

# PRABHAKAR VINIYOG PVT. LTD.

(Formerly : Emami Highrise Pvt. Ltd.)

Regd. Office :

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

CIN : U70100WB2007PTC120613

Date: 25.09.2020

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 Secretary

The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata - 700 001

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 the disclosure of reason for encumbrance**

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 PRABHAKAR VINIYOG PVT. LTD.



Director / Authorised 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

Name of the Target company (TC)

Emami Limited

National Stock Exchange of India Limited

BSE Ltd.

The Calcutta Stock Exchange Limited

25.09.2020

Prabhakar Viniyog Private Limited

Names of the Stock Exchanges where the shares of the target company are listed

Date of reporting

Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked

Details of the creation/invocation/release of encumbrance:

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/Lien/ Non disposal/Undertaking /Others)	Reason for encumbrance	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital
Prabhakar Viniyog Private Limited	2,04,91,492	4.6099	53,12,500	1.20	Creation	23.09.2020	Pledge	Pledge of securities as per agreement with lender	18,00,000	0.40	Deutsche Investments India Pvt. Ltd.(Lender)	71,12,500	1.60

Place: Kolkata

Date : 25.09.2020

For PRABHAKAR VINIYOG PVT. LTD.

Director / Authorised Signatory

## 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(I) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

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
ADITYA VARDHAN AGARWAL	1,34,668	0.0303	0.0303	-	-	-	-	-	-	-	-	-
USHA AGARWAL	1,73,096	0.0389	0.0389	-	-	-	-	-	-	-	-	-
RADHE SHYAM AGARWAL	1,95,000	0.0439	0.0439	-	-	-	-	-	-	-	-	-
HARSHA VARDHAN AGARWAL	1,10,266	0.0248	0.0248	-	-	-	-	-	-	-	-	-
VIHAN VARDHAN AGARWAL	1,72,000	0.0387	0.0387	-	-	-	-	-	-	-	-	-
RITU GOENKA	4,54,930	0.1023	0.1023	-	-	-	-	-	-	-	-	-
SOBHNA AGARWAL	6,30,000	0.1417	0.1417	-	-	-	-	-	-	-	-	-
JYOTI AGARWAL	4,88,000	0.1098	0.1098	-	-	-	-	-	-	-	-	-
AVISHI SUREKA	14,00,000	0.3150	0.3150	-	-	-	-	-	-	-	-	-
SHRUTI GOENKA	1,96,130	0.0441	0.0441	-	-	-	-	-	-	-	-	-
INDU GOENKA	2,69,700	0.0607	0.0607	-	-	-	-	-	-	-	-	-

For PRABHAKAR VINIYOG PVT. LTD.


 Director / Authorised Signatory



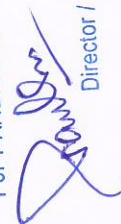
Name of the Promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares (creation (2)+(3)) / release [(2)-(3)] / invocation [(2)-(3)]	
	No. of Shares	% 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
NIKUNJ GOENKA	2,65,000	0.0596	0.0596	-	-	-	-	-	-	-	-	-
SAROJ GOENKA	2,15,240	0.0484	0.0484	-	-	-	-	-	-	-	-	-
MANSI AGARWAL	1,50,000	0.0337	0.0337	-	-	-	-	-	-	-	-	-
NIMISHA GOENKA	2,44,000	0.0549	0.0549	-	-	-	-	-	-	-	-	-
MANISH GOENKA	1,42,196	0.0320	0.0320	-	-	-	-	-	-	-	-	-
SHREYA GOENKA	2,30,000	0.0517	0.0517	-	-	-	-	-	-	-	-	-
VIDISHREE AGARWAL	80,000	0.0180	0.0180	-	-	-	-	-	-	-	-	-
VIDULA AGARWAL	80,000	0.0180	0.0180	-	-	-	-	-	-	-	-	-
JAYANT GOENKA	1,56,254	0.0352	0.0352	-	-	-	-	-	-	-	-	-
RASHMI GOENKA	1,21,400	0.0273	0.0273	-	-	-	-	-	-	-	-	-
SANTOSH GOENKA	1,15,640	0.0260	0.0260	-	-	-	-	-	-	-	-	-
SUSHIL KUMAR GOENKA	1,09,900	0.0247	0.0247	-	-	-	-	-	-	-	-	-
RICHA AGARWAL	91,722	0.0206	0.0206	-	-	-	-	-	-	-	-	-
JYOTI GOENKA	48,776	0.0110	0.0110	-	-	-	-	-	-	-	-	-
MOHAN GOENKA	61,900	0.0139	0.0139	-	-	-	-	-	-	-	-	-
RACHNA BAGARIA	2,70,000	0.0607	0.0607	-	-	-	-	-	-	-	-	-
YOGESH GOENKA	2,45,400	0.0552	0.0552	-	-	-	-	-	-	-	-	-

