

**BEFORE THE ADJUDICATING OFFICER SECURITIES AND
EXCHANGE BOARD OF INDIA (ADJUDICATION ORDER NO:
Order/GR/RR/2020-21/10287-10289)**

UNDER SECTION 15 - I OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 READ WITH RULE 5 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (PROCEDURE FOR HOLDING INQUIRY AND IMPOSING PENALTIES) RULES, 1995.

In respect of:

| SL. No. | Name of the Entity | PAN |
|----------------|---------------------------|------------|
| 1 | Shri Kiran Kulkarni | AAKPK6962F |
| 2 | Shri Pankaj Kumar | AAHPS2438K |
| 3 | Ms. Veena Pankaj Kumar | ABTPK4337J |

In the matter of M/s Geodesic Limited

(The aforesaid entities are hereinafter referred to by their respective names/ Noticee 1 to 3 or collectively as “the Noticees”)

FACTS OF THE CASE

1. Securities and Exchange Board of India (hereinafter referred to as "**SEBI**") conducted investigation in the matter of M/s Geodesic Limited (hereinafter referred to as "**Geodesic/GDL/ the Company**") for the period of April 01, 2012 to March 31, 2013 (hereinafter referred to as "**investigation period**") and had observed *prima facie* violations of (a) Regulations 31(1) and 31(2) of SAST Regulations, 2011, Regulation 13(3), 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011 by Shri Kiran Kulkarni (hereinafter referred to as "**Noticee 1**") and Shri Pankaj Kumar (hereinafter referred to as "**Noticee 2**"), (b) Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT

Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011 by Veena Pankaj Kumar (hereinafter referred to as “**Noticee 3**”).

APPOINTMENT OF ADJUDICATING OFFICER

2. Based on the findings of the investigation, SEBI initiated Adjudication proceedings in the matter and vide Order dated October 27, 2015 appointed Shri S. V. Krishnamohan, as the Adjudicating Officer (hereinafter referred as AO) under Sub-section (1) of Section 15-I of the SEBI Act, 1992 and Rule 3 of SEBI (Procedure for Holding Inquiry and imposing penalties) Rules, 1995 (Adjudicating Rules) to inquire into and adjudge under Section 15A(b) of the SEBI Act for the alleged violations specified at para 1 above committed by the Noticees.

Subsequently, vide Order dated September 15, 2017, Shri. Biju S was appointed as the Adjudicating Officer in the said matter in the place of Shri S. V. Krishnamohan. Thereafter, vide Order dated July 6, 2018, Shri. Satya Ranjan Prasad was appointed as the Adjudicating Officer in the said matter in the place of Shri Shri. Biju S. Later, vide order dated May 17, 2019 the undersigned has been appointed as the Adjudicating Officer in the instant matter. The proceeding is therefore been carried forward where they had been left off by the previous AO and an opportunity of personal hearing was granted as detailed hereinafter.

SHOW CAUSE NOTICE, REPLY AND PERSONAL HEARING

3. A Show Cause Notice dated May 5, 2016 (hereinafter referred to as ‘**SCN**’) was issued by the erstwhile AO on the Noticees and was duly served upon the Noticees. The SCN was issued to the Noticees under the provisions of Rule 4 (1) of the Adjudication Rules, to show cause as to why an inquiry should not be held against the Noticees and why penalty should not be imposed on the Noticees

under the provisions of Sections 15A(b) of the SEBI Act, for the aforesaid alleged violations.

4. Summary of allegations made against the Noticees in the SCN are reproduced below:

Violation of Regulations 31(1) and 31(2) of SAST Regulations, 2011 by Noticee 1 and 2

- a) Regulations 31(1) and 31(2) of SAST Regulations, 2011 requires the promoters to disclose the details of encumbered shares in the target company and that of invocation/release of such encumbrance respectively. Noticee 1 and 2 were promoters of the company and had pledged their shares. On perusal of information related to disclosure by promoters under Regulations 31(1) and 31(2) of SAST Regulations, 2011 available on BSE website and analysis of transaction statements of Noticee 1 and 2, it was observed that there were many instances of non-disclosure relating to creation and invocation of pledge by the Noticee 1 and 2. Details of such instances are as under:

| Name | Date of Creation / Invocation of Pledge | Due Date of Disclosure | Creation of pledge Violation of 31(1) | Invocation of pledge Violation of 31(2) | % of share capital | Whether Disclosure given or Not (Y/N) |
|----------------|---|------------------------|---------------------------------------|---|--------------------|---------------------------------------|
| Kiran Kulkarni | 17/12/2012 | 24/12/2012 | 278000 | | 0.25 | N |
| | 19/12/2012 | 26/12/2012 | | 150000 | 0.17 | N |
| | 28/12/2012 | 04/01/2013 | 17800 | | 0.20 | N |
| | 02/01/2013 | 09/01/2013 | | 99800 | 0.11 | N |
| | 16/1/2013 | 23/1/2013 | 2486684 | | 0.00 | N |
| | 29/1/2013 | 05/02/2013 | | 168566 | 0.19 | N |
| | 08/02/2013 | 15/2/2013 | | 251285 | 0.28 | N |
| | 14/02/2013 | 21/02/2013 | | 169242 | 0.19 | N |
| | 16/2/2013 | 23/2/2013 | | 210844 | 0.23 | N |
| | 20/2/2013 | 27/2/2013 | | 85609 | 0.10 | N |
| | 25/2/2013 | 04/03/2013 | | 210843 | 0.23 | N |
| | 07/03/2013 | 14/03/2013 | | 72000 | 0.08 | N |

| | | | | | | |
|-----------------|------------|------------|---------|--------|------|---|
| Pankaj Kumar | 20/11/2012 | 27/11/2012 | | 200000 | 0.22 | N |
| | 21/11/2012 | 28/11/2012 | 532953 | | 0.59 | N |
| | 30/11/2012 | 07/12/2012 | | 532953 | 0.59 | N |
| | 16/01/2013 | 23/01/2013 | 2420580 | | 0.00 | N |
| | 29/01/2013 | 05/02/2013 | | 164085 | 0.18 | N |
| | 08/02/2013 | 15/02/2013 | | 248715 | 0.28 | N |
| | 14/02/2013 | 21/02/2013 | | 164407 | 0.18 | N |
| | 16/02/2013 | 23/02/2013 | | 204819 | 0.23 | N |
| | 20/2/2013 | 27/02/2013 | | 63877 | 0.07 | N |
| | 02/03/2013 | 09/03/2013 | | 19345 | 0.02 | N |
| | 07/03/2013 | 14/03/2013 | | 40000 | 0.04 | N |
| | 08/03/2013 | 15/03/2013 | | 11778 | 0.01 | N |

b) In view of the above it is alleged that the Noticee 1 on 3 instances and Noticee 2 on 2 instances, being promoters of the GDL, had failed to intimate the details of the shares encumbered by them and thereby violated Regulation 31(1) of SAST Regulations, 2011.

