels of quality, superior service management, robust information security practices and mature business continuity management. Our quality management system certified by KVQA Certification Services Private Limited complies with ISO 9001:2015 while our information security management system is certified by KVQA Certification Services Private Limited as ISO/IEC 27001:2022 compliant.

22. Board Diversity and Policy on Director's Appointment and Remuneration

The role and responsibilities of the board of directors have long been a cornerstone of sound corporate governance. Entrusted with acting in the best interests of shareholders, directors are collectively responsible for formulating operational and financial strategies and overseeing the effectiveness of the Company's practices. They are expected to bring critical thinking and sound judgment to strategic decision-making and problem-solving. A well-recognised challenge in boardroom deliberations is the phenomenon of 'groupthink' a tendency wherein the desire for harmony and consensus suppresses the critical evaluation of alternative viewpoints, ultimately undermining the quality of decisions taken. Diversity within the boardroom, however, extends its positive influence well beyond the confines of the meeting room. A diverse board signals an inclusive organisational culture, which not only attracts high-calibre talent but also fosters greater employee engagement and morale. In today's competitive labour market, organisations are increasingly assessed on their commitment to inclusion and diversity. Companies that demonstrate genuine leadership in this regard, especially at the board level gain a meaningful edge in attracting and retaining the best professionals. Your Company remains firmly committed to this principle and has consistently endeavoured to maintain a Board that reflects a balanced diversity of gender and experience. The 'Nomination and Remuneration' and 'Board Diversity' policies, as adopted by the Board, lay down the criteria for assessing qualifications, positive attributes and independence when considering a person for appointment or reappointment as a Director or Key Managerial Personnel, with no discrimination on the basis of gender, race, ethnicity, nationality or country of origin. The Board Diversity Policy is available on the Company's website at https://routemobile.com/investors/corporate-policies/.

23. Board Evaluation

NRC has approved a framework/policy for performance evaluation of the Board, Committees of the Board and the individual members of the Board (including the Chairperson) which includes criteria for performance evaluation, which is reviewed annually by the Committee. A questionnaire for the evaluation of the Board, its committees and the individual members of the Board (including the Chairperson), designed in accordance with the said framework and covering various aspects of the performance of the Board and its Committees, including composition and quality, roles and responsibilities, processes and functioning, adherence to Code of Conduct and Ethics and best practices in Corporate Governance as mentioned in the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 05, 2017 was circulated to the Directors. Pursuant to the provisions of the Act and SEBI Listing Regulations and based on policy devised by the committee, the board has carried out annual evaluation of its own performance, its committees and individual directors.

The board performance was evaluated on inputs received from all the Directors after considering criteria as mentioned aforesaid. The performance of the committees was evaluated by the Board of Directors on inputs received from all the committee members after considering criteria as mentioned aforesaid. Pursuant to SEBI Listing Regulations, performance evaluation of independent director was done by the entire board, excluding the independent director being evaluated. The performance evaluation of non-independent directors and the board as a whole and Chairman of the Board was also carried out by the Independent Directors of the Company through separate meeting of independent directors held on February 9, 2026.

24. Remuneration to Managing Director/ Whole-Time Director from Holding or Subsidiary Companies

In terms of Section 197 (14) of the Act, Mr. Rajdipkumar Gupta, Managing Director of the Company, receives remuneration including short-term incentive, from subsidiary company *viz.* Route Mobile (UK) Limited, details whereof are disclosed in the Corporate Governance Report.

25. Auditors & Audit Reports

Statutory Auditors and Audit Report

Walker Chandiok & Co LLP ("WCC"), Chartered Accountants (Firm Registration No.: 001076N/N500013), were re-appointed as Statutory Auditors of the Company at the 17^{th} AGM, to hold office till the conclusion of the ensuing 22^{nd} AGM for the financial year 2025-26. The second term of WCC as the Statutory Auditors of the Company expires at the conclusion of the ensuing 22^{nd} AGM.

Pursuant to the provisions of the Sections 139, 142 and other applicable provisions, if any of the Act and Rules issued thereunder, and based on the recommendation of the Audit Committee, the Board of Directors vide circular resolution dated

May 22, 2026, has approved and recommended to the shareholders at the ensuing 22nd AGM of the Company, the appointment of M S K A & Associates LLP ("MSKA"), Chartered Accountants (Firm Registration No.: 105047W/W101187), as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the ensuing 22nd AGM till the conclusion of 27th AGM of the Company.

The Company has received written consent and certificate of eligibility in accordance with Sections 139, 141 and other applicable provisions of the Act and Rules issued thereunder, from MSKA. They have confirmed to hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India as required under the SEBI Listing Regulations.

The Auditors' Report for FY 2025-26 issued by WCC does not contain any qualification, reservations, or adverse remark. The said report for the financial year ended March 31, 2026 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3) of the Act. The Auditors' Report is enclosed with the financial statements in this Annual Report.

Secretarial Auditors

The Members of the Company at its 21st AGM held on September 12, 2025, appointed Makarand M. Joshi & Co., Company Secretaries (Firm registration no: P2009MH007000) as the Secretarial Auditor for a period of 5 consecutive years commencing from financial year 2025-26 till financial year 2029-30 in terms of the provisions of Regulation 24A of the SEBI Listing Regulations and Section 204 of the Act read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit Report for the financial year ended March 31, 2026, in the prescribed Form MR-3 is attached to this Report as **Annexure 3**. The said Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks or disclaimer.

Annual Secretarial Compliance Report

Pursuant to Regulation 24A of the SEBI Listing Regulations, the Secretarial Compliance Report for the financial year ended March 31, 2026, has been submitted to the Stock Exchanges. Further, in this regard, please note that the Company does not have any material unlisted Indian subsidiaries during financial year 2025-26.

Cost Auditors

The Company is not required to maintain cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act for the financial year 2025-26 for the business activities carried out by the Company.

Reporting of Frauds by Auditors

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the Audit Committee or the Board, under Section 143 (12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

26. Internal Financial Controls, their adequacy and Internal Auditors

Internal Control are often an area of focus for investors, creditors, shareholders and Board members, among other stakeholders, when ensuring that the organisation provides accurate financial reporting which shows its state of operations in today's constantly changing business environment. At Route Mobile, Internal financial controls ("IFC") are the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the records. Section 134(5) (e) of the Act requires, the Board of every listed Company to lay down IFC Policy to be followed by the Company which helps in ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the Accounting records and timely preparation of reliable financial information. As per section 177 (4) (vii) of the Act, the Audit Committee is required to evaluate the IFC of the Company. At Route Mobile, IFC has been designed to mitigate Operational risks, including segregation of duties, checks and balances, protection of company's funds, operating systems, management information systems, management reporting, front and back office operations, contingency planning and disaster recovery.

Walker Chandiok & Co LLP, the statutory auditors of RML have audited the financial statements included in this annual report and have issued an attestation report on the Company's internal control over financial reporting (as defined in Section 143 of the Act). RML has appointed Mr. Nicolas Lecomte to carry out internal audit of its activities for FY 2025-26. The audit is based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors. RML also undergoes periodic audit by specialised third party consultants and professionals for business specific compliances such as quality management, service management, information security, etc. Based on its evaluation (as defined in Section 177 of Act and Regulation 18 of SEBI Listing Regulations), audit committee has noted that, as of March 31, 2026, the Company's IFC were adequate and operating effectively.

27. Particulars of contracts or arrangements with Related Parties

All contracts/arrangements/transactions entered into by the Company with its related parties during the year were in the ordinary course of business and on an arm's length basis. The Company has put in place a mechanism for certifying the related party transactions statements placed before the Audit Committee and the Board of Directors from an Independent Chartered Accountant firm (confirming ordinary course of business and arm's length basis). Further, all related party transactions were undertaken with approval of the Audit Committee. Disclosure of Transactions, (None for FY 2025-26), with Related Parties referred to in Section 188(1), as prescribed in AOC-2 under Rule 8 (2) of the Companies (Accounts) Rules, 2014 is not applicable.

Details of other related party transactions have been included in Note no. 37 to the standalone financial statements. There are no materially significant related party transactions that may have potential conflict with interest of the Company at large. There were no transactions of the Company with any person or entity belonging to the Promoter(s)/Promoter(s) Group which individually holds 10% or more shareholding in the Company, except as disclosed in the financial statements.

The Policy on the Related Party Transactions is available on the Company's website at https://routemobile.com/investors/corporate-policies/. During FY 2025-26, the Non- Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees, reimbursement of expenses and commission, as applicable.

28. Transfer of Equity Shares, Unpaid/ Unclaimed Dividend to the IEPF

Pursuant to the Section 124 and applicable provisions of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), all the unpaid or unclaimed dividends are required to be transferred to the IEPF established by the Central Government, upon completion of seven (7) years. Further, according to the Investor Education & Protection Fund ("IEPF") Rules, the shares in respect of which dividend has not been paid or claimed by the Shareholders for seven (7) consecutive years or more shall also be transferred to the demat account created by the IEPF Authority. Your Company does not have any unpaid or unclaimed dividend or shares relating thereto which is required to be transferred to the IEPF on the date of this Report.

29. Risk Management

In compliance with Regulation 21 of the SEBI Listing Regulations, a Risk Management Committee has been constituted by the Board. The Risk Management Committee is entrusted with roles and powers as specified in Part D of Schedule II of SEBI Listing Regulations.

The Company has developed and implemented a risk management policy which can be accessed at https://routemobile.com/investors/corporate-policies/. for the identification, assessment, monitoring and mitigation of risks. The Risk Management Committee identifies the key risks for the Company, develops and implements the risk mitigation plan, reviews and monitors the risks and corresponding mitigation plans on a regular basis and prioritises the risks, if required, depending upon the effect on the business/ reputation. In the opinion of the Board, there are no risks at present which may threaten the existence or continuity of the Company.

The other details in this regard are provided in the Report on Corporate Governance, which forms a part of this Annual Report.

30. Cyber Security/Information Security

Over the past year, we have focused on continuously enhancing and strengthening our cybersecurity systems. Leveraging both internal resources and external partnerships, we have aimed to maintain robust security measures and improve our overall system performance.

The Company continues to face various cybersecurity risks through both direct and supply chain interactions. These risks include intentional and hostile actions, accidental breaches, and negligence. The primary concern remains system intrusions leading to data leakage. To address these risks, our Risk Management Committee has deliberated on several key areas:

- **Enhanced Security Policies:** We have strengthened our security policies by implementing mandatory measures such as IP whitelisting, Two-Factor Authentication (2FA), and Dark Web monitoring to proactively track potential Indicators of Compromise (IOCs).
- **ISO 27001 Surveillance:** Ongoing surveillance and adherence to ISO 27001 standards remain a priority.
- **Comprehensive Vulnerability Assessment and Penetration Testing:** Regular Vulnerability Assessment and Penetration Testing (VAPT) for RMLAPIs are conducted to identify and rectify security gaps.

We continue to implement and enhance our role-based access controls, ensuring that employees have appropriate access levels according to their roles and responsibilities. Additionally, we have further streamlined our internal IT practices to provide rapid support to internal teams, which is critical for threat identification and response, as well as overall business productivity.

Our commitment to cybersecurity includes continuously evaluating the latest tools and services to strengthen and expedite our detection and response systems. This proactive approach helps us stay ahead of emerging threats and ensures that our cybersecurity infrastructure remains robust and effective.

In line with evolving data privacy regulations, we have updated our data processing agreements to ensure compliance with major data privacy laws globally. These updates cover GDPR, CCPA, and other significant data privacy regulations, ensuring that we meet the highest standards of data protection and privacy.

We have taken a firm stance on our security policies with both customers and partners, ensuring that our security requirements are clearly communicated and enforced. This includes stringent measures for data handling, access control, and compliance with our security protocols to mitigate risks across the board.

We have launched several initiatives to enhance cybersecurity awareness and training among employees. These include regular training sessions, phishing simulation exercises, and updated protocols for handling sensitive information. Our goal is to foster a culture of security mindfulness across the organisation.

Looking ahead, we plan to further invest in advanced cybersecurity technologies such as AI-driven threat detection and response systems. Additionally, we aim to enhance our incident response capabilities and expand our cybersecurity team to address the growing complexity of cyber threats.

By maintaining a proactive and adaptive cybersecurity strategy, we are committed to safeguarding our Company's assets and ensuring the integrity of our operations.

31. Particulars of Loans, Guarantees or Investments

Particulars of loans given, investments made or guarantees given or security provided by the Company as required under Section 186 of the Act and the SEBI Listing Regulations are contained in the notes to the financial statements of the Company.

32. Whistle-Blower Policy/Vigil Mechanism

The Company promotes ethical behavior in all its business activities and has adopted a Policy on Vigil Mechanism and Whistle Blower in terms of Section 177(9) and Section 177(10) of the Act and Regulation 22 of the SEBI Listing Regulations for receiving and redressing complaints from employees, directors and other stakeholders to report concerns about unethical behaviour, actual or suspected fraud.

This policy ensures the strict confidentiality of whistleblowers while handling their concerns and stipulates non-discriminatory treatment for individuals raising genuine concerns. Moreover, it includes a provision for direct access to the Chairman of the Audit Committee in emergency cases. The Whistleblower (Vigil Mechanism) Policy is available on the Company's website at https://routemobile.com/investors/corporate-policies/.

No complaints were received under the Vigil Mechanism during the year.

33. Disclosure under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder. Internal Complaints Committee ("ICC") is in place for all works and offices of the Company to redress complaints received regarding sexual harassment.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Furthermore, there was no pending complaint/ case at the beginning as well as ending of the financial year and no complaints were pending for more than 90 days.

34. Secretarial Standards

The Company has in place proper systems to ensure compliance with the provisions of the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

35. Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Act and Rules framed thereunder, your Company has adopted a policy for Corporate Social Responsibility ("CSR") and the Board has constituted a Committee for implementing the CSR activities. Composition of the Committee and other details are provided in the Corporate Governance Report.

Your Company has set up "Route Mobile Foundation for Education and Sports" to carry out its CSR efforts. The Foundation focuses on improving the quality of life and engaging communities through health, education, livelihood, sports and infrastructure development.

In the financial year 2025-26, the Company has undertaken various CSR activities and the projects undertaken by the Company are in accordance with Schedule VII of the Act. The report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 is attached to this Report as **Annexure 4**.

36. Other Disclosures

- There were no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report;
- Company has not issued equity shares with differential rights as to dividend, voting or otherwise;
- The Company has not issued any sweat equity shares to its directors or employees;
- There was no revision in the Financial Statements;
- There has been no change in the nature of business carried out by the Company;
- The Company has not failed to implement any corporate action during the year under review;
- No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable;
- The requirement to disclose the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable;
- The Company's securities were not suspended for trading during the year;
- The Company complies with the provisions of the Maternity Benefits Act, 1961;
- The disclosure pertaining to explanation for any deviation or variation in connection with certain terms of a public issue, rights issue, preferential issue, etc. is not applicable to the Company.

37. Directors' Responsibility Statement

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

a. the applicable Accounting Standards had been followed in the preparation of the annual accounts along with proper explanation relating to material departures;

b. such accounting policies have been selected and applied consistently and such judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;

c. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the annual accounts have been prepared on a going concern basis;

e. the proper IFC were in place and that such IFC are adequate and were operating effectively; and

f. the system to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

Based on the framework of IFC and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of IFC over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the Audit Committee, the Board is of the opinion that the Company's IFC were adequate and effective during FY 2025-26.

38. Annual Return

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the draft of the Annual Return of the Company for the financial year March 31, 2026 is uploaded on the website of the Company and can be accessed at https://routemobile.com/wp-content/uploads/2026/08/Annual-Return-FY-2025-26_2.pdf

39. Significant and material orders passed by the Regulators or Court

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

40. Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

Details of the energy conservation, technology absorption and foreign exchange earnings and outgo is attached to this report as **Annexure 5**.

41. Corporate Governance

Pursuant to the SEBI Listing Regulations, the Report on Corporate Governance for the year under review, is presented in a separate section, forming part of this Annual Report. A certificate from Makarand M. Joshi & Co., Practicing Company Secretaries, confirming compliance with conditions of Corporate Governance, as stipulated under the SEBI Listing Regulations, also forms part of the Corporate Governance Report.

42. Management Discussion and Analysis Report

Pursuant to Regulation 34 of the SEBI Listing Regulations the Management Discussion and Analysis Report for the year under review, is presented in a separate section, forming part of the Annual Report. As required under the provisions of the SEBI Listing Regulations, the Audit Committee of the Company has reviewed the Management Discussion and Analysis Report of the Company for the financial year ended March 31, 2026.

43. Business Responsibility and Sustainability Reporting

In compliance with Regulation 34(2)(f) of the SEBI Listing Regulations, the Business Responsibility and Sustainability Report ("BRSR") covering disclosures on the Company's performance on ESG parameters for FY 2025-26 is attached to this Report as **Annexure 6**.

44. Employee Stock Option Plan

The Company has two Employee Stock Option Plans ("RML ESOP Plans") as of March 31, 2026 *viz.* Route Mobile Limited-Employee Stock Option Plan 2017 ("RML ESOP 2017") and Route Mobile Limited - Employee Stock Option Plan, 2021 ("RML ESOP 2021") (together referred as 'Schemes'). The Schemes are administered by the Route Mobile Employee Welfare Trust. There are no changes made to the above Schemes and these Schemes are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SEBI (SBEBSE) Regulations, 2021). During FY 2025-26, no employee was issued stock options equal to or exceeding 1% of the issued share capital of the Company at the time of grant.

The RML ESOP Plans are compliant with the provisions of Section 62 of the Act and the SBEB Regulations. Details of the Schemes have been provided in note no. 43 of the standalone financial statements. All the RML ESOP Plans adopted by the Company are available on the website of the Company at https://routemobile.com/investors/other-disclosures/. The disclosure containing the details of options granted, options vested, number of shares allotted upon exercise of options, etc. as required under the SBEB Regulations is attached to this report as **Annexure 7** and is also available on the website of the Company at https://routemobile.com/investors/.

A certificate issued by the Secretarial Auditor, certifying that all RML ESOP Plans have been implemented in accordance with SBEB Regulations and in accordance with the resolution(s) passed by the Shareholders of the Company is made available on the website of Company at https://routemobile.com/investors/other-disclosures/. The certificate will also be available for electronic inspection by the members during the AGM of the Company.

45. Cautionary Statement

This Board's Report including the Management Discussion and Analysis Report may contain forward-looking statements under provisions of applicable laws. All statements other than statements of historical facts are statements that could be deemed forward-looking statements. These statements are based on current expectations, estimates, forecasts, and projections about the industries in which we operate and the beliefs and assumptions of our management. In addition, any statements that refer to (1) our goals, commitments and programmes; (2) our business plans, initiatives and objectives; (3) our assumptions and expectations; (4) the scope and impact of our corporate responsibility risks and opportunities; and (5) standards and expectations of third parties are forward-looking. Readers are cautioned that these forward-looking statements are only predictions and are subject to risks, uncertainties, and assumptions that are difficult to predict. Forward-looking statements speak only as of the date they are made, and we do not undertake any obligation to update any forward-looking statement.

46. Acknowledgements

The Board acknowledges the guidance, support extended by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Registrar of Companies, The Telecom Regulatory Authority of India (TRAI) and all other governmental and regulatory authorities including officials there at from time to time.

The Board also place on record their sincere appreciation for the continued support extended by the Company's Stakeholders at large including investors, customers, banks, financial institutions, and well-wishers during the year. The Board expresses sincere appreciation for the valuable contributions of employees at all levels of the Company and its subsidiaries. Their dedication, teamwork, and support have been key to the Company's sustained growth.

For and on behalf of the Board of Directors

Seckin Arikan
Chairman
DIN: 11496476

Place: Mumbai
Date: July 23, 2026

Annexure-1

AOC-1

Statement containing salient features of the financial statement of subsidiaries

Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of the Companies (Accounts) Rules, 2014 relating to subsidiary companies for the year ended March 31, 2026

(₹ in crore)

Sr. No.	Name of Subsidiary	The date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries (as on March 31, 2026)	Share capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
1	Route Ledger Technologies Private Limited	NA	NA	INR	0.01	12.06	12.11	0.04	-	-	(0.07)	(0.02)	(0.05)	-	100%
2	Send Clean Private Limited (fka Cellent Technologies (India) Private Limited)	September 07, 2016	NA	INR	0.10	6.54	48.03	41.38	-	78.64	(0.87)	0.02	(0.88)	-	100%
3	Route Mobile (UK) Limited	NA	NA	GBP (Exchange Rate - 124.28 & Average Rate - 123.53)	0.25	770.43	1,477.97	707.29	673.55	2,225.87	249.21	29.31	190.96	-	100%
4	Routesms Solutions FZE	NA	NA	AED (Exchange Rate – 25.69 & Average Rate – 25.24)	0.26	563.75	708.20	144.19	472.06	249.23	(40.39)	(10.74)	(29.64)	-	100%
5	Routesms Solutions Nigeria Ltd.	NA	NA	NGN (Exchange Rate – 0.06 & Average Rate – 0.06)	0.07	48.09	68.92	20.76	-	105.46	24.32	8.27	16.05	-	100%
6	Route Mobile Pte. Ltd.	NA	NA	SGD (Exchange Rate – 73.02 & Average Rate – 72.52)	0.18	(3.48)	1.75	5.05	-	22.29	2.04	-	2.04	-	100%
7	Call 2 Connect India Private Limited	April 19, 2017	NA	INR	0.22	3.93	75.14	71.00	0	83.19	(4.61)	(1.00)	(3.61)	-	100%
8	Route Connect Private Limited	NA	NA	INR	0.01	0.30	1.28	0.96	-	2.69	0.18	0.04	0.14	-	100%
9	Route Mobile Limited (Ghana)	NA	NA	GHS (Exchange Rate - 8.59 & Average Rate - 8.56)	1.00	(2.68)	1.70	3.38	-	0.43	0.75	-	0.75	-	70% holding by Route Mobile (UK) Limited

(₹ in crore)

Sr. No.	Name of Subsidiary	The date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries (as on March 31, 2026)	Share capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
10	Route Mobile INC.	NA	NA	USD (Exchange Rate - 94.36 & Average Rate - 92.70)	0.00	80.49	107.91	27.42	-	643.25	51.96	13.87	38.09	-	100% holding by Route Mobile (UK) Limited
11	Route Connect (Kenya) Limited	NA	NA	KES (Exchange Rate - 0.72 & Average Rate - 0.71)	0.72	(0.15)	0.73	0.16	-	-	(0.01)	-	(0.01)	-	100% holding by Route Mobile (UK) Limited
12	365squared Ltd	September 21, 2017	NA	EUR (Exchange Rate - 108.09 & Average Rate - 107.86)	0.02	27.33	69.22	41.86	-	51.65	(1.50)	(0.09)	(1.41)	-	100% holding by Route Mobile (UK) Limited
13	Route Mobile Nepal Private Limited	NA	NA	NPR (Exchange Rate - 0.62 & Average Rate - 0.62)	0.62	(0.24)	0.97	0.59	-	0.00	(0.09)	-	(0.09)	-	100% holding by Route Mobile (UK) Limited
14	Route Mobile Lanka (Private) Limited	NA	NA	LKR (Exchange Rate - 0.30 & Average Rate - 0.29)	0.00	(0.34)	0.09	0.43	-	0.04	(0.17)	-	(0.17)	-	100% holding by Route Mobile (UK) Limited
15	Route Mobile (Bangladesh) Limited	NA	NA	BDT (Exchange Rate - 0.77 & Average Rate - 0.75)	0.27	(7.44)	7.92	15.09	-	7.93	(1.11)	-	(1.11)	-	99.99% holding by Route Mobile (UK) Limited
16	Route Mobile Malta Limited	NA	NA	EUR (Exchange Rate - 108.09 & Average Rate - 107.86)	0.02	47.03	79.49	32.43	-	255.94	13.88	0.70	13.18	-	100% holding by Route Mobile (UK) Limited
17	Route Mobile Uganda Limited	NA	NA	UGX (Exchange Rate - 0.02 & Average Rate - 0.02)	0.13	(1.97)	0.21	2.05	-	0.48	(0.19)	-	(0.19)	-	100% holding by Route Mobile (UK) Limited
18	Route Mobile L.L.C.	NA	NA	AED (Exchange Rate – 25.69 & Average Rate – 25.24)	0.77	90.23	116.11	24.72	-	237.49	32.73	2.85	29.88	-	49% hold by Route Sms Solutions FZE

(₹ in crore)

Sr. No.	Name of Subsidiary	The date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries (as on March 31, 2026)	Share capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
19	Route Mobile Communication Services Company (fka Interteleco International for Modern Communication Services)	December 1, 2021	NA	KWD (Exchange Rate – 305.75 & Average Rate – 301.43)	4.59	21.76	37.17	10.83	-	80.78	7.74	-	7.74	-	49% holding by Route Sms Solutions FZE
20	Route Mobile Arabia Telecom	NA	NA	SAR (Exchange Rate – 25.16 & Average Rate – 24.71)	0.13	9.82	25.32	15.37	-	38.07	7.45	1.43	6.02	-	70%
21	PT Route Mobile Indonesia	NA	NA	IDR (Exchange Rate - 0.005 & Average Rate - 0.005)	5.56	(5.57)	8.78	8.79	-	4.01	(1.54)	-	(1.54)	-	99.90% holding by Route Mobile (UK) Limited
22	Send Clean Inc.	NA	NA	USD (Exchange Rate - 94.36 & Average Rate - 92.70)	0.01	1.20	1.70	0.50	-	5.36	1.21	0.23	0.97	-	100% holding by Route Mobile (UK) Limited
23	Masivian S.A.S.	November 11, 2021	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.26	158.30	281.04	31.93	0.90	206.27	45.36	12.07	33.28	-	100% holding by Route Mobile (UK) Limited
24	Estratec S.A.S.	November 11, 2021	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.35	0.16	0.51	0.00	0.07	-	-	-	-	-	100% holding by Masivian S.A.S.
25	Elibom Colombia S.A.S.	November 11, 2021	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.29	(0.79)	68.15	68.65	68.13	-	-	-	-	-	100% holding by Masivian S.A.S
26	Masivian Peru SAC	November 11, 2021	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.00	68.20	74.26	6.06	-	98.37	27.74	3.92	23.82	-	100% holding by Masivian S.A.S
27	M.R Messaging FZE	February 28, 2022	NA	AED (Exchange Rate – 25.69 & Average Rate – 25.24)	0.77	51.53	131.64	79.34	0.00	278.14	89.11	3.02	86.09	-	100% holding by Route Sms Solutions FZE
28	Mr Messaging (Holding) Limited	February 28, 2022	NA	EURO (Exchange Rate - 108.09 & Average Rate – 107.83)	0.00	39.63	39.66	0.03	0.00	-	63.48	0.16	63.32	-	100% holding by M.R. Messaging FZE

(₹ in crore)

Sr. No.	Name of Subsidiary	The date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries (as on March 31, 2026)	Share capital	Reserves and Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
29	Mr Messaging Limited	February 28, 2022	NA	EURO (Exchange Rate - 108.09 & Average Rate – 107.83)	0.00	40.75	161.88	121.13	-	565.62	45.90	2.32	43.58	-	100% holding by Mr. Messaging (Holding) Limited
30	Mr Messaging South Africa (Pty) Limited	February 28, 2022	NA	ZAR (Exchange Rate – 5.48 & Average Rate – 5.60)	-	7.22	9.88	2.67	-	3.77	(1.53)	(0.40)	(1.13)	-	100% holding by Mr. Messaging Limited
31	Masiv Chile spA	NA	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.01	(0.49)	1.00	1.48	-	1.78	(0.72)	-	(0.72)	-	100% holding by Masivian S. A. S.
32	Route Mobile Mexico S.de R.L.de C.V.	NA	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.05	1.32	1.93	0.56	-	4.85	0.37	-	0.37	-	99.999% holding by Masivian S.A.S.
33	Mobilelink Telecommunicaciones SpA ("Mobilelink")	May 04, 2023	NA	COP (Exchange Rate - 0.02 & Average Rate - 0.02)	0.01	-	0.01	-	-	-	-	-	-	-	100% holding by Masiv Chile SpA

Amount wherever 0.00 is less than ₹ 1 Lakh.

For and on behalf of the Board of Directors

Seckin Arikan
Chairman
DIN: 11496476

Rajdipkumar Gupta
Managing Director
DIN: 01272947

Tushar Agnihotri
Chief Executive Officer

Rajeshwar Singh Gill
Group Chief Financial Officer

Suresh Jankar
Chief Financial Officer

Tejas Shah
Company Secretary & Compliance Officer

Date:- July 23, 2026
Place:- Mumbai

Annexure - 2

Details pertaining to remuneration as mentioned under Section 197(12) of Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(A) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during FY 2025-26 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for FY 2025-26 are as under:

Sr. No.	Name of Director/KMP and Designation	Ratio of remuneration to median remuneration of employees	% increase/decrease of remuneration in 2026 as compared to 2025
Executive Director(s)			
1	Mr. Rajdipkumar Gupta, Managing Director	28.98:1	-20%
	Non-Executive Non-Independent Directors		
2	Mr. Guillaume Antoine Boutin*	Refer Note 3	Refer Note 2
3	Mr. Mark James Reid$		
4	Mr. Jan Van Acoleyen#		
5	Mr. Seckin Arikan^		
Independent Directors			
6	Mr. Anil Chanana	12.08:1	Refer Note 2
7	Mrs. Harita Gupta	11.94:1	
8	Mr. Prakash Advani	11.53:1	
Key Managerial Personnel ('KMP')			
9	Mr. Gautam Badalia (CEO)**	37.50:1	Refer Note 2
10	Mr. Tushar Agnihotri (CEO)$$	22.98:1	Refer Note 2
11	Mr. Rajeshwar Singh Gill (Group CFO)	30.19:1	Refer Note 2
12	Mr. Suresh Jankar (CFO)	17.70:1	-28%
13	Mr. Rathindra Das (CS) ^^	1.85:1	Refer Note 2
14	Mr. Tejas Shah (CS)##	5.85:1	Refer Note 2

Note(s):

(1) The above information is on standalone basis.

(2) The Percentage increase/decrease in remuneration are not reported as they were holding directorship/ Key Managerial Person position for part of the financial years 2024-25 & 2025-26 and/or they were appointed during the financial years 2024-25 & 2025-26.

(3) No remuneration is payable to directors who are employees of Proximus group and accordingly, Mr. Guillaume Antoine Boutin, Mr. Mark James Reid, Mr. Jan Van Acoleyen and Mr. Seckin Arikan, Non-Executive Non-Independent Directors of the Company shall not be paid any remuneration, including sitting fees.

(4) The aforesaid details are calculated on the basis of remuneration for the financial year 2025-26 and includes commission and sitting fees paid to Directors during the said financial year.

(*) Ceases to be the Director of the Company w.e.f. April 17, 2025

($) Ceases to be the Director of the Company w.e.f. January 22, 2026

(#) Appointed as the Director of the Company w.e.f. April 16, 2025

(^) Appointed as the Director of the Company w.e.f. January 22, 2026

(**) Ceases to be the Chief Executive Officer of the Company w.e.f. July 17, 2025

(^^) Ceases to be the Company Secretary of the Company w.e.f. May 30, 2025

(##) Appointed as the Company Secretary of the Company w.e.f. July 17, 2025

($$) Appointed as the Chief Executive Officer w.e.f. February 09, 2026

(B) The percentage increase in the median remuneration of the employees in the financial year: **-22%**

(C) The number of permanent employees on the rolls of the Company as on March 31, 2026: **497**

(D) Average percentage increase already made in the salaries of employees other than the managerial personnel in FY 2025-26 and its comparison with the percentage increase in the managerial remuneration and justification thereof: **10% whereas Percentage decrease in KMP salary is 6.03%**

(E) Affirmation that the remuneration is as per the remuneration policy of the Company: **Yes**

For and on behalf of the Board of Directors

Seckin Arikan
Chairman
DIN: 11496476

Place: Mumbai
Date: July 23, 2026

Annexure-3

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Route Mobile Limited
SanRaj Corporate Park - 4th Dimension,
3rd Floor, Mind space, Malad West,
Mumbai – 400064, Maharashtra

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Route Mobile Limited** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Auditor's Responsibility:

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by the Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2026** (hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2026** according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment; **(External Commercial Borrowings are not applicable to the Company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period)**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and Securities and Exchange Board of India

(Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**; and

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018. **(Not applicable to the Company during the Audit Period)**

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by the Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder. ('Listing Regulations')

During the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. as mentioned above.

We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has generally complied with The Telecom Commercial Communications Customer Preference Regulations, 2018 applicable specifically to the Company.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days (except in one instance where meeting was convened at a shorter notice for which necessary approvals obtained as per applicable provisions), and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that there are systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

We further report that during the audit period, the Company has issued and allotted 5,500 equity shares of face value of ₹10 each pursuant to the exercise of options under Route Mobile Limited ESOP scheme 2017.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Deepti Kulkarni
Partner
ACS No. 34733
CP No. 22502
UDIN: A034733H000304893

Date: May 07, 2026
Place: Mumbai

*This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.*

'Annexure A'

To,
The Members,
Route Mobile Limited
SanRaj Corporate Park - 4th Dimension,
3rd Floor, Mind space, Malad West,
Mumbai – 400064, Maharashtra

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Deepti Kulkarni
Partner
ACS No. 34733
CP No. 22502
UDIN: A034733H000304893

Date: May 07, 2026
Place: Mumbai

Annexure-4

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company:

Route Mobile is committed to the pursuit of promoting health care, eradicating poverty, training and promotion of nationally recognised sports and enhancement in the quality of primary education. Our Outreach programmes are in the form of grants or donations that help in the infrastructure development for needy and poverty alleviation.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mrs. Harita Gupta	Chairperson - Independent Director	1	1
2	Mr. Rajdipkumar Gupta	Member - Managing Director	1	LOA
3	Mr. Jan Van Acoleyen@	Member - Non-Executive- Director	1	1
4	Mr. Guillaume Boutin#	Member - Non-Executive- Director	NA	NA

@Appointed as a Member of the Committee with effect from April 17, 2025.

#Ceased to be Member of the Committee with effect from April 17, 2025.

3.	Web-link(s) where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company	https://routemobile.com/investors/
4.	Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable	N.A
5. (a)	Average net profit of the Company as per sub-section (5) of Section 135	₹ 1,17,91,31,751
(b)	Two percent of average net profit of the Company as per sub-section (5) of Section 135.	₹ 2,35,82,635
(c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
(d)	Amount required to be set-off for the financial year, if any.	Nil
(e)	Total CSR obligation for the financial year [(b)+(c)-(d)].	₹ 2,35,82,635
6. (a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).	₹ 2,35,82,635
(b)	Amount spent in Administrative Overheads	Nil
(c)	Amount spent on Impact Assessment, if applicable	Nil
(d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	₹ 2,35,82,635

(e) **CSR amount spent or unspent for the Financial Year:**

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub- section (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
2,35,82,635	0	NA	NA	0	NA

(f) Excess amount for set-off, if any

Sr. No.	Particulars	Amount (in ₹)
1	Two percent of average net profit of the Company as per sub-section (5) of Section 135	2,35,82,635
2	Total amount spent for the Financial Year	2,35,82,635
3	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
4	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
5	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of Section 135, if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
NA								

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/ acquired: N.A.

Details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

1	2	3	4	5	6		
Sr. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
N.A.							

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of Section 135. N.A

Rajdipkumar Gupta
Managing Director
DIN: 01272947

Harita Gupta
Chairperson – CSR Committee
DIN: 01719806

Date: July 23, 2026
Place: Mumbai

Annexure-5

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

[Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules]

A. Conservation of Energy and Technology absorption: Energy efficiency and conservation are instrumental in the global effort to reduce energy consumption, mitigate the impacts of climate change, and ensure a sustainable energy future. The scientific consensus is now very clear that the global temperature rise has to be kept below 1.5 degree Celsius from pre-industrial levels to avoid disastrous impacts of climate change driven events. Action on climate cannot be seen in isolation, but are closely intertwined with water scarcity, biodiversity loss and land use change, chemical and industrial pollution and its impacts on humanity, especially the most vulnerable among us. Our primary and major energy consumption is electricity and diesel-based backup power for office spaces in India for leased spaces. Laptops, smartphones incl. tablets, and (cloud) servers make up our IT emission footprint. When it comes to server infrastructure, we host only one server in our Mumbai office. Beyond this, we mainly rely on cloud servers. Sites with fewer employees are smaller sales offices and we do not closely track consumption or usage.

B. Details of foreign exchange earned and used during the year are as follows:

(Amount in ₹)

Particulars	April 1, 2025 to March 31, 2026	April 1, 2024 to March 31, 2025
Actual Foreign Exchange Earnings	1,29,68,49,327	1,52,89,75,700
Actual Foreign Exchange Outgo	1,68,68,32,809	1,60,87,77,174

For and on behalf of the Board of Directors

Seckin Arikan
Chairman
DIN: 11496476

Place: Mumbai
Date: July 23, 2026

Annexure-6

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

About Route Mobile Limited

Route Mobile Limited ("RML" or "Route Mobile") is a leading CPaaS provider that caters to enterprises, over-the-top ("OTT") players, and mobile network operators ("MNO"). Our Omnichannel CPaaS stack includes Enhanced Business Messaging, A2P Messaging, Roubot, OCEAN, Voice, Email, Digital Identity and Authentication solutions for global enterprise clients. Our clients include some of the world's largest and most well-known organisations, including several Fortune Global 500 Companies.

We offer cloud communication services to clients across diverse sectors, including Banking and Financial Services, Aviation, Retail, E-commerce, Logistics, Healthcare, Hospitality, Media and Entertainment, Pharmaceuticals and Telecom. Further, we offer SMS filtering, analytics, SMS firewall, SMSC, MMSC, and SMS monetization solutions to MNO globally. One of our unique strengths is our network of 1000+ connected operators, allowing us to provide SMS termination in any part of the world with the best routing.

Established in 2004, we are serving more than 40,000 customers worldwide. Our goal is to add value at multiple touchpoints across the Omnichannel CPaaS value chain while addressing unique industry use cases for our clients. We are headquartered in Mumbai, India, and have operations in over 20 countries across Asia Pacific, the Middle East, Africa, Europe, and the Americas. Route Mobile is now a part of Proximus Global, a provider of digital services and communication solutions operating in Belgium and international markets.

As our business grows, we're committed to making a positive impact on the environment, helping society, and being transparent. We always blend our sustainability goals with our business plans, seeing our focus on ESG as crucial for creating lasting value for everyone involved.

This Business Responsibility and Sustainability Report includes our responses to questions on our practices and performance on key principles defined by Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations"), covering topics across environment, governance, and stakeholder relationships. This report covers database on standalone basis unless otherwise specified.

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L72900MH2004PLC146323
2.	Name of the Listed Entity	Route Mobile Limited
3.	Year of incorporation	14/05/2004
4.	Registered office address	SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400064, Maharashtra, India
5.	Corporate address	
6.	E-mail ID	investors@routemobile.com
7.	Telephone	+91-022-4033 7676
8.	Website	www.routemobile.com
9.	Financial year for which reporting is being done	April 1, 2025 to March 31, 2026
10.	Name of the Stock Exchange(s) where shares are listed	Listed on BSE Limited and National Stock Exchange of India Limited.
11.	Paid-up Capital	₹63,00,30,820
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report.	Tejas Shah, Company Secretary & Compliance Officer investors@routemobile.com Telephone number: 022 40337688
13.	Reporting boundary – Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone basis unless otherwise specified.
14.	Name of assessment or assurance provider	Not applicable
15.	Type of assessment or assurance obtained	Not applicable

II. Products/ Services:

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Other information services activities	Omni-Channel CPaaS and CXPaaS	92.07%

17. Products/Services sold by the entity (accounting for 90% of the entity's turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Enterprise Communication Services like A2P messaging	63999	92.07%

III. Operations:

18. Number of locations where plants and/ or operations/ offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	Not Applicable	10	35
International		25	

19. Markets served by the entity:

Our operations are spread across SE Asia, GCC region, Africa, LATAM, USA, UK and Europe. We have direct presence in more than 20 countries.

a. Number of locations

Locations	Number
National (No. of States)	4
International (No. of Countries)	21

b. What is the contribution of exports as a percentage of the total turnover of the entity?

12.53%

c. A brief on types of customers

We cater to customers across different business verticals. Majority of our customer base is Business to Business ("B2B"). Our customer base encompasses a broad spectrum of industries, including Retail, E-commerce, Banking, Finance, Healthcare, Travel, and Government entities, with a core emphasis on fostering B2B connections and serving marquee clients. We empower enterprises across these sectors through customized messaging and communication solutions to optimize operations, enrich customer interactions, and fuel expansion.

Additionally, our services extend to MNOs, equipping them with tools to broaden network coverage, unlock new revenue channels and enhance support for their enterprise clientele. We also support resellers and aggregators, granting them access to our robust infrastructure and global network, enhancing their capabilities to deliver comprehensive communication solutions to their clients.

IV. Employees

20. Details as at the end of Financial Year 2025 – 2026:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
		EMPLOYEES				
1.	Permanent (D)	497	399	80.28	98	19.72
2.	Other than Permanent (E)	0	0	0	0	0
3.	**Total employees (D+E)**	497	399	80.28	98	19.72
		WORKERS				
4.	Permanent (F)	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020.				
5.	Other than Permanent (G)					
6.	**Total workers (F+G)**					

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
		DIFFERENTLY ABLED EMPLOYEES				
1.	Permanent (D)	1	NA	NA	1	100
2.	Other than Permanent (E)	0	NA	NA	0	0
3.	**Total differently abled employees (D+E)**	1	NA	NA	1	100
		DIFFERENTLY ABLED WORKERS				
4.	Permanent (F)	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020.				
5.	Other than permanent (G)					
6.	**Total differently abled workers (F+G)**					

21. Participation/ Inclusion/ Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	6*	1	16.67
Key Management Personnel	5*	0	NA

*Includes the Managing Director who is also the Key Managerial Personnel of the Company.

22. Turnover rate for permanent employees and workers

	FY 2025-26			FY 2024-25			FY 2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	13.3%	3.35%	16.75%	7%	2.89%	9%	14%	4%	18%
Permanent Workers	Not Applicable								

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. (a) Names of holding/ subsidiary/ associate companies/ joint ventures

S. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Refer to Annexure 1 to the Board's report for information on holding/ subsidiary/ associate companies/ joint ventures.			No

VI. CSR Details

24. Whether CSR is applicable as per Section 135 of Companies Act, 2013: Yes

a.	Turnover (in ₹)	7,69,87,19,680
b.	Net worth (in ₹)	13,25,17,40,743

VII. Transparency and Disclosures Compliances

25. Complaints/ Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	FY 2025-26			FY 2024-25		
	(If Yes, then provide web-link for grievance redress policy)	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes https://routemobile.com/investors/corporate-policies/	Nil	Nil	None	Nil	Nil	None
Investors (other than shareholders)		Nil	Nil	None	Nil	Nil	None
Shareholders		Refer to the "Investor complaints" section of the Corporate governance report of this Annual Report for more information on the investor complaints that have been received and resolved					
Employees and workers		None					
Customers							
Value Chain Partners							
Other (please specify)							

26. Overview of the entity's material responsible business conduct issues

(Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format)

- The materiality map for RML was developed by first identifying the sets of issues that were deemed to be material for the Company basis the research on industry, peers, and the Company itself. This list was then prioritized by the senior management to arrive at the final set of material issues for the Company.

S. No.	Material Issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk or opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Digital theft, mobile security and firewall	Opportunity	As with every passing day, more and more people adopt and shift to digital transactions, theft and security issues have also emerged; countries across the globe have a sizeable elderly population who may not be very sophisticated in operating phones and computers; this offers an incredible opportunity for RML through security/ scanning offerings, thereby leading to increasing revenue from our curated service offerings.	NA	Positive
2.	Talent pool	Opportunity and Risk	Increasing revenue from service offerings from cutting edge technology & products, enabled by our talent pool; this could also pose as threat as the Company may lose in talent retention if the millennial talent pool is not provided with satisfactory career programs accompanied by industry competitive facilities at work place.	Talent re-skilling, attrition	Positive: Given niche talent pool, we can emerge as a preferred business partner.
3.	Platform reliability	Opportunity	Our platform reliability creates differentiation from competitor, by ensuring high service delivery.	Strengthen infrastructure, implement redundancy measures, and continuous monitoring and maintenance	Negative
4.	Business Continuity	Risk	Any downtime can result in poor customer experience, and potential customer loss.	Develop comprehensive business continuity plans, conduct regular drills and testing, and establish backup systems	Negative

S. No.	Material Issue identified	Indicate whether risk or opportunity	Rationale for identifying the risk or opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	Innovation	Opportunity	We continuously enhance product capabilities and drive multiple revenue streams with existing/new customer base. At the same time, this helps enhance service quality and customer retention.	Foster a culture of innovation, invest in R&D, and collaborate with technology partners	Positive
6.	Digital Inclusion resulting in market growth	Opportunity	In order to provide access to everyone in society, especially those in rural areas and low-income households, Companies are making huge investments in digital Infrastructure and programmes that aim to narrow the digital divide. As more companies across various sectors have started using cloud-based services, the cloud communication market in India is expanding quickly. This creates various opportunities for RML.	NA	Positive: With Digital inclusion and rapidly growing market, several opportunities are created.
7.	Data privacy and Regulatory compliance	Risk	As we process data, we may be exposed to privacy breach claims. Further various countries have regulatory authorities for e.g., TRAI in India. These authorities define rules of the game for CPaaS players and changes to these regulatory requirements could affect business potential.	Privacy policy, Employee Training, Robust Compliance programme, Audit	Negative: Claims under privacy laws in jurisdictions where we operate. There's an element of increased cost to hire privacy professionals in different jurisdictions.
8.	Cybersecurity Threats	Risk	Increasing cyber threats can compromise data and operations, therefore mitigating cybersecurity risks is essential to protect company data and operations.	Invest in and deploy advanced cybersecurity tools and measures, regular security audits, employee training	Negative: Potential financial loss from data breaches and recovery costs.
9.	Customer Retention & Satisfaction	Opportunity	High levels of customer satisfaction lead to better retention rates and increased revenue.	Implement customer feedback systems, improve service quality, provide excellent customer support	Positive: increased customer loyalty and revenue
10.	Supply Chain Disruptions (MNO's and Infra vendors)	Risk	Global events can disrupt the supply chain and affect service delivery. Any disruptions in our telecom partner operations or hardware vendors, affect our ability to deliver quality services.	Enhance our diversified pool of suppliers and super network of operator connects	Negative: Potential delays and increased costs
11.	Technological Obsolescence	Risk	Rapid technology changes can render current systems obsolete.	Regularly update tech, invest in R&D, stay ahead of industry developments and needs	Negative: Increased investment in technology updates.
12.	Regulatory Changes	Risk	New regulations can impose additional compliance requirements and costs. Potential of inadvertently violating regulations can make us liable.	Stay updated with regulatory changes, adjust compliance programs accordingly	Negative: Increased compliance costs and potential fines.

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the National Guidelines for Responsible Business Conduct ("NGRBC") Principles and Core Elements.

NGRBC as prescribed by the Ministry of Corporate Affairs advocates nine principles referred to as P1-P9 as given below:

P1	Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains
P4	Businesses should respect the interests of and be responsive towards all its stakeholders
P5	Businesses should respect and promote human rights
P6	Businesses should respect, protect and make efforts to restore the environment
P7	Businesses when engaging in influencing public and regulatory policy should do so in a manner that is responsible and transparent
P8	Businesses should promote inclusive growth and equitable development
P9	Businesses should engage with and provide value to their consumers in a responsible manner

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes
	Although there isn't a dedicated policy document solely focused on public advocacy, However, Company expresses its policies on relevant topics such as spamming, data theft, phishing attacks, cybercrime, IP-based authentication, mobile application generating token codes and mobile identity solutions, etc.								
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
c. Web Link of the Policies, if available	https://routemobile.com/corporate-policies/								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes, Policies such as ESG policy, Anti-Fraud, Anti-Bribery & Anti- Corruption Policy, Supplier code of conduct, Policy on Prevention of Sexual Harassment Policy (POSH) At Work Place, Code of Conduct for Regulating, Monitoring and Reporting of Trades and Prevention of Insider Trading and Data Protection Policy extend to our value chain partners.								
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	We comply with Companies (Corporate Social Responsibility Policy) Rules. We also have a certified (by KVQA Certification Services Private Limited) robust quality management system complying with ISO 9001:2015 and an information security management system complying with ISO/IEC 27001:2022 certified. During the year, Surveillance for ISO/IEC 27001:2022 was conducted for the Company.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	None; however, we have identified certain goals which complement to our core business and our CSR program which focuses on healthcare, and education & sports.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.									

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Governance, Leadership and Oversight									
7. Statement by Director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements *(listed entity has flexibility regarding the placement of this disclosure)*	Our comprehensive CPaaS platform, enhanced by AI and ML technologies, enables businesses worldwide to reduce their environmental footprint through digital transformation. By facilitating digital channels, we help clients eliminate paper waste, reduce travel requirements, and optimize communication strategies. We take our environmental responsibilities seriously. This year, we have total reduction of 17.58 metric tons of CO_2 as compared to previous year achieving Scope 2 emissions of 171.37 metric tons of CO_2 equivalent through dedicated energy optimization efforts. We implemented efficient HVAC systems and LED lighting across facilities while managing water consumption of 3722.84 KL responsibly. Our waste reduction initiatives eliminated single-use plastics and established comprehensive e-waste recycling programs. Beyond our operations, we collaborate with telecom operators and partners who demonstrate environmental accountability, ensuring our entire value chain reflects our sustainability values. Through our CSR initiatives, we invested ₹2.36 crores in community programs focusing on healthcare, education, and elder care. Our governance framework ensures sustainability is embedded at every decision-making level. The Board actively oversees our ESG strategy with 50% independent directors while maintaining zero tolerance for bribery and corruption. We have established comprehensive risk management systems, including climate-related risks across all markets. Moving forward, we are working toward enhanced climate action through continued emissions reduction and renewable energy adoption. We will implement circular economy principles in our operations while expanding community engagement through CSR initiatives. Our focus remains on maintaining industry leadership in sustainable communication technologies.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Rajdipkumar Gupta, Managing Director. Composition of CSR Committee:								
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.	Under the overarching guidance of committees such as the Nomination & Remuneration Committee, CSR Committee, and Risk Management Committee, functional heads ensure adherence to various policies within their respective domains. These committees provide strategic direction and oversight, ensuring that policies are implemented effectively across the organization.								

Composition of CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	DIN
1	Mrs. Harita Gupta	Chairperson - Independent Director	01719806
2	Mr. Jan Van Acoleyen	Member - Non- Executive Non-Independent Director	11039188
3	Mr. Rajdipkumar Gupta	Member - Executive Non-Independent Director	01272947

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director/ Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Board	Board Committee					NA	Board		Annually						NA	Need Based	
Compliance with statutory requirements of relevance to the principles and rectification of any non-compliances	Status of compliance with all applicable statutory requirements is reviewed on a quarterly basis by the Board. Quarterly Compliance Certificate on applicable laws is provided by respective department heads and placed before the Board by the Company Secretary.																	

11.	P1	P2	P3	P4	P5	P6	P7	P8	P9
Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	Yes, all the policies of the Company are independently evaluated by Nishant Bajaj & Associates (Practicing Company Secretaries) Mumbai, Firm Registration No.: -2582/2022 and Certificate of Practice No.: 21538. The policies are also evaluated internally from time to time and updated whenever required. The Company continues to sustain its commitment to the highest levels of quality, superior service management, robust information security practices and mature business continuity management. Our quality management system certified by KVQA Certification Services Private Limited complies with ISO 9001:2015 while our information security management system is certified by KVQA Certification Services Private Limited as ISO/IEC 27001:2022 compliant.								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	No								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	N.A.					Yes*		N.A.	
The entity does not have the financial or/ human and technical resources available for the task (Yes/No)	N.A.								
It is planned to be done in the next financial year (Yes/No)	Yes								
Any other reason (please specify)	None								

*There isn't a dedicated policy document solely focused on public advocacy, Route Mobile actively engages in industry forums and conferences to articulate its stance on pertinent issues. The Company is in the process of adapting a public advocacy policy.

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the Principles during the financial year:**

Segment	Total number of training and Awareness programmes held	Topics/Principles covered under the training and its impact	% age of persons in respective category covered by awareness programmes
Board of Directors	1	Familiarization programme covering Group Structure, Corporate discussions & shareholders, Deep-dive product strategy: omnichannel & international product strategy.	100%
Key Managerial Personnel	2	Code of conduct, Company's Code on Prohibition of Insider Trading under SEBI (Prohibition of Insider Trading) Regulations, 2015.	100%
Employees other than BoD and KMPs	6	During induction, all new employees are given walk through our several policies like Anti-Bribery Anti-Corruption policy, Vigil Mechanism, Whistle Blower policy, Company's Code on Prohibition of Insider Trading under SEBI (Prohibition of Insider Trading) Regulations, 2015, Code of Business Conduct & Work Ethics policy, The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Data privacy/GDPR etc.	100%
Workers	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020.		

2. **Details of fines/ penalties/ punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors/ KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format.**

   (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI Listing Regulations and as disclosed on the entity's website):

Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/ Fine			None		
Settlement					
Compounding Fee					

Non-Monetary

	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment		None		
Punishment				

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
	Not Applicable

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

   We have a zero-tolerance policy for bribery and corruption at RML. As a publicly listed company on the BSE & NSE, we are subject to the regulations of the SEBI. We also comply with the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act, as well as global anti-corruption standards and local anti-bribery and corruption laws.

   Our employees receive training upon hiring and periodically thereafter on our Anti-Bribery and Anti-Corruption Policy, which sets forth the expectation that employees comply with all applicable anti-bribery and anti-corruption laws.

   For more details, please refer our anti-bribery and anti-corruption policy, which is available at https://routemobile.com/wp-content/uploads/2026/07/Anti-Fraud-Anti-Bribery-Anti-Corruption-Policy.pdf.

5. **Number of Directors/ KMPs/ employees/ workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

	FY 2025-26	FY 2024-25
Directors	None	
KMPs		
Employees		
Workers		

6. **Details of complaints with regard to conflict of interest:**

	FY 2025-26		FY 2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	None			
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

7. **Provide details of any corrective action taken or underway on issues related to fines/ penalties/ action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

   Not Applicable

8. **Number of days of accounts payables [(Accounts payable *365)/Cost of goods/services procured] in the following format:**

	FY 2025-26	FY 2024-25
Number of days of accounts payables	165 days	161 days

9. **Open-ness of business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26	FY 2024-25
Concentration of Purchases	a. Purchases from trading houses as % of total purchases b. Number of trading houses where purchases are made from c. Purchases from top 10 trading houses as % of total purchases from trading houses	Nil	Nil
Concentration of Sales	a. Sales to dealers/distributors as % of total sales b. Number of dealers/distributors to whom sales are made c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	Nil	Nil
Share of RPTs in:	a. Purchases (Purchases with related parties/Total Purchases)	20.92%	19.67%
	b. Sales (Sales to related parties/Total Sales)	11.14%	8.20%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	100.00%	100.00%
	d. Investments (Investments in related parties/ Total Investments made)	74.06%	74.95%

Being a leading CPaaS provider, our maximum purchases/sales are from MNOs. Henceforth, we do not deal with trading houses or with dealers/distributors.

Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the Principles during the financial year:**

Total number of awareness programmes held	Topics/principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programmes
Our Value Chain partners include heavily regulated telecom operators and Tier 1 Messaging Service Providers, all of whom follow international best practices with respect to data security and regulatory compliance. We mutually agree to abide by each other's Information Security policies as a standard practice along with Supplier Code of Conduct.		

2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.**

Yes.

The Board of Directors of Route Mobile has adopted the "Code of Conduct for Directors and Senior Management," which clearly outlines the expected ethical behaviour and provides guidance on potential conflict of interest situations. This Code of Conduct is readily accessible and can be reviewed at https://routemobile.com/wp-content/uploads/2026/07/Code-of-conduct-for-board-and-senior-management-01.pdf.

RML adheres to following processes diligently:

a. Take disclosures of all the entities that the Board of Directors are interested at the beginning of the year.

b. Directors to disclose their interest in case of any transaction that come up for discussion.

c. Non-participation of interested directors in the discussion or approval.

d. All related party transactions were conducted under the careful scrutiny of the Audit Committee, ensuring that they were carried out at arm's length and in the normal course of business.

PRINCIPLE 2: Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
R&D	None		The nature of our business does not involve material carbon emission or any other pollutant into the environment
Capex			

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes.

We are CPaaS company; however, all our procurements follow the principle of sustainable sourcing.

b. **If yes, what percentage of inputs were sourced sustainably?**

As a part of our on-boarding process for suppliers, we require their acceptance to RML's Supplier's Code of Conduct. Furthermore, we insist that our suppliers adhere to our comprehensive 'Supplier Code of Conduct', which covers crucial areas such as anti-bribery, prohibition of child labour, and anti-harassment measures.

Additionally, a significant portion of our value chain partners comprise large telecommunications operators. These partners adhere to stringent sustainability standards and maintain relevant certifications. This partnership ensures that our sourcing practices align with sustainability principles and contribute positively to our environmental and social footprint.

However, it is important to note that while we prioritize sustainable sourcing, the exact percentage of inputs sourced sustainably is currently not ascertainable due to the varied nature of our sourcing practices and the complex metrics involved in sustainability assessments. We are continually working to enhance our data collection and analysis capabilities in this area to provide more quantifiable measures of our sustainability efforts.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

As an IT services company, our waste generation is not substantial as that of other industries like a plant or factory. Nevertheless, we are conscious and sensitive regarding importance of reusing, reducing and recycling of waste generated during our business operations and to the extent applicable, we have adequate processes in place for recycling of waste generated including e-waste, battery waste, plastic waste, printer cartridges through approved recyclers.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/ No). If yes, whether the waste collection plan is in line with the EPR plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Not Applicable. RML is in the service business; it does not have manufactured products.

Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)?**

Not Applicable. RML is engaged in tech-enabled omnichannel communication space which does not have any potential environmental impacts of a product or process or service.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/ services, as identified in LCA or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not Applicable.

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	FY 2025-26	FY 2024-25
Not Applicable. RML is engaged in tech-enabled omnichannel communication space and do not have any spend on recycled or reused input material.		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

	FY 2025-26			FY 2024-25		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Not Applicable. RML is in the technology enabled communication service business and we don't manufacture any products.					
E-waste						
Hazardous waste						
Other waste						

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable. RML is in the technology enabled communication service business and we don't manufacture any products.	

PRINCIPLE 3: Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. **Details of measures for the well-being of employees:**

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	%(E/A)	Number (F)	% (F/A)
Permanent employees											
Male	399	399	100	NIL	NIL	NA	NA	399	100	NA	NA
Female	98	98	100	NIL	NIL	98	100	NA	NA	NA	NA
Total	**497**	**497**	**100**	**NIL**	**NIL**	**98**	**19.72%**	**399**	**80.28%**	**NA**	**NA**
Other than Permanent employees											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

b. **Details of measures for the well-being of workers:**

Category	Total (A)	% of workers covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	%(E/A)	Number (F)	% (F/A)
Permanent workers											
Male	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020.										
Female											
Total											
Other than Permanent workers											
Male	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020.										
Female											
Total											

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

	FY 2025-26	FY 2024-25
Cost incurred on well-being measures as a % of total revenue of the Company	0.06%	0.06%

2. **Details of retirement benefits, for Current Financial Year and Previous Financial Year.**

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted & deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	76	NA	Yes	75.96	NA	Yes
Gratuity	100		NA	100		NA
ESI	2		Yes	3.27		Yes
Others – please specify	NA		NA	NA		NA

*Employees whose wages fall under the purview/ as per the threshold limit of ESIC are covered under the act.

3. **Accessibility of workplaces**

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

We do not have any separate policy as equal opportunity policy but we do have it in our code of conduct policy.

5. **Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	Company does not employ any worker as defined under Section 2(zr) of the Industrial Relations Code, 2020	
Female	100%	100%		
Total	**100%**	**100%**		

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and worker?**

	Yes/ No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Company does not employ any workers as defined under Section 2(zr) of the Industrial Relations Code, 2020
Other than Permanent Workers	
Permanent Employees	Yes; at Route Mobile, we have established a comprehensive mechanism to receive and address grievances from our employees. Our grievance redressal mechanism works in accordance with the Company's Code of Business Conduct and Work Ethics Policy. Employees are encouraged to communicate their concerns or issues to their immediate supervisor or the Head-HR. In addition, to address incidents of sexual harassment, we have implemented the POSH Policy. Any employee who experiences such an incident can reach out to the Internal Complaints Committee (ICC) for redressal.
Other than Permanent Employees	

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

Category	FY 2025-26			FY 2024-25		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	At RML, we firmly acknowledge and respect every employee's right to freedom of association, as prescribed by prevailing legal standards. Nonetheless, it is pertinent to note that there are currently no officially recognized employee associations or unions within our organization. We remain committed to fostering an open and inclusive work environment, wherein any potential need for such associations can be addressed directly through our existing communication channels and policies.					
Male						
Female						
Total Permanent Workers						
Male						
Female						

8. **Details of training given to employees and workers:**

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	399	399	100	201	50.37	410	410	100	176	42.93
Female	98	98	100	28	25.57	110	110	100	49	44.54
Total	**497**	**497**	**100**	**229**	**46.07**	**520**	**520**	**100**	**225**	**43.27**
Workers										
Male	Company does not employ any worker as defined under Section 2(zr) of the Industrial Relations Code, 2020									
Female										
Total										

9. **Details of performance and career development reviews of employees and worker:**

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees*						
Male	399	373	93.48	410	345	84.15
Female	98	84	85.71	110	95	86.36
Total	**497**	**457**	**91.95**	**520**	**440**	**84.62**
Workers						
Male	Company does not employ any worker as defined under Section 2(zr) of the Industrial Relations Code, 2020					
Female						
Total						

*100% of eligible employees have received performance and career development reviews

10. **Health and safety management system:**

(a)	Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?	Yes, as a technology-enabled service company, traditional occupational health and safety concerns associated with manufacturing plants or factories do not directly apply to us.
(b)	What are the processes used to identify work-related hazards and assess risks on a routine and non- routine basis by the entity?	Safety is a core value at Route Mobile Limited. We operate in a manner that helps protect our employees, contractors, customers and the communities where we operate. Our approach to safety includes identifying possible risks, implementing measures to prevent potential incidents, and educating employees and contractors about unsafe behaviors. We have implemented processes based on legal requirements/internal benchmarks. We promote a safety-first mentality for Route Mobile employees and contractors to reach our goal of zero workplace injuries and illnesses.
(c)	Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/No)	
(d)	Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)	Yes, Health Insurance is provided by the Company.

11. Details of safety related incidents, in the following format:

There were no safety related incidents during the current and the previous financial year.

	Category*	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	None	
	Workers		
Total recordable work-related injuries	Employees		
	Workers		
No. of fatalities	Employees		
	Workers		
High consequence work-related injury or ill-health (excluding fatalities)	Employees		
	Workers		

*including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

The nature of our business does not expose our employees to any major safety concerns like that of a plant, factory or building site. We though conduct regular fire mock drills for awareness and training.

13. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	None					
Health & Safety						

14. Assessments for the year

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	As a company predominantly operating from leased facilities, the primary responsibility for conducting health and safety audits and ensuring adherence to relevant safety standards lies with the building management, in accordance with applicable laws.
Working Conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

There were no safety related incidents during the current and the previous financial year.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Yes/No) (B) Workers (Yes/No)?

(A) Employees (Yes/No)	No
(B) Workers (Yes/No)	Not applicable as RML does not have any workers

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

As per the business agreements/contracts and purchase orders, all vendors are obliged to make necessary statutory payments timely.

3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Employees	None of our employees suffered any work-related injuries.			
Workers	Not applicable as RML does not have any workers			

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?

No.

Despite the absence of formal programs, we strive to treat all employees with respect and dignity during times of transition. All decisions related to employment, including termination, are made in accordance with local labour laws and regulations, and we ensure clear communication and transparency during these processes.

We also encourage employees to take advantage of the resources and benefits available to them, such as access to their retirement savings plans and any accrued vacation time. For those facing termination of employment, we ensure they are aware of their rights and any severance pay they are entitled to.

We believe in supporting our employees in all stages of their career journey, and we are committed to enhancing our practices in this area in the future.

5. Details on assessment of value chain partners:

RML expects all its value chain partners to follow the applicable regulations including Health and Safety and Working conditions. To ensure responsible business conduct throughout our value chain, suppliers are contractually bound to adhere to Supplier Code of Conduct. These policies mandate to ensure healthy working conditions for employees and have zero-tolerance for human rights violations.

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	-
Working conditions	-

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

None.

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

The Company follows a structured approach to identify its key stakeholder groups based on the nature of its business, the extent of its impact on stakeholders, and their influence on the Company's long-term growth and operations. As a cloud communications platform provider, the Company has identified employees, customers, shareholders and investors, business partners and vendors, and regulatory authorities as its key stakeholders, considering their strategic importance and ongoing engagement with the business.

