BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA
[ADJUDICATION ORDER NO. ORDER/BM/DS/2022-23/16056]

UNDER SECTION 15-I OF SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992, READ WITH RULE 5 OF SEBI (PROCEDURE FOR HOLDING INQUIRY AND IMPOSING PENALTIES) RULES, 1995

In respect of

Mr. Sudin Naik Gaunkar

(PAN:ADIPN7933J)

In the matter of
Varun Beverages Limited

BACKGROUND:

1) Securities and Exchange Board of India (hereinafter being referred to as "**SEBI**") conducted an examination in the scrip of Varun Beverages Limited (hereinafter referred to as "**the Company**"/ "**VBL**"), for the period commencing January 01, 2017 to April 30, 2018 (hereinafter referred to as "**investigation period**"). During investigation, it was observed that there were non-compliances of provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as "**SEBI PIT Regulations, 2015**") by employees of VBL including Mr. Sudin Naik Gaunkar (hereinafter referred to as "**Noticee**").

2) In view of the above, SEBI initiated adjudication proceedings under the provisions of section 15A(b) and section 15HB of the SEBI Act, 1992 against the Noticee for the aforementioned alleged violations.

APPOINTMENT OF ADJUDICATING OFFICER

3) Vide Order dated October 11, 2021, the undersigned was appointed as the Adjudicating Officer (**"AO"**) under Section 19 read with Section 15-I of the SEBI Act, read with Rule 3 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties Rules, 1995 (hereinafter referred to as "**Adjudication Rules**") to enquire into and adjudge under the provisions of section 15A(b) and section15HB of the SEBI Act, 1992, the aforesaid alleged violations by the Noticee.

SHOW CAUSE NOTICE, REPLY AND PERSONAL HEARING

4) Show Cause Notice no. EAD/BM/DS/36055/2021 dated December 07, 2021 (hereinafter referred to as "**SCN**") was issued by the undersigned to the Noticee via Speed Post Acknowledgement Due (SPAD) and digitally signed e-mail under the provisions of Rule 4(1) of the Adjudication Rules read with section 15-I of the SEBI Act, calling upon the Noticee to show cause as to why an inquiry should not be held against him for the aforesaid alleged violations of provisions of Regulation 7(2)(a) and clause 6 of Minimum Standard of Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIT Regulations, 2015 and why penalty, if any, should not be imposed on him under Section 15A(b) and section 15HB of SEBI Act, 1992.

5) The allegations levelled against the Noticee are as under:
   a) It was observed that Noticee had traded in the shares of VBL during the investigation period. Details of his trading are as under:

S. No.	Date of trade	Buy / Sell	Traded Quantity (No. of shares)	Traded Value (Rs.)	Cumulative Traded Value (Rs.)	Date of triggering of Reg 7(2)(a) of SEBI PIT Regulations	Disclosures made to the Company
1	14/06/2017	Sell	8051	4428050	4428050	14/06/2017	No
2	14/06/2017	Sell	2088	1146312	1146312	14/06/2017	No
3	15/06/2017	Sell	5641	3098544	3098544	15/06/2017	No
4	16/06/2017	Sell	50000	27455497	27455497	16/06/2017	No

b) In terms of provisions of regulation 7(2)(a) of SEBI PIT Regulations, 2015, requisite disclosures are to be made based on every event of either acquisition or disposal of securities in excess of ten lakh rupees.

c) It was observed from the table above that on four (4) occasions, the Noticee's traded value exceeded Rupees ten lakhs. Hence, the Noticee was required to make disclosures under Regulation 7(2)(a) of SEBI PIT Regulations, as the transactions were in excess of the limit specified under the aforesaid regulations.

d) On a query from the Company regarding the disclosures made by Noticee, as per Regulation 7(2)(a) of the SEBI PIT Regulations, the Company, vide mail dated March 09, 2020 confirmed that it has not received any disclosures under regulation 7(2)(a) of SEBI PIT Regulations, 2015 for the transactions in serial number 1 to 4 from the Noticee, being employee of the Company during this period.

e) In view of above observations, it was alleged that Noticee has violated Regulation 7(2)(a) of SEBI PIT Regulations by not making disclosures on four occasions, as required in the aforesaid regulations.

