

**BEFORE THE SECURITIES AND EXCHANGE BOARD OF INDIA
CORAM: MADHABI PURI BUCH, WHOLE TIME MEMBER
INTERIM EX PARTE ORDER**

**Under Sections 11(1), 11(4), 11B (1) and 11D of the Securities and Exchange Board of India
Act, 1992**

In Re: Securities and Exchange Board of India (Investment Advisers) Regulations, 2013

In respect of:

S. No.	Name of the Entity	PAN
1	Simply Earn Research	ACZFS1949R
2	Mr. Animesh Parida	BSKPP4293D
3	Mr. Parth R Trivedi	AVJPT2739D

In the matter of Simply Earn Research

1. Simply Earn Research (hereinafter referred to as “**SER**”) is a partnership firm, having office at “*Novel Business Center, #10, 100 Feet Ring Road, BTM 1st Stage, Bangalore, Karnataka - 560068*”. The partners of SER are Mr. Animesh Parida and Mr. Parth R Trivedi. The website of SER is www.simplyearnresearch.com; customer care contact number of SER is 9620322678 and contact email id is info@simplyearnresearch.com.
2. Securities and Exchange Board of India (hereinafter referred to as “**SEBI**”) was in receipt of a complaint / email dated August 13, 2018 from a complainant wherein, the complainant has attached the payment receipt of Rs.1,000 made to SER through PayU money gateway and *inter alia* alleged that SER is a fraud company and requested SEBI to stop the activities of SER. Thereafter, the matter was taken up for preliminary examination by SEBI.

SEBI's Examination:

3. SEBI conducted an examination in relation to the affairs of SER and its partners Mr. Animesh Parida and Mr. Parth R Trivedi (hereinafter collectively referred to as “**Noticees**”) to ascertain possible violation, if any, of the provisions of SEBI Act, 1992 (hereinafter referred to as “**SEBI Act**”) and rules and regulations made thereunder. SEBI vide letter dated October 03, 2019 had sought information / details from SER regarding *inter alia* various financial products / services in the nature of Investment Advisory or Research Analyst offered by SER to its clients, list of its clients and details of fee charged from its clients. The said letter was sent to the address mentioned on SER website and same was returned undelivered.
4. As per the intermediary database on SEBI website, it is observed that neither SER nor any of its partners namely Mr. Animesh Parida and Mr. Parth R Trivedi are registered with SEBI in any capacity. The website of SER has been perused and observed that website www.simplyearnresearch.com is still active.
5. From the website of SER, it is observed that it is using bank account number 100805001201 held in the name of SER with ICICI Bank, bank account number 37240904225 held in the name of SER with State Bank of India (SBI) and PayUmoney gateway for accepting payments. Accordingly, Account Opening Form (AOF), Know Your Client (KYC) details and bank statements / statement of transactions for these accounts were sought from ICICI Bank, SBI and PayUmoney.
6. SEBI's examination found that SER and its partners Mr. Animesh Parida and Mr. Parth R Trivedi held themselves out and acted as an Investment Advisor for providing tips and trading calls in securities market without obtaining a registration under SEBI (Investment Advisers) Regulations, 2013 (hereinafter referred to as “**IA Regulations**”).

CONSIDERATION & PRIMA FACIE FINDINGS

7. I have perused the material available on record such as information available on the website of SER and the information obtained from ICICI Bank, SBI and PayU money. In this context, *prima facie*, the following issues arise for determination:

7.1. **Issue No. 1:** *Whether SER is holding itself out and/or acting as investment adviser?*

7.2. **Issue No. 2:** *If answer to the aforesaid issue is in affirmative, whether SER has, prima facie, violated any provisions of SEBI Act read with IA Regulations?*

7.3. **Issue No. 3:** *If answers to Issue Nos. 1 & 2 are affirmative, who are responsible for the violations?*

7.4. **Issue No. 4:** *If answer to Issue No. 2 is in affirmative, whether urgent directions, if any should be issued against those responsible for the violations?*

ISSUE No. 1: *Whether SER is holding itself out and/or acting as investment adviser?*