c) It is further alleged that Noticee 1 on 9 instances and Noticee 2 on 10 instances, had also failed to intimate the details of the invocation/release of encumbered shares and thereby violated Regulation 31(2) of SAST Regulations, 2011.

Violation of Regulation 13(4) of PIT Regulations, 1992 by Noticee 1 and 2 and violation of Regulation 13(4A) of PIT Regulations, 1992 by Noticee 1, 2 and 3

d) Regulation 13(4) of PIT Regulations, 1992 provides that any person who is a director or officer of a listed company, shall disclose to the company and the stock exchange where the securities are listed in Form D, the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holdings of such person and his dependents (as defined by the company) from the last disclosure made under sub-regulation (2) or under this sub regulation and the change exceeds Rs. 5 lakh in value or 25,000 shares or 1% of total

shareholding or voting rights, whichever is lower. Clause 13(4A) of PIT Regulations requires similar disclosures by promoter or part of promoter group of a listed company.

- e) It was observed that Noticees were promoters/part of promoter Group of the company and as per Board of Directors of GDL as on April 01, 2012, Noticee 1 was Managing Director and Noticee 2 was Chairman / Director of the Company.
- f) It was observed that there were many instances of non-disclosure relating to change in the shareholdings under Regulations 13(4) and 13(4A) of PIT Regulations, 1992 by the Noticee 1 and 2. From information available at BSE website and information received from the Company, following instances of non-disclosure were observed.

| Name | Date of transaction | Gr sell Vol | Gr Trd Vol | % of share capital | Value | Disclosures required (Y/N) | Whether Disclosures made(Y/N) |
|----------------|---------------------|-------------|------------|--------------------|------------|----------------------------|-------------------------------|
| Kiran Kulkarni | 18/12 /2012 | 30000 | 30000 | 0.03 | 967500 | Y | N |
| | 18/12/2012 | 80103 | 80103 | 0.09 | 2583321.75 | Y | N |
| | 21/12/2012 | 144605 | 144605 | 0.16 | 4395992 | Y | N |
| | 24/12/2012 | 228986 | 228986 | 0.25 | 6182622 | Y | N |
| | 26/12/2012 | 394073 | 394073 | 0.44 | 10127676.1 | Y | N |
| | 27/12/2012 | 123162 | 123162 | 0.14 | 3011310.9 | Y | N |
| | 18/01/2013 | 50000 | 50000 | 0.06 | 1142500 | Y | N |
| | 11/02/2013 | 70300 | 70300 | 0.08 | 1191585 | Y | N |
| | 13/02/2013 | 171085 | 171085 | 0.19 | 2626154.75 | Y | N |
| | 18/02/2013 | 68442 | 68442 | 0.08 | 906856.5 | Y | N |
| | 19/02/2013 | 100800 | 100800 | 0.11 | 1350720 | Y | N |
| | 21/02/2013 | 210844 | 210844 | 0.23 | 2909647.2 | Y | N |
| | 26/02/2013 | 38862 | 38862 | 0.04 | 476059.5 | Y | N |
| | 27/02/2013 | 93257 | 93257 | 0.10 | 1086444.05 | Y | N |
| 28/02/2013 | 78724 | 78724 | 0.09 | 873836.4 | Y | N | |
| Pankaj Kumar | 18/12/2012 | 143500 | 143500 | 0.16 | 4627875 | Y | N |
| | 18/12/2012 | 350000 | 350000 | 0.39 | 11287500 | Y | N |
| | 21/12/2012 | 74766 | 74766 | 0.08 | 2272886.4 | Y | N |
| | 24/12/2012 | 243602 | 243602 | 0.27 | 6577254 | Y | N |

| | | | | | | |
|------------|--------|--------|------|------------|---|---|
| 26/12/2012 | 385583 | 385583 | 0.43 | 9909483.1 | Y | N |
| 27/12/2012 | 170230 | 170230 | 0.19 | 4162123.5 | Y | N |
| 03/01/2013 | 150000 | 150000 | 0.17 | 3472500 | Y | N |
| 07/01/2013 | 66403 | 66403 | 0.07 | 1689956.35 | Y | N |
| 08/01/2013 | 55000 | 55000 | 0.06 | 1391500 | Y | N |
| 08/01/2013 | 78597 | 78597 | 0.09 | 1988504.1 | Y | N |
| 11/02/2013 | 69000 | 69000 | 0.08 | 1169550 | Y | N |
| 13/02/2013 | 169815 | 169815 | 0.19 | 2606660.25 | Y | N |
| 18/02/2013 | 65994 | 65994 | 0.07 | 874420.5 | Y | N |
| 19/02/2013 | 98413 | 98413 | 0.11 | 1318734.2 | Y | N |
| 21/02/2013 | 204819 | 204819 | 0.23 | 2826502.2 | Y | N |
| 26/02/2013 | 36510 | 36510 | 0.04 | 447247.5 | Y | N |
| 27/02/2013 | 91143 | 91143 | 0.10 | 1061815.95 | Y | N |
| 28/02/2013 | 77166 | 77166 | 0.09 | 856542.6 | Y | N |

g) In view of the above, it is alleged that, on various occasions as shown in the afore-mentioned table, Noticee 1 and 2, who were promoters and Directors of GDL, failed to disclose the details of the change in their shareholding as stipulated under Regulations 13(4) and 13(4A) of PIT Regulations, 1992 and thereby violated the said Regulations read with Regulation 12(2) of PIT Regulations, 2015.

