

CIN : U70101WB1996PTC081001

Regd. Office :  
687, Anandapur, E. M. Bypass, 2nd Floor  
Kolkata - 700 107 Phone : 6613.6264  
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Date: 16.03.2023

**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: Disclosure under Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 along with encumbrance report**

Please find enclosed herewith disclosure in terms of Regulation 31(1) 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

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

Place: Kolkata  
Encl: a/a

## Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for pledge of shares, in terms of Regulation 31(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

<b>Name of the Target company (TC)</b>	Emami Limited
<b>Names of the Stock Exchanges where the shares of the target company are listed</b>	National Stock Exchange of India Limited BSE Ltd.
<b>Date of reporting</b>	16-03-2023
<b>Name of the promoter or PAC on whose shares encumbrance has been created/<del>released</del>/<del>invoked</del></b>	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')

Name of the Promoter (s) or PACs with him(*)	Promoter holding in the target 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)]	
	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 Encumbrance (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	4,06,01,885	9.20	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	10,000	0.00	Deutsche Investments India Pvt. Ltd. (Lender)	4,06,11,885	9.21
Suraj Finvest Private Limited (Formerly known as 'Sneha Gardens Private Limited')	10,57,20,226	23.96	4,06,11,885	9.21	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	50,000	0.01	Infina Finance Pvt Ltd (Lender)	4,06,61,885	9.22
Suraj Finvest Private Limited (Formerly known as 'Sneha Gardens Private Limited')	10,57,20,226	23.96	4,06,61,885	9.22	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	1,00,000	0.02	DCB Bank Limited (Lender)	4,07,61,885	9.24
Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')	9,86,67,956	22.37	4,90,46,579	11.12	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	7,00,000	0.16	Bajaj Finance Ltd (Lender)	4,97,46,579	11.28
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	4,97,46,579	11.28	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	2,00,000	0.05	IDBI Trusteeship Services Ltd.(Trustee) IL & FS Infrastructure Debt Fund.(Lender)	4,99,46,579	11.32
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	4,99,46,579	11.32	Pledge	14.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	3,10,000	0.07	TATA Capital Financial Services Ltd (Lender)	5,02,56,579	11.39

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

**Santinath Paul**  
(Authorised Signatory)

**Place: Kolkata**  
**Date : 16.03.2023**







Name of the Promoter (s) or PACs with him(**)	Promoter holding in the target 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	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 Limited  
(Formerly known as 'Sneha Enclave Private Limited')**

**Santinath Paul  
(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
Name of the promoter(s) / PACs whose shares have been encumbered	Diwakar Finvest Private Limited (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	38.02%
Whether encumbered share is 50% or more of promoter shareholding	NO
Whether encumbered share is 20% or more of total share capital	YES

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

**Santinath Paul  
(Authorised Signatory)**

Place: Kolkata  
Date: 16.03.2023

DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES													
Encumbrance I (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 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 :	% of total share capital :			No. of shares	%age of total share capital						
14.03.2023	Pledge	3,10,000	0.07	TATA Capital Financial Services Ltd	Yes, NBFC	Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited) (Borrower & Pledgor)	No	11.47	5.74	2	Repayment of existing loans	Pledge of Additional Shares	
14.03.2023	Pledge	10,000	0.00	Deutsche Investments India Pvt. Ltd.	Yes, NBFC	Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited) (Borrower & Pledgor)	No	0.37	0.19	2	Repayment of existing loans	Pledge of Additional Shares	
14.03.2023	Pledge	50,000	0.01	Infina Finance Pvt Ltd	Yes, NBFC	Emami Realty Ltd (Borrower)  Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited) (Pledgor)	No	1.85	0.93	2	Repayment of existing loans	Pledge of Additional Shares	
14.03.2023	Pledge	50,000	0.01	IDBI Trusteeship Services Ltd.(Trustee) IL & FS Infrastructure Debt Fund.(Lender)	No, Trustee	Emami Frankross Ltd. (Issuer)  Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited) (Pledgor)	Yes 1. Emami Frankross Limited (Issuer) 2. Issue of upto 220 Unlisted, Rated, Secured, Redeemable & Non-Convertible Debentures of Face value of Rs10,00,000 each 3. No 4. A- stable 5.INE711X07096, INE711X07088	1.85	1.23	1.5	Repayment of existing loans	Pledge of Additional Shares	
14.03.2023	Pledge	1,50,000	0.03	IDBI Trusteeship Services Ltd.(Trustee) IL & FS Infrastructure Debt Fund.(Lender)	No, Trustee	Emami Frankross Ltd. (Issuer)  Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited) (Pledgor)	Yes 1. Emami Frankross Limited (Issuer) 2. Issue of upto 980 Listed, Rated, Secured, Redeemable & Non-Convertible Debentures of Face value of Rs10,00,000 each 3. Yes, Listed on BSE Limited 4. A- sable 5.INE711X07054, INE711X07062 & INE711X07070	5.55	3.70	1.5	Repayment of existing loans	Pledge of Additional Shares	



Encumbrance I (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)	Names of all other entities in the agreement  Listed company and its group companies (if any) 1)  Other entities (if any) 1)	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 which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	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 :	% of total share capital :									
14.03.2023	Pledge	1,00,000	0.02	DCB Bank Limited	Yes, Private Sector Scheduled Commercial Bank	Emami Realty Ltd (Borrower)  Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited) (Pledgor)	No	3.70	2.85	1.3	To meet other project related expenses	Pledge of Additional Shares
14.03.2023	Pledge	3,00,000	0.07	Bajaj Finance Limited	Yes, NBFC	Premier Ferro Alloys & Securities Ltd (Borrower)  Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Pledgor)	No	11.10	5.55	2	Repayment of existing loans	Pledge of Additional Shares
14.03.2023	Pledge	4,00,000	0.09	Bajaj Finance Limited	Yes, NBFC	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Borrower & Pledgor)	No	14.80	7.40	2	Repayment of existing loans	Pledge of Additional Shares

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