

BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA

CORAM: V. K. CHOPRA, WHOLE TIME MEMBER

AGAINST OASIS MEDIA MATRIX LTD, VASANT C SHAH, CHANDERKANT MEHTA, KAMLESH SHAH, JATIN SHAH, AMIT BHAVSAR, ANIL MODI, ANITABEN SHAH, ANJU KALRA, ASIF CHHIPA, ASHWIN C SHAH, BANKESH BHAVSAR, DHARMENDRA A SHAH, FALGUN D SHAH, HARSHAD C SHAH, HEMANT J UPADHYAY, HIMANSHU J SHAH, HITESH P SHAH, JYOTSENABEN M SHAH, MALTI B SHAH, MONA FALGUN SHAH, NAGESHBHAI R SHAH, NAVINBHAI S SHAH, PARULBEN N SHAH, ROHITBHAI R SHAH, SAURABH S PANDYA, SONALI P SHAH, VAISHALI R SHAH, VARSHABEN J SHAH, VIJAY H SHAH, VIPIN BHARDWAJ, VIPUL J BHAVSAR, VRAJESH R PATEL, YOGINI V PATEL AND ZAHEDA A CHHIPA.

IN THE MATTER OF INVESTIGATION INTO DEALINGS IN THE SCRIP OF OASIS MEDIA MATRIX LTD

WTM/VKC/IVD/ID8/136/08

DATE OF HEARING: OCTOBER 8, 2007

APPEARANCES:

For Noticees : Shri. NAVEEN BAI SHAH, Shri. CHANDRAKANT SHAH (Husband and authorized representative of Mrs. ANJU C SHAH) and Mrs. VAISHALI SHAH along with her husband Shri. RUPESH SHAH.

For SEBI : Ms. BARNALI MUKHERJEE, Deputy General Manager
Shri. SAHAB SINGH, Manager
Shri. MOHAMED RAHAZ, Legal Officer

ORDER

[UNDER REGULATION 11 OF SEBI (PROHIBITION OF FRAUDULENT AND UNFAIR TRADE PRACTICES RELATING TO SECURITIES MARKET) REGULATIONS, 2003 READ WITH SECTION 11(4) AND 11B OF THE SEBI ACT, 1992]

1. Securities and Exchange Board of India (SEBI) conducted investigation in the re-issue of shares of Oasis Media Matrix Limited (hereinafter referred to as OMML) in January 2004 and subsequently the offloading of these shares in the market during January 01, 2004 to December 31, 2005.
2. The company OMML was incorporated as Ratnajyot Metcast Limited on September 27, 1995 and received certificate of Commencement of Business on October 9, 1995. The initial promoters of OMML were Shri Mohanbhai Patel, Shri Hiteshbhai Patel and Shri Kalpesh Anilbhai Raval and its main objects were manufacturing, producing, converting, mixing, treating, melting, handling, buying, selling, importing, exporting, casting and forging all kinds of metals. However, keeping in view the depressed market condition, it wanted to venture in some profitable business to utilize the available resources effectively. Therefore, OMML decided to diversify its activities to undertake and act as television entertainment channel provider, develop entertainment serials and others, design and develop systems and application software etc. (i.e. media related activities). However, this activity was not taken up by the company. Subsequently, the name was changed to Oasis Media Matrix Limited from Ratnajyot Metcast Limited with effect from

August 26, 2002. The company went for stock split from Rs. 10 each to Re. 1 per share in January 2003. The Board of Directors of OMML were Shri Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah.

3. The performance of the company indicates that the company earned a negligible profit of Rs. 2.98 lakh during the year ended on March 2003 and Rs. 3.02 lakh during the year ended on March 2004. Income has been earned by the company on account of interest and 'other income'. The quarterly results of the company for the four quarters from June 2004 to March 2005 were also very dismal.

4. The shareholding pattern of the company for the quarters ending on March of every year from 2003 to 2006 was analyzed and it was observed that the holding of promoters and persons acting in concert have declined from 1,44,70,040 shares (46.43%) in March 2003 to NIL in March 2006 and the public holding as on March 2006 was 91%. Thus, the promoters and persons acting in concert have offloaded their entire holding in the company OMML.

5. The public issue of OMML was made in 1996 and after that the scrip was infrequently traded till 2002. Trading in the scrip mainly started from April 2002 and during the year 2004 and 2005 substantial volumes were recorded and price quoted between Re. 0.13 to Rs. 2.23. During the years of 2004 and 2005 the maximum price of Rs. 2.23 was observed in August 2005 only.

6. During the course of investigation it was observed that OMML forfeited 2,14,57,000 partly paid up shares (face value Re. 1 and paid up value Re. 0.50) on January 04, 2003 on account of non payment of allotment money. On January 16, 2004 in the meeting of the Board of Directors it was decided to re-issue forfeited shares @ Re. 0.27 per share.

7. The company submitted that the shares on re-issue were allotted to the following 32 persons. Investigation revealed that these persons were connected to the directors of OMML or one Shri Jatin Shah. The details submitted by the company regarding the allotment of shares to the respective allottees and details of payments of Rs. 57,93,390 received from them are as below:

S. No.	Name of the Allottee	No. of Shares as allotted	Consideration Received by Cheque	Consideration Received by Cash
1	Ms. Mona Falgun Shah	500000	135000	0
2	Ms. Anju T Kalra	452000	0	122040
3	Shri Ashif Chhipa	500000	135000	0
4	Shri Vrajesh R Patel	400000	108000	0
5	Ms. Varsha J Shah	492000	132840	0
6	Ms. Yogini V Patel	600000	162000	0
7	Ms. Vaishali R Shah	496000	133920	0
8	Shri Bankesh Bhavsar	496000	133920	0
9	Shri Amit Bhavsar	989000	78030	189000
10	Shri Navinbhai S Shah	462000	124740	0
11	Shri Anil D Modi	748000	201960	0
12	Ms. Jyotsnaben M Shah	912000	0	246240
13	Shri Falgun D Shah	940000	0	253800
14	Shri Vipin Bhardwaj	500000	0	135000
15	Shri Saurabh S Pandya	150000	0	40500
16	Ms. Malti B Shah	100000	0	27000
17	Ms. Sonali P Shah	150000	0	40500
18	Shri Vijay H Shah	500000	0	135000
19	Shri Ashwin C Shah	934000	252180	0
20	Shri Harshad C Shah	916000	0	247320

