

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

**CONSENT ORDER**

**In respect of**

**M/s Mangal Keshav Securities Limited**

[Stock Broker, Bombay Stock Exchange Ltd (Regn. No. INB010977431),  
Trading Member, National Stock Exchange of India Ltd (Regn. No.  
INB230977432)]

**In the matter of M/s BSEL Infrastructure Realty Limited and M/S**  
**Maharashtra Seamless Limited**

***CO/IVD-6/1260/AO/PG/07/2010***

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1. Securities and Exchange Board of India (hereinafter referred to as 'SEBI'), vide order dated October 6, 2008, initiated adjudication proceedings against M/s Mangal Keshav Securities Limited (hereinafter referred to as '**Noticee**') for allegedly violating the provisions of regulation 4(1), 4(2) (a), (b), (e), (g) and (n) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 (hereinafter referred to as "**PFUTP Regulations**") and clauses A(1), (2), (3), (4) and (5) of the Code of Conduct for Stock Brokers as prescribed in Schedule II of regulation 7 of SEBI (Stock Brokers and Sub-Brokers) Regulations, 1992 (hereinafter referred to as "**Broker Regulations**") in the matter of trading in the shares of M/s BSEL Infrastructure Realty Limited (hereinafter referred to as "**BSEL**") and M/s Maharashtra Seamless Limited (hereinafter referred to as "**MSL**").

2. A show cause notice dated January 21, 2009 was issued under rule 4 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 (hereinafter referred to as “**Adjudication Rules**”) to show cause as to why an inquiry may not be conducted against the Noticee for violation of above mentioned provisions of PFUTP Regulations and Broker Regulations and penalty be not imposed under section 15HA and 15HB of the SEBI Act, 1992.
3. SEBI investigated into the dealings in the scrip of BSEL and MSL in order to ascertain whether there is any violation of the provisions of SEBI Act and PFUTP Regulations. The time period of investigation in the scrip of BSEL was from December 1, 2003 to March 31, 2004 and from August 18, 2003 to October 9, 2003 and December 1, 2003 to February 27, 2004 in the scrip of MSL. The Noticee was alleged of aiding and abetting Fincare Financial Consultancy Services Pvt. Ltd. to create artificial volumes in the scrip of BSEL and MSL which led to the manipulation in the price of the scrip of BSEL and MSL during the investigation period. It was also alleged that the transactions were in the nature of synchronized trades and there was a concerted effort by the Noticee to create artificial volumes in the scrip of BSEL and MSL.
4. Pursuant to the transfer of Shri V.S. Sundaresan, the undersigned has been appointed as Adjudicating Officer vide order dated November 12, 2009.
5. While the adjudication proceedings were in progress, the Noticee submitted an application dated March 4, 2009 and the Undertaking/ 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 proceedings before SEBI. Subsequently, the Noticee, vide letter dated September

3, 2009, proposed to pay a sum of Rs.7,00,000/- (Rupees Seven Lakh only) towards settlement charges as revised consent terms.

6. The revised consent terms as proposed by the Noticee were placed before the High Powered Advisory Committee (hereinafter referred to as '**HPAC**'). The HPAC, after considering the facts and circumstances of the case, consent terms offered by the Noticee & the material brought before it by SEBI, recommended that the case may be settled on payment of Rs.7,00,000/- (Rupees Seven Lakh only) towards settlement charges. Thereafter, SEBI, vide letter dated November 24, 2009, communicated to the Noticee its acceptance of the revised consent terms and advised it to pay the amount accordingly. The Noticee has remitted a sum of Rs.7,00,000/- (Rupees Seven Lakh only), vide Demand Draft No.834534 dated November 30, 2009 drawn on HDFC Bank Ltd., Mumbai 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 Noticee under Securities and Exchange Board of India Act, 1992 and
- ii) Passing of this order is without prejudice to the right of SEBI to take enforcement actions including commencing/ reopening of the pending proceedings against the Noticee, if SEBI finds that
  - a. any representation made by the Noticee in the consent proceedings is subsequently discovered to be untrue.
  - b. the Noticee has breached any of the clauses / conditions of undertakings / waivers filed during the current consent proceedings.

8. This consent order is passed on February 19, 2010 and shall come into force with immediate effect.
9. In terms of rule 6 of the Adjudication Rules, copies of this order are being sent to the Noticee and to Securities and Exchange Board of India. Also, the copies of this order shall be sent to all the stock exchanges of which the Noticee is a member.

**Date : February 19, 2010**  
**Place: Mumbai**

**Piyoosh Gupta**  
**Adjudicating Officer**