

Department: Investigation	Segment: All
Circular No: MSE/ID/13134/2023	Date : March 02, 2023

Subject: SEBI Order in the matter of GDR Issue of Texmo Pipes and Products Limited

To All Members,

SEBI vide order no QJA/AA/IVD/ID4/24247/2022-23 dated February 28, 2023 has issued the following directions for the below mentioned noticees:

Noticee No.	NAME	PAN / DIN / Commercial Register Number / Passport Number
1	Texmo Pipes and Products Ltd.	AACCT9780D
2	Mr. Sanjay Agrawal, Chairman & Managing Director	ADAPA0132C
3	Mr. Vijay Prasad Pappu, Director	ASRPP0392H
4	Mr. Shanti Lal Badera, Director	ABLPB5820D
5	Mr. Rishabh Kumar Jain, Company Secretary	AHYPJ1203B
6	Mr. Arun Panchariya	AEVPP6125N
7	Vintage FZE (now known as Alta Vista International FZE)	Registered outside India
8	Mr. Mukesh Chauradiya	AAVPC0966A
9	Pan Asia Advisors Ltd.	Registered outside India
10	India Focus Cardinal Fund	AABCI9518D
11	Highblue Sky Emerging Market Fund (previously known as KBC Aldini Capital Mauritius Ltd.: FII Registration No.: INUEFD237810)	AADCK9460G
12	Sparrow Asia Diversified Opportunities Fund	AANCS3131Q
13	Leman Diversified Fund	AABCL8363M
14	Cardinal Capital Partners	FII Registration No.: INMUFD263211
15	European American Investment Bank AG	FII Registration No.: INASFD211608
16	Golden Cliff (previously known as Vaibhav Investments Limited)	FII Registration No.: INMUFD256111

Metropolitan Stock Exchange of India Limited

- i. Texmo Pipes and Products Limited Ltd. (Noticee no. 1) is hereby restrained from accessing the securities market and further prohibited from buying, selling or otherwise dealing in securities including units of mutual funds, directly or indirectly, or being associated with the securities market in any manner, whatsoever, for a period of 3 years from the date of SEBI order;
- ii. Texmo Pipes and Products Ltd. is also hereby directed to continue to pursue measures to bring back the outstanding amount of USD 3.49 million, the GDR proceeds into its bank account in India within a period of one year. Directors of Texmo to ensure the compliance of this direction by Noticee No. 1 and Noticee No. 1 shall furnish a Certificate from a Chartered Accountant of ICAI along with necessary documentary evidences, certifying the compliance of this direction to "The Division Chief, EFD, DRA-1, Securities and Exchange Board of India, SEBI Bhawan, Plot NO. C4 A, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051".
- iii. The Noticees, as listed in the below table, shall be restrained from accessing the Indian securities market, and further prohibited from buying, selling or otherwise dealing in securities including units of mutual funds, directly or indirectly, or being associated with the securities market in any manner, whatsoever.

Noticee No.	Name of the Noticee	Period of Debarment
2	Sanjay Agrwal	3 years
3	Vijay Prasad Pappu	3 years
4	Shanti Lal Badera	1 year
5	Rishabh Kumar Jain	1 year
6	Arun Panchariya	10 years
7	Vintage FZE	8 years
8	Mukesh Chauradiya	3 years
9	Pan Asia Advisors Ltd.	8 years
10	India Focus Cardinal Fund	5 years
11	Highblue Sky Emerging Market Fund	5 years
12	Sparrow Asia Diversified Opportunities Fund	5 years
13	Leman Diversified Fund	5 years
14	Cardinal Capital Partners	2 years
15	European American Investment Bank AG	2 years
16	Golden Cliff	2 years

- iv. The Noticees, as listed in the table below, shall be restrained from holding any position of Director or key managerial personnel in any listed company or any intermediary registered with SEBI, or associating themselves with any listed public company or a public company which intends to raise money from the public or any intermediary registered with SEBI for the respective periods as provided in SEBI order.

Noticee No.	Name of the Noticee	Period of Debarment
6	Arun Panchariya	10 years
8	Mukesh Chauradiya	3 years

- v. Mr. Arun Panchariya (Noticee No. 6), Vintage FZE (Noticee No. 7), India Focus Cardinal Fund (Noticee No.10), Highblue Sky Emerging Market Fund (Noticee No. 11), Sparrow Asia Diversified Opportunities Fund (Noticee No. 12) and Leman Diversified Fund (Noticee No. 13) are further directed to disgorge illegal gains of a total gain of Rs. 14,82,12,803, made by way of sale of equity shares of Texmo along with interest of 12% per annum from July 15, 2014 till the payment of disgorgement amount, within a period of 45 days from the date of this order. As already stated, the liability of Nos. 6, 7, 10, 11, 12 and 13 to disgorge the said amount shall be joint and several. In the event, Noticee Nos. 6, 7, 10, 11, 12 and 13 fail to comply with the said direction, SEBI shall be free to recover the said amount from the Noticees under Section 28A of SEBI Act, 1992 and the said Noticees shall also be restrained from accessing the securities market and prohibited from buying, selling or otherwise dealing in the securities market, till the actual payment or recovery of disgorgement amount or till the completion of the debarment directed, whichever is later.
- vi. The amount, as directed to be disgorged in para above as mentioned in SEBI order, shall be remitted by Noticees no. 6, 7, 10, 11, 12 and 13 to Investor Protection and Education Fund (IPEF) referred to in Section 11(5) of the SEBI Act, 1992. An intimation regarding the payment of said disgorgement amount directed to be paid herein, shall be sent to “The Division Chief, EFD, DRA-1, Securities and Exchange Board of India, SEBI Bhawan, Plot NO. C4 A, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051”.

The obligation of the Noticees debarred in the present Order, in respect of settlement of securities, if any, purchased or sold in the cash segment of the recognized stock exchange(s), as existing on the date of SEBI Order, can take place irrespective of the restraint/prohibition imposed by this Order, only in respect of pending unsettled transactions, if any. Further, all open positions, if any, of the Noticees debarred in the present Order, in the F&O segment of the Stock Exchanges, are permitted to be squared off, irrespective of the restraint/prohibition imposed by SEBI Order.

The period of debarment as directed by way of SEBI Order shall run concurrently in respect of any Noticee, as mentioned in SEBI order, who may already be undergoing any period of debarment with respect to similar issues of GDRs.

The above directions shall come into force with immediate effect.

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**

**Vipul Vaishnav
Assistant Vice President**