

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

SETTLEMENT ORDER

(Application No. 3735/2018)

On the application submitted by

Religare Enterprises Limited

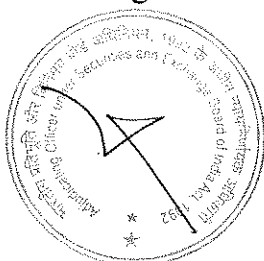
In the matter of Religare Enterprises Limited

Settlement Order No: EAD/SR/SM/SO/10/2018-2019

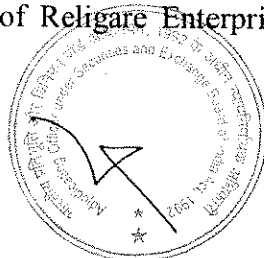
1. A department (**OD**) of Securities and Exchange Board of India (hereinafter referred to as **SEBI**) conducted an examination in the scrip of Religare Enterprises Limited (hereinafter referred to as Noticee/Company/REL), hereinafter referred to as **REL**) on the basis of a complaint received from Sunil Godhwani, Chairman and Managing Director of REL regarding trading/dealing in the scrip of REL. The Company was listed in Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) during the course of investigation. It was observed by OD that the Noticee was in possession of the information relating to the transaction done by Sunil Godhwani but failed to make disclosure to the Stock Exchanges i.e. BSE and NSE within stipulated time and hence alleged to have violated the provision of regulation 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as **PIT Regulations, 2015**).
2. SEBI initiated adjudication proceedings against the Noticee to inquire into and adjudge under sections 15A(b) of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as **the SEBI Act, 1992**) for the alleged violations of the provisions of regulation 7(2)(b) of PIT Regulations, 1992. The undersigned was appointed as the Adjudicating Officer vide communique dated May 22, 2018 under section 15-I of the SEBI Act, 1992 and rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 for the said alleged violations by the Noticee.

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3. In this regard, a Show Cause Notice no. SEBI/HO/EAD/E&AO/SR/SM/OW/19015/1/2018 dated July 05, 2018 (hereinafter referred to as **SCN**) was issued to the Noticee by the undersigned. It was alleged in the SCN that the Noticee failed to make disclosures within the stipulated time of becoming aware of the information relating to the transaction made by Sunil Godhwani and hence alleged to have violated the provision of regulation 7(2)(b) of PIT Regulations, 2015.
4. While the Adjudication Proceedings were in progress, an application dated August 24, 2018 was submitted by the Noticee before SEBI in terms of SEBI (Settlement of Administrative and Civil Proceedings) Regulations, 2014 (hereinafter referred to as **Settlement Regulations, 2014**) proposing to settle the proceedings on payment of a sum of Rs. 2,00,000/- (Rupees Two Lakh Only). It is noted that the Noticee in its undertaking submitted along with settlement application has inter alia stated that "We 'neither admit nor deny the findings of fact and conclusions of law' which may be part of settlement of the order". Further, from the available record, I also note that the alleged violation relates to making of disclosures and also that the disclosures have been made to BSE and NSE on May 17, 2017. As approved by the panel of Whole Time Members (**WTMs**) of SEBI on September 12, 2018, the settlement application was considered for summary settlement as the alleged defaults involved disclosures. Accordingly, the applicant was called for an Internal Committee (IC) meeting on December 28, 2018 and given an option of either preferring a summary settlement procedure by paying the summary settlement amount of Rs. 2,00,000/- or come through the normal settlement procedure. The applicant opted for the summary settlement route and agreed to pay the summary settlement amount within 10 working days from the date of IC meeting.
5. The applicant vide its letter dated January 02, 2019 remitted a sum of Rs. 2,00,000/- (Rupees Two Lakh Only) in favour of "Securities and Exchange Board of India" vide a Demand Draft bearing no. 107559 dated December 31, 2018 drawn on HDFC Bank towards the summary settlement amount. The panel of

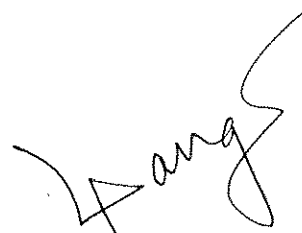


WTMs of SEBI approved the said settlement terms for the summary settlement on January 10, 2019.

6. In view of the above, in terms of regulation 15(1) of the Settlement Regulations, 2014, it is hereby ordered that this settlement order disposes off the aforesaid adjudication proceedings initiated against the applicant vide SCN dated July 05, 2018.
7. This order is without prejudice to the right of SEBI to take enforcement actions including restoring or initiating the proceedings in respect to which the settlement order is passed against the applicant, if :
 - a. any representations made by the applicant in the settlement proceedings is subsequently found to be untrue; or
 - b. the applicant breaches any of the clauses /conditions of undertakings/ waivers filed during the current settlement proceedings.
8. In terms of regulation 17 of the Settlement Regulations, 2014, a copy of this order is being sent to the applicant viz. Religare Enterprises Limited and also to the Securities and Exchange Board of India.

Place: Mumbai

Date: January 17, 2019



SANGEETA RATHOD
ADJUDICATING OFFICER