The Company engages with these stakeholders through established communication and feedback mechanisms, including employee engagement initiatives, customer interactions, investor communications, partner and vendor engagements, and regulatory consultations. The insights gathered through these interactions are periodically reviewed by the management and help inform business decisions, enhance operational effectiveness, strengthen governance practices, and support sustainable value creation.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	Email, SMS, conferences, direct interactions, website.	Ongoing	Investments and capabilities in digital technologies; quality of work; data privacy and security; ethical behaviour; customer growth, transformation opportunities and fair business practices.
Shareholders	No	Email, Newspaper, Media Interviews Website, stock exchange websites, Shareholder Satisfaction Survey and Annual General Meeting	Annually/ Half yearly/ Quarterly and as and when required	Financials, revenue analysis; corporate governance; transparency and disclosure.
Suppliers & Vendors	No	Email, SMS, Website, and direct interactions	Ongoing	Quality, credit lines, service and support.
Employees	No	Email, town hall Meetings, Notice Board, Website	Periodic and monthly	Safe and comfortable workplace; diversity; engaging assignments; learning opportunities; career development; compensation structure; rewards & promotions.
Regulators and Government Authorities	No	Representations in policy advocacy, engagement with industry bodies	Annually and as and when required	Changes in regulatory environment, notices and queries on specific issues and incidents, notification for any incidents RML is obligated to report

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.	Our most critical stakeholder is the end user of our services, through our direct customers. RML being a communication partner, is a critical partner to enterprises which provide a range of services to ordinary citizens like banking, travel, shopping etc. we continuously take feedback from our customers which are largely B2C businesses to identify areas of vulnerability and incorporate necessary changes to our offerings to make it more robust and seamless. We understand that privacy and data protection are a very crucial area of concern for our customers as well as the end users, who trust us with their personal data. We continuously look for vulnerability assessments and endeavor to make data processing and retention, secure and reliable.
2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.	
3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.	

PRINCIPLE 5: Businesses should respect and promote human rights

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of Employees/ workers covered (D)	% (D/C)
Employees						
Permanent	497	497	100	520	520	100
Other than permanent	0	0	0	0	0	0
Total Employees	**497**	**497**	**100**	**520**	**520**	**100**
Workers						
Permanent	Company does not employ any workers as defined under Section 2(zr) of the Industrial Relations Code, 2020.					
Other than Permanent						
Total Workers						

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	399	0	0	399	100	410	0	0	410	100
Female	98	0	0	98	100	110	0	0	110	100
Other than Permanent										
Male	0	NA				0	NA			
Female	0					0				
Workers										
Permanent	Company does not employ any Worker as defined under Section 2(zr) of the Industrial Relations Code, 2020									
Male										
Female										
Other than Permanent										
Male										
Female										

*All employees and contractors have been paid more than minimum wage in accordance with the law prevalent in India during the reporting period.

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	5*	20,872,724	1	-
Key Managerial Personnel	4	82,39,140	0	-
Employees other than BoD and KMP	394	7,09,526	98	7,24,214
Workers	Not Applicable			

*Includes the Managing Director.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2025-26	FY 2024-25
Gross wages paid to females as % of total wages	13.49%	13.53%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business?

Yes. The Human Resources team acts as the focal point to address the Human rights issues within the organization.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

At Route Mobile, we have established a comprehensive mechanism to receive and address grievances from our employees. Our grievance redressal mechanism works in accordance with the Company's Code of Business Conduct and Work Ethics Policy. Employees are encouraged to communicate their concerns or issues to their immediate supervisors or the Head-HR.

In addition, to address incidents of sexual harassment, we have implemented the POSH Policy. Any employee who experiences such an incident can reach out to the ICC, for redressal.

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	None					
Discrimination at workplace						
Child Labour						
Forced Labour/Involuntary Labour						
Wages						
Other human rights related issues						

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2025-26	FY 2024-25
Total complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company has a comprehensive framework in place to protect individuals who come forward with complaints of discrimination or harassment, as reflected in our Whistle-blower and POSH policies.

Our Whistle-blower Policy encourages all employees to voice concerns regarding human rights violations, improper conduct, or any unethical activities within the Company. We assure our employees that any such reports made in good faith will be treated with utmost confidentiality and respect. Importantly, we have a strict non-retaliation clause embedded in this policy, which strictly prohibits any form of retaliatory action against individuals who report such incidents. We have designated a Competent Authority to handle these complaints, ensuring that they are addressed professionally and appropriately.

Similarly, our POSH policy is designed to prevent and address sexual harassment in the workplace. We are committed to providing a safe and inclusive working environment for all our employees. If an employee or job applicant chooses to exercise their right to make a complaint under this policy, we guarantee that they will be protected from any form of retaliation. This is part of our commitment to fostering a respectful and dignified work environment for all.

We regularly reinforce these policies and their protections during mandatory training sessions, ensuring that every member of our team understands their rights and the Company's commitment to uphold them. We also continually review and update our policies in accordance with evolving laws and societal standards to make sure we are providing the best possible protections for our employees.

9. Do human rights requirements form part of your business agreements and contracts?

Yes. Our commitment to upholding human rights extends not just to our own operations, but also to our business relationships. As such, we have incorporated human rights requirements into our business agreements and contracts.

Our Supplier Code of Conduct, which forms a standard clause in all our contracts, explicitly outlines our human rights expectations. Our major suppliers, including those providing IT support, staffing solutions, facility management, and security services, are bound by this Code. This is especially significant for those suppliers that employ individuals from more vulnerable demographics with lower literacy levels.

We make every effort to ensure our partners are well-informed about our Supplier Code of Conduct and the human rights requirements it entails. We emphasize the importance of these standards not only in initial contract negotiations but also in our ongoing business relationships. Our partners' adherence to these standards is a key component of our decision-making when selecting and retaining suppliers.

Furthermore, we monitor compliance with these standards regularly and take necessary action in the event of non-compliance. This diligent approach is part of our commitment to promote human rights across our business ecosystem and to contribute positively to all communities we interact with.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	All our offices were assessed by our internal human resources team on the topics which included child labour, forced labour, harassment, discrimination, work-life balance, training and education and no complaints/ concerns were raised.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above.

There were no significant risks/ concerns arising from the human rights assessments.

Leadership Indicators

1. Details of a business process being modified/ introduced as a result of addressing human rights grievances/ complaints.

None.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

Our HR department is responsible for implementing principles of United Nations guiding principles on Human rights. Further various trainings are conducted on the code of conduct of the Company by the HR team to educate the employees about their rights. An annual confirmation is procured from the employees wherein they are entitled to report any incident violating their human rights. Till date no such instance under the Company's code of conduct has been reported.

RML's suppliers shall confirm compliance with the Company's supplier code of conduct by continuously documenting compliance, providing information to RML on request, and allowing on-site audits by RML or an external auditing company representing RML whenever requested.

3. Is the premise/ office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Our offices are accessible with ramps at applicable locations. At large office locations like Mumbai and Bengaluru washrooms are enabled for wheel chair access, apart from accessible walkways and common areas.

4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	At Route Mobile, our value chain primarily consists of large telecom partners who are recognized for their robust policy frameworks that uphold ethical corporate behaviour in accordance with international benchmark practices. This ensures that the vast majority of our value chain is governed by stringent ethical standards, reflecting our own commitment to corporate responsibility and integrity. Our Supplier Code of Conduct is a crucial component of our contractual relationships, underpinning our interactions with all our partners, suppliers, and vendors. It's not just a document; it's a commitment that forms a standard clause in all our contracts, reinforcing our collective responsibility to uphold ethical practices. While we trust in our partners' established policy architecture, we also believe in proactive measures to ensure compliance. Therefore, we are taking steps towards assessing the adherence of our value chain partners to our Supplier Code of Conduct, thus further ensuring that our commitment to ethical practices is consistently upheld across our entire value chain.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

5. Provide details of any corrective actions taken or underway to address significant risks/ concerns arising from the assessments at Question 4 above.

Based on current year assessment, no gaps have been identified necessitating corrective actions.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2025-26	FY 2024-25
From renewable sources		
Total electricity consumption (A)	1233921600000 joules	1360440000000 joules
Total fuel consumption (B)	NIL	NIL
Energy consumption through other sources (C)	NIL	NIL
Total energy consumption (A+B+C)	**1233921600000 joules**	**1360440000000 joules**
From non-renewable sources		
Total electricity consumption (D)	NA	NA
Total fuel consumption (E)	NA	NA
Energy consumption through other sources (F)	NA	NA
Total energy consumed from non-renewable sources (D+E+F)	**NA**	**NA**
Total energy consumed (A+B+C+D+E+F)	**1233921600000 joules**	**1360440000000 joules**
Energy intensity per rupee of turnover (Total energy consumption/ Revenue from operations)	0.289×10^{-8} tCO_2/FTE/annum (Financial)	0.409×10^{-8} tCO_2/FTE/annum (Financial)
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	NA	NA
Energy intensity in terms of physical output	NA	NA
Energy intensity *(optional)* – the relevant metric may be selected by the entity	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Yes/No) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not applicable since RML's operations do not relate to the DCs specified under the PAT scheme of the Government of India.

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	NIL	NIL
(ii) Groundwater	3606.17 KL	3,606.17 KL
(iii) Third party water	116.67 KL	116.01 KL
(iv) Seawater/desalinated water	NIL	NIL
(v) Others	NIL	NIL
Total volume of water withdrawal (in kilolitres) (i+ii+iii+iv+v)	**3722.84 KL**	**3722.19 KL**
Total volume of water consumption (in kilolitres)	3722.84 KL	3722.19 KL
Water intensity per rupee of turnover (Total water consumption/Revenue from operations)	$0.67*10^{\wedge-7}$	$0.80*10^{\wedge-7}$
Water intensity per rupee of turnover adjusted for PPP (Total water consumption/Revenue from operations adjusted for PPP)	NA	NA
Water intensity in terms of physical output	NA	NA
Water intensity (optional) – the relevant metric may be selected by the entity	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

4. **Provide the following details related to water discharged:**

Parameter	FY 2025-26	FY 2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment		
- With treatment – please specify level of treatment	NIL	NIL
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment	NIL	NIL
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment	NIL	NIL
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment	NIL	NIL
(v) Others		
- No treatment	3722.84 KL	3,722.19 KL
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)	**3722.84 KL**	**3,722.19 KL**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

We operate from leased offices (with limited space or lesser operational control) and building management controls and operates Liquid Discharge, which is generally discharged into municipal sewers. We do not operate any plants/factory and hence zero liquid discharge is not relevant to our operations.

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	NA	NIL	NIL
SOx	NA	NIL	NIL
Particulate matter (PM)	NA	NIL	NIL
Persistent organic pollutants (POP)	NA	NIL	NIL
Volatile organic compounds (VOC)	NA	NIL	NIL
Hazardous air pollutants (HAP)	NA	NIL	NIL
Others – please specify	NA	NIL	NIL

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	NIL	Nil
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	171.37 Metric Ton of CO_2 equivalent	188.95 Metric Ton of CO_2 equivalent
Total Scope 1 and Scope 2 emissions per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)		$0.289\times10^{\wedge-8}$ tCO_2/FTE annum (Financial)	$0.409\times10^{\wedge-8}$ tCO_2/FTE/ annum (Financial)
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for PPP (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		NA	NA
Total Scope 1 and Scope 2 emission intensity in terms of physical output		$0.289\times10^{\wedge-8}$ tCO_2/FTE/ annum (Financial)	$0.409\times10^{\wedge-8}$ tCO_2/FTE/ annum (Financial)
Total Scope 1 and Scope 2 emission intensity *(optional)* – the relevant metric may be selected by the entity		NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

8. **Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

No

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tonnes)		
Plastic waste (A)	0.30136 metric tons	0.24913 metric tons
E-waste (B)	Nil	
Bio-medical waste (C)		
Construction and demolition waste (D)		
Battery waste (E)		
Radioactive waste (F)		
Other Hazardous waste. Please specify, if any. (G)		
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	NA	NA
Total (A+B+C+D+E+F+G+H)	0.30136 metric tons	0.24913 metric tons
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations)	0.507653x10^-11	0.538981x10^-11
Waste intensity per rupee of turnover adjusted for PPP (Total waste generated/Revenue from operations adjusted for PPP)	NA	NA
Waste intensity in terms of physical output	NA	NA
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	NIL	NIL
(ii) Re-used	NIL	NIL
(iii) Other recovery operations	NIL	NIL
Total	**NIL**	**NIL**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste	NIL	NIL
(i) Incineration	NIL	NIL
(ii) Landfilling	NIL	NIL
(iii) Other disposal operations	NIL	NIL
Total	**NIL**	**NIL**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Not Applicable. We do not manufacture any products.

11. If the entity has operations/ offices in/ around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/ clearances are required, please specify details in the following format:

We do not have office/ operations in/ around ecologically sensitive areas

S. No	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
1.	NA	NA	NA

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
We are a cloud based omni-channel communication platform provider; in terms of nature of our operations, EIA Notification S.O. 1533(E)/2006 on environmental impact assessment is not applicable to us.					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N).

Not Applicable

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

(i) **Name of the area:** During the reporting period, we did not have any facility/ plant operations in any water stressed areas ('WSA') in terms of Atal Bhujal Yojana ('ABY'). ABY is a groundwater management scheme (Central Sector Scheme, for sustainable /management of ground water resources with community participation) in India under Ministry of Jal Shakti, Govt. of India.

(ii) **Nature of operations:** Omni-Channel cloud communication, CPaaS, CxPaaS.

(iii) **Water withdrawal, consumption and discharge in the following format:** Our only use of water is with regard to drinking water requirements and hygiene for our employees in Office, which is primarily supplied by tanker waters in case of water shortage. There is no ground water withdrawal for any part of our operations. As our operations do not involve water, there is no Effluent discharge.

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water		
(ii) Groundwater		
(iii) Third party water	Nil	
(iv) Seawater/desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed/turnover)	Nil	
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		

Parameter	FY 2025-26	FY 2024-25
(i) Into Surface water	Nil	
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tonnes of CO_2 equivalent	727.65 metric tons of CO_2 equivalent	1,062.90 metric tons of CO_2 equivalent
Total Scope 3 emissions per rupee of turnover	Metric tonnes of CO_2 equivalent	1.22x10^8tCo$_2$/FTE/annum (Financial)	2.30×10^{-8} tCo$_2$/FTE/annum (Financial)
Total Scope 3 emission intensity *(optional)* – the relevant metric may be selected by the entity	Nil	NA	NA

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Yes/No) If yes, name of the external agency.

Yes, Independent assessment has been carried out by Paul Shantanu Engineering Pvt. Ltd. (Rated by Crisil and Care, Certified by BEE and an ISO 50001 accredited Company) for the FY 2025-26.

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas alongwith prevention and remediation activities.**

Not applicable as we do not have operations/offices in/around ecologically sensitive areas.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/ effluent discharge/ waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
At RML, major emissions arise from purchased electricity, work commute and business travels. We continuously innovated and improved our data centre energy efficiency through initiatives like data centre/ server room consolidation, rack cooling solutions, air-flow management, UPS load optimization through modular UPS solutions and centralized monitoring. Our operations do not generate any waste except nominal obsolete IT hardware waste, which are disposed of in a legally compliant manner, ensuring that it does not potentially cause harm to humans, animals and environment. We ensure that e-waste disposal in landfills are not allowed as part of our commitment to clean environment.			

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

RML has a robust Business Continuity and Disaster Recovery Plan (BCP/ DR), which is tested annually. It is based on the principles of prevention, preparedness, response, and recovery. We follow a risk-based approach to identify credible business risks and review the management plan regularly to ensure that it is up-to-date and effective. Emergency preparedness aims to reduce the consequences of damaged caused by unexpected situations like accidents, fire, sabotage, spills, explosions, natural disasters, terrorist activities and medical emergencies. It includes a series of actions to be taken in the case of such emergencies. It shows the preventive actions, preparation to meet adverse situations, how to mitigate them and how to have positive controls during that situation to save lives and reduce property damage. We have also achieved the Capability Maturity Model Integration (CMMI) Level 5 Certification through GAAFS and QCAS Certifications Inc.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

No incidence of any significant adverse impact to the environment, arising from the value chain of the entity was reported during the year by any of our suppliers.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

None though our value chain partners are large telecom partners who have a robust disclosure practice with respect to environmental impact assessments and they continue to set industry benchmarks to minimize environmental impact assessments caused from emissions etc.

8. **How many Green Credits have been generated or procured:**

   a) **By the listed entity**

   b) **By the top ten (in terms of value of purchases and sales, respectively) value chain partners.**

The Company has not generated or procured any green credits

PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations.**

   b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations
1	Groupe Speciale Mobile Association	Global
2	Mobile Ecosystem Forum	Global
3	Internet and Mobile Association of India	National
4	Confederation of Indian Industry	National
5	Tech Enterprises Association of Mumbai	National
6	Bombay Chamber of Commerce & Industry	National

2. **Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.**

   No adverse order was received by the Company from regulatory authorities during the financial year 2025-2026 hence no corrective action was required to be taken.

Name of authority	Brief of the case	Corrective action taken
NA	NA	NA

Leadership Indicators

1. **Details of public policy positions advocated by the entity:**

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly/Others – please specify)	Web Link, if available
For the time being, Company's public advocacy is through participation in various industry forums where we express our opinions on various relevant topics. Details of our participation on various public platforms and industry body discussion forums are available on https://www.linkedin.com/company/routemobilelimited/posts/?feedView=al					

PRINCIPLE 8: Businesses should promote inclusive growth and equitable development

Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

   SIA in terms of The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013 is not applicable to us.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
NA	NA	NA	NA	NA	NA

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity.**

   Not applicable

3. **Describe the mechanisms to receive and redress grievances of the community.**

   Our 24x7 helpdesk, CSR Committee, Head of Operations and our Board at various levels monitor impacts of our operations on the community, receive response/feedback and take improvement measures, if any required

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	We are a leading CPaaS/Omni channel communication service provider and apart from our major suppliers which are large telecom operators, all our otherwise, procurements, *viz.* office stationery, equipment and consumables of similar nature are from MSMEs/small producers	
Directly from within India		

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost**

Location	FY 2025-26	FY 2024-25
Rural	0%	0%
Semi-urban	0%	0%
Urban	1.50%	2.43%
Metropolitan	98.50%	97.57%

(Place to be categorized as per RBI Classification System - rural/semi-urban/urban/metropolitan)

Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

   SIA in terms of The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013 is not applicable to us.

Details of negative social impact identified	Corrective action taken
NA	NA

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

   Our CSR efforts during the year was spread pan India basis and did not have any specific project in designated aspirational districts.

S. No.	State	Aspirational District	Amount spent (In INR)
1	NA	NA	NIL

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/ vulnerable groups?**

   (b) **From which marginalized/ vulnerable groups do you procure?**

   (c) **What percentage of total procurement (by value) does it constitute?**

   No, Our Suppliers are selected based on merit and benefit to the Company.

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
1.	NA	NA	NA	NA

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the Case	Corrective action taken
NA	NA	NA

6. **Details of beneficiaries of CSR Projects:**

   Our CSR programs are through various NGOs, healthcare and other institutions dedicated to promotion of healthcare, education and sports for underprivileged sections of the society. During the year we have also dedicated ourselves to helping in the development of an elderly care facility.

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
The Annual Report on CSR activities undertaken by the Company during the financial year ended March 31, 2026 is given in Annexure 4 to the Boards Report which forms part of this Annual Report.			

PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   Our 24*7*365 Customer Support Desk works on a Ticketing System that receives and logs all inbound emails from customers and allocates a Ticket ID to each email. These queries or complaints are classified according to priority and category and responded to within the established Service Level Agreement (SLA). All customers are provided a copy of the SLA with the escalation matrix which informs them whom to contact in case they are unable to get a satisfactory resolution.

2. **Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NA
Safe and responsible usage	NA
Recycling and/or safe disposal	NA

   Not applicable considering the nature of RML's business.

3. **Number of consumer complaints in respect of the following:**

	FY 2025-26			FY 2024-25		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data privacy						
Advertising						
Cyber-security						
Delivery of essential services	Nil		None	Nil		None
Restrictive Trade Practices						
Unfair Trade Practices						
Other						

4. **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	Not applicable considering the nature of RML's business	
Forced recalls		

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   Yes, https://routemobile.com/wp-content/uploads/2023/06/Data-Protection-Policy.pdf

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/ action taken by regulatory authorities on safety of products/ services.**

   Not Applicable

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches:** NIL

b. **Percentage of data breaches involving personally identifiable information of customers:**
Not applicable

c. **Impact, if any, of the data breaches :** Not applicable

Leadership Indicators

1. **Channels/ platforms where information on products and services of the entity can be accessed (provide web link, if available).**

LinkedIn	https://www.linkedin.com/company/routemobilelimited/
YouTube	https://www.youtube.com/@RouteMobile
Web	www.routemobile.com
X	https://x.com/routemobile
Instagram	https://www.instagram.com/routemobile/

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/ or services.**

   Standard term of use of our services are available on our website and in our template contracts.

3. **Mechanisms in place to inform consumers of any risk of disruption/ discontinuation of essential services.**

   Standard disclaimer on service suspension, disruption, etc not in our control from point of our template contracts.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/ No/ Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/ services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/ No)**

   Not applicable. Our Company is regularly featured in ROCCO Research's surveys of mobile operators and enterprises ranked with respect to customer satisfaction and technical capabilities. Additionally, our online Ticketing Tool secures continuous feedback from all our customers.

Annexure-7

Disclosure under Regulation 14 read with Part F of Schedule I of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 for the year ended March 31, 2026

The details of Employee stock options as on March 31, 2026, under 'Route Mobile Limited - Employee Stock Option Plan 2017' ("RML ESOP 2017") and 'Route Mobile Limited - Employee Stock Option Plan 2021' ("RML ESOP 2021") (together referred as "Schemes") are given below. The Schemes are administered by Route Mobile Employee Welfare Trust ("Trust").

Disclosures:

There has been no change/material change in the schemes & the schemes are in compliance with the regulations

A. Disclosures in terms of the accounting standards prescribed by the Central Government in terms of Section 133 of the Companies Act 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments issued in that regard from time to time:

Refer Note No. 43 forming part of the standalone financial statements and Note No. 46 of the consolidated financial statements for FY 2025-26. Please note that the said disclosure is provided in accordance with Indian Accounting Standards (Ind AS) 102 Share Based Payment.

B. Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share issued by Central Government or any other relevant accounting standards as issued from time to time:

Refer Note No. 41 forming part of the standalone financial statements and Note No. 50 of the consolidated financial statements for the FY 2025-26 Please note that the said disclosure is provided in accordance with Indian Accounting Standards (Ind AS) 33- Earnings per share.

C. Summary of Status of ESOPs Granted:

i. The description of the existing scheme is summarized as under –

Sr. No.	Particulars	RML ESOP 2017	RML ESOP 2021
1	Date of shareholders' approval	October 12, 2017	April 19, 2021
2	Total number of options approved	25,00,000	28,00,000
3	Vesting requirements	The options would vest not earlier than (one) 1 year and not more than (four) 4 years from the date of grant of such options.	The Options would vest not earlier than minimum Vesting Period of 1 (one) year and maximum Vesting Period of 5 (five) years from the date of Grant, as may be decided by the Committee at the time of each Grant. Apart from that, the Committee may prescribe achievement of any performance condition(s) for vesting.
4	Exercise Price or Pricing formula	**The Exercise price is as below:** Grant I - ₹300/- per share (₹10/- face value per share and ₹ 290/- premium per share) Grant II and Grant III – ₹326.16 per share (₹10/- face value per share and ₹316.16/- premium per share)	Grant I - ₹2296.05/- per share (₹10/- face value per share and ₹2286.05/- premium per share) Grant II - ₹1600.95/- per share (₹10/- face value per share and ₹1590.95/- premium per share)
5	Maximum term of options granted	4 years	5 years
6	Source of Shares	Primary	Primary
7	Variation in terms of ESOP	None	None

ii. Method used for Accounting of ESOP: Fair value method of accounting.

iii. Where the Company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed:

Not Applicable as the Company has used fair value-based method of accounting.

iv. The movement of options during the year are as follows:

Sr. No.	Particulars	RML ESOP 2017	RML ESOP 2021
1	No. of options outstanding at the beginning of the year	20,500	2,72,860
2	No. of options Granted during the year	Nil	Nil
3	No. of options forfeited/lapsed during the year	2,500	11,000
4	No. of options vested during the year	Nil	67,465
5	No. of options exercised during the year	5,500	Nil
6	No. of shares arising as a result of exercise of options	5,500	N.A.
7	Money realised by exercise of options (INR), if scheme is implemented directly by the Company	Not Applicable, As the ESOP Scheme is implemented by the ESOP Trust of the Company named as "Route Mobile Employee Welfare Trust"	
8	Loan repaid by the trust during the year from the exercise	17,28,480	N.A.
9	No. of options outstanding at the end of the year	12,500	261,860
10	No. of options exercisable at the end of the year	12,500	261,860

v. Weighted-average exercise prices and weighted-average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.

a. RML ESOP 2017

Sr.	Particulars	Grant 1	Grant 2	Grant 3
a)	**Weighted average Fair Value of Options granted during the year whose –**			
A	Exercise price equals market price*	₹300	₹326.16	₹326.16
B	Exercise price is greater than market price	Nil	Nil	Nil
C	Exercise price is less than market price	Nil	Nil	Nil
b)	**Weighted average Exercise price of Options granted during the year whose –**			
A	Exercise price equals market price*	₹300	₹326.16	₹326.16
B	Exercise price is greater than market price	Nil	Nil	Nil
C	Exercise price is less than market price	Nil	Nil	Nil

*All Disclosures in respect of grants made in three years prior to IPO under each ESOS; All Options under RML ESOP 2017 were granted prior to the listing of the Company on September 21, 2020.

b. RML ESOP 2021

Sr.	Particulars	Grant 2	Grant 3
a)	**Weighted average Fair Value of Options granted during the year whose –**		
A	Exercise price equals market price	₹1,207.14	₹856.96
B	Exercise price is greater than market price	Nil	Nil
C	Exercise price is less than market price	Nil	Nil
b)	**Weighted average Exercise price of Options granted during the year whose –**		
A	Exercise price equals market price	₹2,296.05	₹1,600.95
B	Exercise price is greater than market price	Nil	Nil
C	Exercise price is less than market price	Nil	Nil

vi. Employee-wise details of options granted during the FY 2025-26 to:

a) Senior managerial personnel

b) Employees who were granted, during any one year, options amounting to 5% or more of the options granted during the year

c) Identified employees who were granted options, during any one year equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant

NIL

vii. Description of Method and Significant Assumptions used to estimate the fair value of options granted during the year:

The Company has recorded compensation costs for all grants made to employees under the fair value method of accounting. The fair value of options granted under RML ESOP 2017 is estimated on the date of Grant using the Discounted Cash flow method. The fair value of options granted under RML ESOP 2021 is estimated on the date of Grant using the Black-Scholes model. The Assumptions used for calculating the Option fair value are as follows:

		ESOP Plan 2017		ESOP Plan 2021	
		Grant I	Grant II & Grant III	Grant I	Grant II
1	Risk Free Interest Rate	6.70%	6.55%	5.54%	5.95%
2	Expected Option Life (years)	4	4	4.60	5.01
3	Expected Volatility	56%	100%	54.07%	55.53%
4	Market Risk Premium	-	-	-	-
5	Cost of debt	-	-	-	-
6	Terminal Growth Rate	-	-	-	-
7	Cost of capital	-	-	-	-
8	Weighted-average values of share price	300	326.16	2,296.05	1,600.95
9	Exercise price	300	326.16	2,296.05	1,600.95
10	Expected dividends	-	-	-	-

The method used and the assumptions made to incorporate the effects of expected early exercise: Not Applicable

How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility. The expected price volatility is determined using annualised standard deviation (a measure of volatility used in Black-Scholes-Merton option pricing) and the historic volatility based on remaining life of the options.

Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition. There are no market conditions attached to the grant and vest.

Disclosures in respect of grants made in three years prior to IPO under each ESOS: RML ESOP 2017 is the only scheme relating to three years prior to the IPO and accordingly relevant disclosures form part of this disclosure.

D. Disclosures Related to Trust: The following details, *inter alia*, in connection with transactions made by the Trust meant for the purpose of administering the schemes under the SEBI SBEB & SE Regulations, 2021:

Sr. No.	Particulars	Details
1	Name of the Trust	Route Mobile Employee Welfare Trust
2	Details of the Trustee(s)	Mr. Vinay Binyala Mr. Rakeshkumar Nayak Mrs. Sushma Gedam Mr. Gaurav Jhunjhunwala
3	Amount of loan disbursed by company / any company in the group, during the year.	17,28,480
4	Amount of loan outstanding (repayable to company / any company in the group) as at the end of the year	Nil
5	Amount of loan, if any, taken from any other source for which company / any company in the group has provided any security or guarantee	Nil
6	Any other contribution made to the Trust during the year	Nil
7	Brief details of transactions in shares by the Trust	
	a) Number of shares held at the beginning of the year	Nil
	b) Number of shares acquired during the year through (i) primary issuance (ii) secondary acquisition, also as a percentage of paid up equity capital as at the end of the previous financial year, along with information on weighted average cost of acquisition per share;	i. 5,500 equity shares having face value of ₹10/- each were acquired through primary issuance. The shares were allotted to the Trust by the Nomination & Remuneration Committee. Percentage of paid-up equity capital as at the end of the previous financial year: 0.0087% Weighted average cost of acquisition per share: 314.27 ii. Secondary acquisition: Nil
	c) Number of shares transferred to the employees / sold along with the purpose thereof;	5,500 equity shares having face value of ₹ 10/- each transferred to employees pursuant to RML ESOP 2017
	d) Number of shares held at the end of the year.	Nil

Report on Corporate Governance

[Pursuant to Part C of Schedule V to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Company's Philosophy on Corporate Governance

Route Mobile Limited ("Route Mobile"/"RML"/ "Company") is committed to shareholder-friendly corporate governance and the Board of Directors ("Board") has adopted clear corporate policies that promote excellence in corporate governance. We are a value-led and ethical company, which is reflected in our strong corporate governance. In 2025-26, we continued on delivering on Route Mobile's commitment to strong corporate governance and related practices. To do that, the Board activities were structured to develop the Company's strategy and to enable the Board to support the management on the delivery of it within a transparent governance framework. In addition to regular business and financial updates at each Board meeting, the table below sets out a high-level overview of the key areas of focus for the Board's and its Committees' activities during the year. Our corporate governance practices comply with Indian laws and regulations as well as with our Articles of Association. Under the Indian Listing Regulations, a company is deemed to be in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") even if it departs from individual recommendations, provided that the departures are reported and explained. Route Mobile has adopted comprehensive standards of business conduct. Each director is expected to familiarize themselves with and follow these standards, as well as the Company's code for prohibition of Insider Trading, that prohibit trading in shares of the Company on the basis of material non-public information and entering into derivatives or similar instruments relating to the Company's shares. The Board and its Committees will review any issues arising under the applicable standards of business conduct with respect to an executive officer or director and will report its findings to the full Board and the Statutory Auditor.

Board of Directors, Size and Composition

The operations of Route Mobile are managed under the direction of the Board, within the framework set by the Indian Companies Act, 2013 ("Act") and Route Mobile's Articles of Association as well as any complementary rules of procedure as defined by the Board, such as the Listing Regulations and the charters of the Board's committees. The Nomination and Remuneration Committee (the "NRC") of the Board of Directors is charged with recommending to the Board of Directors the names of candidates after consultation with the Chairman of the Board of Directors and the Managing Director ("MD"). Candidates should bring integrity, insight, energy, and analytical skills to Board deliberations, and must have a commitment to devote the necessary time and attention to oversee the affairs of a corporation as large and complex as Route Mobile. The Committees of the Board are focused on specific elements of the governance like audit and internal controls, financial reporting, risk management framework, appointment and remuneration of senior management personnel, implementation and monitoring of CSR activities in furtherance to the Company's societal commitments.

At the end of 2025-26, the average age of the members of the Board of Directors was 56.6 years. The proportion of female representatives is today at 16.67%. Most Board of Directors' decisions can be made by a simple majority of the votes cast by Directors (a "Simple Majority"), but certain decisions must be made by unanimous voting. The term of a Board member begins with the appointment at the Board meeting and confirmed later on by the shareholders of the Company at which he or she was elected/confirmed. Half of the Board is comprised of the permanent directors, who retire by rotation, each year, as required under the Act.

The Board of Directors, as on March 31, 2026, comprised of six (6) Directors, out of which 1 was Executive Director ("ED") and MD and five (5) were Non-Executive Directors ("NEDs"), which includes three (3) Independent Directors ("IDs"). The Chairman of the Board is a Non- Executive & Non-Independent Director and half of the total number of Directors comprises of Non-Executive & Independent Directors. The independent directors of the Board also confirm the election of the members and chairs for the Board's committees from among the Board of Directors upon the recommendation of the NRC and based on each committee's member qualification standards. Further, the IDs have in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs.

Detailed profile of our Directors is available on our website at https://routemobile.com/board-of-directors. The terms and conditions of appointment of IDs are hosted on the website of the Company at https://routemobile.com/investors. The operations of the Company are managed under the direction of the Board of Directors, within the framework set by the Act and Route Mobile's Articles of Association as well as any complementary rules of procedure as defined by the Board, such as various policies under the Act and Listing Regulations and related Board Committee charters.

In India, the SEBI regulates corporate governance for listed companies through the 'Listing Regulations'. Listing Regulations mandate the following:

- For a company with a non-executive chairman, who is a promoter, at least half of the board shall consist of IDs: **Complied; half of the board comprises of IDs**.
- The Board of directors of the top 1000 listed entities shall have at least one independent woman director: **Complied**

The composition of the Board of Directors of the Company is in conformity with Regulation 17 of the Listing Regulations and Section 149 of the Act.

Board Diversity

As per the Company's Policy on Board Diversity, identifying and evaluating a suitable candidate for the Board is the responsibility of the NRC.

While selecting a candidate, the NRC considers various criteria and leverages differences in factors w.r.t. background, knowledge, skills, abilities & thought (to exercise sound judgment), professional experience & functional expertise, educational, professional, cultural and geographical background, personal accomplishments, nationality, gender, race, ethnicity, age, experience and understanding of the telecommunication sector/ industry, marketing, technology, finance and other disciplines relevant to the business.

The NRC also considers such other factors, relevant and applicable from time to time towards achieving a diverse Board. The NRC, on identification of suitable candidate based on evaluation of aforesaid criteria, makes recommendations to the Board. The Board, on the recommendation of the NRC, appoints and further recommends to the members of the Company, wherever applicable, for their approval. The Policy on Board Diversity is available on the Company's website at https://routemobile.com/investors/corporate-policies.

Matrix setting out the skills/expertise/competence of the board of directors and names of directors who have such skills/expertise/competence

The Board comprises of the qualified members who bring in the required skills, competence and expertise to enable them through effectively contribute in deliberations at Board and Committee Meetings. The following is the list of core skills/competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available within the Board Members.

Sr. No.	Name of Directors	Skills Set
1	Mr. Seckin Arikan	Business Administration, knowledge about peer companies, Entrepreneurship, Strategy & Business Development, Stakeholder Communication/ Investor Relations.
2	Mr. Jan Van Acoleyen	Business Administration, Human Capital Management, Organizational Development, Talent Management, Leadership Development, Knowledge about peer companies, Corporate Governance, Environment/Sustainability/ Corporate Responsibility, Stakeholder Communication/Executive Engagement, International Business Operations.
3	Mr. Anil Kumar Chanana	Finance Accounting & Taxation, knowledge about peer companies, Statutory/ Regulatory Compliance, Risk Management & Mitigation.
4	Mrs. Harita Gupta	Business Management & Finance, knowledge about peer companies, Sustainability/ Corporate Responsibility.
5	Mr. Prakash Sunder Advani	Finance Accounting & Taxation, knowledge about peer companies, Statutory/ Regulatory Compliance, Risk Management & Mitigation.
6	Mr. Rajdipkumar Gupta	Business Administration, Sales, Marketing, knowledge about peer companies, Entrepreneurship, Environment /Sustainability/ Corporate Responsibility, Strategy & Business Development, Stakeholder Communication/ Investor Relations.

Confirmation as regards skills/competence/ expertise of the Board of Directors:

The Board believes that the above-mentioned skills/ competencies/expertise are required for the business of the Company and Directors of the Company possess this skills/competencies/expertise, which helps the Company to function effectively.

Compliance with non-mandatory requirements under Regulation 27(1) of the Listing Regulations:

1. The Board

Our Chairman is Non-Executive and is entitled to maintain Chairman's office at the Company's expense and also allowed reimbursement of expenses incurred in the performance of his duties. However, during the year, no such services was availed by the Chairman and no fees was paid.

2. Separate posts of Chairman and the MD or the Chief Executive Officer ("CEO")

The Company has different individuals serving as Chairman, the MD and CEO respectively. This separation ensures a clear distinction between strategic leadership (Chairman) and executive management (MD/CEO), Allows for effective oversight and accountability, provides a checks and balances system, ensuring no one person has too much power and allows the MD/CEO to focus on executive management, driving business growth and operations.

3. Reporting of Internal Auditor

The Company has adequate internal control and Internal Audit System commensurate with its size and nature of its business. The Internal Audit Scope is approved by the Audit Committee and the Internal Auditors reports to the Chairman of the Audit Committee and has direct access to the Audit Committee.

4. Shareholders Rights

Your Company follows a robust process of communicating with the shareholders which have been elaborated in the Report under the heading 'Means of Communication'.

5. Modified opinion

During the year under review, there was no modified audit opinion in the Auditors' Report on the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinions in its financial statements.

6. Independent Directors

During the year under review, one separate meeting of the Independent Non-Executive Directors was held without the presence of other Directors and members of the Management. All Independent Non-Executive Directors attended the meeting.

The Board has Six (6) Directors as on March 31, 2026. Composition of the Board of Directors of the Company was as below:

Executive Director (ED)	Non-Executive Non-Independent Directors (NED)	Independent Directors (IDs)
Mr. Rajdipkumar Gupta - Managing Director	Mr. Seckin Arikan (Chairman)	Mr. Anil Chanana
	Mr. Jan Van Acoleyen	Mr. Prakash Advani
		Mrs. Harita Gupta

None of the Directors on the Board is a member of more than ten (10) Committees and Chairperson of more than five (5) Committees (committees being Audit Committee and Stakeholders Relationship Committee, as per Regulation 26(1) of the Listing Regulations) across all public companies in which he/ she is a Director. None of the Directors on the Board is a Director in more than seven (7) listed entities. None of the Directors hold directorship in more than twenty (20) Indian companies, with not more than ten (10) public limited companies. None of the Non-Executive Directors is an Independent Director in more than seven (7) listed companies as required under the Listing Regulations. None of the IDs is serving as a Whole-time Director/Managing Director in any listed entity. All the Directors have made necessary disclosures regarding Committee positions occupied by them in other companies. The composition of the Board of Directors of the Company is in conformity with Regulation 17 of the Listing Regulations and Section 149 of the Act. Further, the Managing Director does not serve as an Independent Director in any listed company. None of the Directors are related to each other. Further, none of our IDs serve as Non-Independent Director of any company on the board of which any of our Non-Independent Director is an ID.

Non-Executive and Non-Independent Chairman's Compensation

As per the 'Nomination and Remuneration policy' of the Company, no remuneration is payable to directors who are employees of Proximus group and accordingly, Mr. Seckin Arikan, Chairman shall not be paid any remuneration, including sitting fees.

Disclosure of relationship between Directors *inter-se*:

There are no *inter-se* relationships amongst the Directors.

Shareholding of Non-Executive Directors as on March 31, 2026:

Name	No. of shares held	No. of convertible instruments held
Mr. Seckin Arikan	NIL	NA
Mr. Jan Van Acoleyen	NIL	NA
Mr. Anil Chanana	NIL	NA
Mr. Prakash Advani	NIL	NA
Mrs. Harita Gupta	NIL	NA

Details of directorships, memberships and chairpersonships of the committees of other companies of the Directors of the Company were as below as on March 31, 2026:

Name of Director	Directorships on the Board of other companies[1] (other than RML)	Board Committees [2]		Name of Listed Entities and categories of Directorship	All companies worldwide[3]
		Chairperson	Member		
Mr. Rajdipkumar Gupta	NIL	NIL	NIL	NIL	28
Mr. Seckin Arikan	NIL	NIL	NIL	NIL	1
Mr. Jan Van Acoleyen	NIL	NIL	NIL	NIL	9
Mr. Anil Chanana	3	3	3	1. Campus Activewear Limited – Independent Director 2. Coforge Limited - Independent Director 3. Sagility Limited - Independent Director	6
Mr. Prakash Advani	NIL	NIL	NIL	NIL	4
Mrs. Harita Gupta	5	1	9	1. Whirlpool of India Limited - Independent Director 2. Lodha Developers Limited - Independent Director	7

[1]Excludes directorships in associations, private limited companies, foreign companies, companies registered under Section 8 of the Act, Government Bodies and Alternate Directorships.

[2]Membership and Chairmanship of Committees only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than Route Mobile Limited.

[3]Includes directorships in companies incorporated outside India.

Independent Director

Basis the declaration as submitted by the IDs and due assessment of the veracity undertaken by the Board, in terms of Regulation 25(9) of the Listing Regulations, the Board opined that the IDs fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and are independent from the management. All the IDs have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The terms and conditions of appointment of IDs including their role, responsibility and duties are available on our website at https://routemobile.com/investors.

Opinion of the Board

The Board hereby confirms that, in its opinion, all the independent directors on the Board fulfil the conditions specified in the Listing Regulations and the Act and are independent of the management.

Familiarisation Programme and Training for IDs

The Familiarization Programme(s) are structured to assist the IDs of RML to understand the Company and its business, so as to enable them in effective discharge of their duties. In current times, as the spotlight on boardrooms continues to intensify, the functioning of Boards is seeing some change. It has been noticed that quite a few steps have been and are being taken to enhance the diversity of backgrounds, experiences, genders and perspectives in the boardroom. Once a Director gets appointed, the induction Programme is conducted which includes an introduction to the Board members, Key Managerial Personnel and Senior Management personnel. The familiarization programme for Independent Directors is outlined herein pursuant to Regulation 25 (7) of the Listing Regulations. External Directors often face a number of challenges in the boardroom, among them increased regulation, pressure from activist shareholders, and corporate governance reforms. Our programme provides intriguing insights into corporate governance, giving directors the knowledge, they need to be high-performing board members that adds significant value to the Company. The familiarization programme for Directors is available on our website at www.routemobile.com/investors/.

Meeting of Independent Directors

In terms of the provisions of the Schedule IV of the Act and Regulation 25 (3) read with Part E of Schedule of the Listing Regulations, the Independent Directors of the Company shall meet at least once in a year, without the presence of Non-Independent Directors. During the year, the Independent Directors meeting was held on February 09, 2026. The Independent Directors *inter-alia* discussed (i) Group Structure, Corporate discussions & shareholders, Deep-dive product strategy: omnichannel & international product strategy.; (ii) reviewed the performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors' and (iii) assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Selection of New Directors and Board Membership Criteria

The selection of new directors and board membership criteria are crucial aspects of corporate governance and at Route Mobile due care is taken while taking into accounts factors like skills and expertise needed for the Board, candidates with diverse backgrounds and experiences, candidates' independence, integrity, commitment, recommendations from shareholders, employees, others and thorough interviews and assessments.

Compensation Policy for Board and Senior Management

The compensation policy is applicable to the Board, MD and CEO and other members of senior management and to any new executive corporate officer that may be appointed, which is framed under the Act, and Listing Regulations. Dictated by the guiding principles described above, this policy seeks to support the Company's strategy and to align the Chairman and CEO's interests with those of the shareholders and with stakeholders' expectations. Compensation structure of the senior management including the MD & CEO also has component tied to the achievement of performance criteria defined by the Board on the recommendation of the Nominations and Remuneration Committee. Whenever possible, the criteria achievement level is measured on the basis of performance indicators adopted more generally within the Company. This last point ensures that the nature of the selected criteria is relevant and aligned with the Company's strategy. Company's nomination & remuneration policy is available on our website at https://routemobile.com/investors/corporate-policies/ . No payment has been made to any non-executive directors except sitting fees and commission as disclosed below.

Details of remuneration for Directors in FY 2025-26 are provided below:

Non-Executive Directors' compensation and disclosures

It is Route Mobile's policy that the remuneration of Non-Executive Directors' consists of sitting fees and commission only, and no fees will be paid in the form of company stock purchased from the market. When preparing the Board of Directors' remuneration proposal, it is the policy of the NRC of the Board to review and compare the remuneration levels and their criteria paid in other global companies with net sales and business complexity comparable to that of Route Mobile.

Non-Executive Directors shall be reimbursed by the Company for various costs and expenses, including reasonable costs of defending claims. The Company has procured the Directors and Officers Liability Insurance (D&O) for this matter as mandated under the Listing Regulations. Under certain circumstances, such as an act or failure to act by a Member of the Board of Directors that can be characterised as intentional, intentionally reckless, or seriously culpable, there will be no entitlement to this reimbursement. In accordance with the Listing Regulations, no employee, including key managerial personnel or director or promoter of a listed entity, shall enter into any agreement for himself or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit-sharing in connection with dealings in the securities of the Company, without prior approval from the Board as well as from shareholders by way of an ordinary resolution. No such instances were reported during the financial year ended March 31, 2026.

No stock options were granted to any member of the Board of Directors.

The following table sets forth the total annual remuneration (sitting fees and Commission only for Non Executive Director) paid to the members of the Board of Directors in FY 2025-26.

a) Non-Executive Director:

(Amount in ₹)

Name	Fixed Salary			Commission	Sitting Fees	Total compensation
	Basic	Perquisites	Total			
Non-Executive (Non-Independent) Directors						
Mr. Guillaume Antoine Boutin*	-	-	-	-	-	-
Mr. Mark James Reid$	-	-	-	-	-	-
Mr. Seckin Arikan^	-	-	-	-	-	-
Mr. Jan Van Acoleyen#	-	-	-	-	-	-
Non-Executive (Independent) Directors						
Mr. Anil Kumar Chanana	-	-	-	65,00,000	22,00,000	87,00,000
Mr. Prakash Sunder Advani	-	-	-	65,00,000	18,00,000	83,00,000
Mrs. Harita Gupta	-	-	-	65,00,000	21,00,000	86,00,000

*Ceased to be the Director of the Company with effect from April 17, 2025.

$Ceased to be the Director of the Company with effect from January 22, 2026.

^Appointed as the Director of the Company with effect from January 22, 2026.

#Appointed as the Director of the Company with effect from April 16, 2025.

b) Executive Director: Compensation and Disclosures:

Name	Mr. Rajdipkumar Gupta
Term of Appointment	For a period of 5 years from May 1, 2022 to April 30, 2027
Salary and Allowances	Fixed Salary: Not exceeding ₹4,15,00,000/- per annum, effective from May 1, 2024 as per below; i) The fixed salary from the Company per annum shall be ₹ 2,00,00,000; ii) The remuneration from RML UK per annum shall be up to Great British Pound ("GBP") equivalent of ₹ 2,15,00,000; iii) The increment, if any, during the subsequent years, shall not exceed 15% per annum of the Annual Fixed Cap (defined below) of preceding financial year, subject to adequacy of net profit as computed under section 198 of the Act. The aggregate fixed compensation that Mr. Gupta receives from the Company and RML UK will not exceed ₹4,15,00,000/- per annum, which may increase based on annual increments as contemplated above ("Annual Fixed Cap")
Salary paid during the FY 2025-26	₹ 2,00,00,004 from the Company and GBP 2,15,000 from RML UK
Commission	Nil

Name	Mr. Rajdipkumar Gupta
Short-term incentive	₹ 8,72,720 from the Company and GBP 9,382 from RML UK
Perquisites	Nil
Stock Appreciation Rights	He shall be eligible to participate in certain stock appreciation rights in accordance with the equity plan, which may be put in place by Proximus Global or as may be determined by the board of directors of Proximus Global from time to time. In each financial year, the total value of remuneration together with all the other components of the remuneration referred to above and the perquisite value of any stock options and stock appreciation rights will not exceed the remuneration limits permissible under the Act as amended from time to time.
Notice Period	The Agreement may be terminated by either party giving to the other party six months' notice.
Severance Fees	There is no separate provision for payment of severance fees.
Sitting Fees	NIL
Sitting Fees from Subsidiaries	NIL
Minimum Remuneration	Mr. Rajdipkumar Gupta shall be entitled to minimum remuneration comprising of salary, perquisites and benefits as per the applicable provisions of the Companies Act, 2013 in the event of inadequacy/absence of profits.
Number of shares held	NIL

Board Meetings

We have a strong and proven sustainability governance model in place from the Board of Directors to action owners. Review and feedback are provided as needed by the Board of Directors and Group Leadership Team. In addition, the Committees of the Board have adopted charters that define each committee's main duties and operating principles. Our Board's leadership structure consists of a Chair and MD elected by the Board and the shareholders and confirmed by the IDs of the Board from among the Board members upon the recommendation of the NRC. While the Chairman and the Board play a critical role in maintaining good governance, institutional investors play a key role as well. We pursue initiatives to further improve the dialogue with our Board and to facilitate the exercise of voting rights. However, as it is only the Board that has a fiduciary duty to ensure the long-term success of our Company, we have set clear expectations and committed ourselves to aim for long-term, sustainable value creation. The MD has certain specific duties as stipulated by the Act and Listing regulations in India, apart from Board mandated business objectives that are set from time to time. The CEO makes presentations to the Board on a quarterly basis, covering micro & macro-economic environment impacting the business, and new initiatives. These presentation and briefings include Revenue Growth, Customer Acquisition, Product Development, Enhanced platform security and compliance with major industry standards, Strategic partnerships to expand reach and improvements on the Operational Efficiency, Improved infrastructure scalability and reduced costs through cloud optimization.

During 2025-26, priorities for your Board included reviewing your Company's performance, investments and financial situation, its compliance and risk management, and the implications of the economic environment.

Seven (7) Board Meetings were held during the year ended March 31, 2026 *viz.* on April 16, 2025, April 25, 2025, May 7, 2025, July 17, 2025, November 3, 2025, December 15, 2025 and February 9, 2026. The gap between two Board meetings during this period did not exceed one hundred and twenty (120) days.

Name of Director	April 16, 2025	April 25, 2025	May 7, 2025	July 17, 2025	November 3, 2025	December 15, 2025	February 9, 2026	Attendance at the AGM held on September 12, 2025
Mr. Rajdipkumar Gupta	YES	YES	YES	YES	YES	YES	YES	YES
Mr. Seckin Arikan#	NA	NA	NA	NA	NA	NA	YES	NA
Mr. Guillaume Antoine Boutin*	LOA	NA	NA	NA	NA	NA	NA	NA
Mr. Mark James Reid#	YES	YES	YES	YES	YES	YES	NA	YES
Mr. Jan Van Acoleyen*	NA	YES	YES	YES	YES	YES	YES	YES
Mr. Anil Kumar Chanana	YES	YES	YES	YES	YES	YES	YES	YES

Name of Director	April 16, 2025	April 25, 2025	May 7, 2025	July 17, 2025	November 3, 2025	December 15, 2025	February 9, 2026	Attendance at the AGM held on September 12, 2025
Mr. Prakash Sunder Advani	YES	YES	YES	YES	YES	YES	YES	YES
Mrs. Harita Gupta	YES	YES	YES	YES	YES	YES	YES	YES

*Mr. Guillaume Antoine Boutin ceased to be a Director of the Company w.e.f. April 17, 2025 and Mr. Jan Van Acoleyen was appointed as a Director of the Company w.e.f. April 16, 2025;

#Mr. Seckin Arikan was appointed as a Director of the Company and Mr. Mark James Reid ceased to be a Director of the Company w.e.f. January 22, 2026, respectively.

Board Committees

Audit Committee

The Committee consists of a minimum of three members of the Board who meet all applicable independence, financial literacy and other requirements as stipulated by Act and the Listing Regulations. All the Audit Committee members are Non-Executive Directors with the Chairman being an ID. The Company Secretary acts as the Secretary to the Committee. The internal auditor reports functionally to the Audit Committee. The Chief Financial Officer and Group Chief Financial Officer of the Company also attends the meetings as invitee. Seven (7) meetings of the Committee were held during the year ended March 31, 2026 on May 07, 2025, July 17, 2025, August 18, 2025, August 22, 2025, August 29, 2025, November 3, 2025 and February 9, 2026. Additionally, business was also dealt with by passing circular resolutions.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mr. Anil Chanana - Chairman	ID	07 of 07	May 08, 2024
Mr. Mark James Reid*	NED	03 of 06	May 08, 2024
Mr. Seckin Arikan	NED	01 of 01	January 22, 2026
Mr. Prakash Advani	ID	07 of 07	May 08, 2024
Mrs. Harita Gupta	ID	07 of 07	February 26, 2025

*Ceased to be Member of the Committee with effect from January 22, 2026.

Mr. Anil Chanana, Chairman of the Audit Committee was present at the AGM of the Company held on September 12, 2025.

Terms of Reference

The Audit Committee of the Company is governed by the terms of reference adopted by the Board which are in compliance with Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations.

The primary objective of Audit Committee is to monitor and provide effective supervision of the management's financial reporting process and to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

An extract of the terms of reference of the Audit Committee are as follows:

1) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;

2) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

   a. matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub- Section 3 of Section 134 of the Act;

   b. changes, if any, in accounting policies and practices and reasons for the same;

   c. major accounting entries involving estimates based on the exercise of judgement by management;

   d. significant adjustments made in the financial statements arising out of audit findings;

   e. compliance with listing and other legal requirements relating to financial statements;

   f. disclosure of any related party transactions; and

   g. qualifications in the draft audit report.

5) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;

6) Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, preferential issue or qualified institutions placement and making appropriate recommendations to the Board to take up steps in this matter;

7) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

8) Approval or any subsequent modification of transactions of the Company with related parties;

9) Scrutiny of inter-corporate loans and investments;

10) Looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

11) Reviewing the functioning of the whistleblower mechanism;

12) Approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate;

13) Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower.

Nomination and Remuneration Committee ('NRC')

The primary purpose of the NRC is to oversee the personnel-related policies and practices at Route Mobile, as described in the Committee charter. It assists the Board in discharging its responsibilities in relation to all compensation, including equity compensation, of the Company's senior management personnel and their terms of employment. The Committee is responsible for overseeing compensation philosophy and principles and ensuring the above compensation programs are performance-based and designed to contribute to long-term shareholder value creation and alignment to shareholders' interests. Five (5) meeting of the Committee were held during the year ended March 31, 2026 on April 30, 2025, July 17, 2025, August 1, 2025, November 3, 2025 and February 9, 2026. Additionally, business was also dealt with by passing circular resolutions.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mrs. Harita Gupta – Chairperson	ID	05 of 05	May 08, 2024
Mr. Anil Kumar Chanana	ID	05 of 05	May 08, 2024
Mr. Mark James Reid*	NED	NA	May 08, 2024
Mr. Jan Van Acoleyen	NED	05 of 05	April 17, 2025

*Ceased to be Member of the Committee with effect from April 17, 2025.

Mrs. Harita Gupta - Chairperson of the NRC was present at the AGM of the Company held on September 12, 2025.

Terms of Reference

The Nomination and Remuneration Committee of the Company is governed by the terms of reference adopted by the Board which are in line with the regulatory requirements mandated by the Act and the Listing Regulations.

An extract of the terms of reference of the Nomination and Remuneration Committee is given below:

a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;

b) Formulation of criteria for evaluation of IDs and the Board;

c) Devising a policy on Board diversity;

d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

Succession Planning

At least annually, the Board will review succession plans for senior executives. Succession planning will address both succession in the ordinary course of business and contingency planning in case of unexpected events. Also important to our success is our ability to attract the world's best talent, our people are our biggest competitive advantage. Continually developing our teams and maintaining a strong culture is a core strategic priority and essential to achieving our long-term objectives. The hard work and commitment of our people underpinned these results, as they have done for decades. We build on this advantage every year by attracting and developing the best talent and fostering an environment where employees can thrive and reach their full potential. Our strategy focuses on maximizing our competitive advantages in scale, integration, technology, functional excellence and our people to build globally competitive businesses. Our culture is enabled by a strong focus on leadership and key talent systems, including performance assessment, on the job experiences, and formal training to consistently develop our people. Our Board of Directors plays an important role in leadership development and continuity. Our CEO leads an annual Board review on talent systems and succession plans for key leadership positions, including our investment in developing globally diverse talent ready to take on the leadership roles of the future.

Board Evaluation

In line with our Listing Regulations, the Board conducts annual performance evaluation which also include evaluation of the Board committees' work, the Board and Committee Chairs and individual Board members. In connection with the same, the Board conducts an evaluation of the MD. In 2025-26, the Board's evaluation processes consisted of Board self-evaluations, peer evaluations and interviews as well as the evaluation of the MD. The evaluation process included both numeric assessments and the possibility to provide more detailed written and verbal comments. Feedback was also requested from selected members of management as part of the Board evaluation process. Each year, the results of the evaluation are discussed and analysed by the entire Board and improvement actions are agreed based on such discussion. The Board of Directors performs a self-evaluation and focuses on the implementation of the improvement action plan resulting from the assessment. There is a general concern that the lack of guidance on board evaluation means that good governance is not always achieved in this area, and board evaluation can become another box-ticking exercise rather than leading to genuine progress and improvements. Continuing improvement and development of the Board and its committee processes and procedures is key to ensuring that Route Mobile's governance structure remains in line with best practices. The evaluation process also clarifies what actions need to be taken to maintain and improve the Board performance, for instance, addressing individual training and development needs of each Director. The results of the Board evaluation, if conducted, are disclosed in the Corporate Governance Report for accountability and transparency purposes.

Lead Independent Director

Mr. Prakash Advani acts as the "Lead Independent Director" and leads independent directors' meeting, co-ordinates with the Company senior management on behalf of the other independent directors for various information flow and advising on improvement areas, among others.

Corporate Social Responsibility Committee ('CSR')

The CSR committee's guidance helps the board to make informed decisions on CSR matters, ensuring that the Company's operations align with its values and principles, and contribute to a sustainable and responsible business model. These include guiding the Board on emerging trends and best practices in CSR, stakeholder expectations and concerns, regulatory requirements and compliance, CSR reporting and transparency, employee engagement and volunteer programs, and community development and investment. Route Mobile's CSR Committee works closely with the communities where we operate to identify and invest in initiatives that help support their needs. We collaborate with governments and local stakeholders to invest in programs that promote local economic growth and help improve social conditions. Route Mobile Foundation's contributions further support our community efforts by providing additional resources to help address strategic local priorities where we do business around the world in the areas of education, healthcare and sports. We work with nongovernmental organizations to help support local communities and broader society in areas such as education and health. One (1) meeting of the Committee was held during the year ended March 31, 2026 on May 07, 2025.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mrs. Harita Gupta – Chairperson	ID	01 of 01	May 08, 2024
Mr. Rajdipkumar Gupta	ED(MD)	00 of 01	August 27, 2021
Mr. Guillaume Boutin*	NED	NA	May 08, 2024
Mr. Jan Van Acoleyen	NED	01 of 01	April 17, 2025

*Ceased to be Member of the Committee with effect from April 17, 2025.

Mrs. Harita Gupta - Chairperson of the CSR was present at the AGM of the Company held on September 12, 2025.

The Committee has recommended & the Board of Directors adopted a policy for the Company's corporate social responsibility, including social responsibility and sustainability, and the policy is available on the Company's website at https://routemobile.com/investors.

Terms of Reference

The CSR Committee of the Company is governed by the terms of reference adopted by the Board which are in line with the regulatory requirements mandated by the Act and the Listing Regulations.

An extract of the terms of reference of the CSR Committee is given below:

a) Formulate and recommend to the Board, a CSR Policy to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;

b) Recommend the amount of expenditure to be incurred on the CSR activities to be undertaken by the Company;

c) Monitor the implementation of the CSR activities undertaken by the Company.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee ("SRC"/ "Committee") is constituted pursuant to and in accordance with the applicable provisions of Companies Act 2013 and Listing Regulations, as amended from time to time. The objective of the Committee is to assist the Board with oversight of, inter-alia, the effective and efficient servicing and protecting the stakeholders' interest including but not limited to shareholders, debenture holders, other security holders and rating agencies, regulators, customers. In accordance with the requirements of applicable laws, the Committee is presented with a summary on cumulative number of complaints, grievances, other unresolved matters pertaining to dividends etc. on a periodic basis. These updates include matters received on SEBI SCORES portal, at R&TA as well as company's dedicated email address for receiving shareholders' communication.

One (1) meeting of the SRC was held during the year ended March 31, 2026 on February 9, 2026.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mr. Guillaume Boutin – Chairman*	NED	NA	May 08, 2024
Mr. Rajdipkumar Gupta	ED (MD)	01 of 01	November 22, 2017
Mr. Prakash Advani	ID	01 of 01	May 08, 2024
Mr. Seckin Arikan – Chairman$	NED	01 of 01	January 22, 2026
Mr. Mark Reid – Chairman$	NED	NA	April 17, 2025

*Ceased to be Chairman of the Committee with effect from April 17, 2025.

$Mr. Mark Reid ceased to be the Chairman of the Committee, and subsequently, Mr. Seckin Arikan was appointed as the Chairman of the Committee with effect from January 22, 2026.

Mr. Mark Reid, Chairman of the Stakeholder Relationship Committee was present at the AGM of the Company held on September 12, 2025.

Name	Designation	Address of the Compliance Officer
Mr. Tejas Shah	Company Secretary & Compliance Officer	SanRaj Corporate Park - 4th Dimension, 3rd floor, Mindspace, Malad (W) Mumbai 400064.

Nodal Officer

Mr. Tejas Shah, Company Secretary of the Company, is designated as the Compliance Officer, who oversees redressal of the investors' grievances. Mr. Shah is also designated as the Nodal Officer pursuant to the Investor Education and Protection Fund Rules.

Terms of Reference

The SRC of the Company is governed by the terms of reference adopted by the Board which are in compliance with Section 178 of the Act and Regulation 20 of the Listing Regulations.

An extract of the terms of reference of the SRC is given below:

a) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.;

b) Review of measures taken for effective exercise of voting rights by shareholders;

c) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar to an Issue and Share Transfer Agent;

d) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

The Secretarial Department of the Company and the Registrar and Share Transfer Agent attend to all grievances of the shareholders received.

Details of complaints received and resolved during the FY 2025-26:

Opening as on April 1, 2025	0
Received during the year	8
Resolved during the year	7
Closing as on March 31, 2026	1

Risk Management Committee

Route Mobile has a common and systematic approach to risk management across business operations and processes. Material risks and opportunities are identified, analyzed, managed and monitored as part of business performance management. Relevant key risks are identified against business targets either in business operations or as an integral part of long and short-term planning. Route Mobile's overall risk management concept is based on visibility of the key risks preventing Route Mobile from reaching its business objectives rather than solely focusing on eliminating risks. We believe that risk is inherent in innovation and the pursuit of long-term growth opportunities. Route Mobile's management is responsible for day-to-day risk management activities. The Board of Directors, acting directly and through its committees, is responsible for the oversight of risk management. With the oversight of the Board of Directors, Route Mobile has implemented practices and programs designed to help manage the risks to which we are exposed in our business and to align risk-taking with our efforts to increase shareholder value. The Risk Management Committee, oversees cyber and system security and risk management policies including data protection (comprising both privacy and security), and regular reports on cybersecurity from Route Mobile's Data Protection Officer. Other board committees oversee specific categories of risk associated with their respective areas of responsibility. The Board of Directors regularly discusses core subjects with senior management, including strategy, operations, information systems, finance, and legal and public policy matters, in which risk management is an inherent element.

Terms of Reference

The Risk Management Committee of the Company is governed by the terms of reference adopted by the Board which are in compliance with Section 134 (3)(n) of the Act and Regulation 21 of the Listing Regulations.

An extract of the terms of reference of the Risk Management Committee is given below:

a) Formulating risk management policy;

b) Ensuring appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

c) Monitoring and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

d) Keeping the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

Two (2) meeting of the RMC was held during the year ended March 31, 2026, on September 17, 2025 and March 20, 2026.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mr. Anil Kumar Chanana - Chairman	ID	02 of 02	May 08, 2024
Mr. Prakash Advani	ID	02 of 02	May 08, 2024
Mr. Seckin Arikan	NED	01 of 01	January 22, 2026
Mr. Mark Reid*	NED	01 of 01	May 08, 2024

*Ceased to be Member of the Committee with effect from January 22, 2026.

