

CGM/HO/AFD/I/13297/2026

SECURITIES AND EXCHANGE BOARD OF INDIA

ORDER

ORDER UNDER SECTION 12(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992 READ WITH REGULATION 30A OF SECURITIES AND EXCHANGE BOARD OF INDIA (INTERMEDIARIES) REGULATIONS, 2008

Name of the Noticee	SEBI
	Registration No.
Lares Alpha Scheme	IN/AIF3/13-14/0103

1. Lares Alpha Scheme (*hereinafter referred to as 'Noticee'*) is registered with Securities and Exchange Board of India (*hereinafter referred to as 'SEBI'*) as Alternative Investment Fund (*hereinafter referred to as 'AIF'*) in terms of Section 12(1) of the Securities and Exchange Board of India Act, 1992 (*hereinafter referred to as 'SEBI Act, 1992'*) and SEBI (Alternative Investment Fund) Regulations, 2012 (*hereinafter referred to as 'AIF Regulations, 2012'*).
2. In terms of the Regulation 28 of the AIF Regulations read along with clause 15.1.1 of the SEBI Master Circular dated May 07, 2024, the registered AIFs are required to file report on their activity as an AIF to SEBI on quarterly basis within 15 calendar days from the end of each quarter in the reporting format hosted by AIF Industry Associations– Indian Venture and Alternate Capital Association (**"IVCA"**) and Equalifi (*hereinafter referred to as 'industry associations'*), on their websites. The Quarterly Activity Reports (**"QARs"**) are required to be filed on the SEBI Intermediary Portal (**"SI Portal"**) as mandated by the SEBI Circular: SEBI/HO/IMD/DF1/CIR/P/2017/87 dated July 31, 2017.
3. It is, however, noted that the Noticee, which is a registered AIF with SEBI, has failed to file QARs for quarters ending March-2025, June-2025, September-2025 and December-2025 with SEBI.
4. In view of non-filing of QARs by the Noticee, SEBI initiated Summary Proceedings under Regulation 30A of the SEBI (Intermediaries) Regulations, 2008 (*hereinafter referred to as 'Intermediaries Regulations, 2008'*) read with Section 12(3) of the SEBI Act, 1992.
5. Accordingly, a Show Cause Notice dated April 27, 2026 (**"SCN"**) was issued to the Noticee through Registered Post Acknowledgement Due (**"RPAD"**) on

its address: 3/15, 4th Floor, Jawahar Mansion, Ashaf Ali Road, New Delhi-110002 and on email id brijeshwarp@gmail.com. The SCN was duly served upon the Noticee .

6. Vide the aforesaid SCN the Noticee was called upon to show cause as to why the certificate of registration as AIF, granted to it under SEBI Act, 1992 read with the AIF Regulations, 2012, should not be cancelled under section 12(3) of the SEBI Act, 1992 read with Regulation 30A of the Intermediaries Regulations, 2008. It was also advised to file its reply, *if any* along with documentary evidence.
7. The Noticee vide its emails dated May 15, 2026 has submitted the following as the reply to the SCN:
 - i. They are regretful that the QARs were not filed within the prescribed timelines. The lapse was purely technical and unintentional; and there was no malafide intention to disregard the regulatory requirements.
 - ii. Due to persistent login and access issues with the SI Portal they were unable to login and upload the quarterly and monthly reports. Further as on date too the portal is not functioning properly at their end.
 - iii. They also tried to contact SEBI portal/communication on multiple occasions but the calls were not going through/was inoperational and as a result no technical support was met.
 - iv. They may be permitted to file all pending QARs in excel/pdf format to a designated SEBI email ID or file it once the technical issues are resolved at SEBI end/with SEBI guidance.
8. The Noticee vide email dated May 18,2026 and May 20, 2026 was asked to submit the documentary evidences showing that the efforts were made to file the QARs on the SI Portal where the issues arised and the further steps taken to rectify the same.
9. Vide emails dated May 19,2026 and May 21, 2026, the Noticee made the following submissions:
 - i. They are trying to file the NIL report on SEBI Portal, however, due to changed format they are not able to do so. Errors dated May 18, 2026 were also attached.
 - ii. During the said period, it had co-ordinated with the Fund Manager through email requesting for assistance in filing the reports. However, due to changeover of portal, it had encountered certain technical difficulties and login related issues. It did not retain any screenshots or documentary proofs of these errors at that time which it now acknowledges as oversight on their part.

- iii. The fund has not commenced operation and is waiting for appropriate time to launch the scheme. In absence of actual business opportunity there is no scope for any breach of compliance or investor related risk arising from delayed reporting.
10. Further, the Noticee vide email dated June 1, 2026 has submitted signed PDF the year 2025-2026 of CTR for on SEBI officers email.

Consideration of Submissions and Issues

11. Before proceeding further, it would be appropriate to refer to the relevant extracts of the provisions of law involved in the matter. The relevant extracts of the provisions of the SEBI Act, 1992, Intermediaries Regulations, 2008, AIF Regulations, 2012 and Master Circular on AIFs are reproduced herein below:

SEBI Act 1992

“12. Registration of stock brokers, sub-brokers, share transfer agents, etc

...

(3) The Board may, by order, suspend or cancel a certificate of registration in such manner as may be determined by regulations:

Intermediaries Regulations, 2008

“30A. Summary Proceedings.....

