

CO/CFD/79/JUNE/2015

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

CONSENT ORDER

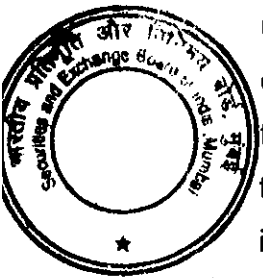
On the Application No. 2811 of 2014

submitted by

Dr. Shailesh Mehta

(Permanent Account Number: ABAPM4682R)

1. Dr. Shailesh Mehta (hereinafter referred to as 'the applicant') filed an application, vide letter dated March 3, 2014 in terms of the Securities and Exchange Board of India (Settlement of Administrative and Civil Proceedings) Regulations, 2014 proposing to settle, through a consent order, the adjudication proceedings initiated vide show cause notice bearing no. EAD-6/AK/VS/29296/2013 dated November 18, 2013 for the alleged violation of regulations 7(1) and 7(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (Takeover Regulations). The applicant had acquired 1,95,000 shares of Safari Industries India Limited (the company) on March 6, 2007, which resulted in the change in the shareholding of the applicant in the company from 0 to 6.52%. The said change in shareholding was required to be disclosed under regulations 7(1) and 7(2) of the Takeover Regulations by March 8, 2007. However, the same was disclosed only on February 24, 2014. Therefore, there was a delay of 2545 days in the compliance of the provisions of regulations 7(1) and 7(2) of the Takeover Regulations.
2. Further, the said transactions had also triggered the requirement of disclosure under regulation 13(1) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (PIT Regulations) by March 8, 2007. During the Internal Committee proceedings, the applicant was advised to confirm to SEBI, the aforesaid disclosures under the PIT Regulations. Subsequently, the company informed SEBI that the aforesaid disclosure was made only on August 8, 2014. Hence, there was a delay of 2709 days in compliance with regulation 13(1) of the PIT Regulations. Further, the company informed that there was a change in shareholding of the applicant from 6.52% to 6.25% pursuant to transaction on



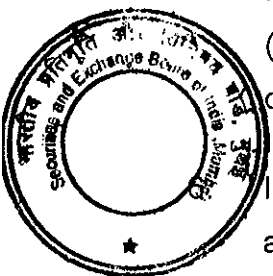
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August 11, 2010, whereby the shareholding of the applicant decreased from 1,95,000 shares to 1,87,000 shares. However, the applicant had failed to disclose the said shareholding under regulation 13(4) of the PIT Regulations. The said disclosure was made on August 20, 2010, thereby causing a delay of 7 days in compliance with regulation 13(4) of the PIT Regulations. Thereafter, vide letter dated August 7, 2014, the applicant revised the consent application seeking settlement of the alleged violation of regulations 13(1) and 13(4) of PIT Regulations in addition to regulations 7(1) and 7(2) of the Takeover Regulations.

3. Pursuant to the Internal Committee meeting, vide letter dated January 15, 2015, the applicant proposed the revised consent terms to settle the aforesaid delayed compliances by offering to pay a sum of ₹ 11,57,375/- (Rupees Eleven Lakh Fifty Seven Thousand Three Hundred and Seventy Five only) towards settlement charges.
4. The High Powered Advisory Committee (HPAC), considered the settlement terms proposed by the applicant and recommended the case for settlement upon payment of ₹ 11,57,375/- (Rupees Eleven Lakh Fifty Seven Thousand Three Hundred and Seventy Five only) towards settlement charges and the same was approved by the Panel of Whole Time Members. Thereafter, the same was communicated to the applicant, vide letter dated May 18, 2015.
5. Accordingly, the applicant has, vide Demand Draft No. 554209 dated May 19, 2015 drawn on HDFC Bank Limited, remitted a sum of ₹ 11,57,375/- (Rupees Eleven Lakh Fifty Seven Thousand Three Hundred and Seventy Five only) towards the settlement charges.

In view of the above, the delayed compliance of the provisions of regulations 7(1) and 7(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as alleged in the show cause notice dated November 18, 2013, and of regulations 13(1) and 13(4) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, in respect of the transaction as mentioned in paragraph 1 and 2 above, are settled



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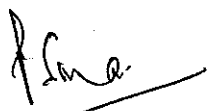
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according to the aforesaid settlement terms by way of this order and the Securities and Exchange Board of India shall not initiate any enforcement action against the applicant for the said delay in compliance.

7. This settlement order passed on this the 30th day of June, 2015 shall come into force with immediate effect.



RAJEEV KUMAR AGARWAL
WHOLE TIME MEMBER



PRASHANT SARAN
WHOLE TIME MEMBER