

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA, MUMBAI

CONSENT ORDER

**ON THE APPLICATION SUBMITTED BY
HIRA INDUSTRIES LIMITED**

**IN THE MATTER OF
HIRA FERRO ALLOYS LIMITED**

(CONSENT APPLICATION No. 643 of 2008)

1. On July 27, 2007, Hira Industries Limited, located at 1st Floor, Heera Arcade, near new bus stand, Pandri, Raipur-492001 (hereinafter referred to as 'applicant') and other persons acting in concert belonging to the promoter group acquired 259,000 equity shares, i.e., 6.60% of the voting share capital of Hira Ferro Alloys Limited. This acquisition required compliance with Regulation 11 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (hereinafter referred to as 'Takeover Regulations'). This acquisition would have qualified for exemption under Regulation 3(1)(e)(iii) from compliance with Regulation 11, had the applicant filed a report under Regulation 3(4) read with Regulation 3(5) of the Takeover Regulations in time. The applicant, however, filed the said report with considerable delay. Thus, the applicant failed to comply with these Regulations and therefore, became liable for appropriate enforcement action.
2. The applicant, vide letter dated April 23, 2008, proposed settlement of the enforcement actions that may be initiated by SEBI for aforesaid failure through a consent order in terms of SEBI circular No. EFD/ED/Cir-1/2007 dated April 20, 2007. It proposed revised consent terms vide letter dated September 25, 2008. High Powered Advisory Committee constituted by SEBI considered the consent terms proposed by the applicant and recommended the case for settlement. Accordingly, the applicant shall pay Rs.25,000/- (Rupees twenty five thousand only) towards settlement charges and Rs.25,000/- (Rupees twenty five thousand only) towards administrative expenses. SEBI accepted the said recommendations and communicated the same to the applicant vide letter dated January 5, 2009.

3. Accordingly, the applicant, without admitting or denying the guilt, has remitted a sum of Rs.50,000/- (Rupees fifty thousand only) comprising Rs.25,000/- towards settlement charges and Rs.25,000/- towards administrative expenses vide demand draft No.764742 dated January 9, 2009 drawn on Bank of India payable at Mumbai.
4. In view of the above, it is hereby ordered that SEBI shall not take any enforcement action against the applicant for its failure to comply with the aforesaid Regulations in the matter of Hira Ferro Alloys Limited. This order is without prejudice to the right of SEBI to initiate enforcement actions, including commencing appropriate proceedings against applicant for the aforesaid non-compliance if:
 - a. any representation made by the applicant in this consent proceeding is subsequently discovered to be untrue; or
 - b. the applicant breaches any of the consent terms or undertakings filed in this consent proceeding.
5. This consent order is passed on this day, the 24th of March, 2009 and shall come into force with immediate effect.

M. S. Sahoo
Whole Time Member

K. M. Abraham
Whole Time Member