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

CIN: U70101WB1996PTC081001

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

Date: 01.03.2023

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) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers)</u> Regulations, 2011 alongwith encumbrance report

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 (Authorised Signatory)

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

Place: Kolkata Encl: a/a

			BSE Ltd.								
Disclosure by the Promoter (s) to the Stock E	xchanges and to the Target Company fo	or pledge & release of shares in terms	of Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) I	degulations, 2011							
	Name of the Target of	ompany (TC)	Emami Limited								
Non	on of the Steel Evelopees whom the ch	and of the toward commons are listed	National Stock Exchange of India Limited								
Nan	nes of the Stock Exchanges where the sh	ares of the target company are listed	BSE Ltd.								
	Date of repo	rting	01-03-2023	01-03-2023							
Name of the	promoter or PAC on whose shares encu	ımbrance has been created/released /in	Diwakar Finvest Private Limited (Formerly 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 t	encumbrance (3)	Post event holding of encumbered shares {creation (2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]]						

him(*)	company (1		encumbere				Details	is of events pertaining to e	accumbiance (3)		{creation (2)+(3)] / release invocation [(2)-(3	se [(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/Release	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital
Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited)	10,57,20,226	23.96	3,80,87,885	5 8.63	Pledge	27.02.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	25,00,000	0.57	Indusind Bank Limited (Lender)	4,05,87,885	9.20
Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited)	10,57,20,226	23.96	4,05,87,885	9.20	Release	28.02.2023	Release of Shares	Release of Shares as per agreement with lender	2,00,000	0.05	Infina Finance Pvt Ltd (Lender)	4,03,87,885	9.16
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	5 22.37	4,97,60,579	11.28	Pledge	27.02.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	2,00,000	0.05	IndusInd Bank Limited (Lender)	4,99,60,579	11.33
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	4,99,60,579	11.33	Pledge	27.02.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	1,00,000	0.02	Aditya Birla Finance Ltd (Lender)	5,00,60,579	11.35
Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited)	9,86,67,956	22.37	5,00,60,579	11.35	Release	01.03.2023	Release of Shares	Release of Shares as per agreement with lender	20,00,000	0.45	Bajaj Finance Limited (Lender)	4,80,60,579	10.89

For Diwakar Finvest Pvt. Ltd. (Formerly Sneha Enclave Pvt. Ltd.)

Santinath Paul (Authorised Signatory)

Place: Kolkata Date: 01.03.2023

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)-& 31(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	g in the targ	et company (1)	Promoter l already encun		D	etails of events p	pertaining to enc	umbrance (3	3)	Post event holding of e shares {creation (2)+(3)] , (3)] / invocation [(/ release [(2)-
	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
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	ig in the targ	et company (1)	Promoter h already encun		De	etails of events p	3)	Post event holding of e shares {creation (2)+(3)] / invocation [(/ release [(2)-		
	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 holdin	g in the targ	et company (1)	Promoter h already encun		D	etails of events p	pertaining to end	cumbrance (3	3)	Post event holding of e shares {creation (2)+(3)] / invocation [6]	/ release [(2)-
	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	-	-	_	-	-	-	-	-	<u>-</u>
SMRITI AGARWAL	3,34,000	0.0757	0.0757	-	-	-	-	-	-		-	-

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	ng in the targ	et company (1)	Promoter h already encun	0	Details of events pertaining to encumbrance (3)					Post event holding of enshares {creation (2)+(3)] / invocation [(′ release [(2)-
	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	Shares	% of Total share capital
RACHANA GOENKA	3,17,700	0.0720	0.0720	-	-	-	-	-	-	-	-	-
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 Pvt. Ltd. (Formerly Sneha Enclave Pvt. Ltd.)

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	36.95%
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: 01.03.2023

												1
					DETAILS OF ALL	EXISTING EVENTS / A	GREMENTS PERTAINING TO ENCUMBR	ANCES				
						Specific details					End use of Money	
	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 % o encumbe No. of Sh: % of total shar	ered ares :	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	%age of toal share cpaital									
27.02.2023	Pledge	2,00,000	0.04	IndusInd Bank Limited	No, Private Sector Bank	Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited) (Pledgor)	No	7.64	6.94	1.10	Repayment of existing loans	Pledge of Additional Shares
27.02.2023	Pledge	25,00,000	0.56	IndusInd Bank Limited	No, Private Sector Bank	Suraj Finvest Private Limited (Formerly Sneha Gardens Private Limited) (Pledgor)	No	95.48	76.38	1.25	Repayment of existing loans	Pledge of Shares
27.02.2023	Pledge	1,00,000	0.02	Aditya Birla Finance Ltd	Yes, NBFC	Diwakar Finvest Private Limited (Formerly Sneha Enclave Private Limited) (Pledgor)	No	3.82	1.91	2.00	Repayment of existing loans	Pledge of Additional Shares

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

Santinath Paul (Authorised Signatory)

Place: Kolkata Date: 01.03.2023