h) Details of violations of Regulation 13(4A) of PIT Regulations, 1992 by Noticee 3 is as under:

| Name | Date of transaction | Shareholding | % of share capital | Value | Disclosures required (Y/N) | Whether Disclosures made(Y/N) |
|--------------------|---------------------|--------------|--------------------|-------------|----------------------------|-------------------------------|
| Veena Pankaj Kumar | 19/09/2012 | 658 | - | 29,248.10 | N | NA |
| | 20/09/2012 | 100658 | 0.11 | 44,79,281 | Y | N |
| | 06/10/2012 | 89158 | 0.09 | 37,58,009 | Y | N |
| | 19/12/2012 | 29158 | 0.03 | 9,06,813.80 | Y | N |

i) In view of the above, it is alleged that, on various occasions as shown in the afore-mentioned table, Noticee 3, who was part of promoter group of GDL, has failed to intimate the details of the change in her shareholding as stipulated under Regulation 13(4A) of PIT Regulations, 1992 and

thereby violated the said Regulation read with Regulation 12(2) of PIT Regulations, 2015.

Violation of Regulation 13(3) of PIT Regulations, 1992 by Noticee 1 and 2

- j) Regulation 13(3) of PIT Regulations, 1992 requires any person who holds more than 5% shares for voting rights in any listed company to disclose to the company in Form C the number of shares or voting rights held and change in shareholding or voting rights, even if such change results in shareholding falling below 5%, if there has been change in such holdings from the last disclosure made under sub-regulation (1) or under this sub-regulation; and such change exceeds 2% of total shareholding or voting rights in the company.
- k) It is alleged that Noticee 1 and 2, who held more than 5% of shares of the company, had not disclosed the change in their shareholding exceeding 2% of total shareholding of the company as stipulated under Regulation 13(3) of PIT Regulations, 1992. Details of such instances are as under:

| Name | Date of transaction | Shareholding | % of share capital | Disclosures required (Y/N) | Whether Disclosures made(Y/N) |
|----------------|---------------------|--------------|--------------------|----------------------------|-------------------------------|
| Kiran Kulkarni | 04/12/2012 | 9497869 | 10.51 | N | NA |
| | 05/12/2012 | 5937869 | 6.57 | Y | N |
| | 27/02/2013 | 4000513 | 4.42 | Y | N |
| Pankaj Kumar | 04/12/2012 | 9316111 | 10.31 | N | NA |
| | 05/12/2012 | 6107820 | 6.76 | Y | N |
| | 08/02/2013 | 4209157 | 4.65 | Y | N |

- l) In view of the above, it is alleged that Noticee 1 and 2 had violated the provisions of Regulation 13(3) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015 on the afore-mentioned occasions.

Violation of Regulation 29(2) of SAST Regulations, 2011 by Noticees

- m) Regulation 29(2) of SAST Regulations, 2011 requires that any acquirer, who together with persons acting in concert with him, holds shares or voting rights entitling them to five per cent or more of the shares or voting rights in a target company, shall disclose every acquisition or disposal of shares of such target company representing two per cent or more of the shares or voting rights in such target company in such form as may be specified.
- n) It was observed that the Noticees were promoters and members of the promoter group of the company and were therefore persons deemed to be acting in concert with each other as per Regulation 2(q)(2)(iv) of SAST Regulations, 2011. It is alleged that the Noticees, as persons acting in concert have not made requisite disclosures under Regulation 29(2) of SAST Regulations, 2011 on account of change in their shareholding exceeding 2% of the share capital of the company on the following occasions:

| Name | Date of transaction | Shareholding | % of share capital | Disclosures required (Y/N) | Whether Disclosures made (Y/N) |
|--------------------------|---------------------|--------------|--------------------|----------------------------|--------------------------------|
| Kiran Kulkarni | 01/01/2013 | 5414702 | 5.99 | | |
| Pankaj kumar | | 5121957 | 5.67 | | |
| Prashant Mulekar | | 2850427 | 3.16 | | |
| Jayashree Mulekar | | 31287 | 0.03 | | |
| Paramodini Mulekar | | 14250 | 0.02 | | |
| Rajeshwari Kiran Mulekar | | 300 | 0 | | |
| Veena Pankaj Kumar | | 29158 | 0.03 | | |
| Total | | | 13462081 | | |
| Kiran Kulkarni | 30/01/2013 | 4928336 | 5.46 | | |
| Pankaj kumar | | 4457872 | 4.93 | | |
| Prashant Mulekar | | 2137278 | 2.37 | | |
| Jayashree Mulekar | | 31287 | 0.03 | | |
| Paramodini Mulekar | | 14250 | 0.02 | | |

| | | | | | | |
|--------------------------|------------|-----------------|----------------|--------------|----------|----------|
| Rajeshwari Kiran Mulekar | | 300 | 0 | | | |
| Veena pankaj Kumar | | 29158 | 0.03 | | | |
| Total | | 11598481 | 12.84 | Y | N | |
| Kiran Kulkarni | 25/02/2013 | 4211356 | 4.66 | | | |
| Pankaj kumar | | 3571235 | 3.96 | | | |
| Prashant Mulekar | | 1882651 | 2.09 | | | |
| Jayashree Mulekar | | 31287 | 0.03 | | | |
| Paramodini Mulekar | | 14250 | 0.02 | | | |
| Rajeshwari Kiran Mulekar | | 300 | 0 | | | |
| Veena pankaj Kumar | | 29158 | 0.03 | | | |
| Total | | | 9740237 | 10.79 | Y | N |

o) In view of the above, it is alleged that the Noticees have failed to disclose change in their aggregate shareholding as stipulated under Regulation 29(2) of SAST Regulations, 2011 on the above mentioned occasions have therefore violated the said Regulation.