Pre-clearance of trades

f) As per Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015, ‘designated persons’ shall trade in the shares of the Company, only after pre-clearance of the same from the Compliance Officer of the Company, if the value of such trades is above the threshold stipulated by the Board of Directors of the Company.

g) Company, vide mail dated August 21, 2020 confirmed that Noticee was designated employee with effect from May 12, 2017 and no pre-clearance of trades was obtained by him from the Compliance Officer for the trades made on June 14, 2017, June 15, 2017 and June 16, 2017.

h) In view of above observations, it was alleged that Noticee has violated provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015 by not obtaining pre-clearance for four trades from the Compliance Officer, while being designated employee of the Company.

6) Vide his letter dated December 27, 2021, the Noticee made following submissions:

a) Noticee confirmed that the transactions as mentioned in table above were executed by him during the period. He submitted that these equity shares were sold by him in the open market, which were allotted to him under ESOP

Scheme 2013 of VBL. In this regard, he enclosed copy of grant letter and certified copy of Board Resolution dated March 31, 2016.

b) *Noticee also submitted that the trades were undertaken by him during the period when trading window was open and there was no restriction in trading of equity shares of VBL. He had inadvertently missed to inform the Company/ Stock Exchanges and there was no mala-fide intent to hide these transactions.*

c) *He submitted that as a firm believer of corporate governance, he has always adhered to best governance practices and has followed all rules and regulations from time to time.*

7) In the interest of natural justice and in order to conduct an enquiry in terms of Rule 4(3) of the Adjudication Rules, the Noticee was granted an opportunity of personal hearing on April 08, 2022, vide Hearing Notice dated March 17, 2022.

8) On the date of hearing, the AR appeared on behalf of the Noticee. The AR reiterated the submissions made by the Noticee vide letter dated December 27, 2021 and also made additional submissions, which she confirmed to submit in writing, and sought time till April 15, 2022. The same was granted by the undersigned. The AR was informed that it was the final hearing and no further hearing shall be granted.

9) The AR, on behalf of the Noticee, vide letter dated April 15, 2022 made following submissions:

   a) *It was submitted that the failure to make disclosures and to obtain pre-clearance in respect of the Relevant Trades were bona fide and inadvertent oversights with no mala fide intent.*

   b) *It was submitted the Noticee was a senior employee who had been associated with VBL for over two decades. In his long-standing career, the Noticee has* *always strived to act fairly, transparently, and with utmost integrity. The Noticee has not previously faced any other proceedings for non-compliance of securities laws. As a person associated with a listed entity, the Noticee is conscious of his legal obligations and is committed to discharging them in due compliance with law.*

c) *It was submitted that the Relevant Trades were only sell side trades which were undertaken whilst the trading window was open and in respect of shares arising from the exercise of employee stock options ("ESOPs"). The sole purpose of the Relevant Trades was to repay the financing availed for exercising the ESOPs and the Noticee was not in possession of any unpublished price sensitive information at the time of undertaking the Relevant Trades. The Relevant Trades were first time trades and the Noticee has since not undertaken any trades in the scrip of VBL.*

d) *In this regard, it was also clarified to the Hon'ble AO that the Relevant Trades were executed within a short period of VBL having been listed, and hence, it was an evolving phase wherein the Noticee was still familiarising himself with the new obligations applicable to him as an individual associated with a listed company. Nonetheless, it was acknowledged that the Noticee did not make the required disclosures in respect of the Relevant Trades at a later point in time.*

e) *In light of the above facts and circumstances, it was submitted that the non-disclosure of the Relevant Trades and the failure to obtain pre-clearance in respect thereof were unintentional, and inadvertent oversights on the part of the Noticee without any mala fide intent to withhold or suppress information or to manipulate the securities market. Accordingly, it was humbly prayed that the Hon'ble AO adopt a lenient view in the matter and discharge the Noticee without imposing any penalty.*

f) *There is sufficient case law jurisprudence which establishes that the Hon'ble AO is vested with the discretion to not impose any penalty under Section*

15(A)(b) of the Securities and Exchange Board of India Act, 1992 ("SEBI Act") for technical non-compliances such as non-disclosure of trades or failure to obtain pre-clearance. In this regard, the Noticee relied upon judgement of Hon'ble Supreme Court in Hindustan Steel Limited v State of Orissa (AIR 1970 SC 253).

