

**BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA, MUMBAI
CONSENT ORDER**

**ON THE APPLICATION SUBMITTED BY
INTEGRA TELECOMMUNICATION & SOFTWARE LIMITED**

(CONSENT APPLICATION NO. 2214/2011)

1. Integra Telecommunication & Software Limited (hereinafter referred to as ‘the applicant’) having its registered office at 2281, Sector-D, Pocket-2, Vasant Kunj, New Delhi - 110070 had filed an application, vide its letter dated January 25, 2011 in terms of the SEBI Circular No. EFD/ED/Cir-1/2007 dated April 20, 2007, proposing to settle, through a consent order, the alleged non-compliance of the provisions of Regulations 6(2), 6(4) and 8(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (the Takeover Regulations).
2. The applicant has admitted that there was a delay in furnishing the requisite information under the transitory provisions of Regulations 6(2) and 6(4) of the Takeover Regulations to the concerned stock exchange and there was undue delay of different periods in filing the requisite information under Regulation 8(3) of the Takeover Regulations for the years 1998 to 2010.
3. Vide letter dated July 01, 2011, the applicant has proposed the revised consent terms to settle the aforesaid non-compliance by offering to pay a sum of Rs. 5,00,000/- (Rupees Five Lakhs Only) towards settlement charges.
4. The High Powered Advisory Committee (HPAC), constituted by SEBI, considered the consent terms proposed by the applicant and recommended the case for settlement on payment of Rs. 5,00,000/- (Rupees Five Lakhs Only)

towards settlement charges. SEBI had accepted the said recommendations of the HPAC and communicated the same to the applicant vide letter dated August 25, 2011.

5. Accordingly, the applicant has, vide demand draft no. “211633” dated August 29, 2011 drawn on ICICI Bank, New Delhi and payable at Mumbai, remitted a sum of Rs. 5,00,000/- (Rupees Five Lakh Only) towards the settlement charges.
6. In view of the above, the aforesaid non-compliance of the provisions of Regulation 6(2), 6(4) and 8(3) of the Takeover Regulations, are settled and SEBI shall not initiate any enforcement action against the applicant for the same.
7. This order is without prejudice to the right of SEBI to initiate enforcement actions against the applicant for the abovementioned delay in compliance, if:
 - a. any representation made by the applicant in this consent proceeding is subsequently discovered to be untrue; or
 - b. the applicant breaches any of the consent terms or undertakings filed in this consent proceeding.
8. This consent order is passed on this the 22nd day of September, 2011 and shall come into force with immediate effect.

U. K. SINHA
CHAIRMAN

PRASHANT SARAN
WHOLE TIME MEMBER