### CIN: U70101WB1996PTC081001

Date: 13.03.2023

#### The Secretary

National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block Bandra-Kurla Complex Bandra(E) Mumbai – 400 051

## The Secretary

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001

#### The Company Secretary

Emami Limited 687, Anandapur EM Bypass Kolkata – 700 107

Dear Sir,

# Sub: <u>Disclosure under Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 along with encumbrance report</u>

Please find enclosed herewith disclosure in terms of Regulation 31(1) and 31(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Further, Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019, we are enclosing 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.

This is for your information & record.

Thanking you,

Yours faithfully, For Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)

Santinath Paul Authorized Signatory

#### On Behalf of himself, Promoter & Promoter Group Persons/ Persons Acting in Concert

Place: Kolkata Encl: a/a Regd. Office : 687, Anandapur, E. M. Bypass, 2nd Floor Kolkata - 700 107 Phone : 6613.6264 E-mail: panemamics @emamigroup.com

	March/03/2022-23										
Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for pledge and release of shares, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011											
Name of the Target company (TC)	Emami Limited										
	National Stock Exchange of India Limited										
Names of the Stock Exchanges where the shares of the target company are listed	BSE Ltd.										
Date of reporting	13-03-2023										
Name of the promoter or PAC on whose shares encumbrance has been created/released/ <del>invoked</del>	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')										
	-										

Name of thePromoter (s) or PACs with him(*)		Promoter holding in the target company (1) Promoter holding alrea encumbered (2)				Details of events pertaining to encumbrance (3)								
	Number	% of total Share Capital	Number	% of total Share Capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumberance (Pledge/Lein/ Non disposal/Undertaking /Others)	Reason for Pledge	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital	
Suraj Finvest Private Limited (Formerly known as 'Sneha Gardens Private Limited')	10,57,20,226	23.96	4,19,01,885	9.50	Pledge	09.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	1,00,000	0.02	IDBI Trusteeship Services Ltd.(Trustee) DBS Bank Limited (Lender)	4,20,01,885	9.52	
Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')	9,86,67,956	22.37	4,77,46,579	10.82	Pledge	09.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	13,00,000	0.29	Bajaj Finance Ltd (Lender)	4,90,46,579	11.12	
Suraj Finvest Private Limited (Formerly known as 'Sneha Gardens Private Limited')	10,57,20,226	23.96	4,20,01,885	9.52	Release	10.03.2023	Release of Shares	Release of Shares as per agreement with lender	14,00,000	0.32	Infina Finance Pvt Ltd. (Lender)	4,06,01,885	9.20	

For Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')

Santinath Paul (Authorised Signatory)

Place: Kolkata Date : 13.03.2023

				Annexu	ure "A"								
DISCLOSURE BY THE PROMOTER (S)						OF SHARES/		OF ENCUMB	RANCE/ RE	LEASE OF E	ENCUMBRANCE IN TER	RMS OF	
<u>REGULATION 31(1) and 31(2) OF SEBI (</u>	SUBSTANTIAL ACQUIS	SITION OF	SHARES AND TAKEOV	<u>EKS) KEGULATI</u>	<u>ON5, 2011</u>								
Name of the Promoter (s) or PACs with him(**)	Promoter holdin	g in the targ	et company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares {creation (2)+(3)] / release [(2)- (3)] / invocation [(2)-(3)]]	
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation release of encumbrance	lype of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital	
ADITYA VARDHAN AGARWAL	1,34,668	0.0305	0.0305	-	-	-	-	-	-	-	-	-	
USHA AGARWAL	1,73,096	0.0392	0.0392	-	-	-	-	-	-	-	-	-	
RADHE SHYAM AGARWAL	1,95,000	0.0442	0.0442	-	-	-	-	-	-	-	-	-	
HARSHA VARDHAN AGARWAL	1,10,266	0.0250	0.0250	-	-	-	-	-	-	-	-	-	
VIHAN VARDHAN AGARWAL	1,72,000	0.0390	0.0390	-	-	-	-	-	-	-	-	-	
RITU GOENKA	4,54,930	0.1031	0.1031	-	-	-	-	-	-	-	-	-	
SOBHNA AGARWAL	6,30,000	0.1428	0.1428	-	-	-	-	-	-	-	-	-	
JYOTI AGARWAL	4,88,000	0.1106	0.1106	-	-	-	-	-	-	-	-	-	
AVISHI SUREKA	14,00,000	0.3174	0.3174	-	-	-	-	-	-	-	-	-	
SHRUTI GOENKA	1,96,130	0.0445	0.0445	-	-	-	-	-	-	-	-	-	
INDU GOENKA	2,69,700	0.0611	0.0611	-	-	-	-	-	-	-	-	-	
NIKUNJ GOENKA	2,65,000	0.0601	0.0601	-	-	-	-	-	-	-	-	-	
SAROJ GOENKA	2,15,240	0.0488	0.0488	-	-	-	-	-	-	-	-	-	
MANSI AGARWAL	1,50,000	0.0340	0.0340	-	-	-	-	-	-	-	-	-	
NIMISHA GOENKA	2,44,000	0.0553	0.0553	-	-	-	-	-	-	-	-	-	
MANISH GOENKA	1,42,196	0.0322	0.0322	-	-	-	-	-	-	-	-	-	
SHREYA GOENKA	2,30,000	0.0521	0.0521	-	-	-	-	-	-	-	-	-	
VIDISHREE AGARWAL	80,000	0.0181	0.0181	-	-	-	-	-	-	-	-	-	
VIDULA AGARWAL	80,000	0.0181	0.0181	-	-	-	-	-	-	-	-	-	
JAYANT GOENKA	1,56,254	0.0354	0.0354	-	-	-	-	-	-	-	-	-	
RASHMI GOENKA	1,21,400	0.0275	0.0275	-	-	-	-	-	-	-	-	-	
SANTOSH GOENKA	1,15,640	0.0262	0.0262	-	-	-	-	-	-	-	-	-	
SUSHIL KUMAR GOENKA	1,09,900	0.0249	0.0249	-	-	-	-	-	-	-	-	-	
RICHA AGARWAL	93,222	0.0211	0.0211	-	-	-	-	-	-	-	-	-	
JYOTI GOENKA	48,776	0.0111	0.0111	-	-	-	-	-	-	-	-	-	
MOHAN GOENKA	61,900	0.0140	0.0140	-	-	-	-	-	-	-	-	-	
RACHNA BAGARIA	2,70,000	0.0612	0.0612	-	-	-	-	-	-	-	-	-	
YOGESH GOENKA	2,45,400	0.0556	0.0556	-	-	-	-	-	-	-	-	-	

