



routemobile
communication simplified

ROUTE MOBILE LIMITED

Route Mobile Limited (“our Company” or “the Company” or “the Issuer”) was incorporated as ‘Routesms Solutions Private Limited’, a private limited company under the Companies Act, 1956 on May 14, 2004 at Mumbai, Maharashtra. Subsequently, upon conversion to a public limited company pursuant to a special resolution of the shareholders of our Company dated February 15, 2007 the name of our Company was changed to ‘Routesms Solutions Limited’ and a fresh certificate of incorporation was issued by the RoC on April 17, 2007. The name of our Company was subsequently changed to ‘Route Mobile Limited’ pursuant to a special resolution of the shareholders of our Company dated March 8, 2016, and a fresh certificate of incorporation was issued by the RoC on March 16, 2016. For further details, including details of change in registered office of our Company, see “History and Certain Corporate matters” on page 157 of the prospectus dated September 14, 2020 (“Prospectus”).

Registered and Corporate Office: 4th Dimension, 3rd Floor, Mind Space, Malad (West), Mumbai 400 064, Maharashtra, India. **Contact Person:** Rathindra Das, Head Legal, Company Secretary and Compliance Officer, **Telephone:** +91 22 4033 7676; **E-mail:** investors@routemobile.com; **Website:** www.routemobile.com; **Corporate Identity Number:** U72900MH2004PLC146323

OUR PROMOTERS: SANDIPKUMAR GUPTA AND RAJDIPKUMAR GUPTA

Our Company has filed the Prospectus with the RoC, and the Equity Shares are proposed to be listed on BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”, together with BSE, the “Stock Exchanges”), and trading is to commence on September 21, 2020.

BASIS OF ALLOTMENT

INITIAL PUBLIC OFFERING OF 17,142,856 EQUITY SHARES OF FACE VALUE ₹ 10 EACH (“EQUITY SHARES”) OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 350.00 PER EQUITY SHARE INCLUDING A PREMIUM OF ₹ 340.00 PER EQUITY SHARE (“OFFER PRICE”), AGGREGATING TO ₹ 6,000.00 MILLION (“OFFER”). THE OFFER COMPRISES A FRESH ISSUE OF 6,857,142 EQUITY SHARES AGGREGATING TO ₹ 2,400.00 MILLION (“FRESH ISSUE”) AND AN OFFER FOR SALE OF 10,285,714 EQUITY SHARE SAGGRE GATING TO ₹ 3,600.00 MILLION BY THE SELLING SHARE HOLDERS BEING THE PROMOTERS, INCLUDING 5,142,857 EQUITY SHARES AGGREGATING TO ₹ 1,800.00 MILLION BY SANDIPKUMAR GUPTA AND 5,142,857 EQUITY SHARES AGGREGATING TO ₹ 1,800.00 MILLION BY RAJDIPKUMAR GUPTA (“OFFER FOR SALE”). THE OFFER SHALL CONSTITUTE 30.15% OF THE FULLY DILUTED POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY.

OFFER PRICE: ₹ 350 PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH
THE OFFER PRICE IS 35 TIMES OF THE FACE VALUE OF THE EQUITY SHARES
ANCHOR INVESTOR OFFER PRICE: ₹ 350 PER EQUITY SHARE

Risks to Investors:

- The four Book Running Lead Managers associated with the Offer have handled 22 public issues in the past three years out of which 9 issues closed below the issue price on listing date.
- The Price/Earnings ratio based on diluted EPS for Fiscal 2020 for the Issuer at the upper end of the Price Band is as high as 25.31.
- Average cost of acquisition of Equity Shares for the Selling Shareholders namely Sandipkumar Gupta And Rajdipkumar Gupta is ₹ 0.01 per equity shares and ₹ 0.01 per equity shares respectively and the Offer Price at upper end of the Price Band is ₹ 350 per Equity Share.
- Weighted Average Return on Net Worth for Fiscals 2020, 2019 and 2018 is 26.55%.

