

BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA, MUMBAI
CONSENT ORDER

In respect of :-

A to Z Consultants Limited, PAN No. – AAACA4696F

In the matter of Globe Capital Markets Limited.

CO/ISD/2306 /AO/PG/110/2011

-
1. Securities and Exchange Board of India (hereinafter referred to as '**SEBI**') had initiated adjudication proceedings against A to Z Consultants Limited (hereinafter referred to as '**Noticee**') in the matter of dealings in the scrip of Globe Capital Markets Limited. (hereinafter referred to as '**Company**') for allegedly violating the provisions of regulations 13(3) read with 13(5) of SEBI (Prohibition of Insider Trading) Regulations, 1992 (hereinafter referred to as '**PIT Regulations**').
 2. The undersigned was appointed as the Adjudicating Officer, vide order dated December 30, 2010, under Section 15 I of Securities and Exchange Board of India Act, 1992 (hereinafter referred to as the "**Act**") and Rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 (hereinafter referred to as the "**Rules**") to enquire into and adjudge under Section 15 A(b) of the Act, the alleged violation of the provision of Insider Trading Regulations, as observed during the investigations.
 3. It was observed that the Noticee, a promoter of the Company disposed off shares of the Company through off market transactions as under :

4. From the above, it is observed that the Noticee had disposed off shares of the Company in two tranches, to Mr. Ashok Kumar Aggarwal (another promoter of the Company), on September 02, 2006, which amounted to a total of 18% of the paid up share capital of the Company. However, the Noticee did not disclose the same as stipulated under regulations 13(3) read with regulation 13(5) of PIT Regulations.

Date of transfer of Shares	Name of the acquiring promoter entity	Counter-party of the trade	Mode of acquisition (on market/off-market)	No. of shares acquired	Avg. Price at which shares were acquired (Rs.)	% of the shareholding of the promoter entity to total share capital before such acquisition	% of the shareholding of the promoter entity to total share capital before after acquisition
02/09/06	Ashok Kumar Agarwal (includes the holding as a Guardian)	A to Z Consultants Pvt. Ltd.	Off-Mkt.	150000	Gift from family member	0.38	12.38
02/09/06	Ashok Kumar Agarwal (includes the holding as a Guardian)	A to Z Consultants Pvt. Ltd.	Off-Mkt.	75000	Rs.3/- per share	12.38	18.38

5. While the adjudication proceedings were in progress, an application for Consent proceeding dated April 26, 2011 in respect of the aforesaid proceedings before SEBI was submitted by the Noticee. Vide its letter dated June 2, 2011, the Noticee sent its revised consent terms in the said matter for consideration in the HPAC.
6. The revised terms as proposed by the Noticee were placed before the High Powered Advisory Committee (hereinafter referred to as 'HPAC') on July 21, 2011. The HPAC, after considering the facts and circumstances of the matter under consent, consent terms offered by the Noticee & the materials brought before it by SEBI, recommended that the case may be settled on payment of

₹ 2,00,000/- (Rupees Two Lakh only) by the Noticee towards settlement charges. Thereafter, SEBI, vide its letter dated August 24, 2011, communicated to the Noticee, its acceptance of the revised consent terms and advised it to pay the amount accordingly. The Noticee has remitted a sum of ₹ 2,00,000/- (Rupees Two lakh only) vide Demand Draft No. 069755 dated August 26, 2011, drawn on HDFC Bank towards the terms of consent in the matter.

7. In view of above, it is hereby ordered that:
 - i) This consent order disposes of the said proceedings pending against the Noticee under Securities and Exchange Board of India Act, 1992 and
 - ii) Passing of this order is without prejudice to the right of SEBI to take enforcement actions including commencing / reopening of the pending proceedings against the Noticee, if SEBI finds that
 - a. any representation made by the Noticee in the consent proceedings is subsequently discovered to be untrue.
 - b. the Noticee has breached any of the clauses / conditions of undertakings / waivers filed during the current consent proceedings.
8. This consent order is passed on October 19, 2011 and shall come into force with immediate effect.
9. In terms of rule 6 of the Adjudication Rules, copies of this order are being sent to the Noticee and to Securities and Exchange Board of India.

Date: October 19, 2011
Place: Mumbai

Piyoosh Gupta
Adjudicating Officer