

BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA
SETTLEMENT ORDER No. SO/AK/DS/2025-26/7814

In respect of:

Application No.	Name of the Applicant	PAN of the Applicant
7814/2024	Anand Rathi Share and Stock Brokers Limited	AAACN3405F

In the matter of front-running by certain entities in the scrip of KPIT Technologies Limited.

1. Securities and Exchange Board of India (hereinafter referred to as '**SEBI**') had initiated adjudication proceedings under SEBI Act, 1992 (hereinafter referred to as "**SEBI Act**") against Anand Rathi Share and Stock Brokers Limited (hereinafter known as "**Applicant**") for the alleged violation of provisions of Section 12A(a), (b) and (c) of SEBI Act r/w Regulations 3(a), 3(b), 3(c) and 3(d) and 4(1) of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003; Clause A(1) and A(2) of Code of Conduct for Stock Brokers specified under Schedule II r/w Regulation 9 of SEBI (Stock Brokers) Regulations, 1992; SEBI Circular CIR/MIRSD/15/2011 dated August 02, 2011; and Clause 2(b), 4 and 16 of Code of Conduct under Third Schedule r/w Regulation 37 of SEBI (Depositories and Participants) Regulations, 1996.
2. SEBI appointed Mr. Shashi Kumar Valsakumar, as the Adjudicating Officer (AO) vide Order dated January 09, 2024 u/s 15-I of SEBI Act and Rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 (hereinafter referred to as '**Adjudication Rules**') r/w Section 19 of the SEBI Act, to inquire into and adjudge, u/s 15HA and 15HB of SEBI Act, the aforesaid alleged violations by the Applicant. Subsequently, Ms. Asha Shetty was appointed as AO, vide Order dated July 22, 2024 and then undersigned was appointed as the AO in the matter, vide Order dated November 22, 2024.

3. A Show Cause Notice dated March 07, 2024 (hereafter referred to as “**SCN**”) was issued to the Applicant in terms of the provisions of Rule 4(1) of the Adjudication Rules calling upon the Applicant to show cause why an inquiry should not be held and penalty not be imposed u/s 15HA and 15HB of the SEBI Act against it for the alleged violations. Briefly stating, it was alleged in the SCN that the Applicant had failed to ensure fairness and exercise due diligence by not keeping transparency and credible records of the duly authorized person of Mehrangarh Financial Advisors Private Limited (MFAPL) with respect to placement of orders to the Applicant for executing trading at the Stock Exchange platform. It was also alleged that the Applicant registered the email IDs of employees connected with its own group companies instead of registering the e-mail ID of the client, MFAPL or its duly authorized person. It was further alleged that the Applicant processed the off-market transfer with DIS dated March 03, 2017 and March 01, 2018, relying on instruction from the authorized signatory of the Applicant and outdated authorized signatory of MFAPL, respectively, and not based on instruction from the valid authorized signatories as on the above dates, viz. Mr. Naresh Chandra Bohra and Mrs Shakuntala Bohra (appointed as authorized signatory vide resolution of MFAPL dated June 17, 2015 provided by the Applicant with KYC documents).
4. Pending the Adjudication proceedings, Applicant proposed to settle the proceedings without admitting or denying the findings of facts and conclusions of law, through a settlement order and filed a settlement application with SEBI bearing Settlement Application No. 7814/2024 dated April 25, 2024, 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 August 06, 2024, in terms of the Settlement Regulations, Applicant, vide letter dated August 20, 2025 proposed revised settlement terms. The High Powered Advisory Committee (hereinafter referred to as '**HPAC**') in its meeting held on August 28, 2024, considered the settlement terms proposed and recommended that the case may be settled upon payment of INR 90,20,000/- (Rupees Ninety Lakh and Twenty

Thousand Only) by the Applicant as settlement amount towards the settlement terms.

6. The Panel of Whole Time Members of SEBI approved the said recommendation of the HPAC on December 12, 2024 and the same was communicated by SEBI to the Applicant on April 21, 2025. Subsequently, the Applicant, vide email dated April 28, 2025 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 Applicant, vide SCN dated March 07, 2024 is disposed of in terms of section 15JB of the SEBI Act r/w regulation 23(1) r/w Regulation 28 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:
 - 8.1 It comes to the notice of the Board that the Applicant has not made full and true disclosure;
 - 8.2 Applicant has violated the undertakings or waivers;
 - 8.3 There was a discrepancy while arriving at the settlement terms.
9. This settlement order 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 and also to SEBI.

Date: May 13, 2025

Place: Mumbai

**AMIT
KAPOOR** Digitally signed
by AMIT KAPOOR
Date: 2025.05.13
16:15:27 +05'30'

**AMIT KAPOOR
ADJUDICATING OFFICER**