

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

SETTLEMENT ORDER

in Settlement Applications bearing Nos.

- 1. 6314/2021– Mr. Divyesh B Shah [PAN : AFAPF0331A]**
- 2. 6315/2021– Mrs. Dravinaben L Desai [PAN : AGOPD5286F]**
- 3. 6316/2021- Mr. Vikram L Desai [PAN: AGOPD3239J]**
- 4. 6317/2021- Vikram L Desai HUF [PAN: AAEHV4192A]**
- 5. 6318/2021- Mrs. Sharwary V Desai [PAN: AHAPD5917E]**

in the matter of Indiabulls Ventures Ltd.

1. Mr. Divyesh B Shah, Mrs. Dravinaben L Desai, Mr. Vikram L Desai, Vikram L Desai HUF and Mrs. Sharwary V Desai (hereinafter referred to as the “applicants”) filed separate settlement applications 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 vide Show Cause Notice bearing no. SEBI/HO/IVD/ID2/OW/P/2020/18641/1 dated November 12, 2020 for the alleged violation of Section 12A(d) and (e) of the SEBI Act, 1992 and Regulation 3(1) and 4(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as “PIT Regulations”) by Mr. Divyesh B Shah, Mrs. Dravinaben L Desai and Mr. Vikram L Desai and Regulation 4(1) of the PIT Regulations by Vikram L Desai HUF and Mrs. Sharwary V Desai, respectively.

2. Indiabulls Ventures Ltd. (hereinafter referred to as “IVL”) on April 23, 2018 informed National Stock Exchange of India Ltd. and BSE India Ltd. regarding its audited standalone & consolidated financial results for the quarter and financial year ended on March 31, 2018 as approved by its Board at meeting held on April 23, 2018. IVL’s Board also declared an interim dividend. The said information was considered as Unpublished Price Sensitive Information (hereinafter referred to as “UPSI”) and the period of UPSI was from April 02, 2018 to April 23, 2018. Mr. Divyesh was Chief Executive Officer and Whole Time Director of IVL and alleged to be in possession of the UPSI. It was alleged that Mr. Divyesh Shah communicated the UPSI to his relatives i.e. Mrs. Dravinaben L Desai, Mr. Vikram L Desai, and Mrs. Sharwary V Desai Shah who traded in the scrip of IVL during the UPSI period. It was also alleged that Mr. Vikram traded in the scrip of IVL during the UPSI period on behalf of Mrs. Dravinaben, Mrs. Sharwary and Vikram Desai HUF. By trading in the scrip of IVL during the UPSI period, Mrs. Dravinaben was alleged to have made unlawful gains of ₹1,22,58,400/-. Accordingly, the proceedings referred to in paragraph 1 were initiated against the applicants.
3. Pursuant to the receipt of the applications, the authorized representatives of the applicants had a meeting with the Internal Committee of SEBI on April 30, 2021 and May 31, 2021 and deliberated on the terms of settlement. Thereafter, the applicants proposed the revised settlement terms to settle the proceedings that were initiated against them.
4. The High Powered Advisory Committee (hereinafter referred to as the “HPAC”) in its meeting held on August 09, 2021 considered the settlement terms proposed by the applicants and recommended the case for

settlement upon payment of following settlement amount which was remitted by the applicants:

Sr. No	Name of the applicant	Settlement Terms as per SEBI (Settlement Proceedings) Regulations, 2018	Details of payment (UTR/Reference No.)
1.	Mr. Divyesh B Shah	₹74,58,750/- (Rupees Seventy Four Lakh Fifty Eight Thousand Seven Hundred and Fifty Only)	HDFCR52021092266258962
2.	Mrs. Dravinaben L Desai	₹1,82,34,370/- (Rupees One Crore Eighty Two Lakh Thirty Four Thousand Three Hundred Seventy Only) with disgorgement of wrongful gains of ₹1,22,58,400/- (Rupees One Crore Twenty Two Lakh Fifty Eight Thousand Four Hundred) along with interest thereupon amounting to ₹ 51,18,302/- (Rupees Fifty One Lakh Eighteen Thousand Three Hundred and Two Only)	ICICR52021092200719702 and ICICR52021092200719908
3.	Mr. Vikram L Desai	₹22,31,250/- (Rupees Twenty Two Lakh Thirty One Thousand Two Hundred and Fifty only)	ICICR52021092200714149
4.	Vikram L Desai HUF	₹22,31,250/- (Rupees Twenty Two Lakh Thirty One Thousand Two Hundred and Fifty only)	ICICR52021092200714415
5.	Mrs. Sharwary V Desai	₹22,31,250/- (Rupees Twenty Two Lakh Thirty One Thousand Two Hundred and Fifty only)	ICICR52021092200714286

Upon verification, the receipt of the above payments was confirmed.

5. 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 default as mentioned in paragraph 1 above are settled *qua* the applicants as per the following terms:

- i. SEBI shall not initiate enforcement action against the applicants for the said default;
- ii. this order disposes of the enforcement proceedings initiated by SEBI for the default as mentioned earlier in respect of the applicants; 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 applicants, if SEBI finds that:
 - a. any representation made by the applicants in the present settlement proceedings is subsequently found to be untrue;
 - b. the applicants have 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.

6. This settlement order is passed on this 6th day of October, 2021 and shall come into force with immediate effect.

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

Sd/-

S.K. MOHANTY

WHOLE TIME MEMBER

Sd/-

ANANTA BARUA

WHOLE TIME MEMBER