Name of the Promoter (s) or PACs with him(**)							Post event holding of encumbered shares {creation (2)+(3)] / release [(2)- (3)] / invocation [(2)-(3)]]					
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital
REHA GOENKA	2,40,000	0.0544	0.0544	-	-	-	-	-	-	-	-	-
PUJA GOENKA	1,69,398	0.0384	0.0384	-	-	-	-	-	-	-	-	-
ADITYA VARDHAN AGARWAL, KARTA(HUF)	2,04,278	0.0463	0.0463	-	-	-	-	-	-	-	-	-
HARSH VARDHAN AGARWAL, KARTA (HUF)	1,72,000	0.0390	0.0390	-	-	-	-	-	-	-	-	-
MOHAN GOENKA, KARTA (HUF)	1,74,000	0.0394	0.0394	-	-	-	-	-	-	-	-	-
MANISH GOENKA, KARTA (HUF)	1,74,000	0.0394	0.0394	-	-	-	-	-	-	-	-	-
SUSHIL KUMAR GOENKA, KARTA (HUF)	1,74,000	0.0394	0.0394	-	-	-	-	-	-	-	-	-
PRASHANT GOENKA	1,90,000	0.0431	0.0431	-	-	-	-	-	-	-	-	-
ASHISH GOENKA	1,30,000	0.0295	0.0295	-	-	-	-	-	-	-	-	-
LAXMI DEVI BAJORIA	1,43,000	0.0324	0.0324	-	-	-	-	-	-	-	-	-
PRASHANT GOENKA, KARTA (HUF)	74,000	0.0168	0.0168	-	-	-	-	-	-	-	-	-
JAYANT GOENKA, KARTA (HUF)	74,000	0.0168	0.0168	-	-	-	-	-	-	-	-	-

Name of the Promoter (s) or PACs with him(**)	Promoter holdin	g in the targ	et company (1)	Promoter h already encum		D	etails of events p	pertaining to enc	cumbrance (S	3)	shares {creation (2)+(3)]	Post event holding of encumbered shares {creation (2)+(3)] / release [(2)- (3)] / invocation [(2)-(3)]]	
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital	
ASHISH GOENKA, KARTA (HUF)	74,000	0.0168	0.0168	-	-	-	-	-	-	-	-	-	
MADAN LAL AGARWAL	60,000	0.0136	0.0136	-	-	-	-	-	-	-	-	-	
PRADEEP AGARWAL	31,150	0.0071	0.0071	-	-	-	-	-	-	-	-	-	
KUSUM AGARWAL	36,300	0.0082	0.0082	-	-	-	-	-	-	-	-	-	
DIVYA AGARWAL	26,000	0.0059	0.0059	-	-	-	-	-	-	-	-	-	
SANGITA AGARWAL	26,000	0.0059	0.0059	-	-	-	-	-	-	-	-	-	
SHUBHAM AGARWAL	24,460	0.0055	0.0055	-	-	-	-	-	-	-	-	-	
ABHISHEK AGARWAL	24,000	0.0054	0.0054	-	-	-	-	-	-	-	-	-	
DHIRAJ AGARWAL	16,750	0.0038	0.0038	-	-	-	-	-	-	-	-	-	
VISHAL AGARWAL	8,200	0.0019	0.0019	-	-	-	-	-	-	-	-	-	
SUMANGAL AGARWAL	8,200	0.0019	0.0019	-	-	-	-	-	-	-	-	-	
EMAMI PAPER MILLS LTD	9,33,000	0.2115	0.2115	-	-	-	-	-	-	-	-	-	
MIDKOT INVESTMENTS PRIVATE LIMITED	31,17,160	0.7066	0.7066	-	-	-	-	-	-	-	-	-	
EMAMI FRANK ROSS LIMITED	10,000	0.0023	0.0023	-	-	-	-	-	-	-	-	-	
AMITABH GOENKA	5,71,496	0.1295	0.1295	-	-	-	-	-	-	-	-		
AMITABH GOENKA, KARTA (HUF)	74,000	0.0168	0.0168	-	-	-	-	-	-	-	-	-	
SMRITI AGARWAL	3,34,000	0.0757	0.0757	-	-	-	-	-	-	-	-	-	
RACHANA GOENKA	3,17,700	0.0720	0.0720	-	-	-	-	-	-	-	-	-	

