

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

SETTLEMENT ORDER

In Settlement Application No. 3737 of 2018

Filed by Elevator Builders Private Limited [PAN : AABCE7819B]

1. Elevator Builders Private Limited (hereinafter referred to as the “applicant”) while admitting the findings of fact and conclusions of law filed a *suo motu* settlement application in terms of the SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as the “Settlement Regulations”) proposing to settle, through a settlement order, the probable enforcement proceedings for the alleged violation of Regulation 29(1), 29(2) read with 29(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as the “SAST Regulations”) and Regulation 13(1) of SEBI (Prohibition of Insider Trading) Regulations, 1992 (hereinafter referred to as ‘PIT Regulations’) in respect of the change in shareholding in Negotium International Trade Limited (hereinafter referred to as ‘the company’).
2. Based on an internal alert, SEBI shortlisted the scrip of the company for detailed examination. It was observed that, the applicant had acquired 2,298,733 equity shares representing 5.86% of the total shareholding of the company on 14.04.2015, which requires necessary disclosures under Regulation 29(1) read with Regulation 29(3) of the SAST Regulations within 2 working days from the date of acquisition. The applicant has however made the said disclosure on 15.10.2018 i.e; with a delay of 14 financial quarters. The applicant had sold 1,69,650 equity shares representing 4.33% of the company on 24.10.2016 and 25.10.2016, that requires necessary disclosures under Regulation 29(2) read with Regulation 29(3) of the SAST Regulations within 2 working days from the date of change in shareholding. The

applicant has however made the said disclosure on 15.10.2018 i.e; with a delay of 8 financial quarters. Further, the acquisition of 5.86% of the total shareholding of the company on 14.04.2015 also requires the applicant to make necessary disclosure under Regulation 13(1) of the PIT Regulations within 2 working days from the date of such acquisition. The applicant has however made the said disclosure on 25.03.2019 i.e; with a delay of 16 financial quarters.

3. During the meeting with the Internal Committee of SEBI on January 24, 2020, the authorized representatives of the applicant deliberated upon the settlement terms. Thereafter, the applicant, vide letter dated January 28, 2020, proposed the revised settlement terms to settle the defaults mentioned above.
4. The High Powered Advisory Committee (hereinafter referred to as 'HPAC') in its meeting held on March 02, 2020 considered the proposed settlement terms by the applicant and recommended the case for settlement upon payment of Rs.9,39,250/- (Rupees Nine Lakh Thirty Nine Thousand Two Hundred and Fifty only) towards settlement terms.
5. The applicant vide email dated March 30, 2020 requested for extension of time for making the payment in view of the Covid-19 pandemic situation. The competent authority granted 15 days' extension of time for making the payment. The applicant vide email dated June 17, 2020 submitted the details of the payment made through UTR Reference No. SBIN120169331311 for a total amount of Rs.9,52,837/- (Rupees Nine Lakh Fifty Two Thousand Eight Hundred and Thirty Seven only) which included the interest for delay in making the payment towards the settlement terms as proposed by them for the settlement of the aforesaid proceedings.
6. In view of the above, in exercise of the powers conferred under Section 15JB of the SEBI Act, 1992 and in terms of Regulations 23 and 28 read with Regulation 34 of the Settlement Regulations, it is hereby ordered that the proceedings that may have been initiated for the defaults as mentioned in paragraph 1 be settled *qua* the applicant and as per the following terms:

- i. SEBI shall not initiate any enforcement action against the applicant for the said defaults,
 - ii. passing of this order is without prejudice to the right of SEBI 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.
7. This settlement order is passed on this 18th day of November, 2020 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.

Sd/-

S. K. MOHANTY
WHOLE TIME MEMBER

Sd/-

ANANTA BARUA
WHOLE TIME MEMBER