

BEFORE THE ADJUDICATING OFFICER

SECURITIES AND EXCHANGE BOARD OF INDIA

Consent Order IVD-ID8/GCL/AO/ DRK/MD /EAD-3/ CO-58/05 -11

CONSENT ORDER

(Application No. 2012 of 2010)

In the matter of

Shri Atul Hiralal Shah

17, Haveli Apartment,

Panchvati Second Lane,

Opp. White House,

Ahmedabad

1. Securities and Exchange Board of India (hereinafter referred to as “**SEBI**”), vide order dated 17th May, 2005 initiated adjudication proceedings against Shri Atul Hiralal Shah (hereinafter referred to as ‘**the Noticee**’) in the scrip of Genus Commutrade Ltd. (hereinafter referred to as ‘GCL’) to inquire into and adjudge under Section 15 I read with Section 15 H of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as ‘**SEBI Act**’) the violation of Regulation 10 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (hereinafter referred to as ‘Takeover Regulation, 1997’) alleged to have been committed by the noticee.
2. It was alleged that the noticee failed to make public announcement to acquire shares of GCL as required under the provision Regulation 10 of Takeover Regulation, 1997. In this regard show cause notice no. A&E/BS/47319/2010 dated August 18, 2005 was served on the noticee.

3. I was appointed as the Adjudicating Officer vide order dated December 10, 2008, under section 15 I of the SEBI Act read with Rule 3 of Securities and Exchange Board of India (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995.
4. Pending adjudication proceedings, the Noticee submitted an Application for Consent dated June 03, 2010 and an undertaking in the format prescribed by SEBI for settlement in the matter in terms of SEBI Circular No. EFD/Cir.-1/2007 dated April 20, 2007. Pursuant to the said application, the Noticee attended a meeting with the Internal Committee on Consent on January 19, 2011 and the revised consent terms were settled at an amount of ₹ 3,00,000/- (Rupees Three Lakhs Only) towards settlement charges. The consent terms were placed before the High Powered Advisory Committee on Consent (hereinafter referred to as **"HPAC"**) on February 24, 2011 and the HPAC considered the facts and circumstances of the case, the proposed settlement terms offered by the Noticee and the other material brought before the HPAC. HPAC after deliberations recommended the case for settlement on the consent terms proposed by the Noticee which was approved by the panel of Whole Time Members.
5. In terms of the proposal of the Noticee for the sole purpose of settling the matter on hand and without admission or denial of guilt on the part of the Noticee to the findings of fact or conclusions of law, the Noticee has remitted a sum of ₹ 3,00,000/- (Rupees Three Lakhs Only) favoring SEBI vide Demand Draft No. 047837 dated May 11, 2011 drawn on Bank of India towards the terms of consent in the matter.
6. In view of the above, it is hereby ordered that:
 - i. this consent order disposes of the said adjudication proceedings initiated against the Noticee mentioned in para 1, 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 representations made by the Noticee in the consent proceedings are 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 the **27th day of May, 2011** and shall come into force with immediate effect.
8. In terms of Rule 6 of Securities and Exchange Board of India (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995, copies of this order are being sent to Shri Atul Hiralal Shah and also to the Securities and Exchange Board of India, Mumbai.

Place: Mumbai
Date: 27.05.2011

D. RAVI KUMAR
CHIEF GENERAL MANAGER &
ADJUDICATING OFFICER