21	Shri Hemant J Upadhyay	834000	225180	0
22	Shri Vipul J Bhavsar	716000	193320	0
23	Ms. Anitaben N Shah	988000	0	266760
24	Ms. Parulben Nageshbhai Shah	977000	0	263790
25	Shri Nageshbhai Rameshbhai Shah	726000	0	196020
26	Shri Rohitbhai Ramanlal Shah	934000	0	252180
27	Shri Dharmendra Ajitbhai Shah	868000	0	234360
28	Shri Hitesh P Shah	754000	0	203580
29	Shri Himanshu J Shah	653000	0	176310
30	Ms. Zaheda A Chhipa	938000	0	253260
31	Shri Janak N Parikh	929000	250830	0
32	Ms. Meena J Parikh	903000	243810	0
	Total	21457000	2510730	3282660

8. After re-issuing 2,14,57,000 shares company OMML informed BSE vide its letter dated January 09, 2004 that at the EGM, shareholders approved the re-issue of 2,14,57,000 forfeited shares. BSE disseminated the said information to the market vide its daily news bulletin dated January 12, 2004 and advised OMML vide its letter dated February 24, 2004 & August 04, 2004 to complete the formalities relating to re-issue of forfeited shares. However, the company OMML instead of fulfilling the listing formalities started dematerializing re-issued shares.

9. For dematerialization of the above shares NSDL requested OMML to give a copy of letter/notice of the stock exchanges confirming that the re-issue of forfeited shares are taken on record. But, the company did not obtain letter/notice from BSE about taking the re-issued shares on record, however, it informed NSDL that, *“the permissions are required to be obtained only from Regional Stock Exchange and therefore, as per normal practice they are not issuing such certificate, but you can visit web site of BSE, which is self explanatory that re-issued shares are taken on record by BSE”*. NSDL sent copy of the letter received from company to BSE and

BSE in its letter clarified that, *“as per the clause 35 of listing agreement companies are required to submit their shareholding pattern to the exchange on a quarterly basis and the same are immediately posted on the website of the exchange. Accordingly, the captioned company had filed the shareholding pattern including the re-issued forfeited shares and it was posted on our website.”* BSE in its letter dated August 10, 2004 to NSDL informed that as and when the company complies with the re-issued formalities, a notice will be issued in this regard. Hence, it has been observed that OMML misled depository NSDL and dematerialized 1,94,76,900 shares which never got listed at BSE.

10. During investigation the role of Sharepro Services India Private Limited (hereinafter referred to as Sharepro) the RTA of OMML was examined and Shri Dilip Sawant Senior Manager of Sharepro stated on record that Sharepro is not acting as RTA of the company OMML. That its role is merely that of a depository connectivity agent as per the tripartite Agreement between the company, both the depositories and Sharepro and it is providing connectivity to OMML since 2001 and the RTA work is handled by the company in-house. In support of the same it furnished a copy of the agreement and delegation of power including a copy of the demat confirmation reports received from the company for accepting and rejecting the demat request which was signed by Shri Jatin Shah as authorized signatory on behalf of OMML.

11. Based on the above findings in the investigation SEBI issued a Show Cause Notice to the Company OMML and its Directors Shri. Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah and Shri Jatin Shah (Authorized signatory of OMML) holding them guilty of Regulation 3 (a), (b), (c), (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 for re-issuing 2,14,57,000 shares without receiving full consideration, using the name of allottees to open demat accounts and offloading the unlisted shares held by the allottees and the shares of the promoter group in the market in a fraudulent manner thereby cheating the gullible investors. Further

OMML was held to have violated Regulation 53A of the SEBI (Depositories and Participants) Regulations, 1996 since the records pertaining to physical shares were not transferred to the RTA and were handled in-house by OMML.

12. Investigation further revealed that allottees of the re-issued shares were found to be connected to the OMML, either through its directors or Shri Jatin Shah (authorized signatory of OMML). Show Cause Notices were issued to the aforesaid allottees for violating Regulation 3 (a), (b), (c), (d) and 4 (1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 for aiding and abetting Shri Jatin Shah, the company and its directors for disposing off the shares, which were not fully paid up and unlisted, in a fraudulent manner and thereby cheating the gullible investors.

13. The OMML vide letter dated July 2, 2007 replied to the show cause notice enclosing the chronology of events with respect to re-issue of forfeited shares. It stated that the submissions and the statements made during investigation may be considered and based on the same, OMML contended that they have not violated provisions of Regulation 3 (a), (b), (c), (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations 2003. The said reply has been sent not only on behalf of OMML but also on behalf of the Directors, Shri Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah.

14. Shri Jatin Shah and the allottees of re-issued shares Shri Malti B Shah, Ms. Sonali P Shah, Ms. Varshaben J Shah, Shri Hitesh P Shah, Shri Saurabh S Pandya, Shri Harshad C Shah, Shri Asif Chhipa, Ms. Zaheda A Chhipa, Shri Vijay H Shah, Shri Falgun D Shah, Shri Bankesh Bhavsar, Shri Vrajesh R Patel, Ms. Yogini Patel, Ms. Anitaben Shah, Ms. Mona Falgun Shah, Ms. Jyotsenaben M Shah, Ms. Parulben N Shah, Shri Nageshbhai R Shah, Shri Amit Bhavsar, Shri Hemant J Upadhyay, Shri Ashwin C Shah and Shri Anil Modi vide letters dated July 2, 2007 have furnished their replies in an identical manner. The Company

Secretary of OMML, Shri Ravi Kapoor vide his letter dated July 2, 2007 had forwarded the replies of all the above allottees. Only 3 allottees i.e. Ms. Anju C Shah, Shri Naveen Bai Shah and Ms. Vaishali Shah have replied to the show cause notice separately while 2 allottees i.e. Shri Dharmendra A Shah and Shri Vipin Bhardwaj have not replied. The main submission of Jatin Shah and the allottees are similar to the reply furnished by OMML.

15. A personal hearing was granted to OMML, its Directors, Shri Jatin Shah and 30 allottees. Shri Naveenbhai Shah, Ms. Vaishali Shah (alongwith her husband Shri Rupesh Shah) and Shri Chanderkant Shah (husband of Ms. Anju C. Shah) appeared on October 8, 2007 before me. The other persons had requested exemption from personal hearing mainly on the ground that they had already made their submissions through various previous statements and replies.

16. I have carefully considered the findings of the investigation, the show cause notices and the replies of the notices. I find that as per the information given by OMML, a substantial portion of the amount on re-issue was received in cash. However, upon examining the bank statement of Bhuj Mercantile bank of OMML, where the amount was claimed to be deposited by OMML, it appeared that the cash was not deposited. Analysis of the bank statement further brought out that on different dates cash was received mostly in tranches of Rs. 5,00,000 and the same amount was transferred out immediately by cheque and the next tranche of the same amount was received and paid out and so on. Details were sought from OMML in this regard along with other information like utilization of the proceeds of the amount received, documents relevant to re-issue and forfeiture of shares, proof of cash (received on re-issue) deposited in the bank etc.