g) *In terms of the decision of the Hon'ble Supreme Court in Adjudicating Officer, Securities and Exchange Board of India v. Bhavesh Pabari [AIR 2019 SC 1265], the adjudicating officer has the discretion as to the imposition of minimum penalty under Section 15A(b) of the SEBI Act keeping in view the period of default as well as aggravating and mitigating circumstances including those specified in Section 15-J of the SEBI Act.*

h) *Noticee further relied upon the judgement of Hon'ble High Court of Bombay in SEBI v. Cabot International Capital Corporation [2004 (4) Bom CR700]. The Noticee also relied on subsequent Order of Hon'ble SAT in the case of Reliance Industries Limited v. SEBI [(2004) 55 SC L81 (SAT)] in which Hon'ble SAT had referred to the aforesaid judgement.*

i) *Therefore, in light of the various mitigating factors mentioned above and the aforementioned decisions, the Hon'ble AO is humbly requested to exercise her discretion to not impose any penalty on the Noticee under Section 15A(b) and Section 15HB of the SEBI Act.*

j) *Based on all the submissions made above as well as the submissions made in the Reply and the arguments presented at the Hearing, it was humbly prayed that the Hon'ble AO should not issue any adverse order or finding on the Noticee and that the Noticee be discharged with a mere warning.*

ISSUES FOR CONSIDERATION, EVIDENCE AND FINDINGS

10) After perusal of the material available on record, I have the following issues for consideration.

ISSUE I: Whether Noticee has violated Regulation 7(2)(a) of the SEBI PIT Regulations, 2015 ?

ISSUE II: Whether Noticee has violated provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015?

ISSUE III: Does the violation, if any, on part of the Noticee attract penalty under Section 15A(b) and/ or section 15HB of SEBI Act, 1992?

ISSUE IV: If so, how much penalty should be imposed on the Noticee taking into consideration the factors mentioned in Section 15J of the SEBI Act?

11) Before moving forward it is pertinent to refer to the relevant provisions of SEBI PIT Regulations, 2015 which read as under:

SEBI (Prohibition of Insider Trading) Regulations, 2015

Disclosures by certain persons.

7(2) Continual Disclosures.

(a). Every promoter, employee and director of every company shall disclose to the company the number of such securities acquired or disposed of within two trading days of such transaction if the value of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregates to a traded value in excess of ten lakh rupees or such other value as may be specified;

Code of Conduct.

9.(1) The board of directors of every listed company and the board of directors or head(s) of the organisation of every intermediary shall ensure that the chief executive officer or managing director shall formulate a code of conduct with their approval to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with these regulations, adopting the minimum standards set out in Schedule B (in case of a listed company) and Schedule C (in case of an intermediary) to these regulations, without diluting the provisions of these regulations in any manner.

Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders given under Schedule B

Clause 6: *When the trading window is open, trading by designated persons shall be subject to pre-clearance by the Compliance Officer, if the value of the proposed trades is above such thresholds as the board of directors may stipulate.*

<u>Thresholds in Code of Conduct stipulated by board of directors of VBL</u>

Designated persons may trade in the securities of the Company when the trading window is open, after obtaining approval of the Compliance Officer by submitting an application.

Nothing in this rule shall apply to any transaction of the securities traded, whether in one transaction or a series of transactions over any calendar quarter, aggregated to a traded value less than rupees ten lakhs (a "de minimis trade") provided the designated person is not in possession of UPSI while executing the de minimis trade.

FINDINGS

12) On perusal of the material available on record and giving regard to the facts and circumstances of the case and submissions of the Noticee, I record my findings hereunder:

ISSUE I. Whether Noticee has violated Regulation 7(2)(a) of the SEBI PIT Regulations, 2015?

