

**BEFORE THE ADJUDICATING OFFICER**  
**SECURITIES AND EXCHANGE BOARD OF INDIA**

CO/ISD/1050/AO/PKB/36/2009

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Under section 15-I of Securities and Exchange Board of India Act, 1992  
read with Rule 5 of SEBI (Procedure for Holding Inquiry and Imposing  
Penalties by Adjudicating Officer) Rules, 1995

In respect of

**M/s. Nissan Copper Limited**

**PAN: AABCN0105B**

**And Promoters of M/s. Nissan Copper Limited**

**1. Ratanlal Mardia**

**PAN: AJTPM2056N**

**2. Sunita R. Mardia**

**PAN: AFRPM5023P**

**3. Bela Sanjay Mardia**

**PAN: AADPM3462B**

**4. Shantilal Mardia**

**PAN: AGEPM2099P**

**5. Atul Mardia**

**PAN: ADYPM7131K**

**6. Sanjay Mardia**

**PAN: AEGPM6411H**

**7. Danial Investment Pvt. Ltd.**

**PAN: AABCD3753H**

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1. Nissan Copper Limited (hereinafter referred to as "NCL") came out with an Initial Public Offering (hereinafter referred to as "IPO") in a price band of Rs. 33 to Rs. 39 during the period December 4 – 8, 2006. The issue was over-

*Consent Order in respect of M/s Nissan Copper Ltd. & its Promoters.*

subscribed 5.25 times and the shares of NCL were listed on BSE and NSE on December 29, 2006. Upon listing on December 29, 2006, the scrip showed abnormal price rise from about Rs. 40/- during the morning session to a high of Rs. 136/- by late afternoon and closed at about Rs. 130/-.

2. It prima-facie appeared to SEBI that the NCL and its promoters arranged for subscription in the IPO of NCL through the machinations of the subscribers in the QIB segment and their final buyers after the listing of the scrip. This constitute a misuse of the trading mechanism of the stock market since the final buyers provided an assured exit to the FIIs who had applied in the IPO of Nissan Copper Limited.
3. SEBI, vide order dated January 17, 2008, initiated adjudication proceedings against M/s Nissan Copper Limited and its promoters namely Ratanlal Mardia, Sunita R. Mardia, Bela Sanjay Mardia, Shantilal Mardia, Atul Mardia, Sanjay Mardia and Danial Investment Pvt. Ltd. for allegedly violating Regulations 3(a) & (c) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 and appointed Shri D. Sura Reddy as Adjudicating Officer to inquire into and adjudge u/s 15HA of the SEBI Act, 1992. Pursuant to the transfer of Shri. D. S. Reddy I have been appointed as Adjudicating Officer vide order dated December 10, 2008.
4. Show cause notices were issued to the NCL and its promoters. Pending the adjudication proceedings, the noticees made an application dated October 30, 2008, and an affidavit in the format prescribed by SEBI for settlement in the matter in terms of SEBI Circular No. EFD/Cir.-1/2007. Pursuant to the said application, the noticees vide letter dated December 09, 2008 proposed revised consent terms submitting that they were willing to pay a consolidated amount of Rs. 10,00,000/- (Rupees Ten Lakhs only) towards settlement charges and Rs. 1,00,000/- (Rupees One Lakh Only) towards administrative charges for M/s Nissan Copper Limited and an additional Rs. 10,00,000/- (Rupees Ten Lakhs only) towards settlement charges and Rs. 1,00,000/- (Rupees One Lakh Only) towards administrative charges for the promoters of Nissan Copper Limited. The revised consent terms were placed before the High Powered Advisory Committee (HPAC) on March 12, 2009 and HPAC after deliberation recommended the case for settlement on the revised consent terms proposed by the noticee.

*Consent Order in respect of M/s Nissan Copper Ltd. & its Promoters.*

5. In terms of the proposal of the noticees for the sole purpose of settling the matter on hand and without admission or denial of guilt on the part of the noticee to the finding of fact or conclusion of law, the Nissan Copper Limited and its Promoters have remitted a sum of Rs. 22,00,000/- (Rupees Twenty Two Lakhs only) vide Demand Draft No. 892688 and 892689, dated April 17, 2009 favouring SEBI drawn on the State Bank of India, Mumbai, towards the terms of consent in the matter.
6. In view of the above, it is hereby ordered that:
  - i) this consent order disposes of the said adjudication proceedings pending against the noticee under SEBI 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 representations made by the noticee in the consent proceedings are subsequently discovered to be untrue.
    - b. the noticee has breached any of the clauses / conditions of undertakings / waivers filed during the current consent proceedings.
7. This consent order is passed on the 24<sup>th</sup> day of April, 2009 and shall come into force with immediate effect.
8. In terms of Rule 6 of the Adjudication Rules, copies of this order are sent to the M/s Nissan Copper Ltd., its Promoters and also to the Securities and Exchange Board of India.

**Place: Mumbai**

**P. K. BINDLISH**  
**Adjudicating Officer**