17. I have observed that since OMML had given only partial information, summons were issued for appearance and recording statement. However, as the company and the allottees to whom summons were issued did not turn up, a team of officers of SEBI went to Ahmedabad for further investigation and recording of

statements and for collecting evidence from banks and DPs. Shri Ravi Kapoor, authorised representative and practicing Company Secretary of OMML, appeared on behalf of the company and gave his statement.

18. I find that Shri Ravi Kapoor has stated on oath that OMML decided to diversify its business into media related activities in 2002 through Shri Kartik Patel and it entered into negotiation for certain T V and Media Rights but no headway could be made as Shri Kartik Patel suddenly disappeared and nothing materialized. Shri Ravi Kapoor has confirmed that till date OMML has not done any business except for investment activities. Furthermore he has also stated that there are no assets of OMML and there are no employees in the company either.

19. From the information available on records and the details submitted by OMML it was observed that the company received Rs. 25,10,730 in cheque and Rs. 32,82,660 as cash. The bank statement did not reveal the deposit of the above cash amount and instead it was found that the amount of Rs. 5,00,000 was deposited in tranches which was paid out and so on. Therefore, an explanation was sought from Shri Ravi Kapoor for each debit and credit transaction of Rs. 10,000 and above and also for the deposit of the amount received in cash towards re-issue with necessary evidence. He submitted in his statement that he will furnish the detailed reply but he did not produce anything and could not explain the immediate debit and credit transactions of Rs. 5,00,000.

20. Shri Ravi Kapoor further stated that the forfeited shares were re-issued in order to raise funds to diversify into media related activities but the amount received on re-issue was given as advance to various parties as the said activity could not be started. However, he could not submit the proof of such advance including the name of the parties. With regard to the alleged non-compliance of listing formalities with BSE Shri Ravi Kapoor stated that as per their understanding the shares which have been forfeited continued to be listed at the stock exchange even after forfeiture as forfeited shares were never delisted from the exchange and

accordingly the question of applying the listing of shares does not arise. Clarification in this regard was again sought from BSE. The exchange in its reply has stated that the forfeited shares were removed from the capital of the company and the market was informed about the same. So for all practical purpose, the shares are 'Bad Delivery' in the market. The exchange have further stated that for the forfeited shares to be reinstated on the Exchange the company had to comply with clause 23 (a) of the Listing Agreement and also the formalities prescribed by the exchange which the company had not done. Hence I find that the statement of the company that the shares are listed on the exchange was not tenable.

21. I observed that with regard to the issue of dematting of shares, Shri Ravi Kapoor has stated that the OMML has appointed Sharepro as its RTA for both physical and electronic connectivity. However, records pertaining to physical shareholders were not transferred to RTA and continued to be handled in house. As per Regulation 53A of SEBI (Depositories and Participants) Regulations, 1996

“All matters relating to transfer of securities, maintenance of records of holders of securities, handling of physical securities and establishing connectivity with the depositories shall be handled and maintained at a single point i.e. either in house by the issuer or by a Share Transfer Agent registered with the Board.”

Thus by handling the physical records in-house OMML has violated the provisions of the above regulation.

22. The company claimed that it received full amount on re-issue of shares. However, from the analysis of bank statement, documents on record and the statement recorded it is evident that the company did not receive the full amount after re-issue of shares. The Company further stated that it deposited cash after consolidation but it could not provide details of cash deposited in its account in the form of cash for the allotment of shares. I find that the Statement of the auditor of the company OMML M/s Surana Maloo & Co. was also recorded as they certified the receipt of the amount on re-issuing the shares. The auditor could not justify that the company received the cash portion on re-issue. Shri Omkar Maloo partner of

M/s Surana Maloo & Co. stated that the certificate was issued after verifying the bank statement, bank book and share capital ledger of the company. He stated that he has not verified the application of allottees and cash book of company and cash portion of Rs. 32,82,660 has come from the respective allottees.

23. I find that apart from the above findings, the fact that the full consideration was not received has been further corroborated from the statement recorded from the allottees and these allottees were found to be connected/related to the company promoters/directors. The investigations have further revealed that some portion of the consideration received on forfeiture was funded by the company. Bank statement analysis have further revealed that the amount received by cheque on re-issue have been paid out in tranches of Rs. 5,00,000 to one Sri Sriraj Vohra, who is found to be a company related entity, and the total amount transferred from February to March was Rs. 26 lakh. The investigations have also revealed that on different dates in March 2004 a total amount of Rs.14,57,000 was transferred from the account of Sriraj Vohra to the account of Nakoda Telecom (another company related entity) from where cash withdrawals were made on different dates (for total of Rs.15,50,000) and deposited in the OMML's account. It reveals from the analysis of the bank statements that the amount deposited in cheque/cash in the bank account of OMML has been rerouted through other accounts to be re-deposited in the account of the company as cash and shown as amount received towards re-issue of shares. Investigation revealed that these shares have been finally offloaded in the market.

24. I find that the allottees of the re-issued shares were connected to the company OMML, either through its directors or through Shri Jatin Shah (authorized signatory of the company) and aided and abetted Shri Jatin Shah, company OMML and its directors for disposing off the shares which were not fully paid up and unlisted, in a fraudulent manner and thereby cheating the gullible investors.

25. I have also carefully examined the findings in the investigation with regard to the allottees. I find that that the role of these persons is as below:

26. **Shri Bankesh Bhavsar, Shri Amit Bhavsar:** Shri Bankesh Bhavsar and Shri Amit Bhavsar were allotted 4,96,000 shares and 9,89,000 shares respectively. I find from the evidence brought out by investigation that these persons claimed to have made payments in cash and cheque but could not produce the evidence of paying in cash. I find that Ms. Krina Amit Bhavsar (wife of Shri Amit Bhavsar) received 9,77,000 shares from the allottee Ms. Parul Shah. Shri Bankesh Bhavsar stated that these shares were transferred to the above account as per the instruction of Shri Jatin Shah and she did not make any payment. The aforesaid shares of Shri Bankesh Bhavsar, Shri Amit Bhavsar and Ms. Krina Amit Bhavsar later through a web of entities were offloaded in the market. I find that the plea of ignorance and acting in good faith on the advice of Shri Jatin Shah does not hold when Shri Bankesh Bhavasara and Shri Amit Bhavsar invest an amount much larger than his annual income and makes payment in cash with no record and finally offloads the aforesaid shares in the market.

