



DELPHI/SEC/2022-23/27

05<sup>th</sup> September, 2022

BSE Ltd.  
Corporate Relation Department,  
Listing Department,  
Rotunda Building, PJ Towers,  
Dalal Street, Mumbai – 400 023.  
Scrip 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

**Sub. : Minutes of 37<sup>th</sup> Annual General Meeting of the Company - Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir,

This is with reference to the captioned subject, please find attached certified true copy of minutes of the 37<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 01<sup>st</sup> September, 2022 at 01.00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

This is for your information and record please.

**Thanking You,  
FOR DELPHI WORLD MONEY LIMITED  
(ERSTWHILE EBIXCASH WORLD MONEY INDIA LIMITED)**

**SHIVAM AGGARWAL  
COMPANY SECRETARY  
M NO: A55785**

Encl. as above

**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](http://www.indiaforexonline.com) . E. mail : [corp.relations@ebixcash.com](mailto:corp.relations@ebixcash.com) . Phone: [+91-22-68649800](tel:+91-22-68649800)

CIN: L65990MH1985PLC037697

**MINUTES OF THE 37<sup>TH</sup> ANNUAL GENERAL MEETING OF MEMBERS OF DELPHI WORLD MONEY LIMITED (ERSTWHILE EBIXCASH WORLD MONEY INDIA LIMITED) HELD ON THURSDAY, 01<sup>ST</sup> SEPTEMBER, 2022 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) WHICH COMMENCED AT 01:00 P.M.**

---

**PRESENCE OF DIRECTORS**

- 1 Mr. Satya Bushan Kotru Chairman
- 2 Mr. Hariprasad Meenoth Panichikkil Whole Time Director
- 3 Mr. Vikas Verma Non-Executive Director, Chairman of Stakeholders Relationship Committee and Member of Audit Committee and authorized representative of EbixCash World Money Limited
- 4 Mr. Jyoti Kachroo Independent Director, Chairman of Audit Committee, Nomination and Remuneration Committee and member of Stakeholders Relationship Committee

**PRESENCE OF OFFICIALS, AUDITORS AND SHAREHOLDERS**

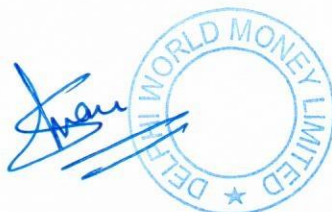
- 1 Mr. Shivam Aggarwal Company Secretary
- 2 Mr. Pravin Patil Chief Financial Officer

Ms. Neena Goel, Partner, T.R. Chadha & Co., Chartered Accountant, Statutory Auditors, Mr. Martinho Ferrao from Martinho Ferrao & Associates, Secretarial Auditor and Mr Rahul Khadriya from SRC & Co., Scrutinizer of the Company had also attended the Annual General Meeting.

31 Shareholders attended the meeting through Video Conferencing.

Mr. Shivam Aggarwal, Company Secretary welcomed all the Board Members and members of the Company. He, then confirmed the presence of requisite quorum for the meeting and requested Mr. Satya Bushan Kotru, Chairman to take the chair and proceed with the meeting.

Mr. Satya Bushan Kotru, Chairman of the Company occupied the Chair and conducted the proceedings of the meeting and extended a warm welcome to all the colleagues, shareholders, auditors and informed that the meeting was being held through video conferencing in full conformity with the protocol of COVID-19, and to ensure wider participation of shareholders as organization with resilience even in the difficult time. He, then introduce the Directors of the company who were present at the meeting.





The Chairman requested Mr. Hariprasad Meenoth Panichikkil, Whole Time Director of the Company to brief about the performance of the Company in FY 2021-22 and impact of COVID-19 pandemic on the business of the Company. Thereafter, Mr. Hariprasad briefed the members about the same.

Mr. Satya Bushan Kotru took up the formal proceedings of the Annual General Meeting and informed to the Members that the notice convening the meeting and the Annual Report for the year 2021-22 had already been circulated to all shareholders of the company were taken as read with the permission of the Members and the Register of Directors & Key Managerial Personnel and their Shareholdings and register of contract maintained under the Companies Act, 2013 were made available for inspection in electronic mode by sending mail to corp.relations@ebixcash.com.

The Company Secretary, thereafter elaborated the following:-

The Company Secretary informed that the Statutory Auditors Report had no qualifications remark and Secretarial Audit Report stated certain observations which were read out at the meeting for the members.

The Company Secretary further informed that remote e-voting was commenced from 9.00 a.m. on Monday, 29<sup>th</sup> August, 2022 and ended at 5.00 p.m. on Wednesday, 31<sup>st</sup> August, 2022 and informed that the Members who had not casted their votes through remote E-Voting, the facility for E-voting at the meeting was also available. The Members, while participating in the proceedings of the meeting, might cast their vote on NSDL E-Voting website by using the login method detailed in the notice. The facility of e-voting was opened and remained available till 15 minutes after the conclusion of this meeting.

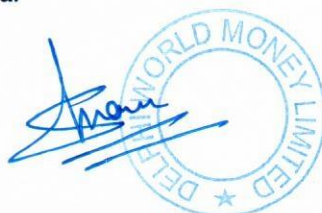
He, further informed that the Board of Directors had appointed Mr. Rahul Khadriya, Managing Partner, SRC & Co., Company Secretaries as scrutinizer to scrutinize the e-voting process in fair and transparent manner.

