

Weizmann Forex Limited

(CIN: L65990MH1985PLC037697)

Regd Off: Forbes Building, Ground Floor, East Wing, Charanjit Rai Marg, Fort, Mumbai City MH 400001

Tel Nos. 022-62881500/01, Website : www.weizmannforex.com

Email: investorsgrievance@weizmannforex.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

To

The Members of Weizmann Forex Limited

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 (“the Act”) read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) (“the Rules”) that the Resolution appended below is proposed to be passed by the Members as Special Resolution by way of Postal Ballot in physical/electronic mode by giving their assent/ dissent. The Explanatory Statement pertaining to all the Resolution setting out the material facts and the reasons thereof is annexed hereto along with a Postal Ballot Form.

In the event the draft Resolution as set out is assented to by requisite majority of Members by means of a Postal Ballot, it shall be deemed to have been passed as Special Business at General Meeting. Special Resolution shall be declared as passed if the number of votes cast in favour are not less than three times the number of votes cast, if any, against the said Resolution. The date of the announcement of result of Postal Ballot shall be considered to be the date of General Meeting and the date of passing of the said Resolution.

The result of the postal ballot along with Scrutinizer’s report will be posted on the Company’s website - www.weizmannforex.com and on website of NSDL - www.evoting.nsdl.com as well as on the website of Stock Exchanges i.e. www.bseindia.com and www.nseindia.com.

SPECIAL BUSINESS

1. Change in name of the Company from “Weizmann Forex Limited” to “EBIXCASH WORLD MONEY INDIA LIMITED”

To consider and, if thought fit, to pass the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13, 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules there under (including any statutory modifications or re-enactment thereof, for the time being in force) and Memorandum of Association and Articles of Associations of the Company and subject to approval of Central Government and other approval(s) required, if any, from appropriate authorities, including in-principle approval under regulation 45 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be accorded to change the name of the Company from “**Weizmann Forex Limited**” to the new name “**EBIXCASH WORLD MONEY INDIA LIMITED**”, as made available by the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT consequent to aforesaid change of name of the Company, the Name Clause of the Memorandum of Association be altered by substituting existing clause with the following new clause:

“ I. The name of the Company is **EBIXCASH WORLD MONEY INDIA LIMITED**”

RESOLVED FURTHER THAT in Article 2 of the Articles of Association of the Company the name “**WEIZMANN FOREX LIMITED**” be substituted by “**EBIXCASH WORLD MONEY INDIA LIMITED**”.

RESOLVED FURTHER THAT wherever the name “**Weizmann Forex Limited**” is appearing in the Memorandum of Association and the Articles of Association of the Company, the same be substituted by “**EBIXCASH WORLD MONEY INDIA LIMITED**” and be deemed substituted in all other necessary documents and at all other places wherever appearing.

RESOLVED FURTHER THAT any one of the Director or Company Secretary of the Company, be and are hereby severally authorised to make, sign and execute and file necessary applications, forms, papers, documents and furnish information as may be considered necessary or expedient including appointing

attorney/s or authorised representatives under appropriate Letter/s of Authority/ies, to appear before the office of the Ministry of Corporate Affairs / Registrar of Companies, Stock Exchanges where securities of the Company are listed and other Regulatory or Statutory Authority/ies, as may be required from time to time and to do all such acts, deeds, matters and things as may be considered necessary to give effect to the above mentioned resolutions.”

By order of Board of Directors

**Sd/-
Sushama Kadam
Company Secretary
Membership No: A29462**

Date :2nd November, 2019

Place : Mumbai

Registered office :

Forbes Building, Ground Floor,
East Wing, Charanjit Rai Marg,
Fort, Mumbai City MH 400001

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of all the business specified above is annexed hereto.
2. The Board vide its Resolution passed on 2nd November, 2019 has appointed Shri Martinho Ferrao, FCS No. 6221, CP No. 5676 Practising Company Secretary, as Scrutinizer for conducting the Postal Ballot voting process in accordance with the law and in a fair and transparent manner.
3. Notice of Postal Ballot along with Postal Ballot Form containing the process, instructions and manner of conducting e-Voting is being sent electronically to all the members whose email ids are registered with the Company/Depository Participant(s). For Members, who request for the hard copy and those who have not registered their email addresses, physical copies of the same are being sent through permitted mode.
4. The Postal Ballot Form together with the self-addressed Business Reply Envelope is enclosed for the use of the member. Please carefully read the instructions printed on the enclosed Postal Ballot Form before exercising your vote and return the Form duly completed, signifying your assent or dissent, in the attached self-addressed, postage pre-paid envelope, so as to reach the Scrutinizer within a period of 30 days from the date of dispatch of notice i.e. before the close of working hours on 16th December, 2019.
5. The Notice is being sent to all the Members, whose names appeared in the Register of Members/ Record of Depositories on 1st November, 2019. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on that date.
6. The Company is pleased to offer e-voting facility as an alternate, for all its members to enable them to cast their vote electronically instead of dispatching Postal Ballot. E-voting is optional. In case a member desires to exercise his vote by using e-voting facility then he has to carefully follow the e-voting instructions given in the Notice.
7. The voting period commences on Sunday, 17th November, 2019 at 9.00 a.m. and ends on Monday, 16th December, 2019, at 5.00 p.m. The e-Voting module will be disabled by NSDL for voting thereafter.
8. The members may request for a duplicate Postal Ballot form, if so required or can download the same from the Company's website and the same duly completed form should reach the scrutinizer not later than the date and time specified above.