27. **Shri Vijay H Shah:** Shri Vijay Shah was allotted 5,00,000 shares by the company and as stated by him he made payments of Rs. 1,35,000 by cash. Shri Vijay Shah stated that Shri Jatin Shah recommended him to apply for the shares of OMML. After dematerializing he transferred the shares to Shri Pankaj Patel, Shri Vipul Mehta and Shri Jatin Shah and stated that he received Rs. 1,50,000 in cash from the aforesaid parties. Further, these shares have ultimately gone to the market. I find that Shri Vijay Shah could not produce any document in support of his claim that he has made/received payments in cash as he claims that his broker M/s Fairdeal Brokers has not issued any bill or document for these transactions, as stated by Shri Vijay Shah in his statements on record.

28. **Shri Ashwin C Shah and Shri Harshad C Shah:** Shri Ashwin C Shah and Shri Harshad C Shah were allotted 9,34,000 shares and 9,16,000 shares

respectively. As per information given by OMML Shri Ashwin C Shah made payment of Rs. 2,52,180 by cheque and Shri Harshad C Shah paid Rs. 2,47,320 by cash. From the recording of statement of Shri Ashwin C Shah it is observed that his younger brother Shri Vasant C Shah (Director of OMML) executed transactions in their account. Shri Ashwin C Shah has stated that Shri Vasant C Shah deposited a cheque of Rs. 2,52,000 in his account and in return took a blank cheque from him. He further stated that Shri Harshad Shah has not made any payment and Shri Vasant C Shah has executed transactions in their name. As per their demat statement the shares allotted to them were dematerialized on February 16, 2004 and after being transferred through web of entities were ultimately sold in the market. I find it difficult to believe that Shri Vasant C Shah the younger brother of Shri Ashwin Shah would have executed the transactions without the knowledge of Shri Ashwin Shah and Shri Harshad Shah.

29. Shri Hemant J Upadhyay and Shri Vipul Bhavsar: Shri Hemant J Upadhyay and Shri Vipul Bhavsar were allotted 8,34,000 shares and 7,16,000 shares respectively. I observed from the statement by the company that Shri Hemant J Upadhyay paid Rs. 2,25,180 and Shri Vipul Bhavsar paid Rs. 1,93,320 by cheque. Shri Hemant appeared for himself and on behalf of Vipul Bhavsar and from his statement it is observed that they came to know about the re-issue of shares from Shri Falgun Shah who is a compliance officer of OMML. Shri Hemant J Upadhyay has stated that he received the money from Shri Vipul Bhavsar and also stated that Shri Vipul Bhavsar might have received the money from Shri Falgun D Shah. Analysis of demat account statements shows that the shares of these persons were dematted on February 16, 2004 and through web of entities were ultimately sold in the market. I find that Shri Hemant J Upadhyay stated that all these transactions were executed by Shri Falgun Shah and they received money in cash from Falgun Shah for the above dealings. I find the claim of Shri Hemant J Upadhyay and Shri Vipul Bhavsar that they acted in good faith on the instructions of Shri Falgun Shah as unacceptable since they have no records of

such payments and have in fact benefited from the transactions and received payments from Shri Falgun Shah.

30. Ms. Anitaben N Shah: Ms. Anitaben N Shah was allotted 9,88,000 shares and as per the information given by the company she paid Rs. 2,66,760 by cash. Ms. Anitaben N Shah submitted only partial reply and did not appear in response to the summons. In her reply she has stated that she has made the payment in cash by borrowing from friends and relatives. However OMML bank account does not reveal of any such deposit made by entity. I observed that opportunity was also given to her to appear at Ahmedabad Stock Exchange but she did not appear. It has also been observed from her signature in her reply that the signature differs from the signature in her demat account opening form. I also find that the demat account statement of Ms. Anitaben Shah reveals that the shares were dematted on March 04, 2004 and after being transferred in off market were ultimately sold in the market. I have observed the findings of the investigation and I find that Ms. Anitaben Shah's statement that she has made payment in cash by borrowing from friends and relatives have been contradicted.

31. Shri Nageshbhai Shah, Shri Rohitbhai Shah and Ms. Parulben Nageshbhai Shah: These persons were allotted 7,26,000 shares, 9,34,000 shares and 9,77,000 shares respectively. As stated by the company they made payments in cash, however, these persons did not submit any document. In this respect, statement of Shri Nagesh Shah (who appeared on behalf of his wife Parul Shah and his cousin Rohit Shah) was recorded and he stated that they came to know about the allotment of shares through the market only and invested the money in the shares of OMML after borrowing from friends and relatives. In this regard they could not produce any document for borrowing the amount from the relatives and also could not produce the name of the relatives. It was observed from the demat account opening form of Ms. Parul Shah that her signatures in the account opening form were not matching with the authorization letter given by her to Shri Nagesh Shah. In his statement Shri Nagesh Shah stated that he signed for his wife in the

demat account opening form. Out of these 3 allottees Ms. Parul Shah dematted all the shares and transferred off market to Ms. Krina Amit Bhavsar and like other allottees these shares were also sold in the market through a chain of entities. Shri Nagesh Shah stated that he and Shri Rohit Shah have sold the shares in physical mode through off market transactions. Further, all of them have not submitted any document such as demat account statement and bank statement etc. Ms. Parul Shah transferred shares to Ms. Krina Bhavsar in off market who is connected to OMML and through her the shares have gone to the market. I find it unacceptable that these persons do not recollect the parties, which, includes relatives from whom they borrowed money for such an investment especially since the sum was considerably higher than each of their annual incomes. I also find the claim of Shri Nagesh R Shah and Shri Rohit Shah that they have never heard about the company OMML until they received a notice from SEBI as untenable since the company changed its name from Ratnajyot Metcast Limited to Oasis Media Matrix Limited with effect from August 26, 2002 while the present re-issue of forfeited shares occurred in 2004. Furthermore I find the opening of Ms. Parul Shah's demat account by Shri Nagesh R Shah and signing on her behalf without any power of attorney as further incriminating evidence of participation in the said disposal of shares.

32. Shri Dharmendra Ajitbhai Shah: Shri Dharmendra Ajitbhai Shah was allotted 8,68,000 shares and as per the information given by the company payments of Rs. 2,34,360 were made by him in cash. I observe that Shri Dharmendra Shah was summoned to furnish the details and documents but the letters and summons came back undelivered from the address as given by the company. I find that the summons sent through the company was also sent back. Hence, his address was visited personally at Ahmedabad and it was found that no such person resides there. Further, from the dematerialization details submitted by the depositories I observed that no shares of OMML were dematted in his name. The physical shares in his name might have been dematted in some other name and through off market might have gone to the market. Further from his bank and

demat account, payment details or allotment detail could not be traced. I therefore find that the entity is not genuine and the company has provided false information regarding allotment of shares to such entity and also the receipt of allotment money.

