BEFORE THE ADJUDICATING OFFICER
SECURITIES AND EXCHANGE BOARD OF INDIA

[Adjudication Order: Order/SM/AS/2023-24/29325-29337]

Under section 15-I of the Securities and Exchange Board of India Act, 1992 read with rule 5 of the Securities and Exchange Board of India (Procedure for Holding Inquiry & Imposing Penalties) Rules, 1995

In respect of –

Noticee No	Name of the Noticee	PAN No
Noticee 1	Dhananjay Parikh	ADSPP8624L
Noticee 2	Bhojawani Securities Pvt. Ltd.	AAACB4604N
Noticee 3	AD Parikh	AGUPP7355B
Noticee 4	Shah (HUF) S H	Not Available
Noticee 5	Shrenik Shah	ACQPS5387Q
Noticee 6	Shah A V	Not Available
Noticee 7	Purvi Shah	Not available
Noticee 8	Ronak Shah	BIVPS7423P
Noticee 9	Sunita S Shah	ACQPS5375Q
Noticee 10	Roshan Shah	Not available
Noticee 11	Doshi N R	Not available
Noticee 12	Shah V J	AAWPD3242M
Noticee 13	Shah V C	Not Available

Noticee 1 to Noticee 13 hereinafter referred to as “Noticees”

In the matter of Safal Herbs Limited (formerly known as Parikh Herbals Limited)

A. BACKGROUND

1. Securities and Exchange Board of India (“**SEBI**”) carried out an investigation into the trading in the scrip of Safal Herbs Limited (formerly known as Parikh Herbals Limited) (herein after referred to as “**Company/Safal/SHL”**) on the basis of a complaint and Suspicious Transaction Reports from Financial Intelligence Unit – India (FIU-IND). The period of investigation (hereinafter referred to as “**Investigation Period/ IP**”) was from February 01, 2013 to September 14, 2015.

2. The focus of investigation was to ascertain whether there was any disclosure violation of provisions of inter -alia, Securities and Exchange Board of India Act, 1992 (hereinafter referred to as "**SEBI Act**"), SEBI (Prohibition of Insider Trading) Regulations, 1992 (herein after referred to as "**PIT Regulations**").

3. Based on findings of investigation, it was alleged that Noticee 1 to Noticee 8 have violated Regulation 13(4A) of PIT Regulations and Noticees have violated Regulation 30(2) read with 30(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as "**SAST Regulations**").

4. The text of the aforementioned provisions alleged to have been violated by the Noticees reads as under:

<u>SAST Regulation</u>
Regulation 30(2)
(2) The promoter of every target company shall together with persons acting in concert with him, disclose their aggregate shareholding and voting rights as of the thirty-first day of March, in such target company in such form as may be specified.
Regulation 30(3)
The disclosures required under sub-regulation (1) and sub-regulation (2) shall be made within seven working days from the end of each financial year to, —
(a) every stock exchange where the shares of the target company are listed; and
(b) the target company at its registered office.

<u>PIT Regulations</u>
Regulation 13(4A)
Any person who is a promoter or part of promoter group of a listed company, shall disclose to the company and the stock exchange where the securities are listed in Form D, the total number of shares or voting rights held and change in shareholding or voting rights, if there has been a change in such holdings of such person from the last disclosure made under Listing Agreement or under sub-regulation (2A) or under this sub-regulation, and the change exceeds Rs. 5 lakh in value or 25,000 shares or 1% of total shareholding or voting rights, whichever is lower.