8. As regards the first issue, I note the following from the material available on record:

8.1. The website of SER has been perused and observed that website www.simplyearnresearch.com is still active. Upon perusal of the information obtained from the webpages of website of SER, the following claims made by SER are noted:

<i>Our Journey</i>	<i>Most big things start small. And that applies to the Simply Earn Research Company as well. Starting first as a company publishing investment reports and releasing them to corporates early in 2015, SER soon began to be looked upon as the gospel of stock market investing. Indeed, it has been a remarkable and rewarding journey so far!</i> <i>Simply Earn Research is been promoted by a group of Stock Market analysts who are certified by National Stock exchange and other International certifications and have experience of more than 5-10 years of Technical and fundamental analysis. SER is a leading research and advisory firm in India, The firm is one of the biggest player with a dominant position in both Institutional and Retail. Company specializes in the business of Analysis, Information and Intelligence. We have made an effort at to bring you the top technical, fundamental basics of stock.</i>
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	Simply Earn Research provides multitude of product to suit all kind of players in Indian Stock Market namely Intraday, Nifty, Delivery, F&O, Commodities including bullions, metals & Agro-commodities traded in MCX and NCDEX. We have been providing valuable Tips to our clients through various methods.
Perception and Values	Sharp judgment, Acute perception, Acute perception Acute perception and Leadership
Why Choose Us	Best Advisory Company: SER believe, the firm's philosophy is entirely client centric, with a clear focus on providing long term value addition to clients, while maintaining the highest standards of excellence, ethics and professionalism. Performance Perfectionist: We are able to maintain Quality and Integrity. We are Performance Perfectionist. We lead the industry by providing Quality services & drive traffic to Indian Share Market Products and Services: We offers a wide range of products/services for the discerning equity investors and traders, we are sure that you may find these features for your enrichment as we do well for ourselves Highest Number of Visitors: Recognition from various search engines for having highest number of visitors searching our page for Stock Market Company in India 95% Client Renewal Ratio: Simply Earn Research is the Advisory Company and Service Provider in India which has 95% client renewal ratio and people come to us again and again for Best Quality services 24*7 Customer Support: SER has proved itself as a benchmark in providing 24*7 customer support if you are a commodity/ stock/ trader or an investor then SER will show you all the best feasible way to optimize returns from the markets
Who We Are	Simply Earn Research is equipped with a team of the best and most experienced professionals who work with full devotion towards benefitting customers and helping them and their capital achieve new heights. All Content is developed and updated by our team of Qualified and Experienced Professionals The research team comprises of MBA's, CA's with Banking and Finance domain expertise. Apart from their educational background they have relevant experience and Sound understanding of Economy, Market Trend and Company Analysis. We know our clients' brands inside and out to create bespoke campaigns that bring the brand story to life, engage with consumers and inspire the media
Technical Analysis Based Team	• Our technical analysis team uses various studies like • Day and Swing Trading, Fibonacci, Candlesticks, Momentum Oscillators, • Our own Trading Signals, Gann and Elliot Theories, Moving Averages, • Sentiment and volume indicators, Trend reversal patterns.

	• All these helps to provide strong tips to the clients
Fundamental Based Team	• This team is closely related with market • They analysis on various companies, its growth, expansion, strength, P/E ratio, EPS & Economic growth • They also look after the foreign market strength, political interference in Indian & foreign market and other operation factors

8.2. SER provides services under two categories viz., (1) *Trading* and (2) *Investment*. Under each category various services are provided. The description of one of its service “*Intraday Stock Cash*” service under the category *Trading* is as under:

INTRADAY STOCK CASH <i>Intraday Stock Cash is a cash service that is especially tailored on the unique concept of “Intraday Entry & Intraday Exit” for traders that desire investing less time and less effort in the stock market and aim at reaping great benefit same day in the cash segment. Working on Intraday Scripts for daily basis is quite risky under volatile circumstances but our exceptionally skilled and experienced research team gives recommendations after in depth research on the stock.</i> <i>Calls are given for NSE Stock Cash Traders. We give the calls through PHONE CALLS/SMS system depend on the service availed which ensure instant delivery of calls so that you get enough time to enter the trade and make maximum profit. Whether you are a seasoned trader or a newbie in trading, Stock recommendation services provided by us are easy to understand, and are easily understandable as all levels are clearly mentioned in our recommendations, which helps traders to make right move at right time.</i> KEY FEATURES <i>Frequency of Calls/Recommendations</i> <i>We will provide you around 1-2 Stock Cash Calls Daily.(Strictly intraday)</i> <i>Profit Expectations & Accuracy</i> <i>On each recommendation you can expect 2% to 5% returns with consistent month on month accuracy of 75% to 80%.</i> <i>Service Medium</i> <i>All recommendations will be sent on a real time basis via one of the below mentioned mode of delivery</i> <i>1. SMS (Please make it sure to be in network range).</i>

2. Live messenger
3. Technical assistance throughout the day.

Sample Call

You will receive recommendation in the following format –

SER CALL: BUY CAPLI POINT ABOVE 552 CMP TG 572 SL 545.70

SER UPDATE: CAPLIPOINT TG ACHIEVED BOOK FULL PROFIT.

Target & Stop loss

Each Call will have only One Target with One Stop Loss unlike others with multiple ones.

Types of Recommendations

Recommendation will be given from mid-cap and large-cap scripts in cash so that you get enough bandwidth to execute your calls.

Updates

We will send you instant updates (via SMS, Whatsapp & Assistance) whenever:

1. The buy price is triggered
 2. The recommendation makes profit & touches new highs
 3. The recommendation hits the Stop loss & not executed
- You will also receive MORNING BELL at the beginning (morning – before 9:15 am) and CLOSING BELL (evening – before 3.45 pm) of each trading day.

Additional Support

You will also receive MORNING BELL at the beginning (morning – before 9:15 am) and CLOSING BELL (evening – before 3.45 pm) of each trading day

Nifty Review, Resistance & Support.

Daily Newsletter Free Will Be Provided

8.3. The pricing of various packages / services offered by SER as per its website is as under:

Amount in Rupees

Category	Package	Duration					
		1 Month	3 Months	6 Months	1 year	2 years	3 years
Trading	Equity	10,000	20,000	30,000	50,000	-	-
	Commodity	15,990	28,990	41,990	75,990	-	-
	Premium	15,990	28,990	41,990	75,990	-	-
Investment	Short Term Investment	-	15,000	25,000	40,000	-	-
	Medium Term Investment	-	-	10,000	15,000	21,000	-
	Long Term Investment	-	-	-	10,000	20,000	30,000

8.4. From the above table, it is noted that fee charged by SER for its various services are in range from Rs. 10,000/- to Rs. 75,990/-.

9. Bank Account / payment details:

9.1. The following bank account details alongwith the PayUmoney gateway link are mentioned on website of SER:

Entity	SER	
Bank	ICICI Bank	SBI
Account Name	Simply Earn Research	Simply Earn Research
Account No.	100805001201	3724090422
Account Type	Current	Current
IFSC Code	ICIC0001008	SBIN0040583

9.2. The following information is gathered from ICIC bank, SBI and PayUmoney payment gateway (upto 15/12/2020) in regard of aforementioned bank accounts:

Account Name	Bank Name / Payment Gateway	Date of Account Opening	A/c no.	Bank Statement Period	No. of Credit Transaction	Date of last Credit	Total Credit in Rs.
Simply Earn Research	ICICI Bank	21/01/2016	100805001201	28/01/2016 - 05/12/2020	#445	05/12/2020	57,43,167
Simply Earn Research	State Bank of India	16/10/2017	37240904225	16/10/2017 - 15/12/2020	82	17/01/2020	6,25,341
Simply Earn Research	PayUmoney	05/02/2016	Linked to ICICI Bank A/c No.100805001201	05/02/2016 - 14/12/2020	1103	14/12/2020	1,39,08,071
Total					1630		2,02,76,579

#Note: Credits received in the ICICI Bank A/c No.100805001201 from Payumoney payment gateway is excluded from amount and total no of credit transactions to avoid double counting

9.3. From an analysis of Bank statements, the following is observed:

9.3.1. The aforesaid bank accounts are active.

9.3.2. The total credit received in the aforesaid bank accounts including PayUmoney gateway is approximately Rs. 2,02,76,579/- during the period January 28, 2016 to December 15, 2020.