33. Shri Hitesh P Shah: Shri Hitesh P Shah was allotted 7,54,000 shares by the company and the payments (as informed by the company) of Rs. 2,03,580 were made by him to OMML by cash but I find that he could not produce any document with respect to his claim. The Statement of Shri Hitesh P Shah was recorded at Ahmedabad and I observed that upon the recommendation of Shri Nirav Pandya he applied for the shares of OMML. In the earlier investigation conducted by SEBI in the scrip of OMML on the alleged price manipulation I observed that Shri Nirav Pandya was also director in OMML and also appeared under the PAC's of OMML. I also observed from Shri Shah's demat account statement that he dematted all the shares on March 04, 2004 and transferred to Shri Jatin Shah which have ultimately gone to the market. I find from the evidence brought out by the investigation that Shri Hitesh P Shah have no documents or record of any transaction and has also attributed the loss of his earlier transactions records to the Gujarat floods. Furthermore he has stated that he traded in the OMML shares in good faith on the assurance of one Shri Bankesh Bhavsar that he would get good returns and has in fact made a profit of Rs. 15, 080. He has further stated in his reply dated August 14, 2006 that he had transferred shares to one Nita Bankesh Bhavsar but has actually transferred it to Shri Jatin Shah as per the investigation records and now claims that he was not aware to whom he had transferred the shares.

34. Shri Falgun Shah and Ms. Mona Falgun Shah: Shri Falgun Shah and Ms. Mona Falgun Shah were allotted 9,40,000 shares and 5,00,000 shares respectively. As per the information furnished by the company, Shri Falgun Shah paid Rs. 2,53,800 by cash and his wife Ms. Mona Falgun Shah Rs. 1,35,000 by cheque. I find that as per the statement of Falgun Shah he has not made any cash

payment to OMML for the allotment of shares. With regard to the cheque payment he has stated that Shri Jatin Shah deposited a cheque of Rs. 1,35,000 in the account of Ms. Mona Shah and a cheque of the same amount was deposited in the bank account of OMML towards the shares allotted. Shri Falgun Shah was also working as compliance officer of OMML and he confirmed that Shri Jatin Shah is looking after the company OMML. Demat analysis has shown that the shares held by them has been transferred in the off market and were then offloaded in the market. I find that Shri Falgun Shah is also responsible for the transactions made by Shri Hemant J Upadhyay and Vipul Bhavsar who are part of the 32 allottees, and have stated that it was Shri Falgun Shah who had instructed them to transact and also paid them for the same. I find that Shri Falgun Shah has also been responsible in taking the shares of many of the 32 allottees and then offloading them in the market. I find that Shri Falgun Shah stated that he has no relationship with the company OMML, but in fact was the compliance officer of the company.

35. Ms. Anju T Kalra: Statement of Ms. Anju T Kalra was given on her behalf by Shri Chandrakant Shah. Ms. Anju T Kalra was allotted 4,52,000 shares of OMML and company has shown that she has paid Rs. 1,22,040 by cash as consideration for the allotment of shares. However, her husband Shri Chandrakant Shah stated that Mrs. Anju Kalra never applied for the shares of OMML and did not make any payment. She was not even aware about the above shares and came to know only after receiving the notice from SEBI. He submitted that her name has been utilized by Shri Jatin Shah. He also submitted that the company OMML belongs to Shri Jatin Shah and he has used the name of several persons for the allotment of shares. He also stated that she has not opened the aforesaid demat account and the same may have been opened by Shri Jatin Shah in her name. The signature in the demat account opening form does not tally but the account opening form bears the photo of Anju Kalra and the copy of the driving license. Verbally her husband has confirmed that the photo is of Ms. Anju Kalra. I therefore infer that they have allowed Shri Jatin Shah to utilize the name. It has been observed that the shares allotted to Ms. Anju Kalra were dematerialized in her

name and transferred to Shri Falgun Shah (Compliance Officer of OMML) and sold in the market later. I find that Ms. Anju Kalra and Shri Jatin Shah knew each other. However there is little evidence to prove that she knowingly submitted personal details like copy of her driving license and photograph for the purpose of creation of demat account in connection with the said allotment.

36. Shri Asif Chhipa and Ms. Zaheda Chhipa: Shri Asif Chhipa and Ms. Zaheda Chhipa were allotted 5,00,000 and 9,38,000 shares respectively. The company OMML submitted that Shri Asif Chhipa made payments of Rs. 1,35,000 by cheque and Ms. Zaheda Chhipa wife of Shri Asif Chhipa made payments of Rs. 2,53,260 by cash. Statement of Shri Asif Chhipa was recorded at Ahmedabad. The earlier investigation of OMML revealed that he is related with OMML and Shri Jatin Shah. Action has also been initiated against Shri Asif Chhipa in the earlier case. Shri Chhipa has confirmed in the earlier investigation as also in this case that OMML belongs to Shri Jatin Shah. It was observed from the bank account statement of Shri Asif Chhipa that he has made payment of Rs. 1,35,000 from his bank account by cheque and there were several other immediate credit and debit transactions also. Shri Asif Chhipa submitted that he had opened the bank account on instruction of Shri Jatin Shah as he promised Shri Chhipa for sending him abroad. He thereafter gave signed cheques to Shri Jatin Shah and Shri Jatin Shah used to operate his account. He submitted that he was unaware of any transactions in his account and could not provide any explanation for the transactions alleged by him to be executed in his account by Shri Jatin Shah. He also submitted that he has not dematted the shares and never traded in the securities market and he does not know about the forfeiture and re-issuing of shares by OMML. He also stated that he and his wife did not open any demat account. In an earlier case he stated that they had given their voter id, photo etc., in good faith to Shri Jatin Shah for the purpose of passport who might have mis-utilised the same. On examining the signature in the demat account it is observed that the signature of the above two persons are not tallying. Earlier investigation already brought out that the fake demat account was opened in the name of Shri

Asif Chhipa. However in reply to the show cause notice in the earlier case he has stated that he sold the shares of OMML to realize the investment made by him. Thus, I find that the statement given by Shri Asif Chhipa is totally contradictory to his replies. Analysis of the demat account reveals that the shares dematted in the name of Asif Chhipa were transferred to Shri Falgun Shah (company connected entity) and these shares were sold in the market through web of entities. Analysis of demat account of Ms. Zaheda Chhipa reveals that the shares of OMML were not dematted in her name. Thus the shares which were physically held in her name have been dematted in some other name and finally have gone to the market.