9. The Scrutinizer will submit his Report after completion of the scrutiny, addressed to the Chairman on or before Wednesday, 18th December, 2019. The Chairman will, or in his absence any other person so authorized by him will, announce the result of voting by postal ballot on or before Wednesday, 18th December, 2019 at 4.00 P.M. at the Registered office of the Company and the Resolution will be taken as passed effectively on the date of announcement of the result by Chairman or such authorized person, if the results of the Postal Ballots indicate that the requisite majority of the members had assented to the Resolutions.
10. The Scrutinizer's decision on the validity of the Postal Ballot shall be final. The results of the Postal Ballot along with the scrutinizer's report will also be displayed at the Company's Registered Office and hosted on the website of the Company besides being communicated to the stock exchanges on which the shares of the Company are listed.
11. **Voting through electronic means:**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 112585 then user ID is 112585001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password?”** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mferraocs@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

By order of Board of Directors

Sd/-
Sushama Kadam
Company Secretary
Membership No: A29462

Date :2nd November, 2019

Place : Mumbai

Registered office :

Forbes Building, Ground Floor,
East Wing, Charanjit Rai Marg,
Fort, Mumbai City MH 400001

EXPLANATORY STATEMENT

(Pursuant to the provisions of section 102 of the Companies Act, 2013)

Item No. 1

On 31st December, 2018, the Promoter and Promoter Group of the Company entered into Share Purchase Agreement with EbixCash World Money Limited (Acquirer) for sale of entire promoter/promoter group shareholding of Weizmann Forex Limited i.e. 83,28,540 Equity Shares of Rs. 10/- each representing 74.84% of the paid-up capital of the Company at an offer price of Rs. 528/- per shares. Pursuant to the Share Purchase Agreement, the Promoter and Promoter Group sold their entire shareholding of 83,28,540 Equity Shares of Rs. 10/- each representing 74.84% of the paid-up capital of the Company to the Acquirer on 6th February, 2019.

The above transaction triggered open offer as per Regulations 3(1) and 4 read with Regulations 13(1), 14 and 15(1) of the SEBI (SAST) Regulations. Accordingly, the Acquirer made a public announcement for open offer of 27,99,350 Equity shares representing 25.16% of the paid-up capital of the Company and the Acquirer acquired 16,79,660 equity shares representing 15.09% by open offer from the eligible shareholders (Public) on 28th June, 2019. As on date, the Acquirer/Promoter i.e. EbixCash World Money Limited holds 1,00,08,200 equity shares representing 89.94% of the paid up share capital of the Company i.e. majority stake in the Company. Further, due to change in control to EbixCash World Money Limited, a EBix Group Company, there was subsequent change in directorate of the Company.

In view of the above, the Board at its meeting held on 16th April, 2019 had decided, subject to necessary approvals, to change the name of the Company and accordingly the Company has received the name availability letter dated 1st November, 2019 from the Office of the Registrar of Companies, Central Registration Centre, Ministry of Corporate Affairs, New Delhi wherein the name “**EBIXCASH WORLD MONEY INDIA LIMITED**” has been reserved and made available to the Company for changing its' existing name “Weizmann Forex Limited”.

Consequently, the Board of Directors of the Company at its meeting held on 2nd, November 2019 recommends the same for members' approval as a Special Resolution through postal ballot or e-voting procedure.

The said change in name of the Company shall be subject to the approval, consent, sanction and permission if any, from appropriate authorities, including in-principle approval of the Stock Exchanges under regulation 45 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The change in name of the Company as proposed would not result in change of the legal status or constitution or operations or activities of the Company, nor would it affect any rights or obligations of the Company or the Members /Stakeholders. The Change of Name of the Company shall be effective from the date of Fresh Certificate of Incorporation.

As required under the provisions of Sections 4, 13 and 14 of the Companies Act, 2013 and Rules made there under, the change in Company name and consequential alteration of Memorandum of Association and Articles of Association of the Company requires approval of the Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution stated in Item No. 1, except to the extent of their shareholding entitlements, if any.

Since the resolution under consideration, for the approval of the members of the Company does not affect or relates to any other company in terms of the provisions of Section 102(2) of the Companies Act, accordingly requirement of giving shareholding of the promoter, director, manager and other key managerial personnel of the Company in that company is not applicable.

