

IDBI Trusteeship Services Ltd

CIN : U65991MH2001GOI131154



Ref: 13133/ITSL/OPR/2019-20

Date: February 12, 2020

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001
National Stock Exchange of India Limited. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051
Emami Limited 687, Anand Pur, Near E M Bypass, Haltu, Kolkata, West Bengal 700107

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of equity shares of Emami Limited.

Pursuant to the disclosure required to be made under Regulation 29(1) and (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the pledge of equity shares of **Emami Limited** in favour of IDBI Trusteeship Services Limited (ITSL) acting in its capacity as Debenture Trustee for the benefit of Debenture Holders.

For and on behalf of

IDBI Trusteeship Services Ltd

Authorized Signatory



Format for disclosures under Regulation 29(2) and of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	Emami Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IDBI Trusteeship Services Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	No. IDBI Trusteeship Services Limited is acting as Debenture Trustee for benefit of Debenture Holder for various NCDs, wherein the shares of the target company have been pledged pursuant to respective share pledge agreements.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited , National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition – Pledged of shares under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights			
b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	5,38,10,000	11.85%	11.85%
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	5,38,10,000	11.85%	11.85%




<p>Details of pledged of shares under consideration</p> <p>a) Shares carrying voting rights acquired/ sold</p> <p>b) VRs acquired/sold otherwise than by shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold</p> <p>d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p>	<p>1,05,11,400</p>	<p>2.31%</p>	<p>2.31%</p>
<p>e) Total (a+b+c+d)</p>	<p>1,05,11,400</p>	<p>2.31%</p>	<p>2.31%</p>
<p>After the pledged under consideration holding of acquirer along with PACs of :</p> <p>a) Shares carrying voting rights</p> <p>b) VRs otherwise than by shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.</p> <p>d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p>	<p>6,43,21,400</p>	<p>14.16%</p>	<p>14.16%</p>
<p>e) Total (a+b+c+d)</p>	<p>6,43,21,400</p>	<p>14.16%</p>	<p>14.16%</p>
<p>6. Mode of acquisition/-release (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)</p>	<p>1,05,11,400 Equity shares pledged in favor of IDBI Trusteeship Services Limited acting as Debenture Trustee wherein the shares of target company has been pledged pursuant to respective Share pledge agreement</p>		
<p>7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.</p>	<p>1,05,11,400 Equity shares pledged in favor of IDBI Trusteeship Services Limited acting as Debenture Trustee</p>		

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	wherein the shares of target company has been pledged pursuant to respective Share pledge agreement.		
8. Date of acquisition /sale pledge of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	10.02.2020		
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	45,39,35,238 (consisting of Rs.1 each) as disclosed in the shareholding pattern dated December 31, 2019 disclosed on the website of BSE Limited		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	45,39,35,238 (consisting of Rs.1 each) as disclosed in the shareholding pattern dated December 31, 2019 disclosed on the website of BSE Limited		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	45,39,35,238 (consisting of Rs.1 each) as disclosed in the shareholding pattern dated December 31, 2019 disclosed on the website of BSE Limited		

Note:

- In terms of the share pledge agreement, the pledger(s) have pledged 1,05,11,400 shares of the target company in favor of IDBI Trusteeship Services Limited (acting as Debenture Trustee) for the benefit of the debenture holders.




Signature of the acquirer:
IDBI Trusteeship Services Ltd

A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "IDBI TRUSTEESHIP SERVICES LTD" around the perimeter and "ITSL" in the center.

Authorized Signatory

Place: Mumbai

Date: February 12, 2020

(* We are the Debenture Trustees and holding the shares by way of Share Pledge as Security for the benefit of the debenture holder and we do not have any intention of making investment in shares or acquisition of shares for trading. It is not the business or activity of ITSL to deal in any shares. ITSL does not operate and acquire any shares by purchasing or buying from the Securities Market. ITSL need to sell the Pledged shares only when the Borrower has committed default in Payment of interest or repayment of Principal and in no other case. The sole purpose of the sale is to recover the defaulted dues of the Lenders and not for making any gain.