BID/OFFER PERIOD:

BID/OFFER OPENED ON SEPTEMBER 9, 2020
BID/OFFER CLOSED ON SEPTEMBER 11, 2020

The Anchor Investor Bidding Date was one(1) Working Day prior to the Bid/Offer Opening Date, i.e. **September 8, 2020.**

The Offer was made through the Book Building Process, in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended (“SCRR”) read with Regulation 31 of the SEBI ICDR Regulations and in compliance with Regulation 6(1) of the SEBI ICDR Regulations, wherein not more than 50% of the Offer was allotted on a proportionate basis to Qualified Institutional Buyers (“QIBs”) (the “QIB Portion”), provided that our Company and the Selling Shareholders in consultation with the BRLMs has allocated up to 60% of the QIB Portion to Anchor Investors on a discretionary basis (“Anchor Investor Portion”). One-third of the Anchor Investor Portion was reserved for domestic Mutual Funds, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. 5% of the Net QIB Portion (excluding the Anchor Investor Portion) was made available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion was made available for allocation on a proportionate basis to all QIBs (other than Anchor Investors), including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Offer was made available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Offer was made available for allocation to Retail Individual Bidders in accordance with the SEBI ICDR Regulations, subject to valid Bids being received from them at or above the Offer Price. All potential Bidders (except Anchor Investors) are required to mandatorily utilise the Application Supported by Blocked Amount (“ASBA”) process providing details of their respective ASBA accounts, and UPI ID (in case of RIBs) if applicable, in which the corresponding Bid Amounts was blocked by the SCSBs or under the UPI Mechanism, as applicable. Anchor Investors are not permitted to participate in the Offer through the ASBA process. For details, see “Offer Procedure” on page 407 of the Prospectus.

The Offer received 1,404,577 applications for 890,370,520 Equity Shares resulting in 51.94 times subscription as disclosed in Prospectus. The details of the applications received in the Offer from Retail Individual Investors, Non-Institutional Investors and QIBs are as under (before technical rejections):

Sl. no	Category	No. of Applications applied	No. of Equity Shares	Shares Reserved as per Prospectus	No. of times Subscribed	Amount (₹)
A	Qualified Institutional Bidders (excluding Anchor Investors)	122	31,43,65,600	34,28,571	91.69	1,10,02,79,60,000
B	Non Institutional Investors	2,298	49,91,70,160	25,71,429	194.12	1,74,70,95,84,940
C	Retail Individual Investors	14,02,134	7,14,34,560	60,00,000	11.91	25,00,28,68,280
D	Anchor Investors	23	54,00,200	51,42,856	1.05	1,89,00,70,000
	Total	14,04,577	89,03,70,520	1,71,42,856	51.94	3,11,63,04,83,220

Final Demand

A summary of the final demand as per BSE and NSE as on the Bid/Offer Closing Date at different Bid prices is as under:

Sr. No	Rate	Shares	% to Total	Cumulative Total	% Cumulative Total
1	345	8,07,480	0.09	8,07,480	0.09
2	346	1,04,480	0.01	9,11,960	0.10
3	347	1,81,120	0.02	10,93,080	0.12
4	348	2,01,680	0.02	12,94,760	0.14
5	349	1,33,760	0.01	14,28,520	0.16
6	350	83,24,29,800	93.03	83,38,58,320	93.19
7	CUTOFF	6,09,75,800	6.81	89,48,34,120	100.00
	TOTAL	89,48,34,120	100.00		

The Basis of Allotment was finalized in consultation with the Designated Stock Exchange, being BSE on September 16, 2020

A. Allotment to Retail Individual Investors (After Technical Rejections)

The Basis of Allotment to the Retail Individual Investors, who have bid at cut-off or at the Offer Price of ₹ 350 per Equity Share, was finalized in consultation with BSE. This category has been subscribed to the extent of 11.54196 times. The total number of Equity Shares Allotted in Retail Category is 6,000,000 Equity Shares to 150,000 successful Bidders. The category-wise details of the Basis of Allotment are as under:

Category	No. of Applications Received	% of Total	Total No. of Equity Shares applied	% to Total	No. of Equity Shares allotted per applicant	Ratio	Total No. of Equity Shares allotted
40	12,59,933	92.53	5,03,97,320	72.77	40	311 : 2823	55,52,080
80	48,455	3.56	38,76,400	5.60	40	13 : 118	2,13,520
120	16,069	1.18	19,28,280	2.78	40	13 : 118	70,800
160	6,489	0.48	10,38,240	1.50	40	13 : 118	28,600
200	6,720	0.49	13,44,000	1.94	40	13 : 118	29,600
240	2,071	0.15	4,97,040	0.72	40	13 : 118	9,120
280	3,684	0.27	10,31,520	1.49	40	13 : 118	16,240
320	1,461	0.11	4,67,520	0.68	40	13 : 118	6,440
360	737	0.05	2,65,320	0.38	40	13 : 118	3,240
400	2,450	0.18	9,80,000	1.42	40	13 : 118	10,800
440	496	0.04	2,18,240	0.32	40	13 : 118	2,200
480	610	0.04	2,92,800	0.42	40	13 : 118	2,680
520	751	0.06	3,90,520	0.56	40	13 : 118	3,320
560	11,651	0.86	65,24,560	9.42	40	13 : 118	51,360
	TOTAL	13,61,577	100.00	6,92,51,760	100.00		60,00,000

