

**BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA
SETTLEMENT ORDER NO. EAD-2/DSR/RG/ 858 /2017**

In respect of Application No. 3265 of 2017 submitted by

Shri Kabir Malhotra (PAN: AUQPM3884L)

In the matter of

EMPIRE INDUSTRIES LIMITED

1. Securities and Exchange Board of India (hereinafter referred to as the SEBI), vide order dated December 15, 2016, had initiated adjudication proceedings to inquire into and adjudge the alleged violations of the provisions of Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 (hereinafter referred to as the PIT Regulations) by Shri Kabir Malhotra (hereinafter referred to as the Noticee) in the scrip of Empire Industries Limited (hereinafter referred to as EIL or the Company) during the period from June 06, 2014 to September 30, 2015.
2. Accordingly, a Show Cause Notice bearing No. EAD-2/DSR/JAK/4809/2017/5 dated March 03, 2017 (hereinafter referred to as the SCN) was issued to the Noticee in the matter. It was alleged in the SCN that the Noticee was holding 85,251 (1.42%) shares of EIL for the quarter ended September 30, 2014. Thereafter, during the investigation period, the Noticee traded in the scrip of EIL and thereby had acquired certain shares of EIL on three occasions viz. November 25, 2014 (47,248 shares off-market), March 30, 2015 (3377 shares) and April 01, 2015 (1998 shares) which required him to make the necessary disclosures under Regulation 13(4A) of the PIT Regulations. However, it was alleged in the SCN that he had failed to do so.
3. Pending the adjudication proceedings, the Noticee submitted an application for Settlement dated May 03, 2017 and an undertaking in the format prescribed under the SEBI (Settlement of Administrative and Civil

Proceedings) Regulations, 2014 (hereinafter referred to as the Settlement Regulations) without admission of facts and conclusions of law.

4. Pursuant to the said Settlement Application, the Noticee attended the Internal Committee (IC) meeting on August 11, 2017 wherein the settlement terms were deliberated. Thereafter, vide letter dated August 16, 2017, the Noticee proposed the revised settlement terms to settle the defaults mentioned above. The settlement terms as proposed by the Noticee were placed before the High Powered Advisory Committee (HPAC) in its meeting held on September 04, 2017. After considering the facts and circumstances of the case, the HPAC recommended that the settlement application may be settled on payment of the ₹ 3,08,550/- (Rupees Three Lakh Eight Thousand Five Hundred and Fifty Only) towards settlement charges which were approved by the panel of the Whole Time Members, SEBI on October 10, 2017.
5. Accordingly, vide letter dated November 03, 2017, the Noticee has remitted a sum of ₹ 3,08,550/- (Rupees Three Lakh Eight Thousand Five Hundred and Fifty Only) vide demand draft No. 130880 dated November 02, 2017, drawn on Central Bank of India towards the terms of settlement in the matter.
6. In view of the above, in terms of Regulation 15(1) of the Settlement Regulations, it is hereby ordered that this Settlement Order disposes of the adjudication proceedings initiated against the Noticee vide the SCN dated March 03, 2017.
7. This order is without prejudice to the right of the SEBI to take enforcement actions including commencing / reopening of the pending proceedings against the applicant, if SEBI finds that:
 - i. Any representation made by the Noticee in the settlement proceeding is subsequently discovered to be untrue;
 - ii. The Noticee has breached any of the clauses / conditions of the undertakings / waivers filed during the current settlement proceeding.

8. In terms of Regulation 17 of the Settlement Regulations, a copy of this order is being sent to the Noticee and is published on the website of SEBI.

Date: November 20, 2017

Place: Mumbai

**D SURA REDDY
GENERAL MANAGER &
ADJUDICATING OFFICER**