B. APPOINTMENT OF ADJUDICATING OFFICER

2. Vide communiqué dated October 10, 2022, it has been informed that the competent authority in SEBI is satisfied that there are sufficient grounds to inquire into the affairs and adjudicate upon the alleged violations as specified above w.r.t. Noticees and appointed the undersigned as Adjudicating Officer under Section 15-

I (1) of the SEBI Act read with Rule 3 of SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995 (hereinafter referred to as "**Adjudication Rules"**) to inquire into and adjudge the aforesaid alleged violations by the Noticees under Section 15A(b) of the SEBI Act. The said provision of the SEBI Act read as under:

"SEBI Act

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;"

C. SHOW CAUSE NOTICE, REPLY, HEARING

3. A common Show Cause Notice (hereinafter referred to as "**SCN**") dated June 01, 2023 was issued to Noticees under rule 4(1) of the Adjudication Rules to show cause as to why an inquiry should not be held against them and penalty, if any, should not be imposed upon them under section 15A(b) of the SEBI Act, for the aforesaid alleged violations by them. The aforesaid SCN was served upon the Noticees, in terms of Rule 7 of Adjudication Rules.

6. The whole process of the present adjudication proceeding is mentioned below in tabulated form:

Table No 1

Noticee No	Name of the Noticee	SCN	SCN delivered through	Reply dated	Hearing Concluded
Noticee 1	Dhananjay Parikh	June 01, 2023	Newspaper Publication- Ahmedabad edition of Times of India, Divyabhaskar, Gujarat Vaibhav	Not Available	Did not attend
Noticee 2	Bhojawani Securities Pvt. Ltd.		Newspaper Publication - Pune Edition of Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 3	AD Parikh		Newspaper Publication - Ahmedabad edition of Times of India, Divyabhaskar, Gujarat Vaibhav	Not Available	Did not attend
Noticee 4	Shah (HUF) S H		Newspaper Publication - Pune edition of	Not Available	Did not attend

			Times of India, Sakal, Nava Bharat		
Noticee 5	Shrenik Shah		Newspaper Publication - Ahmedabad edition of Times of India, Divyabhaskar, Gujarat Vaibhav	Not Available	Did not attend
Noticee 6	Shah A V		Newspaper Publication - Pune Edition of Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 7	Purvi Shah		Newspaper Publication – Pune edition of Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 8	Ronak Shah		SPAD	Not Available	Did not attend
Noticee 9	Sunita S Shah		Newspaper Publication- Pune edition Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 10	Roshan Shah		Newspaper Publication - Pune edition of Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 11	Doshi N R		Newspaper Publication -Pune Times of India, Sakal, Nava Bharat	Not Available	Did not attend
Noticee 12	Shah V J		SPAD	Not Available	Not Applicable
Noticee 13	Shah V C		Newspaper Publication – Pune edition of Times of India, Sakal, Nava Bharat	Not Available	Did not attend

7. I note from the above table that SCN and Hearing Notices were duly served, upon the Noticees' last known address as available on records, in terms of Rule 7 of Adjudication Rules. Further, I also note that Hearing Notice dated September 04, 2023 was issued to Noticee 12 through SPAD, however, the SPAD came undelivered. In this regard, it is noted that although the SCN was already served upon said Noticee 12, no reply/representation has been made by the Noticee 12. Moreover, it has already been mentioned in the SCN that in case of no reply from the Noticee within the timeline prescribed therein, the instant adjudication proceedings can be proceeded on the basis of material available on record. At this juncture I find it is pertinent to mention the following orders of Securities Appellate Tribunal ("**SAT**"):

7.1. in the matter of **Classic Credit Ltd. vs. SEBI** (Appeal No. 68 of 2003 decided on December 08, 2006) has, inter alia, held that,

"...the appellants did not file any reply to the second show-cause notice. This being so, it has to be presumed that the charges alleged against them in the show cause notice were admitted by them".

7.2. In the matter of **Sanjay Kumar Tayal & Others vs SEBI** (Appeal No. 68 of 2013 decided on February 11, 2014), has also, inter alia, held that:

".... appellants have neither filed reply to show cause notices issued to them nor availed opportunity of personal hearing offered to them in the adjudication proceedings and, therefore, appellants are presumed to have admitted charges leveled against them in the show cause notices..."

