

**IN THE SECURITIES APPELLATE TRIBUNAL
AT MUMBAI**

Dated this the 16th day of September, 2025

CORAM : Justice P.S. Dinesh Kumar, Presiding Officer
Ms. Meera Swarup, Technical Member
Dr. Dheeraj Bhatnagar, Technical Member

Appeal No. 671 of 2024

[Along with Misc. Application Nos. 142 and 452 of 2025]

BETWEEN:

Madhav Tiwari
H. No. 409, Section-10, Avas Vikas,
Phase-2, Near Power House,
Morabad, Uttar Pradesh-244001 ...Appellant

(By Mr. Saral Sharma, Advocate with Mr. Raghav Agarwal,
Advocate for the Appellant.)

AND:

Securities and Exchange Board of India
SEBI Bhavan, Plot No. C-4A, G-Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400 051. ...Respondent

(By Ms. Gulnar Mistry, Advocate with Ms. Khusbhu Chhajed
and Ms. Rasika Ghate, Advocates i/b. MDP Legal for the
Respondent.)

THIS APPEAL IS FILED UNDER SECTION 15T OF THE
SECURITIES AND EXCHANGE BOARD OF INDIA ACT, 1992
TO QUASH AND SET ASIDE THE IMPUGEND ORDER DATED
SEPTEMBER 20, 2024 PASSED BY THE CHIEF GENERAL
MANAGER, SECURITIES AND EXCHANGE BOARD OF INDIA.

THIS APPEAL COMING ON FOR HEARING THIS DAY,
THE TRIBUNAL MADE THE FOLLOWING:

ORDER

Per: Justice P.S. Dinesh Kumar, Presiding Officer (Oral)

This appeal is directed against order dated September 20, 2024 passed by the CGM¹, SEBI², wherein directions were issued in paragraph No. 30 of the impugned order.

2. We have heard Mr. Saral Sharma, learned Advocate for the Appellant and Ms. Gulnar Mistry, learned Advocate for the respondent.

3. Mr. Saral Sharma, learned Advocate for the appellant submitted that the appellant does not wish to press the direction at paragraph No.30(j) of the impugned order. He submitted that paragraph No.30 contains several other directions. Direction 30(a) requires the appellant to refund the money collected by him as an unregistered investment advisor to the investors/complainants and to deposit the remaining amount with SEBI. This exercise was required to be completed within three months from the date of the order. He submitted that SEBI has quantified Rs.1,70,12,615/- as the amount collected by the appellant as an unregistered investment advisor and based on appellant's bank statements which were obtained independently by SEBI and annexed to the show cause notice. In response to the said notice, the appellant has filed his reply dated 08.05.2024 disclosing the amount received by him towards unregistered investment advisory services. However, without considering his reply, the amount

¹ Chief General Manager

² Securities and Exchange Board of India

collected by the appellant has been quantified as Rs.1.70 Crores. He submitted that the appellant would be satisfied if a direction is issued to SEBI to reconsider the quantification of the amount by granting an opportunity to the appellant to explain each entry in the bank statements.

4. We have perused the reply filed by the appellant to the show cause notice wherein a year-wise break-up of the money received towards unregistered investment advisory services has been tabulated.

5. Ms. Gulnar Mistry, learned Advocate for the SEBI submitted that the appellant has not provided the details of all the entries, and, therefore it was rightly presumed that the entire amount reflecting in the bank statements was received towards unregistered investment advisory services. We see some force in the argument, because the appellant has only furnished four tabulated columns, which do not contain specific details such as the date and name of the bank in which the money was received etc. SEBI has directed to repay the quantified amount of Rs.1.70 Crores. In the facts and circumstances of this case, we are of the opinion that the computation of the amount requires reconsideration by SEBI.

6. The appellant has accepted the order but disputed the quantification. In the circumstances, we deem it appropriate to direct SEBI to reconsider the amount received by the appellant towards unregistered investment advisory services after giving an opportunity to the appellant to explain each entry in the bank statements. The appellant shall appear before SEBI without any further notice on 15.12.2025. The appellant shall submit his explanation with regard to the

bank statements. Thereafter, SEBI shall re-quantify the amount collected by the appellant.

7. Thus, while upholding the penalty, the appeal is disposed of with the aforesaid directions.

8. Pending Interlocutory application(s), if any, stand disposed of. No costs.

Justice P.S. Dinesh Kumar
Presiding Officer

Ms. Meera Swarup
Technical Member

Dr. Dheeraj Bhatnagar
Technical Member

16.09.2025
YMP