Further, the Chairman informed that the notice convening this AGM have been already put to vote through e-voting, there will be no proposing and seconding of resolutions. The following resolutions as set out in the notice from Item Nos. 1 to 3 duly approved by the Members with requisite majority:

1. **ADOPTION OF THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON:**

The Members of the Company adopted the **item no 1** of the notice pertaining to adoption of financial statements and the reports of the Directors and Auditors thereon for the financial year ended 31<sup>st</sup> March, 2022 as an ordinary resolution:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with reports of Directors and Auditors thereon be and are hereby approved and adopted.”



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "DELTA WORLD MONEY LIMITED" around the perimeter and a small star symbol at the bottom.



**2. APPOINTMENT OF MR. VIKAS VERMA (DIN: 03511116) AS DIRECTOR LIABLE TO RETIRE BY ROTATION:**

The Members of the Company had approved the **item no 2** of the notice pertaining to re-appointment of Mr. Vikas Verma as Director of the Company as an ordinary resolution:

**“RESOLVED THAT** pursuant to provisions of Section 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), Mr. Vikas Verma (DIN : 03511116), Director, who retires by rotation at this meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose term of office shall be liable to be determined by retirement by rotation.”

**3. APPROVAL OF RELATED PARTY TRANSACTIONS WITH EBIXCASH WORLD MONEY LIMITED**

The Members of the Company had approved the **item no 3** of the notice pertaining to approval of the Related Party Transactions as a Special resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), as per the approval of Audit Committee and in accordance with Regulation 23 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (as modified from time to time), the consent of the Members of the Company be and is hereby accorded to enter into the Related Party Transactions by the Company with the respective Related Parties and for the maximum amount per annum as mentioned herein below, taken together with previous transactions entered during a financial year.

(in Crores)

Sr. No.	Name of the Related Party	Nature of relationship	Nature of Transaction as per Section 188 of the Companies Act, 2013	Amount (INR in Crores)
1	EbixCash World Money Limited	Holding Company and Promoter of the Company and holds 20% or more of shareholding	Sale of any goods or materials	2,000
2			Purchase of any goods or materials	2,000

**RESOLVED FURTHER THAT** in this regard, the Board is hereby authorized to negotiate, finalize, vary, amend, renew and revise the terms and conditions of the transaction(s), including prices/pricing formula and tenure; and to enter into, sign, execute, renew, modify and amend all agreements, documents, letters, undertaking thereof, from time to time, provided that such amendments etc. are on arms' length basis.

**RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary of the Company, be and is hereby jointly and / or severally authorized to do

The image shows a handwritten signature in blue ink over a circular blue stamp. The stamp contains the text "EBIXCASH WORLD MONEY LIMITED" around the perimeter and a small star at the bottom.

all such acts and deeds as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

The Chairman further informed that the Scrutinizers report and results of e-voting shall be announced on or before Friday, 02<sup>nd</sup> September, 2022, by intimation to the Stock Exchanges and will be placed on the website of the Company.

He then invited speakers, who had registered to speak and had raised some questions. Mr. Shivam Aggarwal read out the name of speaker and read the questions.

Each of the questions asked by the respective members were replied to by the officials of the Company in detail.

Since, there were no more speakers, the Chairman, thanked all the Members, Board of Directors, Senior Management Personnel and Auditors for their presence, support and co-operation and informed that the e-voting facility will be open for 15 minutes after the conclusion of AGM so, the members were requested who did not vote through remote e-voting to cast their votes electronically.

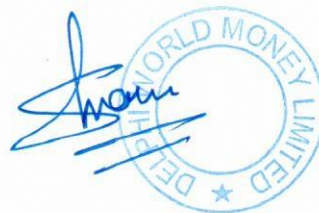
The voting continued for another 15 minutes. Company Secretary, then thanked all the members of the Company for their participation in the meeting. The meeting was concluded at 01.29 PM.

Place: Noida  
Date: 05.09.2022

Sd/-

**CHAIRMAN**

**Date of Entry : 3<sup>rd</sup> September, 2022**





## Annexure

**Declaration of Results of Remote e-voting and e-voting at 37<sup>th</sup> Annual General meeting held on 01<sup>st</sup> September, 2022.**

As per the provisions of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Company had provided the facility of remote e-voting to the Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 37<sup>th</sup> Annual General Meeting. The remote e-voting was open from 9.00 a.m. on 29<sup>th</sup> August, 2022 to 5.00 p.m. on 31<sup>st</sup> August, 2022. Further, the Company had also made the arrangement of e-voting at the meeting to enable the Members who had not casted their vote through remote e-voting.

The Board of Directors had appointed Mr. Rahul Khadriya, Managing Partner SRC & Co., Company Secretaries as the Scrutinizer for remote e-voting and e-voting at the Meeting.

The Consolidated Result of voting as per the Scrutinizer Report dated 01<sup>st</sup> September, 2022 was as follows:

Particular of Resolution	Remote E-voting & E-voting				
	Number of Shares for which votes cast in favour	% Votes in favour	Number of Shares for which votes cast in against	% Votes against	Invalid Votes
<b>Ordinary Business</b>					
Resolution No. 1- Ordinary Resolution- Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the reports of the Directors and Auditors thereon.	99,66,201	100%	Nil	0.00%	-
Resolution No. 2- Ordinary Resolution- Appointment of Mr. Vikas Verma (DIN: 03511116) as director liable to retire by rotation.	99,66,181	99.99%	20	0.01%	-
<b>Special Business</b>					
Resolution No. 3- Special Resolution- Approval of Related Party Transactions.	1,001	100%	Nil	0.00%	-

Place: Noida  
Date: 05.09.2022

Sd/-  
CHAIRMAN

Date of Entry : 3<sup>rd</sup> September, 2022