5. In response to the aforesaid SCN dated May 5, 2016, on behalf of the Noticees, the Authorised Representative of Noticees has filed common reply which, inter-alia, is summarised as under:

Reply submitted by the Noticee 1 to 3

- *At the outset our clients deny all the allegations, charges and findings made against them in the said SCN*
- *Our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar are the promoter directors of Geodesic*
- *Ms Veena Pankaj Kumar is the spouse of Mr. Pankaj Kumar thereby forming part of members of Promoter and promoter group pf the Company.*
- *In June 2012, the Company availed a short term loan for around Rs 55 crore from ICICI Bank Limited (out of sanctioned limit of Rs 130 crore) for the purposes of working capital and to enter Foreign Currency Derivative contracts to the extent of around Rs 30 crore.*
- *The repayment date of the aforesaid loan was December 31, 2012.*

- *As security for the aforesaid loan, ICICI Bank obtained security in the form of First Security Interest over the Non Disposal Undertaking (NDU) and a Power of Attorney over the shares of the Company held by the promoters of the Company viz., Mr. Kiran Kulkarni and Mr. Pankaj Kumar and also Mr. Prashant Mulekar. The power of attorney was executed by our clients and Mr. Mulekar in respect of around 80 lakh shares if he Company held by them and then valued around Rs 31 crore.*
- *In December 2012, one of the key products of the Company faced technical issues and as a result some important clients suffered damage and demanded return of the cheques issued by them. The Company also suffered a loss of revenue to the extent of Rs 159 crore.*
- *Since the Company suffered from reduced cash flow because of product failure, it was making efforts to reschedule the repayment date of the short term loan by 6 months while continuing to pay interest to ICICI bank.*
- *On December 28, 2012, ICICI bank obtained stay order on pay out of proposed dividend of the Company.*
- *During Jan-Feb, 2013, ICICI bank, under the aforesaid NDU arrangement and using the Power of Attorney, pledged around 83 lakh shares belonging to our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar (and Mr. Mulekar), invoked the pledge and sold 28 lakh shares and recovered Rs 19crore.*
- *With regard to the allegation of violation of Regulation 31(1) and 31(2) of SAST against our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar, it is submitted that neither the Company nor our clients were informed of the pledge or subsequent sale of their shares by ICICI Bank which was carried out by ICICI Bank under the NDU arrangement using the Power of Attorney to recover the loan amount.*
- *With regard to the allegation that our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar violated Regulation 13(4) and 13(4A) of PIT Regulations, 1992, it is submitted that since the records relating to such disclosures are at present in the premises of the Company, which are attached and sealed by the Official Liquidator of the Bombay High Court and our clients do not*

have any access to them, they are unable to produce records of such disclosure. Further, some of the sell transactions could involve the sale of shares on invocation of pledge by ICICI Bank which carried out under the NDU arrangement using Power of Attorney to recover the loan amount pursuant to which alleged changes in our client's shareholdings took place. Our clients were unaware if the sale by ICICI Bank and therefore, could not have disclosed the change in their shareholding to the Company and/or stock exchange. Therefore, our clients deny that they have violated regulation 13(4) and 13(4A) of PIT Regulations, 1992.

- *With regard to the allegation that our client Ms. Veena Pankaj Kumar violated Regulation 13(4A) of PIT Regulations, 1992, it is submitted that the transactions on 19/9/2012 and 20/9/2012 were inter-se off market transaction between Mr Pankaj Kumar and Ms Veena Pankaj Kumar of 100000 shares. Subsequently, she sold 11500 shares and 60,000 shares on October 6, 2012 and December 19, 2012 respectively. The aforesaid transactions were disclosed by Ms Veena Pankaj Kumar to the Company. However, the records relating to the same are in the premises of the Company, which have been attached and sealed by the Official Liquidator of Bombay High Court. In view of the above, our client request that they may be given benefit of the doubt.*
- *With regard to the allegation that our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar violated Regulation 13(3) of PIT Regulations, 1992, it is submitted that change in shareholding of Mr Kiran Kulkarni between December 4 and 5, 2012 was on account of invocation of pledge by IL&FS Securities Services Limited and Karvy Stock Broking Limited, the same was disclosed to the Company and Stock exchanges.*

The change in shareholding of Mr Kulkarni on February 27, 2013 was because the transfer of shares from his account to the NDU account by ICICI Bank, using Power of Attorney obtained under NDU arrangement. This

transfer was not informed to our client and therefore, he could not have disclosed the same to the Company or the stock exchanges.

The change in shareholding of Mr. Pankaj kumar on December 5, 2012 was on account of invocation of pledge by Aditya Birla Money Limited and Karvy Stock Broking Limited, the same was disclosed to the Company and Stock exchanges.

The change in shareholding of Mr Pankaj Kumar on February 8, 2013 was because the transfer of shares from his account to the NDU account by ICICI Bank, using Power of Attorney obtained under NDU arrangement. This transfer was not informed to our client and therefore, he could not have disclosed the same to the Company or the stock exchanges.

In view of the above, our clients deny that they have violated Regulation 13(3) of PIT Regulations, 1992.

- *With regard to the allegation that our clients Mr. Kiran Kulkarni, Mr. Pankaj Kumar and Ms Veena Pankaj Kumar violated Regulation 29(2) of SAST Regulations, 2011, it is submitted that During Jan-Feb, 2013, ICICI bank. under the aforesaid NDU arrangement and using the Power of Attorney, pledged around 83 lakh shares belonging to our clients Mr. Kiran Kulkarni and Mr. Pankaj Kumar (and Mr. Mulekar), invoked the pledge and sold 28 lakh shares and recovered Rs 19crore.*

Neither the Company nor our clients were informed of the pledge or subsequent sale of their shares by ICICI Bank which was carried out by ICICI Bank under the NDU arrangement using the Power of Attorney to recover the loan amount pursuant to which alleged changes in our clients shareholding took place.

Our clients being ignorant of the aforesaid pledge and invocation thereof, could not have informed the Company or the stock exchanges

There was no change in shareholding of Ms Veena Pankaj Kumar.

Therefore, our clients deny that they have violated Regulation 29(2) of SAST Regulations, 2011.

