# CIN :U64990WB1996PTC081001

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

#### Date: 29.03.2023

## 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: <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

Place: Kolkata Encl: a/a

								ļ			March/08/2022-23		
Disclosure by the Promoter (s) to the Sto	ock Exchanges and to th	e Target Comp	any for pledge of shar	res, in terms of R	tegulation 31(1) of	f SEBI (Substantial	Acquisition of Shares and T	akeovers) Regulations,	2011				
	Nai	me of the Targe	et company (TC)				Emami Limited						
N	ames of the Stock Excha	nges where the	shares of the target c	ompany are liste	d		National Stock Exchange of	India Limited					
l				BSE Ltd. 29-03-2023									
Name of th	/ <del>/invoked</del>		Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')										
Name of thePromoter (s) or PACs with him(*)	or PACs 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 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
Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited')	9,86,67,956	22.37	5,40,56,579	12.25	Pledge	27.03.2023	Pledge of Shares	Pledge of Shares as per agreement with lender	3,00,000	0.07	Bajaj Finance Ltd (Lender)	5,43,56,579	12.32
Diwakar Finvest Private Limited								Pledge of Shares as			Axis Finance Limited		

Pledge of Shares

per agreement with

lender

4,00,000

0.09

Pledge

27.03.2023

12.32

22.37

5,43,56,579

9,86,67,956

Axis Finance Limited

(Lender)

5,47,56,579

12.41

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

(Formerly Sneha Enclave Private

Limited)

Santinath Paul (Authorised Signatory)

Place: Kolkata Date : 29.03.2023

#### 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 Promoter holding Post event holding of encumbered Name of the Promoter (s) or PACs with Details of events pertaining to encumbrance (3) Promoter holding in the target company (1) already encumbered (2) shares {creation (2)+(3)] / release [(2)him(\*\*) (3)] / invocation [(2)-(3)]] Type of Type of Date of encumbrance % of % of total event creation/ No. of No. of No. of (pledge/ lien/ total % of Total % w.r.t diluted share Shares share (creation invocation Shares % of No. of Shares non disposal shares share share capital capital (\*) /release release of undertaking capital capital /invocation) encumbrance /others) 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 2,69,700 INDU GOENKA 0.0611 0.0611 --2,65,000 NIKUNJ GOENKA 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 AYANT GOENKA 1,56,254 0.0354 0.0354 -RASHMI GOENKA 0.0275 1,21,400 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 IYOTI GOENKA 48,776 0.0111 0.0111

Name of the Promoter (s) or PACs with him(**)	Promoter holdir	ıg in the targ	et company (1)	Promoter h already encun		D	etails of events p	pertaining to enc	umbrance (S	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
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 holdir	ig in the targ	et company (1)	Promoter holding already encumbered (2)		D	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
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 (FORMERLY KNOWN AS 'SNEHA GARDENS PRIVATE LIMITED')	10,57,20,226	23.9647	23.9647	4,12,86,885	9.36	_	-	-	-	-	4,12,86,885	9.36
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	g in the targ	et company (1)	Promoter h already encun		Details of events pertaining to encumbrance (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
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 Limit (Formerly known as 'Sneha Encla												

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	40.12%
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: 29.03.2023

				DETA	ALS OF ALL EXI	STING EVENTS / AGRE	MENTS PERTAINING TO ENCUMB	BRANCES				
Encumbrance	Type of	No. and % o	of shares	Name of the entity	Whether the entity X	<u>Specific details</u> Names of all other entities in the	Whether the encumbrance is relating to any	Value of shares on	Amount involved	Ratio of A / B	End use of Money	Remarks
I (Date of creation of encumbrance:	encumbrance (pledge, lien, negative lien, non- disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	No. and % o encumbe No. of Sh: % of total shar	ered ares :	in whose favour shares encumbered (X)	w nether the entity A is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the business of the entity. (YES/NO)	Aames of an other entities in the agreement Listed company and its group companies (if any) 1) Other entities (if any) 1)	whether the endumbrance 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	the date of event / agreement (A) (Rupees in Crores)	/ent / (against which (A) shares have		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									
27.03.2023	Pledge	60,000	0.01	Bajaj Finance Limited	Yes, NBFC	Premier Ferro Alloys & Securities Ltd (Borrower) Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Pledgor)	No	2.10	1.05	2	Repayment of existing loans	Pledge of Additional Shares
27.03.2023	Pledge	2,40,000	0.05	Bajaj Finance Limited	Yes, NBFC	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Borrower & Pledgor)	No	8.39	4.20	2	Repayment of existing loans	Pledge of Additional Shares
27.03.2023	Pledge	4,00,000	0.09	Axis Finance Ltd	Yes, NBFC	Diwakar Finvest Private Limited (Formerly known as 'Sneha Enclave Private Limited') (Borrower & Pledgor)	No	13.99	6.99	2	Repayment of existing loans	Pledge of Additional Shares

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

Santinath Paul (Authorised Signatory)