

BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA
SETTLEMENT ORDER No.: SO/AS/DP/2024-25/7333-7334

Sr. No.	Settlement Application No.	Name of the Applicant	PAN
1	7333/2023	Shri Naysar Parikh	BKJPP8210K
2	7334/2023	Shri Ronak Narendra Parikh	AABPP4889M

In the matter of trading activities by certain entities in the scrip of PNB Housing Finance Limited

1. Securities and Exchange Board of India (hereinafter referred to as “**SEBI**”) initiated adjudication proceedings under Section 15G of the Securities and Exchange Board of India Act, 1992 (hereinafter referred to as “**SEBI Act**”) against Shri Naysar Parikh and Shri Ronak Narendra Parikh (hereinafter referred to as “**Noticee No. 1 and 2, respectively and Noticees collectively/applicants/by name**”) for the alleged violation of Section 12A(d) of SEBI Act read with Regulation 3(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as “**PIT Regulations**”) and Section 12A(e) of SEBI Act read with Regulation 4(1) of PIT Regulations, respectively, in the trading of trading activities by certain entities in the scrip of PNB Housing Finance Limited (hereinafter referred to as “**the Company**”).
2. Vide communique dated May 02, 2023, Shri Santosh Kumar Sharma was appointed as the Adjudicating Officer 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**”) to inquire into and adjudge under Section 15G of SEBI Act, the aforementioned alleged violation of the provisions of law by the Noticees. Pursuant to his transfer, vide communique dated June 24, 2024, Shri Biju S was appointed as the Adjudicating Officer. Upon his transfer, vide communique dated July 29, 2024, the undersigned has been appointed the Adjudicating Officer.

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3. A Show Cause Notice Ref. No. SEBI/HO/EAD/EAD/P/OW/2023/0000025187/1 dated June 22, 2023 read with Supplementary Show Cause Notice Ref. No. SEBI/HO/EAD/EAD/P/OW/2023/0000030392/1 dated July 28, 2023 (hereafter referred to as “SCNs”) were issued to Noticees in terms of the provisions of Rule 4 of the Adjudication Rules, 1995 calling upon the Noticees to show cause why an inquiry should not be held and penalty not be imposed, under Section 15G of the SEBI Act on Noticee No. 1 for communicating Unpublished Price Sensitive Information (UPSI) while in possession of the same and Noticee No. 2 trading in scrip of the company while in possession of and on the basis of UPSI and therefore violating Section 12A(d) of SEBI Act read with Regulation 3(1) of PIT Regulations and Section 12A(e) of SEBI Act read with Regulation 4(1) of PIT Regulations, respectively.
4. Pending Adjudication Proceedings, the Noticees proposed to settle the instant proceedings initiated against them, without admitting or denying the findings of facts and conclusions of law, through a settlement order and filed settlement applications with SEBI bearing Settlement Application Nos. 7333/2023 and 7334/2023 dated July 14, 2023 in terms of the provisions of SEBI (Settlement Proceedings) Regulations, 2018 (hereinafter referred to as “Settlement Regulations”).
5. Pursuant to the meeting with the Internal Committee of SEBI on October 26, 2023 in terms of the Settlement Regulations, Noticees vide email dated November 15, 2023, proposed revised settlement terms. The High Powered Advisory Committee (hereinafter referred to as 'HPAC') in its meeting held on December 21, 2023 and March 04, 2024, considered the settlement terms proposed and recommended that the case may be settled upon:
- a) payment of ₹ 50,70,000/- (Rupees Fifty Lakh Seventy Thousand Only) by Noticee No. 1 as settlement amount towards the settlement terms.
 - b) payment of ₹ 45,50,000/- (Rupees Forty Five Lakh Fifty Thousand Only) as settlement amount and disgorgement of wrongful gain of ₹ 6,83,750/- (Rupees Six Lakh Eighty Three Thousand Seven Hundred and Fifty only) along with simple interest @12% per annum (Rs. 2,14,680/- (Rupees Two Lakh Fourteen Thousand Six Hundred and Eighty only)) from date of default till submission of revised settlement terms by Noticee No. 2 which amounts to

₹ 8,98,430/- (Rupees Eight Lakh Ninety Eight Thousand and Four Thirty only) towards the settlement terms.

6. The Panel of Whole Time Members of SEBI approved the said recommendation of the HPAC on May 06, 2024 and the same was communicated by SEBI to the applicants. Subsequently, the applicants vide email dated May 31, 2024 informed about the remittance of the settlement amount, the receipt of which is confirmed.
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 the Noticees vide SCN No. SEBI/HO/EAD/EAD/P/OW/2023/0000025187/1 dated June 22, 2023 read with Supplementary Show Cause Notice Ref. No. SEBI/HO/EAD/EAD/P/OW/2023/0000030392/1 dated July 28, 2023 is 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 applicants, if:
 - i. it comes to the notice of the Board that the applicants have not made full and true disclosure;
 - ii. applicants have violated the undertakings or waivers:
9. This settlement order is passed on this day of **August 13, 2024** 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 applicants viz. Shri Naysar Parikh and Shri Ronak Narendra Parikh and also to SEBI.

Date: August 13, 2024

Place: Mumbai

ASHA SHETTY

ADJUDICATING OFFICER

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