DIWAKAR FINVEST PRIVATE LIMITED (FORMERLY SNEHA ENCLAVE PVT. LTD.)

CIN U64990WB1996PTC081001

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

Date: 22.03.2023

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 Company Secretary

Emami Limited 687, Anandapur EM Bypass Kolkata – 700 107

Dear Sir,

The Secretary

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001

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

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

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

Place: Kolkata Encl: a/a

Disclosure by the Promoter (s) to the St	ock Exchanges and to the Target Comp	oany for pledge of shares, in terms of I	Regulation 31(1) of SEBI (Substantial	Acquisition of Shares and Takeovers) Regulations, 2011							
	Name of the Targo	et company (TC)		Emami Limited							
N	ames of the Stock Exchanges where the	shares of the towart commons are lists	.d	National Stock Exchange of India Limited							
1	ames of the Stock Exchanges where the	snares of the target company are liste	eu .	BSE Ltd.							
	Date of re	eporting		22-03-2023							
Name of t	he promoter or PAC on whose shares e	ncumbrance has been created/released	l/invoked	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 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)]						

March/06/2022-23

Name of the Promoter (s) or PACs with him(*)	Promoter holding in the target company (1) Promoter holding already encumbered (2)					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 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
Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')	9,86,67,956	22.37	5,22,06,579	11.83	Pledge	20.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	8,00,000	0.18	Bajaj Finance Ltd (Lender)	5,30,06,579	12.02
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	5,30,06,579	12.02	Pledge	20.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	1,00,000	0.02	IDBI Trusteeship Services Ltd.(Trustee) IL & FS Infrastructure Debt Fund.(Lender)	5,31,06,579	12.04
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	5,31,06,579	12.04	Pledge	20.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	60,000	0.01	Deutsche Investments India Pvt. Ltd. (Lender)	5,31,66,579	12.05

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

Santinath Paul (Authorised Signatory)

Place: Kolkata Date : 22.03.2023

Annexure "A"

DISCLOSURE BY THE PROMOTER (S) TO THE STOCK EXCHANGES AND TO THE TARGET COMPANY FOR ENCUMBRANCE OF SHARES/INVOCATION OF ENCUMBRANCE/RELEASE OF ENCUMBRANCE IN TERMS OF REGULATION 31(1)OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	ng in the targ	et company (1)		Promoter holding already encumbered (2)		etails of events p	pertaining to end	cumbrance (3	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 Tota 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	-	_	-	_	_	_	-	-	_	

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	Promoter holding in the target company (1)			olding nbered (2)	De	etails of events p	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
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	-	-	-	-	-	-	-	-	-
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 holding 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
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	-	-	-	-	-	-	-	-	-
SURAJ FINVEST PRIVATE LIMITED	10,57,20,226	23.9647	23.9647	4,12,01,885	9.34						4,12,01,885	9.34
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	ng 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	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	-	-	-	-	-	1	-	-	-
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	-	-	-	-	-	ı	-	-	-
RADHE SHYAM GOENKA	3,92,076	0.0889	0.0889	-	-	-	-	-	ı	-	-	-
RAJ KUMAR GOENKA	2,97,964	0.0675	0.0675	-	-	-	-	-	ı	-	-	-
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	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	39.42%
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: 22.03.2023

				DE	TAILS OF ALL E	XISTING EVENTS / A	GREMENTS PERTAINING TO ENC	TIMBRANCES				
	1			<u>DE</u>	THE OF THE E	Specific details	GREATERING TO ENC	CITDICTICES			End use of Money	
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 arrangemen t in the nature of encumbranc e)	mbranc ledge, ien, gative to, non-posal rtaking or any the menant, saction, ition or nagemen ure of mbranc e)		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	%age of toal share cpaital									
20.03.2023	Pledge	60,000	0.01	Deutsche Investments India Pvt. Ltd.	Yes, NBFC	Suraj Finvest Private Limited (Borrower) Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Pledgor)	No	2.06	1.03	2	Repayment of existing loans	Pledge of Additional Shares
20.03.2023	Pledge	25,000	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. Asstable 5.INE711X07096, INE711X07088	0.86	0.57	1.5	Repayment of existing loans	Pledge of Additional Shares
20.03.2023	Pledge	75,000	0.02	IDBI Trusteeship Services Ltd.(Trustee) IL & FS Infrastructure Debt Fund.(Lender)	No, Trustee	Emami Frankross Ltd. (Issuer) Diwakar Finvest Private	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	2.57	1.72	1.5	Repayment of existing loans	Pledge of Additional Shares

Encumbrance I (Date of creation of encumbrance:)	Type of encumbranc e (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangemen t in the nature of encumbranc e)	No. and % of shares encumbered No. of Shares : % of total share capits	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
20.03.2023	Pledge	8,00,000 0.18	Bajaj Finance Limited	Yes, NBFC	Premier Ferro Alloys & Securities Ltd (Borrower) Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Pledgor)	No	27.44	13.72	2	Repayment of existing loans	Pledge of Additional Shares

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

Santinath Paul (Authorised Signatory)