

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

**In the matter of Nandan Exim Ltd**

**On the Application submitted by**

- 1. Mr. Shanti Sarup Reniwal**
- 2. Mr Shanti Sarup Reniwal (HUF)**
- 3. Ms. Lalita Devi Reniwal**
- 4. Mr Rajeev Reniwal**
- 5. Mr Rajeev Reniwal (HUF)**
- 6. Ms. Sweety Reniwal**
- 7. Mr Sanjeev Reniwal**
- 8. Mr Sanjeev Reniwal (HUF)**
- 9. Ms Shalini Reniwal**
- 10. Mr Rakesh Reniwal (HUF)**
- 11. Ms Unnati Reniwal**
- 12. M/s Hariyana Ship Breakers Ltd.**
- 13. M/s Inducto Steel Ltd.**
- 14. M/s Hariyana Ship Demolition Pvt. Ltd.**
- 15. M/s Black Stone Properties Pvt Ltd**
- 16. M/s Valentine Properties Pvt Ltd**
- 17. M/s Weed Investments & Finance Pvt Ltd.**

***CO/CFD-DCR/2113/2010/AO/BM/69-85/2011***

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1. The Securities and Exchange Board of India (SEBI) had initiated adjudication proceedings against Mr. Shanti Sarup Reniwal and the PACs Mr Shantisarup Reniwal (HUF), Ms. Lalitadevi Reniwal, Mr Rajeev Reniwal, Mr Rajeev Reniwal (HUF), Ms. Sweety Reniwal, Mr Sanjeev Reniwal, Mr Sanjeev Reniwal (HUF), Ms Shalini Reniwal, Mr Rakesh Reniwal (HUF), Ms Unnati Reniwal, M/s Hariyana Ship Breakers Ltd., M/s Inducto Steel Ltd., M/s Hariyana Ship Demolition Pvt. Ltd., M/s Black Stone Properties Pvt Ltd., M/s Valentine Properties Pvt Ltd., M/s Weed Investments & Finance Pvt. Ltd in the matter of Nandan Exim Ltd., (hereinafter referred to as **Noticees**) to inquire into and adjudge under section 15 A (b) of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as '**SEBI Act**'), the alleged violation/contravention of the provisions of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 1997 (hereinafter referred to as '**SAST Regulations**') by the Noticees.

2. It was observed that the Noticees were under statutory obligation under regulations 7(1) and 7(2) of the SAST Regulations to disclose the company and the stock exchange where the shares of the target company are listed as their aggregate holdings exceeded 5% of the paid up capital of the company. It was alleged that they failed to make disclosures under regulation 7(1) and 7(2) of the SAST Regulations 1997 and Section 12A (f) of SEBI Act, 1992.
3. The undersigned was appointed as Adjudicating Officer (**AO**) under section 15 I of the SEBI Act to inquire into and adjudge under Sections under section 15 A (b) of the SEBI Act for the aforesaid alleged violations. Consequently, Show Cause Notice No. EAD-6/BM/DJ/17040/2010 dated August 20, 2010, EAD-6/BM/DJ/21620/2010, EAD-6/BM/DJ/2162621626/2010, EAD-6/BM/DJ/21627/2010, EAD-6/BM/DJ/21630/2010, EAD-6/BM/DJ/21631/2010, EAD-6/BM/DJ/21632/2010, EAD-6/BM/DJ/21634/2010, EAD-6/BM/DJ/21636/2010, EAD-6/BM/DJ/2164437/2010, EAD-6/BM/DJ/21639/2010, EAD-6/BM/DJ/21640/2010, EAD-6/BM/DJ/21656/2010, EAD-6/BM/DJ/21658/2010, EAD-6/BM/DJ/21659/2010, EAD-6/BM/DJ/21660/2010, EAD-6/BM/DJ/21661/2010, dated September 30, 2010 was issued to the Noticees under rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 (hereinafter referred to as **“the Rules”**).
4. While the adjudication proceedings were in progress, the Noticees made an application dated September 01, 2010 along with an affidavit of “undertakings and waivers” in terms of SEBI Circular No EFD/Cir-1/2007 dated 20<sup>th</sup> April, 2007 for Consent Order in respect of the aforesaid notices before SEBI. Subsequently, the Noticees vide its letter dated 11.10.2010 proposed consent terms of ₹ 10, 00,000/- (Rupees Ten Lakh only) towards settlement charges in respect of the aforesaid proceedings before SEBI.
5. The revised terms as proposed by the Noticees were placed before the High Powered Advisory Committee (hereinafter referred to as ‘HPAC’) on 19.11.2010. The HPAC after deliberation recommended that the case may be settled on the aforesaid revised consent terms proposed by the Noticees. The recommendations of HPAC were subsequently placed before the panel of Whole Time Members of SEBI. Thereafter, SEBI vide letter dated 29.04.2011 conveyed the recommendations of the HPAC to the applicant and advised the applicant to pay in accordance with consent terms

6. In terms of the proposal of the Noticees, for the sole purpose of settling the matter on hand, without admitting or denying the guilt on the part of the Noticees to the finding of fact or conclusion of law, the Noticees has remitted a sum of ₹ 10,00,000/- (Rupees Ten Lakh only) vide Pay Order Nos. 541929, 541930, 541931, 541932, 541933, 541934, 541935, 541936, 541937, 541940 all dated 12.05.2011 drawn on Punjab National Bank, D. No. 1184 CDPC Mumbai Finacle towards the terms of consent in the matter.
7. In view of above, it is hereby ordered that:
- i) this consent order disposes of the said proceedings pending against the seventeen Noticees under SEBI Act
  - ii) passing of this order is without prejudice to the rights of SEBI to take enforcement actions including commencing/reopening of the pending proceedings against the Noticees, if SEBI finds that:
    - a. any representation made by the Noticees in the consent proceedings is subsequently discovered to be untrue.
    - b. the Noticees has breached any of the clauses/conditions of undertakings/waivers filed during the current consent proceedings.
8. This consent order is passed on 23.05.2011.

**Adjudicating Officer**

**Place: Mumbai**

**Barnali Mukherjee**