



Metropolitan Stock Exchange of India Limited

Department: Investigation

Segment: All

Circular No: MSE/ID/5719/2017

Date : November 01, 2017

SEBI order in the matter of Moral Group Of Companies

To All Members,

SEBI vide order no. WTM/GM/efd/69/2017-18 dated October 31, 2017 has issued the following directions, for below mentioned notices:-

SL. NO.	NOTICEES	PAN	DIN/CIN
1	Moral Devcon Limited	AAHCM3170B	U45400UP2011PLC045251
2	Moral Health & Personal Care Limited	AAHCM3158P	U51900MP2011PLC026128
3	Moral Commotrade Limited	AAGCM8052P	U51909WB2010PLC152841
4	Moral Infrastructures Corporation Limited	AAGCM4867L	U45300WB2010PLC145291
5	Moral Capital Services Limited	AAF3135Q	U67110UP2007PLC034163
6	Arun Kumar	AGZPK5596J	02000610
7	Ajay Kumar Sharma	ANQPS0753F	02356951
8	Gyaneshwar Sharma	BQHPS9902F	01881854
9	Moral Debenture Trust (Trustee : Santu Kumari)	NA	NA

- (a) The Noticee nos. 1 to 4 and 6 to 8 i.e. Moral Devcon Limited, Moral Health & Personal Care Limited, Moral Commotrade Limited and Moral Infrastructure Limited and their directors, namely Shri Arun Kumar, Shri Ajay Kumar Sharma, Shri Gyaneshwar Sharma, shall jointly and severally refund the money collected through the offer and allotment of NCDs by the Noticee nos. 1 to 4, with an interest of 15% per annum (the interest being calculated from the date when the repayments became due in terms of Section 73(2) of the Companies Act, 1956 till the date of actual payment) within a period of 90 days from the date of receipt of this order;.
- (b) The refund as directed hereinabove shall be made through banking channels such as demand draft or electronic mode of transfer and a trail of such refunds shall be maintained by the Noticee nos. 1 to 4 and 6 to 8 for verification, if necessitated at a later date;
- (c) Within seven days of completion of refund as directed hereinabove, the Noticee nos. 1 to 4 and 6 to 8 shall file a certificate of such completion with SEBI from two independent Chartered Accountants after proper verification of the details of all such refunds from records including bank accounts of the Noticee nos. 1 to 4 and 6 to 8 and after being satisfied that the refund to all the debenture holders has actually been made.
- (d) Till the refund, as directed above, is complete, the Noticee nos. 1 to 4 and 6 to 8 are hereby—
- (i) restrained from accessing the securities market;
- (ii) prohibited from buying, selling or otherwise dealing in securities in any manner whatsoever, directly or indirectly; and

- (iii) restrained from associating themselves, with any listed public company or any public company which intends to raise money from the public.
- (e) For a period of four years from the date of completion of the refund, as directed in para (a) above, the Noticees nos. 1 to 4 and 6 to 8 are hereby–
 - (i) restrained from accessing the securities market;
 - (ii) prohibited from buying, selling or otherwise dealing in securities in any manner whatsoever, directly or indirectly; and
 - (iii) restrained from associating themselves, with any listed public company or any public company which intends to raise money from the public.
- (f) In the event of the Noticees failing to comply with the directions of refund stated in para (a) above, SEBI shall initiate recovery proceedings in accordance with the provisions of the SEBI Act, 1992.
- (g) The Noticee nos. 5 to 8, i.e. Moral Capital Services Limited and its directors, namely Shri Arun Kumar, Shri Ajay Kumar Sharma, Shri Gyaneshwar Sharma, are hereby cautioned and advised to refrain from representing the Noticee no. 5 as a sub-broker or portfolio manager or depository participant in any manner whatsoever as long as it does not hold valid certificate(s) of registration in such capacities.
- (h) The Noticee no. 9, namely Mrs. Santu Kumari (debenture trustee of Moral Debenture Trust), shall refrain from acting as a debenture trustee of Moral Debenture Trust and shall not take up any new assignment in a similar capacity, involving issues of securities, in future. Further, Ms. Santu Kumari, for a period of one year, is hereby:
 - (i) restrained from accessing the securities market;
 - (ii) prohibited from buying, selling or otherwise dealing in securities in any manner whatsoever, directly or indirectly; and
 - (iii) restrained from associating herself, with any listed public company or any public company which intends to raise money from the public.

Members of the Exchange are advised to take note of the full text of the order available on SEBI's website [www.sebi.gov.in] and ensure compliance.

**For and on behalf of
Metropolitan Stock Exchange of India Limited**

Prachi Lendhe
Sr. Manager