

3rd July, 2020

National Stock Exchange of India Ltd. Listing Department. Exchange Plaza, C-1, Block- G, BandraKurla Complex, Bandra (East) Mumbai-400 051. Fax No. 26598235/8237/8347. Symbol: EBIXFOREX	BSE Ltd. Corporate Relation Department, Listing Department, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400 023. Facsimile No. 22723121/22722037/2041 Scrip Code : 533452
---	--

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2020.

In compliance with SEBI Circular No. CIR/CFD/CMD/27/2019 dated February 8, 2019, please find enclosed copy of Annual Secretarial Compliance Report dated 19.06.2020 issued by M/s. Martinho Ferrao & Associates, Practicing Company Secretary for the financial year 2019-20.

You are requested to take the above on record and oblige.

Thanking You.
Yours Sincerely,

FOR EBIXCASH WORLD MONEY INDIA LIMITED



Sushama Kadam
Company Secretary

Encl. as above

EbixCash World Money India Limited
(erstwhile Weizmann Forex Limited)

Registered Office :- Forbes Building, Ground Floor, East Wing, Charanjit Rai Marg, Fort, Mumbai 400 001.
Tel:- +91-22-62881500

| CIN No. L65990MH1985PLC037697

Corporate Office :- 2nd Floor, Manek Plaza, Kalina, CST Road, Vidya Nagri Marg, Kalina, Santacruz (East),
Mumbai 400 098. Tel:- +91-22-68649800 Website : www.weizmannforex.com/ www.indiaforexonline.com
Email : info@ebixcash.com

Secretarial Compliance Report
of
EBIXCASH WORLD MONEY INDIA LIMITED
(formerly known as Weizmann Forex Limited)
for the year ended 31st March, 2020

We, Martinho Ferrao & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Ebixcash World Money India Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the financial year ended on 31st March, 2020 ("Review Period") in respect of compliance with the provisions of :

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

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SAST);
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
Not applicable during the year under review
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 : **Not Applicable as the Company has not provided any share based benefits to the employees during the year.**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **Not applicable as the Company has not issued any debt securities during the financial year under review.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013: **Not applicable as the Company has not issued any such securities during the financial year under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder; and based on the above examination, we hereby report that, during the Review Period:

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

Sr. No.	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	<i>As per Regulation 17(1) of SEBI LODR, the board of directors should have at least one Woman director</i>	<i>The Company had no woman Director for the period 17th April, 2019 to 12th March 2020.</i>	<i>There was a default for 331 days and the Company has paid the necessary fine imposed to them in this regard.</i>
2	<i>As per Regulation 38 of SEBI LODR, the listed entity shall comply with the Minimum Public Shareholding (MPS) requirements specified in Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 in the manner as specified by the Board from time to time</i>	<i>Pursuant to the open offer made under SEBI SAST, the Public shareholding of the Company fell to 10.06% on 28th June, 2019 and remained so till 31st March, 2020.</i>	<i>The public shareholding of the Company was 10.06% as on 31st March 2020. As per SEBI Circular No.: SEBI/HO/CFD/CMD1/CIR/P/2020/81 dated 14th May, 2020 read with rule 19A of the Securities Contracts (Regulation) Rules, 1957 the Company has to comply with the MPS requirements of 25% by 31st August, 2020.</i>



Sr. No.	Compliance Requirement (Regulations/circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
3	As per SEBI LODR Reg.31A(8); Minutes of the Board Meeting considering request for re-classification of any person as promoter / public has to be submitted to stock exchange as soon as reasonably possible and not later than twenty four hours from the occurrence of the event	The matter on re-classification of any person as promoter / public was considered in the Board Meeting held on 30 th May, 2019 but minutes were submitted to stock exchange on 30 th September, 2019	There was a delay of 122 days w.r.t. compliance of Regulation 31A(8) of SEBI LODR
4	As per SEBI LODR Reg.39(2); The listed entity shall issue certificates or receipts or advices, as applicable, of subdivision, split, consolidation, renewal, exchanges, endorsements, issuance of duplicates thereof or issuance of new certificates or receipts or advices, as applicable, in cases of loss or old decrepit or worn out certificates or receipts or advices, as applicable within a period of thirty days from the date of such lodgement.	During the half year April to September 2019, Share Certificate in respect of a request for exchange of a duplicate certificate has been issued after a period of thirty days from the date of such lodgement	The reason for the same as received from M/s. Bigshare Services Pvt. Ltd. is reproduced as follows: "As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 no transfer of shares would be processed w.e.f December 5, 2018 (which got extended till April 1, 2019) unless the shares are held in dematerialized form. In order to comply with the amended SEBI Regulations, there was spurt in the volumes of Transfer Requests received till March 31, 2019, resulting in delay of Transfer Requests i.e. beyond 15 days from the date of lodgement of transfer. Further, please note this had cascading effect on other requests such as Duplicate & Transmission."



(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records. We feel that the Company should provide a better system of maintaining the structured digital database as required under Regulation 3(5) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

Sr. No.	Action taken by	Details of violation	Details of Action taken e.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if any.
1	BSE Limited vide letter Ref: LIST/COMP/Reg.27(2) & Reg.17 to 21/Sep-19/533452/219/2019-20 dated October 31, 2019		Fine of Rs.4,54,300/- (computed till quarter ended September 30, 2019)	
2	National Stock Exchange of India Limited vide letter Ref: NSE/LIST-SOP/CG/FINES/93794 dated November 01, 2019	Regulation 17(1) Non-compliance with the requirements pertaining to the composition of the Board including failure to appoint woman director	Fine of Rs.4,54,300/- (computed till quarter ended September 30, 2019)	The Company had no woman director for 331 days. Company has paid all fines imposed by BSE and NSE in this regard. Woman director has been appointed by the Company w.e.f. 13 th March 2020.
3	BSE Limited vide letter Ref: LIST/COMP/Reg.27(2) & Reg.17 to 21/Dec-19/533452/283/2019-20 dated February 03, 2020		Fine of Rs.5,42,800/- (computed till quarter ended December 31, 2019)	
4	National Stock Exchange of India Limited vide letter Ref: NSE/LIST-SOP/CG/FINES/100977 dated February 03, 2020		Fine of Rs.5,42,800/- (computed till quarter ended December 31, 2019)	



- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: **There were no observations in the previous report.**
- (e) The listed entity has complied with the requirements of paragraph 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019. There has been no resignation of Statutory Auditors in FY 2019-20.

Limitations:

Due to the nationwide lockdown and social distancing guidelines issued by the Ministry of Home Affairs (MHA) on different dates for containment of spread of Covid-19, the abovementioned documents, registers, disclosures filed, etc. have not been physically verified by us, and as informed to us, these are being maintained by the Company at their offices. While we have taken all possible steps to verify the records as made available to us by the Company through electronic medium and taken confirmation from the Company wherever required, the audit was done subject to limitation of availability of documents.

For MARTINHO FERRAO & ASSOCIATES



Company Secretaries


Martinho Ferrao
Proprietor

FCS No.: 6221

C P No.: 5676

UDIN: F006221B000355856

Place: Mumbai

Date: 19.06.2020