



DELPHI/SEC/2023-24/48

15th December, 2023

BSE Ltd.

Corporate Relation Department,
Listing Department,
Rotunda Building, PJ Towers,
Dalal Street, Mumbai – 400 023.
Scrp Code : 533452

National Stock Exchange of India Ltd.

Listing Department
Exchange Plaza, C-1, Block- G,
Bandra Kurla Complex
Bandra (East) Mumbai–400 051
NSE Symbol: DELPHIFX

Dear Sir / Madam,

Re.: Offer for Sale of 1619280 Equity Shares of Face Value of Rupees. 10/- each by M/s Ebixcash World Money Limited, a Promoter Group Entity of Delphi World Money Limited.

Sub: Intimation pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir,

This is in continuation of our earlier announcement made on 13th December, 2023 bearing no. **DELPHI/SEC/2023-24/46**, we wish to inform you that the Company has received, as attached, a copy of revised notice of Offer for Sale (OFS) of Shares from its promoter, M/s. Ebixcash World Money Limited, dated 15th December, 2023, proposed to be undertaken through the Stock Exchange Mechanism of the BSE Limited.

The Offer shall open on 18th December, 2023 (for Non- Retail Investors only), and on 19th December, 2023 (for Retail Investors and for Non- Retail Investors who choose to carry forward their bids) through a sale on the separate designated window to be provided by BSE Limited only.

This is for your information and record.

Thanking you,

Yours Faithfully,

**FOR DELPHI WORLD MONEY LIMITED
(ERSTWHILE EBIXCASH WORLD MONEY INDIA LIMITED)**

**SHIVAM AGGARWAL
COMPANY SECRETARY
MEM. NO. A-55785**

**DELPHI WORLD MONEY LIMITED
(ERSTWHILE EBIXCASH WORLD MONEY INDIA LIMITED)**

Regd. Office: 8th Floor, Manek Plaza, Kalina CST Road, Kolkalyan, Santacruz (E), Mumbai, Maharashtra-400098
Website: www.indiaforexonline.com . E. mail : corp.relations@ebixcash.com . Phone: [+91-22-68649800](tel:+91-22-68649800)

CIN: L65990MH1985PLC037697

Date: 15th December, 2023

The Managing Director
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Dear Sir,

Subject: Notice of the proposed Offer for Sale (OFS) of up to 16,19,280 Equity Shares (“Shares”) of Rs. 10/- each of Delphi World Money Limited (BSE Scrip Code: 533452, NSE: DELPHIFX) by its promoter M/s EbixCash World Money Limited (the “Seller”) through the Stock Exchange Mechanism (the “OFS Notice”)

Pursuant to SEBI Circular No. CIR/MRD/DP/18/2012 dated July 18, 2012, Circular no. CIR/MRD/DP/04/2013 dated January 25, 2013 and Circular no. CIR/MRD/ DP/17/2013 dated May 30, 2013, CIR/MRD/DP/24/2014 dated August 8, 2014, CIR/MRD/DP/32 /2014 dated December 1, 2014 along with further communication received from SEBI dated January 1, 2015, CIR/MRD/DP/12/2015 dated June 26, 2015, Circular no. CIR/MRD/DP/ 36 /2016 dated February 15, 2016, Circular no. SEBI/HO/MRD/DOPI/CIR/P/2018/159 dated December 28, 2018 and Circular no. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023 (“**SEBI OFS Circulars**”) issued by Securities Exchange Board of India (SEBI) pertaining to comprehensive guidelines on offer for sale through stock exchange mechanism, we wish to inform you that M/s EbixCash World Money Limited, promoter of M/s Delphi World Money Limited (the “**Company**”), **being the selling promoter(s)** proposes to sell up to 16,19,280 **equity shares** of face value of Rs. 10/- each representing 14.55% of the total paid up equity share capital of the Company (hereinafter referred to as “**Offer Shares**”) on **Day of OFS** through a sale on the separate window provided by BSE Limited in accordance with (i) SEBI OFS Circular (ii) Notice No. 20230127-14 issued by BSE Limited (the “**Sale**”).