10. Further, I note that the partnership deed between Mr. Animesh Parida and Mr. Parth R Trivedi was executed on January 12, 2016. As per the said Partnership deed, the business shall be carried on in the name of “*Simply Earn Research*” and nature of business is to promote and act as or carry on the business of consultants, advisers or perform any kind of roles as an intermediary or advisor in securities market.
11. In light of the aforesaid discussions, I *prima facie* observe that SER has been putting the information in public domain / advertising by using website namely www.simplyearnresearch.com about the various services offered by them in securities market. It is also *prima facie* observed that various plans / packages are being offered by SER to avail their services. Thus, I *prima facie* observe, that SER is *prima facie*, holding itself out as an investment adviser. In view of the above facts and circumstances, especially the content of the website coupled with the credit transactions in the bank accounts and nature of business mentioned in the partnership deed, *prima facie*, it is inferred that the fees / funds credited to the bank accounts, were for the purpose of availing the services indicated on the website of SER and is carrying out services related to investments in securities market as mentioned in website and acting as advisor in securities market from January 12, 2016.
12. In this regard, I have perused the definition of investment adviser as given in regulation 2(m) of IA Regulations, which states that investment adviser means “*any person, who for consideration, is engaged in the business of providing investment advice to clients or other persons or group of persons and includes any person who holds out himself as an investment adviser, by whatever name called*”. Further, I have also perused the Regulation 2(l) of the IA Regulations which defines investment advice as “*advice relating to investing in, purchasing, selling or otherwise dealing in securities or investment products, and advice on investment portfolio containing securities or investment products, whether written, oral or through any other means of communication for the benefit of the client and shall include financial planning.*”

13. In light of the aforesaid definitions, it is, *prima facie* noted, from the contents of the website of SER and nature of business mentioned in the partnership deed, that SER is *prima facie*, holding itself out as investment adviser by offering to provide services related to investing in, purchasing and selling in securities and is also offering various investment packages for subscription and these services fall within the definition of “Investment Advice” under Regulation 2(l) of the IA Regulations. Further, multiple credit entries have been received in the bank accounts, which when seen together with the contents of the website, leads to, on preponderance of probability basis, a *prima facie*, conclusion that the credit entries in the bank account are consideration for the investment advice given by SER to its clients. Thus, *prima facie*, SER is an investment adviser as defined under Regulation 2(m) of the IA Regulations.
14. The fact that SER is offering various subscription packages in various segments of the market viz, equity, derivatives and commodity, when seen in light of the receipt of money in its bank accounts, *prima facie* shows, on preponderance of probability basis, that the credit of money is in fact the fee for the investment advisory services rendered by SER. Therefore, SER has not only held itself out as investment adviser but has also acted as an investment adviser for consideration.

ISSUE No. 2: *If answer to the aforesaid issue is in affirmative, whether SER has, prima facie, violated any provisions of SEBI Act read with IA Regulations?*

15. In order to ensure that investors who receive investment advice are protected, it is imperative that any person carrying out investment advisory activities has to necessarily obtain registration from SEBI and conduct its activities in accordance with the provisions of SEBI Regulations. Section 12(1) of SEBI Act states that “No stock broker, sub-broker, share transfer agent, banker to an issue, trustee of trust deed, registrar to an issue, merchant banker, underwriter, portfolio manager, investment adviser and such other intermediary who may be associated with securities market shall buy, sell or deal in securities except under, and in accordance with, the conditions of a certificate of registration obtained from the Board in accordance with the regulations made under this Act”