For PRABHAKAR VINIYOG PVT. LTD.

 Director / Authorised Signatory

Name of the Promoter (s) or PACs with him <sup>(**)</sup>	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)]	
	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	0.0540	0.0540	-	-	-	-	-	-	-	-	-	
PUJA GOENKA	1,69,398	0.0381	0.0381	-	-	-	-	-	-	-	-	-	
ADIYA VARDHAN AGARWAL, KARTA(HUF)	2,04,278	0.0460	0.0460	-	-	-	-	-	-	-	-	-	
HARSH VARDHAN AGARWAL, KARTA (HUF)	1,72,000	0.0387	0.0387	-	-	-	-	-	-	-	-	-	
MOHAN GOENKA, KARTA (HUF)	1,74,000	0.0391	0.0391	-	-	-	-	-	-	-	-	-	
MANISH GOENKA, KARTA (HUF)	1,74,000	0.0391	0.0391	-	-	-	-	-	-	-	-	-	
SUSHIL KUMAR GOENKA, KARTA (HUF)	1,74,000	0.0391	0.0391	-	-	-	-	-	-	-	-	-	
PRASHANT GOENKA	1,90,000	0.0427	0.0427	-	-	-	-	-	-	-	-	-	
ASHISH GOENKA	1,30,000	0.0292	0.0292	-	-	-	-	-	-	-	-	-	
LAXMI DEVI BAJORIA	1,43,000	0.0322	0.0322	-	-	-	-	-	-	-	-	-	
PRASHANT GOENKA, KARTA (HUF)	74,000	0.0166	0.0166	-	-	-	-	-	-	-	-	-	
JAYANT GOENKA, KARTA (HUF)	74,000	0.0166	0.0166	-	-	-	-	-	-	-	-	-	
ASHISH GOENKA, KARTA (HUF)	74,000	0.0166	0.0166	-	-	-	-	-	-	-	-	-	
MADAN LAL AGARWAL	60,000	0.0135	0.0135	-	-	-	-	-	-	-	-	-	
PRADEEP AGARWAL	31,150	0.0070	0.0070	-	-	-	-	-	-	-	-	-	
KUSUM AGARWAL	37,800	0.0085	0.0085	-	-	-	-	-	-	-	-	-	
DIYA AGARWAL	26,000	0.0058	0.0058	-	-	-	-	-	-	-	-	-	
SANGITA AGARWAL	26,000	0.0058	0.0058	-	-	-	-	-	-	-	-	-	
SHUBHAM AGARWAL	24,460	0.0055	0.0055	-	-	-	-	-	-	-	-	-	

For PRABHAKAR VINIYOG PVT. LTD.