The Offer shall be undertaken exclusively through Seller’s broker (define hereinafter) on a separate window provided by the BSE Limited for this purpose.

Purpose of Offer for Sale (OFS)

Pursuant to the provision of Regulation 38 of the Listing Regulations, the listed entity is required to comply with Minimum Public Shareholding as specified in Rule 19(2) and 19A of the Securities Contracts (Regulation) Rules, 1957. In order to comply with Minimum Public Shareholding norms, the Offer for Sale is being made by the Promoter of the Company i.e EbixCash World Money Limited.



EbixCash World Money Limited

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CIN : U67190MH1999PLC119009

The information required to be announced is set out below in tabular form. Other important information in relation to the Sale is set out below under the heading “Important Information”, and the information included therein forms an integral part of the terms and conditions of the Sale. Brokers and prospective buyers are required to read the information included in this Notice in its entirety along with the SEBI OFS Circulars.

Details required to be mentioned in Notice	Name of the seller (promoter/promoter group)	M/s EbixCash World Money Limited
1	Name of the Company whose shares are proposed to be sold and ISIN	M/s Delphi World Money Limited (the “Company”) ISIN : INE726L01019
2	Name of the Stock Exchange where orders shall be placed	BSE Limited, Mumbai
3	Designated Stock Exchange	BSE Limited, Mumbai
4	Name of the Designated Clearing Corporation	National Clearing Corporation Limited (“NCCL”)
5	Date and time of the opening and closing of the Offer	<p>The Offer shall take place over two trading days, as provided below:</p> <p>For Non-Retail Investors: 18th December, 2023 (“T”)</p> <p>The Sale shall take place on a separate window of the Stock Exchanges on T day, commencing at 9:15 a.m. and shall close at 3:30 p.m. on the same date.</p> <p>Only Non-Retail investors shall be allowed to place their bids on T day, i.e 18th November, 2023.</p> <p>While placing their bids, the Non-Retail investors may indicate their willingness to carry forward their un-allocated bids on T+1 day for allocation to them in the unsubscribed portion of Retail Category (defined below).</p> <p>Those investors other than Retail Investor (‘Non-</p>



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		<p>Retail Investors”) who have placed their bids on T day and have chosen to carry forward their unallocated bids to T+1 day, shall be allowed to revise their bids on T+1 day as per SEBI OFS Circular.</p> <p>For Retail Investors (defined below) and for Non-Retail Investors who choose to carry forward their bids: 19th December, 2023 (“T+1 days”)</p> <p>The Offer shall continue to take place on a separate window of the Stock Exchanges on T+1 day i.e 19th December, 2023, commencing at 9:15 a.m. and shall close at 3:30 p.m. (Indian Standard Time) on the same date.</p> <p>Please note that only Retail Investors shall be allowed to place their bids only on the T+1 day and revise their bids on T+1 days.</p> <p>(T day and T+1 day, collectively referred to as, (“Sale Dates”))</p>
6	Allocation Methodology	<p>The allocation shall be at or above the Floor Price on price priority basis at multiple clearing prices, in accordance with SEBI OFS Circulars, except in case of Retail Investors who shall have an option to bid at or above the Cutt Off Price. Provided that Retail Investors shall be allowed to place their bids at Floor Price on T+1 day, in case of undersubscription in the Non-Retail Category.</p> <p>10% of the offer shares shall be reserved for allocation to Retail-Investors subject to the receipt of valid bids. Bidders can bid under Retail Category or other than Retail Category.</p> <p>The stock exchange will decide the quantity of offer shares eligible to be considered in the Retail Category based on the Floor Price declared by the seller. Unsubscribed Portion of the Offer share reserved for retail investor shall be available for</p>



