

**BEFORE THE ADJUDICATING OFFICER  
SECURITIES AND EXCHANGE BOARD OF INDIA  
SETTLEMENT ORDER  
(Application No. 6745-46/2022)**

**On the application submitted by**  
Cyquator Media Services Private Limited and Essel Corporate LLP  
**Settlement Order No.: SO/GG/VP/2022-23/6745-46**

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1. Securities and Exchange Board of India (hereinafter referred to as **SEBI**) conducted an examination in the matter pursuant to receipt of letters dated 19.12.2018 and 17.01.2019 from the Chief Compliance Officer of Zee Entertainment Enterprises Limited, requesting for investigation on unusual trading pattern and hammering of stock prices of equity shares of Zee Entertainment Enterprises Limited (hereinafter referred to as “**ZEEL**”). SEBI had initiated adjudication proceedings under section 15A(b) of Securities and Exchange Board of India Act, 1992 (hereinafter referred to as “**SEBI Act**”) against Cyquator Media Services Private Limited (**Noticee No. 1**) and Essel Corporate LLP (**Noticee No. 2**) for alleged violation of Regulation 7(2)(a) of SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as “**SEBI PIT Regulations, 2015**”) and/ or Regulation 31(1)/ 31(2) r/w 31(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as “**SEBI SAST Regulations, 2011**”) in the matter of ZEEL.
2. SEBI appointed me as the Adjudicating Officer (AO) vide order dated November 11, 2021 under section 15-I of SEBI Act read with rule 3 of the Securities and Exchange Board of India (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 (hereinafter referred to as “**Adjudication Rules, 1995**”) to inquire into and adjudge under section 15A(b) of SEBI Act, for the alleged violation of provisions of Regulation 7(2)(a) of SEBI PIT

Regulations, 2015 and/ or Regulation 31(1)/ 31(2) r/w 31(3) of SEBI SAST Regulations, 2011.

3. A Show Cause Notice Ref. No. EAD-6/GG/VP/ 34210/2021 dated November 25, 2021 (hereafter referred to as “**SCN**”) was issued to Noticee Nos. 1 & 2 in terms of the provisions of rule 4 of the Adjudication Rules, 1995 calling upon them to show cause as to why an inquiry should not be held and penalty imposed, under section 15A(b) of the SEBI Act for the alleged violation of provisions of Regulation 7(2)(a) of SEBI PIT Regulations, 2015 and/ or Regulation 31(1)/ 31(2) r/w 31(3) of SEBI SAST Regulations, 2011.
4. Pending Adjudication Proceedings, Noticee Nos. 1 & 2 (hereinafter referred to as “**applicants**”) proposed to settle the instant proceedings initiated against them, without admitting or denying the findings of fact and conclusions of law, through a settlement order and filed a settlement application with SEBI bearing Settlement Application No. 6745-46/2022 dated January 27, 2022 registered on March 15, 2022, in terms of the provisions of SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as “**Settlement Regulations**”).
5. After attending meeting with the Internal Committee of SEBI on April 06, 2022 in terms of the Settlement Regulations, Noticee No. 1 vide letter dated March 24, 2022 and Noticee No. 2 vide email dated April 12, 2022, proposed revised settlement terms. The High Powered Advisory Committee (hereinafter referred to as '**HPAC**') in its meeting held on May 10, 2022, considered the settlement terms proposed and recommended that the case may be settled upon payment of INR 6,21,563/- (Rupees Six Lakh Twenty-One Thousand Five Hundred and Sixty-Three Only) by Noticee No. 1 and INR 3,00,000/- (Rupees Three Lakh Only) by Noticee No. 2 as settlement amount towards the settlement terms.

6. The Panel of Whole Time Members of SEBI approved the said recommendation of the HPAC on June 07, 2022 and the same was communicated by SEBI to applicants on June 14, 2022. Subsequently, the applicant vide email dated June 29, 2022 informed about the remittance of the settlement amount.
7. Therefore, in view of the acceptance of the settlement terms and the receipt of settlement amount as above by SEBI, the instant adjudication proceedings initiated against Cyquator Media Services Private Limited and Essel Corporate LLP vide SCN dated November 25, 2021 are disposed of in terms of Section 15JB of the SEBI Act read with Regulation 23(1) of the Settlement Regulations on the basis of the settlement terms.
8. This order is without prejudice to the right of SEBI to take enforcement actions, in terms of Regulation 28 of the Settlement Regulations, including restoring or initiating the proceedings in respect to which the settlement order was passed against the applicant, if:
  - i. it comes to the notice of the Board that the applicant has not made full and true disclosure;
  - ii. applicant has violated the undertakings or waivers:
9. This settlement order is passed on the **July 08, 2022** and shall come into force with immediate effect.
10. In terms of Regulation 25 of the Settlement Regulations, copies of this order are being sent to the applicant viz. Cyquator Media Services Private Limited and Essel Corporate LLP and also to SEBI.

**Place: Mumbai**

**Geetha G**  
**Adjudicating Officer**