A copy of Memorandum & Articles of Association is open for inspection by members on any working day during 11:00 A.M. to 3:00 P.M. up to the end of voting of Postal Ballot at the registered office of the Company.

Your Directors recommend the Resolution stated in Item No. 1 of the Postal Ballot Notice for the approval of the Members as a Special Resolution.

By order of Board of Directors

Sd/-
Sushama Kadam
Company Secretary
Membership No: A29462

Date :2nd November, 2019
Place : Mumbai

Registered office :
Forbes Building, Ground Floor,
East Wing, Charanjit Rai Marg,
Fort, Mumbai City MH 400001

Weizmann Forex Limited

(CIN: L65990MH1985PLC037697)

Regd Off: Forbes Building, Ground Floor, East Wing, Charanjit Rai Marg, Fort, Mumbai City MH 400001

Tel Nos. 022-62881500/01, Website : www.weizmannforex.com

Email: investorsgrievance@weizmannforex.com

POSTAL BALLOT FORM

Sr. No.:

1. Name(s) of Shareholder(s) :
(in block letters)
(including joint holders, if any)
2. Registered Address of the sole/first :
named shareholder
3. Registered Folio No./DP ID No. / :
Client ID No.*
(*applicable to investors holding
shares in dematerialized form)
4. Number of shares held :
5. I/We hereby exercise my/our vote in respect of the Special resolution to be passed through postal ballot for the business stated in the notice of the Company by sending my/our assent or dissent to the respective resolution by placing the tick (✓) mark at the appropriate box below:

Item No.	Particulars of Resolution	No. of shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Special Resolution for Change of Name of the Company			

Place:

Date:

Signature of the Shareholder

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	Password

Note: Please read the instructions mentioned overleaf carefully before exercising the vote.

Please return your Postal Ballot Form in the Postage-prepaid self-addressed envelope enclosed herewith. The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Sunday, 17 th November, 2019 (9.00 a.m.)	Monday, 16 th December, 2019 (5.00 p.m.)

Notes :

1. Each equity share of the Company carries one vote.
2. Last date for receipt of Postal Ballot form by Scrutinizer is 16th December, 2019 up to 5.00 p.m.
3. Please read the instructions printed overleaf carefully before completing this form

INSTRUCTIONS

PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING

1. The company is pleased to provide e-voting facility as an alternate for shareholders of the Company to enable them to cast their votes electronically instead of through physical ballot, for this purpose, necessary arrangements have been made with the National Securities Depository Limited (“NSDL”) to facilitate e-voting. E-voting is optional.
2. Voting period commences on and from Sunday, 17th November, 2019 at 9.00 a.m. and ends on Monday, 16th December, 2019, at 5.00 p.m.
3. Member desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form and send it to Shri Martinho Ferrao & Associates., the Scrutinizer for the postal ballot, C/o. Weizmann Forex Ltd, Forbes Building, Ground Floor, East Wing, Charanjit Rai Marg, Fort, Mumbai City MH 400001 in the attached self-addressed Business Reply Envelope before the close of working hours (5.00 P.M.) on or before 16th December, 2019. The postage will be borne and paid by the Company.
4. The Members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified in pt. (3) above.
5. This Postal Ballot Form should be completed and signed by the member or members, in case of joint holding as per the specimen signature registered with the Company/ Depository Participant by the first named member and in his absence, by the next named joint holder.
6. Incomplete, unsigned and incorrect Postal Ballot Form will be rejected. Also the Postal Ballot will be considered invalid if the signature does not match with the specimen signature of the Company. The Scrutinizer’s decision on the validity of the Postal Ballot shall be final and binding.
7. In case the shares are held by Body Corporate/ Trust, the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/ Authorization together with the attested specimen signature of the authorized signatories.
8. Members are requested not to send any other paper (other than Board Resolution /Authority) along with the Postal Ballot Form in the enclosed self-addressed Business Reply Envelope addressed to the Scrutinizer as mentioned in Sr. No.3 above and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
9. A tick mark (√) should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be before mailing the Postal Ballot form. The assent / dissent received in any other form shall not be considered valid. Postal ballot forms bearing (√) mark in both the columns will render the form invalid.
10. The postal ballot shall not be exercised by a proxy.
11. Members are requested to complete the postal ballot form in indelible ink {avoid completing it by using erasable writing medium(s) like pencil.}
12. Kindly note that the members can opt for only one mode of voting, i.e. either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by physical ballot also and vice versa. However, in case member(s) cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by e-voting will be treated as invalid.
13. Voting rights shall be calculated based upon the paid-up value of the shares registered in the name(s) of the member(s) on 1st November, 2019.
14. Shareholders desiring split voting i.e FOR and AGAINST on the same resolution, can do so by downloading Postal Ballot form from the [URL:http://www.evoting.nsdl.com](http://www.evoting.nsdl.com) or from the website of the Company-www.weizmannforex.com. However the duly completed duplicate / additional Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in point no.3.