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	g in the targ	et company (1)	Promoter h already encun		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares {creation (2)+(3)] / release [(2)- (3)] / invocation [(2)-(3)]]		
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital	
SACHIN GOENKA	7,17,000	0.1625	0.1625	-	-	-	-	-	-	-	-	-	
SASHWAT GOENKA	5,80,000	0.1315	0.1315	-	-	-	-	-	-	-	-	-	
VIBHASH VARDHAN AGARWAL	5,73,478	0.1300	0.1300	-	-	-	-	-	-	-	-	-	
MANAN GOENKA	5,65,000	0.1281	0.1281	-	-	-	-	-	-	-	-	-	
DARSH GOENKA	5,65,000	0.1281	0.1281	-	-	-	-	-	-	-	-	-	
ADVAY GOENKA	5,54,000	0.1256	0.1256	-	-	-	-	-	-	-	-	-	
REYANSH GOENKA	4,07,750	0.0924	0.0924	-	-	-	-	-	-	-	-	-	
DEVARSH GOENKA	4,07,750	0.0924	0.0924	-	-	-	-	-	-	-	-	-	
RADHE SHYAM GOENKA	3,92,076	0.0889	0.0889	-	-	-	-	-	-	-	-	-	
RAJ KUMAR GOENKA	2,97,964	0.0675	0.0675	-	-	-	-	-	-	-	-	-	
ROHIN RAJ SUREKA	5,000	0.0011	0.0011	-	-	-	-	-	-	-	-	-	
PRITI A SUREKA	1,51,04,702	3.4239	3.4239	-	-	-	-	-	-	-	-	-	
CHIKKY GOENKA	3,71,700	0.0843	0.0843	-	-	-	-	-	-	-	-	-	
For Diwakar Finvest Private Limit (Formerly known as 'Sneha Enclay													
Santinath Paul													
(Authorised Signatory)													

# Annexure - II

Name of listed company	EMAMI LIMITED
Name of the recognised stock exchanges where the shares	The National Stock Exchange of India
of the company are listed	Ltd.
	BSE Limited
Name of the promoter(s) / PACs whose shares have been	Diwakar Finvest Private Limited
encumbered	(Formerly Sneha Enclave Private
	Limited)
	Suraj Finvest Private Limited
	(Formerly Sneha Gardens Private
	Limited)
Total promoter shareholding in the listed company	No. of shares -239393412
	% of total share capital -54.27%
Encumbered shares as a % of promoter shareholding	37.45%
Whether encumbered share is 50% or more of promoter	NO
shareholding	
Whether encumbered share is 20% or more of total share	YES
capital	

For Diwakar Finvest Private Limited (Formerly Sneha Enclave Pvt Ltd)

Santinath Paul (Authorised Signatory)

Place: Kolkata Date: 13.03.2023

Encumbrance 1 (Date of creation of encumbrance: )	Type of encumbranc e (pledge, lien, negative lien, non- disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbranc e)	No. and % encum No. of 5 % of total sh	bered ihares :	Name of the entity in whose favour shares encumbered (X)	DETAILS OF AL 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	AGREMENTS PERTAINING TO ENCUMB 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	RANCES Value of shares on the date of event / agreement (A) (Rupees in Crores)	Amount involved (against which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	End use of Money Borrowed amount to be utilized 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	%age of toal share cpaital									
09.03.2023	Pledge	13,00,000	0.29	Bajaj Finance Limited	Yes, NBFC	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')	No	50.26	25.13	2	Repayment of existing loans	Pledge of Additional Share
09.03.2023	Pledge	1,00,000	0.02	IDBI Trusteeship Services Ltd (Trustee) DBS Bank India Limited (Lender)	No, Trustee		Yes 1. Suraj Finvest Private Limited (Issuer) 2. Issue of upto 2500 Unlisted, Unrated, Redeemable, Secured & Non-Convertible Debentures of Face value of Rs 10,00,000 each 3. No, Unlisted 4. N.A 5. INE581S07028	3.87	2.58	1.5	Repayment of existing loans	Pledge of Additional Share

For Diwakar Finvest Private Limited (Formerly Sneha Enclave Pvt Ltd)

Santinath Paul (Authorised Signatory)

Place: Kolkata Date: 13.03.2023