7.3. In the matter of **Dave Harihar Kirtibhai vs SEBI** (Appeal No. 181 of 214 dated December 19, 2014), wherein it has been stated that:

"...further, it is being increasingly observed by the Tribunal that many persons/entities do not appear before SEBI (Respondent) to submit reply to SCN or, even worse, do not accept notices/letters of Respondent and when orders are passed ex-parte by Respondent, appear before Tribunal in appeal and claim non-receipt of notice and do not appear and/or submit reply to SCN but claim violation of principles of natural justice due to not being provided opportunity to reply to SCN or not provided personal hearing. This leads to unnecessary and avoidable loss of time and resources on part of all concerned and should be eschewed, to say the least. Hence, this case is being decided on basis of material before this Tribunal..."

7.4. In the matter of **Shri. B. Ramalinga Raju vs. SEBI** (Appeal no. 286 of 2014)

31. At the outset, it is relevant to note that the impugned order is an ex-parte order passed by the WTM as the appellants failed to appear before the WTM even though repeated opportunities of personal hearing were given to them. In such a case, the WTM was duty bound to consider all material facts on record before issuing the impugned direction against the appellants.

8. In light of above judgments and the fact that the Noticees have neither filed any reply nor availed the opportunity of personal hearing despite service of SCN as well as Hearing Notice upon them, I am of the view that sufficient opportunities has already been given to said Noticees to represent their case and file their reply to

SCN. Considering the aforementioned facts and circumstances, I find that Noticees have nothing to submit and the matter is now being proceeded in terms of Rule 4(7) of the Adjudication Rule and on the basis of material available on record.

D. CONSIDERATION OF ISSUES AND FINDINGS

9. As the inquiry in the matter has been completed, I have perused the charges levelled against Noticees in the SCN issued, reply filed by Noticees and material available on record. The issues that arise for consideration in the present case are:
Issue No I Whether Noticees are liable under 15A(b) of the SEBI Act?
Issue No. II If yes, whether the failure, on the part of the Noticees would attract monetary penalty under Section 15A(b) of the SEBI Act?
Issue No. III If yes, what would be the monetary penalty that can be imposed upon the Noticees taking into consideration the factors stipulated in Section 15J of the SEBI Act read with rule 5(2) of the SEBI Adjudication rules?

Issue No I. Whether Noticees are liable under 15A(b) of the SEBI Act?

10. I note that SCN dated June 01, 2023 made allegation with respect to the Noticees on the basis of the fact that Noticees were promoters of SHL or promoter along with persons acting in concert with them. In this regard, I note from the records that BSE, vide email dated May 21, 2020, provided the details of promoter shareholdings to SEBI which is tabulated below-

Table No 2

	Dec 2012		**Mar 2013-Sep 2013**		**Dec 2013**		**Mar 2014**		**Jun 2014-Mar 2015**		**Jun 2015-Sep 2015**		**Dec 2015**	
Name	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**
V C Shah	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0
N R Doshi	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0
V J Shah	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0	1000	0
Bhojawani Securiti	1900000	1.9	1900000	1.9	1547000	1.55	1547000	1.55	1547000	1.55	1547000	1.55	1547000	1.55

