

**BEFORE THE SECURITIES APPELLATE TRIBUNAL
MUMBAI**

Appeal No. 85 of 2008

Date of decision: 01.07.2008

1. Sunder G. Advani
2. Haresh Advani
3. Advani Hotels & Resorts (India) Ltd. Appellants

Versus

1. Securities and Exchange Board of India
2. Delta Hospitality Private Limited (“DHPL”)
3. Arrow Webtex Limited (“Arrow”) Respondents

Mr. Rajeev Dutta Senior Advocate with Mr. Vinay Chauhan Advocate for Appellants.
Dr. Poornima Advani Advocate with Mr. Haihangrang E. H. Newme for Respondent No. 1
Mr. Janak Dwarkadas Senior Advocate with Mr. Rohan Rajadhyaksha Advocate for Respondent No. 2
Mr. Pesi Modi for Respondent No. 3

Coram : Justice N.K. Sodhi, Presiding Officer
Arun Bhargava, Member
Utpal Bhattacharya, Member

Per : Justice N.K. Sodhi, Presiding Officer (Oral)

Appellant No. 3 is the target company and Appellants no. 1 and 2 are its promoters. The dispute herein is in regard to the public offer made by respondents 2 & 3 on the acquisition of shares of the target company. Since the threshold limit prescribed by the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 was breached, the acquirers came out with a public announcement on February 29, 2008. On the same day, the appellants filed a complaint with the Securities and Exchange Board of India pointing out that some other entities which had acquired substantial shares of the target company were acting in concert with the acquirers and that the threshold limit of 15 per cent prescribed by Regulation 10 of the takeover code had breached much earlier. The grievance of the appellants is that the acquirers should have come out with a public offer much earlier and that the respondent Board was in error in summarily rejecting the complaint(s). It is not in dispute that the appellants submitted a complaint dated June 18, 2008 bringing some fresh facts/material to the

notice of the Board. In the affidavit filed on behalf of the respondent Board it is stated that this complaint is being looked into.

Since the matter is being examined by the Board, we dispose of the appeal with a direction that the complaint dated June 18, 2008 received from the appellants be disposed of in accordance with law by a speaking order and the same be communicated to the parties. No costs.

Sd/-
Justice N.K. Sodhi
Presiding Officer

Sd/-
Arun Bhargava
Member

Sd/-
Utpal Bhattacharya
Member

01.07.2008
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