16. Further, Regulation 3(1) of the IA regulations, states that “*On and from the commencement of these regulations, no person shall act as an investment adviser or hold itself out as an investment adviser unless he has obtained a certificate of registration from the Board under these regulations*”.
17. Thus, as per Section 12(1) of SEBI Act and Regulation 3(1) of IA Regulations, any person carrying out investment advisory activities has to necessarily obtain registration from SEBI and conduct its activities in accordance with the provisions of SEBI regulations i.e. the registration of the investment advisers is mandatory.
18. The activities of SER, as brought out from the various materials described above, seen in the backdrop of the aforesaid provisions shows that SER is holding itself out as investment advisers and is acting as investment advisers. However, no material was available on record to indicate that SER or its partners Mr. Animesh Parida and Mr. Parth R Trivedi in their individual capacity had a certificate of registration as an Investment Adviser. In this context, it is noted that SER, Mr. Animesh Parida and Mr. Parth R Trivedi in their individual capacity are not registered with SEBI as an intermediary. The characteristics and features of the business activity carried out by SER, as discussed in the preceding issue, *prima facie*, leads to the conclusion that SER is holding itself out and acting as investment advisers without a certificate of registration from SEBI. In my view, these activities/ representations of SER are, *prima facie*, in violation of Section 12(1) of SEBI Act read with regulation 3(1) of the IA Regulations.

ISSUE NO. 3: *If answers to Issue Nos. 1 & 2 are affirmative, who are responsible for the violations?*

19. I note that SER, *prima facie*, is carrying out unregistered investment advisory from January 12, 2016 till date.
20. As per Section 25 of the Indian Partnership Act, 1932 (hereinafter referred to as “**IPA**”), “*every partner is liable jointly with all the other partners and also severally, for all acts of*

the firm done while he is a partner”. Section 25 of IPA deals with situations where the act of the firm has caused loss / injury to a third party. In this regard, reference can be also made to Sections 26, 27, 45, 48(b)(i) and 49 of IPA which deal with the liability of the firm towards third parties. The liability of acting partners and non-acting partners (collectively known as firm) for the injury to the third party is an outcome of joint and several liability of such partners under IPA, irrespective of the fact that the conduct (act of the firm) which gave rise to the loss/injury to the third party falls within the violation of four corners of any provision under securities law.

21. However, a partner who indulges in such conduct / omission, is also liable under securities laws, if his act/omission falls within the violation of four corners of any provision under securities law. In addition to that, I note for the contravention of law committed by the firm, apart from the firm, the partners of firm who at the time of contravention, were having knowledge of the said contravention or the partners whose neglect contributes to the contravention of law, are also liable for said contravention of law committed by the firm. The said principle is embodied in Sections 27(1) and 27(2) of SEBI Act.

22. I note from the partnership deed dated January 12, 2016 that following are the partners of the firm:

Sl. No.	Name of the Partner	Tenure
1	Mr. Animesh Parida	January 12, 2016 - till date
2	Mr. Parth R Trivedi	

23. From the Partnership deed, it is noted that nature of business of SER is to promote and act as an intermediary or advisor in securities market and both the partners namely Mr. Animesh Parida and Mr. Parth R Trivedi shall be the managing / working partner and shall be actively engaged in the conduct of the affairs of the business of SER. Thus, all the above shows that, *prima facie*, unregistered investment adviser activities carried out by SER, are *prima facie*, under management of both the partners namely Mr. Animesh Parida and Mr. Parth R Trivedi. Thus, Mr. Animesh Parida and Mr. Parth R Trivedi being the working/acting partners are,

prima facie, liable for the violations under the provisions of Section 27(1) of SEBI Act and consequently for refund as well.

24. I also note that the liability of the partners also arises if the offence/ contravention is attributable to any neglect on the part of them. There is no material on record to, *prima facie*, indicate that the partners in the instant case have taken any steps to prevent SER from committing the violations, *prima facie*, observed against SER. Therefore, both the partners are, *prima facie*, liable under this ground also for the violations of the firm and consequently for refund as well.
25. In view of Section 25 of IPA and Section 27 of SEBI Act, they are, *prima facie*, liable jointly and severally with the firm for refund of the fee collected by SER. In addition to that, in view of Section 27 of SEBI Act, Mr. Animesh Parida and Mr. Parth R Trivedi are *prima facie*, jointly and severally liable with SER for unregistered investment adviser activities for their respective terms as partners for contravention of provisions of SEBI Act and IA Regulations by SER.