	Dec 2012		Mar 2013-Sep 2013		Dec 2013		Mar 2014		Jun 2014-Mar 2015		Jun 2015-Sep 2015		Dec 2015	
Name	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**	**No of shares**	**% of shareholding**
es Pvt Ltd														
Purvi S Shah	100000	0.1	100000	0.1	50000	0.05	-	-	-	-	-	-	-	-
Roshan S Shah	13000	0.01	13000	0.01	13000	0.01	13000	0.01	1000	0	1000	0	1000	0
Rohil B Shah	5000	0.01	5000	0.01	5000	0.01	-	-	-	-	-	-	-	-
Romil B Shah	35000	0.04	35000	0.04	35000	0.04	35000	0.04	35000	0.04	35000	0.04	35000	0.04
Ronak B Shah	85000	0.09	35000	0.04	35000	0.04	35000	0.04	-	-	-	-	-	-
Sunita S Shah	18000	0.02	18000	0.02	18000	0.02	18000	0.02	18000	0.02	18000	0.02	18000	0.02
Shrenik H Shah	180000	0.18	180000	0.18	55000	0.06	18000	0.02	5000	0.01	5000	0.01	5000	0.01
B H Shah HUF	14000	0.01	14000	0.01	14000	0.01	14000	0.01	14000	0.01	14000	0.01	14000	0.01
S H Shah HUF	220000	0.22	220000	0.22	220000	0.22	95000	0.1	10000	0.01	10000	0.01	10000	0.01
A V Shah	176000	0.18	176000	0.18	176000	0.18	76000	0.08	1000	0	1000	0	1000	0
A D Parikh	786000	0.79	786000	0.79	786000	0.79	786000	0.79	86000	0.09	11000	0.01	86000	0.09
Bhupendrakumar H Shah	3495000	3.5	3399000	3.4	2659000	2.66	568000	0.57	456000	0.46	456000	0.46	456000	0.46
Vipul Shah	7421500	7.42	4637500	4.64	3855500	3.86	1308500	1.31	1025500	1.03	1025500	1.03	1025500	1.03
Dhananjay V Parikh	12193000	12.19	12193000	12.19	12193000	12.19	12193000	12.19	3418000	3.42	2348000	2.35	3418000	3.42
Dhananjay Vasantbhai Parik	-	-	-	-	-	-	-	-	3000000	3	3000000	3	3000000	3

Therefore, Noticees were promoters of SHL during the Investigation Period.

Disclosure under Regulation 30(2) of SAST Regulations

11. I note that Regulation 30(2) read with Regulation 30(3) of SAST Regulations specifically mandate that promoters along with persons acting in concert with him should mandatorily disclose the aggregate shareholding and voting rights in target company as of the thirty first day of March, within seven working days from the end of each financial year, to the Stock Exchanges and the Target Company.

12. In the present case, from the analysis of the information received from BSE vide email dated May 21, 2020 and from Registrar and Transfer agents ("**RTA")** vide email dated July 16, 2020, I note the following details pertaining to shareholding of Noticees and disclosures made under the Regulation 30(2) of SAST Regulations:

Table No 3

S.N.	Name of entity	Time Period	No. of shares	% of shareholding	Remarks
1	Dhananjay Parikh*	Dec 31, 2012- March 15, 2013	12193000	12.19	Dhanajay Parikh, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		March 22, 2013	9193000	9.19	
		March 30, 2013- May 16, 2014	9193000	9.19	
		May 23, 2014 -May 31, 2015	3418000	3.42	
		Jun 2015- Sep 2015	2348000	2.35	
		Dec 2015*	3418000	3.42	
	Dhananjay Vasantbhai Parik*	March 30, 2013- May 16, 2014	*3000000*	*3*	
		May 23, 2014 -May 31, 2015	*3000000*	*3*	
		Jun 2015- Sep 2015	*3000000*	*3*	
		Dec 2015*	*3000000*	3	
2	Bhojawani Securities Pvt. Ltd.	Dec 31, 2012- Nov 1, 2013	1900000	1.9	Bhojawani Securities Pvt Ltd., has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		Nov 8, 2013- Dec 31, 2015	1547000	1.55	
3	AD Parikh	Dec 31, 2012- May 16, 2014	786000	0.79	A D Parikh, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		May 23, 2014- Mar 31, 2015	86000	0.09	
		Jun 30, 2015- Sep 30, 2015*	11000	0.01	
		Dec 2015*	86000	0.09	
4	Shah (HUF) S H	Dec 31, 2012- Jan 17, 2014	220000	0.22	Shah (HUF) S H, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		Jan 24, 2014- Jun 6, 2014	95000	0.1	
		Jun 13, 2014- Dec 31, 2015	10000	0.01	
5	Shrenik Shah	Dec 31, 2012- Nov 1, 2013	180000	0.18	