Snapshot of the Member's participation at the meetings of the Committee(s) during the FY 2025-26 is as under:

Name of the Committee	Audit Committee							Corporate Social Responsibility Committee
No. of Meetings Held	7							1
Date of Meetings	May 07, 2025	July 17, 2025	August 18, 2025	August 22, 2025	August 29, 2025	November 3, 2025	February 9, 2026	May 07, 2025
Mr. Rajdipkumar Gupta	NA	NA	NA	NA	NA	NA	NA	LOA
Mr. Seckin Arikan	NA	NA	NA	NA	NA	NA	YES	NA
Mr. Mark Reid	YES	YES	LOA	LOA	LOA	YES	NA	NA
Mr. Anil Chanana	YES	YES	YES	YES	YES	YES	YES	NA
Mr. Prakash Advani	YES	YES	YES	YES	YES	YES	YES	NA
Mrs. Harita Gupta	YES	YES	YES	YES	YES	YES	YES	YES
Mr. Jan Van Acoleyen	NA	NA	NA	NA	NA	NA	NA	YES

Name of the Committee	Nomination & Remuneration Committee					Stakeholders Relationship Committee	Risk Management Committee	
No. of Meetings Held	5					1	2	
Date of Meetings	April 30, 2025	July 17, 2025	August 1, 2025	November 3, 2025	February 9, 2026	February 9, 2026	September 17, 2025	March 20, 2026
Mr. Rajdipkumar Gupta	NA	NA	NA	NA	NA	YES	NA	NA
Mr. Seckin Arikan	NA	NA	NA	NA	NA	YES	NA	YES
Mr. Mark Reid	NA	NA	NA	NA	NA	NA	YES	NA
Mr. Anil Chanana	YES	YES	YES	YES	YES	NA	YES	YES
Mr. Prakash Advani	NA	NA	NA	NA	NA	YES	YES	YES
Mrs. Harita Gupta	YES	YES	YES	YES	YES	NA	NA	NA
Mr. Jan Van Acoleyen	YES	YES	YES	YES	YES	NA	NA	NA

Senior Management

Particulars of Senior Management as on March 31, 2026 including the changes therein since the close of previous financial year:

Name	Designation
Alyque Sequeira	Executive Advisor to CEO
Bibhore Tripathi$	Vice President and Head of Sales - Voice Business
Carl Powell	Executive Vice President - Global Partnership & Alliances
Elsa Shibu	Executive Vice President - HR Head
Erwin Viertel*	CEO - Masivian
Gautam Badalia$	Chief Executive Officer & Chief Investor Relations Officer
Gaurav Jhunjhunwala	AGM - Legal
Lester D'Souza	Vice President - International Sales

Name	Designation
Milind Pathak*	Chief Corporate Marketing Officer
Rahul Pandey	Executive Vice President - Head ILDO
Rajeshwar Singh Gill	Group Chief Financial Officer
Ramesh Helaiya	Chief Technology Officer and Chief Information Security Officer and Chief Telecommunication Security Officer
Rathindra Das$	Group Head Legal, Company Secretary & Compliance Officer
Robin Sullivan	CEO - MRM
Sammy Mamdani	Executive Vice President – Group Head - Global Operations
Sandeep Jaiswal	Associate Vice President - International Sales
Sharad Thukral	Executive Vice President Middle East & Africa
Suresh Jankar	Chief Financial Officer
Tejas Shah	Company Secretary & Compliance Officer
Tonio Ellul	CEO - 365Squared
Tushar Agnihotri#	Chief Executive Officer
Vinay Binyala	Chief Strategy Officer and Investor Relations Officer

*Erwin Viertel and Milind Pathak ceased to be Senior Management Personnel w.e.f. June 30, 2026 and w.e.f. April 8, 2026, respectively.

#Tushar Agnihotri was appointed as the Chief Financial Officer of the Company with effect from February 9, 2026. Prior thereto, he was designated as Executive Vice President – India & APAC and recognised as Senior Management Personnel of the Company.

$Bibhore Tripathi, Gautam Badalia and Rathindra Das ceased to be Senior Management Personnel w.e.f. November 30, 2025, w.e.f. July 17, 2025 and w.e.f. May 30, 2025, respectively.

Non-Statutory Committees:

Operations Committee

Operations Committee of the Company was constituted by the Board of Directors in its meeting held on October 23, 2019 (and amended subsequently on March 23, 2020, August 25, 2020, January 27, 2022, May 08, 2024 and February 9, 2026) for operational convenience and facilitate transacting urgent business without necessarily calling for a board meeting. The terms of reference of the Operations Committee include the following:

a. To authorize opening and closing of bank accounts & to authorize additions/deletions to the signatories pertaining to banking transactions or such other related banking activities;

b. To delegate authority to the Company officials to represent the Company at various courts, high court and supreme court, National Company Law Tribunal (NCLT) and National Company Law Appellate Tribunal (NCLAT), Government authorities including but not limited to direct and indirect tax authorities, customs, excise etc. make submissions and further to appoint advocates, sign and execute affidavits, vakalatnama, power of attorneys, plaints and written statements etc.;

c. To approve, sign and execute service agreements, customary general business agreements covering various offering of services of the Company in the ordinary course of business, consultancy agreements, technical support agreements, issuing and/or accepting Purchase Orders (POs), issuing award of works or purchase contracts or incurring of commitments up to the value of ₹ 50 crore including delegating such power to any other official/employee of the Company to sign and execute such agreements;

d. Allotment and Post-Allotment activities of Company's Securities. The scope of work of this committee is to approve allotment, issue of Certificate/Letter of allotment, transfer, transmission, re-materialisation, consolidation /split of RML's domestic and foreign Securities, (if any).

e. To delegate authority to the Company officials and authorize them to submit bids, tenders, responses to RFP/RFQs and all documents, declarations, undertakings etc., as may require in connection thereto.

One (1) meeting of the Operations Committee was held during the year ended March 31, 2026, on February 12, 2026.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f.
Mr. Rajdipkumar Gupta	ED	01 of 01	October 23, 2019
Mr. Mark Reid*	NED	NA	May 08, 2024
Mr. Seckin Arikan	NED	00 of 01	February 9, 2026
Mr. Tushar Agnihotri	CEO	01 of 01	February 9, 2026
Mr. Rajeshwar Singh Gill	Group CFO	01 of 01	February 9, 2026

*Ceased to be the Member of the Committee with effect from January 22, 2026.

Prohibition of Insider Trading ("PIT") Committee:

The SEBI is always working to ensure financial corporations are complying with the law, and few areas seem to draw as much attention from the public and from regulators as insider trading. Despite long-held guidelines around insider trading, hardly a month goes by without headlines around the country declaring another insider trading scandal. While an issuer's adoption of a proper disclosure policy and its prompt disclosure of information represents a mechanism to attract investors and to compete for capital, pure reliance on market incentives for issuers' to adopt best practices relating to the disclosure of material information is not justified. At Route Mobile, a PIT Committee was in particularly constituted for better control, monitoring any instances of insider trading and ensuring that all employees and directors are aware of their obligations and responsibilities under the insider trading policy. PIT Committee regularly meets to consider updates on new employees joining the organisation and if their inclusion is necessary in the category of "Designated Persons" in terms of the Company's code. The PIT Committee is comprised of the top management professionals *viz.* MD, CS and Head HR to ensure that a wholesome consideration is given to the category, nature of functions of an employee while deciding if the same person should be included in the category of "Designated Persons".

Four (04) meetings of the PIT Committee were held during the year ended on March 31, 2026 on June 26, 2025, September 25, 2025, December 26, 2025, March 25, 2026.

The composition of the Committee and the attendance details of the Members are given below:

Names of Members	Category	No. of Meetings Attended of total meeting held	Appointed w.e.f
Mr. Rajdipkumar Gupta	ED (MD)	04 of 04	June 10, 2019
Mr. Tejas Shah	Company Secretary and Compliance Officer	03 of 03	July 17, 2025
Mr. Rathindra Das*	Company Secretary and Compliance Officer	NA	June 10, 2019
Mrs. Elsa Shibu	Head-Human Resources	04 of 04	August 25, 2020

*Ceased to be the Member of the Committee with effect from May 30, 2025.

Snapshot of the Member's participation at the meetings of the Non-Mandatory Committee(s)

Name of the Committee	PIT Committee				Operations Committee
No. of Meetings Held	4				1
Date of Meetings	June 26, 2025	September 25, 2025	December 26, 2025	March 25, 2026	February 12, 2026
Mr. Rajdipkumar Gupta	YES	YES	YES	YES	YES
Mr. Tejas Shah	NA	YES	YES	YES	NA
Mr. Rathindra Das	NA	NA	NA	NA	NA
Mrs. Elsa Shibu	YES	YES	YES	YES	NA
Mr. Seckin Arikan	NA	NA	NA	NA	NO
Mr. Tushar Agnihotri	NA	NA	NA	NA	YES
Mr. Rajeshwar Singh Gill	NA	NA	NA	NA	YES
Mr. Mark Reid	NA	NA	NA	NA	NA

Subsidiary Companies

Each subsidiary company has its own Board of Directors, responsible for overseeing the management of the Company. Subsidiaries provide detailed financial reports to the parent company, including income statements, balance sheets, and cash flow statements. Pursuant to Regulation 16(1) (c) of the Listing Regulations, during the year, the Company had four (4) material subsidiaries as on March 31, 2026, i.e. Route Mobile (UK) Limited, Routesms Solutions FZE, Route Mobile INC. and MR Messaging Limited and the Company is in compliance with the Regulation 24 (5) & (6) of the Listing Regulations.

The subsidiaries of the Company function independently, with an adequately empowered Board of Directors and adequate resources. The Board of Directors of the Company has approved a Policy for determining Material Subsidiaries which is in line with the Listing Regulations as amended. The Company has not disposed of shares in its material subsidiary resulting in reduction of its shareholding to less than 50% (either on its own or together with its other subsidiaries) or has ceased to exercise control over the material subsidiary. Further, the Company has not sold, disposed of and leased out its assets amounting to more than 20% of the assets of the material subsidiary on an aggregate basis during FY 2025-26.

Sr. No.	Name of Material Subsidiary	Date & Place of Incorporation	Name of Statutory Auditor	Date of Appointment
1	Route Mobile (UK) Limited	August 8, 2011, United Kingdom	Reddy Siddiqui LLP	May 22, 2022
2	Routesms Solutions FZE	January 31, 2013, United Arab Emirates	M/s. Tamim Chartered Accountants	June 26, 2022
3	MR Messaging Limited	March 6, 2014, Malta	ZD Assurance Limited	May 16, 2023
4	Route Mobile INC.	July 6, 2017, Delaware	N. Dosi & Co., Chartered Accountants*	NA*

*Route Mobile Inc. was incorporated on July 6, 2017, in the State of Delaware, United States of America. Under the applicable local laws, the appointment of a statutory auditor is not mandatory; accordingly, no statutory auditor has been appointed by the Company. However, for the purpose of compliance with Indian Accounting Standards (Ind AS) and consolidation requirements, the financial statements of Route Mobile Inc. are audited by N. Dosi & Co., Chartered Accountants.

General Information for Shareholders: Means of Communication

Communication to shareholders is made primarily through public disclosures. Quarterly, half-yearly and annual financial results and other shareholder notices/ communications/postal ballots are published in Business Standard (English - All Editions), Financial Express (English - All Editions) and Mumbai Lakshadweep (Marathi Edition) in compliance with Regulation 47 of the Listing Regulations. Further, all disclosures disseminated to Stock Exchanges are made available on the Company's website at https://routemobile.com/investors/, as required under Regulation 46 of the Listing Regulations. All price-sensitive information and requisite material disclosures are also displayed on the website of the Company simultaneously with dissemination to the Stock Exchanges. The Company's website is a comprehensive reference on its leadership, management, vision, mission, policies, corporate governance, investor relations, service offerings, updates and news.

Email Communications:

As permitted under Section 20 and 136 of the Act read with Companies (Accounts) Rules, 2014 during the year under review, the Company sent various communications, such as notice calling the general meeting, postal ballots, audited financial statements including Board Report, Tax Deducted at Source intimation, credit of dividend intimation letters and Shareholder Satisfaction Survey, etc. in electronic form at the email IDs provided by the Members and made available by them to the Company through the depository participant.

NSE Electronic Application Processing System (NEAPS) and BSE Online Portal:

All the NSE filings are made under the NEAPS Portal. Similar filings are made with BSE on their online Portal *viz.* BSE Corporate Compliance & Listing Centre.

Presentations to institutional investors/ analysts:

Detailed presentations are made to institutional investors and analysts on quarterly and annual business, operations and financial results. The earnings calls are attended by Managing Director, Chief Executive Officer, Chief Strategy Officer and Investor Relations Officer, Group Chief Financial Officer of the Company and same are hosted on the Company's website.

Communication to Members: KYC

Members who hold shares in dematerialised form should correspond with the Depository Participant with whom they maintain their Demat Account/s for queries relating to shareholding, updation of change of address, updation of bank details for electronic credit of dividend, and matters like non-receipt of annual reports or dividend should be addressed to the Company's Registrar & Transfer Agent ("RTA") *viz.* KFin Technologies Limited ("KFintech"). Members who hold shares in physical form should also address their requests to the Company's RTA *viz.* KFintech, for change of address, change in bank details, processing of unclaimed dividend, subdivision of shares, renewal/ split/ consolidation of share certificates, issue of duplicate share certificates and such requests should be signed by the first named member, as per the specimen signature registered with the Company. Members may please note that with effect from April 1, 2019, shares held in physical form cannot be transferred. Members in their own interest are requested to have their physical holdings dematerialised through a Depository Participant by opening a demat account.

Investor Grievance

For any grievances/complaints, shareholders may contact the RTA, KFintech at einward.ris@kfintech.com. For any escalations, shareholders may write to the Company at investors@routemobile.com. This email address for grievance redressal is continuously monitored by the Company's Compliance Officer.

SEBI Complaints Redressal System (SCORES): Redressal of investor grievances through the SEBI Complaint Redressal (SCORES) Platform and linking it to Online Dispute Resolution platform:

SCORES is a centralised web-based complaint redressal facilitation platform launched in 2011 vide circular dated June 3, 2011 (bearing reference number CIR/OIAE/2/2011) to provide a facilitative platform for the benefit of the aggrieved investors, whose grievances against (a) listed company, (b) registered intermediary or (c) market infrastructure institution ("Entities") remain unresolved. Since then, SEBI has revised and strengthened the process of facilitating the redressal of grievances by such Entities. Currently, the process of investor grievances redressal on SCORES is governed by the Master Circular dated November 07, 2022 on "Processing of investor complaints against listed companies in SEBI Complaints Redress System – SCORES" (bearing reference SEBI/HO/OIAE/IGRD/P/CIR/2022 /0150).

SEBI vide circular SEBI/HO/OIAE/IGRD/ CIR/P/2023/156 dated September 20, 2023 ("Circular-2023") revised the framework for handling of complaints received through SCORES platform for Entities and for monitoring the complaints by designated bodies is specified in 'Annexure I' to Circular-2023. The other general provisions applicable to all Entities concerning SCORES portal are at 'Annexure II'. The Complaints lodged on SCORES against any Entity shall be automatically forwarded to the concerned Entity through SCORES for resolution and submission of ATR. Entities shall resolve the Complaint and upload the ATR on SCORES within 21 calendar days of receipt of the Complaint. The ATR of the entity will be automatically routed to the complainant. The Designated Body shall monitor the ATRs submitted by the entities under their domain and inform the concerned entity to improve the quality of redressal of grievances, wherever required. if the complainant is not satisfied, the complainant may request for a review of the resolution provided by the entity within 15 calendar days from the date of the ATR.

The complainant may seek a second review of the Complaint within 15 calendar days from the date of the submission of the ATR by the Designated Body. In case the complainant is satisfied with the ATR provided by the concerned Designated Body or complainant does not choose to review the Complaint within the period of 15 calendar days, the Complaint shall be disposed on SCORES. In case the complainant is not satisfied with the ATR provided by the Designated Body or the concerned Designated Body has not submitted the ATR within 10 calendar days, SEBI may take cognizance of the Complaint for second review through SCORES. Investors who wish to lodge a Complaint on SCORES (complainant) are required to register themselves on https://scores.sebi.gov.in by clicking on "Register here" under the "Investor Corner". While filing the registration form, details like Name of the investor, Permanent Account Number (PAN), contact details, email id, are required to be provided for effective communication and speedy redressal of the grievances. Upon successful registration, a unique user id and a password shall be generated and communicated through an acknowledgement email to the complainant.

Investors can approach the Online Dispute Resolution mechanism or other appropriate civil remedies at any point of time. In case the complainant opts for Online Dispute Resolution mechanism or other appropriate civil remedies while the complaint is pending on SCORES, the complaint shall be treated as disposed on SCORES. NSE vide Circular Ref. No: NSE/CML/2024/09 dated April 5, 2024 and BSE vide Notice 20240408-5 dated April 8, 2024 communicated the modalities of the new version of the SEBI Complaint Redress System **("SCORES 2.0")** launched w.e.f. April 1, 2024. Shareholders may note that upon receipt of the ATR from the Listed Companies, in case complainant is not satisfied, the complaint can be escalated for first review to Exchange, such escalated complaints will be addressed by Exchange within 10 calendar days. Subsequent to the first review by the Exchange, if the investor still remains dissatisfied with the resolution, they can escalate the complaint for a second review to SEBI. At any stage, Investor will have an option to refer the complaint to Online Dispute Resolution. Once the Complaint has been referred to ODR, the same shall be treated as disposed of in **SCORES 2.0.** The process is also available on the website of the Company https://routemobile.com/investors/.

Further, SEBI has, from time to time, issued various circulars and amendments relating to investor grievance redressal, share transfer, transmission and investor service requests including SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/67 May 14, 2025 updating the Investor Charter for Registrars to an Issue and Share Transfer Agents ("RTAs"), the Master Circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025 for RTAs and SEBI circular dated July 02, 2025 providing a special re-lodgement window for transfer requests pertaining to physical securities. SEBI has also introduced various ease of doing investment measures under SCORES 2.0 including Online Dispute Resolution ("ODR") mechanism and simplified procedures for transmission, duplicate share certificates and other investor service requests.

Online Dispute Resolution

SEBI vide circular dated May 30, 2022 **("SOP Circular-2022")** had introduced Standard Operating Procedures (SOP) for dispute resolution under the Stock Exchange arbitration mechanism for disputes between a Listed Company and/or Registrars to an Issue and Share Transfer Agents (RTAs) and its Shareholder(s)/Investor(s). The Arbitration Mechanism was mandated to be initiated post exhausting all actions for resolution of complaints including those received through SCORES Portal.

SEBI thereafter, vide Circular dated July 31, 2023, read with Master circular dated December 20, 2023, as amended, expanded the scope of investors complaints and by establishing a common Online Dispute Resolution Portal ('ODR Portal') which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. For detailed processes, the said circulars can be viewed on the Company's website at the following link https://routemobile.com/investors/%20grievance-redressal-and-other-relevant-details/.

Code of Conduct

Route Mobile has never been more global. We are doing business every single day in markets all around the world. In many of those markets, unethical business practices, like corruption and bribery, poor environmental practices or unsafe working conditions, are commonplace. But, in contrast to that, we are also seeing more and more customers who are demanding to know that Route Mobile will adhere to business practices that are grounded in ethics and compliance. We recognise that how we do business is paramount to protect our reputation, and every employee shares the responsibility to protect it. That is why Route Mobile's Code of Conduct is so important. The actions we take and the decisions we make tell the world who we are. Our Code of Conduct incorporates the duties of Independent Directors as laid down in Schedule IV of the Act ('Code for Independent Directors') and Regulation 17(5) of the Listing Regulations which is available on the website www.routemobile.com. Our values influence our business decisions so that we deliver solutions that matter to our customers and stakeholders. We maintain the trust of our employees, business partners, and communities; and we uphold RML's reputation as an ethical, legal, and respected company. The Company has received confirmation from all members of the Board of Directors and Senior Management Personnel regarding compliance of the Code for the year under review.

The declaration signed by Mr. Tushar Agnihotri, CEO stating that the members of board of directors and senior management personnel have affirmed compliance with the Code of Conduct of board of directors and senior management personnel is forming part of this report.

Senior Management of the Company as required under Regulation 26 of the Listing Regulations have made disclosures to the Board confirming that there is no material, financial and/or commercial transactions between them and the Company which could have potential conflict of interest with the Company at large.

In accordance with provisions of Regulation 26(5) of the Listing Regulations, senior management personnel have affirmed that they do not have any personal interest relating to material, financial and commercial transactions which may have a potential conflict with the interest of the Company at large.

Further, in accordance with the provisions of Regulation 26(6) of the Listing Regulations, the Key Managerial Personnel, Director(s), Promoter(s) and senior management personnel have affirmed that they have not entered into any agreement for themselves or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.

Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years:

None. No penalty has been imposed by any stock exchange or SEBI nor has there been any instance of non-compliance with any legal requirements, or on matters relating to the capital market over the last three years. There were no regulatory orders pertaining to the Company for financial year 2025-26.

Certificate from Practicing Company Secretaries on Corporate Governance

As required by Regulation 34(3) and Schedule V Part E of the Listing Regulations, the certificate given by Ms. Deepti Kulkarni, Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, (CP 22502; ACS 34733) is annexed to this report.

CEO and CFO certification

The MD, CEO, Group CFO and CFO have certified to the Board in accordance with Regulation 17(8) read with Part B of Schedule II of the Listing Regulations pertaining to CEO/CFO certification for the financial year ended March 31, 2026, which is annexed to this report.

Reconciliation of Share Capital Audit

As per Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC/FITTC/ Cir-16/2002 dated December 31, 2002, a qualified Practicing Company Secretary carries out share capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. A certificate has been obtained from Mr. Dhrumil M. Shah of M/s. Dhrumil Shah & Co., LLP Company Secretary in practice, (CP 8978; FCS 8021), certifying due compliance of share transfer formalities by the Company.

Affirmation and Disclosure:

a) Compliances with Governance Framework

The Company has duly complied with the requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

b) Related Party Transactions

All related party transactions that were entered into during the FY 2025-26 were on arm's length basis, in the ordinary course of business and in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant related party transactions made by the Company with Promoters, Directors, KMPs or other designated persons, subsidiaries or relatives during the year, (except for those disclosed in the Board's report) which may have a potential conflict with the interest of the Company at large. The Policy on Related Party Transactions is available on the website of the Company and can be accessed at https://routemobile.com/investors/corporate-policies/.

All related party transactions proposed for FY 2026-27, which would be in the ordinary course of business and on an arm's length basis and are repetitive in nature and also for unforeseen transactions, which were placed to the audit committee for omnibus approvals, were approved only by the independent directors (member) of the audit committee.

During the FY 2025-26, the Company did not have any material pecuniary relationship or transactions with Non-Executive Directors apart from paying Director's sitting fees and commission. Further, the Directors have not entered into any contracts with the Company or its subsidiaries, which were in material conflict with the interest of the Company.

Pursuant to Regulation 23(9) of the Listing Regulations, the Company has filed the half-yearly reports on related party transactions with the stock exchanges on which the shares of the Company are listed.

c) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under regulation 32(7A):

No funds were raised through Preferential Allotment or Qualified Institutional Placement as per the Regulation 32(7A) of Listing Regulations during the FY 2025-26.

The Board had approved on November 12, 2021 the issue and allotment of 46,84,116 Equity Shares, to eligible QIBs at the issue price of ₹ 1,852 per Equity Share (including a premium of ₹ 1,842 per Equity Share), which takes into account a discount of 4.99% to the floor price of ₹ 1,949.24 per Equity Share, aggregating to ₹ 867.50 crore, pursuant to the qualified institutions placement ("QIP") in accordance with provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 ("ICDR Regulations").

Details of utilisations till March 31, 2026 is as below:

Details of Utilisation:

Particulars	Amount (in crore)
Amount raised by QIP	867.50
Issue related expenses	-
Utilisation:	-
(a) QIP expenses	16.87
(b) Payment to Vendors, Statutory payments and other general purpose	287.28
(c) Payment to Route Mobile (UK) Ltd. for meeting working capital requirement	30.00
(d) Acquisition of Mr Messaging	148.31
(e) Loan to Wholly Owned Subsidiary (Route Mobile (UK) Ltd.)	165.10
(f) Loan to Wholly Owned Subsidiary (RouteSms Solutions FZE)	176.84
(g) Payment to Teledger	5.00
Total Utilisation	**829.40**
Investments in Bank FDs, Mutual Funds, Bank accounts etc.	38.10
Total Balance QIP Fund	**38.10**

d) Certificate from Company Secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the board/ Ministry of Corporate Affairs or any such statutory authority

The certificate issued by Ms. Deepti Kulkarni, Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, (CP 22502; ACS 34733) is forming part of this report.

e) Commodity price risk or foreign exchange risk and hedging activities

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given. There are no materially uncovered exchange rate risks relating to the Company's imports and exports. The Company does not enter into any derivative instruments for trading or speculative purposes.

The disclosure on foreign exchange as on March 31, 2026 are disclosed in Note No. 34 to the standalone financial statements.

f) Recommendation of Committee

The Board of Directors confirms that during the year, it has accepted the recommendations received from its mandatory/non-mandatory committees. None of the recommendations made by any of the committees has been rejected by the Board.

g) Total fees paid to Statutory Auditors

Particulars of total fees paid to Auditor are provided in Note No. 32 to the consolidated financial statements.

h) Secretarial Compliance Certificate

The Company has engaged the services of Ms. Deepti Kulkarni, Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, (CP 22502; ACS 34733) and Secretarial Auditor of the Company, for providing the certification for Annual Secretarial Compliance in terms of Regulation 24A of the Listing Regulations. Pursuant to Regulation 24A (2) of Listing Regulations the Annual Secretarial Compliance Report of the Company for the FY 2025-26 has been filed with the BSE & NSE and is uploaded on the website of the Company at https://routemobile.com/wp-content/uploads/2026/06/Annual-Secretarial-Compliance-Report-Reg-24A-March-31-2026.pdf.

i) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

In order to provide a safe and healthy work environment free of any hassles and all kinds of harassment including sexual harassment and to prevent and redress such harassment complaints, the Company has in place Prevention, Prohibition and Redressal of Sexual Harassment at Workplace Policy. This policy applies to all employees of the Company & its group companies like regular, temporary, ad hoc, contractual staff, vendors, customers, trainees, probationers, apprentices, and also all visitors to the Company.

Number of complaints filed during the financial year	0
Number of complaints disposed-off during the financial year	0
Number of complaints pending as on end of the financial year	0

j) Policy for Determining Material Subsidiaries

The Company has formulated a Policy for Determining Material Subsidiaries and the same is available on the Company's website at https://routemobile.com/investors/corporate-policies.

k) Vigil Mechanism

SEBI and Companies Act have developed a legal instrument on protecting individuals who report or disclose information on acts and omissions in the workplace that represent a serious threat or harm to the public interest ('whistle-blowers'). The objective is to provide a framework to promote responsible and secure Vigil Mechanism, in good faith. The Vigil Mechanism will play a very important role as an internal control measure and will help the Company to identify and take appropriate action against any fraud/suspected fraud/misappropriation/ abuse of position or any other unethical happening. The Whistle-Blower Policy/Vigil Mechanism aims to establish a mechanism to receive complaints relating to disclosure on any allegation of corruption or wilful misuse of power or wilful misuse of discretion, to report concerns about unethical behaviour, actual or suspected fraud, leakage of unpublished price sensitive information or suspected leakage of unpublished price sensitive information or violation of the Code of Business Conduct and Ethics for Board of Directors and Employees, against any employee/ public servant and to inquire or cause an inquiry into such disclosure and to provide adequate safeguards against victimisation of the person making such complaint subject to the disclosure or complaint being made in good faith and in reasonable time. At Route Mobile, the functioning of the whistle-blower mechanism is reviewed by the Audit Committee from time to time. The policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. No personnel of the Company have been denied access to the Audit Committee. The Compliance officer has issued appropriate affirmations to the Board of Directors that no complaint was received during the year ended March 31, 2026.

l) Disclosure with respect to demat suspense account/ unclaimed suspense account

Not Applicable.

m) Anti-Bribery and Anti-Corruption Policy

Although India has fairly stringent anti-corruption laws, there was a belief in some quarters (particularly outside India) that corruption is a widely accepted practice in India; however, this notion has no legal or cultural basis, and corruption, although not uncommon, is not considered socially acceptable. The primary anticorruption legislation in India is the Prevention of Corruption Act, 1988 (PCA), which criminalises, among other things, the taking and giving of 'undue advantage' to 'public servants'. Both individuals and companies are liable to be punished for an offence under the PCA. The Foreign Contribution Regulation Act 2010 (FCRA) prohibits the acceptance of foreign hospitality or contributions from foreign sources by persons including government servants, employees of any other body owned or controlled by the government, judges, legislators, political parties or their office-bearers, except with the permission of the central government. India's legislation governing companies, being the Act has introduced stringent provisions pertaining to fraud and the Act also obliges auditors (in the course of performance of their duties as an auditor), cost accountants in practice (in the course of conducting cost audit) and company secretaries in practice (in the course of conducting secretarial audit) to report any suspected fraud to the central government.

Further the Bribery Act, 2010, which came into force on July 01, 2011, makes it an offence for a UK national or person located in the UK to pay or receive a bribe, either directly or indirectly. The Bribery Act covers transactions that take place in the UK or abroad, and both in the public or private sectors. In the United States, both the U.S. Department of Justice ("DOJ") and the U.S. Securities and Exchange Commission ("SEC") enforce the U.S. Foreign Corrupt Practices Act of 1977 ("FCPA"), a statute targeting corporate bribery overseas. The DOJ has broad criminal and civil enforcement authority under the FCPA, while the SEC has civil enforcement authority limited to U.S. and foreign public companies listed on U.S. stock exchange or that file reports with the SEC, as well as over officers, directors, employees, agents and stockholders acting on the companies' behalf (together, "issuers"). Route Mobile with its footprints across the globe, in mindful of compliances relevant in applicable jurisdictions has adopted a policy to regulate its conduct in a manner compliant with applicable laws across jurisdictions in which it operates.

n) Dividend Distribution Policy

A well-structured dividend policy seeks to balance the expectations of shareholders with the Company's operational and financial requirements. Dividend distribution forms an integral part of a company's capital allocation strategy aimed at maximising shareholder value. A dividend policy outlines the principles governing the declaration, timing, frequency and quantum of dividend distribution to shareholders. Dividend policies may generally be categorised as stable, constant or residual, each serving different business and shareholder objectives.

Pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the top one thousand (1,000) listed entities based on market capitalisation are required to formulate and disclose a Dividend Distribution Policy in their annual reports and on their websites. Accordingly, Route Mobile has adopted a Dividend Distribution Policy with an objective to strike an appropriate balance between distribution of profits and retention of earnings, keeping in view the Company's present and future financial requirements and ensuring sustainable value creation for its shareholders. The Dividend Distribution Policy is available on the Company's website at https://routemobile.com/investors/corporate-policies.

o) Accounting Treatment in preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 read with Section 133 of the Act.

p) Code of Conduct for Prevention of Insider Trading

While the law concerning "insider trading" is not static, it generally prohibits: (1) trading by an insider while in possession of material, non-public information; (2) trading by non-insiders while in possession of material, non-public information, where the information was either disclosed to the non-insider in violation of an insider's duty to keep it confidential or was misappropriated; and (3) communicating material, non-public information to others. Inside information is information of a specific nature, that has not been made public, relating, directly or indirectly, to the Company or its securities, and which, were it to be made public, would be likely to have a significant impact on the share price. Information is deemed to be of a specific nature if it mentions a set of circumstances that exists or that may reasonably be expected to come into existence, or an event that has occurred or that may reasonably be expected to occur, and where it is specific enough to enable a conclusion to be drawn as to the possible effect of that set of circumstances or event on the share price. It is therefore a serious violation of securities laws in India and in particularly, SEBI (Prohibition of Insider Trading), Regulations, 2015 ("PIT Regulations") to buy or sell Route Mobile shares (or securities of another company to which the information applies) while in possession of material, non-public information. It is also illegal to give the information to others who can reasonably be expected to use the information to trade any stock. The law imposes severe criminal and civil penalties and fines for individuals who violate this law. All employees, consultants, Auditors, Directors and members of the Promoter Group are obligated to comply with the RML's Code of Conduct for Regulating, Monitoring and Reporting of Trades and Prevention of Insider Trading.

PIT Regulations introduced a transformative concept known as Structured Digital Database ("SDD"), through the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 with effect from April 1, 2019. This innovative framework aims to revolutionise the monitoring and regulation of insider trading while fortifying the legal framework to align with the evolving market dynamics. SDD refers to a digital database of unpublished price sensitive information (UPSI), shared internally or externally, with the intent of keeping track of persons in knowledge of the UPSI before it becomes public knowledge. Route Mobile has accordingly implemented the SDD within the Company and identified relevant persons across key departments, who mostly deal with the UPSI on a regular basis, and therefore have been given the responsibility to enter information in the SDD on a real-time basis.

q) In case the securities of the Company are suspended from trading, the reasons thereof:

The securities of the Company were not suspended from trading during the year under review.

r) Credit Rating

The Company has not issued any debt instruments nor has any fixed deposit programme/any scheme or proposal involving mobilisation of funds, whether in India or abroad, hence not applicable.

s) Loans and advances

Some of our directors are also appointed as Directors in our subsidiary companies, and loans issued to such entities are disclosed in Note 5 to the standalone financial statements. No other loan/ advances were given to any company/firm in which any of the Directors are interested.

t) Disclosure of certain type of agreements binding listed entities

There is no agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the Company as stated under Schedule III, Para A, Clause 5A of the Listing Regulations.

The disclosure of the compliance with the Corporate Governance requirements specified in Regulation 17 to 27 and regulation 46 (2) of Listing Regulations:

Sr. No.	Regulations	Brief Description of the Regulations	Compliance Status (Yes/ No/N.A.)
1.	17(1)	Composition of Board	Yes
	17 (1A)	Non-executive director who has attained the age of seventy-five years	N.A.
	17 (1C)	Approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier	Yes
	17(2)	Meeting of Board of Directors	Yes
	17(3)	Review of Compliance Reports	Yes
	17(4)	Plans for orderly succession for appointments	Yes, as and when applicable
	17(5)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
	17(6)	Fees/Compensation	Yes
	17(7)	Minimum Information to be placed before the Board	Yes
	17(8)	Compliance Certificate by CEO & CFO	Yes
	17(9)	Risk Assessment & Management	Yes
	17(10)	Performance Evaluation	Yes
	17A	Maximum Number of Directorships	Yes
2.	18(1)	Composition of Audit Committee & Presence of the Chairman of the Committee at the Annual General Meeting	Yes
	18(2)	Meeting of Audit Committee	Yes
	18(3)	Role of the Committee and Review of information by the Committee	Yes
3.	19(1) & (2)	Composition of Nomination and Remuneration Committee	Yes
	19(3)	Presence of the Chairman of the Committee at the Annual General Meeting	Yes
	19(4)	Role of the Committee	Yes

Sr. No.	Regulations	Brief Description of the Regulations	Compliance Status (Yes/ No/N.A.)
4.	20(1), (2) & (3)	Composition of Stakeholders Relationship Committee	Yes
	20(4)	Role of the Committee	Yes
5.	21(1), (2), (3), (3A) & (4)	Composition, terms of reference.	Yes
6.	22	Formulation of Vigil Mechanism for Directors and Employee	Yes
7.	23(1)	Policy on Related Party Transaction	Yes
	23(2) &(3)	Approval including omnibus approval of Audit Committee for all Related Party Transactions and review of transaction by the Committee	Yes
	23(4)	Approval for Material Related Party Transactions	Yes
	23 (9)	Half yearly disclosure of Related Party Transactions	Yes
8.	24(1)	Composition of Board of Directors of Unlisted Material Subsidiary	Yes
	24(2),(3),(4),(5) & (6)	Other corporate governance requirements	Yes
	24(7)	Listed subsidiary	None
9.	24A(1)	Secretarial Audit Report	Yes
	24A(1)	Secretarial Audit Report for Material Unlisted Subsidiaries incorporated in India	None
	24A(2)	Secretarial Compliance Report submitted to stock exchanges, within sixty days from end of each financial year	Yes
10.	25(1)	Alternate director for an independent director	None
	25(2)	Maximum tenure of independent directors	Yes
	25(2A)	The appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.	Yes
	25(3)	At least one meeting in a financial year of Independent Directors	Yes
	25(4)	Review of Performance by the Independent Directors	Yes
	25(7)	Familiarisation of Independent Directors	Yes
	25(8)	Every independent director shall, at the first meeting of the board in which he participates as a director and thereafter at the first meeting of the board in every financial year or whenever there is any change in the circumstances which may affect his status as an independent director, submit a declaration that he meets the criteria of independence as provided in clause (b) of sub-regulation (1) of regulation 16 and that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence	Yes
	25(9)	The board of directors of the listed entity shall take on record the declaration and confirmation submitted by the independent director under sub-regulation (8) after undertaking due assessment of the veracity of the same.	Yes
	25(10)	Directors and Officers insurance ('D and O insurance') for all independent directors of such quantum and for such risks as may be determined by its board of directors.	Yes
	25(11)	No independent director, who resigns from a listed entity, shall be appointed as an executive/whole time director on the board of the listed entity, its holding, subsidiary or associate company or on the board of a company belonging to its promoter group, unless a period of one year has elapsed from the date of resignation as an independent director.	None
11.	26(1)&(2)	Memberships & Chairmanship in Committees	Yes
	26(3)	Affirmation with compliance to Code of Conduct of Board of Directors and Senior Management Personnel from members of Board of Directors and Senior Management Personnel	Yes
	26(5)	Disclosures by Senior Management about potential conflicts of Interest	Yes
	26(6)	No employee including key managerial personnel or director or promoter of a listed entity shall enter into any agreement for himself/herself or on behalf of any other person, with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of such listed entity	None
12.	27(1)	Compliance of Discretionary Requirements	Yes
	27(2)	Filing of Quarterly Compliance Report on Corporate Governance	Yes

Sr. No.	Regulations	Brief Description of the Regulations	Compliance Status (Yes/ No/N.A.)
13.	46(2)(a)	Details of Business	Yes
	46(2)(aa)	Memorandum of Association and Articles of Association	Yes
	46(2)(ab)	Brief profile of board of directors including directorship and full - time positions in body corporates	Yes
	46(2)(b)	Terms & Conditions of appointment of Independent Directors	Yes
	46(2)(c)	Composition of various committees of Board of Directors	Yes
	46(2)(d)	Code of Conduct of Board of Directors and Senior Management Personnel	Yes
	46(2)(e)	Details of establishment of Vigil Mechanism/Whistle Blower policy	Yes
	46(2)(f)	Criteria of making payments to Non-Executive Directors	None except sitting fees and commission
	46(2)(g)	Policy on dealing with Related Party Transactions	Yes
	46(2)(h)	Policy for determining Material Subsidiaries	Yes
	46 (2) (i)	Details of familiarization programmes imparted to Independent Directors	Yes
	46 (2) (j)	Email address for grievance redressal and other relevant details	Yes
	46 (2) (k)	Contact Information of designated officials for assisting and handling investor grievances	Yes
	46 (2) (l)	Financial Information	Yes
	46 (2) (m)	Shareholding Pattern	Yes
	46 (2) (n)	Details of Agreements entered with Media Companies and/or their Associates	None
	46 (2) (o)	Schedule of Analyst/Institutional Investors Meet	Yes
	46 (2) (oa)	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes
	46 (2) (oa) (i)	The presentation and the audio/video recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier	Yes
	46 (2) (oa) (ii)	The transcripts of such calls shall be made available on the website within five working days of the conclusion of such calls	Yes
	46 (2) (p)	New name and old name for a continuous period of one year	N.A.
	46 (2) (q)	Advertisement in Newspaper	Yes
	46 (2) (r)	Credit ratings obtained and any revision thereof	None
	46 (2) (s)	Separate Audited Financial Statements of each subsidiary.	Yes to the extent applicable in relevant jurisdictions.
	46 (2) (t)	Secretarial compliance report as per sub-regulation (2) of regulation 24A	Yes
	46 (2) (u)	Disclosure of the policy for determination of materiality of events or information required under clause (ii), sub-regulation (4) of regulation 30 of these regulations	Yes
	46 (2) (v)	Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) as required under sub-regulation (5) of regulation 30 of these regulations	Yes
	46 (2) (w)	Disclosures under sub-regulation (8) of regulation 30 of these regulations	Yes
	46 (2) (x)	Statements of deviation(s) or variation(s) as specified in regulation 32 of these regulations	Yes
	46 (2) (y)	Dividend distribution policy by listed entities based on market capitalization as specified in sub-regulation (1) of regulation 43A	Yes
	46 (2) (z)	Annual return as provided under section 92 of the Companies Act, 2013 and the rules made thereunder.	Yes
	46 (2) (za)	Employee Benefit Scheme Documents, excluding commercial secrets and such other information that would affect competitive position of the listed entity, framed in terms of the provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations,2021	Yes

It is being affirmed that the contents of the website are correct and all information were updated in the content of its website within two working days from the date of such change in content during the reporting period.

General Body Meetings

Location and Time where last three AGMs were held:

Financial Year	Date	Time	Venue	Special Resolutions Passed
March 31, 2025	September 12, 2025	3:30 P.M.	Video conference/Other audio-visual means	None
March 31, 2024	August 20, 2024	3:30 P.M.	Video conference/Other audio-visual means	None
March 31, 2023	September 22, 2023	3:30 P.M.	Video conference/Other audio-visual means	None

Postal Ballot:

I. Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise, details of the voting pattern and procedure of postal ballot:

During the year ended March 31, 2026, the Company had not passed any special resolution through Postal Ballot.

II. Details of special resolution proposed to be conducted through postal ballot: None

Extra-Ordinary General Meeting ('EoGM')

During the year ended March 31, 2026, there was no EOGM held by the Company.

Annual General Meeting for the Financial Year 2025-26:

Similar to the previous year, the 22nd Annual General Meeting ("AGM") of the Company will be held through video conferencing ("VC") and other audio-visual means ("OAVM"), pursuant to General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") in relation to the holding of general meetings through VC/OAVM and passing of ordinary and special resolutions under the Companies Act, 2013 read with the Rules made thereunder, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, read with Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, issued by the Securities and Exchange Board of India ("SEBI"), in relation to relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Detailed instructions for participation in and voting at the meeting are available in the Notice convening the 22nd AGM.

Date, Time and Venue of the AGM	
Date and Time	Wednesday, September 2, 2026, 3:30 P.M. (IST)
Mode	Video Conference/Other audio-visual means ("VC/OAVM")
Deemed Venue	SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400064, Maharashtra, India
Financial Year	April 1, 2025 to March 31, 2026
Record Date (For the purpose of payment of dividend)	Tuesday, August 18, 2026
	E-Voting Dates: The Cut-off Date for the purpose of determining the shareholders eligible for e-voting is August 26, 2026. The e-voting commences on 9:00 A.M. (IST), August 30, 2026 and ends on 5:00 P.M. (IST), September 1, 2026.
Dividend Payment	Final dividend of ₹2 per equity share for FY 2025-26. The dividend, if approved at the ensuing AGM will be paid within statutory time limit of 30 days from the date of AGM.

None of the business proposed to be transacted at the ensuing AGM require passing of resolution through postal ballot.

Share Transfer Process

The equity shares of the Company are tradable only in dematerialised form. Pursuant to Regulation 40 of the Listing Regulations, as amended from time to time, requests for transfer of securities are not processed unless the securities are held in dematerialised form with the depositories. Further, requests for transmission or transposition of securities held in physical or dematerialised form are effected only in dematerialised form. In view of the aforesaid regulatory requirements and to mitigate the risks associated with physical holding of securities, Members holding equity shares in physical form are requested to dematerialise their holdings.

The Company has established connectivity with the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") through KFin Technologies Limited ("KFintech"), the Company's Registrar and Share Transfer Agent ("RTA"). Members may contact the Company or its RTA for assistance in this regard.

Members are further requested to note that SEBI, vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed entities to issue securities in dematerialised form only while processing investor service requests, including issue of duplicate securities certificates, claim from Unclaimed Suspense Account, renewal/exchange of securities certificates, endorsement, subdivision/splitting of securities certificates, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Shareholders are requested to submit service requests in the prescribed forms, as applicable, available on the Company's website at routemobile.com/registrar-share-transfer-agent. Members holding equity shares in physical form are encouraged to convert their holdings into dematerialised form to avail the inherent benefits of dematerialisation and for ease of processing of investor service requests.

Further, pursuant to Regulation 40(1) of the Listing Regulations, transfer (including transfer of shares under the special window of lodgement open up to February 4, 2027), transmission and transposition of securities shall be effected only in dematerialised form. SEBI, with effect from April 2, 2026, has dispensed with the requirement of issuance of Letter of Confirmation ("LOC") and enabled direct credit of verified securities to investors' demat accounts. The Company has aligned its processes with these regulatory changes to facilitate faster and more efficient processing of shareholder requests.

Special Window for lodgement of share transfer request:

Pursuant to the SEBI Circular dated January 30, 2026, the Company has enabled a special window for lodgement of transfer requests in respect of securities for which transfer deeds were executed prior to April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not processed due to deficiencies in the documents. Eligible shareholders are encouraged to submit the requisite documents to the Company or its Registrar and Share Transfer Agent ("RTA") on or before February 4, 2027. Securities transferred pursuant to this mechanism shall be credited only in dematerialised form and shall remain under lock-in for a period of one year from the date of credit, during which such securities shall not be transferred, pledged or lien marked.

Simplification of procedure and standardisation of formats of documents for issuance of duplicate securities certificates

SEBI, vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 ("Circular – Duplicate-2022"), prescribed guidelines for simplification of procedure and standardisation of documentation for issuance of duplicate securities certificates. Pursuant to the said circular, listed entities were required to obtain a special contingency insurance policy to safeguard against risks arising from issuance of duplicate securities certificates and to protect the interests of the listed entity. Accordingly, the Company has obtained the requisite insurance policy.

Further, pursuant to the framework prescribed under Circular – Duplicate-2022, securities issued in respect of service requests are required to be credited in dematerialised form, subject to compliance with applicable regulatory requirements. The Company has aligned its processes with the regulatory framework prescribed by SEBI, as amended from time to time.

Share Transfer, KYC, and Nomination process for all holders and claimants of physical securities

SEBI vide its circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021: "Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination" (followed by SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021: "Clarifications with respect to Circular dated November 3, 2021, on Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination") (together referred as "Circular") issued instructions on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination.

SEBI vide its circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 **("Circular-2023")** in supersession of the earlier Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 & Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021. Vide the captioned Circular-2023, SEBI has mandated:

a) furnishing of PAN, contact details viz. email address & mobile number, bank account details, specimen signature and nomination by holders of physical securities;

b) any service request shall be entertained or grievance can be lodged only upon registration of the PAN, Bank Account details, contact details and Nomination; and

c) linking your PAN to Aadhaar; from April 1, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only operative PAN (i.e., linked with Aadhaar number).

Freezing of Folios without PAN, KYC details and Nomination:

a) Folios wherein any one of the aforesaid documents/ details are not available on or after October 1, 2023, shall be frozen and you will not be eligible to lodge grievance or avail service request from the RTA and shall not be eligible for receipt of dividend in physical mode.

b) Save as provided in (a) above, from April 1, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only operative PAN (i.e., linked with Aadhaar number). The folios in which PANs are not linked with Aadhaar numbers as on the notified cut-off date of March, 31, 2023 or any other date as may be specified by the CBDT, shall also be frozen.

c) After December 31, 2025, the frozen folios shall be referred by the RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.

Compulsory linking of PAN and Aadhaar by all holders of physical securities in listed companies:

The Circular-2023 further provides for compulsory linking of PAN and Aadhaar by all holders of physical securities in listed companies.

PAN is mandatory for all transactions in securities market as per SEBI Circular MRD/DoP/Cir- 05/2007 dated April 27, 2007 and it is also one of the documents for proof of identity. Accordingly, it is mandatory for all security holders and claimants of physical securities to furnish PAN.

SEBI has issued a Press Release dated March 8, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, (as per CBDT circular no. 7 of 2022 dated March 30, 2022) for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the said CBDT circular, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked. Accordingly, from April 1, 2023 or any other date as may be specified by the CBDT, RTAs shall accept only operative PAN (i.e., linked with Aadhaar number).

The folios in which PANs are not linked with Aadhaar numbers as on the notified cut-off date of March, 31, 2023 or any other date as may be specified by the CBDT, shall also be frozen, as detailed in paragraph 5 of the Circular-2023.

The aforesaid Circular and various forms viz. Form ISR – 1, Form ISR – 2, Form ISR – 3, Form No. SH-13, Form No. SH-14 are available on the website of the Company at https://routemobile.com/registrar-share-transfer-agent/ for easy access by the shareholders.

Members are requested to note that our RTA, KFintech has a mobile app named '**KPRISM**' and a website https://kprism.kfintech.com/ for the members holding shares in physical form. Members can download this android mobile application from play store and view their portfolios serviced by KFintech. In addition, members can also visit the Investor Service Center ("ISC") webpage https://ris.kfintech.com/clientservices/isc/default.aspx and get benefited from the list of services that can be executed from the page like Post or Track a query, Upload Tax exemptions forms, View the Demat/ Remat request, Check the dividend status and Download the required ISR forms and check KYC status for Physical Folios, as per the Common Simplified Norms for Processing Investor Requests (SEBI Circular dated November 3, 2021 and March 16, 2023).

SEBI during the year vide SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 ("**Circular-2024**") rescinded the SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 i.e., Circular-2023 *(due to issuance of Master Circular for Registrars to an Issue and Share Transfer Agents dated May 17, 2023)* deleted the reference to 'freezing/ frozen' and "Referral of folios by the RTA/ listed company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002". However, in accordance with Clause 16 of the Circular 2023, the Company has sent an annual reminder to the physical security holders to update their KYC.

Nomination facility for shareholding

Pursuant to the provisions of Section 72 of the Act facility for making nomination is available to Members in respect of shares held by them. Members holding shares in physical form may obtain the nomination form (Form SH-13) from the Company's Registrar and Share Transfer Agent ("RTA") or download the same from the Company's website at https://routemobile.com/wp-content/uploads/2021/12/Form-No.-SH-13.pdf. Members holding shares in dematerialised form are requested to contact their respective Depository Participant ("DP") for availing nomination facility. If a Member desires to opt out of nomination or cancel an earlier nomination and record a fresh nomination, the same may be submitted in Form ISR-3 or Form SH-14, as applicable. The prescribed forms are available on the Company's website at https://routemobile.com/registrar-share-transfer-agent/. Members holding shares in dematerialised form are requested to submit the relevant forms to their DP and Members holding shares in physical form are requested to submit the same to KFin Technologies Limited.

Members may note that SEBI has prescribed the facility for providing nomination or opting out of nomination in eligible demat accounts and mutual fund folios. SEBI, vide Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, has provided that non-submission of 'choice of nomination' shall not result in freezing of existing demat accounts and mutual fund folios.

Simplification of procedure and standardisation of formats of documents for transmission of securities

SEBI vide Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 **("Nomination Circular-2022")** has issued guidelines to specify the formats of various documents which are required to be furnished for the processing of transmission of securities pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2022 ("LODR Amendment Regulations") Gazette Notification no. SEBI/LAD-NRO/ GN/2022/80 dated April 25th, 2022), which had earlier, inter alia, enhanced the monetary limits for simplified documentation for transmission of securities, allowed 'Legal Heirship Certificate or equivalent certificate' as one of the acceptable documents for transmission and provided clarification regarding acceptability of Will as one of the valid documents for transmission of securities.

For ease of reference, a ready reckoner listing out the documents required for transmission of securities, in case of demise of the sole holder, is provided in Annexure – A to the Nomination Circular-2022. The Operational Guidelines for processing investor's service request for the purpose of transmission of securities are provided in Annexure – B to the Nomination Circular-2022. Members are requested to submit their transmission requests to the Company's RTA/Company in accordance with the above.

Non-resident shareholders:

Non-resident shareholders are requested to immediately notify:

a. Indian address for sending all communications, if not provided so far;

b. Change in their residential status on return to India for permanent settlement; and

c. Particulars of their Non-resident rupee account, whether repatriable or not, with a bank in India, if not furnished earlier.

Facilities at RTA:

Investor Support Centre: A web-based platform accessible through any browser-enabled system, enabling investors to avail various services, including posting queries, raising service requests, tracking the status of dematerialisation ("DEMAT") and rematerialisation ("REMAT") requests, checking dividend, interest and redemption status, uploading exemption forms (TDS), and downloading ISR forms and other related documents.
URL: https://ris.kfintech.com/clientservices/isc/default.aspx

e-Sign Facility: Pursuant to the common and simplified norms prescribed for processing investor service requests by Registrars and Share Transfer Agents ("RTAs"), including norms relating to furnishing of PAN, KYC details and nomination, an e-Sign facility is required to be made available to investors for raising service requests. KFin Technologies Limited ("KFintech"), being among the RTAs offering this facility, has enabled the e-Sign option, which can be accessed through the link provided below.
URL: https://ris.kfintech.com/clientservices/isc/isrforms.aspx.

KYC Status: A dedicated webpage has been created to enable shareholders to access the KYC status of their folios and to provide them with requisite information relating thereto.
URL: https://ris.kfintech.com/clientservices/isc/kycqry.aspx

KPRISM: A mobile application as well as a web-based platform that provides investors with access to folio details, dividend and interest status, FAQs, ISR forms, and a wide range of other investor services.
URL: https://kprism.kfintech.com/signin.aspx

Legal Proceedings

There are no pending cases related to disputes over title to shares in which the Company has been made a party.

Distribution of Shareholding of Ordinary Shares as on March 31, 2026

No. of Equity Shares	No. of Shareholders	% to Shareholders	No. of Shares	% of Equity
1-5,000	1,59,629	98.13	64,82,570	10.29
5,001-10,000	1,804	1.12	13,21,560	2.10
10,001-20,000	687	0.42	9,80,835	1.56
20,001-30,000	233	0.14	5,82,256	0.92
30,001-40,000	89	0.05	3,13,196	0.50
40,001-50,000	49	0.03	2,27,534	0.36
50,001-1,00,000	95	0.06	6,33,505	1.00
1,00,001 & above	80	0.05	5,24,61,626	83.27
Total	**1,62,666**	**100.00**	**6,30,03,082**	**100.00**

Categories of equity shareholding as on March 31, 2026:

Category	Number of Shares	Percentage (%)
Shareholding of Promoter(s) and Promoter(s) Group (A)		
Promoter	4,71,58,713	74.85
Promoter Group	-	-
Promoter & Promoter Group (A)	**4,71,58,713**	**74.85**
Public (B)		
Resident Individuals	1,02,01,005	16.19
Mutual Funds	25,05,697	3.98
Foreign Portfolio Corporations	15,72,075	2.50
Bodies Corporates	5,34,298	0.85
Non-Resident Indian Non Repatriable	3,90,703	0.62
HUF	3,50,443	0.56
Non-Resident Indian Repatriable	2,60,447	0.41
Alternative Investment Fund	21,073	0.03
Foreign Nationals	7,740	0.01
Trusts	688	0.00
NBFC	150	0.00
Clearing Members	40	0.00
Banks	10	0.00
Total of (B)	**1,58,44,369**	**25.15**
Total (A)+(B)	**6,30,03,082**	**100.00**

Top ten equity shareholders of the Company as on March 31, 2026

Sr. No.	Name of the shareholder	Number of equity shares held	% to Equity
1	Proximus Global SA/NV	4,71,58,713	74.85
2	SBI Innovative Opportunities Fund	20,51,928	3.26
3	Vanguard Total International Stock Index Fund	2,54,986	0.40
4	Vanguard Emerging Markets Stock Index Fund, A Seri	2,18,313	0.35
5	Zafar Ahmadullah	2,05,000	0.33
6	ICICI Prudential Infrastructure Fund	1,55,910	0.25
7	ICICI Prudential Technology Fund	1,49,353	0.24
8	BOFA Securities Europe SA - ODI	1,28,299	0.20
9	Vanguard Fiduciary Trust Company Institutional TOT	1,27,198	0.20
10	Emerging Markets Core Equity 2 Portfolio of DFA In	1,09,783	0.17
Total		**5,05,59,483**	**80.25**

Dematerialisation of shares and Liquidity:

The Company's Ordinary Shares are regularly traded on the BSE and NSE.

Shares in Physical and Demat form as on March 31, 2026	No. of Shares	Percentage
In Physical Form	20	0.00
In Dematerialized Form	6,30,03,062	100.00
Total	**6,30,03,082**	**100.00**

Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity as on March 31, 2026:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on March 31, 2026, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

Transfer of Unclaimed Dividend and Shares to the Investor Education and Protection Fund ('IEPF')

Pursuant to the provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, dividends remaining unclaimed for a consecutive period of seven years from the date of transfer to the Unpaid Dividend Account of the Company are required to be transferred to the IEPF. Further, shares in respect of which dividend has remained unclaimed for a continuous period of seven consecutive years from the date of transfer of such dividend to the Unpaid Dividend Account are also required to be transferred to the IEPF established by the Central Government, except in cases where such shares are subject to specific orders of any Court, Tribunal or statutory authority restraining such transfer. As on the date of this Report, there were no instances requiring transfer of unclaimed dividends or shares to the IEPF.

Dividend remitted to IEPF during the last three years:

Not Applicable.

Suspense Escrow Demat Account:

SEBI, vide its letter No. SEBI/HO/MIRSD/POD-1/OW/P/2022/64923 dated December 30, 2022, issued guidelines with respect to procedural aspects of 'Suspense Escrow Demat Account' to be opened by listed entities pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, latest by January 31, 2023. Accordingly, the Company has in place Suspense Escrow Demat Account in the name of 'Route Mobile Limited - Suspense Escrow Demat Account' in compliance with the applicable SEBI requirements.

Further, SEBI, vide Circular No. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026, introduced a revised framework for direct credit of securities to investors' demat accounts and dispensed with the requirement of issuance of Letter of Confirmation ("LOC") with effect from April 2, 2026. The Company has aligned its processes with the revised regulatory framework prescribed by SEBI.

Listing on Stock Exchanges:

The Company's shares are listed on the following stock exchanges and the listing fees have been duly paid to the exchanges.

Name & Address of stock exchanges	Scrip Code/ Symbol	ISIN Number for NSDL/CDSL (Dematerialised shares)
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	Scrip Code: 543228	INE450U01017
The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051	Symbol: ROUTE	

Secretarial Audit

The Company's Board of Directors appointed Ms. Deepti Kulkarni, Partner of M/s. Makarand M. Joshi & Co., Company Secretaries, (CP 22502; ACS 34733) to conduct the secretarial audit of its records and documents for the FY 2025-26. The secretarial audit report confirms that the Company has complied with all applicable provisions of the Companies Act, 2013, Secretarial Standards and other applicable regulations and guidelines. The Secretarial Audit Report forms part of the Directors' Report.

Green Initiative

The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, Members who have not registered their e-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their e-mail ID. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at www.routemobile.com.

Website

The Company's website is in line with the requirements laid down under Regulation 46 of the Listing Regulations. It is a comprehensive reference of Company's management, vision, mission, policies, corporate governance (Annual Reports, Intimation to stock exchanges), updates and news.

Major Plant Locations:

The Company does not have any plant. However, the Company has its branch & Group Company's offices spread across India, Europe, USA, LATAM, Africa, SAARC, ME region and South-East Asia and some of our regional key office locations are as below:

Indian Locations:

Mumbai

Registered & Corporate Office: SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, New Link Road, Malad (West), Mumbai 400064, Maharashtra, India

Delhi

Office No. 306, 3rd Floor, Kanchenjunga Building, Main Barakhamba Road, New Delhi – 110001

Bengaluru

Level 1 Building 3, Prestige Technostar, Doddanekundi Industrial Area 2, Phase 1, Doddanekundi Village, Brookfield, Bangalore, Karnataka 560048

Hyderabad

Awfis Oyster Complex, Oyster Complex, Greenlands Road Somajiguda, Begumpet, Hyderabad, Telangana 500016

Overseas Locations:

United Kingdom - London

183-189, The Vale, London, W3 7RW
42 Watling Street, Radlett Herts, WD7 7NN

USA - New Jersey

3240 Estate Street Ext. Hamilton, NJ 08619
16192 Coastal Highway, in the city of Lewes, Country of Sussex

UAE

Office No B01G25I5 located at Al Hulaila Industrial Zone-FZ. Ras Al Khaimah, United Arab Emirates

Business Bay, One by omniyat, 4th Floor, Office No. 403, PO Box 211743, Dubai, United Arab Emirates

Office Number AT-524, Fifth Floor, Atrium Tower, Umm Al Quwain Free Trade Zone, Al Buraqaa, Umm Al Quwain, UAE

Singapore

23 New Industrial Road, #04-09 Solstice Business Center, Singapore 536209

Ghana

Plot 8 (HW9) Teshie Rasta Rd, Mangoase, La Dade – Kotopon, GL – 094-6225

Nigeria

Suite 202, 2nd Floor, AHCN Towers, CIPM Avenue, Central Business District, Alausa, Ikeja, Lagos

Kenya

Standard House, Plot Number 209/4045, House Number 10, Nairobi, Standard Street, P.O. Box 67290 – 00200 City Square, Kenya

Bangladesh

House CWN 3A (A), Road-49, Level 13, Gulshan 2, Dhaka-1212, Bangladesh

Nepal

Ward No.11, Trade Tower, Thapathali, Kathmandu, Nepal 44600

Sri Lanka

No. 47, Alexandra Place, Colombo 7, Sri Lanka

Likuid Spaces, Level 12, One Galle Face Tower, 1A, 02, Centre Rd, Colombo 2, Sri Lanka

Zambia

2nd Floor, Lotti House, Suite 5, Western Wing, Lusaka, Zambia

Malta

Velzon Building, Block B, Triq Pantar, Lija LJA2023, Malta

Phoenix Office, Triq Ir-Rebbiegha, Mosta, MST4019

Kuwait

34, Wafra Downtown, Floor 4, Office No. 7, Block 5, Ahmed Al Jaber st, P.O.Box - 443-8000, Sharq 153000, Kuwait

Indonesia

AXA Tower, 36th Floor, Kuningan City, Jl. Prof. Dr. Satrio, Kav. 18, Kuningan, Jakarta Selatan 12940, Indonesia

GoWork Millenium Centennial Center 38th Floor – Private Office #3820, Jl. Jend Sudirman Kav. 25. Jakarta Selatan 12920

Colombia

Carrera 13#98-70 OF 305, 304, 206, 201, Bogota, Colombia
Corp Office: Carrera 42 # 3 sur 81 Milla de Oro, torre 1, piso 15 Medellin

Peru

Avenida Jorge Basadre 607, esquina con Calle Las Palmeras. Oficina 428 y 429 Lima Perú

South Africa

Noland House, River Park, Mowbray, 7700

Saudi Arabia

Office # 12, Building 4454, King Abdullah Ibn Abdulaziz Saud Branch Road, Secondary # 6876, Al Mughrazat District, Postal Code 12482, Riyadh, Saudi Arabia.

Mexico

Calzada las Aguilas 1124 C304 San Clemente Sur, Mexico

Chile

Av del Parque 5339of 202 Huechuraba, Chile

Luis Thayer Ojeada 236 of 31, Comuna providencia, Chile

Investor Contact

Particulars	Contact Person	Address
For Analysts & Institutional Investors	Mr. Vinay Binyala Chief Strategy Officer & Investor Relations Officer	SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad West, Mumbai 400064, Maharashtra, India Tel.: +91 (022) 4033 7676 Fax: +91 (022) 4033 7650 Email: investors@routemobile.com
For Financial Statement related matters	Mr. Rajeshwar Singh Gill Group Chief Financial Officer Mr. Suresh Jankar Chief Financial Officer	
For Corporate Governance and other Secretarial matters	Mr. Tejas Shah Company Secretary and Compliance Officer	
For share transfer, transmission, National Electronic Clearing Service (NECS), dividend, dematerialisation, etc.	KFin Technologies Limited Email: einward.ris@kfintech.com Website: www.kfintech.com Mr. Anandan K anandan.k@kfintech.com einward.ris@kfintech.com	Selenium Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500032, Telangana, India. Toll Free No: 18003094001

Registered & Corporate Office	Depository Services	
Route Mobile Limited	**National Securities Depository Limited**	**Central Depository Services (India) Limited**
SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400064. Tel.: +91 (022) 4033 7676 Fax: +91 (022) 4033 7650 E-mail: investors@routemobile.com Website: www.routemobile.com CIN: L72900MH2004PLC146323 ISIN – INE450U01017	Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai 400013. Tel.: +91 (022) 2499 4200; Fax: +91 (022) 2497 6351 E-mail: info@nsdl.co.in Investor Grievance: relations@nsdl.co.in Website: www.nsdl.com	Marathon Futurex, A-Wing, 25th Floor, NM Joshi Marg, Lower Parel (East), Mumbai 400013. Tel.: +91 (022) 2305 8640/8642/8639/8663 E-mail: helpdesk@cdslindia.com Investor Grievance: complaints@cdslindia.com Website: www.cdslindia.com

Details of Corporate Policies	
Composition and Profile of the Board of Directors	https://routemobile.com/board-of-directors
Terms and conditions of appointment of Independent Directors	https://routemobile.com/disclosures-under-regulation-46-of-the-lodr
Nomination & Remuneration Policy of Directors, KMPs & Other Employees	https://routemobile.com/investors/corporate-policies
RML Code of Conduct of Board of Directors and Senior Management Personnel	https://routemobile.com/investors/corporate-policies
Corporate Social Responsibility Policy	https://routemobile.com/investors/corporate-policies
Policy on Related Party Transactions	https://routemobile.com/investors/corporate-policies
Policy on Determining Material Subsidiary	https://routemobile.com/investors/corporate-policies
Whistle Blower Policy	https://routemobile.com/investors/corporate-policies
Code of Corporate Disclosure Practices	https://routemobile.com/investors/corporate-policies
Policy on Determination of Materiality for Disclosure	https://routemobile.com/investors/corporate-policies
Document Retention and Archival Policy	https://routemobile.com/investors/corporate-policies
Prevention of Sexual Harassment (POSH) at Workplace Policy	https://routemobile.com/investors/corporate-policies
Policy on Succession Planning	https://routemobile.com/investors/corporate-policies
Data Protection Policy	https://routemobile.com/investors/corporate-policies
GDPR Compliance Statement	https://routemobile.com/investors/corporate-policies
Dividend Distribution Policy	https://routemobile.com/investors/corporate-policies
Policy on Fair Disclosure	https://routemobile.com/investors/corporate-policies
Board Diversity Policy	https://routemobile.com/investors/corporate-policies
Policy for Preservation of Documents	https://routemobile.com/investors/corporate-policies
Risk Management Plan	https://routemobile.com/investors/corporate-policies
Environment Social and Governance Policy	https://routemobile.com/investors/corporate-policies

Declaration by the Chief Executive Officer

[Pursuant to Regulation 34(3) and Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

I, Tushar Agnihotri, Chief Executive Officer of Route Mobile Limited, hereby declare that all the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management Personnel, applicable to them as laid down by the Board of Directors in terms of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2026.