- In view of the above, our clients may be discharged from the present proceedings.
6. In the interest of natural justice and in order to conduct an inquiry in terms of Rule 4 (3) of the Adjudication Rules, Noticees were granted multiple opportunities of personal hearing before the erstwhile AO and before me. In this regard, the Authorised representative of the Noticees attended personal hearing before me on December 15, 2020 through video conferencing on the Webex platform. The said hearing was granted through videoconferencing on the Webex platform in view of the difficulties faced due to Covid 19-pandemic. During the said hearing, the Authorised representative referred the common reply submitted vide letter dated November 15, 2016 and submitted that no additional submissions to be made by the Noticees in the matter.
7. In view of the above, I am of the view that principles of natural justice have been duly complied with by providing the Noticees sufficient opportunities to reply to the SCN and appear for hearing. Therefore, I deem it appropriate to decide the matter on the basis of facts/material available on record including the replies of the Noticees.

CONSIDERATION OF ISSUES, EVIDENCE AND FINDINGS

8. I have taken into consideration the facts and material available on record wherein it is alleged that the Noticees have failed to make relevant disclosures

under SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015.

I have the following issues for consideration, viz.,

I. *Whether the Noticee 1 and 2 have violated the provisions of Regulations 31(1) and 31(2) of SAST Regulations, 2011, Regulation 13(3), 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011?*

Whether the Noticee 3 has violated Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011?

II. *Does the violation, if any, attract monetary penalty under Section 15 A (b) of SEBI Act.?*

III. *If so, what would be the monetary penalty that can be imposed taking into consideration the factors mentioned in Section 15J of SEBI Act?*

9. Before moving forward, it is pertinent to refer to the relevant provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011, SEBI (Prohibition of Insider Trading) Regulations, 1992 and SEBI (Prohibition of Insider Trading) Regulations, 2015 which reads as under:

Relevant provisions of SAST Regulations, 2011

Disclosure of acquisition and disposal

29.(2) Any acquirer, who together with persons acting in concert with him, holds shares or voting rights entitling them to five per cent or more of the shares or voting rights in a target company, shall disclose every acquisition or disposal of

shares of such target company representing two per cent or more of the shares or voting rights in such target company in such form as may be specified.

29.(3) The disclosures required under sub-regulation (1) and sub-regulation (2) shall be made within two working days of the receipt of intimation of allotment of shares, or the acquisition of shares or voting rights in the target company to,—

- (a) every stock exchange where the shares of the target company are listed; and*
- (b) the target company at its registered office.*

Regulation 31:

(1) The promoter of every target company shall disclose details of shares in such target company encumbered by him or by persons acting in concert with him in such form as may be specified.

(2) The promoter of every target company shall disclose details of any invocation of such encumbrance or release of such encumbrance of shares in such form as may be specified.

(3) The disclosures required under sub-regulation (1) and sub-regulation (2) shall be made within seven working days from the creation or invocation or release of encumbrance, as the case may be to,—

- (c) every stock exchange where the shares of the target company are listed; and*

- (d) the target company at its registered office.*

Relevant provisions of PIT Regulations, 1992

Regulation 13:

(3) Any person who holds more than 5% shares for voting rights in any listed company shall disclose to the company in Form C the number of shares or voting rights held and change in shareholding or voting rights, even if such change results in shareholding falling below 5%, if there has been change in such holdings from the last disclosure made under sub-regulation (1) or under this sub-regulation; and such change exceeds 2% of total shareholding or voting rights in the company.

(4) Any person who is a director or officer of a listed company, shall disclose to the company and the stock exchange where the securities are listed in Form D, the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holdings of such person and his dependents (as defined by the company) from the last disclosure made under sub-regulation (2) or under this sub-regulation, and the change exceeds Rs. 5 lakh in value or 25,000 shares or 1% of total shareholding or voting rights, whichever is lower.

(4A) Any person who is a promoter or part of promoter group of a listed company, shall disclose to the company and the stock exchange where the securities are listed in Form D, the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holdings of such person from the last disclosure made under Listing Agreement or under sub-regulation (2A) or under this sub-regulation and the change exceeds Rs. 5 lakh in value or 25,000 shares or 1% of total shareholding or voting rights, whichever is lower.”;

Relevant provisions of PIT Regulations.

2015 Regulation 12: Repeal and Savings (2)

Notwithstanding such repeal, —

(a) the previous operation of the repealed regulations or anything duly done or suffered thereunder, any right, privilege, obligation or liability acquired, accrued or incurred under the repealed regulations, any penalty, forfeiture or punishment incurred in respect of any offence committed against the repealed regulations, or any investigation, legal proceeding or remedy in respect of any such right, privilege, obligation, liability, penalty, forfeiture or punishment as aforesaid, shall remain unaffected as if the repealed regulations had never been repealed; and

(b) anything done or any action taken or purported to have been done or taken including any adjudication, enquiry or investigation commenced or show-cause notice issued under the repealed regulations prior to such repeal, shall be deemed to have been done or taken under the corresponding provisions of these regulations;

Power to adjudicate.

15-I.

(1) For the purpose of adjudging under sections 15A, 15B, 15C, 15D, 15E, 15F, 15G, 15H, 15HA and 15HB, the Board shall appoint any officer not below the rank of a Division Chief to be an adjudicating officer for holding an inquiry in the prescribed manner after giving any person concerned a reasonable opportunity of being heard for the purpose of imposing any penalty.

(2) While holding an inquiry the adjudicating officer shall have power to summon and enforce the attendance of any person acquainted with the facts and circumstances of the case to give evidence or to produce any document which in the opinion of the adjudicating officer, may be useful for or relevant to the subject-matter of the inquiry and if, on such inquiry, he is satisfied that the person has failed to comply with the provisions of any of the sections specified in sub-section (1), he may impose such penalty as he thinks fit in accordance with the provisions of any of those sections.

Issue I: Whether the Noticee 1 and 2 have violated the provisions of Regulations 31(1) and 31(2) of SAST Regulations, 2011, Regulation 13(3), 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011?

Whether the Noticee 3 has violated Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011?

10. I have perused the facts of the case, gist of allegations made against the Noticees as per the SCN, summary of the submissions made by the Noticees, documents available on record and my findings thereof are specified below:

Findings with respect to Noticee 1 and 2:

- a) From the fact of the case, I observe that Noticee 1 and 2 were promoters as well as directors of the Company.

- b) With regard to allegation of violation of Regulations 31(1) and 31(2) of SAST Regulations, 2011 by Noticee 1 and 2, I observe the following:
 - During December 17, 2012 to March 7, 2013, there were 3 instances of violation of Regulations 31(1) of SAST Regulations, 2011 and 9 instances of violation of Regulations 31(2) of SAST Regulations, 2011 by Notice 1.

