

# Diwakar Viniyog Private Limited

CIN : U24246WB1984PTC037090

Regd. Office :  
687, Anandapur, E. M. Bypass, 2nd Floor  
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Date: 13.10.2020

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) & 31(2) 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) 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 VINIYOG PRIVATE LIMITED

  
Director / Authorized 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 release of shares, in terms of Regulation 3(1) & 3(2) 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

Date of reporting

13.10.2020  
Diwakar Viniyog Private Limited

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)		Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumbrance (Pledge/Len/ Non disposal/Undertaking /Others)	Reason for encumbrance	Number	% of share capital	Name of the entity in whose favour shares encumbered	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								Number	% of Total share capital
Diwakar Viniyog Private Limited	4,95,33,849	11.1434	2,76,35,278	6.22	Release	09.10.2020	Release of pledged shares	Release of Pledged Shares as per agreement with lender	9,84,259	0.22	RBL Bank Ltd. (Lender)	2,66,51,019	6.00
Diwakar Viniyog Private Limited	4,95,33,849	11.1434	26651019	6.00	Release	13.10.2020	Release of pledged shares	Release of Pledged Shares as per agreement with lender	828775	0.19	RBL Bank Ltd. (Lender)	2,58,22,244	5.81
Suntrack Commerce Private Limited	4,91,34,107	11.0535	2,50,06,090	5.63	Release	12.10.2020	Release of pledged shares	Release of Pledged Shares as per agreement with lender	4,05,182	0.09	SBM Bank (India) Ltd. (Lender)	2,46,00,908	5.53
Suntrack Commerce Private Limited	4,91,34,107	11.0535	2,46,00,908	5.53	Release	13.10.2020	Release of pledged shares	Release of Pledged Shares as per agreement with lender	15,41,607	0.35	RBL Bank Ltd. (Lender)	2,30,59,301	5.19
Suntrack Commerce Private Limited	4,91,34,107	11.0535	2,30,59,301	5.19	Release	13.10.2020	Release of pledged shares	Release of Pledged Shares as per agreement with lender	98,760	0.02	RBL Bank Ltd. (Lender)	2,29,60,541	5.17
Bhanu Vyapaar Private Limited	4,37,65,902	9.8458	2,26,81,341	5.10	Creation	13.10.2020	Pledge	Pledge of securities as per agreement with lender	35,00,000	0.79	Deutsche Investments India Pvt. Ltd. (Lender)	2,61,81,341	5.89
Bhanu Vyapaar Private Limited	4,37,65,902	9.8458	2,61,81,341	5.89	Creation	13.10.2020	Pledge	Pledge of securities as per agreement with lender	2,09,000	0.05	IIFL Wealth Finance Limited (Lender)	2,63,90,341	5.94

Place: Kolkata

Date : 13.10.2020

For DIWAKAR VINIYOG PRIVATE LIMITED

Director / Authorised Signatory



**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 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
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	-	-	-	-	-	-	-	-	-
SOBHANA 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 DIWAKAR VINIYOG PRIVATE LIMITED

*D. Sharma*

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)]	
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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	-	-	-	-	-	-	-	-	-
SHIREYA 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 DIWAKAR VINIYOG PRIVATE LIMITED

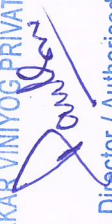


Director / Authorised Signatory



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)]	
	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	-	-	-	-	-	-	-	-	-
ADITYA 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	-	-	-	-	-	-	-	-	-
DIVYA AGARWAL	26,000	0.0058	0.0058	-	-	-	-	-	-	-	-	-
SANGITA AGARWAL	26,000	0.0058	0.0058	-	-	-	-	-	-	-	-	-
SHUBHAM AGARWAL	24,460	0.0055	0.0055	-	-	-	-	-	-	-	-	-

For DIWAKAR VINIYOG PRIVATE LIMITED



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 [(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
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 VINNYOGAN LIMITED	30,33,160	0.6824	0.6824	17,07,500	0.3841	-	-	-	-	-	17,07,500	0.3841
SURAJ VINIYOG PRIVATE LIMITED	2,00,05,848	4.5006	4.5006	1,34,17,226	3.0184	-	-	-	-	-	1,34,17,226	3.0184
PRABHAKAR VINIYOG PRIVATE LIMITED	2,04,91,492	4.6099	4.6099	71,12,500	1.6001	-	-	-	-	-	71,12,500	1.6001
RAVIRAJ VINIYOG PRIVATE LIMITED	2,14,56,984	4.8271	4.8271	45,60,018	1.0258	-	-	-	-	-	45,60,018	1.0258
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 DIWAKAR VINIYOG PRIVATE LIMITED



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
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 : 13.10.2020

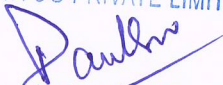
For DIWAKAR VINYOG PRIVATE LIMITED  
  
Director & Authorised Signatory

## 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	Bhanu Vyapaar 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	42.60%
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 DIWAKAR VINIYOG PRIVATE LIMITED

  
Director / Authorised Signatory

Place: Kolkata

Date: 13.10.2020



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

Encumbrance 1 (Date of creation of encumbrance: _____)	Type of encumbrance (pledge, lien, negative, non-disposal, 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 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	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	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:	% of total share capital									
13.10.2020	Pledge	3500000	0.7874	Deutsche Investments India Pvt. Ltd.	Yes, NBFC	Bhanu Vyapaar Private Limited (Pledgor)	No	121.9225	60.96125	2.00	Repayment and servicing of promoter loan	Pledge of Fresh Shares
13.10.2020	Pledge	209000	0.0470	IIFL Wealth Finance Limited	Yes, NBFC	Bhanu Vyapaar Private Limited (Pledgor)	No	7.282605	3.6413025	2.00	Repayment of existing loans	Pledge of Additional Shares

For DIWAKAR VINIYOG PRIVATE LIMITED

  
Director / Authorised Signatory