ISSUE NO. 4: *If answer to Issue No. 2 is in affirmative, whether urgent directions, if any should be issued against those responsible for the violations?*

26. SEBI has a statutory duty to protect the interests of investors in securities and promote the development of, and to regulate, the securities market. Section 11 of the SEBI Act has empowered it to take such measures as it thinks fit for fulfilling its legislative mandate. The IA Regulations have been formulated with the main objective of regulating investment advisory activities to safeguard the interests of investors and hence registration of investment advisory activities with SEBI has been made mandatory. The IA Regulations *inter alia* seek to create a structure within which investment advisers will operate and also make them duly accountable for their investment advice by requiring investment advisers to comply with the relevant provisions of the IA Regulations. The same is imperative for the protection of interests of investors and to safeguard the integrity of the securities market.

27. In the instant case, it is noted that Noticees are soliciting and inducing the investors to deal in securities market on the basis of investment advice, stock tips, intra-day calls etc., *prima facie*, without having the requisite registration as mandated under the IA Regulations. Considering the facts and circumstances of the present matter and on the basis of the *prima facie* findings, it is necessary to take urgent preventive action in this matter and to take immediate steps to prevent Noticees, from collecting any more fees from the public and indulging in unauthorized investment advisory activities. It is noted from material available on record that transaction took place in the bank account of SER as recently as on December 05, 2020 in ICICI Bank, and on December 14, 2020 in PayU money payment gateway. Moreover, the website of SER, www.simplyearnresearch.com, is still active. Furthermore, the details of SER including its location, email (enquiry can be sent to SER by an email) and telephone number are mentioned on its aforementioned website. Therefore, the threat of investors getting lured towards the unregistered activity of Noticees in the securities market is still in existence and imminent. The total amount of money, *prima facie*, observed to have been collected by SER is Rs. 2,02,76,579/- and indicates the magnitude of the prospective threat to the investors.
28. It is noted that permitting the investors to receive an investment advisory service from an unregistered entity, in effect means, the same is received from the unqualified person without following the safeguards mentioned in the IA Regulations. An investor receiving a service from unregistered investment advisor not in consonance with the IA Regulations vis-a-vis an investor who receives such service from registered investment adviser following the IA Regulations stands in a disadvantageous position in respect of his protection as investor as envisaged under the IA regulations. An unregistered investment adviser has not even satisfied the Regulator that he is a fit and proper person to hold the certificate of registration as investment adviser. Availing of service from such person is detrimental to investors and such unqualified service can result in irreparable detriment as the investors' money is invested based on unqualified and un-regulated service. Exposing investors to such service also has the effect of interfering with the development of securities market, as victim of such services tend to lose faith in the securities market. Such an injury to the development of the securities market also qualifies as "irreparable injury" or "irreparable detriment" as the objective of SEBI as

enshrined in the SEBI Act is not only the protection of investors but also orderly development of securities market.

29. Further, if an ex-parte order is not passed, many prospective investors may subscribe by parting with significant fees and may cause irreparable injury to themselves as discussed earlier. However, if an ex-parte order is passed, what is at stake is right of the current entity herein vis-a-vis multitude of prospective and current clients of the entity. It may be noted that one of the underlying differences between the “ex-parte orders in the case of private suits” and “ex-parte public enforcement actions”, is the identification of the injured party. In private damage suits, the injured individual, as “whole”, is identifiable whereas ex-parte public enforcement actions, seeks to protect the floating multitude of investing public by preventing, continuous and imminent violations of the securities laws. Though, it can be argued that a final remedy by way of refund is available, as against the step of passing an ex-parte interim order, the potential loss of investment by the investors by following the advice from an unqualified person and resultant loss of investor’s confidence and reliability of securities market, cannot be retrieved, if *prima facie* unregistered investment advice is permitted to be extended to the investors by not passing an *ex-parte-interim order* at this stage. Therefore, I consider the balance of convenience is also not in favour of Noticees.
30. Considering the facts and circumstances of the present matter and on the basis of the *prima facie*, findings, it is necessary to take urgent preventive action in this matter and to take immediate steps to prevent Noticees from collecting any more funds from the public and indulging in unauthorized investment advisory activities. As noted in the preceding paragraphs, monies were being credited in the bank accounts / payment gateway even as on December 14, 2020 and bank accounts are still active. Moreover, the website of SER is active. The same *prima facie* demonstrates that Noticees can still lure investors to deal through it in the securities market and probability of investors reaching Noticees is still high. Therefore, the threat of investors getting lured towards the unregistered activity of Noticees in the securities market is still in existence and imminent.