S.N.	Name of entity	Time Period	No. of shares	% of shareholding	Remarks
		Nov 8, 2013-Jan 17, 2014	55000	0.06	Shrenik Shah has not been submitted required disclosure for the year ended March 31, 2015.
		Jan 24, 2014- Jun 6, 2014	18000	0.02	
		Jun 13, 2014- Dec 31, 2015	5000	0.01	
6	Shah A V	Dec 31, 2012- Jan 17, 2014	176000	0.18	Shah A V, has submitted the required disclosure under Regulation 30(1) and 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		Jan 24, 2014- Jun 6, 2014	76000	0.08	
		Jun 13, 2014- Dec 31, 2015	1000	0.00	
7	Purvi Shah	Dec 2012- Nov 1, 2013	100000	0.1	Purvi Shah, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the year ended March 31, 2013. However, the same has not been submitted for the year ended March 31, 2015 and March 31, 2014.
		Nov 8, 2013-Jan 24, 2014	50000	0.05	
		Jan 28, 2014- Dec 31, 2015	0	0.00	
8	Ronak Shah	Dec 31, 2012-Jan 11, 2013	85000	0.09	Mr. Ronak Shah, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		Jan 18, 2013-Jun 13, 2014	35000	0.04	
		Jun 14, 2014-Dec 31, 2015	0	0.00	
9	Sunita S. Shah	Dec 31, 2012- Dec 31, 2015	18000	0.02	Sunita S Shah, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
10	Roshan S Shah	Dec 31, 2012- Jun 6, 2014	*13000*	*0.01*	Mr. Roshan S Shah, has submitted the required disclosure under Regulation 30(1) / 30(2) of SAST Regulations, 2011 for the years ended March 31, 2013 and March 31, 2014. However, the same has not been submitted for the year ended March 31, 2015.
		Jun 13, 2014-Dec 31, 2015	1000	0.00	
11	Doshi N R	Dec 31, 2012- Dec 31, 2015	1000	0.00	Doshi N R has not submitted the required disclosure under March 31, 2015.
12	V J Shah	Dec 31, 2012- Dec 31, 2015	*1000*	0.0	Shah V J has not submitted the required disclosure under March 31, 2015.
13	Shah V C	Dec 31, 2012- Dec 31, 2015	1000	0	Shah V C, has not submitted the required disclosure under March 31, 2015.

*Dhananjay Parikh & Dhananjay Vasantbhai Parik are same entity i.e. Noticee 1.

13. The above table shows that Noticees had failed to disclose their yearly shareholding for the FY 2014-15 to the Stock Exchanges as stipulated under Regulation 30(2) of SAST Regulations. Further, Noticee 7 had also failed to disclose the yearly shareholding for the FY 2013-14 to the Stock Exchange in terms of Regulations 30(2) of SAST Regulations. Thus, I find that, by not making the mandatory due disclosure, Noticees are liable for failure to make disclosure in terms of the provision of Regulation 30(2) read with Regulation 30(3) of the SAST Regulations. Therefore, the allegations against that Noticees have violated

Regulation 30(2) read with Regulation 30(3) of SAST Regulations stands established.

Disclosures under Regulation 13(4A) of PIT Regulations

14. I note that Regulation 13(4A) of PIT Regulations specifically mandates promoter(s) of a listed company to disclose any change in his holdings in a company, to the company and the stock exchanges from the last disclosure made by him, if such change results into – a) value of shares exceeding Rupees 5 Lakh; b) 25,000 shares; or c) 1% of total shareholding or voting rights where the shares of the company are listed, whichever is lower. Further, Regulation 13(5) of PIT Regulations mandates that the disclosures should be made within 2 working days of the receipts of intimation of allotment of shares, or the acquisition or sale of shares or voting rights.