For Route Mobile Limited

Date: July 23, 2026
Place: Mumbai

Tushar Agnihotri
Chief Executive Officer

Chief Executive Officer (CEO) & Chief Financial Officer (CFO) Certification

[Pursuant to Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015]

We, Rajdipkumar Gupta, Managing Director; Tushar Agnihotri, Chief Executive Officer; Rajeshwar Singh Gill, Group Chief Financial Officer and Suresh Jankar, Chief Financial Officer of Route Mobile Limited ("Company"), to the best of our knowledge and belief hereby certify that:

A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2026, and that to the best of our knowledge and belief:

  (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

  (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

D. We have indicated to the Auditors and the Audit Committee

  (1) There are no significant changes in internal controls over financial reporting during the year;

  (2) There are no significant changes in accounting policies during the year; and

  (3) There are no instances of significant fraud of which we have become aware.

For Route Mobile Limited

Rajdipkumar Gupta
Managing Director
Place: Paddington, London

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai

Rajeshwar Singh Gill
Group Chief Financial Officer
Place: Mumbai

Suresh Jankar
Chief Financial Officer
Place: Mumbai

Date: May 7, 2026

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members,
Route Mobile Limited
SanRaj Corporate Park - 4th Dimension,
3rd Floor, Mind space, Malad West,
Mumbai – 400064, Maharashtra

We have examined the compliance of conditions of Corporate Governance by **Route Mobile Limited** ('the Company') for the year ended on March 31, 2026, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'].

In our opinion and to the best of our information and according to the explanations given to us, and representations made by the management, we certify that the Company, to the extent applicable, has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Deepti Kulkarni
Partner
ACS No. 34733
CP No. 22502
UDIN: A034733H000926855

Date: July 23, 2026
Place: Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34 (3) and Schedule V Para C clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Route Mobile Limited
SanRaj Corporate Park, 4th Dimension,
3rd Floor, Mind Space, Malad (West),
Mumbai – 400064, Maharashtra

We have examined the relevant disclosures provided by the Directors (as enlisted in Table A) to **Route Mobile Limited** having **CIN:- L72900MH2004PLC146323** and having registered office at SanRaj Corporate Park, 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400064, Maharashtra (hereinafter referred to as **'the Company'**) for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C clause 10 (i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information, based on (i) Documents available on the website of the Ministry of Corporate Affairs (MCA) (ii) Disclosures provided by the Directors to the Company, we hereby certify that none of the Directors on the Board of the Company (as enlisted in Table A) have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Reserve Bank of India or any such other statutory authority as on March 31, 2026.

Table A

Sr. No.	Name of the Directors	DIN	Date of appointment in Company
1.	Mr. Rajdipkumar Chandrakant Gupta	01272947	15/05/2004
2.	Mrs. Harita Gupta	01719806	08/05/2024
3.	Mr. Prakash Sunder Advani	05322952	08/05/2024
4.	Mr. Anil Kumar Chanana	00466197	08/05/2024
5.	Mr. Jan Desire G Van Acoleyen	11039188	16/04/2025
6.	Mr. Seckin Arikan	11496476	22/01/2026

General Disclaimer: Our Analysis for this certificate does not cover the verification of criteria pertaining to appointment as independent director under Section 149 and criteria pertaining to appointment as Managing Director under Section 196 and Schedule V of the Companies Act, 2013.

For Makarand M. Joshi & Co.
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

Deepti Kulkarni
Partner
ACS No: 34733
CP No. 22502
UDIN: A034733H000925590

Date: July 23, 2026
Place: Mumbai

Management's Discussion and Analysis of Financial Condition and Results of Operations

Overview

We are a prominent global provider of cloud-based communication platforms, serving enterprises, over-the-top (OTT) services providers and mobile network operators and are now part of Proximus Global. Our portfolio spans a full spectrum of digital engagement solutions – ranging from messaging (A2P SMS, OTT messaging such as WhatsApp and Viber, RCS), voice, and email – delivered through a unified, full-stack omnichannel platform that supports enterprises worldwide in building seamless customer experiences across every channel from a single integration. Increasingly, this platform supports AI-enabled solutions, embedding GenAI-powered capabilities such as intelligent chat and personalized messaging workflows across channels.

We cater to a broad array of sectors, including banking and finance services, retail, aviation, e-commerce, logistics, healthcare, hospitality, pharmaceuticals, telecom, media, and entertainment. Our service suite has evolved to also include digital risk mitigation and identity tools such as fraud detection and anti-phishing capabilities, as well as network API-based solutions like silent verification, SIM swap detection, and device location verification – built on Konera – Proximus Global's Network API initiative.

Our clientele features some of the most recognized global brands, including several Fortune Global 500 companies.

In addition to enterprise communication services, we support mobile network operators with solutions like AI-powered A2P SMS and voice firewalls, filtering and analytics, SMSC, MMSC, and monetization tools — helping them secure networks, prevent fraud, and generate incremental revenue.

Route Mobile featured in the Fortune India 500 list (2025) for the third consecutive year, reflecting the Company's sustained business growth, market leadership, and strong financial performance. Additionally, we have been honored with the Maharashtra State Best Employer Brand Award 2025 for our people-first culture, talent development initiatives, employee engagement practices, and commitment to building a high-performance workplace environment by the Employer Branding Institute.

Established in 2004 and headquartered in Mumbai, India, Route Mobile has grown into a trusted global provider of cloud-based Communication Platform as a Service ("CPaaS"). In the fiscal year ended March 31, 2026, we serviced over 3,100 customers, ranging from large multinational companies to small and mid-sized businesses. As of March 31, 2026, our global operations included 9 direct and 24 step-down subsidiaries serving our clients through more than 20 locations across Africa, Asia Pacific, Europe, Middle East and the Americas.

In the fiscal year ended March 31, 2026, we witnessed continued momentum in the adoption of our latest product innovations as our portfolio reshaped toward higher-value, higher-margin business. These solutions are designed to help enterprises create richer, more engaging and increasingly AI-powered customer experiences. Details of the same are captured in the following description of our operations. Our operations are internally aligned into the following business verticals:

i. Enterprise and OTT

ii. Mobile Operator

iii. Digital Identity and Security Services

iv. Business Process Outsourcing ("BPO")

Enterprise and OTT: Our Enterprise and OTT business vertical is focused on delivering cloud-communication platform services tailored to enterprise needs. This vertical includes a comprehensive suite of solutions such as:

- **A2P messaging**, covering SMS, 2-Way messaging, and Acculync
- **Enterprise email communication**
- **RCS messaging**
- **OTT messaging** (also known as IP Based Messaging), including WhatsApp and Viber
- **Voice application services,** which allow enterprises to route incoming and outgoing voice calls via the cloud directly into their systems. Our voice solutions also include **Interactive Voice Response (IVR), Click2Call, missed call facility, outbound dialer**.

We have seen strong adoption of **our OTT messaging offerings** which enable brands to create rich, interactive customer experiences using chatbots AI integration. We are progressively embedding GenAI-enabled capabilities across the platform – to support intelligent chat and voice agents, personalized messaging workflows, and ready integrations with commonly used CRM, ERP and CDP systems – positioning Route Mobile as the trusted CPaaS delivery layer for enterprises adopting AI in their customer engagement. These capabilities are driving deeper engagement among consumers across both domestic and international markets.

Mobile Operator: We support Mobile Network Operators **("MNOs")** through our proprietary communications platform and managed service offerings. Our core service offerings in this segment include A2P SMS filtering, analytics, monetisation, and hubbing solutions. We deliver AI/ML powered A2P SMS firewall and filtering solutions, enabling intelligent traffic management, fraud prevention, and revenue optimization – creating a recurring high margin managed services revenue stream from operators. During the year, we continued to scale 365guard, our AI-powered SMS spam and fraud protection solution that safeguards Mobile Network Operators and their users from SMS fraud, spam, and smishing threats. Additionally, we offer SMSC and MMSC solutions providing a comprehensive suite that supports MNOs in fully monetizing their A2P SMS traffic. This end-to-end approach helps address the complete technical and commercial needs of operators across the messaging value chain.

Digital Identity and Security Services: Our service suite has evolved to include **digital risk mitigation** and **identity solutions** such as **fraud detection** and **anti-phishing** capabilities. Building on Konera, the **Proximus Global network API initiative**, we now offer network API-based solutions – including **silent verification, SIM swap detection**, and **device location verification** – that authenticate users and prevent fraud by leveraging direct integrations with mobile network operators. These solutions create high barriers to entry and are being actively offered to enterprises. During the year, we developed and deployed a **network API-driven silent verification solution** for **Aakash Education**, one of India's largest ed-tech platforms, to help address requirements such as tracking student drop-offs during the online registration process – a solution we are now positioned to extend to customers globally.

Business Process Outsourcing (BPO): We offer a comprehensive suite of voice and non-voice services BPO services. Our voice-based offerings include customer care, technical support, booking assistance and payment collection services. Our non-voice services include client support through email and chat, IT helpdesk services, billing operations and data processing solutions.

We are members of GSMA, an industry organisation that represents the interests of mobile network operators worldwide. We are also members of MEF, CII, TEAM, BCCI and IAMAI, which provides us with representation at various international and national industry forums.

During FY 2025-26 our cloud communications platform processed over 175 billion transactions on a consolidated basis. We have built direct partnerships with MNOs to deliver global connectivity for our clients. As of March 31, 2026, we maintained direct relationships with more than 280 MNOs (consolidated level) and had access to over 900 networks worldwide at a consolidated level. As part of Proximus Global, we are able to extend this reach further, leveraging the group's connectivity through BICS to access carriers worldwide.

Focus on Next Generation Communication Solutions

Our strong commitment to innovating our product offerings and refining our go-to-market strategy continues to deliver positive outcomes for the Company.

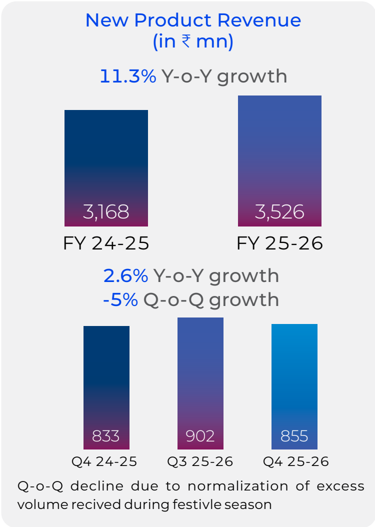
In recent years, we have expanded our platform with new alternative communication channels such as Enterprise Voice, OTT/IP Messaging, Email, RCS Business Messaging, and Chatbots and more recently into Network API products that sit at the operator backend. This continued evolution from connectivity infrastructure toward AI-powered intelligence at the enterprise engagement layer will help diversify our revenue streams.

Driving Product momentum through Dedicated SBUs

Route Mobile has demonstrated the ability to consistently sign marquee deals with large enterprises and operators. Here is a summary of our recent customer acquisitions and deployments during the year:

- Deployed a **network API-powered silent verification solution** for **Aakash Education**, one of India's largest ed-tech platforms, with the capability now ready for commercialization across the Proximus Global footprint globally.
- Launched a **customized WhatsApp self-serve bot** for India's largest **commercial oil & gas company**, enabling stakeholder-specific support for FAQs, enrollments, retail locators, and loyalty management across their extensive B2B network.
- Developed a **custom RCS app connector** for a leading **global system integrator**, facilitating cloud marketplace distribution and resale globally, with an initial focus on India, the US, and Brazil.
- Signed a contract with a **major LATAM MNO** to deploy an **advanced firewall solution**, enhancing mobile network security across several countries in the region.
- **Enhanced patient engagement** for a renowned **hospital** with **WhatsApp Voice Calling** – improving patient experience through instant voice support, encrypted calling, and OPD updates, while reducing helpline congestion and expanding healthcare access in Tier 2 and Tier 3 cities.
- Leveraged our **partnership with Tech Mahindra** to onboard one of the largest **global logistics providers** as a customer for our A2P SMS services across multiple geographies.
- Empowered one of South Asia's leading eCommerce giants to process over 170 million email messages within a 24-hour window through our scalable, enterprise-grade Email Communication Platform.
- Enabled one of the globe's largest hyperscalers to unlock premium RCS messaging services, driving next-generation customer engagement across India.
- Launched a fully-fledged intelligent admissions chatbot for a leading multi-disciplinary university, ranked first in India for employer reputation, enhancing global student access to fees, scholarships, and application information.
- Launched a WhatsApp-based trade-in customer journey for a leading global mobile phone company, enabling customers to evaluate and trade in older handsets against newer models and capturing instant sales through a seamless customer experience.
- Launched India's first ferry ticketing on WhatsApp for a state-owned waterways organisation, enabling travellers to select routes, pay via UPI, and receive instant e-tickets through a seamless, automated chat experience.

Focus on Expanding Product Portfolio



Opportunities and Threats

Opportunities

- **Rising Global Demand for Omnichannel CX**

  Increasing enterprise demand for integrated messaging (SMS, RCS, WhatsApp and other OTT channels), voice, email, and AI-driven customer engagement solutions across verticals such as BFSI, retail, e-commerce, and healthcare, offers strong tailwinds for growth. Our unified OCEAN platform enables enterprises to orchestrate all these channels through a single integration, positioning us to capture this demand.

- **Shift from Legacy to Cloud Communications**

  Accelerated digital transformation across emerging and developed markets is driving migration from traditional telecom systems to agile, API-based CPaaS platforms – creating strong demand for cloud-native offerings.

- **Migration to Rich, AI-Enabled Channels**

  As enterprises seek to extensively leverage rich, interactive formats such as RCS and WhatsApp, to create customer engagement solutions, we are well positioned to be the platform enterprises migrate to. These higher-engagement channels open new monetization avenues with both enterprises and mobile network operators, while plain transactional notifications continue to be served over SMS.

- **Expansion in Digital Identity, Fraud Prevention and Telco Network APIs**

  Heightened focus on cyber-security, regulatory compliance (e.g., PSD2, KYC norms), and identity authentication presents cross-sell opportunities for the group's digital identity and anti-phishing suite. Building on the Proximus Global network API initiative, our network API-based solutions – silent verification, SIM swap detection, and device location verification – create high barriers to entry and address surging enterprise demand for secure, frictionless authentication.

- **Strengthening MNO Relationships *via* AI-Powered Firewalls and Monetization**

  Our AI/ML-powered A2P SMS and voice firewall, SMSC, and monetization services are well positioned to help MNOs curb grey routes, prevent fraud, and unlock new revenue streams – particularly in under-penetrated emerging markets. These solutions are building into a recurring, high-margin managed-service revenue stream, with a healthy pipeline supported by the group's operator relationships through BICS.

- **AI and Gen-AI Integration in Customer Engagement**

  Growing enterprise demand for smarter, personalized communication is driving adoption of AI-powered engagement – intelligent chatbots, conversational voice agents, and contextual messaging workflows. We are enhancing our platform to be the trusted CPaaS delivery layer for this demand, supported by ready integrations with commonly used CRM, ERP and CDP systems and an internal AI program that is improving cycle times and service quality.

Threats

- **Structural Decline in International A2P SMS and Channel Substitution**

  International long-distance (ILD) A2P SMS – historically a significant revenue driver – is in secular decline. This shift, compounded by industry-wide clean-up of Artificially Inflated Traffic (AIT), has pressured volumes and revenue across the CPaaS industry, and the pace at which higher-margin new products scale is central to offsetting it.

- **Price Compression and Margin Pressure**

  Intense competition among global CPaaS players continues to drive declining ARPUs and thinner margins, particularly in commoditized routes.

- **Dependence on Large Enterprises and Global OTTs**

  Concentration risk from a few high-volume clients, including OTT platforms and Fortune 500 enterprises, makes revenue streams vulnerable to churn, channel substitution, or pricing renegotiations – a dynamic experienced acutely during the year.

- **Regulatory and Data Compliance Risks**

  Complex and evolving telecom and data protection regulations across jurisdictions (e.g., GDPR, DPDPA in India) necessitate deep understanding and rapid implementation of security and data privacy related capabilities within the technology platform.

- **Rising Carrier Charges and Grey Route Risks**

  Escalating termination charges by telecom carriers and persistent grey route traffic in some geographies can affect profitability and require constant investment in filtering infrastructure.

- **Cybersecurity Threats and Service Disruptions**

  As a communications backbone provider, Route Mobile faces heightened exposure to cyber threats and potential DDoS or ransomware attacks, which could impact service continuity and client trust.

Consolidated Income Statement and Key Financial Metrics

All figure in crores, unless specified

Particulars	FY2026	FY2025	Increase/ (Decrease)
Revenue from Operations	4,408.21	4,575.62	(167.41)
Other Income	54.09	46.79	7.30
Total income	4,462.30	4,622.41	(160.11)
Gross Profit	1,007.31	950.90	56.41
Gross Profit Margin (%)	22.85%	20.78%	2.07%
EBITDA (Non-GAAP)	537.25	527.76	9.49
EBITDA Margin (%)	12.19%	11.53%	0.66%
Adjusted EBITDA (Non- GAAP)	525.91	523.93	1.98
Adjusted EBITDA % (Non- GAAP)	11.93%	11.45%	0.48%
Profit before exceptional item and Tax	488.91	444.56	44.35
Profit before exceptional item and Tax Margin (%)	11.09%	9.72%	1.37%
Profit before Tax (PBT)	353.04	426.11	(73.07)
PBT Margin (%)	8.01%	9.31%	(1.30%)
Profit after Tax (PAT)	256.94	333.93	(76.99)
PAT Margin (%)	5.83%	7.30%	(1.47%)

FY2025-26 was a pivotal year of transformation for Route Mobile Limited, marked by a reshaping of our portfolio toward higher-value, higher-margin business. Amid evolving CPaaS industry dynamics, including a secular decline in international A2P SMS and continued macroeconomic volatility, Route Mobile demonstrated resilience: while revenue from operations moderated to ₹4,408.21 crore, gross profit crossed ₹1,000 crore for the first time, translating to a 22.9% gross profit margin and enhanced EBITDA performance. As enterprises globally continue to invest in omnichannel and AI-powered engagement, Route Mobile is well-positioned to deliver scalable, secure, and intelligent communications solutions and to return to profitable revenue growth in FY2026-27.

Route Mobile posted consolidated revenue from operations of ₹4,408.21 crore in FY2025-26, ₹167.41 crores decrease from ₹ 4,575.62 crore in FY2024-25. This revenue performance reflects the decline in lower-margin international A2P SMS volumes, partially offset by growth in our domestic business and higher adoption of new-age CPaaS products (RCS, OTT/IP-based messaging, email, voice, and network APIs).

Gross Profit margin increased from 20.78% in FY2024-25 to 22.85% in FY2025-26 primarily due to a favorable shift in revenue mix, as relatively lower-margin international A2P SMS (ILD) volumes declined and were partially replaced by higher-margin domestic and new-age CPaaS revenues.

Reconciliation of Consolidated Profit before tax (PBT) to Adjusted EBITDA (Non-GAAP)

All figure in crores, unless specified

Particulars	FY2026	FY2025
Profit before exceptional item and tax (Ind AS)	488.91	444.56
(-) Other income	54.09	46.79
(+) Finance costs	10.82	40.91
EBIT	**445.64**	**438.68**
(+) Depreciation and amortisation expense	91.61	89.08
EBITDA (Non- GAAP)	**537.25**	**527.76**
(+) Employee stock option expense (non cash)	1.01	3.11
(-) Intangible assets under development	12.35	10.82
(+) Non-cash impact related to refundable security deposit provided to MNO	-	3.88
Adjusted EBITDA (Non- GAAP)	**525.91**	**523.93**

EBITDA grew from ₹ 527.76 crore in FY2024-25 to ₹ 537.25 crore in FY2025-26 even as revenue from operations moderated, with the EBITDA margin expanding to approximately 12.2% from 11.5%. This improvement was driven by the favorable shift in revenue mix toward higher-margin business.

Depreciation and amortisation increased from ₹ 89.08 crore in FY2024-25 to ₹ 91.61 crore in FY 2025-26. Finance costs stood at ₹10.82 crore in FY 2025-26, compared to ₹40.91 crore in FY 2024-25. The decrease in the finance cost primarily relates to decrease in interest on borrowing from banks from ₹33.12 crore in FY 2024-25 to ₹4.92 crore in FY 2025-26.

In FY2025-26 and FY2024-25, one-time exceptional items negatively impacted PAT.

Exceptional Item pertains to: (a) for the year ended March 31, 2026, ₹135.87 crore has been written off the remaining net advance receivable from two vendors (refer Exceptional Item Note No. - 33 in consolidated Financial Statements). (b) for the year ended March 31, 2025 pertains to recognition of impairment loss of goodwill pertaining to a step down subsidiary, write off of an amount receivable from a Mobile Network Operator (MNO) and loss incurred towards non fulfillment of a short-term contract with the said MNO netted off with the fair value gain of the contingent consideration pertaining to acquisition of a subsidiary in previous years.

PAT decreased from ₹333.93 crore in FY 2024-25 to ₹256.94 crore in FY 2025-26.

Consolidated Balance Statement Summary and Key Financial Ratios

All figure in crores, unless specified

Particulars	FY2026	FY2025
Trade receivables	909.40	932.77
Days Sales Outstanding (on Revenue from Operations) (#)	76	80
Current Ratio (#)	3.85	2.11
Debt: Equity ratio (#)	N.A.	0.18
Return on Equity (%)	9.72%	14.41%
Interest Coverage Ratio (#)	N.A.	11

Focused initiatives to accelerate collection of outstanding receivables from customers resulted in a decrease in Trade Receivables in FY 2025-26. Days Sales Outstanding has reduced from 80 days in FY 2024-25 to 76 days in FY 2025-26.

Current Assets reduced from ₹2,736.06 crore in FY 2024-25 to ₹2,546.93 crore in FY 2025-26, whereas Current Liabilities decreased from ₹1,294.56 crore to ₹661.13 crore over the same period, primarily due to the repayment of current borrowings during the year.

Human Resources

RML employs 1,615 employees (at a consolidated level) as on March 31, 2026. Of this, Call2Connect has a headcount of 837. RML has deployed 497 resources in India, and 281 resources across multiple global locations. The Technology team comprises 314 resources, focused primarily on developing new capabilities within the messaging platform, and creating next generation messaging solutions which address enterprises' communication requirements and solutions to optimise monetisation for Mobile Network Operators. RML closed FY 2024-25 with a headcount of 1,576 employees (at a consolidated level), of which Call2Connect employed 735 resources as on March 31, 2025.

Standalone Income Statement and Key Financial Metrics

All figure in crores, unless specified

Particulars	FY2026	FY2025	Increase/ (Decrease)
Revenue from Operations	769.87	832.21	(62.34)
Other Income	111.52	96.38	15.14
Total Income	881.39	928.59	(46.20)
Gross Profit	228.76	244.40	(15.64)
Gross Profit Margin (%)	29.71%	29.37%	0.34%
EBITDA (Non-GAAP)	83.94	120.59	(36.65)
EBITDA Margin (%)	10.90%	14.49%	(3.59%)
Profit before exceptional item and tax	179.78	200.12	(20.34)
Profit before exceptional item and tax Margin (%)	23.35%	24.05%	(0.70%)
PAT	134.78	131.02	3.76
PAT Margin (%)	17.51%	15.74%	1.77%

EBITDA decreased from ₹120.59 crore in FY 2024-25 to ₹83.94 crore in FY 2025-26. EBITDA calculation are provided in the table below.

All figure in crores, unless specified

Particulars	FY2026	FY2025
Profit before exceptional item and tax (Ind AS)	179.78	200.12
(-) Other income	111.52	96.38
(+) Finance costs	1.44	1.67
EBIT	69.70	105.41
(+) Depreciation and amortisation expense	14.24	15.18
EBITDA (Non-GAAP)	83.94	120.59
EBITDA margin % on a Non-GAAP basis	10.90%	14.49%

Standalone Balance Statement Summary and Key Financial Ratios

All figure in crores, unless specified

Particulars	FY2026	FY2025
Trade receivables	241.36	252.69
Days Sales Outstanding (on Revenue from Operations) (#)	117	111
Current Ratio (#)	7.28	3.18
Debt: Equity ratio (#)	0.00	0.00
Return on Equity (%)	10.43%	10.70%

Human Resources

Route Mobile Limited employs 497 employees (on a standalone basis) as on March 31, 2026.

Risk and concerns

Principal risks and uncertainties: There are a number of potential risks and uncertainties, which could have a material impact on the Company's long-term performance and could cause actual results to differ materially from expected results.

Liquidity risk

The Company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. External funding facilities are managed to ensure that both short-term and longer-term funding is available to provide short-term flexibility whilst providing sufficient funding to the Company's forecast working capital requirements.

Credit risk

The Company extends credit to customers of various durations depending on customer creditworthiness and industry custom and practice for the product or service. In the event that a customer proves unable to meet payments when they fall due, the Company will suffer adverse consequences. To manage this, the Company continually monitors credit terms to ensure that no single customer is granted credit inappropriate to its credit risk.

Competitor risk

The Company operates in a highly competitive market with rapidly changing product and pricing innovations. We are subject to the threat of our competitors launching new products in our markets (including updating product lines) before we make corresponding updates and development to our own product range. This could render our products and services out-of- date and could result in loss of market share. To reduce this risk, we undertake new product development and maintain strong supplier relationships to ensure that we have products at various stages of the life cycle.

Competitor risk also manifests itself in price pressures which are usually experienced in more mature markets. This results not only in downward pressure on our gross margins but also in the risk that our products are not considered to represent value for money. The Company therefore monitors market prices on an ongoing basis.

Internal Financial Controls, their adequacy and Internal Auditors

The Company has established a robust framework for internal financial controls. The Company has in place adequate controls, procedures and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. During the year, such controls were assessed and no reportable material weaknesses in the design or operation were observed. Accordingly, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2025-26.

The Board has appointed Mr. Nicolas Lecomte, Internal Audit Manager, Proximus S.A. as Internal Auditor of the Company for the financial year 2025-26 to conduct the internal audit basis a detailed internal audit plan which is yearly reviewed with and approved by the Audit Committee.

Disclaimer - Management uses these Non-GAAP financial measures collectively to assess the performance of its ongoing operations and to facilitate internal planning and forecasting. Such Non-GAAP financial information is presented solely for supplemental informational purposes and should not be construed as a substitute for, or superior to, financial information prepared and presented in accordance with the Indian Accounting Standards (Ind AS). In addition, these measures may not be directly comparable to similarly titled Non-GAAP measures reported by other companies, as the methods of calculation may differ.

Financial **Statements**

Independent Auditor's Report

To the Members of Route Mobile Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Route Mobile Limited ('the Company'), which comprise the Standalone Balance Sheet as at 31 March 2026, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

5. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matters
Impairment assessment of investment in subsidiaries Refer note 1C(xv) to the accompanying standalone financial statements for significant accounting policies and note 4 for financial disclosures with respect to the carrying value of investments in subsidiaries. Amongst other investments, the Company has investments in equity shares of subsidiary companies, Send Clean Private Limited [formerly known as Cellent Technologies (India) Pvt. Ltd.] and Call 2 Connect India Private Limited, amounting to ₹ 14.29 crores and ₹ 14.98 crores (net of provision for diminution in the value of investment of ₹ 10 crores) respectively. These investments are carried at cost less impairment, if any, in accordance with Ind AS 27, Separate Financial Statements. As at 31 March 2026, the carrying amount of investments in the aforementioned two subsidiaries is higher than the net worth of the aforementioned subsidiaries, which has been identified as an impairment indicator by the management in accordance with the principles of Ind AS 36, - Impairment of Assets ('Ind AS 36'). Accordingly, the management has performed detailed impairment testing for such investments in subsidiaries by carrying out a valuation with the help of an independent valuation specialist as a management's expert using discounted cash flow ('DCF') method in order to determine the recoverable value of investments in such subsidiaries. The assumptions underpinning the aforesaid valuation are cash flow projections, growth rates, discount rate, etc., which are inherently subjective and requires significant management judgement and estimates due to high estimation uncertainty involved. However, due to their materiality in the context of the standalone financial statements and significant degree of judgement and subjectivity involved in the estimates and key assumptions used as above, this is considered to be the area which requires significant audit focus and accordingly, the matter is determined as a key audit matter for the current year audit.	Our procedures in relation to the impairment assessment of investment in subsidiaries included, but were not limited to the following: • Obtained an understanding of the management process for identification of possible impairment indicators and process followed by the management for impairment testing. • Evaluated the design and tested the operating effectiveness of controls over the Company's process of impairment assessment and approval of forecasts. • Assessed the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 36. • Obtained the management's external valuation specialist's report on determination of recoverable amount and also assessed the professional competence, expertise and objectivity of the management expert. • Assessed the valuation methodology and assumptions used by the management's expert to estimate the recoverability of investment with the help of auditor's valuation experts. • Evaluated the appropriateness of the assumptions applied in determining key inputs such as terminal growth rate and discount rates, which included assessments based on our knowledge of the business and external market conditions. • Traced the cash flow projections used above to approved business plans and compared the previous forecast to actual results in order to assess the Company's ability to forecast such projections accurately. • Tested mathematical accuracy of the projections and applied independent sensitivity analysis to the key assumptions mentioned above to determine and focus on inputs with high estimation uncertainty. • Assessed the appropriateness and adequacy of the disclosures made by the management in note 4 to the standalone financial statements in accordance with the requirements of the accounting standards.
Impairment assessment of Goodwill Refer note 1C(xvii) for the accounting policy and note 3(b) for the disclosures made in the accompanying standalone financial statements with respect to goodwill aggregating to ₹ 9.22 crores as at 31 March 2026 recognized in earlier years pertaining to acquisition of the Sarv Webs (division). The Company has performed annual impairment test for the carrying value of goodwill in accordance with the requirements of Ind AS 36, Impairment of Assets ('Ind AS 36'). The determination of the recoverable value requires management to make certain key estimates and assumptions including forecast of future cash flows, long-term growth rates, profitability levels and discount rates, etc. Changes in these assumptions could lead to an impairment to the carrying value of the goodwill. Considering goodwill balance is significant to the standalone financial statements and auditing management judgement and estimates as stated above involves high degree of subjectivity and require significant auditor judgement, assessment of carrying value of goodwill is considered as a key audit matter for the current year audit.	Our procedures in relation to testing of impairment of goodwill included but were not limited to the following: • Evaluated the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 36, and understood the management's process to identify separate Cash Generating Units (CGUs) and perform required annual impairment testing of goodwill. • Evaluated the design and tested the operating effectiveness of the Company's control over the assessment of carrying value of goodwill. • Reviewed the allocation of the goodwill to the CGUs as identified by the management. • Traced the cash flow forecasts determined by the management for such CGUs to approved business plans, assessed the reasonability of the assumptions used in the forecasts with our understanding of the business and external market conditions, as relevant, and verified the historical trend of the past performance to evaluate consistency in such assumptions. • Obtained the management's external valuation specialist's report on determination of recoverable amount and also assessed the competence, expertise and objectivity of the management expert. • Involved our auditor's valuation experts to assess the valuation assumptions used and methodology considered by the management's expert to calculate the recoverable amount and the mathematical accuracy of these calculations. • Performed sensitivity analysis on the key assumptions to evaluate the possible variation on the current recoverable amount to ascertain the sufficiency of headroom available. • Evaluated the appropriateness and adequacy of disclosures given in the standalone financial statements, including disclosure of significant assumptions and judgements used by management, in accordance with applicable accounting standards.

Information other than the Standalone Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

7. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

8. In preparing the standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

9. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

10. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

11. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;
    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
    - Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
    - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

15. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.

16. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure I a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

17. Further to our comments in Annexure I, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;

    b) Except for the matters stated in paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

    c) The standalone financial statements dealt with by this report are in agreement with the books of account;

d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;

e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of section 164(2) of the Act;

f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 17(b) above on reporting under section 143(3)(b) of the Act and paragraph 17(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2026 and the operating effectiveness of such controls, refer to our separate report in Annexure II wherein we have expressed an unmodified opinion; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company, as detailed in note 38 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2026;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026;

iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 49(v) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 49(vi) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The interim dividend declared and paid by the Company during the year ended 31 March 2026 and until the date of this audit report is in compliance with section 123 of the Act.

The final dividend paid by the Company during the year ended 31 March 2026 in respect of such dividend declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 35(b) to the accompanying standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

vi. As stated in note 46 to the standalone financial statements and based on our examination which included test checks, except for matters mentioned below, the Company, in respect of financial year commencing on 1 April 2025, has used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with other than the consequential impact of the exceptions given below. Furthermore, except for matters mentioned below, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Nature of exception noted	Details of exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software	The audit trail feature was not enabled at the database level for accounting software 'Odoo' and the server 'Platform' to log any direct data changes, used for maintenance of all accounting records by the Company.
Instances of accounting software maintained by a third party where we are unable to comment on the audit trail feature at database level	The accounting software used for maintenance of payroll process of the Company is operated by a third-party service provider. In the absence of any information on existence of audit trail (edit logs) for any direct changes made at the database level in the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organisation), we are unable to comment on whether audit trail feature with respect to the database of the said software was enabled and operated throughout the year.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
UDIN: 26058644FDCHNE1596

Place: Mumbai
Date: 7 May 2026

Annexure I referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Route Mobile Limited on the standalone financial statements for the year ended 31 March 2026

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification programme adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 2(a) to the standalone financial statements, are held in the name of the Company.

(d) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during the year.

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.

(ii) (a) The Company does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) The Company has not been sanctioned working capital limits by banks or financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) The Company has not made any investments in, provided any guarantee or security or granted any advances in the nature of loans to companies, firms, limited liability partnerships during the year. Further, the Company has granted unsecured loans to companies during the year, in respect of which:

(a) The Company has provided loans to subsidiaries during the year as per details given below:

(₹ in crores)

Particulars	Loans
Aggregate amount provided/ granted during the year	
- Subsidiaries	18.95
Balance outstanding as at balance sheet date	
- Subsidiaries	281.29

(b) In our opinion, and according to the information and explanations given to us, the terms and conditions of the grant of all loans provided are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular.

(d) There is no overdue amount in respect of loans granted to such companies.

(e) The Company has granted loans which had fallen due during the year and such loans were extended during the year. The details of the same has been given below:

Name of the party	Total loan amount granted during the year* (₹ in crores)	Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans (₹ in crores)	Nature of extension (i.e., renewed/ extended/fresh loan provided)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Route Mobile (UK) Limited	-	185.89	Extended	66.08%

*Loans renewed or extended have been considered as "loans granted during the year" for the purpose of reporting under this clause.

(f) The Company has not granted any loans which are repayable on demand or without specifying any terms or period of repayment.

(iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act in respect of loans provided by it, as applicable. Further, the Company has not entered into any transaction covered under section 185 and 186 of the Act in respect of investment made, guarantees and security provided by it.

(v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's services. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, we report that there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Gross amount (₹ in crores)	Amount paid under protest (₹ in crores)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income- tax Act, 1961	Income- tax	13.74	2.75	Assessment year ('A.Y.') 2019-20	Commissioner of Income-tax (Appeals)	
Income-tax Act, 1961	Income- tax	3.81	0.76	A.Y. 2015-16	Commissioner of Income-tax (Appeals)	
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Interest and penalty	54.11	-	A.Y. 2018-19 and 2019-20	Appellate Authority	
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Goods and services tax, interest and penalty	5.34	0.32	A.Y. 2020-21 to 2023-24	Appellate Authority	

Name of the statute	Nature of dues	Gross amount (₹ in crores)	Amount paid under protest (₹ in crores)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Goods and services tax, interest and penalty	1.84	-	A.Y. 2018-19 and 2019-20	Appellate Authority	
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Goods and services tax and penalty	3.61	0.18	A.Y. 2018-19 to 2020-21	Appellate Authority	
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Goods and services tax and penalty	1.77	0.09	A.Y. 2018-19 and 2019-20	Appellate Authority	
The Central Goods and Service Tax Act, 2017 The Maharashtra Goods and Service Tax Act, 2017	Interest and penalty	2.07	-	A.Y. 2018-19 and 2019-20	Appellate Authority	

(viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

(ix) According to the information and explanations given to us, we report that the Company does not have any loans or other borrowings from any lender. Accordingly, reporting under clause 3(ix) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system which is commensurate with the size and nature of its business as required under the provisions of section 138 of the Act.

(b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

(xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us, the Company does not have any unspent amounts towards Corporate Social Responsibility in respect of any ongoing or other than ongoing project as at the end of the financial year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
UDIN: 26058644FDCHNE1596

Place: Mumbai
Date: 7 May 2026

Annexure II to the Independent Auditor's Report of even date to the members of Route Mobile Limited on the standalone financial statements for the year ended 31 March 2026

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of Route Mobile Limited ('the Company') as at and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements .

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
UDIN: 26058644FDCHNE1596

Place: Mumbai
Date: 07 May 2026

Standalone Balance Sheet

as at 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	2 (a)	15.51	17.96
Capital work-in-progress	2 (b)	*-	0.11
Right-of-use assets	3 (a)	11.09	4.78
Goodwill	3 (b)	10.29	10.29
Other intangible assets	3 (c)	10.87	14.05
Intangible assets under development	3 (d)	0.67	-
Financial assets			
Investment in subsidiaries	4	38.51	38.07
Loans	5	186.60	246.23
Other financial assets	6	37.98	26.49
Deferred tax assets (net)	7	7.79	7.29
Income-tax assets (net)	8	27.43	20.53
Other non-current assets	9	5.70	8.49
Total non-current assets		**352.44**	**394.29**
Current assets			
Financial assets			
Investments	10	16.99	16.07
Trade receivables	11	241.36	252.69
Cash and cash equivalents	12	247.03	242.06
Bank balances other than cash and cash equivalents	13	458.55	408.78
Loans	5	94.70	242.28
Other financial assets	14	33.68	35.46
Other current assets	15	50.98	77.29
Total current assets		1,143.29	1,274.63
Total assets		**1,495.73**	**1,668.92**
Equity and liabilities			
Equity			
Equity share capital	16	63.00	63.00
Other equity	17	1,262.17	1,196.34
Total equity		**1,325.17**	**1,259.34**

Standalone Balance Sheet

as at 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	40	5.22	1.66
Provisions	18	8.21	7.07
Total non-current liabilities		**13.43**	**8.73**
Current liabilities			
Financial liabilities			
Lease liabilities	40	6.01	4.35
Trade payables	19		
- Total outstanding dues of micro enterprises and small enterprises		0.75	0.48
- Total outstanding dues of creditors other than micro enterprises and small enterprises		118.74	370.58
Other financial liabilities	20	6.20	9.04
Other current liabilities	21	5.71	9.62
Provisions	22	1.95	1.65
Current tax liabilities (net)	23	17.77	5.13
Total current liabilities		**157.13**	**400.85**
Total liabilities		**170.56**	**409.58**
Total equity and liabilities		**1,495.73**	**1,668.92**

* Rounded off to nil

The accompanying notes to the standalone financial statements including material accounting policy information and other explanatory information are an integral part of these standalone financial statements.

This is the Standalone Balance Sheet referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)

Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)

Place: Paddington, London
Date: 07 May 2026

Rajeshwar Singh Gill
Group Chief Financial Officer

Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer

Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No. A34829)

Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer

Place: Mumbai
Date: 07 May 2026

Standalone Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Revenue			
Revenue from operations	24	769.87	832.21
Other income	25	111.52	96.38
Total income		881.39	928.59
Expenses			
Purchases of messaging services	26	541.11	587.81
Employee benefits expense	27	88.97	83.11
Finance costs	28	1.44	1.67
Depreciation and amortisation expense	29	14.24	15.18
Other expenses	30	55.85	40.70
Total expenses		701.61	728.47
Profit before exceptional item and tax		179.78	200.12
Exceptional item	31	-	28.08
Profit before tax		179.78	172.04
Tax expense	32		
Current tax		45.58	40.92
Deferred tax (benefit)/charge		(0.58)	0.10
		45.00	**41.02**
Profit for the year		**134.78**	**131.02**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurements of defined benefit plans		(0.76)	(1.33)
Income-tax of the above		0.19	0.34
Total other comprehensive income (net of tax)		**(0.57)**	**(0.99)**
Total comprehensive income for the year		**134.21**	**130.03**

Standalone Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Earnings per share (face value of ₹ 10 per share)	41		
Basic (in ₹)		21.39	20.83
Diluted (in ₹)		21.39	20.83

The accompanying notes to the standalone financial statements including material accounting policy information and other explanatory information are an integral part of these standalone financial statements.

This is the Standalone Statement of Profit and Loss referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place : Mumbai
Date : 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place : Mumbai
Date : 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place : Paddington, London
Date : 07 May 2026

Rajeshwar Singh Gill
Group Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Suresh Jankar
Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Tejas Shah
Company Secretary
(Membership No. A34829)
Place : Mumbai
Date : 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place : Mumbai
Date : 07 May 2026

Standalone Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

		Note	Year ended 31 March 2026	Year ended 31 March 2025
A.	CASH FLOW FROM OPERATING ACTIVITIES			
	Profit before tax		**179.78**	**172.04**
	Adjustments for :			
	Depreciation and amortisation expense	29	14.24	15.18
	Interest on lease liability	28	0.63	0.88
	Trade receivables written off	30	4.14	2.02
	Interest income on bank deposits	25	(31.26)	(25.12)
	Interest income on loan to subsidiary companies	25	(30.93)	(40.71)
	Net gain arising on financial asset measured at fair value through profit and loss	25	(0.92)	(1.21)
	Exceptional item	31	-	28.08
	Dividend received from subsidiary companies	25	(2.46)	(9.63)
	Provision/(reversal) for allowance for expected credit loss	30	2.18	(1.36)
	Interest income on financial asset measured at amortised cost	25	(0.22)	(0.19)
	Other borrowing cost	28	0.80	0.76
	Unrealised foreign exchange gain (net)		(42.80)	(11.97)
	Employee stock option expense charge	27	0.58	1.85
	Profit on disposal of property, plant and equipment	25	-	(0.56)
	Liabilities no longer required, written back	25	*-	-
	Gain on extinguishment of lease liabilities (net)	25	(0.11)	(0.16)
	Operating profit before working capital changes		**93.65**	**129.90**
	Adjustments for working capital:			
	Decrease in trade receivables		5.13	2.14
	Decrease/(increase) in financial assets and other assets		28.58	(34.72)
	(Decrease)/increase in trade payables, provisions and other liabilities		(258.69)	205.23
	Cash (used in)/ generated from operating activities		**(131.33)**	**302.55**
	Direct taxes paid (net)		(39.84)	(44.35)
	Net cash (used in)/ generated from operating activities		**(171.17)**	**258.20**
B.	CASH FLOW FROM INVESTING ACTIVITIES			
	Purchase of property, plant and equipment and intangible assets		(4.49)	(6.01)
	including capital work-in-progress			
	Proceeds from disposal of property, plant and equipment		-	1.90
	Investment in bank deposits		(448.53)	(1,636.33)
	Bank deposits matured		405.08	1,395.97
	Loans given to subsidiaries	37	(18.95)	(9.85)
	Repayment of loans given to subsidiaries	37	266.42	110.15
	Interest received on loan given to subsidiaries	37	16.26	54.72
	Interest received		33.69	12.89
	Dividend received	25	2.46	9.63
	Net cash generated / (used in) from investing activities		**251.94**	**(66.93)**

Standalone Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

		Note	Year ended 31 March 2026	Year ended 31 March 2025
C.	CASH FLOW FROM FINANCING ACTIVITIES			
	Proceeds from issue of equity shares		0.17	6.80
	Interest paid		(0.80)	(0.76)
	Payment of interest portion of lease liabilities		(0.63)	(0.88)
	Principal repayment of lease liabilities		(5.47)	(4.15)
	Dividend paid	35 b)	(69.30)	(69.23)
	Net cash used in financing activities		**(76.03)**	**(68.22)**
	Net increase in cash and cash equivalents (A+B+C)		**4.74**	**123.05**
	Opening balance of cash and cash equivalents	12	242.06	118.63
	Effect of currency fluctuations on cash and cash equivalents		0.23	0.38
	Closing balance of cash and cash equivalents		**247.03**	**242.06**
	Cash and cash equivalents as per financial statements	**12**	**247.03**	**242.06**

* Rounded off to nil

	Year ended 31 March 2026	Year ended 31 March 2025
Components of cash and cash equivalents (Refer note 12)		
Balances with banks:		
- in current accounts	106.26	54.91
- in EEFC accounts	8.64	8.85
- wallets balances*	-	-
Bank deposit accounts with original maturity upto 3 months	132.13	178.30
Cash on hand*	-	-
Cash and cash equivalents at the end of the year	**247.03**	**242.06**

* Rounded off to nil

Notes:

(a) The standalone statement of cash flow has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7, 'Statement of Cash Flows'.

(b) Non-cash transactions :-

i) Addition in right-of-use assets and finance lease liabilities amounting to ₹ 11.19 crores for year ended 31 March 2026 (31 March 2025: Nil).

(c) Reconciliation of liabilities arising from financing activities:

Standalone Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Lease liabilities	Cash and Cash equivalents
Net debt as at 1 April 2024	**11.03**	**118.63**
Leases addition /(deletion)	(0.87)	-
Cash flows (net)	(5.03)	123.06
Effect of currency fluctuations on cash and cash equivalents	-	0.37
Finance costs	0.88	-
Net debt as at 31 March 2025	**6.01**	**242.06**
Leases addition /(deletion)	10.69	-
Cash flows (net)	(6.10)	4.74
Effect of currency fluctuations on cash and cash equivalents	-	0.23
Finance costs	0.63	-
Net debt as at 31 March 2026	**11.23**	**247.03**

The accompanying notes to the standalone financial statements including material accounting policy information and other explanatory information are an integral part of these standalone financial statements.

This is the Standalone Statement of Cash Flow referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

For and on behalf of the Board of Directors of
Route Mobile Limited

Rajni Mundra
Partner
Membership No.: 058644

Seckin Arikan
Chairman
(DIN No. 11496476)
Place : Mumbai
Date : 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place : Paddington, London
Date : 07 May 2026

Rajeshwar Singh Gill
Group Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Suresh Jankar
Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Tejas Shah
Company Secretary
(Membership No. A34829)
Place : Mumbai
Date : 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place : Mumbai
Date : 07 May 2026

Place : Mumbai
Date : 07 May 2026

Standalone Statement of Changes in Equity

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

a) Equity share capital (Refer note 16)

	Number	Amount
Balance as at 1 April 2024	6,27,88,532	62.79
Issue of equity shares on exercise of employee stock options	2,09,050	0.21
Balance as at 31 March 2025	**6,29,97,582**	**63.00**
Issue of equity shares on exercise of employee stock options	5,500	-*
Balance as at 31 March 2026	**6,30,03,082**	**63.00**

* Rounded off to nil

b Other equity (Refer note 17)

	Reserves and surplus				Total other equity
	Retained earnings	Securities premium	Share options outstanding	Capital redemption reserve	
Balance as at 1 April 2024	**121.93**	**975.09**	**28.10**	**0.86**	**1,125.98**
Profit for the year	131.02	-	-	-	131.02
Other comprehensive income for the year (net of tax)					
-Re-measurements of defined benefit plans	(0.99)	-	-	-	(0.99)
Total comprehensive income for the year ended 31 March 2025	**130.03**	**-**	**-**	**-**	**130.03**
Transactions with owners in their capacity as owners:					
Dividend paid	(69.23)	-	-	-	(69.23)
Issue of equity shares on exercise of employee stock options	-	6.59	-	-	6.59
Employee stock option expense	-	-	2.97	-	2.97
Balance as at 31 March 2025	**182.73**	**981.68**	**31.07**	**0.86**	**1,196.34**
Profit for the year	134.78	-	-	-	134.78
Other comprehensive income for the year (net of tax)					
-Re-measurements of defined benefit plans	(0.57)	-	-	-	(0.57)
Total comprehensive income for the year ended 31 March 2026	**134.21**	**-**	**-**	**-**	**134.21**

Standalone Statement of Changes in Equity

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

	Reserves and surplus				
	Retained earnings	Securities premium	Share options outstanding	Capital redemption reserve	Total other equity
Transactions with owners in their capacity as owners:					
Dividend paid	(69.30)	-	-	-	(69.30)
Transfer from share options outstanding reserve	1.09	-	-	-	1.09
Transfer to retained earnings	-	-	(1.09)	-	(1.09)
Issue of equity shares on exercise of employee stock options	-	0.17	-	-	0.17
Deferred tax	(0.27)	-	-	-	(0.27)
Employee stock option expense	-	-	1.02	-	1.02
Balance as at 31 March 2026	**248.46**	**981.85**	**31.00**	**0.86**	**1,262.17**

The accompanying notes to the standalone financial statements including material accounting policy information and other explanatory information are an integral part of these standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place : Mumbai
Date : 07 May 2026

For and on behalf of the Board of Directors of
Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place : Mumbai
Date : 07 May 2026

Rajdipkumar Gupta
Managing Director
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Place : Paddington, London
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Suresh Jankar
Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Tejas Shah
Company Secretary
(Membership No. A34829)
Place : Mumbai
Date : 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place : Mumbai
Date : 07 May 2026

Notes to the standalone financial statements including material accounting policy information and other explanatory information

as at and for the year ended 31 March 2026

1. A. Company overview

Route Mobile Limited ("the Company"), incorporated on 14 May 2004, is a public limited company incorporated and domiciled in India. The registered office of the Company is located at SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400064. The Company is listed on BSE Limited and National Stock Exchange of India Limited.

The Company is engaged primarily in the business of cloud communication providers to enterprises, over-the-top players and mobile network operators.

The standalone financial statements for the year ended 31 March 2026 were approved by the Board of Directors and authorised for issue on 07 May 2026.

B. a) All the Indian Accounting Standards ('Ind AS') issued and notified by the Ministry of Corporate Affairs under the

Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the standalone financial statements are authorized, have been considered in preparing these standalone financial statements.

b) Application of new and revised Indian Accounting Standards (Ind AS)

Amendments to Ind AS 21 - Lack of exchangeability

MCA via notification dated 7 May 2025, announced amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The Company has reviewed the amendment and based on its evaluation, has determined that it does not have any material impact on the standalone financial statements.

Classification of liabilities as current or non-current and non-current liabilities with covenants -Amendments to Ind AS 1

MCA via notification dated 13 August 2025 announced amendments to Ind AS 1, Presentation of Financial Statements'. The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants.

The Company has no impact of this amendment in its classification criteria of current and non-current liabilities.

Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

MCA via notification dated 13 August 2025 announced amendments to Ind AS 7, Statement of Cash Flows and Ind AS 107, 'Financial Instruments: Disclosures' which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cashflows and exposure to liquidity risk.

The Company has reviewed the amendment and based on its evaluation, has determined that it does not have any material impact on the standalone financial statements.

International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

MCA via notification dated 13 August 2025 announced amendments to Ind AS 12, Income Taxes, which includes:

- a temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules; and

- additional disclosure requirements targeted at a reporting entity's exposure to income-taxes in periods in which the Pillar Two Model legislation is enacted or substantively enacted but not yet in effect.

The Company has reviewed the amendment and based on its evaluation, has determined that it does not have any significant impact on the standalone financial statements.

C. Material accounting policies and assumptions

(i) Statement of compliance

The Company has prepared its standalone financial statements in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions under the Act (as amended).

The standalone financial statements have been prepared on a going concern basis and using material accounting policies summarized in the policies mentioned below. These accounting policies have been used throughout all periods presented in the standalone financial statements, unless otherwise stated.

(ii) Functional and presentation currency

These standalone financial statements are presented in Indian rupee (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest crores, unless otherwise stated.

(iii) Basis of measurement

The standalone financial statements have been prepared on historical cost convention on the accrual basis, except for current investments which is a fair value measurement.

(iv) Measurement of fair values

Certain accounting policies and disclosures of the Company require the measurement of fair values, for financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and it regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in note 33.

Estimates and judgements are continuously evaluated. They are based on historical experience and other factors including expectation of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

(v) Material accounting judgments, estimates and assumptions

Use of estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements is as under:

- **Impairment of investments in subsidiaries**

  Determining whether the investments in subsidiaries are impaired requires an estimate in the value in use of investments. The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for. In considering the value in use, the management has anticipated the future market conditions and other parameters that affect the operations of these entities.

- **Useful lives of property, plant and equipment and intangible assets**

  The Company reviews the useful lives of property, plant and equipment and intangible assets periodically. In case of any revision, the unamortised depreciation amount is charge over the remaining useful life of the assets. Assets constructed on such leasehold properties are depreciated over their respective lease terms or useful life, whichever is lower.

- **Defined benefit obligation (DBO)**

  Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

- **Fair value measurement of financial instruments**

  When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using certain valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as volatility risk, credit risk and volatility.

- **Evaluation of indicators for impairment of assets**

  The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

- **Impairment of goodwill**

  The Company estimates the value in use of the cash generating unit (CGU) to which the goodwill is associated, based on the future cash flows, growth rate, applicable discount rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rate used for the said CGU represents the weighted average cost of capital based on the historical market returns of comparable companies.

- **Loss allowance**

  Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. In accordance with Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience. Individual trade receivables are written off if the same are not collectible.

- **Share-based payment**

  At the end of each period, the Company revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognizes the impact of the revision to original estimates, if any, in the standalone statement of profit and loss, with a corresponding adjustment to the equity.

- **Contingent liabilities**

  At each balance sheet date basis the management's judgment, changes in facts and legal aspects, the Company assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgement.

- **Leases**

  The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Leases ("Ind AS 116"). Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

Use of judgements

- **Recognition of deferred tax assets**

  The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income (supported by reliable evidence) against which the deferred tax assets can be utilized.

(vi) Current / non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(a) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is expected to be realised within 12 months after the reporting date; or

(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(a) it is expected to be settled in the Company's normal operating cycle;

(b) it is held primarily for the purpose of being traded;

(c) it is due to be settled within 12 months after the reporting date; or

(d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(vii) Revenue recognition

Revenue from rendering of services

Revenue from contracts with customers includes revenue for provision of services. Revenue from contracts with customers is recognised when control of the services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company determines at contract inception whether each performance obligation will be satisfied (i.e. control will be transferred) over time or at a point in time.

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised services to the customer. Performance obligations may be satisfied at a point of time or over a period of time. Performance obligations satisfied over a period of time are recognised as per the term of relevant contractual agreements/ arrangements. Performance obligations are said to be satisfied at a point of time when the customer obtains controls of the asset.

a. Revenue from messaging services – The Company recognises revenue based on the usage of messaging services. The revenue is recognised when the Company's services are used based on the specific terms of the contract with customers.

   Technical and support services – Income from technical and support services rendered to its group companies is recorded per agreement on an accrual basis at a cost plus mark-up on such costs.

   Revenue in excess of invoicing are classified as unbilled revenue while invoicing /collection in excess of revenue for services to be performed in future are classified as deferred revenue / advances from customers.

   Liquidated damages and penalties are accounted as per the contract terms wherever there is a delayed delivery attributable to the Company and when there is a reasonable certainty with which the same can be estimated.

b. Dividend are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

(viii) Trade receivables

Trade receivables are amounts due from customers for sale of messaging services in the ordinary course of business and reflects the entity's unconditional right to consideration because only the passage of time is required before the payment is due, which are otherwise recorded as contract assets. No significant element of financing is deemed present.

(ix) Leases

Company as a lessee – Right of use assets and lease liabilities

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

Classification of leases

The Company enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/ purchase etc.

Recognition and initial measurement of right of use assets

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

Subsequent measurement of right of use assets

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

Lease liabilities

At lease commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

The Company has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these short-term leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

(x) Foreign currency

Functional and presentation currency

Items included in the standalone financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The standalone financial statements have been prepared and presented in Indian Rupees (INR), which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

(xi) Taxes

Tax expense comprises current and deferred tax. Current and deferred tax is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or other comprehensive income ('OCI').

The current income-tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred tax is provided in full, on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income-tax asset is realised or the deferred tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

(xii) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

All financial assets are recognized initially at fair value, plus, in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in the statement of profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income ('FVOCI').

(i) Non-derivative financial asset

Subsequent measurement

Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Financial assets are measured at 'Fair value through other comprehensive income' (FVOCI) if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amounts are taken through OCI, except for the recognition of impairment gains or losses and interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets are included in other income using the effective interest rate method.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at 'Fair value through the statement of profit and loss' (FVPL).

Investments in equity instruments of subsidiaries

These are measured at cost in accordance with Ind AS 27 'Separate Financial Statements'.

De-recognition of financial assets

A financial asset is de-recognised when the contractual rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

(ii) Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities are measured at amortised cost using the effective interest method.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(xiii) Cash and cash equivalents

Cash and cash equivalents include cash and cash-on-deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

(xiv) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(xv) Equity investment

Equity investments in subsidiaries are measured at cost. The investments are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, policy for impairment of non-financial assets is followed.

(xvi) Property, plant and equipment and capital work-in-progress

Recognition and measurement

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use; any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure

Subsequent expenditures related to an item of property, plant and equipment are added to its book value only if it is probable that future economic benefits associated with the item will flow to the enterprise and the cost of the item can be measured reliably.

Depreciation

Depreciation in respect of all the assets is provided on written down value method over their useful lives, as estimated by the management. Useful lives so estimated are in line with the useful lives indicated by Schedule II of the Act except for lease hold improvements which have been depreciated over the useful lives or on the period of underlying lease agreement whichever is lower and in the case of severs and networks (part of computers) which are based on technical evaluation. Depreciation is charged on a pro-rata basis for assets purchased/sold during the year.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on the management evaluation the useful lives as given above best represent the period over which management expects to use these assets.

The estimated useful life of main category of property, plant and equipment are:-

Class of assets	Estimated useful life (years)
Furniture and fixtures	10 years
Office equipment	5 to 10 years
Vehicles	8 to 10 years
Computers	3 to 5 years
Building	60 years

Leasehold improvements are depreciated over useful life or lease term whichever is lower.

Servers and networks are depreciated over a period of five years on written down value (WDV) method, based on internal assessment and technical evaluation carried out by the management, and which represents the period over which they expect to use these assets.

Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the standalone statement of profit and loss.

Capital work-in-progress

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment. Capital work-in-progress also includes assets pending installation and not currently available for intended use.

(xvii) Intangible assets

Recognition and measurement

Intangible assets that are acquired by the Company are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and accumulated impairment loss, if any.

Subsequent expenditure

Subsequent expenditures related to an item of intangible assets are added to its book value only if it is probable that future economic benefits associated with the item will flow to the enterprise and the cost of the item can be measured reliably.

Goodwill

Goodwill is initially recognised based on accounting policy for business combinations and is tested for impairment annually.

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the written down value method/ straight line basis and is included in depreciation and amortisation in the statement of profit and loss.

Computer software and technical know-how is amortized over a period of three years on WDV method

Following table summarises the nature of intangible and their estimated useful lives and amortised on a straight-line basis:-

Class of assets	Estimated useful life (years)
License	3 years
Customer relationship	4 to 10.75 years
Non-compete fees	4 to 5 years

Amortisation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(xviii) Impairment

(i) Impairment of financial instruments: financial assets

The Company assesses on a forward-looking basis the expected credit losses associated with its financial assets and the impairment methodology depends on whether there has been a significant increase in credit risk.

Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

(ii) Impairment of non-financial assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets and group of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount.

Recoverable amount is higher of an asset's or cash generating unit's selling price and its value in use. Value in use is the present value of estimated future cash flows expected to raise from continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting years may no longer exist or may have decreased.

(xix) Employee benefits

The Company's obligations towards various employee benefits have been recognised as follows:

i) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Compensated absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short-term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions for employee provident fund to Government administered provident fund scheme, which are defined contribution plans. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the years during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior years, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in other comprehensive income (OCI). The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the year as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss. When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the statement of profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

When the benefits of a plan are improved, the portion of the increased benefit related to past service by employees is recognised in statement of profit and loss on a straight-line basis over the average period until the benefits become vested.

(iv) Other long-term employees benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return of their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurement gains or losses are recognised in profit or loss in the year in which they arise.

(xx) Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Company has a present (legal or constructive) obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed unless the likelihood of an outflow of resources is remote and there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

Contingent assets are disclosed only when inflow of economic benefits therefrom is probable and recognize only when realization of income is virtually certain.

(xxi) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(xxii) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance. Based on such assessment, the Company currently has only one operating segment and two geographical segments viz. domestic market and international market.

(xxiii) Share based payments

Share-based compensation benefits are provided to employees via the "Route Mobile Limited", Employee Stock Option Plan 2017 and 2021 (the 'ESOP scheme'). The fair value of options granted under the ESOP scheme is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to serve or hold shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

The Company has created a Route Mobile Employee Welfare Trust (ESOP Trust) for the implementation of the said ESOP scheme. The Company allots shares to ESOP Trust.

(xxiv) Treasury shares (Shares held by the ESOP Trust)

The Company uses the ESOP Trust as a vehicle for distributing shares to employees under the employee remuneration schemes.

The Company treats ESOP trust as its extension and shares held by ESOP Trust are treated as treasury shares. Share options exercised during the reporting period are satisfied with treasury shares. The consideration paid for treasury shares including any directly attributable incremental cost is presented as a deduction from total equity, until they are cancelled, sold or reissued. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is transferred to/ from retained earnings.

Notes to the standalone financial statements including material accounting policy information and other explanatory information

as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

2 (a) Property, plant and equipment

Particulars	Building	Furniture and fixtures	Leasehold improve-ments	Vehicles	Office equipment	Computers	Total
Gross block							
Balance as at 1 April 2024	**6.57**	**8.18**	**2.38**	**3.03**	**1.75**	**34.61**	**56.52**
Additions	-	2.77	-	-	0.30	1.89	4.96
Disposals	-	(1.50)	-	(3.03)	(0.09)	-	(4.62)
Balance as at 31 March 2025	**6.57**	**9.45**	**2.38**	**-**	**1.96**	**36.50**	**56.86**
Additions	-	0.61	-	-	0.49	1.40	2.50
Disposals	-	-	-	-	-	-	-
Balance as at 31 March 2026	**6.57**	**10.06**	**2.38**	**-**	**2.45**	**37.90**	**59.36**
Accumulated depreciation							
Balance as at 1 April 2024	**2.13**	**4.26**	**2.38**	**2.79**	**1.02**	**23.75**	**36.33**
Charge for the year	0.21	0.92	-	0.03	0.31	4.38	5.85
Disposals	-	(0.42)	-	(2.82)	(0.05)	-	(3.28)
Balance as at 31 March 2025	**2.34**	**4.76**	**2.38**	**-**	**1.29**	**28.13**	**38.90**
Charge for the year	0.20	1.14	-	-	0.31	3.30	4.95
Disposals	-	-	-	-	-	-	-
Balance as at 31 March 2026	**2.54**	**5.90**	**2.38**	**-**	**1.60**	**31.43**	**43.85**
Net block							
Balance as at 31 March 2025	**4.23**	**4.69**	**-**	**-**	**0.67**	**8.37**	**17.96**
Balance as at 31 March 2026	**4.03**	**4.16**	**-**	**-**	**0.85**	**6.47**	**15.51**

Notes:

(i) The title deeds of the immovable properties are held in the name of the Company.

(ii) There are no capital commitments as at the balance sheet date.

2 (b) Capital work-in-progress (CWIP)

Particulars	Amount
Balance as at 1 April 2024	**-**
Additions	1.36
Capitalised during the year	(1.25)
Balance as at 31 March 2025	**0.11**
Additions	-
Capitalised during the year	(0.11)
Balance as at 31 March 2025	0.11
Balance as at 31 March 2026	-*

* Rounded off to nil

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Capital work-in-progress (CWIP) ageing schedule

As at 31 March 2026

	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	-*	-	-	-	-
Project temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

* Rounded off to nil

As at 31 March 2025

	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.11	-	-	-	0.11
Project temporarily suspended	-	-	-	-	-
Total	**0.11**	**-**	**-**	**-**	**0.11**

Note:

There are no capital work-in-progress (CWIP) that are overdue or have exceeded their original plan/budget in any of the above reported years.

3 (a) Right-of-use assets

Particulars	Building	Total
Gross block		
Balance as at 1 April 2024	**23.42**	**23.42**
Additions	-	-
Disposals	(1.46)	(1.46)
Balance as at 31 March 2025	**21.96**	**21.96**
Additions	11.19	11.19
Disposals	(16.48)	(16.48)
Balance as at 31 March 2026	**16.67**	**16.67**
Accumulated depreciation		
Balance as at 1 April 2024	**14.02**	**14.02**
Charge for the year	3.91	3.91
Disposals	(0.75)	(0.75)
Balance as at 31 March 2025	**17.18**	**17.18**
Charge for the year	4.51	4.51
Disposals	(16.11)	(16.11)
Balance as at 31 March 2026	**5.58**	**5.58**
Net block		
Balance as at 31 March 2025	**4.78**	**4.78**
Balance as at 31 March 2026	**11.09**	**11.09**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

3 (b) Goodwill

	Total
Gross block	
Balance as at 1 April 2024	**10.29**
Additions	-
Disposals	-
Balance as at 31 March 2025	**10.29**
Additions	-
Disposals	-
Balance as at 31 March 2026	**10.29**

Notes:

(i) Goodwill was tested for impairment in accordance with the Company's procedure for determining the recoverable value of such assets which is done annually, or more frequently when there is an indication for impairment.

