

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

SETTLEMENT ORDER

On the Application No. 3066 of 2016

Filed on behalf of Lalit J Kothari in the matter of Ravinay Trading Company Limited

Settlement Order No: EAD/AO/PJ/31/2016

1. Securities and Exchange Board of India (hereinafter referred to as 'SEBI') had initiated adjudication proceedings in respect of a Lalit J Kothari (hereinafter referred to as 'Noticee') in the matter of M/s. Ravinay Trading Company Limited. (hereinafter referred to as the 'company'), to inquire into and adjudge under Sections 15 A (b) of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as 'SEBI Act') for the alleged violation/contravention of the provisions of Regulation 29(2) r/w 29(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as **"SAST Regulations"**). The undersigned was appointed as Adjudicating Officer vide Order dated 22.07.2015 under section 15 I of the SEBI Act.
2. A Show Cause Notice (SCN) dated 30.11.2015 was issued to the Noticee under rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 seeking their submission as to why an inquiry should not be held in respect of the violations alleged in the SCN against the Noticee. The SCN inter alia alleged that the Noticees viz. Lalit J Kothari Huf, S J Kothari and Anil J Kothari are person acting in concert with each other (PAC) holding 9% of total share capital of the company which was evident from the disclosure made by them by considering them as PAC on 05.10.2010 wherein they had sold 100900 shares of the company, which was 3.36% of the total share capital of the company, however, the Noticee had not made the necessary disclosure under Regulation 29(2) r/w 29(3) of SEBI SAST Regulations.
3. While the adjudication proceedings pursuant to the said SCN were in progress, the Noticee Lalit J Kothari (hereinafter referred to as 'Applicant') filed consent application No. 3066 of 2016 for settlement of the adjudication proceedings.
4. Further, vide letter dated 15.07.2016 proposed Rs. 3,23,000/- (Rupees three lakh twenty three thousand only) as consent terms towards settlement charges in respect of the aforesaid proceedings before SEBI.
5. The consent terms as proposed by the Applicants was placed before the High Powered Advisory Committee (HPAC) on 03.08.2016, and HPAC after deliberation commended

the case for settlement on payment of Rs. 3,23,000/- (Rupees three lakh twenty three thousand only). Thereafter, SEBI vide email dated 19.10.2016 conveyed to the Applicant that in view of the recommendations of HPAC, SEBI has in principle agreed to accept the terms of the consent proposed by the Applicant as approved by Panel of WTM and HPAC. Accordingly, the applicant vide demand draft No. 430118 amounting to Rs 88,000/- (Rupees eighty eight thousand only) and demand draft No. 430117 amounting to Rs 1,15,000/- (Rupees One lakh fifteen thousand only) and demand draft No. 430119 amounting to Rs. 1,20,000/- (Rupees one lakh twenty thousand only) all dated 19.11.2016 drawn on 'IndusInd Bank Limited' and payable at Mumbai, remitted a sum Rs. 3,23,000/- (Rupees three lakh twenty three thousand only) towards the settlement charges.

6. In view of the above, in terms of Regulation 15 (1) of SEBI (Settlement of Administrative and Civil Proceedings) Regulations, 2014 it is hereby ordered that:
 - 6.1. this Consent Order disposes of the said Adjudication Proceedings pending in respect of the Applicant as mentioned in para (3) above and;
 - 6.2. 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 Applicant, if SEBI finds that:
 - 6.2.1.any representations made by the Applicant in the consent proceedings are subsequently discovered to be untrue.
 - 6.2.2.the Applicant have breached any of the clauses / conditions of undertakings / waivers filed during the current consent proceedings.
7. This consent order is passed on the 19th day of January, 2017 and shall come into force with immediate effect.
8. In terms of Regulation 17 of SEBI (Settlement of Administrative and Civil Proceedings) Regulations, 2014, copy of this order are being sent to the Applicant and also to Securities and Exchange Board of India, Mumbai.

PLACE: MUMBAI

PRASAD JAGADALE
ADJUDICATING OFFICER