15. I further note that under Regulation 13(4A) of PIT Regulations the disclosure of the number of shares and change in shareholding is required to be made in "Form D". Form D, as specified under Regulation 13(4A) contains specific details about transactions of the concerned person such as: *Name, PAN No. & Address of Promoter, Shareholding/ Voting Right held by the Promoter, No. of shares/voting rights acquired/ sold, date of receipt of allotment advice/ acquisition of shares/ sale of shares specify, date of intimation to company, mode of acquisition (market purchase/ public/ rights/ preferential offer etc./ sale), No. & % of shares/ voting rights post acquisitions or sale, Trading Member through whom the trade was executed with SEBI registration no. of the TM, Exchange on which the trade was executed, Buy quantity, Buy Value, Sell quantity, sell value*.

16. In the present case, from the analysis of the information submitted by BSE vide email dated May 21, 2020 and that by RTA vide email dated July 16, 2020, I note the following details pertaining to change of shareholding under the Regulation 13(4A) of PIT Regulations with respect to the Noticee 1 to Noticee 8 as promoters of SHL:

Table No 4

S.N.	Name of entity	Shareholding of the entitiy/Noticee before the transactions		Disclosure Triggering Transaction		Change in shareholdings
		Date of transactions	Holding of shares	Date of transactions	Holding of shares	
1	Dhananjay Parikh	16-May-2014	12193000	May 23, 2014	6418000	5775000
2	Bhojawani Securities Pvt. Ltd.	01-Nov-2013	1900000	November 8, 2013	1547000	353000
3	AD Parikh	16-May-2014	786000	May 23, 2014	86000	700000
4	Shah (HUF) S H	17-Jan-2014	220000	January 24, 2014	95000	125000
		06-Jun-2014	95000	June 13, 2014	10000	85000
5	Shrenik Shah	01-Nov-2013	180000	November 8, 2013	55000	125000
		17-Jan-2014	55000	January 24, 2014	18000	37000
		06-Jun-2014	18000	June 13, 2014	5000	13000
6	Shah A V	17-Jan-2014	176000	January 24, 2014	76000	100000
		06-Jun-2014	76000	June 13, 2014	1000	75000
7	Purvi Shah	01-Nov-2013	100000	November 8, 2013	50000	50000
		24-Jan-2014	50000	January 28, 2014	0	5775000
8	Ronak Shah	11-Jan-2013	85000	January 18, 2013	35000	549000
		07-Jun-2014	35000	June 14, 2014	35000	0

17. From the above table, I note that, the aforesaid transactions by Noticee 1 to Noticee 8 who were promoters of SHL during the relevant period, triggered the disclosure requirements under the Regulation 13(4A) of the PIT Regulations, as the threshold of change of 25,000 shares were breached as per the requirements specified under the Regulation 13(4A) of the PIT Regulations. I note from the BSE email dated May 21, 2020 that BSE had not received any disclosures from the aforementioned Noticee 1 to Noticee 8 under Regulation 13(4A) of the PIT Regulations with respect to impugned aforementioned transactions. Noticees 1 to 8 have the responsibility to make disclosure each and every time whenever threshold of change of 25,000 shares are breached.

18. In view of the aforesaid facts and circumstances, I find that the said Noticees 1 to 8 have failed to make disclosure in terms of the provision of Regulation 13(4A) of the PIT Regulations. Therefore, the allegations that Noticee 1 to Noticee 8 have violated Regulation 13(4A) of PIT Regulations stands established.

Issue No. II If yes, whether the failure, on the part of the Noticees would attract monetary penalty under Section 15A(b) of the SEBI Act?

19. I rely on the order passed by Hon'ble Supreme Court of India, in the matter of SEBI vs. Shri Ram Mutual Fund [2006] 68 SCL 216(SC), 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..*."

