

Diwakar Viniyog Private Limited

CIN : U24246WB1984PTC037090

Regd. Office :
687, Anandapur, E. M. Bypass, 2nd Floor
Kolkata - 700 107 Phone : 6613 6264
E-mail : panemamics @emamigroup.com

Date: 11th October, 2019

The Secretary
The National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G. Block
Bandra Kurla Complex, Bandra (E)
Mumbai: 400051

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street
Mumbai: 400001

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata: 700001

The Company Secretary
Emami Limited
687 Anandapur EM Bypass Ruby
Kolkata-700 107

Sub: Disclosure of reason for encumbrance

Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we have enclosed herewith the disclosure of reasons for encumbrance by the promoters and promoter group in respect of shares of Emami Limited.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,
Yours faithfully,
For and on behalf of promoter and promoter group of Emami Limited
For Diwakar Viniyog Private Limited

Authorised Signatory



Annexure - II

| | |
|---|---|
| Name of listed company | EMAMI LIMITED |
| Name of the recognised stock exchanges where the shares of the company are listed | The National Stock Exchange of India Ltd. BSE Limited The Calcutta Stock Exchange Limited |
| Name of the promoter(s) / PACs whose shares have been encumbered | Diwakar Viniyog Private Limited Raviraj Viniyog Private Limited Bhanu Vyapaar Private Limited |
| Total promoter shareholding in the listed company | No. of shares - 239309412 % of total share capital - 52.72% |
| Encumbered shares as a % of promoter shareholding | 66.95% |
| Whether encumbered share is 50% or more of promoter shareholding | YES |
| Whether encumbered share is 20% or more of total share capital | YES |

For DIWAKAR VINIYOG PRIVATE LIMITED

Signature of Authorised Signatory:
Director / Authorised Signatory

Place: Kolkata
Date : 11/10/2019

| DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES | | | | | | | | | | | | | |
|--|--|--------------------------------|--------------------------|--|--|--|----|---|---|--|--|--|---------|
| Encumbrance 1 (Date of creation of encumbrance) | Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance) | No. and % of shares encumbered | | Name of the entity in whose favour shares encumbered (X) | Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. (YES/NO) | Specific details | | Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating (YES/NO) If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt instrument 5. ISIN of the instrument | Value of shares on the date of event / agreement (A) (Rupees in Crores) | Amount involved (against shares have been encumbered) (B) (Rupees in Crores) | Ratio of A / B | End use of Money for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify) | Remarks |
| | | No. of shares | % of total share capital | | | Listed company and its group companies (if any) 1) Other entities (if any) 1) | | | | | | | |
| 09.10.2019 | Pledge | 215000 | 0.0474 | IIFL Wealth Management Ltd. | Yes, NBFC | TMT Vinyog Limited (Borrower) Bhanu Vyapaar private Limited (Pledgor) | No | 6.44 | 13.02 | 2.02 | Term loan for giving promoter contribution in Emami Paper Mills Ltd. | | |
| 09.10.2019 | Pledge | 215000 | 0.0474 | IIFL Wealth Management Ltd. | Yes, NBFC | Sundew Finance Private Limited (Borrower) Bhanu Vyapaar private Limited (Pledgor) | No | 6.44 | 13.02 | 2.02 | Term loan to repay the loan of Emami Realty Ltd. | | |
| 09.10.2019 | Pledge | 400000 | 0.0881 | IDBI Trusteeship Services Ltd. | Yes, NBFC | Sundew Finance Private Limited (Borrower) Bhanu Vyapaar private Limited (Pledgor) | No | 11.99 | 25.42 | 2.12 | Short term loan for Reayment of loan of group companies | Additional shares for existing loans | |
| 09.10.2019 | Pledge | 280000 | 0.0617 | Kotak Mahindra Prime Ltd. | Yes, NBFC | Emami Realty Limited (Borrower) Diwakar Vinyog Private Limited (Pledgor) | No | 8.39 | 16.53 | 1.97 | Term loan for promoters' contribution in Emami Realty Projects | | |
| 09.10.2019 | Pledge | 215000 | 0.0474 | IIFL Wealth Management Ltd. | Yes, NBFC | Raviraj Vinyog Private Limited (Borrower) Raviraj Vinyog private Limited (Pledgor) | No | 6.44 | 13.02 | 2.02 | Term loan to repay of Emami Cement Ltd. | | |

For DIWAKAR VINIYOG PRIVATE LIMITED



Director / Authorised Signatory