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		<p>allocation to such Non-Retail investors who have been chosen to carry forward their un-allocated bids to T+1 day. However such Non-Retail investor are required to indicate their willingness on T day to carry forward their un-allocated bids to T+1 day.</p> <p>Indicative price for Non-Retail category shall be displayed separately, but there shall be no indicative price for the Retail Category.</p> <p>No single bidder other than mutual funds registered with the Securities and Exchange Board of India under the SEBI (Mutual Funds) Regulations, 1996 and insurance companies registered with the Insurance Regulatory and Development Authority under the Insurance Regulatory and Development Authority Act, 1999 shall be allocated more than 25% of the sale shares being offered in the Sale.</p> <p>Retail Category Retail Investor shall mean an individual investor who places bid for Offer Shares of total value of not more than Rs 200000 (Rupees Two Lakhs).</p> <p>Retail investors may enter a price bid or opt for for bidding at ‘Cut-Off Price’. For this purpose “Cut-Off Price” means the lowest price, as shall be determined at which the offer shares are sold in the Non-Retail category, based on all valid bids received on T day. The Cut-Off Price shall be determined separately for bids received in retail category and for bids received in non-retail category. Provided that retail investors shall be allowed to place their bids at Floor Price on T+1 day , in case of under-subscription in the Non-Retail category. If the retail category is fully subscribed, bids by retail investors below Cut-Off Price or the floor price, whichever is applicable, will be rejected.</p> <p>Allocation to retail investors shall be based on</p>
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		<p>the Cut-Off Price determined in the Retail Category. Upon determining the Cut-Off Price in Retail Category, the offered shares reserved for such category shall be allocated to eligible bids of retail investors on price priority method at multiple clearing prices/ Cut-Off Price determined in the Retail Category, in accordance with SEBI OFS Circular.</p> <p>Any Unsubscribed portion of the shares reserved for Retail Investors, after allotment, shall be eligible for allocation to the investors in the Non-Retail Category choosing to carry forward their bids on T+1 day and who have not been allotted shares on T day. However, such investors are required to indicate their willingness to carry forward their bids on T+1 day.</p> <p>In case of oversubscription in the Retail Category, if the aggregate number of offer shares bid for at a particular clearing prices/cut off prices determined in the Retail Category, as the case may be, is more than available quantity then the allocation for such bids will be done on proportionate basis at such clearing price (at or above Cut-Off Price)/ Cut-Off Price, as the case may be.</p> <p>Non – Retail Category</p> <p>The allocation shall be at or above the Floor Price on price priority method at multiple clearing prices in accordance with SEBI OFS Circular.</p> <p>The Non-Retail Investors shall have an option to carry forward their un-allocated bids from T day to T+1 day. Such Non-Retail Investor choosing to carry forward their un-allocated bids to T+1 day are required to indicate their willingness to carry forward their un-allocated bids while placing their bids on T day. Further, such Investors can also</p>
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revise their bids on T+1 day in accordance with the SEBIOFS Circulars.

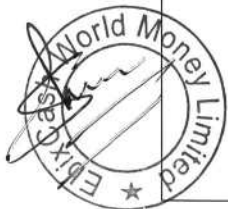
Any unsubscribed portion of the Non-Retail category after allotment shall be eligible for allocation in the Retail Category.

The allocation to Non- Retail Category shall be at a price equal to the Cut-Off Price or higher as per the Bids.

A minimum of 25% of the shares in the Sale shall be reserved for mutual funds registered with the Securities and Exchange Board of India under the SEBI (Mutual Funds) Regulations, 1996 and insurance companies registered with the Insurance Regulatory and Development Authority under the Insurance Regulatory and Development Authority Act, 1999, subject to receipt of valid bids/orders at or above the Floor Price and as per allocation methodology.

In the event of any under subscription by mutual funds and insurance companies, the unsubscribed portion shall be available to the other bidders in the Non-Retail category.