37. Shri Vrajesh R Patel: Shri Vrajesh R Patel was allotted 4,00,000 shares by OMML and paid a consideration of Rs. 1,08,000 by cheque to OMML. Shri Vrajesh R Patel was summoned to appear before the investigating officer of SEBI and submit the details but he did not appear and only submitted that he has been allotted shares and made payment in cheque. I find that he did not submit any documents like bank statement, demat statement etc. He was also provided an opportunity to appear at Ahmedabad but he did not appear there also. It was observed from the available records that he dematerialized the shares and transferred it in the off market and later on these shares were sold in the market. It was observed that the signature in the demat account opening form and in the reply submitted by him are different. Further, details of the bank account statement, as mentioned in the demat account opening form, was also asked from the respective bank and in reply the bank has stated that no such account exist. Hence, it is observed that a fake demat account was opened in the name of Shri Vrajesh R Patel and a wrong bank account details were given while opening the demat account.

38. Ms. Varsha Shah and Ms. Jyotsenaben M Shah: Ms. Varsha Shah and Ms. Jyotsenaben Shah were allotted 4,92,000 shares and 9,12,000 shares respectively. Company submitted that Ms. Varsha Shah made payments of Rs. 1,32,840 by cheque and Ms. Jyotsenaben M Shah made payments of Rs. 2,46,240

by cash. Ms. Varsha Shah is wife of Shri Jatin Shah and Ms. Jyotsenaben Shah is his mother. In this respect Shri Jatin Shah appeared at Ahmedabad Stock Exchange to record the statement on his own behalf and on behalf of his mother and wife. Shri Jatin Shah has revealed that he is well connected to OMML and its promoter/directors. He has confirmed that he is appointed as the authorized signatory to correspond with the registrar however he has denied of managing the company. As submitted by him some of his friends invested substantially in the shares of OMML and he helped them to come out from the shares by helping in listing and dematting the securities of OMML. Regarding payment for the shares allotted he has confirmed that the payment was made by them but could not produce any document in support of the same. Further, it has been observed from the demat account statement of Ms. Jyotsenaben M Shah that she has dematted 4,12,000 shares which were standing in her account on December 23, 2005. Ms. Varsha Shah dematted 9,42,000 shares which were transferred in off market to Shri Ramesh Jain who then sold these shares in the market. Shri Ramesh Jain was also involved in earlier case wherein he was found to have indulged in manipulating the scrip of OMML and action has been initiated against him in the earlier case.

39. Shri Himanshu J Shah: Shri Himanshu J Shah was allotted 6,53,000 shares of OMML and OMML submitted that he paid Rs. 1,76,310 by cash. In this respect statement of Shri Himanshu J Shah was recorded at Ahmedabad and observed that he knows Shri Vasant C Shah (Director of OMML), who is a friend of his father. As stated by him Shri Vasant C Shah had taken around Rs.1,50,000 from his father and he did not pay back the money to him. Instead Shri Vasant C Shah offered to Shri Himanshu J Shah shares in lieu of the money owed by him. Shri Vasant C Shah gave him 6,53,000 shares of OMML, which were allotted in Shri Vasant C Shah's name in physical form. It was observed from the demat account statement of Shri Himanshu J Shah that he transferred the shares in off market to a web of entities which were ultimately off loaded in the market. He has

stated in the statements on record that he transferred these shares as per the instructions of Shri Vasant C Shah.

40. Ms. Yogini Patel: Ms. Yogini Patel was allotted 6,00,000 shares by OMML and received consideration of Rs. 1,62,000 by cheque. Ms. Yogini Patel was summoned to appear and submit the details. She has submitted partial reply and admitted that she applied for the shares of OMML but did not furnish any documents. She was also provided opportunity to appear at Ahmedabad but she did not appear there also. Analysis of demat account form reveals that the signature differs from the signature given in her reply. I also find that the bank account details given in the demat account form were sought from the Central Bank however the bank replied that there was no such account in her name. Hence I infer that she allowed her name to be utilized for opening the demat account and allotment of shares as she did not deny the allotment made in her name.

41. Ms. Vaishali Shah: Ms. Vaishali Shah was allotted 4,96,000 shares by OMML and payment of Rs. 1,33,920 was received by cheque. In this respect Ms. Vaishali Shah appeared at Mumbai and her statement was recorded. She has stated that Shri Jatin Shah, friend of her husband Shri Rupesh Shah, has utilized her name for the purpose of allotment of aforesaid shares. Analysis of the demat account opening form shows that the form has been signed as B.B. Bhavsar. It was observed from the demat account statement that the shares in the name of Ms. Vaishali Shah were transferred in off market to a web of entities which were ultimately offloaded in the market. I find from the statement of records that Ms. Vaishali Shah has filed a complaint against Shri Jatin Shah in the Economic Offences Wing at Gandhinagar.

42. Shri Navinbhai S Shah: Shri Navinbhai Shah was allotted 4,62,000 shares by OMML and received consideration of Rs. 1,24,740 by cheque. Shri Navinbhai Shah has stated that his name has been utilized by Shri Jatin Shah who deposited

a cheque of Rs. 1,24,600 in his account and took a signed cheque from him, analysis of his bank statement also reveals the same. Shri Navinbhai Shah has stated that he did not make any payment and did not open the demat account wherein the shares were credited but had forwarded the documents like voter id, photo etc to Jatin Shah for the purpose of passport who might have opened the bank and demat account and utilized the same for transaction in the shares. Demat account opening form of Shri Navinbhai Shah was analyzed and I find that his signature in the form differed. It is observed from the demat account statement of Shri Navinbhai Shah that he transferred all the shares to Shri Jatin Shah which have ultimately gone to the market through Shri Ramesh Jain. I also observed from the statements made on record that Shri Navinbhai Shah filed a criminal complaint against Shri Jatin Shah and others for fraud.

43. Shri Anil D Modi: Shri Anil D Modi was allotted 7,48,000 shares by OMML and payment of Rs. 2,01,960 was received by cheque. Shri Anil Modi did not appear in response to summons and gave only partial reply. It was observed from the available records that he dematerialized the shares and later on sold it in the market by routing it through a web of entities. It was also observed from the demat account opening form of Shri Anil D Modi that the signature in his reply and the account opening form differs. I find that Shri Anil D Modi in his reply did not deny allotting shares in his name. Hence it can be inferred that he has aided and abetted OMML, its promoters/directors in manipulating the market. I also find that in the earlier case of OMML the name of Shri Anil D Modi was appearing among the persons who acted in concert, hence I find that he is connected with the company OMML and its directors.