(ii) The aggregated carrying amounts of goodwill allocated to each unit are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Sarv Webs (division)	9.22	9.22
TeleDNA (division)	1.07	1.07
Total	**10.29**	**10.29**

3 (c) Intangible assets

Particulars	Computer software	Technical know- how	Customer relationship	Non compete agreement	License	Total
Gross block						
Balance as at 1 April 2024	**11.85**	**3.81**	**20.12**	**2.28**	**14.25**	**52.31**
Additions	-	-	-	-	1.11	1.11
Disposals	-	-	-	-	-	-
Balance as at 31 March 2025	**11.85**	**3.81**	**20.12**	**2.28**	**15.36**	**53.42**
Additions	-	-	-	-	1.60	1.60
Disposals	-	-	-	-	-	-
Balance as at 31 March 2026	**11.85**	**3.81**	**20.12**	**2.28**	**16.96**	**55.02**
Accumulated amortisation						
Balance as at 1 April 2024	**10.53**	**3.59**	**9.58**	**1.41**	**8.84**	**33.95**
Charge for the year	0.55	0.04	1.67	0.40	2.76	5.42
Disposals	-	-	-	-	-	-
Balance as at 31 March 2025	**11.08**	**3.63**	**11.25**	**1.81**	**11.60**	**39.37**
Charge for the year	0.18	-	1.27	0.38	2.95	4.78
Disposals	-	-	-	-	-	-
Balance as at 31 March 2026	**11.26**	**3.63**	**12.52**	**2.19**	**14.55**	**44.15**
Net block						
Balance as at 31 March 2025	**0.77**	**0.18**	**8.87**	**0.47**	**3.76**	**14.05**
Balance as at 31 March 2026	**0.59**	**0.18**	**7.60**	**0.09**	**2.41**	**10.87**

Notes

(i) As at 31 March 2026, description, net carrying amount and remaining amortisation period of individual intangible asset which is material to the financial statements, acquired on acquisition are as follows:

Class of intangible assets	Net carrying amount	Estimated remaining amortisation period
Customer relationship-Sarv Webs (division)	7.60	6 years

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

3 (d) Intangible assets under development

Particulars	Amount
Balance as at 1 April 2024	**-**
Additions during the year	-
Capitalised during the year	-
Balance as at 31 March 2025	**-**
Additions during the year	0.67
Capitalised during the year	-
Balance as at 31 March 2026	**0.67**

Intangible assets under development ageing schedule

As at 31 March 2026

	Asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.67	-	-	-	0.67
Project temporarily suspended	-	-	-	-	-
Total	**0.67**	**-**	**-**	**-**	**0.67**

As at 31 March 2025

	Asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	-	-	-	-	-
Project temporarily suspended	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**

Note:

There are no intangible assets under development thar are overdue or have exceeded their original plan/budget in any of the above reported years.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

4 Non-current investments

	As at 31 March 2026	As at 31 March 2025
Investments in equity shares - Unquoted, at deemed cost, fully paid-up		
Investments in subsidiaries:		
Route Mobile (UK) Limited 31 March 2026: 20,000 (31 March 2025: 20,000) shares of GBP 1 each	0.15	0.15
Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited) 31 March 2026: 10,000 (31 March 2025: 10,000) shares of ₹ 10 each	0.11	0.11
Routesms Solutions FZE 31 March 2026: 100,000 (31 March 2025: 100,000) shares of AED 1 each	0.20	0.20
Routesms Solutions Nigeria Limited 31 March 2026: 10,000,000 (31 March 2025: 10,000,000) shares of NRN 1 each	0.35	0.35
Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.) 31 March 2026: 1,01,379 (31 March 2025: 1,01,379) shares of ₹ 10 each	13.28	13.28
Route Mobile Pte. Ltd. 31 March 2026: 25,000 (31 March 2025: 25,000)shares of SGD 1 each	0.12	0.12
Call 2 Connect India Private Limited 31 March 2026: 219,300 (31 March 2025: 219,300) shares of ₹ 10 each	22.40	22.40
Less: Provision for diminution in value of investment	(10.00)	(10.00)
Route Connect Private Limited 31 March 2026: 9,999 (31 March 2025: 9,999) shares of ₹ 10 each	0.01	0.01
Route Mobile Arabia Telecom 31 March 2026: 35,000 (31 March 2025: 35,000) shares of SAR 50 each	0.07	0.07
	26.69	**26.69**
Deemed equity investment (Refer note (a) below)		
Route Mobile (UK) Limited	7.99	7.69
Route Ledger Technologies Private Limited	0.24	0.23
Send Clean Private Limited	1.01	0.97
Call 2 Connect India Private Limited	2.58	2.49
	11.82	**11.38**
Total	**38.51**	**38.07**
Aggregate amount of unquoted investments	48.51	48.07
Aggregate amount of impairment in value of investments	10.00	10.00

Note:

(a) Represents the increase in investment value on account of stock options of the Company granted to employees of the subsidiary companies. The cost has been debited to investments in the respective subsidiaries in accordance with Ind AS 102, Share-based payment.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

5 Loans

	As at 31 March 2026	As at 31 March 2025
(Unsecured, considered good)		
Loans to related parties (refer note 37)	281.30	488.51
	281.30	**488.51**
Non-current	186.60	246.23
Current	94.70	242.28
	281.30	**488.51**

Notes

a) Includes ₹ 281.30 crores (31 March 2025: ₹ 488.51 crores) due from companies in which director of the Company is a director.

b) Disclosure as per Section 186(4) of the Companies Act, 2013

Balance as at the period end	281.30	488.51
Maximum amount outstanding at any time during the year	488.51	587.41
For further acquisition of an entity	-	73.98
For working capital purpose	281.30	414.53

c) Interest rate ranges from 5.86% to 8% per annum

d) disclosure for the loans and advances given to promoters, directors, KMP and related parties

As at 31 March 2026

Type of borrower	Amount of loan or advances in the nature of loan outstanding	% of total loan and advances in the nature of loan
Promoter	-	-
Directors	-	-
KMPs	-	-
Related parties	281.30	100.00%
Total	**281.30**	**100.00%**

As at 31 March 2025

Type of borrower	Amount of loan or advances in the nature of loan outstanding	% of total loan and advances in the nature of loan
Promoter	-	-
Directors	-	-
KMPs	-	-
Related parties	488.51	100.00%
Total	**488.51**	**100.00%**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

6 Other non-current financial assets

(Unsecured, considered good)

	As at 31 March 2026	As at 31 March 2025
Security deposits	2.27	2.35
Bank deposits with maturity of more than 12 months	7.76	14.07
Accrued interest on loans to related parties (refer note 37)	27.95	10.07
	37.98	**26.49**

7 Deferred tax assets (net)

	As at 31 March 2026	As at 31 March 2025
Deferred tax assets arising on account of :		
Property, plant and equipment and intangible assets	0.97	0.76
Impact of right-of-use assets and lease liabilities	0.03	0.31
Provision for employee benefit expenses	2.56	2.20
Provision for loss allowance	1.16	0.60
Share options outstanding	4.83	4.95
Total deferred tax assets	**9.55**	**8.82**
Deferred tax liabilities arising on account of :		
Net gain on financial assets designated as FVTPL	1.76	1.53
	1.76	**1.53**
Deferred tax assets (net)	**7.79**	**7.29**

8 Income-tax assets (net)

	As at 31 March 2026	As at 31 March 2025
Advance income tax (net of provision)	27.43	20.53
	27.43	**20.53**

9 Other non-current assets

	As at 31 March 2026	As at 31 March 2025
Advances other than capital advances:		
- Prepaid expenses	1.53	0.16
- Advance to suppliers	4.17	8.33
	5.70	**8.49**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

10 Investments

	As at 31 March 2026	As at 31 March 2025
Investments carried at fair value through profit or loss (FVTPL)		
Investments in mutual funds - Unquoted		
Axis Banking and PSU Debt Fund - Growth 30,535.80 units (31 March 2025: 30,535.80)	8.31	7.88
HSBC Corporate Bond Fund - Regular plan (formerly known as L&T Triple Ace Bond Fund -Growth) 1,147,660.27 units (31 March 2025: 1,147,660.27)	8.68	8.19
	16.99	**16.07**
Aggregate amount of unquoted investments	16.99	16.07

11 Trade receivables

	As at 31 March 2026	As at 31 March 2025
Unsecured		
Considered good*	242.74	254.22
Less: Allowance for expected credit loss	(1.38)	(1.53)
Trade receivables - credit impaired	3.20	0.87
Less: Allowance for expected credit loss	(3.20)	(0.87)
	241.36	**252.69**

(a) Trade receivables consist of the following:

	As at 31 March 2026	As at 31 March 2025
Trade receivables - from others	198.65	222.40
Receivables from related parties (Refer Note 37(c))	47.29	32.69
	245.94	255.09
Less: Allowance for expected credit loss	(4.58)	(2.40)
Total	**241.36**	**252.69**

*Includes ₹ 42.52 crores (31 March 2025:₹ 29.68 crores) due from companies in which director of the Company is a director.

Notes:

(a) The movement in loss allowance

	As at 31 March 2026	As at 31 March 2025
Balance in the beginning of the year	2.40	3.76
Additions during the year (net)	2.18	(1.36)
Balance at the end of the year	**4.58**	**2.40**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(b) Trade receivables ageing schedule

As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment							
	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables- considered good	106.86	59.75	63.00	11.67	1.16	0.28	0.02	242.74
Undisputed trade receivables-credit impaired	-	-	0.04	1.38	1.02	0.06	0.70	3.20
								245.94
Less: Allowance for expected credit loss								(4.58)
Total								**241.36**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment							
	Unbilled	Not due	Less than 6 Months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables- considered good	101.31	77.96	66.11	4.05	1.82	1.83	1.14	254.22
Undisputed trade receivables-credit impaired	-	-	-	-	0.17	0.12	0.58	0.87
								255.09
Less: Allowance for expected credit loss								(2.40)
Total								**252.69**

(c) Refer note 34 for information about credit risk and market risk of trade receivables.

(d) Refer note 37 for amount recoverable from related parties.

(e) Trade receivables are non-interest bearing and are generally in line with applicable industry norms.

(f) Trade receivables credit period given to customers range upto 90 days.

(g) Trade receivables as at 01 April 2024 was ₹ 255.26 crores.

12 Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
- in current accounts	106.26	54.91
- in EEFC accounts	8.64	8.85
- wallets balances*	-	-
Bank deposit accounts with original maturity upto 3 months	132.13	178.30
Cash on hand*	-	-
	247.03	**242.06**

* Rounded off to nil

There are no repatriation restriction with regard to cash and cash equivalent as at the reporting date.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

13 Bank balances other than cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Bank deposits with maturity of more than 3 months but less than 12 months*	364.41	247.08
Balances with bank held towards bank guarantee (refer note 38 A(iv))	94.14	161.70
	458.55	**408.78**

* Held as lien by bank against borrowings taken by a subsidiary company amounting to nil as on 31 March 2026 (as on 31 March 2025: ₹ 60 crores).

14 Other financial assets

(Unsecured, considered good)

	As at 31 March 2026	As at 31 March 2025
Security deposits	2.51	1.40
Interest accrued but not due on bank deposits	18.46	20.89
Accrued interest on loans to related parties (refer note 37 and note (b) below)	12.43	12.61
Other receivables (refer note (a) below)	0.28	0.56
	33.68	**35.46**

Notes:

(a) Inter-alia includes ₹ 0.25 crores (31 March 2025: ₹ 0.53 crores) due from related party.

(b) Includes ₹ 12.43 crores (31 March 2025: ₹ 12.61 crores) due from companies in which director of the Company is a director.

15 Other current assets

	As at 31 March 2026	As at 31 March 2025
Prepaid expenses	7.81	3.81
Advance to suppliers	24.61	43.59
Balance with government authorities	18.56	29.89
	50.98	**77.29**

16 Equity share capital

	As at 31 March 2026	As at 31 March 2025
Authorised capital		
100,000,000 (31 March 2025: 100,000,000) equity shares of ₹ 10 each	100.00	100.00
Issued, subscribed and fully paid up		
63,003,082 (31 March 2025: 62,997,582) equity shares of ₹ 10 each	63.00	63.00
	63.00	**63.00**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(a) Reconciliation of equity shares outstanding as at the beginning and at the end of the year

	As at 31 March 2026		As at 31 March 2025	
	Number	Amount	Number	Amount
Balance at the beginning of the year	62,997,582	63.00	62,788,532	62.79
Add: Issue of equity shares on exercise of employee stock options	5,500	-*	209,050	0.21
Balance at the end of the year	**63,003,082**	**63.00**	**62,997,582**	**63.00**

* Rounded off to nil

(b) Shareholding of promoters

As at 31 March 2026

Name of Promoter and Promoter's Group	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% changes during the year
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	47,158,713	-	47,158,713	74.85%	-

As at 31 March 2025

Name of Promoter and Promoter's Group	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% changes during the year
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	-	47,158,713	47,158,713	74.86%	100.00%
Rajdipkumar Gupta	9,257,143	(9,257,143)	-	0.00%	-100.00%
Sandipkumar Gupta	9,257,143	(9,257,143)	-	0.00%	-100.00%
Chandrakant J Gupta (HUF)	360,000	(360,000)	-	0.00%	-100.00%
Rajdipkumar C Gupta (HUF)	300,000	(300,000)	-	0.00%	-100.00%
Sandipkumar C Gupta (HUF)	300,000	(300,000)	-	0.00%	-100.00%
Chandrakant Jagannath Gupta	2,300,000	(2,300,000)	-	0.00%	-100.00%
Chamelidevi Chandrakant Gupta	2,300,000	(2,300,000)	-	0.00%	-100.00%
Sarika R Gupta	3,695,000	(3,695,000)	-	0.00%	-100.00%
Sunita S Gupta	3,645,000	(3,645,000)	-	0.00%	-100.00%
CC Gupta Family Trust	5,000,000	(5,000,000)	-	0.00%	-100.00%

(c) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts and the distribution will be in proportion to the number of equity shares held in the Company.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

(d) Shareholders holding more than 5% of the shares in the Company

	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% of holding	Number of shares	% of holding
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	47,158,713	74.85%	47,158,713	74.86%

(e) Shares reserved for issue under options:

For details of shares reserved for issue under the employee stock option plan (ESOP), refer note 43.

(f) Ordinary shares allotted as fully paid pursuant to contract(s) without payment being received in cash during the period of immediately preceding five years: Nil

(g) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared aggregate number and class of shares allotted as fully paid-up by way of bonus share: Nil

(h) Aggregate number and class of shares bought back during the year of immediately preceding five years:

861,021 equity shares were bought back by the Company during the year ended 31 March 2023.

17 Other equity

Reserves and surplus

	As at 31 March 2026	As at 31 March 2025
Retained earnings	248.46	182.73
Securities premium	981.85	981.68
Share options outstanding	31.00	31.07
Capital redemption reserve	0.86	0.86
Total other equity	**1,262.17**	**1,196.34**

Notes:

A. Movement in reserves:

(i) Retained earnings

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	182.73	121.93
Add: Profit for the year	134.78	131.02
Add: Other comprehensive income for the year	(0.57)	(0.99)
Less: Dividend	(69.30)	(69.23)
Add: Transfer from share options outstanding reserve	1.09	-
Less: Deferred tax	(0.27)	-
Balance at the end of the year	**248.46**	**182.73**

(ii) Securities premium

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	981.68	975.09
Add: Issue of equity shares on exercise of employee stock options	0.17	6.59
Balance at the end of the year	**981.85**	**981.68**

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(iii) Share options outstanding

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	31.07	28.10
Add: Movement during the year (net)	1.02	2.97
Less: Transfer to retained earnings	(1.09)	-
Balance at the end of the year	**31.00**	**31.07**

(iv) Capital redemption reserve

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	0.86	0.86
Add: Movement during the year (net)	-	-
Balance at the end of the year	**0.86**	**0.86**

B. Nature and purpose of reserves

(i) Retained earnings

Retained earnings represents the profits earned by the Company till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(ii) Securities premium

Securities premium is credited when shares are issued at premium. These reserves are utilised in accordance with the provisions of the Companies Act, 2013.

(iii) Share options outstanding

This represents fair value of the stock options granted to eligible employees of the Company. The reserve will be utilised on exercise of the options.

(iv) Capital redemption reserve

In accordance with Section 69 of the Companies Act, 2013, the Company creates capital redemption reserve equal to the nominal value of the shares bought back as an appropriation from securities premium.

18 Provisions

	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Gratuity (Refer note 39 (II))	8.21	7.07
	8.21	**7.07**

19 Trade payables

	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises	0.75	0.48
Total outstanding dues of creditors other than micro enterprises and small enterprises	118.74	370.58
	119.49	**371.06**

The management has identified Micro and Small Enterprises on the basis of information available. Details of dues to micro and small enterprises as per the provisions of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) have been tabulated below:

	31 March 2026	31 March 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount	0.75	0.48
- interest thereon, included in finance cost	-	-
The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprise Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprise Development Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and		
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	-	-

(a) Ageing of trade payable:

As at 31 March 2026:

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	0.23	0.52	-	-	-	0.75
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	44.16	74.00	0.57	-	0.01	118.74
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	44.39	**74.52**	**0.57**	**-**	**0.01**	**119.49**

As at 31 March 2025:

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	more than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	0.48	-	-	-	-	0.48
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	254.82	115.75	-	0.01	-	370.58
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	255.30	**115.75**	**-**	**0.01**	**-**	**371.06**

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(b) Refer note 37 for related parties balances.

(c) Refer note 34B and 34C for information on liquidity risk and market risk.

(d) Trade payable are generally non interest bearing and are normally settled within its credit period.

20 Other financial liabilities

	As at 31 March 2026	As at 31 March 2025
Creditors for capital goods	0.23	0.06
Unpaid dividend (refer note below (a))	0.12	0.10
Security deposits	0.04	0.04
Dues to employees (refer note below (b))	5.81	8.84
	6.20	**9.04**

Note

(a) There are no amounts due to be transferred to the Investor Education and Protection Fund in accordance with section 124 of the Act as at the year end.

(b) The amount includes due to related party as on 31 March 2026: ₹ 2.47 crores (31 March 2025: ₹ 2.53 crores).

21 Other current liabilities

	As at 31 March 2026	As at 31 March 2025
Revenue received in advance (refer note below)	1.15	1.56
Statutory dues	4.56	8.06
	5.71	**9.62**

Note:

Contract balances

The following table provides information about contract liabilities from contract with customers:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liabilities		
Revenue received in advance	1.15	1.56
Total contract liabilities	**1.15**	**1.56**

Movement in the contract liabilities balances during the year are as follows:

Contract liabilities - Revenue received in advance

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the begining of the year	1.56	1.35
Add: Addition during the year	1.15	1.56
Less: Amount of revenue recognised during the year	(1.56)	(1.35)
Balance at the end of the year	**1.15**	**1.56**

The aggregated amounts of transaction prices relate to the performance obligations from existing that are unsatisfied or partially unsatisfied as at 31 March 2026 are expected to be satisfied within 12 months.

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22 Current provisions

	As at 31 March 2026	As at 31 March 2025
Provisions for employee benefits		
Gratuity (refer note 39 (II))	1.86	1.57
Compensated absences (refer note 39 (III))(refer note below)	0.09	0.08
	1.95	**1.65**

Note:

Movement in compensated absences

Balance in the beginning of the year	0.08	0.15
Additions during the year (net)	0.09	0.08
Adjustment during the year	(0.08)	(0.15)
Balance at the end of the year	**0.09**	**0.08**

23 Current tax liabilities (net)

	As at 31 March 2026	As at 31 March 2025
Provision for taxation (net of advance tax)	17.77	5.13
	17.77	**5.13**

24 Revenue from operations

	Year ended 31 March 2026	Year ended 31 March 2025
Sale of services		
Messaging services	708.79	775.23
Technical and support services	61.08	56.98
	769.87	**832.21**
Disaggregation of revenue:		
A. Revenue based on Geography		
Domestic	673.38	734.66
Export	96.49	97.55
Revenue from operations	**769.87**	**832.21**
B. Timing of the revenue recognition:		
- Services transferred at a point in time	708.79	775.23
- Services transferred over time	61.08	56.98
Total revenue from contracts with customers	**769.87**	**832.21**

*There are no reconciliation items of revenue recognised from contracts with customers and contract price.

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25 Other income

	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on financial assets measured at amortised cost:		
- Bank deposits	31.26	25.12
- Security deposits	0.22	0.19
- Loan to subsidiary companies	30.93	40.71
Dividend received from subsidiary companies	2.46	9.63
Liabilities no longer payable, written back	-*	-*
Net gain arising on financial assets designated as fair value through profit and loss	0.92	1.21
Net gain on foreign currency transactions and translation	44.46	12.48
Interest on income-tax refund	-	-*
Corporate guarantee commission income	1.15	6.32
Profit on disposal of property plant and equipment (net)	-	0.56
Gain on extinguishment of lease liabilities (net) (refer note 3(a))	0.11	0.16
Other income	0.01	-
	111.52	**96.38**

* Rounded off to nil

26 Purchases of messaging services

	Year ended 31 March 2026	Year ended 31 March 2025
Purchases of messaging services	541.11	587.81
	541.11	**587.81**

27 Employee benefits expense

	Year ended 31 March 2026	Year ended 31 March 2025
Salaries, wages and bonus (refer note 39 (II and III))*	84.09	76.03
Contribution to provident fund and other funds (refer note 39 (I))	1.38	1.21
Staff welfare expense	2.92	4.02
Employee stock option expense (refer note 43)	0.58	1.85
	88.97	**83.11**

28 Finance costs

	Year ended 31 March 2026	Year ended 31 March 2025
Interest on lease liabilities (refer note 40)	0.63	0.88
Interest on delayed payment of statutory dues	0.01	0.03
Other borrowing cost	0.80	0.76
	1.44	**1.67**

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29 Depreciation and amortisation expense

	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on property, plant and equipment (refer note 2(a))	4.95	5.85
Depreciation on right-of-use assets (refer note 3(a))	4.51	3.91
Amortisation on intangible assets (refer note 3(c))	4.78	5.42
	14.24	**15.18**

30 Other expenses

	Year ended 31 March 2026	Year ended 31 March 2025
Power and fuel	0.54	0.66
Office maintenance expenses	1.20	1.23
Repairs and maintenance - Others	0.67	0.62
Insurance	0.48	0.42
Rent (refer note 40)	0.02	-*
Rates and taxes	0.21	0.18
Internet, data centre and cloud services	22.05	15.15
Travelling and conveyance	4.02	6.23
Printing and stationery	0.20	0.23
Business promotion	5.28	5.41
Expenditure on Corporate Social Responsibility (refer note 42)	2.36	1.43
Legal and professional charges	6.66	5.53
Auditor's remuneration (refer note below)	2.42	2.16
Trade receivables written off	4.14	2.02
Provision/(reversal) for allowance for expected credit loss	2.18	(1.36)
Bank charges	0.03	0.02
Management support services [refer note 37(b)]	2.58	-
Miscellaneous expenses	0.81	0.77
	55.85	**40.70**

Note:

Payments to auditors (excluding applicable taxes)

	Year ended 31 March 2026	Year ended 31 March 2025
(i) As auditor	1.30	1.20
(ii) For other services	0.95	0.89
(iii) For reimbursement of expenses	0.17	0.07
	2.42	**2.16**

* Rounded off to nil

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31 Exceptional item

	Year ended 31 March 2026	Year ended 31 March 2025
Exceptional item (refer note below)	-	28.08
	-	**28.08**

Note:

Exceptional item for the year ended 31 March 2025 pertains to write off of an amount receivable from a Mobile Network Operator (MNO) and loss incurred towards non fulfilment of a short-term contract with the said MNO.

32 Tax expense

	Year ended 31 March 2026	Year ended 31 March 2025
Current tax expense		
- For the year	45.71	40.94
- Pertaining to earlier year	(0.13)	(0.02)
Total current tax expense	**45.58**	**40.92**
Deferred tax		
Deferred tax	(0.58)	0.10
Net deferred tax charge/ (benefit)	**(0.58)**	**0.10**
	45.00	**41.02**

32.1 Tax reconciliation (for profit and loss)

	Year ended 31 March 2026	Year ended 31 March 2025
Profit before exceptional item and tax	179.78	172.04
Tax at the rate of 25.17%	45.25	43.30
Tax effect of amounts which are not deductible / not taxable in calculating taxable income		
Expenses towards corporate social responsibility	0.59	0.36
Dividend income-exempt	(0.62)	(2.42)
Tax adjustment in respect of earlier years	(0.13)	(0.02)
Others	(0.09)	(0.20)
Income-tax expense	**45.00**	**41.02**

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32.2 The movement in deferred tax assets and liabilities during the year ended 31 March 2026 and 31 March 2025 are as follows:

	As at 1 April 2025 Deferred tax assets/ (liabilities)	Benefit/ (charge) in statement of profit and loss	Benefit/ (charge) in other comprehensive income	Benefit/ (charge) in retained earnings	As at 31 March 2026 Deferred tax assets/ (liabilities)
Property, plant and equipment and intangible assets	0.76	0.21	-	-	0.97
Provision for employee benefit expenses	2.20	0.17	0.19	-	2.56
Impact of right-of-use assets and lease liabilities	0.31	(0.28)	-	-	0.03
Net gain on financial assets designated as FVTPL	(1.53)	(0.23)	-	-	(1.76)
Provision for allowance for expected credit loss	0.60	0.56	-	-	1.16
Share options outstanding	4.95	0.15	-	(0.27)	4.83
Total	**7.29**	**0.58**	**0.19**	**(0.27)**	**7.79**

	As at 1 April 2024 Deferred tax assets/ (liabilities)	Benefit/ (charge) in statement of profit and loss	Credit/(charge) in other comprehensive income	Credit/ (charge) in retained earnings	As at 31 March 2025 Deferred tax assets/ (liabilities)
Property, plant and equipment and intangible assets	0.84	(0.08)	-	-	0.76
Provision for employee benefit expenses	1.60	0.26	0.34	-	2.20
Impact of right-of-use assets and lease liabilities	0.41	(0.10)	-	-	0.31
Net gain on financial assets designated as FVTPL	(1.22)	(0.31)	-	-	(1.53)
Provision for allowance for expected credit loss	0.94	(0.34)	-	-	0.60
Share options outstanding	4.49	0.47	-	-	4.95
Total	**7.06**	**(0.10)**	**0.34**	**-**	**7.29**

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33.3 Fair value measurements

Financial instruments by category:

Particulars	31 March 2026 FVTPL	31 March 2026 Amortised cost	31 March 2025 FVTPL	31 March 2025 Amortised cost
Financial assets - non-current				
Other non-current financial assets	-	37.98	-	26.49
Loans	-	186.60	-	246.23
Financial assets - current				
Investments	16.99	-	16.07	-
Trade receivables	-	241.36	-	252.69
Cash and cash equivalents	-	247.03	-	242.06
Bank balances other than cash and cash equivalents	-	458.55	-	408.78
Loans	-	94.70	-	242.28
Other current financial assets	-	33.68	-	35.46
Financial liabilities - non-current				
Lease liabilities	-	5.22	-	1.66
Financial liabilities - current				
Lease liabilities	-	6.01	-	4.35
Trade payables	-	119.49	-	371.06
Other current financial liabilities	-	6.20	-	9.04

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level is given below:"

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the- counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Valuation techniques and significant unobservable inputs

The fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, loans, trade payables, lease liabilities and other financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments.

III. Financial assets and liabilities measured at fair value. Fair value hierarchy - recurring fair value measurement:

Particulars	31 March 2026	31 March 2025
Investment in mutual funds	16.99	16.07

Fair value of the mutual funds are based on NAV at the reporting date.

Since the valuation of investment is done based on observable inputs, the investment is categorised as Level 2.

IV. There have been no transfer amongst the levels of fair value hierarchy during the year.

34 Financial risk management

The Company's principal financial liabilities comprises of trade payables, lease liabilities and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, current investments, trade and other receivables, cash and cash equivalents and other bank balances.

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and business activities.

A Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms and obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of credit worthiness as well as concentration of risks. The financial instruments that are subject to concentration of credit risk principally consists of trade receivables, current investments, loans, cash and bank balances and bank deposits.

The trade receivables of the Company are typically non-interest bearing un-secured customers. The customer base is widely distributed both economically and geographically.

Credit risk is controlled by analysing credit limits and credit worthiness of the customer based on their financial position, past experience and other factors, on continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

The credit limit policy is established considering the current economic trends of the industry in which the Company is operating.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates, accordingly, provision is created.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

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Bank balances and deposits are held with only high rated banks and majority of other security deposits are placed majorly with government agencies.

The table below provide details regarding past dues receivables as at each reporting date:

	Unbilled	Not due	0-12 months	1-2 years	2-3 years	More than 3 years	Total
As at 31 March 2026							
Gross carrying amount of - trade receivables	106.86	59.75	76.09	2.18	0.34	0.72	245.94
Expected credit loss - trade receivables (%)	0.00%	0.54%	2.83%	54.11%	62.44%	100.00%	
Expected credit loss - trade receivables	-	0.32	2.15	1.18	0.21	0.72	4.58
Carrying amount of trade receivables (net of impairment)	**106.86**	**59.43**	**73.94**	**1.00**	**0.13**	**-**	**241.36**
As at 31 March 2025							
Gross carrying amount of - trade receivables	101.31	77.96	70.16	1.99	1.95	1.72	255.09
Expected credit loss - trade receivables (%)	0.00%	0.34%	0.64%	19.10%	30.26%	41.28%	
Expected credit loss - trade receivables	-	0.27	0.45	0.38	0.59	0.71	2.40
Carrying amount of trade receivables (net of impairment)	**101.31**	**77.69**	**69.71**	**1.61**	**1.36**	**1.01**	**252.69**

B Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to maintain optimum levels of liquidity and to ensure that funds are available for use as per requirement.

The liquidity risk principally arises from obligations on account of following financial liabilities viz. trade payables, lease liabilities and other financial liabilities.

The Company's corporate finance department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments at each reporting date:

As at 31 March 2026

Particulars	Upto 1 year	Between 1 and 3 years	More than 3 years	Total
Financial Liabilities				
Lease liabilities	6.01	5.50	-	11.51
Trade payables	119.49	-	-	119.49
Other current financial liabilities	6.20	-	-	6.20
Total	**131.70**	**5.50**	**-**	**137.20**

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As at 31 March 2025

Particulars	Upto 1 year	Between 1 and 3 years	More than 3 years	Total
Financial liabilities				
Lease liabilities	4.35	1.75	-	6.10
Trade payables	371.05	0.01	-	371.06
Other current financial liabilities	9.04	-	-	9.04
Total	**384.44**	**1.76**	**-**	**386.20**

C Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of two types of risk: Foreign currency risk and price risk. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

(i) Foreign currency risk

The Company is exposed to foreign exchange risk arising from foreign currency transactions in several currencies through its sales in overseas markets and purchases from overseas suppliers in various foreign currencies. Foreign currency exchange rate exposure on overseas sales is partly balanced by purchasing of services in the respective currencies.

The Company's exposure to foreign currency risk at the end of reporting period are as under:

(₹ in crores)

Particulars	31 March 2026 Amount	31 March 2025 Amount
Financial liabilities		
Trade payables (Euro)	5.73	2.45
Trade payables [United States Dollar (USD)]	24.54	49.94
Net exposure to foreign currency risk (liabilities)	**30.27**	**52.39**
Financial assets		
Trade receivable (Euro)	2.46	0.14
Bank balance including wallet balances (Euro)	0.56	4.62
Forex card (Euro)	0.03	0.03
Loan given to related party (Euro)	-	73.98
Trade receivable (USD)	10.12	4.34
Bank balance including wallet balances (USD)	8.08	4.24
Interest accrued on the loan given to related party (USD)	35.03	18.55
Loan given to related party (USD)	257.13	398.98
Trade receivable [Great British Pound (GBP)]	-	0.06
Forex card (GBP)	-*	-*
Net exposure to foreign currency risk (assets)	**313.41**	**504.94**
Net exposure to foreign currency assets/ (liabilities)	**283.14**	**452.55**

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Sensitivity to foreign currency risk

The following table demonstrates the sensitivity due to changes in Euro, USD and GBP with all other variables held constant. The below impact on the Company's net profit before considering tax impact in the fair value of unhedged foreign currency monetary assets and liabilities at balance sheet date:

Currencies	31 March 2026		31 March 2025	
	Increase by 2%	Decrease by 2%	Increase by 2%	Decrease by 2%
Euro	(0.05)	0.05	1.53	(1.53)
USD	5.72	(5.72)	7.52	(7.52)
GBP	-*	-*	-*	-*

*Rounded off to nil

(ii) Price risk

The Company is exposed to price risk from its investment in mutual funds classified in the balance sheet at fair value through profit and loss.

To manage its price risk arising from the investment, the Company has invested in the mutual fund after considering the risk and return profile of the mutual funds i.e. the debt profile of the mutual fund indicates that the debt has been given to creditworthy banks and other institutional parties and equity investment is made after considering the performance of the stock.

Sensitivity

Particulars	Impact on profit for the year ended 31 March 2026	Impact on profit for the year ended 31 March 2025
Impact on profit before tax for 5% increase in net asset value (NAV)	0.85	0.80
Impact on profit before tax for 5% decrease in net asset value (NAV)	(0.85)	(0.80)

35 a) Capital management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain the capital structure, the Company monitors the return on capital, as well as the levels of dividends to equity shareholders. The Company is not subject to externally imposed capital requirements.

The Company monitors capital on the basis of the gearing ratio, however there is no outstanding debt as on 31 March 2026 and 31 March 2025.

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35 b) Dividend:

Particulars	31 March 2026	31 March 2025
Equity dividend		
Dividend on equity shares declared and paid during the year		
Final dividend for the year ended 31 March 2025 of ₹ 2 (31 March 2024: 2) per share	12.60	12.56
Interim dividend for the year ended 31 March 2026 of ₹ 9 (31 March 2025: 9) per share	56.70	56.67
Proposed dividend on equity shares not recognised as liability		
Proposed final dividend for the year ended 31 March 2026 of ₹ 2 (31 March 2025: 2) per fully paid equity share (refer note below)	12.60	12.60

Note:

The Board of Directors have recommended a final dividend @ 20% (₹ 2 per share of face value ₹ 10 each) for the year ended 31 March 2026, subject to necessary approval by the members in the ensuing Annual General Meeting of the Company.

36 Investments in subsidiaries:

Sr. No	Name of the Subsidiary	Principal place of business and country of incorporation	Proportion of ownership interest 31 March 2026	Proportion of ownership interest 31 March 2025	Principal activities	Method of accounting
a	**Subsidiaries (held directly)**					
1	Route Mobile (UK) Limited	UK	100%	100%	Messaging services	Cost
2	Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited)	India	100%	100%	Messaging services	Cost
3	Routesms Solutions FZE	UAE	100%	100%	Messaging services	Cost
4	Routesms Solution Nigeria Limited	Nigeria	100%	100%	Messaging services	Cost
5	Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.)	India	100%	100%	Messaging services	Cost
6	Route Mobile Pte. Ltd.	Singapore	100%	100%	Messaging services	Cost
7	Call 2 Connect India Private Limited	India	100%	100%	Call center services	Cost
8	Route Connect Private Limited	India	100%	100%	Messaging services	Cost
9	Route Mobile Arabia Telecom	Saudi Arabia	70%	70%	Messaging services	Cost
b	**Subsidiaries (held indirectly)**					
10	365Squared Limited	Malta	100%	100%	Messaging services	Cost
11	Estratec S.A.S	Republic of Colombia	100%	100%	Messaging services	Cost
12	Elibom Colombia S.A.S	Republic of Colombia	100%	100%	Messaging services	Cost
13	M.R. Messaging FZE	United Arab Emirates	100%	100%	Messaging services	Cost
14	Masiv Chile SpA	Chile	100%	100%	Messaging services	Cost

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Sr. No	Name of the Subsidiary	Principal place of business and country of incorporation	Proportion of ownership interest 31 March 2026	Proportion of ownership interest 31 March 2025	Principal activities	Method of accounting
15	Masivian Peru S.A.C	Republic of Colombia	100%	100%	Messaging services	Cost
16	Masivian S.A.S.	Republic of Colombia	100%	100%	Messaging services	Cost
17	Mobilelink Telecomunicaciones SpA	Chile	100%	100%	Messaging services	Cost
18	MR Messaging (Holding) Limited	Malta	100%	100%	Messaging services	Cost
19	MR Messaging Limited	Malta	100%	100%	Messaging services	Cost
20	MR Messaging South Africa (Proprietary) Limited	South Africa	100%	100%	Messaging services	Cost
21	PT. Route Mobile Indonesia	Indonesia	100%	100%	Messaging services	Cost
22	Route Connect (Kenya) Limited	Kenya	100%	100%	Messaging services	Cost
23	Route Mobile (Bangladesh) Limited	Bangladesh	100%	100%	Messaging services	Cost
24	Route Mobile Communication services Co. (formerly known as Interteleco International for Modern Communication services)	Kuwait	90%	90%	Messaging services	Cost
25	Route Mobile INC.	United States of America	100%	100%	Messaging services	Cost
26	Route Mobile LLC.	United Arab Emirates	49%	49%	Messaging services	Cost
27	Route Mobile Lanka (Private) Limited	Sri Lanka	100%	100%	Messaging services	Cost
28	Route Mobile Limited (Ghana)	Ghana	70%	70%	Messaging services	Cost
29	Route Mobile Malta Limited	Malta	100%	100%	Messaging services	Cost
30	Route Mobile Mexico S De R.L De CV.	Mexico	100%	100%	Messaging services	Cost
31	Route Mobile Nepal Private Limited	Nepal	100%	100%	Messaging services	Cost
32	Route Mobile Uganda Limited	Uganda	100%	100%	Messaging services	Cost
33	Route SMS Solutions Zambia Limited (Refer note b)	Zambia	-	100%	Messaging services	Cost
34	Send Clean INC	United States of America	100%	100%	Messaging services	Cost
35	Trusense Identity Limited (Refer note a)	United Kingdom	-	100%	Messaging services	Cost

Note:

(a) Trusense Identity Limited was struck off and therefore, ceased to be a subsidiary with effect from 17 June 2025.

(b) Route SMS Solutions Zambia Limited was struck off and therefore, ceased to be a subsidiary with effect from 29 January 2026.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

37 Related party disclosures as required under Indian Accounting Standard 24, "Related party disclosures" are given below:

a) Names of related parties and description of relationship:

Description of relationship	Names of related parties
(i) (a) Ultimate Holding Company	Proximus S.A./N.V./PLC
(b) Holding Company	Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)
(ii) (a) Subsidiaries	Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited)
	Route Mobile (UK) Limited
	Routesms Solution Nigeria Limited
	Routesms Solutions FZE
	Route Mobile Pte. Ltd.
	Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.)
	Call 2 Connect India Private Limited
	Route Connect Private Limited
	Route Mobile Arabia Telecom
(ii) (b) Trust that is consolidated	Route Mobile Employee Welfare Trust
(iii) Step down subsidiaries	Route Mobile Limited (Ghana)
	Route Mobile LLC
	Route Mobile INC
	365Squared Limited
	Route Mobile (Bangladesh) Limited
	Route Mobile Malta Limited
	Masivian S.A.S
	Route Mobile Uganda Limited
	Estratec S.A.S
	Elibom Colombia S.A.S
	M.R. Messagig FZE
	Masiv Chile SpA
	Masivian Peru S.A.C
	Mobilelink Telecommunicaciones SpA
	MR Messaging (Holding) Limited
	MR Messaging Limited
	MR Messaging South Africa (Proprietary) Limited
	PT. Route Mobile Indonesia
	Route Connect (Kenya) Limited
	Route Mobile Communication services Co. (formerly known as Interteleco International for Modern Communication services)
	Route Mobile Lanka (Private) Limited
	Route Mobile Mexico S De R.L De CV
	Route Mobile Nepal Private Limited
	Send Clean INC
	RouteSMS Solutions Zambia Limited (until 29 January 2026)
	Trusense Identity Limited (until 17 June 2025)

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Description of relationship	Names of related parties
(iv) Fellow subsidiaries (with whom transactions have taken place)	Telesign Corp.
	Belgacom International Carrier Services SA
	Proximus Services Private Limited
(v) Key Management Personnel (KMP)/ directors	Rajdipkumar Gupta (Managing Director and Chief Executive Officer from 18 July 2025 to 09 February 2026)
	Guillaume Antoine Boutin (Chairman & Non-Executive Director till 17 April 2025)
	Mark James Reid (Non-Executive Director till 22 January 2026)
	Rajeshwar Singh Gill (Group Chief Financial Officer)
	Gautam Badalia (Chief Executive Officer till 17 July 2025)
	Tushar Agnihotri (Chief Executive Officer with effect from 09 February 2026)
	Rathindra Das (Company Secretary till 30 May 2025)
	Tejas Shah (Company Secretary with effect from 17 July 2025)
	Suresh Jankar (Chief Financial Officer)
	Anil Kumar Chanana (Independent Director)
	Harita Gupta (Independent Director)
	Prakash Advani (Independent Director)
	Seckin Arikan (Chairman with effect from 22 January 2026)
	Bhaskar Pramanik (Independent Director till 8 May 2024)
	Sudha Navandar (Independent Director till 8 May 2024)
	Nimesh Salot (Independent Director till 8 May 2024)
	Arun Vijaykumar Gupta (Independent Director till 8 May 2024)
	Sandipkumar Gupta (Chairman till 8 May 2024)
	Chandrakant Gupta (Non-executive director till 7 May 2024)
(vi) Entities in which KMP/relatives of KMP can exercise significant influence (with whom transactions have taken place)	Route Mobile Foundation for Education and Sports
	Route Mobile Employee Welfare Trust
	Zon Hotels Private Limited (Formerly known as Shrem Resort Private Limited)
	Zaggle Prepaid Ocean Services Limited (till 8 May 2024)
	Clear Bridge Ventures LLP
	Shell Inn International Private Limited
	Host Your Events LLP
	Ahaya Supermart Private Limited
(vii) Relatives of KMP (with whom transactions have taken place)	Rohan Gupta
	Anushka Gupta

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

b) Transactions during the year with related parties:

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/step down subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Purchase of messaging services												
Route Mobile (UK) Limited	-	-	-	-	95.87	93.24	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	6.62	13.94	-	-	-	-	-	-
Routesms Solutions Nigeria Limited	-	-	-	-	-	0.28	-	-	-	-	-	-
Route Mobile LLC	-	-	-	-	1.96	2.82	-	-	-	-	-	-
Route Mobile Limited (Ghana)	-	-	-	-	*-	0.01	-	-	-	-	-	-
Send Clean Private Limited	-	-	-	-	1.69	1.36	-	-	-	-	-	-
365Squared Ltd	-	-	-	-	0.53	0.12	-	-	-	-	-	-
Route Mobile Malta Limited	-	-	-	-	3.94	3.84	-	-	-	-	-	-
Route Mobile Pte. Ltd.					2.57	-						
Sale of messaging services												
Send Clean Private Limited	-	-	-	-	9.65	0.16	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	0.28	0.55	-	-	-	-	-	-
Route Mobile (UK) Limited	-	-	-	-	7.68	4.32	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	0.01	0.02	-	-	-	-	-	-
Route Mobile INC.	-	-	-	-	*-	5.79	-	-	-	-	-	-
Route Mobile LLC	-	-	-	-	*-	-	-	-	-	-	-	-
Route Mobile Malta Limited	-	-	-	-	0.03	0.09	-	-	-	-	-	-
365Squared Ltd	-	-	-	-	0.32	0.33	-	-	-	-	-	-
Zaggle Prepaid Ocean Services Limited	-	-	-	-	-	-	-	-	-	0.01	-	-
Cobx Gaming Private Limited	-	-	-	-	-	-	-	-	*-	2.46	-	-
Ahaya Supermart Private Limited	-	-	-	-	-	-	-	-	*-	-	-	-
Telesign Corp.	-	-	6.64	-	-	-	-	-	-	-	-	-
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	0.03	-	-	-	-	-	-	-	-	-	-	-
Purchase of license												
Telesign Corp	-	-	2.48	-	-	-	-	-	-	-	-	-
Transfer of license												
Masivian S.A.S	-	-	-	-	1.00	-	-	-	-	-	-	-
Legal and professional charges												
Call 2 Connect India Private Limited	-	-	-	-	0.18	0.25	-	-	-	-	-	-
Technical and support services												
Route Mobile (UK) Limited	-	-		-	33.76	33.84	-	-	-	-	-	-

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/step down subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Routesms Solutions Nigeria Limited	-	-		-	0.96	0.48	-	-	-	-	-	-
Routesms Solutions FZE	-	-		-	8.16	8.51	-	-	-	-	-	-
365Squared Ltd	-	-		-	5.36	3.59	-	-	-	-	-	-
Route Mobile Malta Limited	-	-		-	3.52	3.36	-	-	-	-	-	-
Route Mobile Arabia Telecom	-	-		-	1.13	1.39	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	1.07	0.34	-	-	-	-	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	0.17	0.94	-	-	-	-	-	-	-	-	-	-
Proximus SA/N.V./PLC	0.70	0.80	-	-	-	-	-	-	-	-	-	-
Proximus Services Private Limited	-	-	0.17	-	-	-	-	-	-	-	-	-
Telesign Corp.	-	-	2.64	1.80	-	-	-	-	-	-	-	-
Route Mobile PTE Limited	-	-	-	-	0.23	-	-	-	-	-	-	-
Masivian S.A.S.	-	-	-	-	3.22	1.93	-	-	-	-	-	-
Management support services												
Route Mobile (UK) Limited	-	-	-	-	2.58	-	-	-	-	-	-	-
Expenses reimbursed to other company/others												
Route Ledger Technologies Private Limited	-	-	-	-	-	-*	-	-	-	-	-	-
Proximus SA/N.V./PLC	1.81	0.16	-	-	-	-	-	-	-	-	-	-
* Rounded off to nil												
Expenses reimbursed by other company												
Route Ledger Technologies Private Limited	-	-	-	-	*-	0.09	-	-	-	-	-	-
Proximus SA/N.V./PLC	0.37	-	-	-	-	-	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	0.47	0.55	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.05	0.01	-	-	-	-	-	-
Share options outstanding reserve/ Deemed investment												
Call 2 Connect India Private Limited	-	-	-	-	0.09	0.28	-	-	-	-	-	-
Route Mobile UK Limited	-	-	-	-	0.31	0.79	-	-	-	-	-	-
Route Ledger Technologies Private Limited	-	-	-	-	0.01	(0.07)	-	-	-	-	-	-
Send Clean Private Limited	-	-	-	-	0.04	0.12	-	-	-	-	-	-

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/step down subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Business advance given												
Route Mobile Employee Welfare Trust	-	-	-	-	0.17	0.04	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	-	3.75	-	-	-	-	-	-
Business advance received back												
Route Mobile Employee Welfare Trust	-	-	-	-	0.17	0.04	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	-	3.75	-	-	-	-	-	-
Loans given												
Call 2 Connect India Private Limited	-	-	-	-	18.44	5.40	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.51	0.70	-	-	-	-	-	-
Amount received on behalf of others												
Route Mobile Limited (Ghana)	-	-	-	-	0.08	0.03	-	-	-	-	-	-
Send Clean Private Limited	-	-	-	-	*-	0.05	-	-	-	-	-	-
Interest income on loan												
Route Mobile (UK) Limited	-	-	-	-	13.12	12.50	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	1.29	1.30	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.06	0.02	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	16.47	26.89	-	-	-	-	-	-
Loan received back												
Call 2 Connect India Private Limited	-	-	-	-	9.84	4.05	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.50	-	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	256.08	102.35	-	-	-	-	-	-
Interest on loan received												
Route Mobile (UK) Limited	-	-	-	-	-	8.25	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	16.13	46.47	-	-	-	-	-	-
Remuneration to Directors												
Rajdipkumar Gupta	-	-	-	-	-	-	2.00	2.62	-	-	-	-
* Rounded off to nil												
Remuneration to KMP												
Suresh Jankar	-	-	-	-	-	-	1.27	1.18	-	-	-	-
Rathindra Das	-	-	-	-	-	-	0.13	0.90	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	-	-	2.17	0.13	-	-	-	-
Gautam Badalia	-	-	-	-	-	-	2.27	0.99	-	-	-	-

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Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/step down subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Tejas Shah (from 17 July 2025)	-	-	-	-	-	-	0.32	-	-	-	-	-
Tushar Agnihotri (from 09 February 2026)	-	-	-	-	-	-	0.37	-	-	-	-	-
Remuneration to relative of KMP												
Rohan Gupta	-	-	-	-	-	-	-	-	-	-	0.04	0.03
Anushka Gupta	-	-	-	-	-	-	-	-	-	-	0.04	0.03
Directors sitting fees												
Sandipkumar Gupta	-	-	-	-	-	-	-	0.03	-	-	-	-
Chandrakant Gupta	-	-	-	-	-	-	-	0.01	-	-	-	-
Bhaskar Pramanik	-	-	-	-	-	-	-	0.01	-	-	-	-
Sudha Navandar	-	-	-	-	-	-	-	0.03	-	-	-	-
Nimesh Salot	-	-	-	-	-	-	-	0.03	-	-	-	-
Arun Vijaykumar Gupta	-	-	-	-	-	-	-	0.02	-	-	-	-
Anil Kumar Chanana	-	-	-	-	-	-	0.22	0.14	-	-	-	-
Harita Gupta	-	-	-	-	-	-	0.21	0.08	-	-	-	-
Prakash Advani	-	-	-	-	-	-	0.18	0.15	-	-	-	-
Comission expenses												
Anil Kumar Chanana	-	-	-	-	-	-	0.65	0.58	-	-	-	-
Harita Gupta	-	-	-	-	-	-	0.65	0.58	-	-	-	-
Prakash Advani	-	-	-	-	-	-	0.65	0.58	-	-	-	-
Dividend paid												
Suresh Jankar	-	-	-	-	-	-	-	-*	-	-	-	-
Rathindra Das	-	-	-	-	-	-	-	-*	-	-	-	-
Sudha Navandar	-	-	-	-	-	-	-	-*	-	-	-	-
Bhaskar Pramanik	-	-	-	-	-	-	-	-*	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	51.87	52.88	-	-	-	-	-	-	-	-	-	-
Employee stock options exercised by key managerial personnel												
Suresh Jankar	-	-	-	-	-	-	-	0.16	-	-	-	-
Rathindra Das	-	-	-	-	-	-	-	0.04	-	-	-	-
Server charges income												
Send Clean Private Limited	-	-	-	-	0.02	0.02	-	-	-	-	-	-

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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/step down subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Expenses for corporate social responsibility												
Route Mobile Foundation for Education and Sports	-	-	-	-	-	-	-	-	2.36	1.43	-	-
Corporate guarantee commission income												
Route Mobile (UK) Limited**	-	-	-	-	1.15	6.32	-	-	-	-	-	-
* Rounded off to nil												
** Commission income on corporate guarantee issued on behalf of Route Mobile (UK) Limited.												
Travelling expenses												
Shell Inn International Private Limited	-	-	-	-	-	-	-	-	0.01	-	-	-
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	-	-	*-	0.01	-	-
Rent expense												
Clear Bridge Ventures LLP	-	-	-	-	-	-	-	-	3.36	2.02	-	-
Sale of property, plant and equipment												
Sandipkumar Gupta	-	-	-	-	-	-	-	0.04	-	-	-	-
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	-	-	-	0.36	-	-
Shell Inn (International) Private Limited	-	-	-	-	-	-	-	-	-	0.61	-	-
Clear Bridge Ventures LLP	-	-	-	-	-	-	-	-	-	1.23	-	-
Business promotion												
Host Your Events LLP	-	-	-	-	-	-	-	-	0.19	0.18	-	-
Shell Inn International Private Limited	-	-	-	-	-	-	-	-	0.35	0.08	-	-
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	-	-	0.24	-	-	-
Staff welfare												
Shell Inn International Private Limited	-	-	-	-	-	-	-	-	0.27	0.02	-	-
Dividend income												
Route Mobile Arabia Telecom	-	-	-	-	2.46	9.63	-	-	-	-	-	-

* Rounded off to nil

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

c) **Balances outstanding at the end of the year:**

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/ Fellow subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Trade receivables												
Route Mobile (UK) Limited	-	-	-	-	24.93	19.46	-	-	-	-	-	-
Routesms Solutions Nigeria Limited	-	-	-	-	1.03	2.81	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	2.08	2.28	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	0.01	0.02	-	-	-	-	-	-
Route Mobile Inc.	-	-	-	-	*-	-	-	-	-	-	-	-
Send Clean Private Limited	-	-	-	-	11.22	0.01	-	-	-	-	-	-
Route Mobile LLC	-	-	-	-	*-	-	-	-	-	-	-	-
365 Squared Limited	-	-	-	-	0.75	0.83	-	-	-	-	-	-
Route Mobile Malta Limited	-	-	-	-	0.93	-	-	-	-	-	-	-
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	0.40	-	-	-	-	-	-	-	-	-	-	-
Ahaya Supermart Private Limited	-	-	-	-	-	-	-	-	*-	-	-	-
Cobx Gaming Private Limited	-	-	-	-	-	-	-	-	*-	-	-	-
Telesign Corp.	-	-	2.40	-	-	-	-	-	-	-	-	-
Proximus Services Private Limited	-	-	0.20	-	-	-	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	1.11	-	-	-	-	-	-	-	-	-
Unbilled revenue												
Route Mobile Malta Limited	-	-	-	-	-	0.94	-	-	-	-	-	-
Route Mobile Arabia Telecom	-	-	-	-	0.26	1.39	-	-	-	-	-	-
Telesign Corp.	-	-	-	0.92	-	-	-	-	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	-	0.96	-	-	-	-	-	-	-	-	-	-
Proximus SA/N.V./PLC	0.61	0.80	-	-	-	-	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	-	0.34	-	-	-	-	-	-	-	-
Masivian S.A.S	-	-	-	-	1.13	1.93	-	-	-	-	-	-
Route Mobile PTE Limited	-	-	-	-	0.23	-	-	-	-	-	-	-
Other receivable												
Route Mobile Bangladesh Limited	-	-	-	-	-	0.08	-	-	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	-	0.45	-	-	-	-	-	-	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	0.25	-	-	-	-	-	-	-

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/ Fellow subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Amount payable												
Routesms Solutions FZE	-	-	-	-	1.18	1.01	-	-	-	-	-	-
Routesms Solutions Nigeria Limited	-	-	-	-	0.38	0.32	-	-	-	-	-	-
Route Mobile (UK) Limited	-	-	-	-	23.19	54.69	-	-	-	-	-	-
Route Mobile Limited (Ghana)	-	-	-	-	0.01	-*	-	-	-	-	-	-
Route Mobile LLC	-	-	-	-	0.18	0.35	-	-	-	-	-	-
Call 2 Connect India Private Limited	-	-	-	-	0.08	0.08	-	-	-	-	-	-
Route Mobile Pte Limited	-	-	-	-	0.23	-	-	-	-	-	-	-
Send Clean Private Limited	-	-	-	-	2.03	0.12	-	-	-	-	-	-
365 Squared Limited	-	-	-	-	0.06	0.03	-	-	-	-	-	-
Route Mobile Malta Limited	-	-	-	-	0.65	0.44	-	-	-	-	-	-
Proximus SA/N.V./PLC	2.00	0.17	-	-	-	-	-	-	-	-	-	-
Telesign Corp	-	-	2.54	-	-	-	-	-	-	-	-	-
Provision for purchase												
Route Mobile (UK) Limited	-	-	-	-	-	-*	-	-	-	-	-	-
365 Squared Limited	-	-	-	-	-	0.03	-	-	-	-	-	-
* Rounded off to nil												
Advance to supplier												
Route Ledger Technologies Private Limited	-	-	-	-	-	0.09	-	-	-	-	-	-
Advance from customer												
Route Mobile Arabia Telecom	-	-	-	-	0.05	-	-	-	-	-	-	-
Loan receivable												
Call 2 Connect India Private Limited	-	-	-	-	23.45	14.86	-	-	-	-	-	-
Route Mobile (UK) Limited	-	-	-	-	185.89	168.30	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.71	0.70	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	71.24	304.65	-	-	-	-	-	-
Other payable												
Clear Bridge Ventures LLP	-	-	-	-	-	-	-	-	0.05	-	-	-
Shell Inn (International) Private Limited	-	-	-	-	-	-	-	-	0.05	-	-	-
Host Your Events LLP	-	-	-	-	-	-	-	-	-	0.16	-	-
Interest receivable												
Call 2 Connect India Private Limited	-	-	-	-	5.28	4.11	-	-	-	-	-	-
Route Mobile (UK) Limited	-	-	-	-	27.88	12.62	-	-	-	-	-	-
Route Connect Private Limited	-	-	-	-	0.07	0.02	-	-	-	-	-	-
Routesms Solutions FZE	-	-	-	-	7.15	5.93	-	-	-	-	-	-

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/ Holding Company		Fellow subsidiary		Subsidiaries/ Fellow subsidiary/ Trust		Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Remuneration payable												
Rajdipkumar Gupta	-	-	-	-	-	-	*-	0.47	-	-	-	-
Gautam Badalia	-	-	-	-	-	-	-	0.31	-	-	-	-
Rathindra Das	-	-	-	-	-	-	-	0.08	-	-	-	-
Suresh Jankar	-	-	-	-	-	-	0.08	0.12	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	-	-	-	0.03	-	-	-	-
Anushka Rajdipkumar Gupta	-	-	-	-	-	-	-	-	-	-	-	0.01
Rohan Gupta	-	-	-	-	-	-	-	-	-	-	-	0.01
Tushar Agnihotri	-	-	-	-	-	-	0.08	-	-	-	-	-
Tejas Devendra Shah	-	-	-	-	-	-	*-	-	-	-	-	-
Sitting fees payable												
Prakash Advani	-	-	-	-	-	-	-	0.01	-	-	-	-
Commission payable												
Anil Kumar Chanana	-	-	-	-	-	-	0.59	0.53	-	-	-	-
Harita Gupta	-	-	-	-	-	-	0.59	0.53	-	-	-	-
Prakash Advani	-	-	-	-	-	-	0.50	0.45	-	-	-	-

*Rounded off to nil

Notes:

(i) Transactions with related parties are at arm's length and in the normal course of business. Outstanding balances at the year-end are unsecured and interest free except where indicated and settlement occurs vide cash/bank payment. The Company has recorded impairment of receivables/advances of nil relating to amounts owed by related parties (Year ended 31 March 2025: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(ii) As on 31 March 2026, the total amount of guarantees provided by the Company on behalf of subsidiary company, Route Mobile (UK) Limited amounts to Nil (31 March 2025: ₹ 457.50 crores). Refer note 38

(iii) Reference to note 38 for the financial support given to its subsidiary, Route Mobile Pte. Ltd.

d) Key managerial personnel compensation

Particulars	31 March 2026	31 March 2025
Short-term employee benefits*	11.11	8.05
Share based payments	-	0.20

*Gratuity liability and compensated absences are determined for the Company as a whole. Therefore, the same cannot be disclosed for the key managerial personnel separately.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

38 Commitments and contingent liabilities

A) Contingent liabilities

	As at 31 March 2026	As at 31 March 2025
Claims against the Company not acknowledged as debts		
(i) Service tax matter	-	0.25
(ii) Income-tax matter	17.55	17.85
(iii) Goods and Services tax (GST)	73.21	85.32
(iv) Guarantees given on behalf of the Company by banks	90.56	160.60
(v) Guarantees given on behalf of a subsidiary by the Company	-	457.50
	181.32	**721.52**

Notes:

a) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of pending resolution of the respective proceedings.

b) The amounts disclosed above represent the best possible estimates arrived at on the basis of available information.

c) On the demands mentioned above, pertaining to the income tax and GST matters, the Company is contesting and believes that its position are likely to be upheld. Further the management does not expect any adverse material outcome of the above and hence no provision of the same has been made in this regard.

B) Provident fund

The Honourable Supreme Court, has passed a judgement on 28 February 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The management, based on legal advice, is of view that the applicability of the judgement to the Company, with respect to the period and the nature of allowances to be covered due to interpretation challenges, and resultant impact on the past provident fund liability, cannot be reasonably ascertained.

C) The Company has provided letter committing continuing financial support to its subsidiary, Route Mobile Pte. Ltd. to enable it to meet its day to day obligation/commitment; to the extent this entity may be unable to meet its obligations.

39 Employee benefits

I. Contribution to Defined contribution plan, recognised as expenses for the year is as under:

	Year ended 31 March 2026	Year ended 31 March 2025
Employer contribution to provident fund	1.37	1.19
Employer contribution to employees state insurance scheme	0.01	0.02
	1.38	**1.21**

There is no super annuation

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

II Defined benefit plans: -

The Company provides for gratuity benefit under a defined benefit retirement scheme (the “Gratuity Scheme”) as laid out by the Payment of Gratuity Act, 1972 of India covering eligible employees. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected Unit Credit Method by an independent actuary in accordance with Indian Accounting Standard-19, ‘Employee Benefits’. The Gratuity Scheme is a non-funded scheme and the Company intends to discharge this liability through its internal resources.

The following table sets out the unfunded status of the Gratuity Scheme in respect of employees of the Company:

	As at 31 March 2026	As at 31 March 2025
(a) Change in present value of benefit obligation during the year		
Projected Benefit Obligation ("PBO") at the beginning of the year	8.64	6.20
Current service cost	1.30	1.01
Interest cost	0.50	0.39
Remeasurements due to:		
- Effect of change in financial assumptions	(0.08)	0.62
- Effect of experience adjustments	0.85	0.71
Benefits paid	(0.92)	(0.29)
Transfer out	(0.22)	-
Present value of obligation at the end of the year	**10.07**	**8.64**

	As at 31 March 2026	As at 31 March 2025
(b) Current / non-current benefit obligation		
Current	1.86	1.57
Non-current	8.21	7.07
Amount recognised in the balance sheet	**10.07**	**8.64**

	Year ended 31 March 2026	Year ended 31 March 2025
(c) Amount recognised in the statement of profit and loss		
Current service cost	1.30	1.01
Interest cost	0.50	0.39
Total expense included in "employee benefits expense"	**1.80**	**1.40**

	Year ended 31 March 2026	Year ended 31 March 2025
(d) Amount recognised in other comprehensive income (OCI)		
Remeasurements due to:		
- Effect of change in financial assumptions	(0.08)	0.62
- Effect of change in demographic assumptions	-	-
- Effect of experience adjustments	0.85	0.71
Actuarial loss recognised in other comprehensive income	**0.76**	**1.33**

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(₹ in crores, unless otherwise stated)

	As at 31 March 2026	As at 31 March 2025
(e) Assumptions		
Discount rate	6.55%	6.35%
Salary escalation rate	12.00%	12.00%
Withdrawal rate	20.00%	20.00%
Mortality table	Indian assured lives mortality (2012-14) ultimate	Indian assured lives mortality (2012-14) ultimate
Retirement age	60 years	60 years

Notes:

(a) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

(b) Discount rate is based on the prevailing market yield of Indian Government securities as at the year end for the estimated term of the obligation.

(f) Sensitivity analysis:

	As at 31 March 2026	As at 31 March 2025
Defined benefit obligation	10.07	8.64

	31 March 2026		31 March 2025	
	Decrease	Increase	Decrease	Increase
Discount rate	10.28	9.86	8.82	8.46
Impact of increase/decrease in 50 bps on DBO	2.11%	(2.03%)	2.17%	(2.08%)
Salary growth rate	9.95	10.19	8.53	8.74
Impact of increase/decrease in 50 bps on DBO	(1.16%)	1.19%	(1.18%)	1.16%

Sensitivity analysis method

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumption may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years and same data, method and assumptions have been used in preparing the sensitivity analysis which are used to determine period end defined benefit obligation.

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(₹ in crores, unless otherwise stated)

(g) Maturity pattern for defined benefit obligations:

The weighted average duration of the defined benefit obligation is 4.88 years (31 March 2025 - 4.89 years).

The expected maturity analysis of undiscounted gratuity is as follows:

Expected cash flow:	31 March 2026		31 March 2025	
	Year	Amount	Year	Amount
	1	1.86	1	1.57
	2	1.71	2	1.38
	3	1.49	3	1.31
	4	1.36	4	1.14
	5	1.27	5	1.02
	6 to 10	3.93	6 to 10	3.37

(h) Risk exposure:

Valuation are based on certain assumptions, which are dynamic in nature and may vary over time. As such valuations of the Company is exposed to follow risks-

(a) Salary increase: Higher than expected increases in salary will increase the defined benefit obligation.

(b) Investment risk: Since the plan is unfunded then asset liabilities mismatch and actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the defined benefit obligation.

(c) Discount rate: The defined benefit obligation calculated use a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(d) Mortality and disability: If the actual deaths and disability cases are lower or higher than assumed in the valuation, it can impact the defined benefit obligation.

(e) Withdrawals: If the actual withdrawals are higher or lower than the assumed withdrawals or there is a change in withdrawal rates at subsequent valuations, it can impact defined benefit obligation.

(i) Projected net defined benefit cost to be included in statement of profit and loss for the next financial year (2026-27) is estimated to be ₹ 2.02 crores.

(j) Effective 21 November 2025, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes - The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and The Occupational Safety, Health and Working Conditions Code, 2020. Per evaluation done by the management, on the basis of the information and guidance available as on date, the aforementioned legislations do not have any material impact on the Company.

III. Compensated absences

The Company has provided ₹ 0.09 crores (31 March 2025: ₹ 0.08 crores) towards compensated absences during the year ended 31 March 2026.