20. In view of above facts and circumstances, I note that Noticees are liable for the monetary penalty as mentioned under 15A(b) of the SEBI Act for the violation of provision of Regulation 13(4A) of the PIT Regulations and Regulations 30(2) read with Regulations 30(3) of SAST Regulations.

Issue No. III If yes, what would be the monetary penalty that can be imposed upon the Noticees taking into consideration the factors stipulated in Section 15J of the SEBI Act read with rule 5(2) of the SEBI Adjudication rules?

21. While determining the quantum of penalty under sections 15A(b) SEBI Act, I have considered factors listed in section 15J of SEBI Act read with Rule 5(2) of the Adjudication Rules. Further, Hon'ble Supreme Court, in its order **SEBI vs Bhavesh Pabari** (2019) 18 SCC 246 held that- "*We, therefore, hold and take the view that conditions stipulated in clauses (a), (b) and (c) of Section 15-J are not exhaustive and in the given facts of a case, there can be circumstances beyond those enumerated by clauses (a), (b) and (c) of Section 15-J which can be taken note of by the Adjudicating Officer while determining the quantum of penalty*." Therefore, in the light of Bhavesh Pabri (Supra) judgment, I find that the investigation period of the relevant disclosure is February 01, 2013 to September 14, 2015. Thereafter, the filling of disclosure has now become automated and system driven. Thus, considering the amount of time elapsed and significant changes have been introduced in the system, the same has been considered as a mitigating factor. Further, the material available on record has not quantified the amount of disproportionate gain or unfair advantage, if any, made by the Noticees and the loss, if any, suffered by the investors as a result of the Noticees' failure.

E. Order

22. After taking into consideration the nature and gravity of the violations established in the preceding paragraphs, and in exercise of the powers conferred upon me under section 15-I of the SEBI Act read with rule 5 of the Adjudication Rules, I hereby impose the following penalties on Noticees:

Noticee No	Name of the Noticee	Penalty under	Penalty Amount
Noticee 1	Dhananjay Parikh	15A(b) of SEBI Act	1,00,000/- (Rupees One Lakh Only)
Noticee 2	Bhojawani Securities Pvt. Ltd.		1,00,000/- (Rupees One Lakh Only)
Noticee 3	AD Parikh		1,00,000/- (Rupees One Lakh Only)
Noticee 4	Shah (HUF) S H		1,00,000/- (Rupees One Lakh Only)
Noticee 5	Shrenik Shah		1,00,000/- (Rupees One Lakh Only)
Noticee 6	Shah A V		1,00,000/- (Rupees One Lakh Only)
Noticee 7	Purvi Shah		1,00,000/- (Rupees One Lakh Only)
Noticee 8	Ronak Shah		1,00,000/- (Rupees One Lakh Only)
Noticee 9	Sunita S Shah		1,00,000/- (Rupees One Lakh Only)
Noticee 10	Roshan Shah		1,00,000/- (Rupees One Lakh Only)
Noticee 11	Doshi N R		1,00,000/- (Rupees One Lakh Only)
Noticee 12	Shah V J		1,00,000/- (Rupees One Lakh Only)
Noticee 13	Shah V C		1,00,000/- (Rupees One Lakh Only)

23. I find that aforementioned penalties are commensurate with the violations committed by the Noticees as mentioned in the above paragraphs to meet the ends of justice in the present matter.

24. The Noticees shall remit / pay the said amount of penalty within 45 days of receipt of this order through online payment facility available on the SEBI website www.sebi.gov.in on the following path by clicking on the payment link. **ENFORCEMENT → ORDERS → ORDERS OF AO → PAY NOW**

25. 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 Noticees.

26. In terms of the provisions of Rule 6 of the Adjudication Rules, a copy of this order is being sent to the Noticees and also to the Securities and Exchange Board of India.

Date: September 20, 2023	**Soma Majumder**
Place: Mumbai	**Adjudicating Officer**