31. The amount of money, *prima facie*, observed to have been collected by Noticees is approximately Rs. 2,02,76,579/- and indicates the magnitude of the prospective threat to the investors. In light of the same, I find that there is no other alternative but to take recourse through an *interim ex-parte* order against Noticees for preventing them from collecting funds by defrauding investors and by indulging in unauthorized investment advisory services without obtaining the mandatory registrations from SEBI in accordance with the law. As the website of SER is active which *prima facie*, shows that the investors can reach it and also its bank accounts are active, the balance of convenience demands the preventive measure of stopping the collection of money in the above-mentioned bank accounts from investors. The same can be effectively achieved by an appropriate direction of stopping credit into the above-mentioned bank account. As Noticees have already evaded the jurisdiction of SEBI by *prima facie*, acting as unregistered investment adviser, the balance of convenience also demands that Noticees have to be prevented from diverting the funds collected from the investors through the fraudulent and unauthorized investment advisory activity. Accordingly, an appropriate direction stopping the debit from the above-mentioned bank account has been incorporated.
32. With the initiation of quasi-judicial proceedings, given the fact that Noticees have already evaded the jurisdiction of SEBI by *prima facie*, acting as unregistered investment adviser, it is possible that Noticees may divert the money collected from the subscribers / clients. The same may result in defeating the effective implementation of the direction of refund, if any, to be passed after deciding the matter on merits. It therefore becomes necessary for SEBI to take urgent steps to prevent Noticees from diverting the money collected from the subscribers / clients. It is also essential to take urgent steps to prevent them from alienating any assets, whether movable or immovable, or any interest or investment or charge in any of such assets, so that the final remedies, if any, do not become infructuous. In view of the facts and circumstances discussed hereinabove, and considering the interests of already existing clients of Noticees and also the interests of those who may fall prey to the unregistered investment advisory by reaching Noticees through the website, the balance of convenience lies against the Noticees, which requires immediate action against them including not to divert the money collected from the subscribers / clients / investors.

ORDER:

33. In view of the above, pending conclusion of enquiry on granting of hearing opportunity as per this Order, to Simply Earn Research and its partners Mr. Animesh Parida and Mr. Parth R Trivedi, I, in order to protect the interests of investors and integrity of the securities market, in exercise of the powers conferred upon me under Sections 11, 11(4), 11B (1) and 11D read with Section 19 of the SEBI Act hereby issue by way of this *interim ex-parte order*, the following directions, *which shall be in force until further orders:-*

33.1. *Simply Earn Research and its partners Mr. Animesh Parida and Mr. Parth R Trivedi are directed:-*

33.1.1. *to cease and desist from acting as an investment advisor including the activity of acting and representing through any media (physical or digital) as an investment advisor, directly or indirectly, and cease to solicit or undertake such activity or any other activities in the securities market, directly or indirectly, in any matter whatsoever;*

33.1.2. *not to divert any funds collected from investors, kept in bank account(s) or in their custody;*

33.1.3. *not to dispose of or alienate any assets, whether movable or immovable, or any interest or investment or charge on any of such assets held in their name, including money lying in bank accounts except with the prior permission of SEBI.*

33.1.4. *to immediately withdraw and remove all advertisements, representations, literatures, brochures, materials, publications, documents, websites, communications etc., in relation to their investment advisory activity or any other unregistered activity in the securities market;*

33.1.5. *not to access the securities market and buy, sell or otherwise deal in securities, either directly or indirectly, in any manner whatsoever;*

33.1.6. *to provide a full inventory of all assets held in their name, whether movable or immovable, or any interest or investment or charge on any of such assets, including*