44. Shri Vipin Bhardwaj: Shri Vipin Bhardwaj was allotted 5,00,000 shares by OMML and as per information payment of Rs. 1,35,000 was received in cash. I find that since he did not appear in response to summons his residence was visited at Ahmedabad by SEBI official but it was found under lock and key and neighbours informed that the same is locked for many years and now he does not stay there. I

find that his demat account statement indicated that shares were dematerialized in his name and transferred to the account of Shri Dadia Pradeed Pranlal which later on were sold in the market through Mithani Securities Private Limited. I find that Shri Vipin Bhardwaj was not available at his residence and hence the show cause notice could not be delivered but a notice was pasted at the address and since then has not replied or responded to any of the summons or notices issued to him by SEBI.

45. Shri Saurabh S Pandya: Shri Saurabh Pandya was allotted 1,50,000 shares for Rs. 40,500 and as stated by the company he made payment in cash. Shri Saurabh Pandya stated that he came to know about the issuing of shares by Shri Ketan Ishwarlal Parikh who is a friend of Shri Jatin Shah. He has stated that he did not sign any document for the allotment of shares and that he handed over the cash to the company. It is observed from the demat account opening form that the account was opened by him. After dematerialization he transferred his shares to Shri Ketan Ishwarlal Parikh who then sold these shares in the market through Shah Investor's Home Limited. I find that Shri Saurabh S Pandhya has profited from the above transactions. I also find that Shri Saurabh S Pandhya has claimed that he knew about the issue of shares by OMML and that he had also handed over the cash to the company. Shri Saurabh S Pandya has admitted in the statement on record to not having made any formal application or entered into any agreement for allotment of shares.

46. Ms. Malti B Shah and Ms. Sonali P Shah: Ms. Malti B Shah and Ms. Sonali P Shah were allotted 1,00,000 shares and 1,50,000 shares respectively and payments from them were received by the company in cash. I observed that Ms. Malti B Shah and Ms. Sonali P Shah stated during the recording of statement that Shri Chirag Shah their relative and Shri Ketan Ishwarlal Parikh, friend of Shri Chirag Shah, have traded in their name and they have signed as instructed by Shri Chirag Shah and Shri Ketan Ishwarlal Parikh. Demat accounts were found to be opened by these persons only. After dematerialization they transferred the shares

to Shri Ketan Ishwarlal Parikh who sold these shares in the market. I find that the plea of ignorance by Ms. Malti B Shah and submission of blank cheques and signing for opening of bank account to be operated by Shri Chirag Shah as futile and ineffective and conclude that she has knowingly allowed her name and other personal details to be used in the abovementioned allotment.

47. With regard to the role of the allottees, it is clear from their statements that they are name lenders and not genuine allottees. It is evident from the material on record that the plea of acting in good faith by these allottees may not hold good and it is clear that these allottees have given the documents for opening demat accounts and dematerializing the shares by Jatin Shah who was the kingpin in allotting the illegal shares and downloading them into the market. Therefore, I find that these allottees have aided and abetted Jatin Shah and OMML and their Directors in defrauding the investors. The facts and circumstances do not suggest that these allottees are ignorant and not aware of the game plan of Shri Jatin Shah and its Directors. However, with regard to the 3 allottees Ms. Anju Kalra, Shri Navinbhai S Shah and Ms. Vaishali R Shah, the evidence available on record is not sufficient to hold them guilty and I am inclined to give a benefit of doubt to them.

48. I find that the above allottees sold the shares through off-market transfers in the market starting from April 2004 to December 2005. From the statement of the allottees it is clear that Shri Jatin Shah has played a role from the stage of arranging the allottees and getting the shares offloaded in the market. I find that Shri Jatin Shah has been appointed as the authorized signatory to correspond with the RTA on behalf of OMML in the matter of transfers and dematerialization of shares. I also find that Shri Jatin Shah had in his statement on record earlier denied having any connection with the company and then only after being questioned about his role as authorized signatory accepted that he was appointed by the company as authorized signatory for dematting the shares of OMML. Earlier investigation has also established connection of Shri Jatin Shah with the

promoters/directors of the OMML. I find that Shri Jatin Shah has admitted in the statements on record that he helped some of the allottees to demat and sell the shares of OMML. I find from the evidence brought out by investigations that names of many of the allottees have been used by OMML to open demat accounts as many of the allottees have stated that they did not open or operate the demat accounts and had only handed over the documents to Shri Jatin Shah and hence I find that Shri Jatin Shah has been mainly responsible for offloading the shares in the market.

49. I observed that the company did not comply with the listing formalities after re-issue of the shares and hence the re-issued shares were not listed on BSE. In this regard OMML has submitted that as the shares were listed at the time of public issue it was of the impression that the shares continued to be listed since the forfeited shares were never delisted from the exchange. I find from the documents submitted by OMML that the re-issued shares were issued with the same distinctive numbers as the forfeited shares and hence clarification was again sought from BSE. The exchange in its reply stated that the forfeited shares were removed from the capital of the company and the market was informed about the same. They have further stated that for the forfeited shares to be reinstated on the exchange the company had to comply with Clause 23(a) of the Listing Agreement and also the formalities prescribed by the Exchange which the company had not done, hence I find that the statement of OMML that the shares are listed on the exchange is not tenable.

50. I further find that OMML has violated Regulation 53A of the SEBI (Depositories and Participants) Regulations, 1996 by appointing M/S Sharepro Services (India) Private Limited as its RTA but not transferring records pertaining to physical shares to the RTA. Regulation 53A of the Regulations states the following:

Manner of Handling Share Registry Work

53A *All matters relating to transfer of security, maintenance of records, holders of security, handling of physical security and establishing connectivity with the depositories shall be handled and maintained at a single point i.e., either in-house by the issuer or a share transfer agent registered with the Board.*

The Tripartite Agreement needs to be examined to see whether it complies with Section 53A of the Regulations. I find that as per the Agreement, M/S Sharepro Services (India) Private Limited is the entity which is in custody of the physical as well as dematted shares. Even though OMML has appointed Sharepro as its RTA for both physical and electronic connectivity, records pertaining to physical shareholders were not transferred to the RTA and OMML continued to deal with these in-house, in violation of Regulation 53A of the SEBI (Depository Participants) Regulations, 1996.