13) I note from the available records that Noticee was one of the employees of VBL. While in employment of VBL, Noticee has transacted in securities of VBL as seen from the details given below:

S. No.	Date of trade	Buy / Sell	Traded Quantity (No. of shares)	Traded Value (Rs.)	Cumulative Traded Value (Rs.)	Date of triggering of Reg 7(2)(a) of SEBI PIT Regulations	Disclosures made to the Company
1	14/06/2017	Sell	8051	4428050	4428050	14/06/2017	No
2	14/06/2017	Sell	2088	1146312	1146312	14/06/2017	No
3	15/06/2017	Sell	5641	3098544	3098544	15/06/2017	No
4	16/06/2017	Sell	50000	27455497	27455497	16/06/2017	No

14) On perusal of the transaction details of Noticee, I note that on four occasions, i.e. on June 14, 2017, June 15, 2017 and June 16 of 2017, total value of shares of VBL traded by the Noticee was in excess of Rupees Ten Lakhs. From the submissions made by Noticee, I note that he has confirmed that he executed the impugned transactions in the scrip of VBL.

15) In terms of Regulation 7(2)(a) of PIT Regulations, Noticee, being an employee of the company, was required to make disclosures to VBL, for each of the aforesaid transactions within two (2) working days. However, the Company confirmed that it

did not receive any disclosures under Regulation 7(2)(a) of SEBI PIT Regulations, 2015 in regard to the aforementioned impugned trades and the AR also mentioned the same at the time of hearing. It is pertinent to note that non-compliance of the regulations still continues as disclosures have still not been made for aforesaid transactions, as also confirmed by the Noticee during the course of hearing.

16) In terms of the aforesaid provision of SEBI PIT Regulations, 2015, requisite disclosures are to be made based on every event of either acquisition or disposal of securities in excess of ten lakh rupees. In the instant matter, disclosure requirements in terms of Regulation 7(2)(a) of SEBI PIT Regulations, 2015 were triggered because the traded value of Noticee's transactions in the scrip of VBL exceeded ten lakh rupees.

17) Noticee has submitted that he undertook relevant trades when trading window was open and there was no restriction in trading of equity shares. I note that the SCN alleges violation of provisions of SEBI PIT Regulations, 2015 for non-disclosure of the transactions executed by him as per regulation 7(2)(a) of the aforesaid regulations and not for having transacted per se.

18) As regards the Noticee's submission that his intention was not malafide, I note the observation made by SAT in the matter of Akriti Global Traders Ltd. Vs. SEBI, decided on 30.09.2014, that *"… Argument of appellant that the delay was unintentional and that the appellant has not gained from such delay and therefore penalty ought not to have been imposed is without any merit, because, firstly, penal liability arises as soon as provisions under the regulations are violated and that penal liability is neither dependent upon intention of parties nor gains accrued from such delay.."*. In view of the same, I am not inclined to accept said contention of the Noticee.

19) Thus it is established that the Noticee has violated the provisions of regulation 7(2)(a) of SEBI PIT Regulations, 2015.

ISSUE II: Whether Noticee has violated provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015?

20) I note from the available records that Noticee had executed below mentioned trades in calendar quarter ended on June 30, 2017.

S.No.	Date /period of Transaction	Transaction volume (No. of shares)		Calendar Quarter	Value of Transaction (Rs.)
		Buy	Sell		
1	14/06/2017		8051	April-June, 2017	4428050
2	14/06/2017		2088		1146312
3	15/06/2017		5641		3098544
4	16/06/2017		50000		27455497

21) On perusal of the transactions details of Noticee, I note that on four occasions, i.e. twice on June 14, 2017 and once each on June 15, 2017 and June 16, 2017, the total value of shares traded by Noticee was in excess of rupees ten lakhs. From the submissions made by the Noticee and details provided by the Company, it is confirmed that he executed the impugned transactions in the scrip of VBL.

22) In view of the provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015 explained in paragraph 6(a) above and VBL's Code of Conduct (quoted above) wherein the stipulated threshold is rupees ten lakhs for a transaction or a series of transactions, Noticee, being a designated person with effect from May 12, 2017, was required to obtain

pre-clearance from the Compliance Officer of VBL before executing impugned transactions. Vide mail dated August 21, 2020, VBL had confirmed that no pre-clearance was obtained by Noticee from the Compliance Officer for the impugned transactions.

23) Thus, it is established that the Noticee has violated the provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015.

ISSUE III: Does the violation, if any, on part of the Noticee attract penalty under Section 15A (b) and / or 15HB of SEBI Act, 1992?