IV. Share-based payment transaction

Refer note 43

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

40 Leases

Disclosures required in accordance with Ind AS 116, 'Leases' are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Right-of-use assets		
Buildings	11.09	4.78
	11.09	**4.78**
Lease liabilities		
Current	6.01	4.35
Non-current	5.22	1.66
	11.23	**6.01**

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation charge on Right-of-use assets		
Buildings	4.51	3.91
	4.51	**3.91**
Interest expense included in finance cost	0.63	0.88
Expense relating to short-term leases	0.02	-*
Expense relating to leases of low-value assets that are not shown above as short-term leases	-	-
Expense relating to variable lease payments not included in lease liability	-	-
Total cash outflow during current financial year (excluding short-term leases)	6.10	5.03
Additions/(deletions) to the right of use	10.81	(0.71)

* Rounded off to nil

Notes:

1. The Company as a lessee has obtained certain assets such as immovable properties on various leasing arrangements for the purposes of setting up of offices. With the exception of short-term leases, each lease is reflected on the balance sheet as a right-to-use asset and a lease liability. The Company has presented its right-of-use assets separately from other assets. Each lease generally imposes a restriction that unless there is a contractual right for the Company to sub-lease the asset to another party, the right-of-use asset can only be used by the Company.
2. **Additional information on extension/ termination options**

   Extension and termination options are included in a number of property lease arrangements of the Company. These are used to maximise operational flexibility in terms of managing the assets used in the Company's operations. The majority of extension and termination options held are exercisable are based on consent of the Company.
3. There are no sale and leaseback transactions.
4. Payments associated with short-term leases of premises are recognised on straight line basis as an expense in profit or loss.
5. When measuring lease liabilities for leases that were classified as operating leases, the Company discounted lease payments using its incremental borrowing rate. The weighted average incremental borrowing rate applied is 10.50% (31 March 2025: 10.50%).
6. There are no leases which are yet to commence as at 31 March 2026.

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(₹ in crores, unless otherwise stated)

3. Break-up of the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	6.01	4.35
One to five years	5.50	1.75
More than five years	-	-

41 Earnings per share

The amount considered in ascertaining the Company's earnings per share constitutes the net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share and also the weighted average number of shares which could have been issued on conversion of all dilutive potential shares.

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net profit after tax attributable to equity shareholders	134.78	131.02
Weighted average number of shares outstanding during the year - Basic	62,998,938	62,898,582
Add: effect of stock options granted to employees (refer note 43)	7,345	15,938
Weighted average number of shares outstanding during the year - Diluted	63,006,283	62,914,520
Basic earnings per share (₹)	21.39	20.83
Diluted earnings per share (₹)	21.39	20.83
Nominal value per equity share (₹)	10.00	10.00

42 Contribution towards Corporate Social Responsibility (CSR)

As per Section 135 of the Act, a CSR committee has been formed by the Company. The funds are utilised on the activities which are specified in Schedule VII of the Act.

		31 March 2026	31 March 2025
Details of CSR expenditure during the financial year :-			
(a)	Amount required to be spent as per Section 135 of the Act	2.36	1.43
(b)	Amount of expenditure incurred	2.36	1.43
(c)	Shortfall at the end of the year	-	-
(d)	Total of previous year shortfall	-	-
(e)	Reason for shortfall	-	-
(f)	Amount spent during the year on:	-	-
	- Construction/acquisition of any asset	-	-
	- On purposes other than above	2.36	1.43
(g)	Nature of CSR activities	Promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief.	
(h)	Movement in the provision made (where liability incurred by contractual agreement)	-	-

(i) The Company has made a contribution of ₹ 2.36 crores for the year ended 31 March 2026 (31 March 2025: ₹ 1.43 crores) to a foundation considered to be a related party as per Indian Accounting Standard (Ind AS) 24, Related Party Disclosures. Refer note 37 for details.

(j) The Company does not carry any provisions for corporate social responsibility expenses for current period or any of the previous years.

(k) The Company does not have any ongoing projects as at 31 March 2026 and 31 March 2025.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

43 Employee Stock Option Plan (ESOP)

(a) ESOP Plan - 2017

The Company has implemented Employee Stock Option Plan for the key employees of the Company and its subsidiaries through Route Mobile Employee Welfare Trust (the 'Trust') formed for the purpose. All the options issued by the Company are equity share based options which have to be settled in equity shares only. The shares are to be allotted to employees under the Route Mobile Limited- Employee Stock Option Plan 2017 (the 'ESOP Scheme 2017'). The shareholders at its meeting held on 12 October 2017 approved grant of 2,500,000 employee share options to eligible employees under the ESOP Scheme 2017.

I. The position of the ESOP Scheme 2017 of the Company:

Sr. No.	Particulars	ESOP Scheme
1	Details of approval	Resolution passed by Nomination and Remuneration committee meeting dated 05 October 2017 and the shareholders, in the Extra ordinary General Meeting held on 12 October 2017 had approved the grant of 2,500,000 employee stock options in accordance with the ESOP Scheme 2017, equivalent to 5% of the issued and paid up share capital of the Company.
2	Implemented through	Trust
3	Total number of stock options approved	25,00,000
4	Total number of stock options granted (Grant I)	14,52,500
	Total number of stock options granted (Grant II)	8,88,500
	Total number of stock options granted (Grant III)	4,70,500
5	Vesting schedule (Grant I)	Each 25% of granted options shall vest on 12 October 2018, 12 October 2019, 12 October 2020 and 12 October 2021 respectively.
	Vesting schedule (Grant II)	Each 25% of granted options shall vest on 20 February 2021, 20 February 2022, 20 February 2023 and 20 February 2024 respectively.
	Vesting schedule (Grant III)	Each 25% of granted options shall vest on 25 June 2021, 25 June 2022, 25 June 2023 and 25 June 2024 respectively.
6	Maximum term of Options granted (years)	4 years
7	Source of shares (Primary, Secondary or combination)	Primary
8	Price per option (Grant I)	₹ 300/-
	Price per option (Grant II)	₹ 326.16/-
	Price per option (Grant III)	₹ 326.16/-
9	The exercise period and process of exercise	Exercise anytime within five years from date of vesting.

*If an Employee Stock Option expires, lapses or becomes un-exercisable due to any reason, it shall be brought back to the option reserve specified above and shall become available for future grants, subject to compliance with the provisions of the applicable laws.

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(₹ in crores, unless otherwise stated)

II. Method used to account for ESOP

The Company has recorded compensation cost for all grants made to employees under the fair value method of accounting. The fair value of each option granted is estimated on the date of grant using discounted cash flow method.

III. Weighted average exercise price of options granted:

	Grant I	Grant II	Grant III
Exercise price equals fair market value	₹ 300	₹ 326.16	₹ 326.16
Exercise price is greater than fair market value	Nil	Nil	Nil
Exercise price is less than fair market value	Nil	Nil	Nil

IV. Weighted average fair value of options granted:

	Grant I	Grant II	Grant III
Fair value of options granted	₹ 300	₹ 326.16	₹ 326.16

V. Employee-wise details of options granted:

(i) Employees who were granted, options amounting to 5% or more of the options granted

Sr. No.	Name of Employee	Designation	Exercise Price per share (₹)	Number of options granted
1	Mr. Rahul Pandey	Chief Credit Officer	300.00	1,50,000
			326.16	10,000

(ii) Identified employees who were granted options, equal to or exceeding 1% of the issued capital of the Company at the time of grant:

Sr. No.	Name of Employee	Designation	Exercise Price per share (₹)	Number of options granted
1	Nil	Nil	Nil	Nil

(b) ESOP Plan - 2021

The Company has implemented Employee Stock Option Plan for the key employees of the Company and its subsidiaries through Route Mobile Employee Welfare Trust (the 'Trust') formed for the purpose. All the options issued by the Company are equity share based options which have to be settled in equity shares only. The shares are to be allotted to employees under the Route Mobile Limited- Employee Stock Option Plan 2021 (the 'ESOP Scheme 2021'). The shareholders through postal ballot on 19 April 2021 approved grant of 2,800,000 employee share options to eligible employees under the ESOP Scheme 2021.

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(₹ in crores, unless otherwise stated)

I. The position of the ESOP Scheme 2021 of the Company:

Sr. No.	Particulars	ESOP Scheme
1	Details of approval	Resolution passed by Nomination and Remuneration committee meeting dated 15 March 2021 and the shareholders, through postal ballot held on 19 April 2021 had approved the grant of 2,800,000 employee stock options in accordance with the ESOP Scheme 2021.
2	Implemented through	Trust
3	Total number of stock options approved	28,00,000
4	Total number of stock options granted (Grant I)	7,36,500
	Total number of stock options granted (Grant II)	4,720
5	Vesting schedule (Grant I) Category I	Each 25% of granted options shall vest on 11 October 2022, 11 October 2023, 11 October 2024 and 11 October 2025 respectively.
	Vesting schedule (Grant I) Category II	(a) Time based vesting (25% and/or 20%, as specified in grant letter of respective employee[s]) at the end of first year; and
		(b) 25% each for one employee and 20%, 20% and 40% for others at the end of second, third and fourth year respectively from the date of Grant, subject to achievement of performance conditions as specified in grant letter of respective employee[s].
	Vesting schedule (Grant II)	Each 25% of granted options shall vest on 17 February 2023, 17 February 2024, 17 February 2025 and 17 February 2026 respectively.
6	Maximum term of Options granted (years)	4 years
7	Source of shares (Primary, Secondary or combination)	Primary
8	Price per option (Grant I)	₹ 2,296.05/-
	Price per option (Grant II)	₹ 1,600.95/-
9	The exercise period and process of exercise	Exercise anytime within five years from date of vesting.

II. Method used to account for ESOP

The Company has recorded compensation cost for all grants made to employees under the fair value method of accounting. The fair value of each option granted is estimated on the date of grant using Black Scholes Model.

III. Weighted average exercise price of options granted:

	Grant I	Grant II
Exercise price equals fair market value	₹ 2,296.05	₹ 1,600.95
Exercise price is greater than fair market value	Nil	Nil
Exercise price is less than fair market value	Nil	Nil

IV. Weighted average fair value of options granted:

	Grant I	Grant II
Fair value of options granted	₹ 1,207.14	₹ 856.96

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(₹ in crores, unless otherwise stated)

V. Employee-wise details of options granted:

(i) Employees who were granted, options amounting to 5% or more of the options granted

Sr. No.	Name of Employee	Designation	Exercise Price per share (₹)	Number of Options granted as on 31 March 2026	Number of Options granted as on 31 March 2025
1	Nil	Nil	Nil	Nil	Nil

(ii) Identified employees who were granted options, equal to or exceeding 1% of the issued capital of the Company at the time of grant:

Sr. No.	Name of Employee	Designation	Exercise Price per share (₹)	Number of Options granted
1	Nil	Nil	Nil	Nil

VI. The movement of stock options are summarized below:

	Number of options 31 March 2026		Number of options 31 March 2025	
	RML ESOP-2017	RML ESOP-2021	RML ESOP-2017	RML ESOP-2021
Outstanding at the beginning of the year	20,500	272,860	239,550	280,220
Options granted during the year	-	-	-	-
Options forfeited / lapsed during the year	-	11,000	10,000	7,360
Options exercised during the year	5,500	-	209,050	-
Options expired during the year	2,500	Nil	Nil	Nil
Options outstanding at the end of the year	12,500	261,860	20,500	272,860
Options exercisable at the end of the year	12,500	261,860	20,500	205,395

Unallocated options as at 31 March 2026 are 2,058,780 options (31 March 2025 - 2,689,295 options)

For share options exercised during the period, the weighted average share price at the period of exercise was ₹ 790.93 per share (31 March 2025: ₹ 1,451.46 per share).

VII. The exercise price and expected remaining contractual life (comprising the vesting period and exercise period) of options outstanding as at 31 March 2026 is as follows:

ESOP Scheme 2017 - Grant I

Sr. No.	Grant Date	Number of Option granted	Vesting Date	Exercise End Date	Exercise Price per share (₹)	Expected remaining contractual life (Months)
1	13 October 2017	-	12 October 2018	11 October 2023	300.00	-
2	13 October 2017	-	12 October 2019	11 October 2024	300.00	-
3	13 October 2017	-	12 October 2020	11 October 2025	300.00	-
4	13 October 2017	-	12 October 2021	11 October 2026	300.00	-

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

ESOP Scheme 2017 - Grant II

Sr. No.	Grant Date	Number of Options granted	Vesting Date	Exercise End Date	Exercise Price per share (₹)	Expected remaining contractual life (Months)
1	21 February 2020	-	20 February 2021	19 February 2026	326.16	-
2	21 February 2020	2,500	20 February 2022	19 February 2027	326.16	11
3	21 February 2020	2,500	20 February 2023	19 February 2028	326.16	23
4	21 February 2020	2,500	20 February 2024	19 February 2029	326.16	35

ESOP Scheme 2017 - Grant III

Sr. No.	Grant Date	Number of Options granted	Vesting Date	Exercise End Date	Exercise Price per share (₹)	Expected remaining contractual life (Months)
1	26 June 2020	1,250	25 June 2021	24 June 2026	326.16	3
2	26 June 2020	1,250	25 June 2022	24 June 2027	326.16	15
3	26 June 2020	1,250	25 June 2023	24 June 2028	326.16	27
4	26 June 2020	1,250	25 June 2024	24 June 2029	326.16	39

ESOP Scheme 2021 - Grant I

Sr. No.	Grant Date	Number of Options granted	Vesting Date	Exercise End Date	Exercise Price per share (₹)	Expected remaining contractual life (Months)
1	12 October 2021	80,875	11 October 2022	10 October 2027	2,296.05	18
2	12 October 2021	56,875	11 October 2023	10 October 2028	2,296.05	30
3	12 October 2021	56,875	11 October 2024	10 October 2029	2,296.05	42
4	12 October 2021	64,875	11 October 2025	10 October 2030	2,296.05	54

ESOP Scheme 2021 - Grant II

Sr. No.	Grant Date	Number of Options granted	Vesting Date	Exercise End Date	Exercise Price per share (₹)	Expected remaining contractual life (Months)
1	17 February 2022	590	16 February 2023	15 February 2028	1,600.95	23
2	17 February 2022	590	16 February 2024	15 February 2029	1,600.95	35
3	17 February 2022	590	16 February 2025	15 February 2030	1,600.95	47
4	17 February 2022	590	16 February 2026	15 February 2031	1,600.95	59

VIII.Assumptions:

Sr. No.	Particulars	ESOP Plan - 2017		ESOP Plan - 2021	
		Grant I	Grant II and Grant III	Grant I	Grant II
1	Risk Free interest rate	6.70%	6.55%	5.54%	5.95%
2	Expected life (years)	4	4	4.60	5.01
3	Expected volatility	56%	100%	54.07%	55.53%
4	Dividend yield (%)	0.09%	0.09%	0.09%	0.09%

IX. During the year ended 31 March 2026, the Company has recognised an expense of ₹ 0.58 crores (31 March 2025: ₹ 1.85 crores).

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

44 The utilisation of Initial Public Offer (IPO) proceeds is summarised below:

Objects of the issue as per Prospectus	Utilisation planned as per the Prospectus	Utilisation upto 31.03.2026	Unutilised amounts as on 31.03.2026
Repayment or pre-payment, in full or part, of certain borrowings of the Company	36.50	36.50	-
Acquisitions and other strategic initiatives	83.00	83.00	-
Purchase of office premises in Mumbai	65.00	-	65.00
General corporate purposes	55.50	55.50	-
Net utilisation	**240.00**	**175.00**	**65.00**

IPO proceeds which remained unutilised as at 31 March 2026 were temporarily invested in bank deposits with scheduled commercial banks.

45 Funds amounting to ₹ 867.50 crores raised by the Company pursuant to a Qualified Institutional Placement (QIP) in the previous years are being duly utilised as per the objects stated in the placement document and the unutilised amount from the aforementioned QIP has been temporarily invested in fixed deposits with scheduled commercial banks as at 31 March 2026.

46 Audit trail

The Ministry of Corporate Affairs (MCA) has, in the previous year, prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The audit trail feature was not enabled at the database level to log any direct data changes for accounting software, Odoo and the server Platform, used for maintenance of all accounting records by the Company. Audit trail (edit log) is enabled at the application level.

Further, the Company's payroll processing is outsourced to third party service provider. The Company has obtained the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization) for the year ended 31 March 2026. However, the service auditor has not specifically covered the maintenance of audit trail at database level.

The audit trail has been preserved by the Company as per statutory requirements for record retention except at database level.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

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Ratios disclosed as per requirement of Schedule III of the Act	Year ended 31 March 2026	Year ended 31 March 2025	Variance %	Reason for change in ratio more than 25%
Net profit ratio (%) (Net profit after tax / Revenue from operations)	17.51%	15.74%	11.23%	-
Current ratio (times) (Current assets / Current liabilities)	7.28	3.18	128.82%	The variance is primarily due to an decrease in trade payables, which has led to higher current ratio in the current year.
Debt service coverage ratio (times)* (Earnings before finance cost, depreciation and amortisaction, exceptional items and tax / Interest plus current maturities of debt plus lease payments))	26.26	36.05	-27.16%	The variance is primarily due to decrease in earnings before interest, tax, depreciation and amortisation (EBITDA) consequent to corresponding decrease in the revenue.
Return on equity ratio (%) (Profit after tax / Average shareholder's equity)	10.43%	10.70%	-2.56%	-
Trade receivables turnover ratio (times) (Revenue from operations/ Average trade receivable)	3.12	3.28	-4.89%	-
Trade payables turnover ratio (times)** (Ner credit purchases / Average trade payables)	2.21	2.26	-2.52%	-
Net capital turnover ratio (times) (Revenue from operations/ Working capital)	0.78	0.95	-18.03%	-
Return on capital employed ratio# (Earnings before interest and tax / Capital employed)	13.67%	16.02%	-14.66%	-
Return on investment (%)# (Earning before interest and taxes/ Average total assets)	11.45%	13.27%	-13.72%	-

* Earnings before finance cost, depreciation and amortisaction, exceptional items and tax.

** Average trade payables = Average trade payables for the SMS purchase

#Earnings before interest and tax.

Since the Company does not have any debt nor any inventory, debt-equity ratio and inventory turnover ratio have not been furnished.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

48 Segment reporting

(i) In accordance with Indian Accounting Standard (Ind AS) 108, "Operating Segments", the Company has opted to present segment information in the consolidated financial statements of Route Mobile Limited, and therefore, no separate disclosure on segment information is given in these standalone financial statements subject to below entity-wise discloser.

(ii) Major customer

The Company earns revenue from one major customers who individually contributes more than 10 percent revenue for the year.

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Customer A	131.48	212.00
Customer B	97.12	113.97
Customer C	82.43	59.04
Customer D	80.06	55.49

(iii) Non-current assets

Particulars	As at 31 March 2026	As at 31 March 2025
In-India	30.35	45.05
Outside India	194.78	239.26

(iv) Revenue from external customer attributable to an individual country as per geography

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
United Kingdom	41.52	38.16
Others	54.97	59.39
Total	**96.49**	**97.55**

49 Other Statutory Information

(i) The Company is not holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Further, no proceedings have been initiated or pending against the Company for holding any benami property under the Act and rules mentioned above.

(ii) The Company does not have any transactions with companies struck off under section 248 of the Act or section 560 of the Companies Act, 1956.

(iii) The Company does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

(iv) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(v) The Company has not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company does not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the income-tax Act, 1961.

(viii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(ix) The Company has not revalued its property , plant and equipment (including right-of-use asset) or intangible asset or both during the current or previous year.

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(xi) The Company has complied with the number of layers prescribe under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules 2017.

Notes to the standalone financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

50 Figures of the previous year has been re-grouped/re-arranged wherever considered necessary to make them comparable with the current year, however, the impact of the same is not material to the financial statement.

This is the notes to the standalone financial statements including material accounting policy information and other explanatory information referred to in our report of even date.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
Place : Mumbai
Date : 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place : Mumbai
Date : 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place : Paddington, London
Date : 07 May 2026

Rajeshwar Singh Gill
Group Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Suresh Jankar
Chief Financial Officer
Place : Mumbai
Date : 07 May 2026

Tejas Shah
Company Secretary
(Membership No. A34829)
Place : Mumbai
Date : 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place : Mumbai
Date : 07 May 2026

Independent Auditor's Report

To the Members of Route Mobile Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Route Mobile Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, as at 31 March 2026, and their consolidated profit (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements Section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 16 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

4. We draw attention to

a. note 33.4 (a) to the accompanying consolidated financial statement, which describes a partial arbitration award was rendered in favour of the vendor in an ongoing arbitration between one of the subsidiaries and its vendor. Thereafter, the parties executed a settlement agreement, pursuant to which all outstanding claims were mutually withdrawn.

During the current year, the management has written off the remaining net advance receivable from such vendor amounting to ₹ 107.96 crores which has been presented as an exceptional item.

The above matter has also been reported as an emphasis of matter in the audit report dated 7 May 2026 issued by other firm of chartered accountants on the financial statements of the subsidiary for the year ended 31 March 2026.

b. note 33.4 (b) to the accompanying consolidated financial statement, which describes that a vendor of one of the subsidiaries has ceased its business operations during the current year and based on the significant uncertainty in recovering the advance given to such vendor, the management has written off the same amounting to ₹ 27.91 crores and presented such expense as an exceptional item.

Our opinion is not modified in respect of these matters.

Key Audit Matter

5. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements of the subsidiaries, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

6. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key audit matter	How our audit addressed the key audit matters
Impairment assessment of Goodwill Refer note 1C(xviii) for the accounting policy and note 4 for the disclosure made in the accompanying consolidated financial statements with respect to goodwill aggregating to ₹ 544.51 crores as at 31 March 2026 recognized in earlier years pertaining to acquisition of the Sarv Webs (Division), Masivian S.A.S., MR Messaging FZE, Route Mobile Communication services [formerly known as Interteleco International For Modern Communication Services], 365Squared Limited, Send Clean Private Limited [formerly known as Cellent Technologies (India) Pvt. Ltd.] and Call 2 Connect India Private Limited. The Group has performed annual impairment test for the carrying value of goodwill in accordance with the requirements of Ind AS 36, Impairment of Assets ('Ind AS 36'). The determination of the recoverable value requires management to make certain key estimates and assumptions including forecast of future cash flows, long-term growth rates, profitability levels and discount rates, etc. Changes in these assumptions could lead to an impairment to the carrying value of the goodwill. Considering goodwill balance is significant to the financial statements and auditing management judgment and estimates as stated above involves high degree of subjectivity and require significant auditor judgment, assessment of carrying value of goodwill is considered as a key audit matter for the current year audit.	Our procedures in relation to testing of impairment of goodwill included but were not limited to the following: • Evaluated the appropriateness of the accounting policy adopted by the management in accordance with Ind AS 36 and understood the management's process to identify separate Cash Generating Units (CGUs) and perform required annual impairment testing of goodwill. • Evaluated the design and tested the operating effectiveness of the Group's control over the assessment of carrying value of goodwill. • Reviewed the allocation of the goodwill to the CGUs as identified by the management. • Traced the cash flow forecasts determined by the management for such CGUs to approved business plans, assessed the reasonability of the assumptions used in the forecasts with our understanding of the business and external market conditions, as relevant, and verified the historical trend of the past performance to evaluate consistency in such assumptions. • Obtained the management's external valuation specialist's report on determination of recoverable amount and also assessed the competence, expertise and objectivity of the management expert. • Involved our auditor's valuation experts to assess the valuation assumptions used and methodology considered by the management's expert to calculate the recoverable amount and the mathematical accuracy of these calculations. • Performed sensitivity analysis on the key assumptions to evaluate the possible variation on the current recoverable amount to ascertain the sufficiency of headroom available. • Evaluated the appropriateness and adequacy of disclosures given in the consolidated financial statements, including disclosure of significant assumptions and judgments used by management, in accordance with applicable accounting standards.

Information other than the Consolidated Financial Statements and Auditor's Report thereon

7. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

   Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

   When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

8. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The Holding Company's Board of Directors are also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act the respective Board of Directors of the companies included in the Group, and covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

10. Those respective Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

12. As part of an audit in accordance with Standards on Auditing specified under Section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

    - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
    - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.;
    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
    - Conclude on the appropriateness of Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;
    - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
    - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

16. We did not audit the financial statements of 33 subsidiaries, whose financial statements reflects total assets of ₹ 1,887.74 crores as at 31 March 2026, total revenues of ₹ 2,381.05 crores and net cash outflows amounting to ₹ 30.49 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other

auditors whose reports have been furnished to us by the Holding Company's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, are based solely on the reports of the other auditors.

Further, of these subsidiaries, 19 subsidiaries, are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries, located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of such subsidiaries, located outside India, is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

17. As required by Section 197(16) of the Act, based on our audit and on the consideration of the reports of the other auditors, referred to in paragraph 16, on separate financial statements of the subsidiaries, we report that the Holding Company, incorporated in India whose financial statements have been audited under the Act has paid remuneration to their directors during the year in accordance with the provisions of and limits laid down under Section 197 read with Schedule V to the Act. Further, we report that 4 subsidiaries incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable in respect of such subsidiaries.

18. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act based on the consideration of the Order reports issued by us and by the respective other auditors as mentioned in paragraph 16 above, of companies included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.

19. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;

    b) Except for the matters stated in paragraph 19(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

    c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;

    e) On the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiaries, covered under the Act, none of the directors of the Holding Company and its subsidiaries, are disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act;

    f) The modification relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 19(b) above on reporting under Section 143(3)(b) of the Act and paragraph 19(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);

    g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiaries covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure II' wherein we have expressed an unmodified opinion; and

    h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements and other financial information of the subsidiaries incorporated in India whose financial statements have been audited under the Act:

        i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, as detailed in note 44 to the consolidated financial statements;

        ii. The Holding Company and its subsidiaries did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries covered under the Act, during the year ended 31 March 2026;

        iv. a. The respective managements of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in note 52(v) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiaries to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, or any such subsidiaries ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

        b. The respective managements of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 52(vi) to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiaries from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company, or any such subsidiaries shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed by us and that performed by the auditors of the subsidiaries, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The interim dividend declared and paid by the Holding Company during the year ended 31 March 2026 and until the date of this audit report is in compliance with Section 123 of the Act.

The final dividend paid by the Holding Company during the year ended 31 March 2026 in respect of such dividend declared for the previous year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in note 38(b) to the accompanying consolidated financial statements, the Board of Directors of the Holding Company have proposed final dividend for the year ended 31 March 2026 which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. As stated in note 51 to the consolidated financial statements and based on our examination which included test checks and that performed by the respective auditors of the subsidiaries of the Holding Company which are companies incorporated in India and audited under the Act, except for matters mentioned below, the Holding Company and its subsidiaries, in respect of financial year commencing on 1 April 2025, have used accounting software for maintaining their books of account which have a feature of recording audit trail (edit log) facility and the same have been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered with, other than the consequential impact of the exceptions given below. Furthermore, except for matters mentioned below the audit trails have been preserved by the Holding Company and its subsidiaries as per the statutory requirements for record retention.

Nature of exception noted	Details of exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software	a. The audit trail feature was not enabled at the database level for accounting software, Odoo, to log any direct data changes, used for maintenance of all accounting records by the Holding Company and its four subsidiaries. b. The audit trail feature was not enabled at the database level for the server, Platform, to log any direct data changes, used for maintenance of all accounting records by the Holding Company and its two subsidiaries.
Instances of accounting software maintained by a third party where we are unable to comment on the audit trail feature at database level	The accounting software used for maintenance of payroll process by the Holding Company is operated by a third-party software service provider. In the absence of any information on existence of audit trail (edit logs) for any direct changes made at the database level in the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization), we are unable to comment on whether audit trail feature with respect to the database of the said software was enabled and operated throughout the year.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
UDIN: 26058644VCIYLL3260

Place: Mumbai
Date: 07 May 2026

Annexure I

List of subsidiaries included in the Statement

1. 365Squared Limited.
2. Call 2 Connect India Private Limited.
3. Estratec S.A.S.
4. Elibom Colombia S.A.S.
5. M.R. Messaging FZE.
6. Masiv Chile SpA.
7. Masivian Peru S.A.C.
8. Masivian S.A.S.
9. Mobilelink Telecomunicaciones SpA.
10. MR Messaging (Holding) Limited.
11. MR Messaging Limited.
12. MR Messaging South Africa (Proprietary) Limited.
13. PT. Route Mobile Indonesia.
14. Route Connect (Kenya) Limited.
15. Route Connect Private Limited.
16. Route Ledger Technologies Private Limited (Formerly known as Sphere Edge Consulting (India) Private Limited).
17. Route Mobile (Bangladesh) Limited.
18. Route Mobile (UK) Limited.
19. Route Mobile Arabia Telecom.
20. Route Mobile Communication services Co. (Formerly known as Interteleco International for Modem Communication services).
21. Route Mobile INC.
22. Route Mobile LLC.
23. Route Mobile Lanka (Private) Limited.
24. Route Mobile Limited (Ghana).
25. Route Mobile Malta Limited.
26. Route Mobile Mexico S De RL De CV.
27. Route Mobile Nepal Private Limited.
28. Route Mobile Pte. Ltd.
29. Route Mobile Uganda Limited.
30. Route SMS Solutions Zambia Limited. (until 29 January 2026)
31. Routesms Solutions FZE.
32. Routesms Solution Nigeria Ltd.
33. Send Clean INC.
34. Send Clean Private Limited (Formerly known as Cellent Technologies (India) Pvt. Ltd.).
35. Trusense Identity Limited (until 17 June 2025).

Annexure II

Independent Auditor’s Report on the internal financial controls with reference to financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

1. In conjunction with our audit of the consolidated financial statements of Route Mobile Limited (‘the Holding Company’) and its subsidiaries (the Holding Company and its subsidiaries together referred to as ‘the Group’) as at and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, which are companies covered under the Act, as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the ‘Guidance Note’) issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company’s business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies, as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies, the Holding Company and its subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the respective entities, considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matter

9. We did not audit the internal financial controls with reference to financial statements insofar as it relates to four subsidiary companies, which are companies covered under the Act, whose financial statements reflect total assets of ₹ 136.56 crores as at 31 March 2026, total revenues of ₹ 164.52 crores and net cash inflows amounting to ₹ 5.26 crores for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies, have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies, is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm’s Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644
UDIN: 26058644VCIYLL3260

Place: Mumbai
Date: 07 May 2026

Consolidated Balance Sheet

as at 31 March 2026

(₹ in crores, unless otherwise stated)

	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	2(a)	30.40	34.25
Capital work-in-progress	2(b)	1.53	0.11
Right-of-use asset	3(a)	41.25	24.38
Goodwill	4	545.68	490.95
Other intangible assets	3(b)	272.40	268.01
Intangible assets under development	3(c)	6.24	32.36
Financial assets			
Other financial assets	5	17.40	22.24
Deferred tax assets (net)	6(a)	24.75	13.55
Income-tax assets (net)	7	53.57	47.78
Other non-current assets	8	16.08	156.03
Total non-current assets		**1,009.30**	**1,089.66**
Current assets			
Financial assets			
Investments	9	16.99	16.07
Trade receivables	10	909.40	932.77
Cash and cash equivalents	11	880.12	850.40
Bank balances other the cash and cash equivalents	12	508.55	482.33
Other financial assets	13	28.37	132.04
Other current assets	14	203.50	322.45
Total current assets		**2,546.93**	**2,736.06**
Total assets		**3,556.23**	**3,825.72**
Equity and liabilities			
Equity			
Equity share capital	15	63.00	63.00
Other equity	16	2,706.59	2,369.00
Equity attributable to owners of the Parent		**2,769.59**	**2,432.00**
Non-controlling interest		52.03	32.08
Total equity		**2,821.62**	**2,464.08**
Liabilities			
Non-current liabilities			
Financial liabilities			
Lease liabilities	42	25.38	16.16
Other financial liabilities	18	1.93	1.76
Provisions	19	9.51	7.62
Deferred tax liabilities (net)	6(b)	36.66	41.54
Total non-current liabilities		**73.48**	**67.08**

Consolidated Balance Sheet

as at 31 March 2026

(₹ in crores, unless otherwise stated)

	Note	As at 31 March 2026	As at 31 March 2025
Current liabilities			
Financial liabilities			
Borrowings	20	-	440.96
Lease liabilities	42	16.60	11.05
Trade payables	21		
- Total outstanding dues of micro enterprises and small enterprises		1.31	0.92
- Total outstanding dues of creditors other than micro enterprises and small enterprises		495.49	683.51
Other financial liabilities	22	20.51	27.65
Other current liabilities	23	52.43	23.78
Provisions	24	8.16	32.48
Current tax liabilities (net)	25	66.63	74.21
Total current liabilities		**661.13**	**1,294.56**
Total liabilities		**734.61**	**1,361.64**
Total equity and liabilities		**3,556.23**	**3,825.72**

The accompanying notes to the consolidated financial statements including material accounting policy information and other explanatory information are an integral part of these consolidated financial statements.

This is the Consolidated Balance Sheet referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place: Paddington, London
Date: 07 May 2026

Rajeshwar Singh Gill
Goup Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No.: A34829)
Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai
Date: 07 May 2026

Consolidated Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Revenue			
Revenue from operations	26	4,408.21	4,575.62
Other income	27	54.09	46.79
Total income		**4,462.30**	**4,622.41**
Expenses			
Purchase of messaging services	28	3,400.90	3,624.72
Employee benefits expense	29	288.85	260.04
Finance costs	30	10.82	40.91
Depreciation and amortisation expense	31	91.61	89.08
Other expenses	32	181.21	163.10
Total expenses		**3,973.39**	**4,177.85**
Profit before exceptional item and tax		488.91	444.56
Exceptional item	33	(135.87)	(18.45)
Profit before tax		353.04	426.11
Tax expense	34		
Current tax		115.65	104.90
Deferred tax benefit		(19.55)	(12.72)
		96.10	**92.18**
Profit for the year		**256.94**	**333.93**
Other comprehensive income	35		
(i) Items that will not be reclassified to profit or loss			
Re-measurements gain of defined benefit plans		(0.97)	(1.64)
Income-tax of the above		0.24	0.41
Sub total		**(0.73)**	**(1.23)**
(ii) Items that will be reclassified to profit or loss			
Foreign currency translation reserve		171.91	24.92
Income-tax of the above		-	-
Sub total		**171.91**	**24.92**
Total other comprehensive income (net of tax)		**171.18**	**23.69**
Total comprehensive income for the year		**428.12**	**357.62**

Consolidated Statement of Profit and Loss

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Profit attributable to:			
Owners of the Parent		239.02	318.85
Non-controlling interest		17.92	15.08
		256.94	**333.93**
Other comprehensive income attributable to:			
Owners of the Parent		166.94	23.02
Non-controlling interest		4.24	0.67
		171.18	**23.69**
Total comprehensive income attributable to:			
Owners of the Parent		405.96	341.87
Non-controlling interest		22.16	15.75
		428.12	**357.62**
Earnings per equity share (face value of ₹ 10 per share)	50		
Basic (in ₹)		37.94	50.69
Diluted (in ₹)		37.94	50.69

The accompanying notes to the consolidated financial statements including material accounting policy information and other explanatory information are an integral part of these consolidated financial statements.

This is the Consolidated Statement of Profit and Loss referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place: Paddington, London
Date: 07 May 2026

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Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No.: A34829)
Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai
Date: 07 May 2026

Consolidated Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

	Note	Year ended 31 March 2026	Year ended 31 March 2025
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax		**353.04**	**426.11**
Adjustments for:			
Depreciation and amortisation expense	31	91.61	89.08
Trade receivable written off	32	11.84	5.14
Interest income on fixed deposits	27	(36.26)	(29.87)
Interest on income-tax refund	27	(0.02)	(0.07)
Exceptional item	33	135.87	18.45
Allowance for expected credit loss	32	5.49	0.76
Interest expenses on financial liability measured at amortised cost	30	-	1.33
Interest on borrowings from bank	30	4.92	33.12
Interest on lease liabilities	30	2.42	3.00
Other borrowing cost	30	1.22	1.94
Unrealised foreign exchange loss (net)		1.48	9.34
Net gain arising on financial assets designated as fair value through profit and loss	27	(0.92)	(1.20)
Gain on extinguishment of lease liabilities (net)	27	(0.11)	(0.33)
Liabilities no longer payable, written back	27	(0.76)	(1.61)
Employee stock option expense	29	1.01	3.11
Loss/(gain) on disposal of property, plant and equipment	32	2.45	(0.56)
Operating profit before working capital changes		**573.28**	**557.74**
Adjustments for working capital			
Decrease in trade receivables		8.38	127.99
Decrease in financial assets and other assets		226.31	11.07
(Decrease)/increase in trade payables, provisions and other liabilities		(97.80)	4.13
Cash generated from operating activities		**710.17**	**700.93**
Direct taxes paid (net)		(129.01)	(98.45)
Net cash generated from operating activities (A)		**581.16**	**602.48**
B. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment and intangible assets including Capital work-in-progress and intangible assets under development		(26.44)	(21.32)
Proceeds from disposal of property, plant and equipment		-*	2.20
Payment of purchase consideration for business combination		(8.32)	(16.41)
Investment in bank deposits		(500.42)	(1,706.34)
Bank deposits matured		480.62	1,464.80
Interest received		40.54	16.93
Net cash used in investing activities (B)		**(14.02)**	**(260.14)**

Consolidated Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

	Note	Year ended 31 March 2026	Year ended 31 March 2025
C. CASH FLOW FROM FINANCING ACTIVITIES			
Repayment of non-current borrowings		(138.21)	(218.92)
Dividend paid		(71.52)	(74.17)
Proceeds from current borrowings		-	597.80
Repayment of current borrowings (net)		(299.02)	(296.48)
Proceeds from issue of equity shares		0.17	6.81
Payment of interest portion of lease liabilities	30	(2.42)	(3.00)
Principal repayment of lease liabilities		(14.34)	(10.17)
Interest paid		(9.87)	(35.66)
Net cash used in from financing activities (C)		**(535.21)**	**(33.79)**
Net increase in cash and cash equivalents (A+B+C)		**31.93**	**308.55**
Cash and cash equivalents at the beginning of the year		850.40	542.25
Effect of currency fluctuations on cash and cash equivalents		(2.21)	(0.40)
Cash and cash equivalents at the end of the year		**880.12**	**850.40**

	Year ended 31 March 2026	Year ended 31 March 2025
Components of cash and cash equivalents		
Cash and cash equivalents		
Balances with banks		
- in current accounts	393.65	342.49
- in EEFC accounts	340.53	308.10
- wallets balances*	0.00	-
Bank deposit accounts with original maturity upto 3 months	145.90	199.78
Cash on hand	0.04	0.03
Cash and cash equivalents at the end of the year	**880.12**	**850.40**

*Rounded off to nil

Notes:

(a) The Consolidated statement of cash flow has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS) 7, 'Statement of Cash Flows'.

(b) Non-cash transactions:- addition in right-of-use assets and finance lease liabilities amounting to ₹ 32.87 crores for year ended 31 March 2026. (31 March 2025: ₹ 11.95 crores).

Consolidated Statement of Cash Flow

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(c) Reconciliation of liabilities arising from financing activities:

Particulars	Non-current borrowings (including current maturity)	Lease liabilities	Cash and cash equivalents and bank overdrafts
Net debt as on 1 April 2024	**349.64**	**28.85**	**542.25**
Leases addition/(deletion)	-	8.53	-
Cash flows (net)	46.74	(13.17)	308.55
Effect of currency fluctuations on cash and cash equivalents	9.53	-	(0.40)
Finance costs	35.05	3.00	-
Net debt as at 31 March 2025	**440.96**	**27.21**	**850.40**
Leases addition/(deletion)	-	29.11	-
Cash flows (net)	(447.10)	(16.76)	31.93
Foreign exchange loss	-	-	(2.21)
Finance costs	6.14	2.42	-
Net debt as at 31 March 2026	**-**	**41.98**	**880.12**

The accompanying notes to the consolidated financial statements including material accounting policy information and other explanatory information are an integral part of these consolidated financial statements.

This is the Consolidated Cash Flow Statement referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
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Place: Paddington, London
Date: 07 May 2026

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Goup Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No.: A34829)
Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai
Date: 07 May 2026

Consolidated Statement of Changes in Equity

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

a) Equity share capital (Refer note 15)

Particulars	Number of shares	Amount
Balance as at 1 April 2024	**62,788,532**	**62.79**
Issue of equity shares on exercise of employee stock options	209,050	0.21
Balance as at 31 March 2025	**62,997,582**	**63.00**
Issue of equity shares on exercise of employee stock options	5,500	-*
Balance as at 31 March 2026	**63,003,082**	**63.00**

* Round off to nil

b) Other equity (Refer note 16)

Particulars	Attributable to owners								Non-controlling interest	Total
	Reserves and Surplus					Other comprehensive income (OCI)		Total other equity		
	Retained earnings	Statutory reserve	Securities premium	Share options outstanding	Capital redemption reserve	Foreign currency translation reserve	Equity instruments through OCI			
Balance as at 1 April 2024	**1,043.09**	**0.10**	**975.09**	**28.09**	**0.86**	**32.86**	**6.71**	**2,086.80**	**21.25**	**2,108.05**
Profit for the year	318.85	-	-	-	-	-	-	318.85	15.08	333.93
Other comprehensive income for the year (net of taxes)										
- Re-measurements of defined benefit plans (refer note 36)	(1.23)	-	-	-	-	-	-	(1.23)	-	(1.23)
- Net gain arising on financial assets designated as fair value through other comprehensive income (refer note 36)	-	-	-	-	-	-	-	-	-	-
- Foreign currency translation reserve (refer note 36)	-	-	-			24.24	-	24.24	0.67	24.91
Total comprehensive income for the year ended 31 March 2025	**317.61**	**-**	**-**	**-**	**-**	**24.24**	**-**	**341.86**	**15.75**	**357.60**
Employee stock option expense	-	-	-	2.97	-	-	-	2.97	-	2.97
Issue of equity shares on exercise of employee stock options	-	-	6.60	-	-	-	-	6.60	-	6.60
Dividend paid	(69.23)	-	-	-	-	-	-	(69.23)	(4.92)	(74.15)
Balance as at 31 March 2025	**1,291.48**	**0.10**	**981.69**	**31.06**	**0.86**	**57.10**	**6.71**	**2,369.00**	**32.08**	**2,401.08**

Consolidated Statement of Changes in Equity

for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Attributable to owners								Non-controlling interest	Total
	Reserves and Surplus				Other comprehensive income (OCI)					
	Retained earnings	Statutory reserve	Securities premium	Share options outstanding	Capital redemption reserve	Foreign currency translation reserve	Equity instruments through OCI	Total other equity		
Profit for the year	239.02	-	-	-	-	-	-	239.02	17.92	256.94
Other comprehensive income for the year (net of taxes)							-	-	-	-
- Re-measurements of defined benefit plans (refer note 36)	(0.73)	-	-	-	-	-	-	(0.73)	-	(0.73)
- Net gain arising on financial assets designated as fair value through other comprehensive income (refer note 36)	-	-	-	-	-	-	-	-	-	-
- Foreign currency translation reserve (refer note 36)	-	-	-	-	-	167.67	-	167.67	4.24	171.91
Total comprehensive income for the year ended 31 March 2026	**238.29**	**-**	**-**	**-**	**-**	**167.67**	**-**	**405.96**	**22.16**	**428.12**
Employee stock option expense	-	-	-	1.02	-	-	-	1.02	-	1.02
Issue of equity shares on exercise of employee stock options	-	-	0.17	-	-	-	-	0.17	-	0.17
Transfer from share options outstanding reserve	1.09	-	-	-	-	-	-	1.09	-	1.09
Transfer to retained earnings	-	-	-	(1.09)	-	-	-	(1.09)	-	(1.09)
Deferred tax	(0.26)	-	-	-	-	-	-	(0.26)	-	(0.26)
Dividend paid	(69.30)	-	-	-	-	-	-	(69.30)	(2.21)	(71.51)
Balance as at 31 March 2026	**1,461.30**	**0.10**	**981.86**	**30.99**	**0.86**	**224.77**	**6.71**	**2,706.59**	**52.03**	**2,758.62**

The accompanying notes to the consolidated financial statements including material accounting policy information and other explanatory information are an integral part of these consolidated financial statements.

This is the Consolidated Statement of Changes in Equity referred to in our report of even date

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place: Paddington, London
Date: 07 May 2026

Rajeshwar Singh Gill
Goup Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No.: A34829)
Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai
Date: 07 May 2026

Notes to the Consolidated financial statements including material accounting policy information and other explanatory information

as at and for the year ended 31 March 2026

1. A. Corporate information

Route Mobile Limited (the 'Holding Company' or 'Parent'), incorporated on 14 May 2004, is a public limited company incorporated and domiciled in India. The registered office of the Holding Company is located at SanRaj Corporate Park - 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai - 400 064 . The Company was listed on BSE limited and National Stock Exchange of India Limited.

The Holding Company, and its subsidiaries (collectively referred to as the "Group") are technology service providers for mobile communications industry with a focus on enterprise messaging except for Call 2 Connect India Private Limited which operates as a call centre. The Group is a cloud communication provider to enterprises, over-the-top players and mobile network operators except for Call 2 Connect India Private Limited which operates as a call center.

The consolidated financial statements (hereinafter referred to as CFS) for the year ended 31 March 2026 were approved by the board of directors and authorized for issue on 07 May 2026.

B. (a) All the Indian Accounting Standards ('Ind AS') issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the consolidated financial statements are authorized, have been considered in preparing these consolidated financial statements.

(b) Application of new and revised Indian Accounting Standards (Ind AS) Amendments to Ind AS 21 - Lack of exchangeability

MCA via notification dated 7 May 2025, announced amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The Group has reviewed the amendment and based on its evaluation, has determined that it does not have any material impact on the consolidated financial statements.

Classification of liabilities as current or non-current and non-current liabilities with covenants - Amendments to Ind AS 1

MCA via notification dated 13 August 2025 announced amendments to Ind AS 1, Presentation of Financial Statements'. The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants.

The Group has no impact of this amendment in its classification criteria of current and non-current liabilities.

Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

MCA via notification dated 13 August 2025 announced amendments to Ind AS 7, Statement of Cash Flows and Ind AS 107, 'Financial Instruments: Disclosures' which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cashflows and exposure to liquidity risk.

The Group has reviewed the amendment and based on its evaluation, has determined that it does not have any material impact on the consolidated financial statements.

International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

MCA via notification dated 13 August 2025 announced amendments to Ind AS 12, Income Taxes, which includes:

- a temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules; and
- additional disclosure requirements targeted at a reporting entity's exposure to income taxes in periods in which the Pillar Two Model legislation is enacted or substantively enacted but not yet in effect.

The Group has reviewed the amendment and based on its evaluation, has determined that it does not have any significant impact on the consolidated financial statements.

C. Material accounting policies and assumptions

(i) Statement of compliance

The Group has prepared its consolidated financial statements in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions under the Act (as amended).

The consolidated financial statements have been prepared on a going concern basis and using material accounting policies summarized in the policies mentioned below. These accounting policies have been used throughout all periods presented in the consolidated financial statements, unless otherwise stated.

(ii) Functional and presentation currency

The consolidated financial statements are presented in Indian rupee (₹), which is also the Group's functional currency. All amounts have been rounded off to the nearest crores, unless otherwise stated.

(iii) Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and accrual basis, except for the following assets and liabilities:

i) Certain financial assets and liabilities that are measured at fair value

ii) Defined benefit plans-plan assets measured at fair value

(iv) Measurement of fair values

Certain accounting policies and disclosures of the Group require the measurement of fair values, for financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and it regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements Of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level I that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in note 36.

Estimates and judgments are continuously evaluated. They are based on historical experience and other factors including expectation of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

(v) Material accounting judgments, estimates and assumptions

Use of estimates and assumptions

The preparation of consolidated financial statements requires management to make estimates, assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosure concerning the items involved as well as of contingent assets and liabilities at the balance sheet date. The estimates and management's judgment are based on previous experience and other factor considered reasonable and prudent in the circumstances. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In order to enhance the understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements is as under:

- **Useful lives of property, plant and equipment and intangible assets**

  The Group reviews the useful lives of property, plant and equipment and intangible asset periodically. In case of any revision, the unamortised depreciation amount is charge over the remaining life of assets. Assets constructed on such leasehold properties are depreciated over their respective lease terms or useful life, whichever is lower.

- **Defined benefit obligation**

  Management's estimate of the DBO is based on a number of underlying assumptions such as standard rates of Inflation, mortality, discount rate and anticipation of future salary increases, variation in these assumptions may significantly impact the DBO amount and the annual benefit expenses.

- **Fair value measurement of financial instruments**

  When the fair value of financial assets and liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using certain valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as volatility risk, credit risk and volatility.

- **Evaluation of indicators for impairment of assets**

  The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amounts of assets

- **Impairment of Goodwill**

  The Group estimates the value-in-use of the cash generating unit (CGU) to which Goodwill is associated, based on the future cash flows after considering current economic conditions and trends, estimated future operating results and growth rate, applicable discount rate and anticipated future economic and regulatory conditions. The estimated cash flows are developed using internal forecasts. The discount rate used for the CGU's represent the weighted average cost of capital based on the historical market returns of comparable companies.

- **Share-based payments**

  At the end of each period, the group revises its estimates of the number of options that are expected to vest based on the non-market vesting services and conditions. It recognises the impact of the revision to original estimates, if any, in the consolidated statement of profit and loss, with a corresponding adjustment to the equity.

- **Contingent liabilities**

  At each balance sheet date basis the management's judgment, changes in facts and legal aspects, the Group assesses the requirement of provisions against the outstanding contingent liabilities. However, the actual future outcome may be different from this judgment.

- **Research and development costs**

  Management monitors progress of internal research and development projects by using a project judgment as required in distinguishing research from the development phase. Development costs are recognized as an asset when all the criteria are met, whereas research costs are expensed as incurred.

  Management also monitors whether the recognition requirements for development costs continue to be met. This is necessary due to inherent uncertainty in the economic success of any product development.

- **Allowance for expected credit loss**

  Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. In accordance with Ind AS, impairment allowance has been determined based on Expected Credit Loss (ECL) model. Estimated irrecoverable amounts are based on the ageing of the receivable balance and historical experience. Individual trade receivables are written off if the same are not collectible.

- **Leases**

  The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Leases ("Ind AS 116"). Identification of a lease requires significant judgment. The Group uses significant judgment in assessing the lease term (Including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non- cancellable period of a lease.

Use of judgments

- **Recognition of deferred tax assets**

  The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the Group's future taxable income (support by reliable evidence) against which the deferred tax assets can be utilized.

(vi) Principles of Consolidation and equity accounting

Subsidiaries

The consolidated financial statements incorporate the financial statements of Route Mobile Limited (RML) and entities controlled by RML and its subsidiaries.

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date by the control ceases.

The Group combines the financial statements of the parent and its subsidiaries, line by line by adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. The financial statements of the parent company and its subsidiaries have been consolidated using uniform accounting policies. When necessary, adjustments are made to the financial statements of the subsidiaries to bring their accounting policies in line with the Group's accounting policies.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet.

Refer note 43 for the list of subsidiaries considered in the consolidated financial statements. Subsidiaries are consolidated from the date on which effective control is acquired and are excluded from the date that control ceases.

(vii) Current/non-current classification

All assets and liabilities have been classified as current and non-current as per the Group's normal operating and other criteria set out in the Schedule III to the Act.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(a) it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle.

(b) it is held primarily for the purpose of being traded.

(c) it is expected to be realized within 12 months after the reporting date; or

(d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(a) it is expected to be settled in the Group's normal operating cycle.

(b) it is held primarily for the purpose of being traded.

(c) it is due to be settled within 12 months after the reporting date; or

(d) the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(viii) Revenue recognition

Revenue from rendering of services

Revenue from contracts with customers includes revenue for the provision of services. Revenue from contracts with customers is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group determines at contract inception whether each performance obligation will be satisfied (i.e. control will be transferred) over time or at a point in time.

Revenue from contract with customers is recognised when the Group satisfies performance obligation by transferring promised services to the customer. Performance obligations may be satisfied at a point of time or over a period of time. Performance obligations satisfied over a period are recognised as per the term of relevant contractual agreements/ arrangements. performance obligations are said to be satisfied at a point of time when the customers obtains controls of the asset

a. Revenue from messaging services– The Group recognises revenue based on the usage of messaging services. The revenue is recognised when the Group's services are used based on the specific terms of the contract with customers.

   Revenue in excess of invoicing are classified as unbilled revenue while invoicing/collections in excess of revenue for services to be performed in future are recorded as deferred revenue/advances from customers.

Liquidated damages and penalties are accounted as per the contract terms wherever there is a delayed delivery attributable to the Group and when there is a reasonable certainty with which the same can be estimated.

b. Interest income for all debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(ix) Trade receivables

Trade receivables are amounts due from customers for sale of messaging services in the ordinary course of business and reflects entity's unconditional right to consideration because only the passage of time is required before the payment is due, which are otherwise recorded as contract assets. No significant element of financing is deemed present.

(x) Leases

Group as a lessee — Right of use assets and lease liabilities

A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration',

Classification of leases

The Group enters into leasing arrangements for various assets. The assessment of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/purchase etc.

Recognition and initial measurement of right of use assets

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate Of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

Subsequent measurement of right of use assets

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

Lease Liabilities

At lease commencement date, the Group measures the lease liability at the present value of the lease payments paid at that date, discounted using the interest late implicit in the lease if that late is readily available or the Group's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset. The Group has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these short-term leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

The Group has elected to account for short-term leases using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these short-term leases arc recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.

(xi) Borrowing costs

Borrowing cost includes interest expense as per effective interest rate (EIR). Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for its intended use or sale. All Other borrowing costs are expensed in the year they occur.

(xii) Foreign currency

Functional and presentation currency

Items included in the consolidated financial statements of the Group are measured using the Currency of the primary economic environment in which the entity operates ('the functional currency), The consolidated financial statements have been prepared and presented in Indian Rupees (INR), which is the Group's functional and presentation currency.

Transactions and balances

Foreign currency transactions are recorded in the functional currency, by applying to the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the balance Sheet date are converted to functional currency using the closing rate. Non-monetary items denominated in a foreign currency which are carried at historical cost are reported using the exchange rate at the date of the transaction.

Exchange differences arising on monetary items on settlement, or restatement as at reporting date, at rates different from those at which they were initially recorded, are recognized in the statement of profit and loss in the year in which they arise.

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(a) Assets and liabilities are translated at the closing rate on the balance sheet date

(b) Income and expenses are translated at the average exchange rate (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated based on rates prevailing at the date of transaction).

(c) All resulting exchange differences are recognised in other comprehensive income

When a foreign operation is sold, the associated exchange differences arc reclassified to statement of profit and loss, as part of the gain or loss on sale.

Fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

(xiii) Taxes

Tax expense comprises current and deferred tax. Current and deferred tax is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or other comprehensive income ('OCI').

The current income tax includes income taxes payable by the Group computed in accordance with the tax laws applicable in the jurisdiction in which the parent company and its subsidiaries operates and generates taxable income. Advance taxes and provision for current income tax are presented in the balance sheet after offsetting the advance tax paid and income tax provision arising in the same jurisdiction and where the relevant tax paying units intend to settle the asset and liability on a net basis.

The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received after considering uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Deferred income tax is recognised using balance sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of recognition.

Deferred tax assets are recognised to the extent future taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets are reviewed at each reporting date and reduced to the extent it is no longer probable that sufficient taxable profit will be available to allow deferred income tax assets to be utilised. At each reporting date, the Group re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investment in subsidiaries where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

(xiv) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

All financial assets are recognized initially at fair value, plus, in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset.

However, trade receivables that do not contain a significant financing component are measured at transaction price.

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which arc measured initially at fair value.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in the statement of profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income('FVOCI'),

(i) Non-derivative financial assets

Subsequent measurement

Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows. and
- Contractual terms of the asset give rise on specified dates to cash flows that arc solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

Financial assets are measured at 'Fair value through other comprehensive income' (FVOCI) if these financial assets are held within a business model whose objective is to hold these assets in Older to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amounts are taken through OCI, except for the recognition of impairment gains or losses and interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses), Interest income from these financial assets are included in other income using the effective interest rate method.

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at 'Fair value through the statement of profit and loss' (FVPL).

Investments in equity instruments of subsidiaries

These are measured at cost in accordance with Ind AS 27 'Separate Financial Statements'.

De-recognition of financial assets

A financial asset is de-recognised when the contractual rights to receive cash flows from the asset have expired or the Group has transferred its rights to receive cash flows from the asset.

(ii) Non-derivative financial liabilities

Subsequent measurement

Subsequent to initial recognition, all non-derivative financial liabilities arc measured at amortised cost using the effective interest method.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

(xv) Cash and cash equivalents

Cash and cash equivalents include cash and cash-on-deposit with banks. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

(xvi) Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated,

(xvii) Property plant and equipment and capital work-in-progress

Recognition and measurement

Property, plant and equipment are carried at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price and other non-refundable taxes or levies and any directly attributable cost of bringing the asset to its working condition for its intended use, any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent expenditure

Subsequent expenditures related to an item of property, plant and equipment are added to its book value only if it is probable that future economic benefits associated with the item will flow to the enterprise and the Cost of the item can be measured reliably.

Depreciation

Depreciation in respect of all the assets is provided on written down value method over their useful lives, as estimated by the management, Useful lives so estimated are in line with the useful lives indicated by Schedule II of the Act except for lease hold improvements which have been depreciated over the useful lives or on the period of underlying lease agreement, whichever is lower and in the case of severs and networks (part of computers) which are based per technical evaluation. Depreciation is charged on a pro-rata basis for assets purchased/sold during the year

Depreciation method, useful lives and residual values arc reviewed at each financial year-end and adjusted if appropriate. Based on the management evaluation the useful lives as given above best represent the period over which management expects to use these assets.

The estimated useful life of main category of property, plant and equipment are:-

Class of assets	Estimated useful life in (years)
Furniture and fixtures	5 to 10 years
Office equipment	5 to 10 years
Computers	3 to 5 years
Vehicles	3 to 10 years
Building	60 years

Leasehold improvements are depreciated over useful life or lease term whichever is earlier.

Servers and networks are depreciated over a period of five years on written down value (WDV) method, based on internal assessment and technical evaluation carried out by the management, and which represents the period over which they expect to use these assets.

Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in the consolidated statement of profit and Loss.

Capital work-in-progress

Expenditure incurred during the period of construction, including all direct and indirect expenses, incidental and related to construction, is carried forward and on completion, the costs are allocated to the respective property, plant and equipment. Capital work-in-progress also includes assets pending installation and not currently available for intended use.

(xviii) Intangible assets

Recognition and measurement

Intangible assets that are acquired by the Group are measured initially at cost. After initial recognition, an intangible asset is carried at its cost less accumulated amortisation and accumulated impairment loss, if any

Subsequent expenditure

Subsequent expenditures related to an item of intangible assets are added to its book value only if it is probable that future economic benefits associated with the item will flow to the enterprise and the Cost of the item can be measured reliably.

Goodwill

Goodwill is initially recognised based on accounting policy for business combinations and is tested for impairment annually

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the written down value method/straight line basis, and is included in depreciation and amortisation in the statement of profit and loss.

Computer software and technical know-how is amortized over a period of three years on WDV method

Following table summarises the nature of intangible and their estimated useful lives and amortised on a straight-line basis: -

Class of assets	Estimated useful life in (years)
License	3 years
Software	3 to 5 years
Customer relationship	4 to 10.75 years
Non-compete fees	4 to 7.5 years
Technology platform	7 years
Trusense	5 years

Amortisation method, useful lives and residual values are reviewed at each financial yearend and adjusted if appropriate.

(xix) Research and development

Expenses on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognised in the consolidated statement of profit and loss as incurred.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits arc probable, the assets are controlled by the Group, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in the consolidated statement of profit and loss as incurred.

(xx) Impairment

(i) Impairment of financial instruments: financial assets

The Group assesses on a forward-looking basis the expected credit losses associated with its financial assets and impairment methodology depends on whether there has been a significant increase in credit risk.

Trade receivables

In respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

Other financial assets

In respect of its other financial assets, the Group assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Group measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

(ii) Impairment of non-financial assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets and group of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount.

Recoverable amount is higher of an assets or cash generating unit's selling price and its value in use. Value in use is the present value of estimated future cash flows expected to raise from continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting years may no longer exist or may have decreased.

(xxi) Employee benefits

The group's obligations towards various employee benefits expenses have been recognised as follows:

(i) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Compensated absences

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year are treated as short-term employee benefits. fic obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

(ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions for employee provident fund to Government administered provident fund scheme, which are defined contribution plans. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the statement of profit and loss in the years during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

(iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's gratuity benefit scheme is a defined benefit plan. The Group's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior years, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In Older to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in other comprehensive income (OCI). The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the year as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain) or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

When the benefits of a plan are improved, the portion of the increased benefit related to past service by employees is recognised in statement of profit and loss on a straight-line basis over the average period until the benefits become vested.

(iv) Other long-term employees' benefits

The Group 's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return of their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurement gains or losses are recognised in profit or loss in the year in which they arise.

(xxii) Provisions, contingent liabilities and contingent assets

Provisions are recognized when the Group has a present (legal or constructive) obligation as a result of past events, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Provisions required to settle are reviewed regularly and are adjusted where necessary to reflect the current best estimates of the obligation. Provisions arc discounted to their present values, where the time value of money is material.

Contingent liability is disclosed unless the likelihood of an outflow of resources is remote and there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources.

Contingent assets are disclosed only when inflow of economic benefits therefrom is probable and recognize only when realization of income is virtually certain.

Provision for onerous contracts

A provision for onerous contracts is recognised in the profit or loss when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract.

(xxiii) Earnings per share

Basic earnings per share is calculated by dividing net profit after tax (excluding other comprehensive income) by the weighted average number of equity shares outstanding during the year.

For the purposes of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares

(xxiv) Share based payments

Share-based compensation benefits are provided to employees via the "Route Mobile Limited" Employee Stock Option Plan 2017 and 2021 (the 'ESOP Scheme'). The fair value of options granted under the Employee Stock Option Plan 2017 and 2021 is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to serve or hold shares for a specific period of time).

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

The Holding Company has created a Route Mobile Employee Welfare Trust (ESOP Trust) for implementation of the said ESOP scheme. The Company allots shares to the ESOP Trust.

(xxv) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance, based on such assessment, the Group currently has only one operating segment and two geographical segments viz. domestic market and international market.

(xxvi) Treasury shares (Shares held by the ESOP Trust)

The Holding Company uses the ESOP Trust as a vehicle for distributing shares to employs under the employee remuneration schemes.

The Holding Company treats ESOP trust as its extension and shares held by ESOP Trust arc treated as treasury shares. Share options exercised during the reporting period are satisfied with treasury shares. The consideration paid for treasury shares including any directly attributable incremental cost is presented as a deduction from total equity, until they are cancelled, sold or reissued. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is transferred to/from retained earnings.

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(₹ in crores, unless otherwise stated)

2 (a) Property, plant and equipment

Particulars	Building	Furniture and fixtures	Leasehold improve-ments	Vehicles	Office equipment	Computers	Total
Gross block							
Balance as at 1 April 2024	**15.66**	**17.37**	**2.38**	**3.15**	**8.94**	**51.67**	**99.17**
Additions	0.72	3.29	-	-	0.75	3.30	8.06
Disposals/Adjustment	-	(1.50)	-	(3.03)	(0.09)	(0.30)	(4.92)
Foreign currency translations adjustment	0.22	0.04	-	0.00	(0.07)	0.38	0.57
Balance as at 31 March 2025	**16.60**	**19.20**	**2.38**	**0.12**	**9.53**	**55.05**	**102.87**
Additions	-	1.05	0.37	-	1.30	3.44	6.16
Disposals/Adjustment	-	(4.03)	-	-	(4.10)	(7.71)	(15.84)
Foreign currency translations adjustment	0.96	0.29	-	-	0.95	1.63	3.83
Balance as at 31 March 2026	**17.56**	**16.51**	**2.75**	**0.12**	**7.68**	**52.41**	**97.02**
Accumulated depreciation							
Balance as at 1 April 2024	**4.75**	**8.03**	**2.38**	**2.91**	**6.28**	**37.05**	**61.40**
Charge for the year	0.54	1.78	-	0.03	1.01	6.53	9.89
Reversal on disposal of property, plant and equipment	-	(0.42)	-	(2.81)	(0.05)	-	(3.29)
Foreign currency translations adjustment	0.06	0.03	-	-	(0.07)	0.61	0.63
Balance as at 31 March 2025	**5.35**	**9.42**	**2.38**	**0.12**	**7.17**	**44.19**	**68.63**
Charge for the year	0.53	1.87	0.00	0.00	0.88	5.21	8.49
Reversal on disposal of property, plant and equipment	-	(3.00)	-	-	(3.86)	(6.52)	(13.38)
Foreign currency translations adjustment	0.31	0.29	-	-	0.87	1.42	2.89
Balance as at 31 March 2026	**6.19**	**8.58**	**2.38**	**0.12**	**5.06**	**44.30**	**66.62**
Net block							
Balance as at 31 March 2025	**11.25**	**9.78**	**-**	**-***	**2.36**	**10.86**	**34.25**
Balance as at 31 March 2026	**11.37**	**7.93**	**0.37**	**-***	**2.62**	**8.11**	**30.40**

Notes:

(i) The title deeds of the immovable properties are held in the name of the Group, except as mention below:

Title deeds of immovable properties not held in the name of the Group:

Particulars	Description of the item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter or director	Property held since which date	Reason for not being held in the name of the Company
Property, plant and equipment (in the books of one of the subsidiaries)	Building	10.13	Rajdipkumar Gupta and Sandipkumar Gupta	Erstwhile promoters of the Holding Company	21 September 2017	Refer note (a) below

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(₹ in crores, unless otherwise stated)

a. Due to legal restriction in Dubai, through nominee agreement, one of the subsidiary companies situated in Dubai ('Dubai subsidiary') has nominated Rajdipkumar Gupta and Sandipkumar Gupta to buy the property on its behalf for the benefit of the Dubai subsidiary and also to ensure compliance with Dubai Emirate laws.

