

**BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA
SETTLEMENT ORDER NO. PM/AB/15/2018-19**

SETTLEMENT ORDER

On the Application No. 3452 of 2018 submitted by Vinod Kumar Poddar and others

1. Securities and Exchange Board of India (hereinafter referred to as '**SEBI**'), has initiated adjudication proceedings on December 9, 2015 against promoters of Govind Rubber Ltd. namely - Sunita Poddar, Vinodkumar Mahabirprasad Poddar, Vinod Poddar HUF, Sureshkumar Poddar and Co. HUF, Rishita Vinodkumar Poddar, Rishabh Sureshkumar Poddar, Rameshkumar Poddar and Co. HUF, Mahabirprasad Vinodkumar HUF, Mahabirprasad Poddar and Co HUF, Mahabirprasad Arvindkumar HUF, Arvindkumar Poddar HUF, Anurag Pawankumar Poddar, Ankit Pramodkumar Poddar, Dharaprasad Poddar, Vishal Furnishings Ltd, Sanchna Trading and Fin Limited, S P Investrade (India) Limited, S P Finance and Trading Limited, Rameshkumar Poddar and Bros. HUF, Rahul V. Poddar, Pramod Poddar HUF, Poddar Brothers Investment Private Limited, Pawankumar Poddar and Co. HUF, Dharaprasad Pramodkumar HUF, Dharaprasad and Sons HUF, Balgopal Holding and Traders Limited, Gaurav Poddar, Sangeeta Poddar, Arvindkumar Poddar HUF, Pawankumar Poddar, Shrikishan Poddar (hereinafter referred to as 'Applicants/Noticees') under Section 15-I read with Section 19 of Securities and Exchange Board of India Act, 1992 (hereinafter referred to as 'SEBI Act') for alleged violation regulation 8(1) and 8(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (hereinafter referred to as '**SAST Regulations, 1997**'), and regulation 10(7), and regulation 29 (1) and 29(2) read with 29(3) of SEBI (Substantial

Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as '**SAST Regulations, 2011**').

2. The undersigned has been appointed as Adjudicating Officer, vide Order dated May 22, 2017 (communicated to the Adjudicating Officer vide communique dated May 25, 2017) under Section 15-I of SEBI Act read with Rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 (hereinafter referred to as 'Adjudication Rules') to inquire into and adjudge under the provisions of Sections 15A(b) of the SEBI Act for the aforesaid alleged violations.
3. Show Cause Notices dated June 22, 2017 (hereinafter referred to as 'SCN') were issued to the Noticees. In the SCN, it was alleged that the Noticees had made delayed disclosures under regulation 8(1) and 8(2) of the SAST Regulations, 1997 and regulation 29 (1) and 29(2) read with 29(3) of the SAST Regulations, 2011. It was alleged that 4 transactions took place amongst the Noticee (Promoters) for which the Noticees were required to file 4 reports under Reg. 10(7) of SAST Regulations, 2011. However, the Noticees filed one consolidated report for all 4 transactions. Thus, it was alleged that the Noticees had violated aforesaid provisions of SAST Regulations, 1997 and SAST Regulations, 2011.
4. While the adjudication proceedings were initiated, the Noticees submitted Application for settlement of the proceedings, in terms of SEBI (Settlement of Administrative and Civil Proceedings) Regulations, 2014 (hereinafter referred to as '**Settlement Regulations, 2014**').
5. Thereafter, the Noticees had a meeting with the Internal Committee (IC) of SEBI on September 27, 2018.

6. The settlement terms as proposed by the Noticee was considered by the Internal Committee and placed before the High Powered Advisory Committee (hereinafter referred to as '**HPAC**') on December 19, 2018. After considering the facts and circumstances of the case, the HPAC recommended that the case may be settled by the Noticee on payment of Rs 15,91,136/-, which was subsequently approved by the panel of Whole Time Members of SEBI.
7. Accordingly, the Noticee has remitted consolidated settlement amount of Rs 15,91,581/- (Rupees Fifteen Lakh Ninety One Thousand Only) vide Demand Draft bearing No. 971057 dated February 13, 2019 drawn on Bank Of Baroda favoring Securities and Exchange Board of India towards the terms of settlement in the matter.
8. Now, therefore, in view of the acceptance of the settlement terms as proposed by the Noticee and receipt of Demand Draft as above by SEBI, the pending adjudication proceedings initiated against the Noticee on December 9, 2015 is disposed of in terms of Regulation 23(1) of SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as '**Settlement Regulations, 2018**').
9. This order is without prejudice to the right of SEBI to take enforcement actions including commencing / re-opening of the pending proceedings against the Noticee, if SEBI finds that:
 - a. any representation made by the Noticee in the settlement proceedings are subsequently discovered to be untrue.
 - b. the Noticee has breached any of the clauses / conditions of undertakings / waivers filed during the current settlement proceedings.

10. This settlement order passed on this 28th day of February, 2019 shall come into force with immediate effect.
11. In terms of Regulation 25 of the Settlement Regulations, 2018 a copy of this order is being sent to the Applicants / Noticees and for publication on the website of Securities and Exchange Board of India.

Date: February 28, 2019
Place: MUMBAI

PRASANTA MAHAPATRA
ADJUDICATING OFFICER