24) The provisions of section 15A(b) and section 15HB of SEBI Act, 1992 read as under:

Penalties and Adjudication

Penalty for failure to furnish information, return, etc.

15A. *If any person, who is required under this Act or any rules or regulations made thereunder,—*

(b) to file any return or furnish any information, books or other documents within the time specified therefor in the regulations, fails to file return or furnish the same within the time specified therefor in the regulations, he shall be liable to a penalty of one lakh rupees for each day during which such failure continues or one crore rupees, whichever is less.

Penalty for contravention where no separate penalty has been provided.

15HB*. Whoever fails to comply with any provision of this Act, the rules or the regulations made or directions issued by the Board thereunder for which no* *separate penalty has been provided, shall be liable to a penalty which shall not be less than one lakh rupees but which may extend to one crore rupees.*

25) I further note that, the Hon'ble Supreme Court of India in the matter of Chairman, SEBI Vs Shriram Mutual Fund {[2006]5 SCC 361} has held that:
"In our considered opinion, penalty is attracted as soon as the contravention of the statutory obligation as contemplated by the Act and the Regulations is established and hence the intention of the parties committing such violation becomes wholly irrelevant..............."

26) In this regard, I place reliance on the order of the Hon'ble SAT in the matter of Virendrakumar Jayantilal Patel vs. SEBI (Appeal No. 299 of 2014 order dated October 14, 2014), wherein Hon'ble SAT held that:
"………. obligation to make disclosures within the stipulated time is a mandatory obligation and penalty is imposed for not complying with the mandatory obligation."

27) Hence, in view of the findings as given above, I am convinced that the Noticee is liable for monetary penalty under Section 15A(b) of SEBI Act, 1992 for violating the provisions of regulation 7(2)(a) of SEBI PIT Regulations 2015 and section 15HB of SEBI Act, 1992 for violating provisions of Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015.

ISSUE IV: If so, how much penalty should be imposed on the Noticee taking into consideration the factors mentioned in Section 15J of the SEBI Act?

28) While determining the quantum of penalty under Section 15A(b) of the SEBI Act, it is important to consider the factors relevant as stipulated in Section 15J of the SEBI Act, which reads as under:

15J -Factors to be taken into account by the adjudicating officer

While adjudging quantum of penalty under section 15-I, the adjudicating officer shall have due regard to the following factors, namely:-

(a) the amount of disproportionate gain or unfair advantage, wherever quantifiable, made as a result of the default;

(b) the amount of loss caused to an investor or group of investor/+s as a result of the default;

(c) the repetitive nature of the default.

29) Noticee has submitted various mitigating factors including that the non-disclosure was not mala-fide, that the trades were undertaken to settle personal financial obligations, the trades were undertaken within a short time of listing of VBL and Noticee was familiarizing with the new obligations. These factors have been taken into consideration by me.

30) In view of the charges as established, the facts and circumstances of the case and the judgments referred to and mentioned hereinabove, the quantum of penalty would depend on the factors referred in Section 15-J of SEBI Act as stated above. The main objective of the PIT Regulations is to afford fair treatment for shareholders who are affected by the change in shareholdings. The Regulation seeks to achieve fair treatment by *inter alia* mandating disclosure of timely and adequate information to enable shareholders to make an informed decision and

ensuring that there is a fair and informed market in the shares of companies affected by such change. Correct and timely disclosures are also an essential part of the proper functioning of the securities market and failure to do so results in preventing investors from taking well-informed decisions. Thus, the cornerstone of SEBI PIT Regulations, 2015 is investor protection. Further the disclosure as required under SEBI PIT Regulations, 2015 are of significant importance from the point of view of the Regulators also. Also, the purpose of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B to SEBI PIT Regulations, 2015 is to bring about transparency in the transactions and assist the Regulator to effectively monitor the transactions in the market. Also, I cannot lose sight of the compliance of internal code of conduct as enshrined under the SEBI PIT Regulations, 2015 are mandatory in nature which are meant to achieve an objective of fair play by the persons involved in responsible capacity (viz. directors/officers/designated employees) and any violation / deviation of such code of conduct, deserves to be viewed seriously. Further, I cannot ignore to point out that the Hon'ble SAT in case of Mr. Manmohan Shetty vs. SEBI (Appeal no. 132/2010) decided on 27/05/2011 had upheld the importance of code of conduct including pre – clearance of trading as an essential requirement.

