

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

SETTLEMENT ORDER

in Summary Settlement Application Nos.

1. SS – 45 of 2021 filed by Mr. Ajit Khandelwal [PAN: AKSPK7801K]
2. SS – 46 of 2021 filed by Ms. Kalpana Khandelwal [PAN: AKSPK7800J]
3. SS – 47 of 2021 filed by R S Khandelwal HUF [PAN: AAJHR6411F]
4. SS – 48 of 2021 filed by Patrex Vyapar Private Limited [PAN: AABCP9991P]
5. SS – 49 of 2021 filed by Asian Securities Exchange Private Limited [PAN: AACCA6085E]
6. SS – 50 of 2021 filed by Mr. Sanjeev Kumar Khandelwal [PAN: AFCPK2361R]
7. SS – 51 of 2021 filed by Ms. Sangita Khandelwal [PAN: AGLPK8976C]
8. SS – 52 of 2021 filed by Brijnath Khandelwal & Co [PAN: AADFB6267H]
9. SS – 53 of 2021 filed by BNK Securities Private Limited [PAN: AABCB0771F]

in the matter of BNK Capital Markets Limited

1. Securities and Exchange Board of India (hereinafter referred to as 'SEBI') conducted an examination in the matter of BNK Capital Markets Limited (hereinafter referred to as 'the Company').
2. During the said examination, it was noted that the aforesaid 9 applicants (hereinafter referred to as 'the applicants'), have delayed making annual disclosures as required under Regulation 30(1) and Regulation 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers), 2011 (hereinafter referred to as the 'SAST Regulations') for the Financial Years 2011-12 to 2020-21 and the annual disclosures as required under Regulation 31(4) of the SAST Regulations for Financial Years 2019-20 and 2020-21.

3. Furthermore, the following violations were also noted in the said examination:
 - a. Asian Securities Exchange Private Limited had acquired 1.55% shares of the Company on March 22, 2018 which was required to be disclosed within 2 working days of the transaction under Regulation 29(2) read with 29(3) of the SAST Regulations. However, the same was disclosed only on April 13, 2021 with a delay of 743 days.
 - b. Brijnath Khandelwal & Co had acquired 3.07% shares of the Company on February 08, 2019 which was required to be disclosed within 2 working days of the transaction under Regulation 29(2) read with 29(3) of the SAST Regulations. However, the same was disclosed only on April 13, 2021 with a delay of 528 days.
4. In view thereof, SEBI issued 'Notices of Summary Settlement' dated August 03, 2021 (hereinafter referred to as 'notice') to the applicants, intimating thereby that if the applicants so desired, the proceedings (to be initiated), may be settled and disposed of upon filing of a settlement application under Chapter-II of the SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as 'Settlement Regulations') along with remittance of following settlement amounts to SEBI in terms of Regulation 16(1) of the Settlement Regulations, within 30 calendar days from the date of receipt of the notice:
 - a. ₹13,54,688/- (Rupees Thirteen Lakh Fifty Four Thousand Six Hundred and Eighty Eight only) jointly by the applicants,
 - b. ₹5,53,125/- (Rupees Five Lakh Fifty Three Thousand One Hundred and Twenty Five only) by Asian Securities Exchange Limited, and
 - c. ₹5,25,000/- (Rupee Five Lakh Twenty Five Thousand only) by Brijnath Khandelwal & Co.

5. In response to the same, the applicants filed applications for settlement, in terms of Chapter VII of the Settlement Regulations, proposing to settle, without denying the alleged default, as discussed in para 1, through a settlement order and remitted the amounts as mentioned at para 4, towards the settlement charges, vide NEFT dated October 25, 2021. The receipt of the same was also confirmed upon verification.
6. In view of the above, in exercise of the powers conferred under Section 15JB 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 proposed proceedings to be initiated for the default as discussed in paragraph 1 are settled *qua* the applicant as per the following terms;
 - i. SEBI shall not initiate any enforcement action against the applicant for the said default;
 - ii. this order disposes of the proceedings that may be initiated for the default as mentioned above, in respect of the applicant; and
 - iii. passing of this Order is without prejudice to the right of SEBI under Regulation 28 of the Settlement Regulations to take enforcement actions including commencing proceedings against the applicant, if SEBI finds that:
 - a. any representation made by the applicant in the present settlement proceedings is subsequently found to be untrue;
 - b. the applicant has 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 29TH day of November, 2021 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 applicant and also be published on the website of SEBI.

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S.K. MOHANTY
WHOLE TIME MEMBER

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ANANTA BARUA
WHOLE TIME MEMBER