

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

In respect of

M/s. Sai Broking (PAN : ACKPN1415A) (Proprietor –Mrs.Anandhi P.

Naig

(SEBI Regn. No. INB241162313 & INS5231252714)

In the matter of BSEL Infrastructure Realty Ltd. and Maharashtra

Seamless Ltd.

CO/IVD-6/1492/AO/PG/75/2011

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1. Securities and Exchange Board of India (hereinafter referred to as '**SEBI**'), vide order dated October 16, 2008, initiated adjudication proceedings against M/s Sai Broking (Registration no. INB 241162313, INS 5231252714) (hereinafter referred to as '**Noticee**') in the matter of trading in the shares of BSEL Infrastructure Realty Ltd. and Maharashtra Seamless Ltd. (hereinafter referred to as '**BSEL and MSL/scrips**') for allegedly violating the provisions of regulation 4(1), 4(2) (a), (b), (e), (g) and (n) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Markets) Regulations, 2003 (hereinafter referred to as "**PFUTP Regulations**") and clauses A(1) to (5) of code of conduct specified under Schedule II under regulation 7 of the SEBI (Stock Brokers and Sub-brokers) Regulations, 1992 (hereinafter referred to as the "**broker code**") and clauses A(1), (2) and D(1), (4) and (5) of the code of conduct specified under Schedule II under regulation 15 of the SEBI (Stock Brokers and Sub-brokers) Regulations, 1992 (hereinafter referred to as the "**sub-broker code**"). The proprietor of M/s Sai Broking is Mrs Anadhi P. Naig.

2. SEBI conducted investigation into the trading in the scrip of BSEL for the period from December 01, 2003 to March 31, 2004 (hereinafter referred to as '**period of investigation 1**') and in the scrip of MSL during the periods from August 18, 2003 to October 18, 2003 and from December 01, 2003 to February 27, 2004 (hereinafter referred to as '**period of investigation 2**') in order to ascertain whether there were any violations of provisions of PFUTP regulations and broker code and sub broker code by the Noticee. It was alleged that the Noticee had aided and abetted creation of artificial volumes in the scrips of BSEL and MSL which led to manipulation in the price of the scrips during period of investigation 1 and period of investigation 2. As the time difference between the buy and the sell orders executed was very less, it was alleged that such transactions were in the nature of synchronized trades. Therefore, adjudication proceedings were initiated against the Noticee to inquire into and adjudge under sections 15HA and 15HB of the Securities and Exchange Board of India Act (hereinafter referred to as the '**Act**') for the alleged violations of the provisions of PFUTP Regulations and broker code and sub-broker code as stated above.
3. Mr. VS Sundaresan was appointed as Adjudicating Officer in the above matter vide order dated October 06, 2008. Consequent to the transfer of Mr. V.S. Sundaresan, the undersigned was appointed as the Adjudicating Officer vide order dated November 12, 2009.
4. While the adjudication proceedings were in progress, an application for Consent Order dated July 21, 2009 in respect of the aforesaid proceedings before SEBI was submitted by the Noticee. The said

consent application of the Noticee was rejected in the HPAC meeting dated December 17, 2009 and the intimation for the same was sent to the Noticee by SEBI vide letter dated February 04, 2010. Thereafter, the Noticee, during the course of hearing held on September 14, 2010 proposed to file a revised consent application. The noticee filed the revised consent application vide its letter dated September 20, 2010.

5. The revised terms as proposed by the Noticee were placed before the High Powered Advisory Committee (hereinafter referred to as '**HPAC**') on February 24, 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 ₹.7,00,000/- (Rupees seven lakhs only) towards settlement charges. Thereafter, SEBI, vide its letter dated April 15, 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 ₹.7,00,000/- (Rupees seven lakhs only), vide Demand Draft No. 935321 dated April 29, 2011, drawn on Indian Bank towards the terms of consent in the matter.
6. 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.
7. This consent order is passed on June 03, 2011 and shall come into force with immediate effect.
8. 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: June 03, 2011

Place: Mumbai

Piyoosh Gupta
Adjudicating Officer