B. Allotment to Non Institutional Investors (After Technical Rejections)

The Basis of Allotment to the Non-Institutional Investors, who have bid at the Offer Price of ₹ 350 per Equity Share, was finalized in consultation with BSE. This category has been subscribed to the extent of 193.77887 times. The total number of Equity Shares allotted in this category is 2,571,429 Equity Shares to 1,026 successful applicants. The category-wise details of the Basis of Allotment are as under: (Sample)

Category	No. of Applications Received	% of Total	Total No. of Equity Shares applied	% to Total	No. of Equity Shares allotted per applicant	Ratio	Total No. of Equity Shares allotted
600	557	24.89	3,34,200	0.07	40	43 : 557	1,720
640	38	1.70	24,320	0.00	40	3 : 38	120
6600	3	0.13	19,800	0.00	40	1 : 1	120
6640	1	0.04	6,640	0.00	40	1 : 1	40
15000	6	0.27	90,000	0.02	77	1 : 1	462
15160	1	0.04	15,160	0.00	78	1 : 1	78
15200	3	0.13	45,600	0.01	78	1 : 1	234
857120	6	0.27	51,42,720	1.03	4,423	1 : 1	26,538
865600	1	0.04	8,65,600	0.17	4,467	1 : 1	4,467
1000000	2	0.09	20,00,000	0.40	5,161	1 : 1	10,322
5300000	1	0.04	53,00,000	1.06	27,351	1 : 1	27,351
5500000	1	0.04	55,00,000	1.10	28,383	1 : 1	28,383
5714280	5	0.22	2,85,71,400	5.73	29,489	1 : 1	1,47,445
5715040	2	0.09	1,14,30,080	2.29	29,493	1 : 1	58,986
5775000	2	0.09	1,15,50,000	2.32	29,802	1 : 1	59,604
6400000	1	0.04	64,00,000	1.28	33,027	1 : 1	33,027
6609000	3	0.13	1,98,27,000	3.98	34,106	1 : 1	1,02,318
6637600	1	0.04	66,37,600	1.33	34,253	1 : 1	34,253
8428560	9	0.40	7,58,57,040	15.22	43,496	1 : 1	3,91,464
8571400	1	0.04	85,71,400	1.72	44,233	1 : 1	44,233
	TOTAL	2238	100.00	49,82,88,600	100.00		25,71,429

C. Allotment to QIBs (excluding Anchor Investors) (After Technical Rejections)

Allotment to QIBs, who have bid at the Offer Price of ₹ 350 per Equity Share, has been done on a proportionate basis in consultation with BSE. This category has been subscribed to the extent of 91.06498 times. As per the SEBI ICDR Regulations, Mutual Funds were allotted 5% of the Equity Shares of QIB Category available i.e. 171,429 Equity Shares and other QIBs and unsatisfied demand of Mutual Funds were allotted the remaining available Equity Shares i.e. 3,257,142 Equity Shares on a proportionate basis. The total number of Equity Shares allotted in the QIB category is 3,428,571 Equity Shares, which were allotted to 121 successful Bidders. The category-wise details of the Basis of Allotment are as under:

Category	FIs/Banks	FII	MFs	ICs	NBFC	Others	Total
QIB	1,174,702	869,732	308,905	72,409	22,426	980,397	3,428,571

D. Allotment to Anchor Investors (After Technical Rejections)

The Company and Selling Shareholders in consultation with the BRLMs, have allotted 5,142,856 Equity Shares to 23 Anchor Investors (who have applied through 15 applications) at the Anchor Investor Offer Price of ₹ 350 per Equity Share in accordance with the SEBI ICDR Regulations. This represents upto 60% of the QIB Portion.