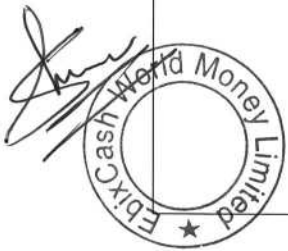
In case of oversubscription in the Non-Retail category, the seller may choose to exercise the oversubscription option, which will be intimated to the stock exchange after trading hours (at or before 5:00 PM) on T day. Accordingly allocation to bidders in the Non-Retail category shall be done from the offer shares forming part of the Base Offer Size and the Oversubscription option. Further in case of oversubscription option is exercised, the equity shares forming part of the Base Offer size and the "Offer Share". In case the oversubscription option is not exercised, the equity shares forming part of the Base offer size will hereinafter be referred to as "**Offer Shares**".

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		In case of oversubscription in the Non-Retail category on T+1 day, if the aggregate number of offer shares bid for at a particular clearing price is more than available quantity then the allocation for such bids will be done on a proportionate basis.
7	Number of Shares proposed to be offered by the Seller(s) pursuant to the Offer	Up to 16,19,280 (Sixteen Lakhs Nineteen Thousand Two Hundred Eighty Only) shares offered by the Seller(s) representing 14.55% of the total issued and paid up equity share capital of the company (hereinafter referred to as the “ Base Offer Size ”).
8	Maximum number of Shares that the Seller may choose to sell over and above the Base offer size	NOT APPLICABLE
9	Name of the Broker on behalf of the Seller (the “Seller Brokers”) and Broker Code	SMC Global Securities Limited: BSE TM ID 0470 SMC Global Securities shall be acting as the Settlement Broker for the Offer.
10	Floor Price	The Floor Price of the Offer shall be INR 304/- (Rupees Three Hundred and Four Only) per equity shares.
11	Retail Discount	No discount is being offered to retail investors
12	Conditions for withdrawal or cancellation of the Offer	The Seller reserves the right to not proceed with the Sale at any time prior to opening of the Offer on T day. In such cases, there shall be a cooling off period of 10 Trading Days from the date of withdrawal before another offer for sale through stock exchange mechanism is made.
13	Conditions for participating in the Sale	<ol style="list-style-type: none"> 1. Non-institutional investors (including Retail Category) shall deposit 100% of the bid value in cash up- front with the clearing corporation at the time of placing bids for the Offer. 2. Institutional investors have an option of placing bids without any upfront payment. In case of institutional investors who place



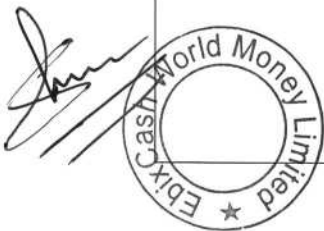
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bids with 100% of the bid value deposited upfront on T day, custodian confirmation shall be within trading hours on T day. In case of institutional investors who place bids without depositing 100% of the bid value upfront on T day, custodian confirmation shall be as per the existing rules for secondary market transactions and applicable SEBI OFS Circulars.

3. In respect of bids in the retail category, margin for bids placed at the Cutt Off price, shall be at the cut-off price determined based on the bid received on T day for the Non-Retail Investors and for price bids at the value of the bid. Clearing corporation shall collect margin to the extent of 100% of order value in cash or cash equivalents at the time of placing of bids. Pay-in and pay-out for retail bids shall take place as per normal secondary market transactions and applicable laws including SEBI OFS Circulars.
4. The funds collected shall neither be utilized against any other obligation of the trading member nor co-mingled with other segments.
5. Individual retail investors shall have the option to bid in the retail category and the non-retail category. However, if the cumulative bid value by an individual investor across both retail and non-retail categories exceeds Rs. 2,00,000/- (Rupees Two Lakhs), the bids in the retail category will become ineligible and only bids in Non-Retail category will be eligible for allocation. Further, if the cumulative bid value by an individual investor in the retail category at Stock Exchange exceeds Rs.