- 2. The competent authority shall issue a notice to the person referred to in sub-regulation (1) communicating the grounds for initiation of the proceedings under this regulation and the violation(s) alleged to have been committed by such person.*
- 3. The notice issued under sub-regulation (2) shall require the noticee to make submission(s), if any, within twenty-one calendar days from the date of receipt of the notice, only through a written response, along with documentary evidence, if any, as to why the certificate of registration granted under the Act and the regulations made thereunder shall not be cancelled or suspended:*

Provided that the competent authority may, for the reasons to be recorded, permit the noticee to submit a written response within a

further period not exceeding fifteen calendar days.

4. *No further opportunity beyond the timelines specified in sub regulation (3) shall be allowed.*
5. *After considering the facts and circumstances of the case, material on record and the written submissions, if any, the competent authority shall endeavor to pass an order within twenty-one calendar days from—*
 - (i) the date of receipt of the written submissions of the noticee;*
 - or*
 - ii) the date of expiry of the time period granted by the competent authority to file the written submissions under sub-regulation (3), in case no written submissions are filed within the specified period*
6. *No opportunity of personal hearing shall be granted while disposing of the proceedings initiated under this regulation.*
7. *The competent authority shall pass an appropriate order of cancellation or suspension of the certificate of registration of the notice or any other order, as deemed fit. “*

AIF Regulations, 2012:

Regulation 28 of AIF Regulations, 2012 reads as follows:

“The Board may at any time call upon the Alternative Investment Fund to file such reports, as the Board may desire, with respect to the activities carried on by the Alternative Investment Fund.”

Regulation 35(1)(d) of the AIF Regulations, 2012 states that,

“(1) An Alternative Investment Fund which—

.....

(b) does not submit periodic returns or reports as required by the Board.

.....

shall be dealt with in the manner provided under the Securities and Exchange Board of India (Intermediaries) Regulations, 2008.”

15.1.1 of the SEBI Master Circular for, dated May 07, 2024,

“All AIFs shall submit report on their activity as an AIF to SEBI on quarterly basis within 15 calendar days from the end of each quarter in the reporting format hosted by AIF Industry Associations– Indian Venture and Alternate Capital Association (IVCA) and Equalifi (hereinafter referred to as ‘industry associations’), on their websites.”

12. I note that the Noticee is registered with SEBI as AIF in terms of AIF Regulations, 2012. As required by AIF Regulations, 2012, every registered AIF is required to submit a report on its quarterly activity to SEBI within 15 calendar days from the end of each quarter in the prescribed format. These quarterly reports are to be submitted through the SI Portal.
13. In this regard, I note from the replies dated May 18, 2026, May 19, 2026, May 20, 2026 and May 21, 2026, that the Noticee has admitted that the QARs were not timely filed on the SI Portal. It has claimed that the non-filing is due to technical issues with the SI Portal. Further, it has submitted that it has not raised any fund till date and hence it did not file QARs.
14. I note that the Noticee has not commenced any business and is dormant since inception. However, I also note that the Master Circular on AIFs does not carve out an exception for AIFs which have not launched any schemes. Thus, in absence of any business, Noticee was still required to file a ‘NIL’ report with SEBI in timely manner. Further, the subsequent attempt for remedy does not cure the past violations. I also note that in terms of AIF Regulations and Circular therein, AIFs are mandated to file QARs through SI Portal. It is a settled principle of law that when a statute requires a thing to be done in particular manner, it has to be done in that manner or not at all.
15. The Noticee has submitted that it has tried to resolve the issues of SI portal by contacting Fund Manager and SEBI’s team. However, I note that no supporting documentary evidences of the relevant period have been submitted by the Noticee to show that the efforts were taken to file the same on the SI portal. Hence the submission cannot be accepted.
16. I note the Noticee’s submission that there has been no actual business activity and therefore there is no scope for breach of compliance or investor risk arising from delayed reporting. Here I note that the requirement to file QARs is a strict compliance mandate under the AIF Regulations and the compliance with reporting timelines is an absolute statutory obligation. Even though the entity has NIL operations, the failure to submit such mandatory reports impedes the ability of the regulator to monitor compliance.

17. In view of the aforesaid facts and observations, as once the violation of aforementioned provisions of law has been established, I find it to be a fit case for taking regulatory action in terms of provisions of Section 12(3) of the SEBI Act, 1992 read with Regulation 30A of the Intermediaries Regulations, 2008.

ORDER:

18. In view of the foregoing, I, in exercise of the powers conferred under Section 12(3) read with Section 19 of the Securities and Exchange Board of India Act, 1992 and Regulation 30A of the Intermediaries Regulations, 2008, hereby cancel the certificate of registration of the Noticee, bearing Registration No. IN/AIF3/13-14/0103 as Alternative Investment Fund.

19. This Order shall come into force with immediate effect.

20. A copy of this order shall be served upon the Noticee.

Digitally signed by
Sampathkumar Madhusudhanan
Date: 09-06-2026 08:54:39

DATE: June 08, 2026

PLACE:MUMBAI

S MADHUSUDHANAN

DESIGNATED AUTHORITY

SECURITIES AND EXCHANGE BOARD OF INDIA