31) Hon'ble SAT in the case of M/s. Coimbatore Flavors & Fragrances Ltd. & Ors vs SEBI (Appeal No. 209 of 2014 order dated August 11, 2014), has held that *"Undoubtedly, the purpose of these disclosures is to bring about more transparency in the affairs of the companies. True and timely disclosures by a company or its promoters are very essential from two angles. Firstly; investors can take a more informed decision to invest or not to invest in a particular scrip secondly; the Regulator can properly monitor the transactions in the capital market to effectively regulate the same."*

Hon'ble SAT, in the aforesaid order, has articulated the importance of true and timely disclosures. Further, I find that Noticee has violated the provisions of Regulation 7(2)(a) of SEBI PIT Regulations, 2015 on four (4) occasions. Further, as mentioned earlier, non-compliance by the Noticee for four trades, i.e. two on June 14, 2017, and one each on June 15, 2017 and June 16, 2017 still continues.

32) It is noted that no quantifiable figures are available to assess the disproportionate gain or unfair advantage made as a result of such non-compliance by the Noticee. Further from the material available on record, it is not possible to ascertain the exact monetary loss to the investors on account of non-compliance by the Noticee. In this case, from the material available on record, any quantifiable gain or unfair advantage accrued to the Noticee or the extent of loss suffered by the investors as a result of the default cannot be computed. It is observed from the records that the Noticee has not been penalized by SEBI in the past.

ORDER

33) Having considered all the facts and circumstances of the case, the material available on record, the submissions made by Noticee and also the factors mentioned in Section 15J of the SEBI Act, I, in exercise of the powers conferred upon me under Section 15-I of the SEBI Act read with Rule 5 of the Adjudication Rules, hereby impose penalty on the Noticee:

Name of the Noticee	Violation provisions	Adjudication Proceedings under	Penalty
Sudin Naik Gaunkar PAN: ADIPN7933J	Regulation 7(2)(a) of SEBI PIT Regulations, 2015	Section 15A(b) of SEBI Act, 1992	₹2,00,000/- (Rupees two lakhs only)
	Clause 6 of Minimum Standards for Code of Conduct to Regulate, Monitor and Report Trading by Insiders as prescribed under Schedule B read with Regulation 9(1) of SEBI PIY Regulations, 2015	Section 15HB of SEBI Act, 1992	₹ 1,00,000/- (Rupees one lakh only)
		TOTAL	₹ 3,00,000/- (Rupees three lakhs only)

34) Noticee shall remit / pay the said amount of penalty within 45 days of receipt of this order through online payment facility available on the website of SEBI, i.e., www.sebi.gov.in on the following path, by clicking on the payment link: ENFORCEMENT -> Orders -> Orders of AO -> PAY NOW. In case of any difficulties in payment of penalties, Noticee may contact the support at portalhelp@sebi.gov.in.

35) The said confirmation of e-payment made in the format as given in table below should be sent to "The Division Chief, EFD – DRA - I, Securities and Exchange Board of India, SEBI Bhavan, Plot no. C- 7, "G" Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051" and also to e-mail id:- tad@sebi.gov.in

1. Case Name:	
2. Name of payee:	
3. Date of payment:	
4. Amount paid:	

5. Transaction no.:	
6. Bank details in which payment is made:	
7. Payment is made for: (like penalties/ disgorgement/ recovery/ settlement amount and legal charges along with order details)	

36) In the event of failure to pay the said amount of penalty within 45 days of the receipt of this Order, SEBI may initiate consequential actions including but not limited to recovery proceedings under section 28A of the SEBI Act for realization of the said amount of penalty along with interest thereon, *inter alia*, by attachment and sale of movable and immovable properties of Noticee.

37) In terms of the provisions of Rule 6 of the Adjudication Rules, a copy of this order is being sent to Noticee i.e. Mr. Sudin Naik Gaunkar, and also to the Securities and Exchange Board of India.

Place: Mumbai **BARNALI MUKHERJEE**

Date: April 20, 2022 **ADJUDICATING OFFICER**