 - During December 20, 2012 to March 8, 2013, there were 2 instances of violation of Regulations 31(1) of SAST Regulations, 2011 and 10 instances of violation of Regulations 31(2) of SAST Regulations, 2011 by Notice 2.

 - Noticee 1 and 2, in their reply, submitted that in June 2012, the Company availed a short term loan for around Rs 55 crore from ICICI Bank Limited (out of sanctioned limit of Rs 130 crore) for the purposes of working capital and to enter Foreign Currency Derivative contracts to the extent of around Rs 30 crore for which repayment date was December 31, 2012. For the said loan, ICICI bank obtained

Power of Attorney under NDU (Non Disposal Undertaking) arrangement over 80 lakh shares of the Company held by promoters of the Company including Noticee 1 and 2. As the Company could not repay the loan within stipulated time, ICICI bank during Jan-Feb, 2013, pledged 83 lakh shares and invoked the pledge and sold 28 lakh shares and recovered Rs 19 crore. In this regard, neither the Company nor Noticee 1 and 2 were informed of the pledge or subsequent sale of their shares by ICICI Bank which was carried out by ICICI Bank under the NDU arrangement using the Power of Attorney to recover the loan amount.

- From the fact of the case, I find that shares of Noticee 1 and 2 were used as security against the loan taken by the Company with the consent of Noticee 1 and 2 for the said use of their shares. Therefore, it is evident that in case of failure to repay loan by the Company, the shares used as security can be pledged/invoked by ICICI Bank. It becomes clear that the Noticees were well aware of the terms and conditions of the NDU arrangement using the Power of Attorney to creation of pledge/ invocation of the pledge and sale of shares held in the account of the Noticees by the pledgee cannot be held to have happened without the consent of the Noticees. The said arrangement or any part thereof has not been disowned by the Noticees anywhere in their submissions. Thus, being fully aware of the terms and conditions of the NDU arrangement using the Power of Attorney to recover the loan amount by ICICI bank it cannot now be claimed by the Noticee 1 and 2 that the shares were sold without their consent or their knowledge.
- Further by taking the shares by way of security along with Power of Attorney by a lender is apparently a well-recognized and accepted market practice. Such arrangement creates encumbrance in favour of the lender but not pledge. This also gets validated by the Circular of

RBI (RBI/2014-15/186 dated August 21, 2014) which clearly states that Non-Banking Financial Companies (NBFCs) can lend against shares either by way of pledge of shares in their favour, transfer of shares or by obtaining a power of attorney on the demat accounts of borrowers. The circumstances in the present case clearly signifies that the shares were given along with power of attorney as securities for the loan and no pledge was created.

- Therefore, I do not find any merit in the contention of Noticee 1 and 2 that ICICI bank did not inform them while pledging and invoking their shares to recover loan. I observe that Noticee 1 and 2 were holding shares in demat account. Noticee 1 and 2 had further stated that during Jan-Feb, 2013, their shares were pledged and invoked by ICICI bank. However, I observe that even before January 2013, there were instances of creation of pledge by Noticee 1 and 2.
 - In view of the above, I am of the view that Noticee 1 and 2 failed to make relevant disclosures under Regulations 31(1) and 31(2) of SAST Regulations, 2011.
- c) With regard to allegation of violation of Regulation 13(4) and 13(4A) of PIT Regulations, 1992 by Noticee 1 and 2, I observe the following:
- It was observed that, there were multiple instances of non-disclosure under the abovementioned regulations by Noticee 1 and 2 during December 18, 2012 to February 28, 2013.
 - With regard to above, Noticee 1 and 2 submitted that since the records relating to such disclosures were in the premises of the Company, which are attached and sealed by the Official Liquidator of the Bombay High Court and therefore, they do not have any access to them and are unable to produce records of such disclosures. Further,

some of the sell transactions could involve the sale of shares on invocation of pledge by ICICI Bank which carried out under the NDU arrangement using Power of Attorney to recover the loan amount pursuant to which alleged changes in our client's shareholdings took place. They were unaware if the sale by ICICI Bank and therefore, could not have disclosed the change in their shareholding to the Company and/or stock exchange. Therefore, they deny that they have violated regulation 13(4) and 13(4A) of PIT Regulations, 1992.

With regard to the contention of Noticee 1 and 2 that they were unable to access the documents from Company as the same were in the premises of the Company which were attached and sealed by the Official Liquidator of the Bombay High Court, I am of the view that the Noticee 1 and 2 are supposed to be aware of and in possession of the disclosures made by them to the Company for their own transactions. Further, I do not agree with the contention of the Noticee 1 and 2 that they were unaware of sale of their shares by ICICI bank for the observation specified in the foregoing para 10b above.

- In view of the above, I am of the view that Noticee 1 and 2 failed to make relevant disclosures under Regulation 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015.

d) With regard to allegation of violation of Regulation 13(3) of PIT Regulations, 1992 by Noticee 1 and 2, I observe the following:

- With regard to violation of Regulation 13(3) of PIT Regulations, 1992, there were 3 instances of violation by Noticee 1 during December 4, 2012 to February 27, 2013 and 3 instances of violation by Noticee 2 during December 4, 2012 to February 8, 2013.

- On the above, Noticee 1 submitted that change in shareholding between December 4 and 5, 2012 was on account of invocation of pledge by IL&FS Securities Services Limited and Karvy Stock Broking Limited, the same was disclosed to the Company and Stock exchanges.

With regard to above submission of the Noticee 1, I find that the documentary evidence produced by Noticee 1 was in the Form D and was under Regulation 13(4), 13(4A) and 13(6) of PIT Regulations, 1992 and not as per disclosure requirements under Regulation 13(3) of PIT Regulations, 1992 in Form C. Further, the said Regulation requires the disclosure to be made only to the Company and not to exchange. In this regard, Noticee 1 has not produced any documentary proof showing the said disclosure sent by Noticee 1 has been received by the Company.

In addition, from the material available on record, I observe that the Company has not received any disclosures from Noticee 1 for Regulation 13(3) of PIT Regulations, 1992.

