

**BEFORE THE ADJUDICATING OFFICER**  
**SECURITIES AND EXCHANGE BOARD OF INDIA**

**CO/IVD/ 01/AO/SP/2010**

Under section 15-I of Securities and Exchange Board of India Act, 1992 read with Rule 5 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995.

**In Respect Of**  
**Shri Yogesh Jain**  
**(PAN: AEFPJ7663B)**

**In The Matter of SQL International Ltd.**

1. SEBI, vide order dated August 3, 2009, initiated adjudication proceedings against Shri Yogesh Jain (hereinafter referred to as the 'Noticee') for allegedly violating Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and the undersigned was appointed as the adjudicating officer. A show cause notice dated September 18, 2009 was issued to the noticee by the undersigned.
2. The Noticee, appearing as director/person acting in concert in shareholding pattern of March 2004, was observed to be holding more than 5% of the share capital of SQL Star International Ltd. (hereinafter referred to as the 'the company'). The Noticee was alleged to have sold 10, 11, 999 shares which constituted 7.49% of the share capital of the company during the period of investigation but had not made disclosures as per Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992. According to the said Regulation a person, holding more than 5% of the total shareholding, needs to

*Consent Order In Respect of Shri Yogesh Jain*  
*In The Matter of SQL International Ltd.*

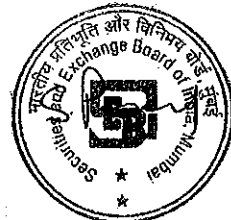
Page 1 of 3



disclose to the company the number of shares or voting rights held and change in shareholding or voting rights, even if such change results in shareholding falling below 5%, if there has been change in such holdings from the last disclosure; and such change exceeds 2% of total shareholding or voting rights of the company.

3. Pending the adjudication proceedings, the Noticee made an application dated October 27, 2009, and an affidavit in the format prescribed by SEBI for settlement in the matter in terms of SEBI Circular No. EFD/Cir.-1/2007. Pursuant to the said application, the Noticee vide letter dated January 18, 2010, proposed to pay a consolidated amount of Rs. 1, 00, 000/- which was rejected by the High Powered Advisory Committee (hereinafter referred to as "HPAC") on February 20, 2010.
4. Vide letter dated March 29, 2010, the Noticee proposed to pay a consolidated amount of Rs.1, 50, 000/- (Rupees One Lakh Fifty Thousand Only) towards consent terms. The consent terms were placed before the HPAC on May 31, 2010 and the HPAC after deliberation recommended the case for settlement on the consent terms/settlement charges proposed by the applicant. Thereafter, SEBI vide letter dated June 23, 2010 conveyed to the applicant that SEBI has, in principle, agreed to accept the recommendations of HPAC and advised the applicant to pay in accordance with the consent terms.
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 finding of fact or conclusion of law, the Noticee has remitted a sum of Rs. 1, 50, 000/- (Rupees One Lakh Fifty Thousand Only), vide

*Consent Order In Respect of Shri Yogesh Jain  
In The Matter of SQL International Ltd.*



Demand Draft No. 059039 dated June 25, 2010 favouring SEBI, drawn on HDFC Bank, Mumbai, 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 pending against the Noticee under SEBI 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 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 8<sup>th</sup> day of July, 2010 and shall come into force with immediate effect.

8. In terms of Rule 6 of the Adjudication Rules, copies of this order are sent to the Noticee and also to the Securities and Exchange Board of India.

**Date: July 8, 2010**

**Place: Mumbai**

*S. Prasad*  
**Sujit Prasad**

**Adjudicating Officer**



*Consent Order In Respect of Shri Yogesh Jain  
In The Matter of SQL International Ltd.*