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		<p>2,00,000/- (Rupees Two Lakh only), such bids shall be rejected.</p> <p>6. Retail Investors may enter a price bid or opt for bidding at the Cut-Off Price. In case of under-subscription in the Non-Retail category after allotment, the Retail Investors shall be allowed to place their bids at Floor Price.</p> <p>7. Modification or cancellation of orders: (a) Orders placed by Retail Investors , with 100% of the bid value deposited upfront: Such orders can be modified or cancelled any time during the trading hours during T+1 day; (b) Orders placed by Institutional Investors and by Non-institutional Investors , with 100% of the bid value deposited upfront: Such orders can be modified or cancelled any time during the trading hours T day, and in respect of any unallocated bids which they have indicated to be carried forward to T+1 day, orders can be modified (only by making upward revision in the price of quantity) on T+1 day in accordance with SEBI OFS Circular. (c) Orders placed by institutional investors without depositing 100% of the bid value upfront: Such orders cannot be modified or cancelled by the investors or stock brokers, except for making upward revision in the price or quantity during the trading hours on T days and in case of any unallocated bids which they have indicated to be carried forward to T+1 day, orders can be modified (only by making upward revision in the price or quantity) on T+1 day in accordance with the SEBI OFS Circulars. (d) Bids carried forward by Non-Retail Investors to T+1 day may be revised in accordance with SEBO OFS Circular.</p>
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		<p>In case of any permitted modification or cancellation of the bids, the funds shall be released/collected on a real time basis by the clearing corporation.</p> <p>8. Bidder shall also be liable to pay any other fees, as may be levied by the Stock Exchange, including Securities Transaction Tax (STT), exchange turnover charges, SEBI fees and applicable stamp duty.</p> <p>9. Multiple orders from a single bidder shall be permitted subject to condition prescribed in point 5 above.</p> <p>10. In case of default in pay-in by any bidder, an amount aggregating to 10% of the order value shall be charged as penalty from the investor and collected from the broker. This amount shall be credited to the investor Protection Fund of the Stock Exchange.</p> <p>11. The equity shares of the Company other than the Offer Shares shall continue trading in the normal market. However, in case of market closure due to the incidence of breach of “Market wide index based circuit filter”, the Offer shall also be halted.</p> <p>12. In accordance with SEBI OFS Circular, the Promoter and members of Promoter Group of the Company are not allowed to participate in the Offer and accordingly any bid from the Promoter and members of Promoter Group of the Company shall be rejected.</p>
	<p>Settlement</p>	<p>1. Settlement shall take place on a trade for trade basis. For bids received from Non-</p>



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		<p>Retail investors on T day, being non-institutional investor and institutional investors, who placed orders with 100% of the order value deposited upfront, settlement shall take place On T+1 day in accordance with the SEBI OFS Circulars. In case of institutional investor who placed bids on T day without depositing 100% of the order value upfront, settlement shall be as per the existing rules for secondary market transactions.</p> <p>2. For the bids received on T+1 day, from the Non-Retail investors who choose to carry forward their un-allocated bids to T+1 day with 100% of the order value deposited upfront, the settlement shall take place on T+2 day.</p> <p>3. For the bids received on T+1 day, from the Retail investors, the settlement shall take place as per the existing rules for secondary market transactions.</p> <p>For the bids received on T+1 day, from the Non-Retail investors who choose to carry forward their unallotted bids to T+1 day without depositing 100% of the order value upfront, the settlement shall take place as per the existing rules for secondary market transactions.</p>
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Important Information

The Offer is personal to each prospective bidder (including individuals, funds or otherwise) registered with the broker of the Stock Exchanges who makes a bid (each a "**Bidder**") and neither the Sale nor this Notice constitutes an offer to sell or invitation or solicitation of an offer to buy, to the public, or to any other person or class of persons requiring any prospectus or offer document to be issued, submitted to or filed with any regulatory authority or to any other person or class of person within or outside India.



