

SECURITIES AND EXCHANGE BOARD OF INDIA

ORDER

Under Section 11(1), 11(4A), 11B (1) and 11B (2) of the Securities and Exchange Board of India Act, 1992

In respect of:

Noticee No.	Name of the Noticees	PAN
1.	Mr. Narayanbhai Gangaram Patel	ABBPP4897L

In the matter of M/s Patels Airtemp (India) Limited

BACKGROUND:

1. Securities and Exchange Board of India (hereinafter referred to as “**SEBI**”), conducted an examination based on a complaint alleging that Mr. Narayanbhai G Patel (hereinafter referred to as “**Noticee**”) failed to make a public announcement of an open offer due to increase in the controlling stake by acquiring shares jointly with PAC during the FY 2017-2018 in Therm Flow Engineers Pvt Ltd. (**TFEPL**), a shareholder of Patels Airtemp (India) Ltd (hereinafter referred to as “**PAIL**”) and illegally used the voting rights of TFEPL, in PAIL after the aforesaid failure.
2. In view of the above, it was alleged that the Noticee has violated the provisions of Regulation 3(1) read with Regulation 5(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as “**Takeover Regulations**”). Accordingly, proceedings were initiated against the Noticee under the provisions of Sections 11, 11(4A), 11B(1) and 11B(2) of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as “**SEBI Act**”)

SHOW CAUSE NOTICE, REPLY AND HEARING:

3. Subsequently, a Show Cause Notice dated October 13, 2023 (hereinafter referred to as, “**the SCN**”) was issued to the Noticee calling upon to show cause as to why suitable directions under Sections 11, 11(4A), 11B(1) and 11B(2) of the SEBI Act, 1992 should not be issued against him for the alleged violations of provisions of the Takeover Regulations.
4. However, vide email dated November 03, 2023, Mr. Sanjeevkumar N. Patel, the Legal Heir of the Noticee, apprised this office about the demise of the Noticee on October 03, 2023.
5. The Death Certificate provided by Mr. Sanjeevkumar N. Patel, was issued by the Amdavad Municipal Corporation, Gujarat and shows that the Noticee had passed away on October 03, 2023. The death certificate was verified from the website of aforesaid Municipal Corporation and the same is also on record. Thus, the proceedings are against the acts of omission and commission of a person who is no more to face the charges. In this regard, it is worth mentioning that in **Girijanandini Vs Bijendra Narain (AIR 1967 SC 2110)**, the Hon’ble Supreme Court held that in case of personal actions, i.e., the actions where the relief sought is personal to the deceased, the right to sue will not survive to or against the representatives and in such cases the maxim *actio personalis moritur cum persona* (personal action dies with the death of the person) would apply. It is also relevant to refer to the decision of Hon’ble Securities Appellate Tribunal in **Chandravadan J. Dalal vs. SEBI (Appeal No. 35/2004 decided on June 15, 2005)**, wherein it was held that: “*The appeal abates since the appellant during the pendency of the appeal died on 29th November 2004. The appeal accordingly abates.*”
6. In view of the foregoing, I am of the view that the present proceedings initiated against the Noticee will not survive and is liable to be abated without going into the merits of the case qua him. However, the closure of the above proceedings against the Noticee shall not prohibit SEBI from initiating any other proceeding emanating from the present matter, if warranted.

7. The SCN dated October 13, 2023 issued in respect of the Noticee is disposed of accordingly.
8. A copy of this order shall be sent to the Noticee.

Date: November 30, 2023

Place: Mumbai

**G RAMAR
CHIEF GENERAL MANAGER
SECURITIES AND EXCHANGE BOARD OF INDIA**