

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

SETTLEMENT ORDER

On Application No. 3386 of 2017

Filed by M/s Daiichi Sankyo Company Limited (PAN No. AACCD9196P)

In the matter of M/s Zenotech Laboratories Limited

1. M/s Daiichi Sankyo Company Limited (hereinafter referred to as 'applicant') filed an application dated November 15, 2016 in terms of the SEBI (Settlement of Administrative and Civil Proceedings) Regulations, 2014 ('Settlement Regulations'), proposing to settle, without admitting or denying the findings of fact and conclusions of law, through a settlement order, the proposed adjudication proceedings intimated vide Notice of Approved Enforcement Action dated August 10, 2016 for the delayed compliance of regulation 13(1) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and regulation 7(1) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 1997.
2. The authorised representatives of the applicant had meeting with the Internal Committee of SEBI on November 10, 2017, wherein the settlement terms were deliberated. Thereafter, the applicant, vide letter dated November 13, 2017, proposed the revised settlement terms to settle the defaults mentioned above.
3. The High Powered Advisory Committee ('HPAC') in its meeting held on November 27, 2017 considered the settlement terms proposed and recommended the case for settlement upon payment of ₹10,88,276/- (Rupees Ten Lakh Eighty Eight Thousand Two Hundred Seventy Six only) by the applicant towards settlement charges for the aforementioned defaults. The Panel of Whole Time Members of SEBI accepted the said recommendation of the HPAC and the same was communicated to the applicant vide e-mail dated January 04, 2018.
4. The applicant vide Demand Draft number 312933 dated January 08, 2018 drawn on Kotak Mahindra Bank has remitted ₹10,88,276/- (Rupees Ten Lakh Eighty Eight Thousand Two Hundred Seventy Six only) towards the settlement charges.
5. Accordingly, the proposed adjudication proceedings for the alleged defaults as discussed in paragraph 1 above, are settled *qua* the applicant as per the above terms, by way of this order and

SEBI shall not initiate any enforcement action against the applicant for the said defaults.

6. In view of the above, in terms of regulations 15 and 19 of the Settlement Regulations, it is hereby ordered that:
 - i. this order disposes of the said proposed adjudication proceedings in respect of the applicant as mentioned above and;
 - ii. passing of this order is without prejudice to the right of SEBI to take enforcement actions including commencing proceedings against the applicant, if SEBI finds that:
 - a. any representation made by the applicant in the present settlement proceedings is subsequently discovered to be untrue;
 - b. the applicant has breached any of the clauses/ conditions of undertakings/ waivers filed during the present settlement proceedings.
7. This settlement order is passed on this 29th day of January, 2018 and shall come into force with immediate effect.
8. In terms of regulation 17 of the Settlement Regulations, a copy of this order shall be sent to the applicant and shall also be published on the website of SEBI.

-Sd-

G. MAHALINGAM
WHOLE TIME MEMBER

-Sd-

MADHABI PURI BUCH
WHOLE TIME MEMBER