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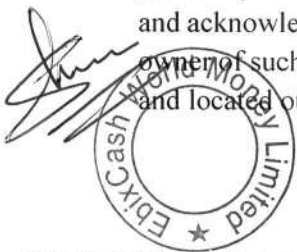
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The Sale is being carried out in accordance with the SEBI OFS Circulars and subject to the circulars, Rules and regulations issued by the Stock Exchanges from time to time. There will be no public offer of the Sale Shares in India under the Companies Act, 2013 (as notified and applicable) as amended from time to time ("**Companies Act**") or in any other jurisdiction. Accordingly, no documents have been or will be prepared, registered or submitted for approval as a "prospectus" or an offer document with the Registrar of Companies in India under the Companies Act and/or Securities and Exchange Board of India ("**SEBI**") under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), or to the Stock Exchanges or any other regulatory or listing authority in India or abroad, and no such document will be circulated or distributed to any person in any jurisdiction, including in India. The Bidders acknowledge and agree that any buy order or bid shall be made solely on the basis of publicly available information and any information available with SEBI, Stock Exchanges, Company's website or any other public domain, together with the information contained in this Notice. The Sale is subject to the further terms set forth in the contract note to be provided to the successful Bidders.

This Notice is for information purposes only and is neither an offer nor invitation to buy or sell nor a solicitation of an offer to buy to sell any securities, nor shall there be any sale of securities in any jurisdiction ("**Other Jurisdiction**") in which such offer, solicitation or sale is or may be unlawful whether prior to registration or qualification under the securities laws of any such jurisdiction or otherwise. This Notice and the information contained herein are not for publication or distribution, directly or indirectly, to persons in any Other Jurisdiction unless permitted pursuant to an exemption under the relevant local law or regulation in any such jurisdiction. Prospective Bidders should seek appropriate legal advice prior to participating in the Sale.

This Notice or information contained herein is not for release, publication or distribution in the United States of America, its territories and possessions, any state of the United States of America, and the District of Columbia (together, the "**United States**"), and is neither an offer to sell nor a solicitation of an offer to buy any securities of the Company in the United States. The Sale Shares have not been and will not be registered under the U.S. Securities Act of 1933 ("**Securities Act**") and may not be offered or sold in the United States except in transactions exempt from the registration requirements of the Securities Act. The Sale Shares will be offered outside the United States through offshore transactions in reliance upon Regulation S under the Securities Act. The purchasers of Sale Shares are hereby advised that any resale of such shares must be made in accordance with the registration requirements of the securities laws in the United States.

By submitting a bid in connection with the Sale or receiving the Sale Shares, each Bidder and any broker acting on such Bidder's behalf will be deemed to have (a) read and understood this Notice in its entirety. (b) Accepted and complied with the terms and conditions set out in this Notice; and (c) represented, Agreed and acknowledged that such Bidder is, and at the time the Sale Shares are purchased, will be, the beneficial owner of such Sale Shares, not an affiliate of the Company or a person acting on behalf of such an affiliate and located outside the United States and purchasing such Sale Shares in reliance upon Regulation S.





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By submitting a bid on behalf of a buyer in connection with the Sale, each broker will also be deemed to have represented, agreed and acknowledged that it is located outside the United States and that none of the broker, its affiliates and all persons acting on its or their behalf has (a) engaged or will engage in any "directed selling efforts" (as defined in Regulation S under the Securities Act) in connection with the offer or sale of the Sale Shares, (b) engaged or will engage in any form of general solicitation or general advertising (each, within the meaning of Regulation D under the Securities Act) in connection with the offer or sale of the Sale Shares and (c) offered or will offer and sell the Sale Shares except outside the United States in reliance upon Regulation

FOR EBIXCASH WORLD MONEY LIMITED



SHIVAM AGGARWAL
COMPANY SECRETARY

DATE: 15.12.2023

PLACE: NOIDA

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