Therefore, I do not accept the contention of Noticee 1 that it has made required disclosures for change in shareholding on December 4 and 5, 2012.

- With regards to the change in shareholding of Noticee 1 on February 27, 2013, Noticee 1 submitted that it was because the transfer of shares from his account to the NDU account by ICICI Bank, using Power of Attorney obtained under NDU arrangement. This transfer was not informed him and therefore, he could not disclose the same to the Company or the stock exchanges.

I do not agree with the above contention of the Noticee¹ that he was unaware of sale of his shares by ICICI bank for the observation specified in the foregoing para 10b above.

- Noticee 2 submitted that change in shareholding on December 5, 2012 was on account of invocation of pledge by Aditya Birla Money Limited and Karvy Stock Broking Limited, the same was disclosed to the Company and Stock exchanges.

With regard to above submission of the Noticee 2, I find that the documentary evidence produced by Noticee 2 was in the Form D and was under Regulation 13(4), 13(4A) and 13(6) of PIT Regulations, 1992 and not as per disclosure requirements under Regulation 13(3) of PIT Regulations, 1992 in Form C. Further, the said Regulation requires the disclosure to be made only to the Company and not to exchange. In this regard, Noticee 2 has not produced any documentary proof showing the said disclosure sent by Noticee 2 has been received by the Company.

In addition, from the material available on record, I observe that the Company has not received any disclosures from Noticee 2 for Regulation 13(3) of PIT Regulations, 1992.

Therefore, I do not accept the contention of Noticee 2 that it has made required disclosures for change in shareholding on December 5, 2012.

- With regards to the change in shareholding of Noticee 2 on February 8, 2013, Noticee 2 submitted that it was because the transfer of shares from his account to the NDU account by ICICI Bank, using Power of Attorney obtained under NDU arrangement. This transfer was not

informed to our client and therefore, he could not have disclosed the same to the Company or the stock exchanges.

I do not agree with the above contention of the Noticee1 that he was unaware of sale of his shares by ICICI bank for the observation specified in the foregoing para 10b above.

- In view of the above, I am of the view that Noticee 1 and 2 failed to make relevant disclosures under Regulation 13(3) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015.

e) With regard to allegation of violation of Regulation 29(2) of SAST Regulations, 2011 by Noticee 1 and 2, I observe the following:

- With respect to Noticee 1 and 2 being promoters of the Company and as person acting in concert with promoter group, it was observed that there was a change in shareholding of more than 2% on January 30, 2013 and February 25, 2013 which required disclosure to be made under Regulation 29(2) of SAST Regulations, 2011. However, the promoter Group, including the Noticee 1 and 2 failed to make requisite disclosures.
- On the above, Noticee 1 and 2 submitted that during Jan-Feb, 2013, ICICI bank, under the NDU arrangement and using the Power of Attorney, pledged around 83 lakh shares belonging to Mr. Kiran Kulkarni and Mr. Pankaj Kumar (and Mr. Mulekar), invoked the pledge and sold 28 lakh shares and recovered Rs 19crore. Neither the Company nor Noticee 1 and 2 were informed of the pledge or subsequent sale of their shares by ICICI Bank. Noticee 1 and 2 being ignorant of the aforesaid pledge and invocation thereof, could not inform the Company or the stock exchanges.

I do not agree with the above contention of Noticee 1 and 2 that they were unaware of sale of his shares by ICICI bank for the observation specified in the foregoing para 10b above.

- In view of the above, I am of the view that Noticee 1 and 2 failed to make relevant disclosures under Regulation 29(2) of SAST Regulations, 2011.

Findings with respect to Noticee 3

f) From the fact of the case, I observe that Ms Veena Pankaj Kumar is the spouse of Mr. Pankaj Kumar thereby forming part of members of Promoter and promoter group of the Company.

g) With regard to allegation of violation of Regulation 13(4A) of PIT Regulations, 1992 by Noticee 3, I observe the following:

- It was observed that, there were 4 instances of non-disclosure under the abovementioned Regulations by Noticee 3 during September 19, 2012 to December 19, 2012.
- On the above, Noticee 3 submitted that the transactions on September 19, 2012 and September 20, 2012 were inter-se off market transaction between Mr Pankaj Kumar and Ms Veena Pankaj Kumar of 100000 shares. Subsequently, she sold 11,500 shares and 60, 000 shares on October 6, 2012 and December 19, 2012 respectively. The aforesaid transactions were disclosed by Noticee 3 to the Company. However, the records relating to the same are in the premises of the Company, which have been attached and sealed by the Official Liquidator of Bombay High Court.

With regard to above submission of Noticee 3 that the transactions on September 19, 2012 and September 20, 2012 were inter-se off market transaction between Mr Pankaj Kumar and Ms Veena Pankaj Kumar, Noticee 3 did not produce any documentary evidence in this regard. Therefore, I am not inclined to accept the said contention of Noticee 3.

Further, Noticee 3 has contended that it has made required disclosures under Regulation 13(4A) of PIT Regulations, 1992 and was unable to produce documents in this regard from Company as the same were in the premises of the Company which were attached and sealed by the Official Liquidator of the Bombay High Court. In this regard, I am of the view that the Noticee 3 is supposed to be aware of and in possession of the disclosures made by her to the Company for her own transactions. Therefore, without documentary evidence, I am not inclined to accept the claim of the Noticee 3 that she has complied disclosure requirements.

- In view of the above, I am of the view that Noticee 3 failed to make relevant disclosures under Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015.

h) With regard to allegation of violation of Regulation 29(2) of SAST Regulations, 2011 by Noticee 3, I observe the following:

- I observe that Noticee 3 is the spouse of Mr. Pankaj Kumar and thereby is part of promoter group of the Company as person acting in concert.
- It was observed that there was a change in shareholding of more than 2% on January 30, 2013 and February 25, 2013 which required

disclosure to be made under Regulation 29(2) of SAST Regulations, 2011. However, the promoter Group, including Noticee 3 failed to make requisite disclosures.

- On the above, Noticee 3 submitted that there was no change in her shareholding.

On the above, I observe that there was a change in shareholding more than 2% of the promoter group including Noticee 3. Therefore, although the individual shareholding of Noticee 3 has not changed, as a result of change in shareholding of promoter Group, the Noticee 3 is liable for making disclosure under Regulation 29(2) of SAST Regulations, 2011 which was not made by Noticee 3.

