

## BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

## SETTLEMENT ORDER

S.A. No.	NAME	PAN
6993/2022	SANJAY JAIN SONS & HUF	AASHS2014N
6994/2022	NIRMAL JAIN	AAZPJ5060E

## IN THE MATTER OF MOONGIPA SECURITIES LIMITED

- Sanjay Jain Sons & HUF and Nirmal Jain (“**Applicants**”), who belong to the promoter group of Moongipa Securities Limited, filed a joint settlement application (“**Application**”) in terms of the SEBI (Settlement Proceedings) Regulations, 2018 (“**Settlement Regulations**”) proposing to settle by neither admitting nor denying the findings of fact and conclusions of law, through a Settlement Order, the enforcement proceedings that may be initiated against them, for the following violation:
  - Regulation 29(2) read with Regulation 29(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SAST Regulations**”).
- The Applicants had jointly acquired 2.11% of the shares of Moongipa Securities Limited during the period March 2019 to August 2019. The details of the transactions are mentioned as under:

Date of transaction	% shares of the TC acquired by the Promoter Group	Cumulative % of shares acquired by the Promoter Group	Due date of disclosure	Actual date of disclosure	Delay (in days)
27.03.2019	0.19	0.19	NA	NA	NA
22.05.2019	0.17	0.36	NA	NA	NA
30.05.2019	0.13	0.49	NA	NA	NA
31.05.2019	0.07	0.56	NA	NA	NA
06.06.2019	0.14	0.70	NA	NA	NA
07.06.2019	0.15	0.85	NA	NA	NA
10.06.2019	0.16	1.01	NA	NA	NA
12.06.2019	0.15	1.16	NA	NA	NA
18.06.2019	0.15	1.31	NA	NA	NA
19.06.2019	0.16	1.47	NA	NA	NA

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21.06.2019	0.15	1.62	NA	NA	NA
29.07.2019	0.16	1.78	NA	NA	NA
30.07.2019	0.05	1.83	NA	NA	NA
06.08.2019	0.16	1.99	NA	NA	NA
13.08.2019	0.12	2.11	16.08.2019	21.10.2019	66

3. It was noted from the above that the transaction dated August 13, 2019 resulted in change in the joint shareholding of the Applicants exceeding 2%, pursuant to which disclosure was required to be made in terms of Regulation 29(2) read with Regulation 29(3) of the SAST Regulations. Accordingly, the due date for making the said disclosure was 16.08.2019. However, the disclosure was made by the Applicants on 21.10.2019, with a delay of 66 days. Accordingly, the instant application has been filed to settle the delayed compliance under Regulation 29 of SAST Regulations.
4. Pursuant to the receipt of the settlement application, the authorized representatives of the Applicants had a meeting with the Internal Committee of SEBI on December 7, 2022. Thereafter, the Applicants vide letter dated December 14, 2022, proposed the revised settlement terms to settle the enforcement proceedings that may be initiated against them.
5. The matter was placed before the High Powered Advisory Committee (“HPAC”) in its meeting held on January 11, 2023 wherein it considered the revised settlement terms proposed by the Applicants and recommended the matters for settlement upon payment of Rs.3,00,000/- (Rupees Three Lakh only) as settlement amount by the Applicants. The Applicants, vide email dated February 16, 2023, informed about the remittance of the aforesaid settlement amount of Rs. 3,00,000/- (Rupees Three Lakh only). SEBI has confirmed credit of the same.
6. On the basis of the facts stated above, in exercise of the powers conferred under Section 15JB read with Section 19 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 proceedings that may be initiated for the alleged violations as mentioned at paragraph 1 above are settled *qua* the Applicants as per the following terms:

- i.* this Order disposes of the proceedings that may be initiated for the said violations as mentioned above, in respect of the Applicants;
  - ii.* SEBI shall not initiate any enforcement action against the Applicants for the said violations; and
  - iii.* passing of this Order is without prejudice to the right of SEBI under Regulation 28 of the Settlement Regulations to initiate enforcement actions including commencing 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.
7. This Settlement Order is passed on this 23<sup>rd</sup> day of February, 2023 and shall come into force with immediate effect.
8. In terms of Regulation 25 of the Settlement Regulations, a copy of this Order shall be sent to the Applicants and shall also be published on the website of SEBI.

**ANANTH NARAYAN G.**  
**WHOLE TIME MEMBER**

**ASHWANI BHATIA**  
**WHOLE TIME MEMBER**