Director / Authorised Signatory



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	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	
ABHISHEK AGARWAL	24,000	0.0054	0.0054	-	-	-	-	-	-	-	-	-	
DHIRAJ AGARWAL	16,750	0.0038	0.0038	-	-	-	-	-	-	-	-	-	
VISHAL AGARWAL	8,200	0.0018	0.0018	-	-	-	-	-	-	-	-	-	
SUMANGAL AGARWAL	8,200	0.0018	0.0018	-	-	-	-	-	-	-	-	-	
TMT VINIYOGAN LIMITED	30,33,160	0.6824	0.6824	17,07,500	0.3841	-	-	-	-	17,07,500	0.3841	-	
SUNTRACK PRIVATE LIMITED	4,91,34,107	11.0535	11.0535	3,20,95,264	7.2203	-	-	-	-	3,20,95,264	7.2203	-	
BHANU VYAPAAR PRIVATE LIMITED	4,37,65,902	9.8458	9.8458	2,97,52,641	6.6933	-	-	-	-	2,97,52,641	6.6933	-	
DIWAKAR VINIYOG PRIVATE LIMITED	4,95,33,849	11.1434	11.1434	3,03,40,635	6.8256	-	-	-	-	3,03,40,635	6.8256	-	
RAVIRAJ VINIYOG PRIVATE LIMITED	2,14,56,984	4.8271	4.8271	50,60,018	1.1383	-	-	-	-	50,60,018	1.1383	-	
SURAJ VINIYOG PRIVATE LIMITED	2,00,05,848	4.5006	4.5006	1,34,17,226	3.0184	-	-	-	-	1,34,17,226	3.0184	-	
EMAMI PAPER MILLS LTD	9,33,000	0.2099	0.2099	-	-	-	-	-	-	-	-	-	
EMAMI CAPITAL MARKETS LTD	84,000	0.0189	0.0189	-	-	-	-	-	-	-	-	-	
EMAMI FRANK ROSS LIMITED	10,000	0.0022	0.0022	-	-	-	-	-	-	-	-	-	
AMITABH GOENKA	5,71,496	0.1286	0.1286	-	-	-	-	-	-	-	-	-	

For PRABHAKAR VINIYOG PVT. LTD.

  
Director / Authorised Signatory

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	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
AMITABH GOENKA, KARTA (HUF)	74,000	0.0166	0.0166	-	-	-	-	-	-	-	-	-
SMRITI AGARWAL	3,34,000	0.0751	0.0751	-	-	-	-	-	-	-	-	-
RACHANA GOENKA	3,17,700	0.0715	0.0715	-	-	-	-	-	-	-	-	-
SACHIN GOENKA	7,17,000	0.1613	0.1613	-	-	-	-	-	-	-	-	-
SASHWAT GOENKA	5,80,000	0.1305	0.1305	-	-	-	-	-	-	-	-	-
VIBHASH VARDHAN AGARWAL	5,73,478	0.1290	0.1290	-	-	-	-	-	-	-	-	-
MANAN GOENKA	5,65,000	0.1271	0.1271	-	-	-	-	-	-	-	-	-
DARSH GOENKA	5,65,000	0.1271	0.1271	-	-	-	-	-	-	-	-	-
ADVAY GOENKA	5,54,000	0.1246	0.1246	-	-	-	-	-	-	-	-	-
REYANSH GOENKA	4,07,750	0.0917	0.0917	-	-	-	-	-	-	-	-	-
DEVARSH GOENKA	4,07,750	0.0917	0.0917	-	-	-	-	-	-	-	-	-
RADHE SHYAM GOENKA	3,92,076	0.0882	0.0882	-	-	-	-	-	-	-	-	-
RAJ KUMAR GOENKA	2,97,964	0.0670	0.0670	-	-	-	-	-	-	-	-	-
ROHIN RAJ SUREKA	35,00,000	0.7874	0.7874	-	-	-	-	-	-	-	-	-
PRITI A SUREKA	1,16,09,702	2.6118	2.6118	-	-	-	-	-	-	-	-	-
CHIKKY GOENKA	3,71,700	0.0836	0.0836	-	-	-	-	-	-	-	-	-

Place: Kolkata

Date : 25.09.2020

For PRABHAKAR VINIYOG PVT. LTD.



Director / 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 The Calcutta Stock Exchange Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Prabhakar Viniyog Private Limited
Total promoter shareholding in the listed company	No. of shares -239393412 % of total share capital -53.8551%
Encumbered shares as a % of promoter shareholding	49.91%
Whether encumbered share is 50% or more of promoter shareholding	NO
Whether encumbered share is 20% or more of total share capital	YES

### Signature of Authorised Signatory:

For PRABHAKAR VINIYOG PVT. LTD.

  
Director / Authorised Signatory

Place: Kolkata

Date: 25.09.2020



**DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES**

Encumbrance 1 (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 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	Value of shares on the date of agreement / (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			Names of all other entities in the agreement							
23.09.2020	Pledge	1800000	0.4049	Deutsche Investments India Pvt. Ltd.	Yes, NBFC	Prabhakar Viniyog Private Limited (Pledgor)	No	66.078	33.039	2	Repayment of existing loans	Pledge of Additional Shares	

For PRABHAKAR VINIYOG PVT. LTD.

  
Director / Authorised Signatory