- In view of the above, I am of the view that Noticee 3 failed to make relevant disclosures under Regulation 29(2) of SAST Regulations, 2011.
- i) In view of the aforesaid findings with respect to the Noticees, I am convinced that the Noticees have violated provisions of SEBI (SAST) Regulations and SEBI (PIT) Regulations.

Issue II: Does the violation, if any, attract monetary penalty under Section 15 A (b) of SEBI Act.?

The provisions of Section 15A (b) of the SEBI Act, 1992 read as under:

SEBI Act 15A - "Penalty for failure to furnish information, return, etc. -

If any person, who is required under this Act or any rules or Regulations made there under-

(a)

(b) to file any return or furnish any information, books or other documents within the time specified therefor in the Regulations, fails to file return or furnish the same within the time specified therefor in the Regulations, he shall be liable to a penalty of one lakh rupees for each day during which such failure continues or one crore rupees, whichever is less”.

11. In view of the foregoing, I am convinced that the Noticees are liable for monetary penalty under Section 15A(b) of the SEBI Act, 1992.

Issue III: If so, what would be the monetary penalty that can be imposed taking into consideration the factors mentioned in Section 15J of SEBI Act?

12. While determining the quantum of penalty under Section 15A(b) of the SEBI Act, it is important to consider the factors relevantly as stipulated in Section 15J of the SEBI Act which reads as under:-.

Factors to be taken into account by the adjudicating officer.

Section 15J - While adjudging quantum of penalty under section 15-I, the adjudicating officer shall have due regard to the following factors, namely:-

- a) the amount of disproportionate gain or unfair advantage, wherever quantifiable, made as a result of the default;*
- b) the amount of loss caused to an investor or group of investors as a result of the default;*
- c) the repetitive nature of the default.*

13. With regard to the above factors to be considered while determining the quantum of penalty, it is noted that no quantifiable figures or data are available on record to assess the disproportionate gain or unfair advantage and amount of loss caused to an investor or group of investors as a result of the default

committed by the Noticees. I note that securities market is based on free and open access to information, and that protection of the interests of the investors is the prime objective of SEBI. Disclosures in respect of the vital information of any company has been made mandatory for the protection of the investors so as to enable them to take suitable informed investment decisions. The objective behind such requirement is that the investing public shall not be deprived of any vital information in respect of their investments in the securities market. If any person who is to make such disclosures doesn't make it and are depriving the investing public the statutory rights available to them, then SEBI is duty bound to ensure that the investing public are not deprived of any statutory rights available to them. As a result of the violation committed by the Noticees, the investors were deprived of valuable information which would have enabled them to take well informed decisions regarding their investments in the company. In the present matter, I note that Noticee 1 and 2 have violated the provisions of Regulations 31(1) and 31(2) of SAST Regulations, 2011, Regulation 13(3), 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011. Further, Noticee 3 has violated Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011.

ORDER

14. Having considered all these facts and circumstances of the case, the material available on record, the factors mentioned in Section 15J of the SEBI Act and in exercise of the powers conferred upon me under Section 15-I of the SEBI Act read with Rule 5 of the Adjudication Rules, I hereby impose the following penalties on the Noticees:

| Noticee | Violation | Penal Provisions | Penalty (Rs.) |
|---|--|--------------------------------------|---|
| Shri Kiran Kulkarni (PAN: AAKPK6962F) | Regulations 31(1) and 31(2) of SAST Regulations, 2011, Regulation 13(3), | Section 15A(b) of the SEBI Act, 1992 | Rs. 6,00,000/- (Rupees Six Lakh Only) |
| Shri Pankaj Kumar (PAN: AAHPS2438K) | 13(4) and 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011 | | Rs. 6,00,000/- (Rupees Six Lakh Only) |
| Ms. Veena Pankaj Kumar (PAN: ABTPK4337J) | Regulation 13(4A) of PIT Regulations, 1992 read with Regulation 12(2) of PIT Regulations, 2015, Regulation 29(2) of SAST Regulations, 2011 | | Rs. 2,00,000 /- (Rupees Two Lakh Only) |

15. The amount of penalty shall be paid either by way of demand draft in favour of “SEBI - Penalties Remittable to Government of India”, payable at Mumbai, or by e-payment in the account of “SEBI - Penalties Remittable to Government of India”, A/c No. 31465271959, State Bank of India, Bandra Kurla Complex Branch, RTGS Code SBIN0004380 within 45 days of receipt of this order.

16. The Noticees shall remit / pay the said amount of penalty within 45 days of receipt of this order either by way of Demand Draft in favor of “SEBI - Penalties Remittable to Government of India”, payable at Mumbai, OR through online payment facility available on the website of SEBI, i.e. www.sebi.gov.in on the following path, by clicking on the payment link:

ENFORCEMENT → Orders → Orders of AO → PAY NOW

17. The said demand draft or forwarding details and confirmations of e-payments made (in the format as given in table below) should be forwarded to “The Division Chief, Enforcement Department (EFD1 – DRA II), Securities and Exchange Board of India, SEBI Bhavan, Plot No. C –4 A, “G” Block, Bandra Kurla Complex, Bandra (E), Mumbai –400 051.”

| | |
|---|--|
| 1. Case Name: | |
| 2. Name of payee: | |
| 3. Date of payment: | |
| 4. Amount paid: | |
| 5. Transaction no.: | |
| 6. Bank details in which payment is made: | |
| 7. Payment is made for : (like penalties/ disgorgement/ recovery/ settlement amount and legal charges along | |

18. In the event of failure to pay the said amount of penalty within 45 days of the receipt of this Order, consequential proceedings including, but not limited to, recovery proceedings may be initiated under section 28A of the SEBI Act, for realization of the said amount of penalty along with interest thereon, inter alia, by attachment and sale of movable and immovable properties.

19. In terms of the provisions of Rule 6 of the Adjudication Rules, a copy of this order is being sent to the Noticees and also to the Securities and Exchange Board of India.

Date: February 4, 2021

Place: Mumbai

G RAMAR

ADJUDICATING OFFICER