(ii) There are no capital commitments as at the balance sheet date.

*Rounded off to nil

2 (b) Capital work-in-progress (CWIP)

Particulars	Amount
Balance as at 1 April 2024	-
Additions	1.36
Capitalised during the year	1.25
Balance as at 31 March 2025	**0.11**
Additions	1.53
Capitalised during the year	0.11
Balance as at 31 March 2026	**1.53**
Balance as at 31 March 2025	0.11
Balance as at 31 March 2026	1.53

Capital work-in-progress (CWIP) ageing schedule

As at 31 March 2026

	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	1.53	-	-	-	-
Project temporarily suspended	-	-	-	-	-
Total	**1.53**	**-**	**-**	**-**	**-**

As at 31 March 2025

	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	0.11	-	-	-	-
Project temporarily suspended	-	-	-	-	-
Total	**0.11**	**-**	**-**	**-**	**-**

Note:

There is no capital work-in-progress (CWIP) thar are overdue or have exceeded their original plan/budget in any of the above reported years.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

3 (a) Right-of-use assets

Particulars	Server	Building	Total
Gross block			
Balance as at 1 April 2024	**5.39**	**52.42**	**57.81**
Additions	-	11.95	11.95
Adjustments	-	(5.04)	(5.04)
Foreign currency translations adjustment	-	0.63	0.63
Balance as at 31 March 2025	**5.39**	**59.96**	**65.35**
Additions	-	32.87	32.87
Adjustments	-	(37.01)	(37.01)
Foreign currency translations adjustment	-	1.34	1.34
Balance as at 31 March 2026	**5.39**	**57.16**	**62.55**
Accumulated depreciation			
Balance as at 1 April 2024	**1.62**	**30.22**	**31.84**
Charge for the year	1.08	9.39	10.47
Reversal on disposal of assets	-	(1.98)	(1.98)
Foreign currency translations adjustment	-	0.64	0.64
Balance as at 31 March 2025	**2.70**	**38.27**	**40.97**
Charge for the year	1.08	11.51	12.59
Reversal on disposal of assets	-	(33.36)	(33.36)
Foreign currency translations adjustment	-	1.10	1.10
Balance as at 31 March 2026	**3.78**	**17.52**	**21.30**
Net block			
Balance as at 31 March 2025	**2.69**	**21.69**	**24.38**
Balance as at 31 March 2026	**1.61**	**39.64**	**41.25**

3 (b) Other intangible assets

Particulars	Computer software	License	Technical know-how	Software	Customer relationship	Non - compete fees	Trusense	Technology platform	Total
Gross block									
Balance as at 1 April 2024	**21.72**	**14.92**	**3.81**	**10.36**	**305.71**	**49.97**	**5.81**	**124.11**	**536.41**
Additions	3.85	1.18	-	-	-	-	-	-	5.03
Foreign currency translations adjustment	0.68	(0.02)	-	-	11.54	1.66	(0.32)	4.48	18.02
Balance as at 31 March 2025	**26.25**	**16.08**	**3.81**	**10.36**	**317.25**	**51.63**	**5.49**	**128.59**	**559.46**
Additions	0.84	3.99	-	-	-	-	-	38.52	43.34
Foreign currency translations adjustment	1.83	0.22	-	-	34.54	5.48	1.44	20.41	63.92
Balance as at 31 March 2026	**28.92**	**20.29**	**3.81**	**10.36**	**351.79**	**57.11**	**6.93**	**187.52**	**666.72**

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(₹ in crores, unless otherwise stated)

Particulars	Computer software	License	Technical know-how	Software	Customer relationship	Non - compete fees	Trusense	Technology platform	Total
Accumulated amortisation									
Balance as at 1 April 2024	**16.62**	**9.21**	**3.58**	**10.36**	**106.68**	**29.27**	**-**	**39.24**	**214.96**
Charge for the year	3.83	2.89	0.04	-	30.91	11.79	1.13	18.13	68.72
Foreign currency translations adjustment	0.24	(0.01)	-	-	4.70	1.15	(0.03)	1.72	7.77
Balance as at 31 March 2025	**20.69**	**12.09**	**3.62**	**10.36**	**142.29**	**42.21**	**1.10**	**59.09**	**291.45**
Charge for the year	2.80	3.20	-	-	32.62	9.66	1.20	21.05	70.53
Foreign currency translations adjustment	1.30	0.08	-	-	17.23	5.16	0.46	8.12	32.35
Balance as at 31 March 2026	**24.79**	**15.36**	**3.62**	**10.36**	**192.14**	**57.03**	**2.76**	**88.26**	**394.33**
Net block									
Balance as at 31 March 2025	**5.56**	**3.99**	**0.19**	**-**	**174.96**	**9.42**	**4.39**	**69.50**	**268.01**
Balance as at 31 March 2026	**4.13**	**4.93**	**0.19**	**-**	**159.65**	**0.08**	**4.17**	**99.26**	**272.40**

*Rounded off to nil

Notes

As at 31 March 2026, description, net carrying amount and remaining amortisation period of individual intangible asset which is material to the financial statements, acquired on acquisition are as follows:

Class of intangible assets	Net carrying amount	Estimated remaining amortisation period	Acquired on account of acquisition of
Customer relationship	70.32	5.9 years	MR Messaging FZE
Technology platform	32.95	2.9 years	MR Messaging FZE
Customer relationship	63.15	5.6 years	Masivian S.A.S
Technology platform	23.94	2.6 years	Masivian S.A.S

3 (c) Intangible assets under development

	As at 31 March 2026	As at 31 March 2025
Opening balance	**32.36**	**25.59**
Additions during the year	9.41	10.82
Foreign exchange translations adjustment	3.53	(1.65)
Capitalised during the year	(39.06)	(2.40)
Closing balance	**6.24**	**32.36**

Intangible assets under development ageing schedule

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

As at 31 March 2026

	Asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	6.24	-	-	-	6.24
Project temporarily suspended	-	-	-	-	-
Total	**6.24**	**-**	**-**	**-**	**6.24**

As at 31 March 2025

	Asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	6.77	11.58	14.01	-	32.36
Project temporarily suspended	-	-	-	-	-
Total	**6.77**	**11.58**	**14.01**	**-**	**32.36**

Note:

There are no intangible assets under development thar are overdue or have exceeded their original plan/ budget in any of the above reported years.

4 Goodwill

Particulars	Goodwill
Balance as at 1 April 2024	**512.51**
Impairment of goodwill (refer note 33.2)	(40.44)
Foreign currency translations adjustment	18.88
Balance as at 31 March 2025	**490.95**
Impairment of goodwill (refer note 33.2)	-
Foreign currency translations adjustment	54.73
Balance as at 31 March 2026	**545.68**

Goodwill was tested for impairment in accordance with the Group's procedure for determining the recoverable value of such assets which is done annually, or more frequently when there is an indication for impairment. The aggregated carrying amounts of goodwill allocated to each unit are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Masivian S.A.S	292.76	260.42
MR Messaging FZE	126.13	114.20
365Squared Limited	83.01	73.64
Route Mobile Communication Limited (formerly known as Interteleco International For Modern Communication Services)	11.56	10.47
Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.)	13.67	13.67
Sarv Webs (division)	9.22	9.22
Call 2 Connect India Private Limited	8.16	8.16
TeleDNA (division)	1.07	1.07
Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited)	0.10	0.10
Net utilisation	**545.68**	**490.95**

The recoverable amount is based on a value-in-use calculation using the discounted cash flow method. Value in use has been determined by discounting the future cash flows generated from the continuing use of the unit. The calculation of the value in use for specific units where impairment trigger existed and consequent impairment assessment was done, is based on the following key assumptions:

Particulars	Send Clean Private Limited	365 Squared Limited	Call 2 Connect India Private Limited	Masivian S.A.S	Tele DNA (division)	Route Mobile Communication Limited	MR Messaging FZE	Sarv Webs (division)
Discount rate	18.62%	19.74%	15.46%	18.78%	18.62%	19.00%	20.84%	18.62%
Terminal value growth rate	4.00%	2.00%	4.00%	3.50%	4.00%	2.00%	2.00%	4.00%
Period considered for discounting	5 years	5 years	5 years	5 years	5 years	5 years	5 years	5 years

The cash flow projections include specific estimates and is based on terminal growth rate thereafter.

The above assumptions are reviewed annually as part of management's budgeting and strategic planning cycles. These estimates may differ from actual results. The values assigned to each of the key assumptions reflect the management's past experience as their assessment of future trends, and are consistent with external/internal sources of information. Based on the above assumptions and analysis, no impairment was identified for any of the CGU as at 31 March 2026 as the recoverable value of the CGU exceeded the carrying value.

The Group has performed sensitivity analysis around the base assumptions and has concluded that no reasonable change in any of the above key assumptions would cause the carrying amount of the CGUs to exceed their recoverable amount.

5 Other non-current financial assets

(Unsecured, considered good)

	As at 31 March 2026	As at 31 March 2025
Security deposits	8.14	6.57
Bank deposits with maturity of more than 12 months	9.26	15.67
	17.40	**22.24**

6 (a) Deferred tax assets (net)

	As at 31 March 2026	As at 31 March 2025
Deferred tax assets arising on account of:		
Property, plant and equipment and intangible assets	1.84	1.14
Impact of right-of-use assets and lease liabilities	0.15	0.57
Provision for employee benefit expenses	3.00	2.35
Carried forward business losses	15.52	2.28
Provision for loss allowance	1.17	0.74
Share options outstanding	4.83	8.00
Total deferred tax assets	**26.51**	**15.08**
Deferred tax liability arising on account of:		
Net gain on financial assets designated as FVTPL	1.76	1.53
Total deferred tax liabilities	**1.76**	**1.53**
Deferred tax assets (net)	**24.75**	**13.55**

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(₹ in crores, unless otherwise stated)

6 (b) Deferred tax liabilities (net)

	As at 31 March 2026	As at 31 March 2025
Deferred tax liability arising on account of:		
On business combination	36.66	41.54
Deferred tax liabilities (net)	**36.66**	**41.54**

Deferred income of taxes are not provided on the undistributed earnings of subsidiaries where it is expected that earnings of the subsidiary will not be distributed in the foreseeable future and the Holding Company controls the timing of reversal of this temporary differences.

7 Income-tax assets (net)

	As at 31 March 2026	As at 31 March 2025
Advance income tax (net of provision)	53.57	47.78
	53.57	**47.78**

8 Other non-current assets

	As at 31 March 2026	As at 31 March 2025
Capital advances	10.38	5.03
Advances other than capital advances:		
- Prepaid expenses	1.53	1.97
- Advance to suppliers (refer note 33.4)	4.17	149.03
	16.08	**156.03**

9 Investments

	As at 31 March 2026	As at 31 March 2025
Investments carried at fair value through profit or loss (FVTPL)		
Investments in mutual funds - Unquoted		
Axis Banking and PSU Debt Fund - Growth 30,535.80 units (31 March 2025: 30,535.80)	8.31	7.88
HSBC Corporate Bond Fund - Regular plan (formerly known as L&T Triple Ace Bond Fund -Growth) 1,147,660.27 units (31 March 2025: 1,147,660.27)	8.69	8.20
	16.99	**16.07**
Aggregate amount of unquoted investments	16.99	16.07

10 Trade receivables

(Unsecured)

	As at 31 March 2026	As at 31 March 2025
Considered good*	914.33	936.91
Less: Allowance for expected credit loss	(4.93)	(4.14)
Trade receivables - credit impaired	6.30	1.40
Less: Allowance for expected credit loss	(6.30)	(1.40)
	909.40	**932.77**

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

(a) Trade receivables consist of the following:

	As at 31 March 2026	As at 31 March 2025
Trade receivables - from others	766.65	834.99
Receivables from related parties (Refer note 37(c))	153.98	103.32
	920.63	**938.31**
Less: Allowance for expected credit loss	(11.23)	(5.54)
Total	**909.40**	**932.77**

*Includes ₹ 1.01 crores (31 March 2025: ₹ 0.96 crores) due from companies in which director of the Group is a director.

Notes:

(a) The movement in allowance for expected credit loss

	As at 31 March 2026	As at 31 March 2025
Balance in the beginning of the year	5.54	4.78
Additions during the year (net)	5.49	0.76
Foreign exchange translations adjustment	0.19	0.00
Balance at the end of the year	**11.23**	**5.54**

(b) Trade receivables ageing schedule

As at 31 March 2026

Particular	Outstanding for following periods from due date of payment							
	Unbilled	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables-considered good	142.24	378.07	348.83	28.68	14.86	1.37	0.28	914.33
Undisputed trade receivables-credit impaired	-	*-	0.39	2.24	2.39	0.43	0.85	6.30
								920.63
Less: Allowance for expected credit loss								(11.23)
Total								**909.40**

As at 31 March 2025

Particular	Outstanding for following periods from due date of payment							
	Unbilled	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables-considered good	122.38	495.78	280.36	19.73	15.26	3.03	0.37	936.91
Undisputed trade receivables-credit impaired	-	-	-	-	0.17	0.23	1.00	1.40
								938.31
Less: Allowance for expected credit loss								(5.54)
Total								**932.77**

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

(c) Refer note 37 for information about credit risk and market risk of trade receivables

(d) Refer note 39 for amount recoverable from related parties.

(e) Trade receivables are non-interest bearing and are generally in line with applicable industry norms

(f) Trade receivables credit period given to customer range upto 90 days.

(g) Trade receivables as at 01 April 2024 is ₹ 1,071.58 crores.

*Rounded off to nil.

11 Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Balances with banks		
- in current accounts	393.65	342.49
- in EEFC accounts	340.53	308.10
- wallets balances*	0.00	-
Bank deposit with original maturity of less than 3 months	145.90	199.78
Cash on hand	0.04	0.03
	880.12	**850.40**

*Rounded off to nil.

Notes:

1. There are no repatriation restriction with regard to cash and cash equivalent as at the reporting date.

12 Bank balances other than cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Bank deposit with maturity more than 3 months but less than 12 months (refer note below)	413.09	299.60
Balances with bank held as bank guarantee (refer note 44)	95.46	182.72
	508.55	**482.33**

Note:

Held as lien by bank against borrowing amounting to nil as on 31 March 2026 (as on 31 March 2025: ₹ 102.80 crores)

13 Other current financial assets

(Unsecured, considered good)

	As at 31 March 2026	As at 31 March 2025
Security deposits	5.24	104.85
Interest accrued but not due on deposits	19.81	24.08
Other receivables (refer note below)	3.09	2.88
Loan to others	0.23	0.23
	28.37	**132.04**

Note:

Includes ₹ 0.25 crores (31 March 2025: ₹ 0.45 crores) receivables from related party.

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(₹ in crores, unless otherwise stated)

14 Other current assets

	As at 31 March 2026	As at 31 March 2025
Prepaid expenses	10.04	8.15
Advance to suppliers	150.38	271.38
Balance with government authorities	43.08	42.92
	203.50	**322.45**

15 Equity share capital

	As at 31 March 2026	As at 31 March 2025
Authorised capital		
100,000,000 (31 March 2025: 100,000,000) equity shares of ₹ 10 each	100.00	100.00
Issued, subscribed and fully paid up		
63,003,082 (31 March 2025: 62,997,582) equity shares of ₹ 10 each	63.00	63.00
	63.00	**63.00**

(a) Reconciliation of equity shares outstanding as at the beginning and at the end of the year

	As at 31 March 2026		As at 31 March 2025	
	Number	Amount	Number	Amount
Balance at the beginning of the year	62,997,582	63.00	62,788,532	62.79
Add: Issue of equity shares on exercise of employee stock options	5,500	-*	209,050	0.21
Balance at the end of the year	**63,003,082**	**63.00**	**62,997,582**	**63.00**

* Rounding off to nil

(b) Shares held by Promoters and Promoters' Group at the end of the year

As at 31 March 2026:

Name of promoter and promoters group	No. of shares at the beginning of the year	Change during the year	No. of shares at the year end	% of total shares	% change during the year
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	47,158,713	-	47,158,713	74.85%	-

As at 31 March 2025:

Name of promoter and promoters group	No. of shares at the beginning of the year	Change during the year	No. of shares at the year end	% of total shares	% change during the year
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	-	47,158,713	47,158,713	74.86%	100.00%
Rajdipkumar Gupta	9,257,143	9,257,143	-	0.00%	-100.00%
Sandipkumar Gupta	9,257,143	9,257,143	-	0.00%	-100.00%
Chandrakant J Gupta (HUF)	360,000	360,000	-	0.00%	-100.00%
Rajdipkumar C Gupta (HUF)	300,000	300,000	-	0.00%	-100.00%
Sandipkumar C Gupta (HUF)	300,000	300,000	-	0.00%	-100.00%
Chandrakant Jagannath Gupta	2,300,000	2,300,000	-	0.00%	-100.00%
Chamelidevi Chandrakant Gupta	2,300,000	2,300,000	-	0.00%	-100.00%
Sarika R Gupta	3,695,000	3,695,000	-	0.00%	-100.00%
Sunita S Gupta	3,645,000	3,645,000	-	0.00%	-100.00%
CC Gupta Family Trust	5,000,000	5,000,000	-	0.00%	-100.00%

(c) Rights, preferences and restrictions attached to equity shares

The Holding Company has one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors of the Holding Company is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Holding Company after distribution of all preferential amounts and the distribution will be in proportion to the number of equity shares held in the Holding Company.

(d) Shareholders holding more than 5% of the shares

	As at 31 March 2026		As at 31 March 2025	
	Number of shares	% of holding	Number of shares	% of holding
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	47,158,713	74.85%	47,158,713	74.86%

(e) Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option plan (ESOP), refer note 46.

(f) Ordinary shares allotted as fully paid pursuant to contract(s) without payment being received in cash during the period of immediately preceding five years: Nil

(g) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared aggregate number and class of shares allotted as fully paid-up by way of bonus share: Nil

(h) Aggregate number and class of shares bought back during the year of immediately preceding five years:

861,021 equity shares were bought back by the Holding Company during the year ended 31 March 2023.

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(₹ in crores, unless otherwise stated)

16 Other equity

	As at 31 March 2026	As at 31 March 2025
(i) Reserves and surplus		
(a) Retained earnings	1,461.30	1,291.48
(b) Securities premium	981.86	981.69
(c) Statutory reserve	0.10	0.10
(d) Share options outstanding	30.99	31.06
(e) Capital redemption reserve	0.86	0.86
(ii) Other comprehensive income (OCI)		
(a) Foreign currency translation reserve	224.77	57.10
(b) Equity instruments through OCI	6.71	6.71
Total other equity	**2,706.59**	**2,369.00**

Notes:

A. Movement in reserves

(a) Retained earnings

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	1,291.48	1,043.09
Add: Profit for the year	239.02	318.85
Add: Other comprehensive income for the year	(0.73)	(1.22)
Less: Dividend	(69.30)	(69.23)
Add: Transfer from share options outstanding reserve	1.09	-
Less: Deferred tax	(0.26)	-
Balance at the end of the year	**1,461.30**	**1,291.48**

(b) Securities premium

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	981.69	975.09
Add: Issue of equity shares on exercise of employee stock options	0.17	6.60
Balance at the end of the year	**981.86**	**981.69**

(c) Statutory reserve

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	0.10	0.10
Balance at the end of the year	**0.10**	**0.10**

(d) Share options outstanding

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	31.06	28.09
Add: Issue of equity shares on exercise of employee stock options	1.02	2.97
Less: Transfer to retained earnings	(1.09)	-
Balance at the end of the year	**30.99**	**31.06**

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(₹ in crores, unless otherwise stated)

(e) Capital redemption reserve

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	0.86	0.86
Add: Movement during the year (net)	-	-
Balance at the end of the year	**0.86**	**0.86**

(ii) Other comprehensive income (OCI):

	As at 31 March 2026	As at 31 March 2025
(a) Foreign currency translation reserve		
Balance at the beginning of the year	57.10	32.86
Add: Movement during the year (net)	167.67	24.24
Balance at the end of the year	**224.77**	**57.10**
(b) Equity instruments through OCI		
Balance at the beginning of the year	6.71	6.71
Add: Movement during the year (net)	-	-
Balance at the end of the year	**6.71**	**6.71**

B. Nature and purpose of reserves

(i) Retained earnings

Retained earnings represents the profits earned by the Group till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(ii) Securities premium

Securities premium is credited when shares are issued at premium. These reserves are utilised in accordance with the provisions of the Companies Act, 2013.

(iii) Statutory reserve

The reserve is created by appropriating 10% of the net profits of Route Mobile LLC for the specific year as required by Article 9 of the Memorandum and Articles of Association of this entity.

(iv) Share options outstanding

This represents fair value of the stock options granted to eligible employees of the Group. The reserve will be utilised on exercise of the options.

(v) Capital redemption reserve

In accordance with Section 69 of the Companies Act, 2013, the Company creates capital redemption reserve equal to the nominal value of the shares bought back as an appropriation from securities premium.

(vi) Foreign currency translation reserve

Exchange difference arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit and loss when the net investment is disposed off.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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17 Non-current borrowings

	As at 31 March 2026	As at 31 March 2025
Secured: term loan from bank	-	311.65
Unsecured: term loan from bank	-	129.31
	-	**440.96**
Less: Current maturities of long-term borrowings (refer note 20)		
Secured: term loan from bank	-	(311.65)
Unsecured: term loan from bank	-	(129.31)
	-	**(440.96)**

Details of repayment, rate of interest and security for loans from bank:

Name of the bank	Maturity date	Terms of repayments	No. of installments pending as on 31 March 2026	Security	Installment amount as on 31 March 2026	Rate of interest	As at 31 March 2026	As at 31 March 2025
Standard Chartered Bank (securred)	03 June 2025	At the end of each quarter	-	Secured by bank deposit	-	Margin (which is 1.4% p.a.) plus compounded reference rate for that day i.e. 5.74% pa as on 31 March 2025	-	299.03
Yes Bank Limited (securred)	19 April 2025	At the end of each quarter	-	Secured by bank deposit	-	Margin (which is 2% p.a.) plus compounded reference rate for that day i.e. 4.29% pa as on 31 March 2025	-	10.48
ICICI Bank Limited (unsecurred)	21 January 2026	At the end of each quarter	-	-	-	Margin (which is 2% p.a.) plus compounded reference rate for that day i.e. 5.28% pa as on 31 March 2025	-	127.72
Total			**-**		**-**		**-**	**437.23**

Notes:

1) Amount of nil (31 March 2025: ₹ 0.46 crores) related to deferred expense towards processing charges is netted of against loan.

2) Holding Company has provided corporate guarantee for the above borrowings.

18 Other financial liabilities

	As at 31 March 2026	As at 31 March 2025
Security deposit	0.10	0.10
Payable on account of business combination	1.83	1.66
	1.93	**1.76**

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

19 Provisions

	As at 31 March 2026	As at 31 March 2025
Gratuity (refer note 41 (II))	9.51	7.62
	9.51	**7.62**

20 Borrowings

	As at 31 March 2026	As at 31 March 2025
Unsecured		
Current maturity of long-term borrowings (refer note 17)	-	437.23
Interest accrued but not due on borrowing	-	3.73
	-	**440.96**

21 Trade payables

	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises	1.31	0.92
Total outstanding dues of creditors other than micro enterprises and small enterprises	495.49	683.51
	496.80	**684.43**

The management has identified Micro and Small Enterprises on the basis of information available. Details of dues to micro and small enterprises as per the provisions of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) have been tabulated below:

Particulars	As at 31 March 2026	As at 31 March 2025
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- Principal amount	1.31	0.92
- interest thereon, included in finance cost	-	-
The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprise Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act 2006.	-	-

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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Ageing of trade payable:

As at 31 March 2026:

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	0.23	1.08	-	-	-	1.31
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	316.40	175.14	3.03	0.89	0.03	495.49
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**316.63**	**176.22**	**3.03**	**0.89**	**0.03**	**496.80**

As at 31 March 2025:

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total outstanding dues of micro enterprises and small enterprises	0.48	0.44	-	-	-	0.92
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	525.88	155.85	1.64	0.14	-	683.51
(iii) Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
(iv) Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	**526.36**	**156.29**	**1.64**	**0.14**	**-**	**684.43**

(b) Refer note 39 for related parties balances.

(c) Refer note 37B and 37C for information on liquidity risk and market risk.

(d) Trade payable are generally non interest bearing and are normally settled within its credit period.

22 Other financial liabilities

	As at 31 March 2026	As at 31 March 2025
Creditors for capital goods	0.23	0.06
Unpaid dividend*	0.12	0.10
Security deposits	0.04	0.04
Dues to employees	18.64	18.14
Payable on account of business combination	1.48	9.30
Other payables	0.00	0.01
	20.51	**27.65**

* There are no amounts due to be transferred to the Investor Education and Protection Fund in accordance with Section 124 of the Act as at the year end.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

23 Other current liabilities

	As at 31 March 2026	As at 31 March 2025
Revenue received in advance (refer note below)	39.51	9.71
Statutory dues	12.92	14.07
	52.43	**23.78**

Note:

Contract balances

The following table provides information about contract liabilities from contract with customers:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liabilities		
Revenue received in advance	39.51	9.71
Total contract liabilities	**39.51**	**9.71**

Movement in the contract liabilities balances during the year are as follows:

Contract liabilities - Revenue received in advance

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**9.71**	**7.47**
Add: Addition during the year	39.51	9.71
Less: Amount of revenue recognised during the year	(9.71)	(7.47)
Balance at the end of the year	**39.51**	**9.71**

The aggregated amounts of transaction prices relate to the performance obligations from existing that are unsatisfied or partially unsatisfied as at 31 March 2026 are expected to be satisfied within 12 months.

24 Provisions

	As at 31 March 2026	As at 31 March 2025
Provisions for employee benefits		
Gratuity (refer note 41 (II))	8.06	5.01
Compensated absences (refer note 41 (III)) (refer below note 2)	0.10	0.08
Other provisions		
Provision for onerous contracts (refer below note 1)	-	27.40
	8.16	**32.48**
Note:		
1) Movement in provision for onerous contracts		
Balance in the beginning of the year	27.40	26.72
Additions/adjustments during the year (net)	(27.40)	-
Foreign currency translations adjustment	-	0.68
Balance at the end of the year	**-**	**27.40**
2) Movement in compensated absences		
Balance in the beginning of the year	0.08	0.15
Additions during the year (net)	0.10	0.08
Adjustment during the year	(0.08)	(0.15)
Balance at the end of the year	**0.10**	**0.08**

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(₹ in crores, unless otherwise stated)

25 Current tax liabilities (net)

	As at 31 March 2026	As at 31 March 2025
Provision for tax (net of advance tax)	66.63	74.21
	66.63	**74.21**

26 Revenue from operations

	Year ended 31 March 2026	Year ended 31 March 2025
Sale of services		
Messaging services	4,310.28	4,498.00
Technical and support services	15.49	7.40
Call center services	82.44	70.22
	4,408.21	**4,575.62**
Disaggregation of revenue:		
A. Revenue based on geography		
Domestic	805.41	785.11
Export	3,602.80	3,790.51
Revenue from operations	**4,408.21**	**4,575.62**
B. Timing of the revenue recognition:		
- Services transferred at a point in time	4,310.28	4,498.00
- Services transferred over time	97.93	77.62
Total revenue from contracts with customers	**4,408.21**	**4,575.62**

*There are no reconciliation items of revenue recognised from contracts with customers and contract price.

27 Other income

	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on financial assets measured at amortised cost:		
- Bank deposits	36.26	29.87
- Security deposits	0.47	4.28
Interest on income-tax refund	0.02	0.07
Liabilities no longer payable, written back	0.76	1.61
Net gain arising on financial assets designated as fair value through profit and loss	0.92	1.20
Net gain on foreign currency transactions and translation	14.76	7.97
Profit on disposal of property, plant and equipment (net)	-	0.56
Gain on extinguishment of lease liabilities (net)	0.11	0.33
Miscellaneous income	0.78	0.90
	54.09	**46.79**

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28 Purchase of messaging services

	Year ended 31 March 2026	Year ended 31 March 2025
Purchases of messaging services	3,400.90	3,624.72
	3,400.90	**3,624.72**

29 Employee benefits expense

	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages (refer note 41(II and III))	271.68	241.84
Contribution to provident fund and other funds (refer note 41(I))	2.50	1.72
Staff welfare expense	13.66	13.37
Employee stock option expense (refer note 46)	1.01	3.11
	288.85	**260.04**

30 Finance costs

	Year ended 31 March 2026	Year ended 31 March 2025
Interest on borrowings from banks	4.92	33.12
Interest on lease liabilities	2.42	3.00
Interest on delayed payment of statutory dues	2.25	1.52
Interest expenses on financial liability measured at amortised cost	-	1.33
Other borrowing cost	1.22	1.94
	10.82	**40.91**

31 Depreciation and amortisation expense

	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on property, plant and equipment (refer note 2(a))	8.49	9.89
Depreciation on right-of-use assets(refer note 3(a))	12.59	10.47
Amortisation on intangible assets (refer note 3(b))	70.53	68.72
	91.61	**89.08**

32 Other expenses

	Year ended 31 March 2026	Year ended 31 March 2025
Power and fuel	3.21	3.41
Office maintenance expenses	3.89	3.82
Repairs and maintenance - Others	2.01	1.76
Insurance	1.68	1.81
Rent (refer note 42)	3.64	2.53
Rates and taxes	4.86	3.66
Internet, data centre and cloud services	55.65	59.10
Travelling and conveyance	7.59	10.56
Printing and stationery	0.49	0.42
Business promotion	9.92	7.76
Expenditure on Corporate Social Responsibility (refer note 51)	2.36	1.43

	Year ended 31 March 2026	Year ended 31 March 2025
Legal and professional charges	46.54	51.87
Auditor's remuneration	2.42	2.16
Trade receivable written off	11.84	5.14
Allowance for expected credit loss	5.49	0.76
Loss on disposal of property, plant and equipment (net)	2.45	-
Bank charges	2.27	1.37
Management support services (refer note 39)	10.11	-
Miscellaneous expenses	4.79	5.54
	181.21	**163.10**

33 Exceptional items

	Year ended 31 March 2026	Year ended 31 March 2025
Fair value change of contingent consideration (refer note 33.1)	-	50.07
Impairment loss (refer note 33.2)	-	(40.44)
Other provisions (refer note 33.3)	-	(28.08)
Advance written off (refer note 33.4)	(135.87)	-
	(135.87)	**(18.45)**

33.1 M.R Messaging FZE

The Group had estimated contingent consideration payable to the selling shareholder of M.R Messaging based on the EBIDTA multiples and per methodology stipulated in the Share Purchase Agreement dated 4 February 2022.

During the previous year, based on the actual performance of the entity for the year ended 31 March 2025, the change in fair value of the contingent consideration amounting to ₹ 50.07 crores (equivalent of EURO 5.43 million) has been duly accounted through the statement of profit and loss pursuant to the requirements of Ind AS 103, Business Combinations.

33.2 The Group has made a provision of nil (31 March 2025: ₹ 40.44 crores) towards impairment of goodwill in M.R Messaging FZE, due to business losses incurred by this step-down subsidiary.

33.3 Other provisions pertains to write off of an amount receivable from a Mobile Network Operator (MNO) and loss incurred towards non fulfillment of a short-term contract with the said MNO.

33.4 a) One of the subsidiaries in the Group had entered into an agreement in an earlier year to purchase minimum guaranteed SMS volume from a vendor and paid an amount of ₹ 196.61 crores as advance in respect of the committed volume for first two years. As at 31 March 2024, the management had evaluated the contract to be onerous as stipulated under Ind AS 37, Provisions, Contingent Liabilities and Contingent Assets, and had accordingly recorded a provision of ₹ 26.70 crores in this respect towards doubtful recovery of the advance. Further, owing to significant adverse market conditions, the management had re-estimated a significantly lower volume of business to be generated from the said contract over the remaining extended contract period and had invoked their rights under the contract to re-negotiate the terms of the contract for the balance net advance vide a letter dated 14 November 2024 which, however, did not materialize and on 24 March 2025, the management had invoked arbitration proceedings against the vendor for good faith negotiations and revisions of the SMS volume and revenue commitments and breach by the vendor of its certain obligations as per the terms of the agreement. Subsequently, on 7 April 2025, the vendor had also filed a counter claim against the said subsidiary alleging violation of certain terms of the agreement without providing any basis or calculation for the counter claims. Thereafter, the vendor terminated the agreement after additional negotiations failed. An arbitration hearing was held in September 2025 regarding the vendor's preliminary application with respect to management's claim. Based on the discussions held at that hearing and cessation of the services, the management, in consultation with their legal counsel, the subsidiary has written off the remaining net advance of ₹ 107.96 crores. Subsequently, a partial award dated 18 November 2025 was received from the Singapore International Arbitration Centre ('SIAC') which adversely affected the subsidiary's claim as it stated that the minimum committed volumes were not subject to adjustment throughout the commitment period and relieved the vendor of any obligation to refund prepayments made for the first two years. Post the above order, both the parties have executed a settlement agreement dated 19 February 2026 withdrawing all their respective claims and counterclaims.

b) One of the subsidiaries in the Group had entered into an agreement to purchase messaging services from a vendor during the previous financial year and an advance amounting to ₹ 27.91 crores was extended in the ordinary course of business for procurement of the aforementioned services. During the year, the management has re-evaluated the vendor's credibility in the absence of communication or confirmation from the vendor regarding project commencement and as an outcome of such assessment, the management determined that the vendor has ceased its business operation. Based on significant uncertainty in recovering the outstanding amount, the subsidiary has written off such advance amounting to ₹ 27.91 crores. The management is currently exploring its options for the recovery of such advance.

34 Tax expense

	Year ended 31 March 2026	Year ended 31 March 2025
Current tax expense		
- For the year	111.32	104.39
- Pertaining to earlier years	4.33	0.51
Total current tax expense	**115.65**	**104.90**
Deferred taxes		
Deferred tax	(19.55)	(12.72)
Net deferred tax benefit	**(19.55)**	**(12.72)**
	96.10	**92.18**

34.1 Tax reconciliation (for profit and loss)

	Year ended 31 March 2026	Year ended 31 March 2025
Profit before tax	353.04	426.11
Tax at the rate of 25.17%*	88.85	107.24
Tax effect of amounts which are not deductible/not taxable in calculating taxable income		
Amortisation on intangible assets not qualifying for tax allowances	6.01	5.47
Effect of difference between Indian and foreign tax rates	2.57	(10.75)
Tax adjustment of prior years	4.33	0.51
Effect of difference in tax liability between Indian and non taxable foreign subsidiaries	(1.88)	(4.20)
Non recognition of deferred tax assets in loss making subsidiaries	0.37	(2.21)
Others	(4.15)	(3.88)
Income tax expense	**96.10**	**92.18**

*The tax rate used for reconciliation above is the corporate tax rate payable by Holding Company in India on taxable profits under Indian tax laws.

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34.2 The movement in deferred tax assets and liabilities during the year ended 31 March 2026 and 31 March 2025 are as follows:

	As at 1 April 2024 Deferred tax assets/ (liabilities)	Benefit/ (charge) in statement of profit and loss	Benefit/ (charge) in other comprehensive income	Benefit/ (charge) in retained earnings	Exchange difference	As at 31 March 2025 Deferred tax assets/ (liabilities)
Property, plant and equipment and intangible assets	0.85	0.29	-	-	-	1.14
Provision for employee benefit expenses	1.61	0.33	0.41	-	-	2.35
Impact of right-of-use assets and lease liabilities	0.49	0.08	-	-	-	0.57
Carried forward business losses	0.42	1.86	-	-	-	2.28
Net gain on financial assets designated as FVTPL	(1.23)	(0.30)	-	-	-	(1.53)
Provision for loss allowance	0.96	(0.22)	-	-	-	0.74
Share options outstanding	4.49	3.51	-	-	-	8.00
Impact of business combination	(49.27)	9.90	-	-	(2.17)	(41.54)
Others	2.73	(2.73)	-	-	-	-
Total	**(38.95)**	**12.72**	**0.41**	**-**	**(2.17)**	**(27.99)**

	As at 1 April 2025 Deferred tax assets/ (liabilities)	Benefit/ (charge) in statement of profit and loss	Benefit/ (charge) in other comprehensive income	Benefit/ (charge) in retained earnings	Exchange difference	As at 31 March 2026 Deferred tax assets/ (liabilities)
Property, plant and equipment and intangible assets	1.14	0.70	-	-	-	1.84
Provision for employee benefit expenses	2.35	0.41	0.24	-	-	3.00
Impact of right-of-use assets and lease liabilities	0.57	(0.42)	-	-	-	0.15
Carried forward business losses	2.28	12.76	-	-	0.48	15.52
Net gain on financial assets designated as FVTPL	(1.53)	(0.23)	-	-	-	(1.76)
Provision for loss allowance	0.74	0.43	-	-	-	1.17
Share options outstanding	8.00	(2.91)	-	(0.26)	-	4.83
Impact of business combination	(41.54)	8.81	-	-	(3.94)	(36.66)
Total	**(27.99)**	**19.55**	**0.24**	**(0.26)**	**(3.45)**	**(11.91)**

	As at 31 March 2026	As at 31 March 2025
Deferred tax liability	(36.66)	(41.54)
Deferred tax assets	24.75	13.55
Total	**(11.91)**	**(27.99)**

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35 Other comprehensive income

	Year ended 31 March 2026	Year ended 31 March 2025
Items that will be reclassified to profit or loss		
Gains and losses arising from translating the financial statements of foreign operations	171.91	24.92
Items that will not be reclassified to profit or loss		
Remeasurements of defined benefit plans	(0.97)	(1.64)
Income tax of the above	0.24	0.41
	171.18	**23.69**

36 Fair value measurements

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

Particulars	Carrying amount			Fair value		
	FVTPL	Amortised cost	FVOCI	Level 1	Level 2	Level 3
As at 31 March 2026						
Financial assets - non-current						
Other non-current financial assets	-	17.40	-	-	-	-
Financial assets - current						
Investments	16.99	-	-	-	16.99	-
Trade receivables	-	909.40	-	-	-	-
Cash and cash equivalents	-	880.12	-	-	-	-
Other bank balances	-	508.55	-	-	-	-
Other current financial assets	-	28.37	-	-	-	-
Financial liabilities - non-current						
Lease liabilities	-	25.38	-	-	-	-
Other non-current financial liabilities	1.83	0.10	-	-	-	1.83
Financial liabilities - current						
Lease liabilities	-	16.60	-	-	-	-
Trade payables	-	496.80	-	-	-	-
Other current financial liabilities	1.48	19.04	-	-	-	1.48

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Particulars	Carrying amount			Fair value		
	FVTPL	Amortised cost	FVOCI	Level 1	Level 2	Level 3
As at 31 March 2025						
Financial assets - non-current						
Other non-current financial assets	-	22.24	-	-	-	-
Financial assets - current						
Investments	16.07	-	-	-	16.07	-
Trade receivables	-	932.77	-	-	-	-
Cash and cash equivalents	-	850.40	-	-	-	-
Other bank balances	-	482.33	-	-	-	-
Other current financial assets	-	132.04	-	-	-	-
Financial liabilities - non-current						
Lease liabilities	-	16.16	-	-	-	-
Other non-current financial liabilities	1.66	0.10	-	-	-	1.66
Financial liabilities - current						
Borrowings	-	440.96	-	-	-	-
Lease liabilities	-	11.05	-	-	-	-
Trade payables	-	684.43	-	-	-	-
Other current financial liabilities	9.30	18.35	-	-	-	9.30

Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the Ind AS. An explanation of each level follows below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the- counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade receivables, trade payables, borrowings and other financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments.

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Financial assets and liabilities measured at fair value Fair value hierarchy - recurring fair value measurement:

Particulars	31 March 2026	31 March 2025
Investment in mutual funds	16.99	16.07

Fair value of the mutual funds are based on NAV at the reporting date.

Since the valuation of investment is done based on observable inputs, the investment is categorised as Level 2.

Level 3 fair values - reconciliation of contingent consideration measured at FVTPL (refer note 33.1)

The following table shows a reconciliation from the opening balance to the closing balance for Level 3 fair values.

Particulars	31 March 2026	31 March 2025
Balance as at the beginning of the year	10.96	73.91
Fair value gain through profit and loss:		
Fair value change of contingent consideration	-	50.07
Less: Payment of purchase consideration for business combination	8.32	16.41
Less: Foreign currency translations adjustment	(0.67)	(3.53)
Balance as at the end of the year	**3.31**	**10.96**

Valuation inputs and relationships to fair value

Contingent considerations are subsequently remeasured at fair value through profit or loss until settled. As per the agreement, the acquisition period ended on 31 March 2025, based on the actualization of the fair value of contingent consideration the outstanding amount is ₹ 3.31 crores which will be adjusted in subsequent period.

There have been no transfer amongst the level of fair value hierarchy during the year.

37 Financial risk management

The Group's principal financial liabilities comprises of borrowings, trade payables, lease liabilities and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include current investments, trade receivables, cash and cash equivalents and other bank balances.

The Group's activities expose it to credit risk, liquidity risk and market risk. The Group's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and business activities.

A Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms and obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The financial instruments that are subject to concentration of credit risk principally consist of trade receivables, current investments, cash and bank balances and bank deposits.

The trade receivables of the Group are typically non-interest bearing un-secured customers. The customer base is widely distributed both economically and geographically. The Group has very limited history of customer default and considers the credit quality of trade receivables that are not past due or impaired to be good.

Credit risk is controlled by analysing credit limits and credit worthiness of the customer based on their financial position, past experience and other factors, on continuous basis to whom the credit has been granted after obtaining necessary approvals for credit. The credit limit policy is established considering the current economic trends of the industry in which the Group is operating. The Group measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates, accordingly provision is created. Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the consolidated statement of profit and loss.

Bank balances and deposits are held with only high rated banks and majority of other security deposits are placed majorly with government agencies.

The table below provide details regarding past dues receivables as at each reporting date:

	Unbilled	Not due	0-12 months	1-2 years	2-3 years	more than 3 years	Total
As at 31 March 2026							
Gross carrying amount of - trade receivables	142.24	378.07	380.14	17.25	1.80	1.13	920.63
Expected credit loss - trade receivables (%)	-	0.09%	1.50%	21.17%	32.46%	84.11%	-
Expected credit loss - trade receivables	-	0.35	5.70	3.65	0.58	0.95	11.23
Carrying amount of trade receivables (net of impairment)	**142.24**	**377.72**	**374.44**	**13.60**	**1.22**	**0.18**	**909.40**
As at 31 March 2025							
Gross carrying amount of - trade receivables	122.38	495.78	300.09	15.43	3.26	1.37	938.31
Expected credit loss - trade receivables (%)	-	0.06%	0.33%	12.05%	38.96%	83.21%	-
Expected credit loss - trade receivables	-	0.29	0.98	1.86	1.27	1.14	5.54
Carrying amount of trade receivables (net of impairment)	**122.38**	**495.49**	**299.11**	**13.57**	**1.99**	**0.23**	**932.77**

B Liquidity risk

Liquidity risk is the risk that the group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The group's objective is to maintain optimum levels of liquidity and to ensure that funds are available for use as per requirement.

The liquidity risk principally arises from obligations on account of following financial liabilities viz. borrowings, lease liabilities, trade payables and other financial liabilities.

The Group's corporate finance department is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the group's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below summarises the maturity profile of the group's financial liabilities based on contractual undiscounted payments at each reporting date:

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As at 31 March 2026

Particulars	Upto 1 year	Between 1 and 3 years	Beyond 3 years	Total
Financial liabilities				
Lease liabilities	16.60	23.41	4.91	44.92
Other financial liabilities	20.51	1.93	-	22.44
Trade payables	496.80	-	-	496.80
Total	**533.92**	**25.34**	**4.91**	**564.16**

As at 31 March 2025

Particulars	Upto 1 year	Between 1 and 3 years	Beyond 3 years	Total
Financial liabilities				
Borrowings	437.23	-	-	437.23
Lease liabilities	11.05	17.36	0.92	29.33
Other financial liabilities	27.65	1.76	-	29.41
Trade payables	684.43	-	-	684.43
Total	**1,160.36**	**19.12**	**0.92**	**1,180.40**

C Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Foreign currency risk, interest rate risk and price risk. The Group's exposure to market risk is primarily on account of foreign currency exchange rate risk.

(i) Foreign currency risk

The Group operates internationally and portion of the business is transacted in several currencies and consequently the Group is exposed to foreign exchange risk through its sales in overseas markets and purchases from overseas suppliers in various foreign currencies. Foreign currency exchange rate exposure on overseas sales is partly balanced by purchasing of services in the respective currencies.

The Group's exposure to foreign currency risk at the end of reporting period are as under:

(₹ in Crores)

Particulars	As at 31 March 2026	As at 31 March 2025
Financial liabilities		
Trade payables (Euro)	73.95	58.41
Payables for business combination (Euro)	4.07	10.96
Trade payables [United States Dollar (USD)]	88.34	87.58
Borrowings (USD)	-	440.96
Trade payables [Great British pound (GBP)]	6.23	4.53
Net exposure to foreign currency risk (liabilities)	**172.59**	**602.44**
Financial assets		
Trade receivable (Euro)	139.98	93.16
Other receivables (Euro)	-	0.25
Bank balance including wallet balance (Euro)	81.58	51.72
Forex card (Euro)	0.03	0.03
Other receivables (USD)	-	101.84

(₹ in Crores)

Particulars	As at 31 March 2026	As at 31 March 2025
Bank balance including wallet balance (USD)	362.40	323.82
Fixed deposits (USD)	47.83	70.19
Trade receivable (USD)	250.29	296.81
Trade receivable (GBP)	7.91	0.94
Bank balance including wallet balance (GBP)	1.46	1.45
Forex card (GBP)	-*	-*
Trade receivable [Mexican Peso (MXN)]	-	5.01
Other receivables (AUD)	-	-*
Other receivables [Malaysian Ringgit (MYR)]	-	0.01
Other receivables [Singapore dollar (SGD)]	0.17	-
Other receivables [Nigerian Naira (NGN)]	0.03	0.02
Bank balance including wallet balance (NGN)	0.05	0.04
Net exposure to foreign currency risk (assets)	**891.73**	**945.29**
Net exposure to foreign currency assets/(liabilities)	**719.14**	**342.85**

*Rounded off to nil

Sensitivity to foreign currency risk

The following table demonstrates the sensitivity in foreign currency with all other variables held constant at reporting period on measurement of the aforementioned net foreign currency assets. The below impact on the Group's profit before tax and other equity is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities at balance sheet date:

Currencies	31 March 2026		31 March 2025	
	Increase by 2%	Decrease by 2%	Increase by 2%	Decrease by 2%
EUR	2.87	(2.87)	1.52	(1.52)
USD	11.44	(11.44)	5.28	(5.28)
GBP	0.06	(0.06)	(0.04)	0.04
NGN	-*	-*	-*	-*
MXN	-	-	0.10	(0.10)
MYR	-	-	-*	-*
AUD	-	-	-*	-*
SGD	-*	-*	-	-

*Rounded off to nil

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(ii) Price risk

The Group is exposed to price risk from its investment in mutual funds classified in the balance sheet at fair value through profit and loss.

To manage its price risk arising from the investment, the Group has invested in the mutual fund after considering the risk and return profile of the mutual funds i.e. the debt profile of the mutual fund indicates that the debt has been given to creditworthy banks and other institutional parties and equity investment is made after considering the performance of the stock.

Sensitivity

Particulars	Impact on profit and other equity for the year ended 31 March 2026	Impact on profit and other equity for the year ended 31 March 2025
Impact on net profit/equity before considering tax impact for 5% increase in net asset value (NAV)	0.85	0.80
Impact on net profit/equity before considering tax impact for 5% decrease in net asset value (NAV)	(0.85)	(0.80)

(iii) Cash flow and fair value interest rate risk

Interest rate risk arises from the sensitivity of the financial liabilities to changes in market rate of interest. The Group's exposure to the risk of changes in market interest rate relates primarily to the current borrowings with floating interest rate.

According to the Group, interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

Exposure to interest rate risk

Particulars	As at 31 March 2026	As at 31 March 2025
Total borrowings	-	440.96
% of borrowings out of above bearing variable rate of interest	100.00%	100.00%

Interest rate sensitivity

A change of 50 bps in interest rates would have following impact on profit before tax

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
50 bps increase would decrease the profit before tax by	-	(1.49)
50 bps decrease would increase the profit before tax by	-	1.49

38 a) Capital management

The Group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders.

The amounts managed as capital by the Group are summarised below:

Particulars	As at 31 March 2025
Borrowings#	440.96
Less: Cash and cash equivalents	(850.40)
Net debt	(409.44)
Equity	2,432.00
Gearing ratio (Net debt/Equity) (in %)	(16.84%)

#Borrowings for the above purpose includes non-current borrowings, current borrowings, current maturities of non current borrowings and interest accrued but not due on borrowings.

There is no outstanding debt as at 31 March 2026.

38 b) Dividend:

Particulars	31 March 2026	31 March 2025
Equity dividend		
Dividend on equity shares declared and paid during the year		
Final dividend for the year ended 31 March 2025 of ₹ 2 (31 March 2024: ₹ 2) per share	12.60	12.56
Interim dividend for the year ended 31 March 2026 of ₹ 9 (31 March 2025: ₹ 9) per share	56.70	56.67
Proposed dividend on equity shares not recognised as liability		
Proposed final dividend for the year ended 31 March 2026 of ₹ 2 (31 March 2025: ₹ 2) per fully paid equity share	12.60	12.60

Note:

The Board of Directors have recommended a final dividend @ 20% (₹ 2 per share of face value ₹ 10 each) for the year ended 31 March 2026, subject to necessary approval by the members in the ensuing Annual General Meeting of the Company.

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39 Related party disclosures as required under Indian Accounting Standard 24, "Related party disclosures" are given below as identified and certified by the management:

a) Names of related parties and description of relationship:

Description of relationship	Names of related parties
(i) (a) Ultimate Holding Company	Proximus S.A./N.V./PLC
(b) Holding Company	Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)
(ii) Fellow subsidiaries (with whom transactions have taken place)	Belgacom International Carrier Services SA
	Telesign Corp.
	Telesign Colombia SAS
	Proximus Services Private Limited
(iii) Directors and Key Management Personnel (KMP)	Rajdipkumar Gupta (Managing Director; Chief Executive Officer from 18 July 2025 to 09 February 2026)
	Guillaume Antoine Boutin (Chairman & Non-Executive Director till 17 April 2025)
	Mark James Reid (Non-Executive Director till 22 January 2026)
	Seckin Arikan (Chairman with effect from 22 January 2026)
	Rajeshwar Singh Gill (Group Chief Financial Officer)
	Tushar Agnihotri (Chief Executive Officer w.e.f 09 February 2026)
	Rathindra Das (Company Secretary till 30 May 2025)
	Gautam Badalia (Chief Executive Officer till 17 July 2025)
	Tejas Shah (Company Secretary w.e.f 17 July 2025)
	Suresh Jankar (Chief Financial Officer)
	Anil Kumar Chanana (Independent Director)
	Harita Gupta (Independent Director)
	Prakash Advani (Independent Director)
	Bhaskar Pramanik (Independent Director till 8 May 2024)
	Sudha Navandar (Independent Director till 8 May 2024)
	Nimesh Salot (Independent Director till 8 May 2024)
	Arun Vijaykumar Gupta (Independent Director till 8 May 2024)
	Sandipkumar Gupta (Chairman till 8 May 2024)
	Chandrakant Gupta (Non-Executive Director till 7 May 2024)
(iv) Entities in which KMP/relatives of KMP can exercise significant influence (with whom transaction have taken place)	Ahaya Supermart Private Limited
	Cobx Gaming Private Limited
	Zaggle Prepaid Ocean Services Limited (till 8 May 2024)
	Route Mobile Foundation for Education and Sports
	Clear Bridge Ventures LLP
	Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)
	Host Your Events LLP
	Shell Inn International Private Limited
(v) Relatives of KMP (with whom transaction have taken place)	Anushka Gupta
	Rohan Gupta

(₹ in crores, unless otherwise stated)

b) Details of related party transactions:

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/ relatives of KMP can exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Sale of messaging services										
Zaggle Prepaid Ocean Services Limited	-	-	-	-	-	-	-	0.01	-	-
Cobx Gaming Private Limited	-	-	-	-	-	-	*-	2.46	-	-
Ahaya Supermart Private Limited	-	-	-	-	-	-	*-	-	-	-
Telesign Corp	-	-	658.63	460.18	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	52.72	15.23	-	-	-	-	-	-
Telesign Colombia SAS	-	-	0.88	0.20	-	-	-	-	-	-
Proximus SA/NV/PLC	*-	-	-	-	-	-	-	-	-	-
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	0.03	-	-	-	-	-	-	-	-	-
Purchase of messaging services										
Telesign Corp	-	-	14.39	7.85	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	44.94	12.54	-	-	-	-	-	-
Purchase of license										
Telesign Corp	-	-	2.48	-	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	1.44	-	-	-	-	-	-	-
Business promotion										
Host Your Events LLP	-	-	-	-	-	-	0.19	0.18	-	-
Shell Inn International Private Limited	-	-	-	-	-	-	0.35	0.08	-	-
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	0.24	-	-	-
Belgacom International Carrier Services SA	-	-	0.15	-	-	-	-	-	-	-
Staff welfare expenses										
Shell Inn International Private Limited	-	-	-	-	-	-	0.27	0.02	-	-
Technical and support services										
Belgacom International Carrier Services SA	-	-	6.24	0.48	-	-	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	0.17	0.94	-	-	-	-	-	-	-	-
Proximus SA/N.V/PLC	0.70	0.80	-	-	-	-	-	-	-	-
Telesign Corp.	-	-	8.21	1.80	-	-	-	-	-	-
Proximus Services Private Limited	0.17	-	-	-	-	-	-	-	-	-

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/ relatives of KMP can exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Management support services										
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	4.02	-	-	-	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	3.99	-	-	-	-	-	-	-
Telesign Corp	-	-	2.10	-	-	-	-	-	-	-
Expenses reimbursed to other company										
Proximus SA/N.V./PLC	1.81	0.16	-	-	-	-	-	-	-	-
Expenses reimbursed by other company										
Telesign Corp.	-	-	-	0.40	-	-	-	-	-	-
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	0.37	-	-	-	-	-	-	-	-	-
Remuneration to Directors*										
Rajdipkumar Gupta	-	-	-	-	4.60	4.80	-	-	-	-
Sandipkumar Gupta	-	-	-	-	2.58	2.29	-	-	-	-
Remuneration to KMP*										
Suresh Jankar	-	-	-	-	1.27	1.18	-	-	-	-
Rathindra Das	-	-	-	-	0.13	0.90	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	2.17	0.13	-	-	-	-
Gautam Badalia	-	-	-	-	2.27	0.99	-	-	-	-
Tejas Shah (from 17 July 2025)	-	-	-	-	0.32	-	-	-	-	-
Tushar Agnihotri (from 09 February 2026)	-	-	-	-	0.37	-	-	-	-	-
Remuneration to relative of KMP										
Rohan Gupta	-	-	-	-	-	-	-	-	0.04	0.05
Anushka Gupta	-	-	-	-	-	-	-	-	0.04	0.05
Sitting fees to directors										
Anil Kumar Chanana	-	-	-	-	0.22	0.14	-	-	-	-
Harita Gupta	-	-	-	-	0.21	0.08	-	-	-	-
Prakash Advani	-	-	-	-	0.18	0.15	-	-	-	-
Sandipkumar Gupta	-	-	-	-	-	0.03	-	-	-	-
Chandrakant Gupta	-	-	-	-	-	0.01	-	-	-	-
Bhaskar Pramanik	-	-	-	-	-	0.01	-	-	-	-

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/ relatives of KMP can exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Sudha Navandar	-	-	-	-	-	0.03	-	-	-	-
Nimesh Salot	-	-	-	-	-	0.03	-	-	-	-
Arun Vijaykumar Gupta	-	-	-	-	-	0.02	-	-	-	-
Commission expenses										
Anil Kumar Chanana	-	-	-	-	0.65	0.58	-	-	-	-
Harita Gupta	-	-	-	-	0.65	0.58	-	-	-	-
Prakash Advani	-	-	-	-	0.65	0.58	-	-	-	-
Expenditure on corporate social responsibility										
Route Mobile Foundation for Education and Sports	-	-	-	-	-	-	2.36	1.43	-	-
Dividend paid										
Suresh Jankar	-	-	-	-	-	-*	-	-	-	-
Rathindra Das	-	-	-	-	-	-*	-	-	-	-
Sudha Navandar	-	-	-	-	-	-*	-	-	-	-
Bhaskar Pramanik	-	-	-	-	-	-*	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	51.87	52.88	-	-	-	-	-	-	-	-
Travelling expenses										
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	0.00	0.01	-	-
Shell Inn International Private Limited	-	-	-	-	-	-	0.01	-	-	-
Rent expense										
Clear Bridge Ventures LLP	-	-	-	-	-	-	6.88	2.02	-	-
Internet and website expenses										
Belgacom International Carrier Services SA	-	-	0.09	-	-	-	-	-	-	-
Advance received										
Belgacom International Carrier Services SA	-	-	26.00	-	-	-	-	-	-	-

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/ relatives of KMP can exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Sale of property, plant and equipment										
Sandipkumar Gupta	-	-	-	-	-	0.04	-	-	-	-
Zon Hotels Private Limited (formerly known as Shrem Resort Private Limited)	-	-	-	-	-	-	-	0.36	-	-
Shell Inn (International) Private Limited	-	-	-	-	-	-	-	0.61	-	-
Clear Bridge Ventures LLP	-	-	-	-	-	-	-	1.23	-	-
Employee stock options exercised by key managerial personnel										
Suresh Jankar	-	-	-	-	-	0.16	-	-	-	-
Rathindra Das	-	-	-	-	-	0.04	-	-	-	-

*Rounded off to nil

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

c) Balances with related parties (as at year-end)

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Balances outstanding at the end of the year										
Trade receivables										
Telesign Corp.	-	-	131.50	99.44	-	-	-	-	-	-
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	0.40	0.96	-	-	-	-	-	-	-	-
Proximus SA/N.V./PLC	0.61	0.80	-	-	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	21.27	2.12	-	-	-	-	-	-
Cobx Gaming Private Limited	-	-	-	-	-	-	*-	-	-	-
Telesign Columbia SAS	-	-	0.08	-	-	-	-	-	-	-
Proximus Services Private Limited	-	-	0.20	-	-	-	-	-	-	-
Ahaya Supermart Private Limited	-	-	-	-	-	-	*-	-	-	-
Other receivable										
Proximus Global SA/NV (formely known as Proximus Opal SA/NV)	-	0.45	-	-	-	-	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	0.25	-	-	-	-	-
Amount payable										
Proximus SA/N.V./PLC	2.46	0.17	-	-	-	-	-	-	-	-
Telesign Corp.	-	-	10.08	0.41	-	-	-	-	-	-
Belgacom International Carrier Services SA	-	-	9.56	1.54	-	-	-	-	-	-
Proximus Global SA/NV (formerly known as Proximus Opal SA/NV)	2.09	-	-	-	-	-	-	-	-	-
Other payable										
Host Your Events LLP	-	-	-	-	-	-	-	0.16	-	-
Clear Bridge Ventures LLP	-	-	-	-	-	-	0.08	-	-	-
Shell Inn (International) Private Limited	-	-	-	-	-	-	0.05	-	-	-
Sitting fees payable										
Prakash Advani	-	-	-	-	-	0.01	-	-	-	-
Commission payable										
Anil Kumar Chanana	-	-	-	-	0.59	0.53	-	-	-	-
Harita Gupta	-	-	-	-	0.59	0.53	-	-	-	-
Prakash Advani	-	-	-	-	0.50	0.45	-	-	-	-

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Particulars	Ultimate Holding Company/Holding Company		Fellow subsidiaries		Directors and Key Management Personnel (KMP)		Entities in which KMP/relatives of KMP exercise significant influence		Relatives of KMP	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Advance from customer										
Belgacom International Carrier Services SA	-	-	27.94	-	-	-	-	-	-	-
Remuneration payable										
Rajdipkumar Gupta	-	-	-	-	*-	0.47	-	-	-	-
Gautam Badalia	-	-	-	-	-	0.31	-	-	-	-
Rathindra Das	-	-	-	-	-	0.08	-	-	-	-
Suresh Jankar	-	-	-	-	0.08	0.12	-	-	-	-
Rajeshwar Singh Gill	-	-	-	-	-	0.03	-	-	-	-
Tejas Shah	-	-	-	-	*-	-	-	-	-	-
Tushar Agnihotri	-	-	-	-	0.08	-	-	-	-	-
Anushka Gupta	-	-	-	-	-	-	-	-	-	0.01
Rohan Gupta	-	-	-	-	-	-	-	-	-	0.01

*Rounded off to nil

Transactions with related parties are at arm's length and in the normal course of business. Outstanding balances at the year-end are unsecured and interest free except where indicated and settlement occurs vide cash/bank payment. The Group has recorded impairment of receivables/advances of Nil relating to amounts owed by related parties (31 March 2025: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

d) Key managerial personnel compensation

Particulars	31 March 2026	31 March 2025
Short-term employee benefits#	16.29	12.62
Share based payments	-	0.20

#Gratuity liability and compensated absences are determined for the Group as a whole. Therefore, the same cannot be disclosed for the key managerial personnel separately.

