

POLICY FOR IDENTIFICATION OF 'MATERIAL' GROUP COMPANIES

Route Mobile Limited

POLICY EFFECTIVE FROM OCTOBER 5, 2017

In terms of the SEBI ICDR Regulations, "group companies", wherever they occur, shall include such companies as covered under the applicable accounting standards and also other companies as considered material by the board of the issuer company. The Board of Directors, at its meeting held on October 05, 2017, approved this policy pertaining to Identification of 'Material' Group Companies.

In this regard, group companies of the Issuer ("Group Companies"), shall be companies covered under applicable accounting standards (i.e., companies disclosed as related parties in accordance with Accounting Standard 18 issued by the ICAI) as per the restated audited financial information, and also other companies as considered 'material' by the Board.

For the purpose of disclosure in Offer Documents, a company shall be considered material and will be disclosed as a 'Group Company' if:

- Such company is a member of the Promoter Group and has entered into one or more transactions with the Company in the preceding financial year included in the offer document, which individually or in the aggregate, exceed 10% of the total consolidated revenue of the Company as per the restated consolidated financial statements of the Company for such fiscal year; or
- Subsequent to the date of the last consolidated financial statements of the Company, would require disclosure in the consolidated financial statements of the Company for subsequent periods as entities covered under applicable accounting standards.

For avoidance of doubt, it is clarified that direct or indirect subsidiaries of the Issuer shall not be considered as 'group companies' for the purpose of disclosure in the Offer Documents.

In this Policy the term:

1. Issuer/Company means Route Mobile Limited.
2. Promoter Group means Promoter Group of Route Mobile Limited.