

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

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**SETTLEMENT ORDER**

**in Settlement Application bearing No. 4231/2020**

**filed by Infinium Motors (Gujarat) Private Ltd. [PAN: AAACI9058D]**

**in the matter of Infibeam Avenues Ltd.**

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1. Infinium Motors (Gujarat) Ltd. (hereinafter referred to as the “applicant”) filed a settlement application in terms of the SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as the “Settlement Regulations”) proposing to settle, without admitting or denying the findings of fact and conclusions of law, through a settlement order, the pending enforcement proceedings initiated against the applicant for the alleged violation of Section 12A(d) and (e) of the SEBI Act, 1992 and Regulations 4(1) read with Regulation 4(2) of the SEBI (Prohibition of Insider Trading), 2015 vide Impounding Order cum Show Cause Notice bearing no. WTM/GM/IVD/24/2020-21 dated August 24, 2020.
2. On June 26, 2017 Infibeam Avenues Ltd. (hereinafter referred to as “IAL”) made a corporate announcement on the platform of the stock exchange that a meeting of the Board of Directors was to be held on July 13, 2017 to consider and approve (i) sub-division/split of equity shares of the company and (ii) Infibeam Stock Appreciation Rights Scheme, 2017. The said information was considered as Unpublished Price Sensitive Information (hereinafter referred to as “UPSI”) and the period of UPSI was from November 22, 2016 to June 26, 2017. Mr. Vishal Mehta was Managing Director of IAL and was alleged to be in possession of the UPSI that was communicated to his brother, Mr. Malav Mehta who was a director of Infinium Motors (Gujarat) Pvt. Ltd. (hereinafter referred to as “IMGPL”) traded in the scrip of IAL on behalf of IMGPL. IMGPL is a promoter group

entity of IAL and was alleged to have purchased 2,82,134 shares of IAL during the UPSI period and made notional gains of ₹97,36,444.34/-. Accordingly, the proceedings referred to in paragraph 1 were initiated against the applicant.

3. Pursuant to the receipt of the application, the authorized representatives of the applicant had a meeting with the Internal Committee of SEBI on March 17, 2021 and deliberated on the terms of settlement. Thereafter, the applicant proposed the revised settlement terms to settle the pending enforcement proceedings.
4. The High Powered Advisory Committee (hereinafter referred to as the “HPAC”) in its meeting held on May 28, 2021 considered the settlement terms by the proposed applicant and recommended the case for settlement upon payment of ₹1,48,75,000/- (Rupees One Crore Forty Eight Lakh and Seventy Five Thousand Only) as settlement amount and disgorgement of ₹97,36,444.34/- (Rupees Ninety Seven Lakh Thirty Six Thousand Four Hundred Forty Four and Thirty Four Paise Only) as ill-gotten gains along with interest of ₹44,30,215.55/- (Rupees Forty Four Lakh Thirty Thousand Two Hundred Fifteen and Fifty Five Paise Only).
5. The applicant vide UTR Nos. ICICR52021071500765, ICICR52021071500764 and ICICR52021071500767 remitted ₹1,48,75,000/- (Rupees One Crore Forty Eight Lakh and Seventy Five Thousand Only) as settlement amount and disgorgement of ₹97,36,444.34/- (Rupees Ninety Seven Lakh Thirty Six Thousand Four Hundred Forty Four and Thirty Four Paise Only) as ill-gotten gains along with interest of ₹44,30,215.55/- (Rupees Forty Four Lakh Thirty Thousand Two Hundred Fifteen and Fifty Five Paise Only) for settlement of the proceedings as detailed in para 1 and intimated the same to SEBI vide email dated July 16, 2021. Upon verification, the receipt of the above payments was confirmed.

6. In view of the above, in exercise of the powers conferred under Section 15JB of the Securities and Exchange Board of India Act, 1992 and in terms of Regulations 23 read with Regulation 28 of the Settlement Regulations, it is hereby ordered that the pending enforcement proceedings for the alleged defaults as mentioned in paragraph 1 above are settled *qua* the applicant as per the following terms:

- i. SEBI shall not initiate enforcement action against the applicant for the said defaults;
- ii. this order disposes of the enforcement proceedings initiated by SEBI for the defaults as mentioned earlier in respect of the applicant; and
- iii. passing of this Order is without prejudice to the right of SEBI under regulation 28 of the Settlement Regulations to take enforcement actions including continuing proceedings against the applicant, if SEBI finds that:
  - a. any representation made by the applicant in the present settlement proceedings is subsequently found to be untrue;
  - b. the applicant has breached any of the clauses/ conditions of undertakings/ waivers filed during the present settlement proceedings; and
  - c. there was a discrepancy while arriving at the settlement terms.

7. This settlement order is passed on this 28<sup>th</sup> day of July, 2021 and shall come into force with immediate effect.

8. In terms of Regulation 25 of the Settlement Regulations, a copy of this order shall be sent to the applicant and also be published on the website of SEBI.

**Sd/-**

**S.K. MOHANTY**

**WHOLE TIME MEMBER**

**Sd/-**

**ANANTA BARUA**

**WHOLE TIME MEMBER**