*Rounded off to nil

(₹ in crores, unless otherwise stated)

40 (a) Statement of consolidated net assets, consolidated profit/(loss), other comprehensive income and total comprehensive income attributable to equity shareholders of the Holding Company and Non-controlling interests

For disclosures mandated by Schedule III of Companies Act, 2013, by way of additional information, refer details below:

Name of the entities in the Group	Country of incorporation	Net assets, i.e. total assets minus total liabilities		Share in profits/(loss)		Share in other comprehensive income/(loss)		Total comprehensive income	
		As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated other comprehensive income/(loss)	Amount	As % of consolidated comprehensive income	Amount
Parent/Holding Company									
Route Mobile Limited	India								
31 March 2026		47.32%	1,335.21	52.44%	134.78	-0.33%	(0.57)	31.35%	134.21
31 March 2025		51.52%	1,269.39	39.22%	131.01	(4.26%)	(1.01)	36.35%	130.00
Subsidiaries:									
Indian									
Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited)	India								
31 March 2026		0.43%	12.07	-0.02%	(0.06)	-	-	(0.01%)	(0.06)
31 March 2025		0.49%	12.12	(0.05%)	(0.17)	-	-	(0.05%)	(0.17)
Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.)	India								
31 March 2026		0.24%	6.65	-0.34%	(0.88)	-	-	(0.21%)	(0.88)
31 March 2025		0.30%	7.48	0.35%	1.18	-	-	0.33%	1.18
Call 2 Connect India Private Limited	India								
31 March 2026		0.15%	4.14	-1.41%	(3.62)	-0.09%	(0.15)	(0.88%)	(3.78)
31 March 2025		0.32%	7.82	1.32%	4.41	(1.35%)	(0.32)	1.14%	4.09
Route Connect Private Limited	India								
31 March 2026		0.01%	0.31	0.05%	0.14	-	-	0.03%	0.14
31 March 2025		0.01%	0.17	0.03%	0.09	-	-	0.03%	0.09
Foreign									
Route Mobile (UK) Limited (refer note 1 below)	United Kingdom								
31 March 2026		30.24%	853.30	53.32%	137.03	58.75%	100.57	55.50%	237.59
31 March 2025		24.93%	614.29	49.25%	164.48	47.32%	11.21	49.12%	175.68

* Rounded off to nil

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

Name of the entities in the Group	Country of incorporation	Net assets, i.e. total assets minus total liabilities		Share in profits/(loss)		Share in other comprehensive income (OCI)		Total comprehensive income (CI)	
		As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated OCI	Amount	As % of consolidated CI	Amount
Routesms Solutions Nigeria Limited	Nigeria								
31 March 2026		1.71%	48.16	5.50%	14.14	4.52%	7.73	5.11%	21.86
31 March 2025		1.07%	26.29	3.42%	11.43	(6.42%)	(1.52)	2.77%	9.91
Routesms Solutions FZE (refer note 1 below)	United Arab Emirates								
31 March 2026		18.94%	534.39	(17.40%)	(44.73)	33.77%	57.80	3.05%	13.07
31 March 2025		21.16%	521.31	6.82%	22.77	53.99%	12.79	9.94%	35.56
Route Mobile Pte. Ltd.	Singapore								
31 March 2026		(0.12%)	(3.30)	0.75%	1.93	(0.33%)	(0.57)	0.32%	1.36
31 March 2025		(0.19%)	(4.66)	(0.30%)	(1.01)	-*	-*	(0.28%)	(1.01)
Route Mobile Arabia Telecom	Saudi Arabia								
31 March 2026		0.25%	6.96	2.26%	5.82	0.26%	0.44	1.46%	6.26
31 March 2025		0.23%	5.76	(1.61%)	(5.39)	0.63%	0.15	(1.47%)	(5.24)
Non-controlling interest in all subsidiaries									
Routesms Solutions (FZE) Limited									
31 March 2026		1.76%	49.53	5.91%	15.20	2.45%	4.19	4.53%	19.39
31 March 2025		1.22%	30.14	2.61%	8.71	2.62%	0.62	2.61%	9.33
Routesms Solutions (UK) Limited									
31 March 2026		(0.02%)	(0.50)	0.05%	0.14	(0.10%)	(0.17)	(0.01%)	(0.03)
31 March 2025		(0.02%)	(0.47)	(0.05%)	(0.18)	0.21%	0.05	(0.04%)	(0.13)
Route Mobile Arabia Telecom									
31 March 2026		0.11%	2.99	1.00%	2.58	0.13%	0.23	0.66%	2.81
31 March 2025		0.10%	2.41	1.96%	6.55	0.00%	-	1.83%	6.55
Intercompany elimination and consolidation adjustments									
31 March 2026		(1.00%)	(28.30)	(1.15%)	(2.95)	0.99%	1.70	(0.29%)	(1.26)
31 March 2025		(1.14%)	(27.98)	(2.98%)	(9.95)	7.22%	1.71	(2.30%)	(8.24)
Total									
31 March 2026			2,821.62		256.94		171.18		428.12
31 March 2025			2,464.08		333.93		23.69		357.62

Note:

1. Amount disclosed is after consolidation with subsidiaries, as applicable.

* Rounded off to nil

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(b) Non-controlling interest (NCI)

Summarised Balance Sheet

Particulars	Route Mobile Limited (Ghana)		Route Mobile LLC (UAE)		Route Mobile Communication Services		Route Mobile Arabia Telecom	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Current assets	1.21	0.70	115.98	98.66	34.96	25.17	25.29	27.25
Current liabilities	(2.89)	(2.28)	(24.67)	(43.54)	(10.83)	(10.75)	(15.37)	(19.24)
Net current assets	**(1.68)**	**(1.58)**	**91.31**	**55.12**	**24.13**	**14.42**	**9.92**	**8.01**
Non-current assets	-	0.00	0.07	0.08	5.10	5.51	0.02	0.04
Non-current liabilities	-	-	-	-	-	-		
Net non-current assets	**-**	**0.00**	**0.07**	**0.08**	**5.10**	**5.51**	**0.02**	**0.04**
Net assets	**(1.68)**	**(1.58)**	**91.39**	**55.20**	**29.23**	**19.93**	**9.95**	**8.05**
Accumulated NCI	**(0.50)**	**(0.47)**	**46.61**	**28.15**	**2.92**	**1.99**	**2.98**	**2.41**

Summarised statement of profit and loss

Particulars	Route Mobile Limited (Ghana)		Route Mobile LLC (UAE)		Route Mobile Communication Services		Route Mobile Arabia Telecom	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Revenue	0.38	0.12	225.98	165.97	77.16	62.23	36.27	31.94
Profit/(loss) for the period	0.47	(0.59)	28.44	15.60	6.91	7.52	8.62	21.83
Dividend paid	-	-	-	-	-	(7.78)	(4.68)	-
Other comprehensive (loss)/ income	(0.56)	0.15	7.75	1.09	2.39	0.62	0.76	-
Total comprehensive income	**(0.09)**	**(0.44)**	**36.19**	**16.69**	**9.30**	**8.14**	**9.38**	**21.83**
Profit/(loss) allocated to NCI	0.14	(0.18)	14.51	7.96	0.69	0.75	2.58	6.55
Dividend paid to NCI	-	-	-	-	-	0.79	-	4.14
Other comprehensive (loss)/income allocated to NCI	(0.17)	0.05	3.95	0.56	0.24	0.06	0.23	-
Total comprehensive (loss)/income allocated to NCI	(0.03)	(0.13)	18.46	8.51	0.93	0.81	2.81	2.41
Dividend paid to NCI	-	-	-	-	-	-	-	-

Summarised cash flows

Particulars	Route Mobile Limited (Ghana)		Route Mobile LLC (UAE)		Route Mobile Communication Services		Route Mobile Arabia Telecom	
	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025	31 March 2026	31 March 2025
Cash flows from operating activities	0.15	(0.21)	20.68	10.79	3.74	6.31	6.40	6.37
Cash flows from investing activities	-	-	(0.02)	0.22	2.90	(0.01)	-	-
Cash flows from financing activities	(0.22)	0.32	-	-	-	(9.09)	(4.68)	(14.13)
Net increase in cash and cash equivalents	**(0.07)**	**0.11**	**20.66**	**11.01**	**6.64**	**(2.79)**	**1.72**	**(7.76)**

* Rounded off to nil

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41 Employee benefits (as applicable to India entities)

I. Contribution to Defined contribution plan, recognised as expenses for the period is as under:

	Year ended 31 March 2026	Year ended 31 March 2025
Employer contribution to provident fund and other fund	2.34	1.67
Employer contribution to employees state insurance scheme	0.16	0.05
	2.50	**1.72**

II. Gratuity:

Defined benefit plans: - The entities incorporated in india included in the Group provide for gratuity benefit under a defined benefit retirement scheme (the "Gratuity Scheme") as laid out by the Payment of Gratuity Act, 1972 of India covering eligible employees. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected Unit Credit Method by an independent actuary in accordance with Indian Accounting Standard-19, 'Employee Benefits'. The Gratuity Scheme is a non-funded scheme and the group intends to discharge this liability through its internal resources.

The following table sets out the unfunded status of the Gratuity Scheme in respect of employees of the aforementioned entities in the Group:

	As at 31 March 2026	As at 31 March 2025
(a) Change in present value of benefit obligation		
Projected Benefit Obligation ("PBO") at the beginning of the period	12.63	7.67
Current service cost	4.06	3.39
Past service cost	0.45	-
Interest cost	0.54	0.41
Remeasurements due to:		
- Effect of change in financial assumptions	(0.08)	0.69
- Effect of change in demographic assumptions	-	-
- Effect of experience adjustments	1.05	0.95
Benefits paid	(1.52)	(0.48)
Foreign exchange translations adjustment	0.44	-
Present value of obligation at the end of the period	**17.57**	**12.63**
(b) Current/non-current benefit obligation		
Current	8.06	5.01
Non-current	9.51	7.62
Amount recognised in the consolidated balance sheet	**17.57**	**12.63**

	Year ended 31 March 2026	Year ended 31 March 2025
(c) Amount recognised in the consolidated statement of profit and loss		
Current service cost	4.06	3.39
Past service cost	0.45	-
Interest cost	0.54	0.41
Total expense included in "employee benefit expense"	**5.05**	**3.80**
(d) Amount recognised in other comprehensive income (OCI)		
Remeasurements due to:		
- Effect of change in financial assumptions	(0.08)	0.69
- Effect of change in demographic assumptions	-	-
- Effect of experience adjustments	1.05	0.95
Actuarial loss recognised in other comprehensive income	**0.97**	**1.64**

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	As at 31 March 2026	As at 31 March 2025
(e) Assumptions		
Discount rate	6.30%-6.55%	6.35%
Salary escalation rate	12.00%	12.00%
Withdrawal rate	20.00%	20.00%
Mortality table	Indian assured lives mortality (2012-14) ultimate	Indian assured lives mortality (2012-14) ultimate
Retirement age	60 years	60 years

Notes:

(a) The estimates of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

(b) Discount rate is based on the prevailing market yield of Indian Government securities as at the year end for the estimated term of the obligation.

(f) Maturity pattern for defined benefit obligations

The weighted average duration of the defined benefit obligation is 3.17-4.88 years (31 March 2025 - 4.89 years).

The expected maturity analysis of undiscounted gratuity is as follows:

Expected cash flows	31 March 2026	31 March 2025
Year 1	2.28	1.67
Year 2	1.81	1.43
Year 3	1.63	1.36
Year 4	1.55	1.21
Year 5	1.53	1.10
Year 6-10	4.59	3.69

(g) Sensitivity analysis:

Expected cash flows	31 March 2026	31 March 2025
Defined benefit obligation	17.57	12.63

	31 March 2026			31 March 2025		
	Change in the assumption	Increase in profit before tax	Decrease in profit before tax	Change in the assumption	Increase in profit before tax	Decrease in profit before tax
Discount rate	50 bps	6.07	(5.57)	50 bps	3.56	(3.16)
Salary growth rate	50 bps	5.67	(5.98)	50 bps	3.25	(3.48)

Sensitivity analysis method

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated.

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There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years and same data, method and assumptions have been used in preparing the sensitivity analysis, which are used to determine period end defined benefit obligation.

(h) Risk exposure:

Valuation are based on certain assumptions, which are dynamic in nature and may vary over time. As such valuations of the Group is exposed to follow risks -

(a) Salary increase: Higher than expected increases in salary will increase the defined benefit obligation.

(b) Discount rate: The defined benefit obligation calculated use a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

(c) Mortality and disability: If the actual deaths and disability cases are lower or higher than assumed in the valuation, it can impact the defined benefit obligation.

(d) Withdrawals: If the actual withdrawals are higher or lower than the assumed withdrawals or there is a change in withdrawal rates at subsequent valuations, it can impact defined benefit obligation.

(i) Projected net defined benefit cost to be included in statement of profit and loss for the next financial year (2026-27) is estimated to be ₹ 3.09 crores.

(j) Effective 21 November 2025, the Government of India has consolidated multiple existing labour legislations into a unified framework comprising of four Labour Codes - The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and The Occupational Safety, Health and Working Conditions Code, 2020. Per evaluation done by the management, on the basis of the information and guidance available as on date, the aforementioned legislations do not have any material impact on the Group.

III. Compensated absences

The Group has provided ₹ 0.09 crores (31 March 2025: ₹ 0.08 Crores) towards compensated absences during the year ended 31 March 2026.

IV. Share-based payment transaction

Refer note 46

42 Leases

Disclosures required in accordance with Ind AS 116, 'Leases' are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Right-of-use assets		
Servers	1.61	2.69
Buildings	39.64	21.69
	41.25	**24.38**
Lease liabilities		
Current	16.60	11.05
Non-current	25.38	16.16
	41.98	**27.21**

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Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation charge on Right-of-use assets		
Servers	1.08	1.08
Buildings	11.51	9.39
	12.59	**10.47**
Interest expense included in finance cost	2.42	3.00
Gain on extinguishment of lease liabilities (net)	0.11	0.33
Expense relating to short-term leases	3.64	2.53
Total cash outflow during current financial year (excluding short-term leases)	16.76	13.17
Additions to the right of use assets during the year	32.87	11.95

Notes:

1. The Group as a lessee has obtained certain assets such as immovable properties on various leasing arrangements for the purposes of setting up of offices. With the exception of short-term leases, each lease is reflected on the balance sheet as a right-to-use asset and a lease liability. The Group has presented its right-of-use assets separately from other assets. Each lease generally imposes a restriction that unless there is a contractual right for the Group to sub-lease the asset to another party, the right-of-use asset can only be used by the Group.
2. **Additional information on extension/termination options**

   Extension and termination options are included in a number of property lease arrangements of the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable are based on consent of the Group.
3. There are no sale and leaseback transactions.
4. Payments associated with short-term leases of premises are recognised on straight line basis as an expense in profit or loss.
5. When measuring lease liabilities for leases that were classified as operating leases, the Group discounted lease payments using its incremental borrowing rate.
6. There are no leases which are yet to commence as at 31 March 2026.

3. Break-up of the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at 31 March 2026	As at 31 March 2025
Less than one year	16.60	11.05
One to five years	28.32	18.28
More than five years	-	-

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43 Interest in other entities

The Consolidated Financial Statements present the consolidated accounts along of Route Mobile Limited along with its following subsidiaries:

Sr. No.	Name of the Subsidiary	Principal place of business and country of incorporation	Proportion of ownership interest as at 31 March 2026	Proportion of ownership interest as at 31 March 2025	Principal activities
a	**Subsidiaries (held directly)**				
1	Route Mobile (UK) Limited	UK	100%	100%	Messaging services
2	Route Ledger Technologies Private Limited (formerly known as Sphere Edge Consulting (India) Private Limited)	India	100%	100%	Messaging services
3	Routesms Solutions FZE	United Arab Emirates	100%	100%	Messaging services
4	Routesms Solutions Nigeria Limited	Nigeria	100%	100%	Messaging services
5	Send Clean Private Limited (formerly known as Cellent Technologies (India) Pvt. Ltd.)	India	100%	100%	Messaging services
6	Route Mobile Pte. Ltd.	Singapore	100%	100%	Messaging services
7	Call 2 Connect India Private Limited	India	100%	100%	Call center services
8	Route Connect Private Limited	India	100%	100%	Messaging services
9	Route Mobile Arabia Telecom	Saudi Arabia	70%	70%	Messaging services
b	**Subsidiaries (held indirectly)**				
10	365Squared Limited	Malta	100%	100%	Messaging services
11	Estratec S.A.S	Republic of Colombia	100%	100%	Messaging services
12	Elibom Colombia S.A.S	Republic of Colombia	100%	100%	Messaging services
13	M.R. Messaging FZE	United Arab Emirates	100%	100%	Messaging services
14	Masiv Chile SpA	Chile	100%	100%	Messaging services
15	Masivian Peru S.A.C	Republic of Colombia	100%	100%	Messaging services
16	Masivian S.A.S.	Republic of Colombia	100%	100%	Messaging services
17	Mobilelink Telecomunicaciones SpA	Chile	100%	100%	Messaging services
18	MR Messaging (Holding) Limited	Malta	100%	100%	Messaging services
19	MR Messaging Limited	Malta	100%	100%	Messaging services
20	MR Messaging South Africa (Proprietary) Limited	South Africa	100%	100%	Messaging services
21	PT. Route Mobile Indonesia	Indonesia	100%	100%	Messaging services
22	Route Connect (Kenya) Limited	Kenya	100%	100%	Messaging services
23	Route Mobile (Bangladesh) Limited	Bangladesh	100%	100%	Messaging services
24	Route Mobile Communication services Co. (formerly known as Interteleco International for Modern Communication services)	Kuwait	90%	90%	Messaging services

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
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(₹ in crores, unless otherwise stated)

Sr. No.	Name of the Subsidiary	Principal place of business and country of incorporation	Proportion of ownership interest as at 31 March 2026	Proportion of ownership interest as at 31 March 2025	Principal activities
25	Route Mobile INC.	United States of America	100%	100%	Messaging services
26	Route Mobile LLC.	United Arab Emirates	49%	49%	Messaging services
27	Route Mobile Lanka (Private) Limited	Sri Lanka	100%	100%	Messaging services
28	Route Mobile Limited (Ghana)	Ghana	70%	70%	Messaging services
29	Route Mobile Malta Limited	Malta	100%	100%	Messaging services
30	Route Mobile Mexico S De R.L. De CV.	Mexico	100%	100%	Messaging services
31	Route Mobile Nepal Private Limited	Nepal	100%	100%	Messaging services
32	Route Mobile Uganda Limited	Uganda	100%	100%	Messaging services
33	Route SMS Solutions Zambia Limited (Refer note a)	Zambia	-	100%	Messaging services
34	Send Clean INC	United States of America	100%	100%	Messaging services
35	Trusense Identity Limited (Refer note b)	United Kingdom	-	100%	Messaging services

Notes:

(a) Route SMS Solutions Zambia Limited was struck off and therefore, ceased to be a subsidiary with effect from 29 January 2026.

(b) Trusense Identity Limited was struck off and therefore, ceased to be a subsidiary with effect from 17 June 2025.

44 Commitments and contingencies

A. Claims against the Group not acknowledged as debts

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Income-tax matters	17.62	17.92
(ii) Service tax matters	-	0.25
(iii) Goods and Services tax (GST)	76.94	85.42
(iv) Employee provident fund	0.28	-
(v) Guarantees given on behalf of the Group by banks	225.73	181.62
	320.58	**285.21**

Notes:

a) It is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of pending resolution of the respective proceedings.

b) The amounts disclosed above represents the best possible estimates arrived at on the basis of available information.

c) On the demand mentioned above, pertaining to the income tax and GST matters, the Group is contesting and believes that its position are likely to be upheld. Further, the management does not expect any adverse material outcome of the above and hence no provision of the same has been made in this regard.

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B. Provident Fund

The Honourable Supreme Court, has passed a judgment on 28 February 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. The management, based on legal advice, is of view that the applicability of the judgment to the Group, with respect to the period and the nature of allowances to be covered due to interpretation challenges, and resultant impact on the past provident fund liability, cannot be reasonably ascertained.

45 Segment reporting

The Group's chief operating decision maker for evaluating group performance and for allocating resources based on analysis of various performance indicators, has identified two operative segments by geography.

A) Segment reporting as at and for the year ended 31 March 2026

Particulars	India (Companies registered in India)	Overseas (Companies registered outside India)	Eliminations	Total
Segment revenue				
External revenue	850.79	3,557.42	-	4,408.21
Inter-segment revenue	83.60	571.89	(655.49)	-
Total revenue	**934.39**	**4,129.31**	**(655.49)**	**4,408.21**
Segment results	**69.20**	**375.96**	**0.48**	**445.64**
Add/(less):				
Other income				54.09
Finance costs				10.82
Profit before tax and exceptional item				**488.91**
Exceptional item				(135.87)
Profit before tax				**353.04**
Less: Tax expense				
Current tax				115.65
Deferred tax expense/(credit)				(19.55)
Profit for the period before non-controlling interests				**256.94**
Less: non-controlling interests (NCI)				17.92
Profit for the period attributable to owners of the parent				**239.02**
Significant segment expenses				
Purchase of messaging services	612.43	3,384.79	(596.32)	3,400.90
Employee benefits expense	155.56	137.97	(4.68)	288.85
Other expenses	74.20	161.93	(54.92)	181.21
Other segment information:				
1. Segment assets (including of NCI)	1,642.30	2,595.01	(681.08)	3,556.23
2. Segment liabilities (including of NCI)	283.91	1,103.52	(652.82)	734.61
3. Non-current assets** (including of NCI)	183.67	810.84	(27.36)	967.15
4. Depreciation and amortisation expenses (including of NCI)	22.99	68.67	(0.05)	91.61

** Non-current assets are excluding financial assets and deferred tax assets.

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(₹ in crores, unless otherwise stated)

Segment reporting as at and for the year ended 31 March 2025

Particulars	India	Overseas	Eliminations	Total
Segment revenue				
External revenue	878.27	3,697.35	-	4,575.62
Inter-segment revenue	69.52	537.03	(606.55)	-
Total revenue	**947.79**	**4,234.38**	**(606.55)**	**4,575.62**
Segment results	**111.86**	**326.26**	**0.56**	**438.68**
Add/(less):				
Other income				46.79
Finance costs				40.91
Profit before tax and exceptional item				**444.56**
Exceptional item				(18.45)
Profit before tax				**426.11**
Less: Tax expense				
Current tax				104.90
Deferred tax expense/(credit)				(12.72)
Profit for the period before non-controlling interests				**333.93**
Less: non-controlling interests (NCI)				15.08
Profit for the period attributable to owners of the parent				**318.85**
Significant segment expenses				
Purchase of messaging services	624.73	3,553.82	(553.83)	3,624.72
Employee benefits expense	135.07	126.71	(1.74)	260.04
Other expenses	53.32	161.33	(51.55)	163.10
Other segment information:				
1. Segment assets (including of NCI)	1,779.10	3,077.36	(1,030.74)	3,825.72
2. Segment liabilities (including of NCI)	482.14	1,882.32	(1,002.82)	1,361.64
3. Non-current assets** (including of NCI)	158.76	921.53	(26.42)	1,053.87
4. Depreciation and amortisation expenses (including of NCI)	22.83	66.25	-	89.08

** Non-current assets are excluding financial assets and deferred tax assets

B) (i) Major customer

The Group earns revenue from one major customer who individually contributes more than 10 percent of the Group's revenue for the year ended 31 March 2026 -

Particulars	31 March 2026	31 March 2025
Customer A	666.84	461.98

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(ii) Revenue from external customer attributable to an individual country as per geography-

Particulars	31 March 2026	31 March 2025
United Kingdom	1,289.16	1,685.43
India	850.79	878.27
Malta	658.19	657.94
United States of America	616.93	467.07
Dubai	493.74	489.89
Others	499.40	397.01
Total	**4,408.21**	**4,575.62**

46 Employee Stock Option Plan (ESOP)

(a) ESOP Plan - 2017

The Holding Company has implemented Employee Stock Option Plan for the employees of the Holding Company and its subsidiaries through Route Mobile Employee Welfare Trust (the "Trust") formed for the purpose. All the options issued by the Holding Company are equity share based options which have to be settled in equity shares only. The shares are to be allotted to employees under the Route Mobile Limited - Employee Stock Option Plan 2017 (the 'ESOP Scheme 2017'). The shareholders at its meeting held on 12 October 2017 approved grant of 2,500,000 employee share options to eligible employees under the ESOP Scheme 2017 of Holding Company.

I. The position of the ESOP Scheme 2017 of the Holding Company:

Sr. No.	Particulars	ESOP Scheme
1	Details of approval	Resolution passed by Nomination and Remuneration committee in the meeting dated 05 October 2017 and the shareholders, in the Extra ordinary General Meeting held on 12 October 2017 had approved the grant of 2,500,000 employee stock options in accordance with the ESOP Scheme 2017, equivalent to 5% of the issued and paid up share capital of the Holding Company.
2	Implemented through	Trust
3	Total number of stock options approved	2,500,000*
4	Total number of stock options granted (Grant I)	1,452,500
	Total number of stock options granted (Grant II)	888,500
	Total number of stock options granted (Grant III)	470,500
5	Vesting schedule (Grant I)	Each 25% of granted options shall vest on 12 October 2018, 12 October 2019, 12 October 2020 and 12 October 2021 respectively.
	Vesting schedule (Grant II)	Each 25% of granted options shall vest on 20 February 2021, 20 February 2022, 20 February 2023 and 20 February 2024 respectively.
	Vesting schedule (Grant III)	Each 25% of granted options shall vest on 25 June 2021, 25 June 2022, 25 June 2023 and 25 June 2024 respectively.

(₹ in crores, unless otherwise stated)

Sr. No.	Particulars	ESOP Scheme
6	Maximum term of Options granted (years)	4 years
7	Source of shares (Primary, Secondary or combination)	Primary
8	Price per option (Grant I)	₹ 300/-
	Price per option (Grant II)	₹ 326.16/-
	Price per option (Grant III)	₹ 326.16/-
9	The exercise period and process of exercise	Exercise anytime within five years from date of vesting.

*If an Employee Stock Option expires, lapses or becomes un-exercisable due to any reason, it shall be brought back to the Options reserve specified above and shall become available for future grants, subject to compliance with the provisions of the applicable laws.

II. Method used to account for ESOP

The Holding Company or Group has recorded compensation cost for all grants made to employees under the fair value method of accounting. The fair value of each option granted is estimated on the date of grant using discounted cash flow method.

III. Weighted average exercise price of options granted

	Grant I	Grant II	Grant III
Exercise price equals fair market value	₹ 300	₹ 326.16	₹ 326.16
Exercise price is greater than fair market value	Nil	Nil	Nil
Exercise price is less than fair market value	Nil	Nil	Nil

IV. Weighted average fair value of options granted

	Grant I	Grant II	Grant III
Fair value of options granted	₹ 300	₹ 326.16	₹ 326.16

V. Employee-wise details of options granted:

(i) Employees who were granted options amounting to 5% or more of the options granted

Sr. No.	Name of Employee	Designation	Exercise price per share (₹)	Number of options granted
1	Mr. Rahul Pandey	Chief Credit Officer	300.00	150,000
			326.16	10,000

(ii) Identified employees who were granted options, equal to or exceeding 1% of the issued capital of the Holding Company at the time of grant

Sr. No.	Name of Employee	Designation	Exercise price per share (₹)	Number of options granted
1	Nil	Nil	Nil	Nil

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(b) ESOP Plan - 2021

The Holding Company has implemented Employee Stock Option Plan for the key employees of the Holding Company and its subsidiaries through Route Mobile Employee Welfare Trust (the 'Trust') formed for the purpose. All the options issued by the Holding Company are equity share based options which have to be settled in equity shares only. The shares are to be allotted to employees under the Route Mobile Limited- Employee Stock Option Plan 2021 (the 'ESOP Scheme 2021'). The shareholders at its meeting held on 19 April 2021 approved grant of 2,800,000 employee share options to eligible employees under the ESOP Scheme 2021 of Holding Company.

I. The position of the ESOP Scheme 2021:

Sr. No.	Particulars	ESOP Scheme
1	Details of approval	Resolution passed by Nomination and Remuneration committee meeting dated 15 March 2021 and the shareholders, through postal ballot held on 19 April 2021 had approved the grant of 2,800,000 employee stock options in accordance with the ESOP Scheme 2021.
2	Implemented through	Trust
3	Total number of stock options approved	2,800,000
4	Total number of stock options granted (Grant I)	736,500
	Total number of stock options granted (Grant II)	4,720
5	Vesting schedule (Grant I) Category I	Each 25% of granted options shall vest on 11 October 2022, 11 October 2023, 11 October 2024 and 11 October 2025 respectively.
	Vesting schedule (Grant I) Category II	(a) Time based vesting (25% and/or 20%, as specified in grant letter of respective employee[s]) at the end of first year; and (b) 25% each for one employee and 20%, 20% and 40% for others at the end of second, third and fourth year respectively from the date of grant, subject to achievement of performance conditions as specified in grant letter of respective employee[s].
	Vesting schedule (Grant II)	Each 25% of granted options shall vest on 17 February 2023, 17 February 2024, 17 February 2025 and 17 February 2026 respectively.
6	Maximum term of Options granted (years)	4 years
7	Source of shares (Primary, Secondary or combination)	Primary
8	Price per option (Grant I)	₹ 2,296.05/-
	Price per option (Grant II)	₹ 1,600.95/-
9	The exercise period and process of exercise	Exercise anytime within five years from date of vesting.

II. Method used to account for ESOP

The Holding Company or group has recorded compensation cost for all grants made to employees under the fair value method of accounting. The fair value of each option granted is estimated on the date of grant using discounted cash flow method.

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III. Weighted average exercise price of options granted:

	Grant I	Grant II
Exercise price equals fair market value	₹ 2,296.05	₹ 1,600.95
Exercise price is greater than fair market value	Nil	Nil
Exercise price is less than fair market value	Nil	Nil

IV. Weighted average fair value of options granted:

	Grant I	Grant II
Fair value of options granted	₹ 1,207.14	₹ 856.96

V. Employee-wise details of options granted:

(i) Employees who were granted, options amounting to 5% or more of the options granted

Sr. No.	Name of Employee	Designation	Exercise price per share (₹)	Number of options granted as on 31 March 2026	Number of options granted as on 31 March 2025
1	Nil	Nil	Nil	Nil	Nil

(ii) Identified employees who were granted options, equal to or exceeding 1% of the issued capital of the Company at the time of grant:

Sr. No.	Name of Employee	Designation	Exercise price per share (₹)	Number of options granted
1	Nil	Nil	Nil	Nil

VI. The movement of stock options are summarized below:

Particulars	Number of options		Number of options	
	31 March 2026		31 March 2025	
	ESOP Scheme 2017	ESOP Scheme 2021	ESOP Scheme 2017	ESOP Scheme 2021
Outstanding at the beginning of the year	20,500	272,860	239,550	280,220
Options granted during the year	-	-	-	-
Options forfeited/lapsed during the year	-	11,000	10,000	7,360
Options exercised during the year	5,500	-	209,050	-
Options expired during the year	2,500	Nil	Nil	Nil
Options outstanding at the end of the year	12,500	261,860	20,500	272,860
Options exercisable at the end of the year	12,500	261,860	20,500	205,395

Unallocated options as at 31 March 2026 are 2,058,780 options (31 March 2024 - 2,689,295 options)

For share options exercised during the period, the weighted average share price at the period of exercise was ₹ 790.93 per share (31 March 2025: ₹ 1,451.46 per share).

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as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

VII. The exercise price and expected remaining contractual life (comprising the vesting period and exercise period) of options outstanding as at 31 March 2026 is as follows:

ESOP Scheme 2017 - Grant I

Sr. No.	Grant date	Number of options granted	Vesting date	Exercise end date	Exercise price per share (₹)	Expected remaining contractual life (months)
1	13 October 2017	-	12 October 2018	11 October 2023	300.00	-
2	13 October 2017	-	12 October 2019	11 October 2024	300.00	-
3	13 October 2017	-	12 October 2020	11 October 2025	300.00	-
4	13 October 2017	-	12 October 2021	11 October 2026	300.00	-

ESOP Scheme 2017 - Grant II

Sr. No.	Grant date	Number of options granted	Vesting date	Exercise end date	Exercise price per share (₹)	Expected remaining contractual life (months)
1	21 February 2020	-	20 February 2021	19 February 2026	326.16	-
2	21 February 2020	2,500	20 February 2022	19 February 2027	326.16	11
3	21 February 2020	2,500	20 February 2023	19 February 2028	326.16	23
4	21 February 2020	2,500	20 February 2024	19 February 2029	326.16	35

ESOP Scheme 2017 - Grant III

Sr. No.	Grant date	Number of options granted	Vesting date	Exercise end date	Exercise price per share (₹)	Expected remaining contractual life (months)
1	26 June 2020	1,250	25 June 2021	24 June 2026	326.16	3
2	26 June 2020	1,250	25 June 2022	24 June 2027	326.16	15
3	26 June 2020	1,250	25 June 2023	24 June 2028	326.16	27
4	26 June 2020	1,250	25 June 2024	24 June 2029	326.16	39

ESOP Scheme 2021 - Grant I

Sr. No.	Grant date	Number of options granted	Vesting date	Exercise end date	Exercise price per share (₹)	Expected remaining contractual life (months)
1	12 October 2021	80,875	11 October 2022	10 October 2027	2,296.05	18
2	12 October 2021	56,875	11 October 2023	10 October 2028	2,296.05	30
3	12 October 2021	56,875	11 October 2024	10 October 2029	2,296.05	42
4	12 October 2021	64,875	11 October 2025	10 October 2030	2,296.05	54

ESOP Scheme 2021 - Grant II

Sr. No.	Grant date	Number of options granted	Vesting date	Exercise end date	Exercise price per share (₹)	Expected remaining contractual life (months)
1	17 February 2022	590	16 February 2023	15 February 2028	1,600.95	23
2	17 February 2022	590	16 February 2024	15 February 2029	1,600.95	35
3	17 February 2022	590	16 February 2025	15 February 2030	1,600.95	47
4	17 February 2022	590	16 February 2026	15 February 2031	1,600.95	59

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

VIII. Assumptions:

Sr. No.	Particulars	ESOP Scheme 2017		ESOP Scheme 2021	
		Grant I	Grant II and Grant III	Grant I	Grant II
1	Risk free interest rate	6.70%	6.55%	5.54%	5.95%
2	Expected life (years)	4	4	4.60	5.01
3	Expected volatility	56%	100%	54.07%	55.53%
4	Dividend yield (%)	0.09%	0.09%	0.09%	0.09%

IX. During the year ended 31 March 2026, the Group has recognised an expense of ₹ 1.01 crores (31 March 2025: ₹ 3.11 crores).

47 The utilisation of the Holding Company's initial public offer (IPO) proceeds is summarised below:

Objects of the issue as per Prospectus	Utilisation planned as per the Prospectus	Utilisation upto 31.03.2026	Unutilised amounts as on 31.03.2026
Repayment or pre-payment, in full or part, of certain borrowings of the Holding Company	36.50	36.50	-
Acquisitions and other strategic initiatives	83.00	83.00	-
Purchase of office premises in Mumbai	65.00	-	65.00
General corporate purposes	55.50	55.50	-
Net utilisation	**240.00**	**175.00**	**65.00**

IPO proceeds which remained unutilised as at 31 March 2026 were temporarily invested in bank deposits with scheduled commercial banks.

48 Funds amounting to ₹ 867.50 crores raised by the Holding Company pursuant to a Qualified Institutional Placement (QIP) in the previous years are being duly utilised as per the objects stated in the placement document and the unutilised amount from the aforementioned QIP has been temporarily invested in fixed deposits with scheduled commercial banks as on 31 March 2026.

49 During the previous years, Route Ledger Technologies Private Limited ('Route Ledger', a wholly-owned subsidiary of the Holding Company) had entered into an Agreement to Transfer Business and a License Agreement (hereafter referred to as "Agreement") with Teledgers Technology Private Limited ("Teledgers"), Gurugram, Haryana and its existing shareholders for acquisition of technology solutions and associated identified customer contracts on a slump sale basis for purchase consideration of ₹ 129.9 crores along with performance linked consideration based on its Earnings before interest, tax, depreciation and amortization. On 9 June 2022, Route Ledger had paid an advance purchase consideration of ₹ 4.90 crores and a license fee of ₹ 0.10 crores to Teledgers, as per Agreement. Other than the fulfillment of the standard conditions precedents, the acquisition was expected to be closed on final conclusion of an ongoing arbitration proceeding related to a contractual agreement between Teledgers and its existing stakeholders (the founding members and promoters of Teledgers), and a third party entity, arising out of an agreement between the said parties. However, on 24 March 2026 Route Ledger has issued a notice for termination of the aforementioned agreement and is in the process of recovering the said advance purchase consideration.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026
(₹ in crores, unless otherwise stated)

50 Earnings per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net profit after tax attributable to equity shareholders of the Holding Company	239.02	318.85
Weighted average number of shares outstanding during the year - Basic	62,998,938	62,898,582
Add: effect of stock options granted to employees (refer note 46)	7,345	15,938
Weighted average number of shares outstanding during the year - Diluted	63,006,283	62,914,520
Basic earnings per share (₹)	37.94	50.69
Diluted earnings per share (₹)	37.94	50.69
Nominal value per equity share (₹)	10.00	10.00

51 Audit trail

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

For Companies incorporated in India and audited under the Act, the audit trail (edit logs) feature for any direct changes made at the database level was not enabled for the accounting software, Odoo used for maintenance of books of account by the Holding Company and four of its subsidiary companies and server, Platform, used by the Holding Company and two of its subsidiary companies to maintain accounting records.

Further, the Holding Company's payroll processing is outsourced to third party service provider. The Holding Company has obtained the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization) for the year ended 31 March 2026. However, the service auditor has not specifically covered the maintenance of audit trail at database level.

The audit trail has been retained by the Holding Company and the aforesaid subsidiaries as per statutory requirements for record retention.

52 Other statutory information

(i) The Group is not holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Further, no proceedings have been initiated or pending against the Group for holding any benami property under the Act and rules mentioned above.

(ii) The Group does not have any transactions with companies struck off under Section 248 of the Act or Section 560 of the Companies Act, 1956.

(iii) The Group does not have any charges or satisfaction of charges which is yet to be registered with Registrar of Companies beyond the statutory period.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

(iv) The Group has not traded or invested in crypto currency or virtual currency during the financial year.

(v) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Group does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the income-tax Act, 1961).

(viii) None of the entities in the Group have been declared wilful defaulter by any bank or financial institution or other lender.

(ix) The Group has no borrowings from banks and financial institutions on the basis of security of current asset.

(x) Th Group has not revalued its property, plant and equipment (including right-of-use asset) or intangible asset or both during the current or previous year.

(xi) The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(xii) The Group has complied with the number of layers prescribe under clause (87) of Section 2 of the Act read with Companies (Restriction on number of Layers) Rules 2017.

Notes to the consolidated financial statements including material accounting policy information and other explanatory information
as at and for the year ended 31 March 2026

(₹ in crores, unless otherwise stated)

53 Figures of the previous year has been re-grouped/re-arranged wherever considered necessary to make them comparable with the current year, however, the impact of the same is not material to the financial statement.

These are the notes to the consolidated financial statements including material accounting policy information and other explanatory information referred to in our report of even date.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm Registration No.: 001076N/N500013

Rajni Mundra
Partner
Membership No.: 058644

Place: Mumbai
Date: 07 May 2026

For and on behalf of the Board of Directors of Route Mobile Limited

Seckin Arikan
Chairman
(DIN No. 11496476)
Place: Mumbai
Date: 07 May 2026

Rajdipkumar Gupta
Managing Director
(DIN No. 01272947)
Place: Paddington, London
Date: 07 May 2026

Rajeshwar Singh Gill
Goup Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Suresh Jankar
Chief Financial Officer
Place: Mumbai
Date: 07 May 2026

Tejas Shah
Company Secretary
(Membership No.: A34829)
Place: Mumbai
Date: 07 May 2026

Tushar Agnihotri
Chief Executive Officer
Place: Mumbai
Date: 07 May 2026

Notice

NOTICE is hereby given that the Twenty Second ("22nd") Annual General Meeting ("AGM") of the members of Route Mobile Limited ("Company") will be held on Wednesday, September 02, 2026 at 3:30 p.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses.

ORDINARY BUSINESS:

1. To receive, consider and adopt:

   a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Directors' and Auditors thereon; and

   b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

2. To declare a dividend of ₹ 2/- per equity share of the face value of ₹ 10 each (20%) for the financial year ended March 31, 2026.

3. To appoint a director in place of Mr. Rajdipkumar Gupta (DIN: 01272947) who retires by rotation, and being eligible, offers himself for re-appointment.

4. **Appointment of Statutory Auditors of the Company and fix their remuneration.**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, M S K A & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 105047W/W101187), be and are hereby appointed as the Statutory Auditors of the Company in place of retiring Statutory Auditors, Walker Chandiok & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 001076N/N500013), to hold office for a first term of 5 (five) years i.e. from the conclusion of 22nd Annual General Meeting until the conclusion of the 27th Annual General Meeting to be held in the calendar year 2031, at such remuneration as may be mutually decided by the Board of Directors of the Company with the Statutory Auditor on recommendation of the Audit Committee.

   RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper and expedient for implementing and giving effect to this resolution."

By Order of the Board of Directors
For **Route Mobile Limited**

Tejas Shah
Company Secretary & Compliance Officer
ICSI Membership No. A34829

Date: July 23, 2026
Place: Mumbai

Registered Office:
SanRaj Corporate Park - 4th Dimension, 3rd Floor
Mind Space, Malad (West), Mumbai – 400 064.
CIN: L72900MH2004PLC146323
Email: investors@routemobile.com
Website: www.routemobile.com
Tel: 022 - 40337676 Fax: 022 – 40337650

NOTES:

1. Pursuant to General Circulars issued by the Ministry of Corporate Affairs **("MCA")** dated April 8, 2020, April 13, 2020, May 5, 2020, and subsequent circulars issued in this regard, the latest being circular dated September 22, 2025 (collectively referred to as **"MCA Circulars"**), the Company is convening the 22nd AGM through VC/OAVM without the physical presence of the Members at a common venue and without sending physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith). Hence, in compliance with the MCA Circulars, the 22nd AGM of the members for the Financial Year ("FY") 2025-26 will be held through VC/OAVM.

   In compliance with the MCA and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")**, the Notice of the AGM alongwith the Annual Report for the FY 2025-26 are being sent through electronic mode (by e-mail) to those Members whose e-mail addresses are registered with the Company/ Depository Participants ("DPs"). The Company shall send the physical copy of the Annual Report for FY 2025-26 only to those Members who specifically request for the same at investors@routemobile.com mentioning their Folio No./DP ID and Client ID. The registered office of the Company shall be deemed venue for the AGM. Since the AGM will be held through VC, the Route Map is not annexed in this Notice. Members may note that the Notice of the AGM and the Annual Report for the FY 2025-26 will also, be available on the Company's website at www.routemobile.com, websites of the Stock Exchanges, i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

   Additionally, as per Regulation 36(1)(b) of the Listing Regulations a letter providing the weblink of the Annual Report for FY 2025-26, will be sent to those shareholder(s) who have not registered their email address with the Company/ Depositories/ DPs/ KFin Technologies Limited ("KFintech").

   The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.

2. The information required pursuant to Regulation 36(3) of Listing Regulations and Secretarial Standard-2 relating to the Director seeking re-appointment is annexed as **Appendix 1**. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 **("Act")** in respect of Item No. 4 forms part of this Notice.

3. NSDL will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. The Members will be able to view the proceedings on NSDL e-voting website at www.evoting.nsdl.com.

4. A Member logging-in to the VC facility using the remote e-voting credentials shall be considered for record of attendance of such Member at the AGM and such Member attending the AGM shall be counted for the purpose of reckoning the Quorum under Section 103 of the Act. Since this AGM is being held pursuant to the MCA Circular through VC/OAVM, physical attendance of Members has been dispensed with and there is no provision for the appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form, Attendance Slip etc. are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Members of the Company under the category of Institutional Investors are encouraged to attend the AGM.

5. Members may note that the Board, at its meeting held on May 7, 2026, has recommended a final dividend of ₹ 2 per equity share of the face value of ₹ 10 each (20%) for the FY 2025-26, subject to the approval of the Members at the AGM. The record date determining the entitlement of members to final dividend for the financial year ended March 31, 2026, if approved at the AGM is Tuesday, August 18, 2026.

If the final dividend, as recommended by the Board of Directors, is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made within 30 days of AGM, as under:

a. To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the Depositories, as of close of business hours on Tuesday, August 18, 2026; and

b. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Tuesday, August 18, 2026.

6. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders with effect from April 1, 2020 and the Company is required to deduct TDS from dividend paid to shareholders at the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with Registrar & Share Transfer Agent ("RTA") KFintech (in case of shares held in physical mode) and DP (in case of shares held in demat mode).

a. An email communication informing the Shareholders regarding the relevant procedure to be adopted by them to avail the applicable tax rate has been sent by the Company at the registered email IDs of the Shareholders on Tuesday, August 18, 2026 In general, to enable compliance with TDS requirements, Members were requested to complete and/or update their Residential Status, Permanent Account Number ("PAN"), Category etc. as per the IT Act with their DPs or in case shares are held in physical form, with KFintech, by sending documents through e-mail by Tuesday, August 18, 2026.

b. For further details and formats of declaration, please refer to 'General Communication on Tax Deduction' dated Thursday, July 30, 2026 available on Company's website at https://routemobile.com/investors/shareholders-communication/. The aforesaid documents such as Form 121 under Income Tax Act, 2025 can also be uploaded on the link https://ris.kfintech.com/clientservices/investors/Templates/TDS_Form-121.pdf. The aforesaid documents are subject to verification by the Company and in case of ambiguity, the Company reserves its right to deduct the TDS as per the provisions of the Income Tax Act, 2025.

c. SEBI has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through Electronic Clearing Service ("ECS")/ National Electronic Clearing Service ("NECS")/ Real Time Gross Settlement ("RTGS")/ Direct Credit/ IMPS/ NEFT etc. The final dividend, if approved by the Members in the ensuing AGM, will be paid within 30 days of the AGM electronically through various online transfer modes to those Members who have updated their bank account details.

7. Updation of PAN, KYC and Nomination Details:

SEBI vide Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024, has prescribed common and simplified norms for processing investor service requests by RTAs and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. As per the said Circular, it is mandatory for the shareholders holding securities in physical form to, *inter alia*, furnish PAN, KYC, and nomination details. Physical folios wherein PAN, KYC details (including contact details, bank account details and specimen signature) are not updated shall be eligible for lodging grievance or availing service requests only after registration of the required details. Further, any payments including dividend in respect of such folios shall be made only through electronic mode with effect from April 1, 2024, upon registration of the required details. Accordingly, payment of final and special dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, KFintech, at einward.ris@ kfintech.com.

Further, SEBI vide Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024 relaxed the requirements relating to nomination and clarified that: (a) non-submission of 'choice of nomination' shall not result in freezing of demat accounts or mutual fund folios; (b) securityholders holding securities in physical form shall be eligible to receive payments including dividend, interest or redemption payment and to lodge grievances or avail any service request from the RTA even if 'choice of nomination' is not submitted; and (c) payments including dividend, interest or redemption payment withheld by listed companies/RTAs solely for want of 'choice of nomination' shall be processed accordingly. However, all new investors/unitholders shall continue to mandatorily provide the 'choice of nomination' for demat accounts/ mutual fund folios (except for jointly held demat accounts and mutual fund folios). Shareholders holding shares in physical form who wish to register nomination, opt out of nomination, or cancel/vary an existing nomination may submit the prescribed forms to the RTA.

The forms for updation of PAN, KYC, bank details and nomination *viz*., Forms ISR-1, ISR-2, ISR-3, SH-13 and SH-14, along with the aforesaid SEBI Circulars, are available on the Company's website at https://routemobile.com/registrar-share-transfer-agent/. Members holding shares in physical form are requested to submit the requisite forms along with supporting documents to the Company's RTA, KFintech, at einward.ris@kfintech.com at the earliest. The Company has also dispatched letters to Members holding shares in physical form in relation to the aforesaid SEBI requirements. Members holding shares in dematerialised form and desirous of updating their PAN, KYC, bank details and nomination are requested to contact their respective DPs.

8. Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

To avoid delay in receiving dividend, Members are requested to update their bank account details with their depositories (where shares are held in dematerialised mode) and with KFintech, Company's RTA (where shares are held in physical mode) to receive dividend directly into their bank account.

Shares held in Physical Mode:

1. **Through "In Person Verification" (IPV)**

   The authorized person of the RTA shall verify the original documents furnished by the investor and retain copy (ies) with IPV stamping with date and initials.

2. **Through Post**

   Hard copies of self-attested documents.

3. **Through Electronic Mode with e-sign**

   In case the address is already registered with RTA, the Shareholder(s) may send the scanned copies of their KYC documents/ service requests with e-sign at RTA's email id einward.ris@kfntech.com with the subject line: **RML KYC Updation - Shares**.

4. Members are requested to send the following details/documents to the Company's RTA, KFintech at einward.ris@kfintech.com

   Form No. ISR-1 duly filled and signed by the holders, stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:

   (i) Name of Bank and Bank Branch;

   (ii) Bank Account Number;

   (iii) 11-digit IFSC Code; and

   (iv) 9-digit MICR Code.

Shares held in demat form:

All the eligible shareholders holding shares in demat mode are requested to update with their respective DPs, before Tuesday, August 18, 2026 their correct Bank Account Number, including 9 Digit MICR Code and 11 digit IFSC Code, e-mail ID and mobile no(s).

Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the RTA will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ deletion in such bank details. Further, instructions, if any, already given by them in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form. Members may, therefore, give instructions to their respective DP regarding bank accounts in which they wish to receive dividend. For Members who are unable to receive the dividend directly in their bank accounts through ECS or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/demand draft to such Members, through postal or courier services.

9. Any person who has not registered his/her e-mail address or has become a Member of the Company after dispatch of this Notice, and therefore annual report and this AGM Notice could not be sent, may write to investors@routemobile.com to receive the copies of the Annual Report of FY 2025-26 and AGM Notice.

10. Non-Resident Shareholders:

Non-resident shareholders are requested to immediately notify:

i) Indian address for sending all communications, if not provided so far;

ii) Change in their residential status on return to India for permanent settlement; and

iii) Particulars of their Non-resident rupee account, whether repatriable or not, with a bank in India, if not furnished earlier.

11. Members wishing to claim dividends that remain unclaimed are requested to correspond with the RTA at einward.ris@kfintech.com or with the Company Secretary by writing at investors@routemobile.com. Members are requested to note that dividends, if not encashed for a consecutive period of seven (7) years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members whose dividend/shares are transferred to the IEPF may claim the dividend/shares by making an application to the IEPF Authority by following the procedure as detailed in the IEPF Rules and as enumerated on the website of IEPF at https://www.iepf.gov.in/content/iepf/global/master/Home/Home.html. In terms of the IEPF Rules, there is no unclaimed or unpaid dividend, and therefore, no details available for the Company requiring any transfer to the IEPF as on date or for uploading on its website.

12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website https://routemobile.com/wp-content/uploads/2021/12/Form-No.-SH-13.pdf. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form/ demat mode and to KFintech, in case the shares are held in physical form. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form SH-14. Members who are either not desiring to register Nomination or would want to opt out, are requested to fill and submit Form No. ISR-3. The said forms can be downloaded from the Company's website at https://routemobile.com/wp-content/uploads/2021/12/Form-ISR-3.pdf. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

13. The format of the Register of Members prescribed by the MCA under the Act requires the Company/ Registrars and Share Transfer Agents to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividends, etc. **Form No. ISR-1** for capturing additional details is available on the Company's website. Members holding shares in physical form are requested to submit the filled-in Form No. ISR-1 to the RTA. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

14. In terms of Regulation 40(1) of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019. Members may please note that SEBI has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement, Sub-division/ Splitting of securities certificate, Consolidation of securities certificates/ folios, Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed **Form ISR-4,** the format of which is available on the Company's website under the weblink at https://routemobile.com/wp-content/uploads/2022/02/Form-ISR-4.pdf. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/issuance of equity shares in physical form have been disallowed by SEBI. SEBI has mandated that all requests for transfer, transmission and transposition requests shall be processed only in dematerialised form. Members can contact the Company or RTA, for assistance in this regard.

15. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, e-mail address etc. to the RTA at the following address: KFin Technologies Limited Selenium Tower-B,Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500032. in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. If the shares are held in electronic form, then change of address and change in the bank accounts etc. should be furnished to their respective DPs. For permanent registration of their email address, Members are requested to register their email address, in respect of electronic holdings, with their concerned DPs and in respect of physical holdings, with the RTA.

16. Members holding shares in physical form, in identical order of names, in more than one folio, if any, are requested to send to the Company or KFintech, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes. Members are requested to use the share transfer Form SH-4 for this purpose.

17. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

18. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and Certificate from Secretarial Auditors of the Company, under SEBI (Share-Based Employee Benefits and Sweat Equity) Regulations, 2021 will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for inspection in the electronic form (scanned copy) without any fee by the Members from the date of circulation of this Notice up to the date of AGM (during business hours except Saturday, Sunday and National Holiday), i.e., September 02, 2026 subject to restrictions, if any, that may be imposed by local authorities. Members seeking to inspect such documents can send an email to investors@routemobile.com. Members seeking any statutory information or any other matter/ documents/ registers, etc. in connection with the AGM of the Company, may please send a request to the Company *via* email at investors@routemobile.com. The same will be available for inspection during the AGM by following the steps mentioned in "Step 1: Access to NSDL e-voting system".

19. Submission of Questions/ Queries prior the AGM:

Members desiring any additional information with regard to financial statements or any matter to be placed at the AGM are requested to write on the Company's email-id investors@routemobile.com, before 5:00 P.M. (IST) August 26, 2026, so as to enable the Management to keep the information ready. Please note that, Member's questions will be answered only if they continue to hold the shares as on Cut-off Date.

20. Dispute Resolution:

SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login). Link to access ODR Portal is also available on the Company's website at www.routemobile.com.

21. Voting through electronic means:

a. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Secretarial Standards on General Meetings (SS-2) issued by the ICSI and Regulation 44 of Listing Regulations (as amended), the Applicable Circulars, and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to the 'e-voting Facility to be provided by Listed Entities', the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL on all resolutions set forth in this Notice, from a place other than the venue of the Meeting ('remote e-voting'). Resolution(s) passed by Members through e-voting is/are deemed to have been passed as if it/they have been passed at the AGM.

b. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes Member of the Company after the dispatch of this Notice and holding shares as of the Cut-off Date i.e. Wednesday, August 26, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if the person is already registered with NSDL for remote e-voting, then the existing user ID and password of the said person can be used for casting vote. If the person forgot his/her password, the same can be reset by using 'Forgot user Details/ Password' or 'Physical user Reset Password' option available at www.evoting.nsdl.com or by calling on 022 4886 7000. In case of Individual Members holding securities in Demat mode who acquire shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the Cut-off Wednesday August 26, 2026 may follow steps mentioned in the notes to Notice under 'Access to NSDL e-voting system'.

c. The Cut-Off Date for determining the eligibility of shareholders to cast vote through e-voting is Wednesday, August 26, 2026.

d. Members are provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting, are to exercise their right to vote at the AGM.

22. The instructions for members for remote e-voting and joining general meeting are as under:

a. **The Members, whose names appear in the Register of Members / Beneficial Owners as on the Cut-off Date i.e., Wednesday, August 26, 2026 may cast their vote electronically**. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date only shall be entitled to avail the facility of remote e-voting, as well as voting at the meeting. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date. **The remote e-voting period begins on 9:00 A.M. (IST), Sunday, August 30, 2026 and ends on 5:00 P.M. (IST), Tuesday, September 1, 2026**. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

b. If a person was a Member as on the date of dispatch of the notice but has ceased to be a Member as on the Cut-off Date i.e., Wednesday August 26, 2026 he/she shall not be entitled to vote. Such person should treat this Notice for information purpose only.

c. Institutional Investors / Corporate Members (i.e. other than individuals, HUF, NRI etc.), pursuant to Section 113 of the Act are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend & vote at the AGM, to the Scrutinizer by e-mail latest by Wednesday, August 26, 2026 to dhrumil@dmshah.in or dhiraj@dmshah.in with a copy marked to evoting@nsdl.com. The scanned image of the above-mentioned documents should be in the naming format "Route Mobile Limited- 22nd AGM/ SEPTEMBER, 2026". Corporate Members/ Institutional shareholders (i.e. other than individuals, HUF's, NRI's etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-voting" tab in their login.

d. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

e. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mahtre, Deputy Vice President at evoting@nsdl.com.

f. The way to vote electronically on NSDL e-voting system consists of Two Steps" which are mentioned below:

Step 1: Access to NSDL e-voting system

(A) Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on "e-voting facility provided by Listed Entities", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

Type of Members	Log-in Method
For Individual Shareholders holding securities in Dematerialized mode with NSDL.	**1. OTP Based Login** I. For OTP based login click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp II. Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP. III. Enter the OTP received on your registered email ID/mobile number and click on login. IV. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. V. Click on Company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.
	2. NSDL IDeAS facility **A. User already registered for IDeAS facility:** I. Go to URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under “Login” available under ‘IDeAS’ section. III. On the new page, enter existing User ID and Password. Post successful authentication, click on “Access to e-voting” IV. Click on company name or e-voting service provider i.e., NSDL and you will be re-directed to e-voting service provider website for casting the vote during the remote e-voting period.
	B. User not registered for IDeAS e-Services I. To register click on link: https://eservices.nsdl.com (Select “Register Online for IDeAS Portal”) or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. II. Proceed with completing the required fields.
	3. e-voting website of NSDL: I. Go to URL: https://www.evoting.nsdl.com/ either on personal computer or on a mobile phone II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. V. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
	4. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of Members	Log-in Method
For Individual Shareholders holding securities in Dematerialized mode with CDSL.	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing Myeasi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-voting Service Providers.
For Individual Shareholders (holding securities in Dematerialized mode) login through their DPs.	1. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. 2. Upon login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. 3. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at respective websites.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through depository i.e. NSDL and CDSL:

Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL eservices after sing your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 101456 then user ID is 1456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will prompt you to change your password.

   c) How to retrieve your 'initial password'.

      i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      ii) If your email ID is not registered, please follow the steps under the 'Process for those shareholders whose email ids are not registered'.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option is available on www.evoting.nsdl.com.

   b) Click on "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.

   d) Shareholders can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

8. Now, you will have to click on 'Login' button.

9. After you click on the 'Login' button, Home page of e-voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system:

How to cast your vote electronically and join General Meeting on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select 'EVEN' of the Company for which you wish to cast your vote during the remote e-voting period/ during the Meeting. For Joining virtual meeting, you need to click on "VC/OAVM" link placed under **"Join Meeting"**.

3. Now you are ready for e-voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on **"Submit"** and also **"Confirm"** when prompted.

5. Upon confirmation, the message **"Vote cast successfully"** will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

23. Process for those Shareholders whose Email IDS are not Registered with the Depositories For Procuring user ID and Password For E-Voting on the Resolutions Set Out in this Notice:

a) Shareholders/ Members may send a request to evoting@nsdl.com for procuring User ID and Password for e-voting by providing below mentioned documents:

   1. In case shares are held in physical form, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), Aadhaar Card (self-attested scanned copy of Aadhaar Card).

   2. In case shares are held in DEMAT mode, please provide DP ID CLIENT ID (16 digit DP ID + CLIENT ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card).

b) If you are an Individual shareholder, holding securities in demat mode, you are requested to refer to the login method explained at Step 1 (A) i.e. "Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode". In terms of SEBI circular dated December 9, 2020 on 'e-voting facility provided by Listed Companies', Individual shareholders holding securities in demat mode are allowed to vote through their demat account/ website of Depositories/ DP's. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

24. Instructions for Members attending the AGM through VC/OAVM are as under

a) Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. Members may access by following the steps mentioned above for Access to NSDL e-voting system. After successful login, you can see link of "**VC / OAVM link**" placed under "**Join Meeting**" tab against company name. You are requested to click on VC /OAVM link placed under Join Meeting menu. The link for VC / OAVM will be available in Shareholder/ Member login where the EVEN of the Company will be displayed.

   Please note that the members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice. Further members can also use OTP based login for logging the e-voting system of NSDL.

b) The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors and Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

c) Members are encouraged to join the Meeting through Laptops for better experience. Further, Members will be required to grant access to the web-cam/ camera to enable two-way video conferencing. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable WiFi or LAN Connection to mitigate any kind of aforesaid glitches.

d) Members who need assistance before or during the AGM, can contact Ms. Pallavi Mahtre, Deputy Vice President, NSDL on email ID: evoting@nsdl.com or call on 022 - 4886 7000.

e) Members who would like to express their views or ask questions during the AGM may post their queries in the window 'Ask Your Question', by mentioning their name and demat account number/folio number.

25. Registration as Speaker Shareholder:

In addition to the above-mentioned step, the Members may register themselves as a speaker for the AGM to express their views / ask questions during the AGM. Accordingly, the Members may follow the steps as mentioned under "Step 1: **Access to NSDL e-voting system"** between 9:00 A.M. (IST), Sunday, August 30, 2026 and 5:00 P.M. (IST), Tuesday, September 1, 2026, i.e. the remote e-voting period. After successful login, Members will be able to register themselves as a speaker shareholder by clicking on the Speaker registration link available against the **EVEN of Route Mobile Limited** and entering their contact details. Alternatively, Members may preregister themselves by sending a request from their registered email ID mentioning their names, DP ID and Client ID/folio number, PAN and mobile number to investors@routemobile.com. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of the time at the AGM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM in relation to the agenda to be transacted at the AGM. Due to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Speaker Session. Hence, Members are encouraged to send their questions/ queries in advance to the Company at investors@routemobile.com.

26. The Instructions for Members for E-Voting on the day of the AGM are as under:

(a) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

(b) The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

(c) Only those Members who are present in the meeting through video conferencing facility and have not cast their vote on the resolutions through remote e-voting, shall be allowed to vote through e-voting system during the meeting/AGM. The Members who have cast their votes by remote e-voting prior to the AGM, may attend and participate in the AGM but they shall not be entitled to cast their vote again at the AGM.

(d) Members can opt for only one mode of voting i.e. either by remote e-voting or voting at the AGM by electronic voting. In case Members cast their votes through both the modes, voting done by remote e-voting shall prevail and the votes cast at the AGM shall be treated as invalid.

27. Other Information

a) The Board of Directors has appointed Mr. Dhrumil M. Shah (Membership No.: F8021, Certificate of Practice No.: 8978), Partner of Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries, and in his absence Mr. Dhiraj Ravindra Palav (Membership No.: A61639, Certificate of Practice No.: 26159), Partner of Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries as the 'Scrutinizer' to scrutinize the e-voting process in a fair and transparent manner.

b) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutiniser, by use of electronic voting for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility. The remote e-voting module during the AGM shall be disabled by NSDL for e-voting 15 minutes after the conclusion of the Meeting.

c) The Scrutiniser shall, immediately after the conclusion of the voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and provide, not later than two working days of conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

d) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.routemobile.com and on the website of NSDL on www.evoting.nsdl.com immediately after the submission with the Stock Exchanges, where the shares of the Company are listed. Subject to receipt of the requisite number of votes, the resolutions shall be deemed to have been passed on the date of the AGM, i.e., September 02, 2026.

e) The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing Companies to send documents to their members in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, Members who have not registered their e-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their e-mail address. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at www.routemobile.com.

f) Pursuant to Regulation 30A (1) of the Listing regulations, the shareholders are hereby requested to promptly inform the Company of any agreements entered into by them or among themselves or with promoters, promoter group entities, related parties, directors, key managerial personnel, and employees of the listed entity or its holding, subsidiary, or associate company or with the listed entity or a third party, which may directly or indirectly impact the management or control of the listed entity, or impose any restriction or create any liability upon the listed entity. Please ensure to provide this information within two working days of entering into or signing such agreements.

[Explanation: For the purpose of this clause, the term "directly or indirectly" includes agreements creating obligation on the parties to such agreements to ensure that listed entity shall or shall not act in a particular manner.]

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4:

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations").

Walker Chandiok & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 001076N/N500013), were re-appointed as the Statutory Auditors at its 17th Annual General Meeting ("AGM") of the Company held on August 5, 2021, for a period of five years i.e., from financial year 2021-22 to financial year 2025-26, to hold office till the conclusion of the 22nd AGM of the Company. Their term is set to conclude at the forthcoming 22nd AGM.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors vide circular resolution dated May 22, 2026, have approved and recommended, the appointment of M S K A & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 105047W/W101187), as the Statutory Auditors of the Company. M S K A & Associates LLP have consented to their proposed appointment and provided a certificate confirming that they satisfy the criteria provided under Section 141 of the Companies Act, 2013 ('Act') and that the appointment, if made, will be within the limits prescribed under Section 139 of the Act and the applicable rules and the Chartered Accountants Act, 1949, and all applicable rules and regulations. Furthermore, in accordance with the Listing Regulations, they have confirmed that they hold a valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

The Board recommends the appointment of M S K A & Associates LLP, Chartered Accountants as Statutory Auditors of the Company for a period of 5 (five) consecutive years to hold the office from the conclusion of the ensuing 22nd AGM of the Company till the conclusion of the 27th AGM to be held in the calendar year 2031, subject to the approval of the shareholders of the Company.

Details as required under Regulation 36(5) of the Listing Regulations are as under:

- **Terms of appointment:**

  Five (5) consecutive years to hold the office from the conclusion of the ensuing 22nd AGM till the conclusion of the 27th AGM to be held in the calendar year 2031.

- **Proposed Statutory audit fee payable to auditors and material change in fee payable:**

  Up to ₹ 1,00,00,000 (Rupees One Crore Only) as statutory audit fees for the year ending March 31, 2027. The remuneration payable to statutory auditors for the remaining tenure of the proposed appointment will be subsequently determined by the Board as per the recommendation of the Audit Committee. Apart from reduction in annual statutory audit fees there are no other material change.

- **Basis of recommendation and auditor's credentials:**

  The recommendation are based on the fulfilment of the eligibility criteria prescribed under the Act.

  M S K A & Associates LLP (formerly known as M S K A & Associates) established in 1978, is an Indian limited liability partnership firm registered with the Institute of Chartered Accountants of India (ICAI) and the PCAOB (US Public Company Accountancy Oversight Board) having offices across 12 cities in India at Mumbai, Gurugram, Chandigarh, Kolkata, Ahmedabad, Chennai, Goa, Pune, Bengaluru, Kochi, Hyderabad and Coimbatore. The audit firm has a valid peer review certificate.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution as set out in Item No. 4 of the Notice for approval of Members.

By Order of the Board of Directors
For **Route Mobile Limited**

Tejas Shah
Company Secretary & Compliance Officer
ICSI Membership No. A34829

Date: July 23, 2026
Place: Mumbai

Appendix 1

DISCLOSURE RELATING TO DIRECTOR PURSUANT TO REGULATION 36(3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ARE GIVEN HEREUNDER.

Name of the Director	Mr. Rajdipkumar Gupta
Director Identification Number	01272947
Designation and Category of Director	Managing Director (Executive)
Age	50 years
Date of First Appointment on the Board	May 15, 2004
Qualification	Bachelor's degree in science (Physics) & Master's diploma in Software Engineering.
Experience	Over 27 years
Expertise in specific functional Areas	All functions of the Company including technology and R&D, M&A, market development, sales and brand management, innovation in service delivery and general administration.
Remuneration proposed to be paid	Being an Executive Director, Mr. Rajdipkumar Gupta will be paid an amount not exceeding ₹ 4,15,00,000/- per annum, (excluding further other perquisites) and an annual increment not exceeding 15% per annum, during the subsequent years. Mr. Gupta will not be entitled to any sitting fees for attending the meetings of the Board/ Committees. Pursuant to Section 152 and other applicable provisions of the Act, only the Non Independent Directors would be reckoned for the purpose of retirement by rotation. Hence, in terms of Section 152 of the Companies Act, 2013 (the "Act") and the Articles of Association of the Company, Mr. Rajdipkumar Gupta, Director, retires by rotation at the forthcoming AGM and being eligible, offers himself for re-appointment.
Last drawn Remuneration	₹ 2,00,00,004 from Route Mobile Limited and GBP 2,15,000 from Route Mobile (UK) Limited.
Relationship with other Directors, Manager and other Key Managerial Personnel	Mr. Rajdipkumar Gupta is not related to any Directors, Manager and other Key Managerial Personnel of Route Mobile Limited. Do note that Mr. Sandipkumar Gupta, brother of Mr. Rajdipkumar Gupta, serves as a Non-Executive, Non-Independent Director, on the Board of Proximus Global SA/NV, a public limited company (société anonyme / naamloze vennootschap) incorporated under the laws of Belgium, the holding company of Route Mobile Limited.
Number of Board Meetings attended during the FY 2025-26	Seven (7) meetings
Directorships held in other Companies (as on March 31, 2026)	1. Shell Inn (International) Private Limited 2. Ahaya Supermart Private Limited 3. Clear Bridge Infraventures Private Limited 4. RS Prime Finance Private Limited 5. Khelomore Sports Private Limited 6. 29 Three Holidays Private Limited 7. Cobx Gaming Private Limited 8. Zon Hotels (Mumbai) Private Limited 9. Zon Hotels (Varca) Private Limited 10. Kesri Warriors Private Limited 11. Sanraj Family Ventures Private Limited 12. Sanraj Healthcare Private Limited 13. Route Energy Private Limited 14. Zon Hotels Private Limited
Member/ Chairperson of committees of the Other Company	None
Names of listed entities from which resigned in the past three years	None
No. of shares held:	
(a) Own	
(b) For other persons on a beneficial basis	

Note: The Directorship, Committee Memberships and Chairmanships do not include positions in foreign companies, position as advisory board member(s) and position in Companies under Section 8 of the Act, if any.

Notes