51. I further find that OMML has dematerialized the re-issued shares without completing the formalities of re-listing, and of misleading NSDL into believing that all procedural requirements like the re-issue of forfeited shares having been taken on record have been complied with. I find that NSDL vide its letter dated July 23, 2004 informed SEBI that the OMML was requested to give a copy of letter/notice of the stock exchanges confirming that the re-issue of forfeited shares are taken on record. However, the company has not obtained a letter/notice from BSE about taking the re-issued shares on record. Moreover, I find that the company informed NSDL that the permission is required to be obtained from the Regional Stock Exchange and therefore, as per normal practice they are not issuing such certificate, but NSDL can visit the website of BSE which is self explanatory that the re-issued shares are taken on record by BSE.

52. As discussed in the preceding pages, the investigation has also revealed that the consideration has not been received in full for the shares re-issued. These shares were issued fraudulently through layers of off market transfers and gone into the hands of gullible investors. The shares were offloaded from April 2004 to

December 2005 at an average price of Rs. 0.51. The allottees of the re-issued shares have also aided and abetted OMML, its promoters/directors and Shri Jatin Shah in the process of fraudulent issue of shares and offloading them in the market. OMML promoter/directors have also offloaded their holdings as the holding of the promoter entities have become nil as on March 2006. Thus OMML/promoters/directors and connected persons have cheated the investors by selling the fraudulently issued shares.

53. Therefore, in view of the above I am convinced that OMML and the whole time directors Shri Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah and Shri Jatin Shah (Authorized signatory of OMML) are responsible and accountable for re-issuing 2,14,57,000 shares without receiving full consideration, using the names of allottees to open demat accounts and offloading the unlisted shares held by the allottees and the shares of the promoter group in the market in a fraudulent manner thereby cheating the gullible investors. Hence they have violated Regulation 3(a) (b) (c) (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations 2003 which state that:

Prohibition of certain dealings in securities

3. No person shall directly or indirectly—

- (a) buy, sell or otherwise deal in securities in a fraudulent manner;*
- (b) use or employ, in connection with issue, purchase or sale of any security listed or proposed to be listed in a recognized stock exchange, any manipulative or deceptive device or contrivance in contravention of the provisions of the Act or the rules or the regulations made thereunder;*
- (c) employ any device, scheme or artifice to defraud in connection with dealing in or issue of securities which are listed or proposed to be listed on a recognized stock exchange;*
- (d) engage in any act, practice, course of business which operates or would operate as fraud or deceit upon any person in connection with any*

dealing in or issue of securities which are listed or proposed to be listed on a recognized stock exchange in contravention of the provisions of the Act or the rules and the regulations made thereunder.

4. Prohibition of manipulative, fraudulent and unfair trade practices

(1) *Without prejudice to the provisions of regulation 3, no person shall indulge in a fraudulent or an unfair trade practice in securities.*

The company has also violated regulation 53A of SEBI (Depositories and Participants) Regulations, 1996 by not appointing common agency till date for handling share transfer work.

“Manner of handling share registry work.

53A. *All matters relating to transfer of securities, maintenance of records of holders of securities, handling of physical securities and establishing connectivity with the depositories shall be handled and maintained at a single point i.e. either in-house by the issuer or by a Share Transfer Agent registered with the Board.”*

54. I am convinced that besides Ms. Anju T Kalra, Ms. Vaishali Shah and Shri Navinbhai S Shah, the aforementioned allottees are liable for aiding and abetting Shri Jatin Shah, the company promoters and directors for disposing off the shares, which were not fully paid and unlisted, in a fraudulent manner and thereby cheating the gullible investors and hence have violated Regulations 3 (a), (b), (c), (d) and 4(1) of SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations 2003. I find that there is little evidence to prove that Ms. Anju T Kalra has colluded with Shri Jatin Shah or OMML in manipulating the market and offloading the shares of OMML. I also find that Ms. Vaishali Shah and Shri Navinbhai Shah have been defrauded by Shri Jatin Shah and Ms. Vaishali

Shah has filed a complaint in the Economic Offences Wing at Gandhinagar and Shri Navinbhai has filed a criminal complaint against Shri Jatin Shah for the same. Further I find that Show Cause Notices could not be delivered to Shri Vipin Bhardwaj as he was unavailable at his given address but notice of delivery was pasted at the given address. Show cause notice could also not be delivered to Shri Dharmendra A Shah as investigation confirms that no such person exists and the entity is not genuine and that the company has provided false information regarding allotment of shares to such entity and also receipt of allotment money and hence proceedings against Shri Dharmendra A Shah are closed.

55. I have noted that vide order dated July 31, 2007, OMML, its directors Shri Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah, and Jatin Shah, Shri Amit Bhavsar, Shri Asif Chhipa, Shri Bankesh Bhavsar, Shri Varshaben J Shah and Ms Yogini V Patel have been restrained from buying, selling and dealing or accessing the securities market in any manner for a period of two years for market manipulation of the scrip.

ORDER

56. Therefore, in exercise of the powers conferred upon me under Regulation 11 of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 and read with Sections 11(4) and 11B of SEBI Act, 1992, I hereby restrain the company Oasis Media Matrix Limited, the Whole Time Directors of the company Shri Vasant C Shah, Shri Chanderkant Mehta and Shri Kamlesh Shah and the Authorized Signatory Shri Jatin Shah (Pan No. AEGPS5807M) from accessing the securities market and to buy, sell or deal in securities for a period of two years.

57. I also hereby restrain the allottees Shri Amit Bhavsar, Shri Anil Modi, Ms. Anitaben Shah (Pan No: AHLPS5916R), Shri Asif Chhipa, Shri Ashwin C Shah,

Shri Bankesh Bhavsar, Shri Falgun Shah, Shri Harshad C Shah, Shri Hemant J Upadhyay, Shri Himanshu J Shah (Pan No: AGYPS3658L), Shri Hitesh P Shah (Pan No: AHBPS5757E), Ms. Jyotsenaben M Shah, Ms. Malti B Shah (Pan No: BMUPS1588N), Ms. Mona Falgun Shah, Shri Nageshbhai R Shah (Pan No: ASOPS2531G), Ms. Parulben N Shah, Shri Rohitbahi R Shah, Shri Saurabh S Pandya (Pan No: AIPPP7456A), Ms. Sonali P Shah (Pan No: BLFPS4527M), Ms. Varshaben J Shah (Pan No: AEJPS4572G), Shri Vijay H Shah (Pan No: AFHPS7848N), Shri Vipin Bhardwaj, Shri Vipul J Bhavsar (Pan No: AAXPB5840N), Shri Vrajesh R Patel, Ms. Yogini V Patel And Ms. Zaheda A Chhipa from accessing the securities market and to buy, sell or deal in securities for a period of one year.

58. The order shall come into force with immediate effect.

Place: Mumbai

Date: February 14, 2008

V K CHOPRA

Whole Time Member

Securities Exchange Board of India