- details of all bank accounts, demat accounts and mutual fund investments, immediately but not later than 5 working days from the date of receipt of this order;*
- 33.1.7. *to submit the number and details of clients who have availed their investment advisory services and to submit details of fees collected from each such client, immediately but not later than 5 working days from the date of receipt of this order.*
- 33.2. *If Simply Earn Research and its partners Mr. Animesh Parida and Mr. Parth R Trivedi have any open position in any exchange traded derivative contracts, as on the date of the order, they can close out/ square off such open positions within 3 months from the date of order or at the expiry of such contracts, whichever is earlier. Simply Earn Research and its partners Mr. Animesh Parida and Mr. Parth R Trivedi are permitted to settle the pay-in and pay-out obligations in respect of transactions, if any, which have taken place before the close of trading on the date of this order.*
- 33.3. *ICICI Bank and SBI are directed neither to permit any debits / withdrawals and nor to allow credits, from / to the following bank accounts, without the permission of SEBI. PayU money where Simply Earn Research is holding an account, is directed to deactivate the said account. The said Banks and payment gateway are directed to ensure that all the above directions are strictly enforced.*

Sr. No	Name of Bank Account Holder	Bank Account Number	Name of the Bank
1	Simply Earn Research	100805001201	ICICI Bank
2	Simply Earn Research	37240904225	SBI

- 33.4. *The Depositories are directed to ensure, that they neither permit any debits nor any credits in the demat accounts held by*
- 33.4.1. *Mr. Animesh Parida either individually or jointly;*
- 33.4.2. *Mr. Parth R Trivedi either individually or jointly.*
- 33.5. *The Registrar and Transfer Agents are directed to ensure, that they neither permit any transfer nor redemption of the securities, including Mutual Funds units, held by*
- 33.5.1. *Simply Earn Research;*
- 33.5.2. *Mr. Animesh Parida either individually or jointly;*
- 33.5.3. *Mr. Parth R Trivedi either individually or jointly.*

34. This Order shall also be treated as a Show Cause Notice and *Simply Earn Research and its partners Mr. Animesh Parida and Mr. Parth R Trivedi* are show caused as to:

34.1. why the investment advisory plans floated by them should not be held as “Investment Advisory Services” in terms of the IA Regulations and thereby the activity of *SER* be treated as unregistered activity under the SEBI Act and relevant Regulations;

34.2. why suitable directions / prohibitions under Sections 11(1), 11(4), 11B(1) and 11D of the SEBI Act and relevant SEBI Rules/Regulations, including the following, should not be issued / imposed against them, for the alleged violation of provision of SEBI Act and IA Regulations as discussed above in this order:

34.2.1. Directions for prohibition from buying, selling or otherwise dealing in securities market, either directly or indirectly, in any manner whatsoever, for an appropriate period;

34.2.2. Directions to not be associated with any registered intermediary/ listed company and any public company which intends to raise money from public in the securities market, in any manner whatsoever;

34.2.3. Directions as to why they should not be directed to refund, jointly and severally, the fees collected from the investors/clients for unregistered investment advisory activities under Sections 11 and 11B(1) of SEBI Act;

34.2.4. Any other directions as it deemed necessary.

35. The *prima facie* observations contained in this Order, are made on the basis of the material available on record. In this context, Noticees may, within 21 days from the date of receipt of this Order, file their reply/objections, if any, to this Order and may also indicate whether they desire to avail an opportunity of personal hearing on a date and time to be fixed on a specific request to be made in that regard.

36. This Order is without prejudice to the right of SEBI to take any other action that may be initiated against Noticees in accordance with law

37. The above directions shall take effect immediately and shall be in force until further orders.

38. A copy of this order shall be served upon Noticees, Stock Exchanges, Banks namely ICICI Bank and SBI, PayU money, Registrar and Transfer Agents and Depositories for necessary action and compliance with the above directions.

-Sd-

DATE: JANUARY 25, 2021

MADHABI PURI BUCH

PLACE: MUMBAI

WHOLE TIME MEMBER

SECURITIES AND EXCHANGE BOARD OF INDIA