

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

In respect of

M/s. Carissa Investments Pvt. Ltd. (PAN: AAACC3277A)

In the matter of GHCL Ltd.

CO/ISD/1444/AO/PG/1/2009

1. Securities and Exchange Board of India (hereinafter referred to as '**SEBI**'), vide order dated October 22, 2008, initiated adjudication proceedings against M/s Carissa Investments Pvt. Ltd. (hereinafter referred to as '**Noticee**') for allegedly violating the provisions of Regulation 4(2) (a) and (g) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 (hereinafter referred to as '**PFUTP Regulations**') and Shri V.S. Sundaresan was appointed as Adjudicating Officer. A show cause notice dated November 28, 2008 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**") by the then Adjudicating Officer.

2. SEBI had conducted an investigation in the trading and dealings in the scrip of M/s GHCL Ltd. (hereinafter referred to as "**GHCL**") for the period from November 01, 2006 to March 31, 2007. The investigation revealed that the Noticee allegedly executed several synchronized trades and created artificial volume in the scrip of GHCL. Therefore, adjudication proceedings were initiated against the Noticee to inquire into and adjudge under section 15HA of Securities and Exchange Board of India Act, 1992 the alleged violation of the provisions of PFUTP Regulations as stated above.

3. Pursuant to the transfer of Shri V.S. Sundaresan, the undersigned has been appointed as Adjudicating Officer vide order dated November 12, 2009.
4. While the Adjudication Proceedings were in progress, the Noticee submitted an application dated July 20, 2009 and the Undertaking / Waivers in terms of SEBI Circular No. EFD/ Cir.-1/2007 dated 20th April, 2007 for Consent Orders in respect of the aforesaid proceedings before SEBI. Subsequently, the Noticee, vide letter dated August 21, 2009, proposed to pay a sum of Rs.3,00,000/- (Rupees three lakh only) towards settlement charges as revised consent terms.
5. The revised terms as proposed by the Noticee were placed before the High Powered Advisory Committee (hereinafter referred to as '**HPAC**') on September 15, 2009. 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.3,00,000/- (Rupees three lakh only) towards settlement charges. Thereafter, SEBI, vide letter dated October 09, 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.3,00,000/- (Rupees three lakh only), vide Demand Draft No.950752 dated October 31, 2009 drawn on Kotak Mahindra Bank Ltd., Mumbai towards the terms of consent in the matter.
6. 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.

7. This consent order is passed on November 19, 2009 and shall come into force with immediate effect.

8. 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.

Date : November 19, 2009
Place: Mumbai

Piyoosh Gupta
Adjudicating Officer