CATEGORY	FIS/BANKS	MFs	ICs	AIFs	FPI	OTH	TOTAL
Anhcor	-	25,68,979	3,94,840	5,94,779	15,84,258	-	51,42,856

The IPO Committee at its meeting held on September 16, 2020 has approved the basis of allotment of Equity Shares, prepared and finalised in consultation with the Designated Stock Exchange, being BSE and has Allotted the Equity Shares to various successful Bidders. The Allotment Advice Cum Refund Intimation has been mailed to Investors who have registered their email IDs with depositories. The Investors who have not registered their email IDs with depositories have been sent the Allotment Advice Cum Refund Intimation through post. Further, instructions to the SCSBs have been issued for unblocking of funds and transfer to the Public Offer Account on September 16, 2020 and the payments to non-syndicate brokers have been issued on September 17, 2020. In case the same is not received within ten days, investors may contact the Registrar to the Offer at the address given below. The Equity Shares allotted to the allottees have been uploaded on September 17, 2020 for credit into the respective beneficiary accounts subject to validation of the account details with the depositories concerned. The Company has obtained the listing and trading approval from BSE and NSE and trading is to commence on September 21, 2020.

Note: All capitalized terms used and not defined herein shall have the respective meanings assigned to them in the Prospectus.

CORRIGENDUM TO THE PROSPECTUS – NOTICE TO INVESTORS

This corrigendum (“Corrigendum”) is with reference to the Prospectus filed in relation to the Offer. In this regard, please note the following:

1. In the table titled “The Offer” under the section “Section III - Introduction” on page 55 of the Prospectus, Available for allocation to Mutual Funds only (5% of the Net QIB Portion (excluding the Anchor Investor Portion)) should read as 1,71,429 Equity Shares instead of 1,714,286 Equity Shares.

The Prospectus shall be read in conjunction with this Corrigendum. The information in this Corrigendum supersedes the information provided in the Prospectus to the extent inconsistent with the information in the Prospectus. The Prospectus stands amended to the extent stated hereinabove.

INVESTORS PLEASE NOTE

These details of the Allotment made shall be hosted on the website of Registrar to the Offer, KFin Technologies Private Limited at www.kfintech.com

All future correspondence in this regard may kindly be addressed to the Registrar to the Offer quoting full name of the First/ sole Bidder, serial number of the ASBA Form, number of Equity Shares bid for, name of the member of the Syndicate, place where the bid was submitted and payment details at the address given below:



KFin Technologies Private Limited

Selenium Tower B, Plot 31 and 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad 500 032, Telangana, India; **Tel:** +91 40 6716 2222; **Email:** einward.ris@kfintech.com; **Website:** www.kfintech.com
Contact Person: M Murali Krishna

For ROUTE MOBILE LIMITED
On behalf of the Board of Directors

Place : Mumbai
Date : September 18, 2020
Company Secretary and Compliance Officer

THE LEVEL OF SUBSCRIPTION SHOULD NOT BE TAKEN TO BE INDICATIVE OF EITHER THE MARKET PRICE OF THE EQUITY SHARES ON LISTING OR THE BUSINESS PROSPECTS OF ROUTE MOBILE LIMITED.

Route Mobile Limited: is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the Prospectus with the RoC, on September 15, 2020. The Prospectus is available on the website of SEBI at www.sebi.gov.in, on the respective websites of BSE and NSE, at www.bseindia.com and nseindia.com as well as on the websites of the book running lead managers, ICICI Securities Limited : www.icicisecurities.com, Axis Capital Limited : www.axiscapital.co.in, Edelweiss Financial Services Limited : www.edelweissfn.com and IDBI Capital Markets & Securities Limited : www.idbicapital.com, respectively. Investors should note that investment in equity shares involves a high degree of risk and for details relating to such risks, see “Risk Factors” on page 23 of the Prospectus. Potential investors should not rely on the DRHP for making any investment decision.

The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the “Securities Act”) or any state securities laws in the United States and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Equity Shares are only being offered and sold (i) in the United States only to persons reasonably believed to be “qualified institutional buyers” (as defined in Rule 144A under the U.S. Securities Act, “Rule 144A”) in reliance on the exemption from registration requirements of the Securities Act provided by Rule 144A, and (ii) outside the United States in offshore transactions in reliance on Regulation S under the Securities Act. Prospective purchasers are hereby notified that the seller of the Equity Shares may be relying on the exemption from the registration requirements of the Securities Act provided by Rule 144A. There will be no public offering in the United States.

CONCEPT

Size 24 x 40 cm