

Diwakar Viniyog Private Limited

(FORMERLY : HI-UP COSMETICS & TOILETRIES PVT. LTD.)

CIN : U24246WB1984PTC037090

Regd. Office :
687, Anandapur, E. M. Bypass, 2nd Floor
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Fax : 6613 6243

Date: 08.11.2016

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

Please find enclosed herewith disclosure in terms of Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information & record.

Thanking you,

Yours faithfully,
for Diwakar Viniyog Private Limited

Authorised Signatory

Encl: a/a



DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

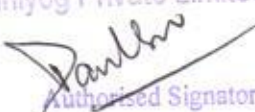
Name of the Target Company (TC)	Emami Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p><u>Acquirers</u> Suntrack commerce Private Limited Diwakar Viniyog Private Limited Bhanu Vyapaar Private Limited Raviraj Viniyog Private Limited (Fka-Emami Enclave Makers Private Limited) Prabhakar Viniyog Private Limited (Fka-Emami High Rise Private Limited) Saroj Goenka Santosh Goenka Indu Goenka</p> <p><u>PAC</u> Priti Sureka Aditya Vardhan Agarwal Usha Agarwal Raj Kumar Goenka Radhe Shyam Agarwal Rohin Raj Sureka Harsha Vardhan Agarwal Saswat Goenka Sachin Goenka Vibhash Vardhan Agarwal Vihan Vardhan Agarwal Advay Goenka Ritu Goenka Meena Goenka Radhe Shyam Goenka Chikky Goenka Sobhna Agarwal Jyoti Agarwal Devarsh Goenka Reyansh Goenka Avishi Sureka Shruti Goenka Darsh Goenka Manan Goenka Nikunj Goenka Mansi Agarwal Nimisha Goenka Manish Goenka Shreya Goenka Vidhishree Agarwal Vidula Agarwal Jayant Goenka Rashmi Goenka Sushil Kumar Goenka Rachana Goenka Richa Agarwal Jyoti Goenka Mohan Goenka Rachna Bagaria</p>

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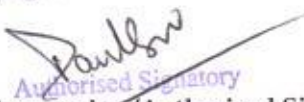
	Yogesh Goenka Reha Goenka Puja Goenka Aditya Vardhan Agarwal, Karta (HUF) Harsh Vardhan Agarwal, Karta (HUF) Mohan Goenka, Karta (HUF) Manish Goenka, Karta (HUF) Sushil Kumar Goenka, Karta (HUF) Prashant Goenka Ashish Goenka Laxmi Devi Bajoria Prashant Goenka Karta (HUF) Jayant Goenka Karta (HUF) Ashish Goenka, Karta (HUF) Madan Lal Agarwal Pradeep Agarwal Divya Agarwal Sangita Agarwal Shubham Agarwal Abhishek Agarwal Dhiraj Agarwal Vishal Agarwal Sumangal Agarwal TMT Viniyogan Limited Emami Paper Mills Limited Epl Securities Limited Emami Frank Ross Limited Amitabh Goenka Amitabh Goenka, Karta (HUF) Smriti Agarwal Kusum Agarwal Suraj Viniyog Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited The Calcutta Stock Exchange Limited		
Details of the acquisition / disposal 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 under consideration, holding of :</u>			
a) Shares carrying voting rights	165,088,855 (As per Annexure -1)	72.7367 (As per Annexure -1)	N.A.
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding	N.A.	N.A.	N.A.

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in each category)			
e) Total (a+b+c+d)	165,088,855	72.7367	N.A.
Details of acquisition/ sale			
a) Shares carrying voting rights acquired/sold	1,912,062 (As per Annexure-2)	0.8424 (As per Annexure-2)	N.A.
b) VRs acquired otherwise than by shares	N.A. N.A.	N.A. N.A.	N.A. N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC acquired/sold	N.A.	N.A.	N.A.
d) Shares encumbered/invoked/released by the acquirer			
Total (a+b+c+/-d)	1,912,062	0.8424	N.A.
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	165,088,855 (As per Annexure-2)	72.7367 (As per Annexure-2)	N.A.
b) Shares encumbered with the acquirer			
c) VRs otherwise than by equity shares	N.A.	N.A.	N.A.
d) 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	N.A. N.A. N.A.	N.A. N.A. N.A.	N.A. N.A. N.A.
e) Total (a+b+c+d)	165,088,855	72.7367	N.A.
Mode of acquisition/ sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter se transfer among Promoters/ Promoter Group through: Registered Stock broker/Off Market by way of Gift		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	07.11.2016		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 226,967,619/-		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 226,967,619/-		
Total diluted share/voting capital of the TC after the said acquisition/sale	NIL		

For Diwakar Viniyog Private Limited
Diwakar Viniyog Private Limited


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Signature of the acquirer/Authorised Signatory

For and on behalf of the promoter and promoter group
Place: Kolkata
Date: 08.11.2016

**Annexure 1 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares &
Takeovers Regulations, 2011 dated 08.11.2016**

Details of the acquisition / disposal

Sl. No.	Name of the Promoter/ Promoter Group	Before the acquisition under consideration, holding of :	
		Shares carrying voting rights before the acquisition under consideration	% w.r.t. total share/ voting capital
1	Diwakar Viniyog Private limited	33,328,812	14.6844
2	Suntrack Commerce Private limited	32,693,941	14.4047
3	Bhanu Vyapaar private limited	27,606,321	12.1631
4	Raviraj Viniyog Private Limited (Fka-Emami Enclave Makers Private Limited)	13,459,583	5.9302
5	Prabhakar Viniyog Private Limited (Fka-Emami High Rise Private Limited)	13,077,533	5.7618
6	Saroj Goenka	269,620	0.1188
7	Santosh Goenka	193,560	0.0853
8	Indu Goenka	294,410	0.1297
9	Vibhash V Agarwal	536,439	0.2364
10	Vidula Agarwal	240,000	0.1057
11	Aditya Vardhan Agarwal, Karta (HUF)	102,139	0.0450
12	Vidhishree Agarwal	240,000	0.1057
13	Vihan Agarwal	536,000	0.2362
14	Rohin Raj Sureka	750,000	0.3304
15	Avishi Sureka	300,000	0.1322
16	Dhiraj Agarwal	8,375	0.0037
17	Sangita Agarwal	13,000	0.0057
18	Vishal Agarwal	4,100	0.0018
19	Sumangal Agarwal	4,100	0.0018
20	Divya Agarwal	13,000	0.0057
21	Pradeep Agarwal	20,575	0.0091
22	Shubham Agarwal	12,230	0.0054
23	Madan Lal Agarwal	30,000	0.0132
24	Kusum Agarwal	19,200	0.0085
25	Abhishek Agarwal	12,000	0.0053
26	Sashwat Goenka	565,000	0.2489
27	Shreya Goenka	240,000	0.1057
28	Nimisha Goenka	247,000	0.1088
29	Advay Goenka	502,000	0.2212
30	Rachna Bagaria	135,000	0.0595
31	Prashant Goenka	95,000	0.0419
32	Manan Goenka	282,500	0.1245
33	Yogesh Goenka	122,700	0.0541
34	Jyoti Agarwal	315,000	0.1388
35	Nikunj Goenka	282,500	0.1245
36	Devarsh Goenka	303,875	0.1339
37	Reyansh Goenka	303,875	0.1339
38	Sobhna Agarwal	315,000	0.1388
39	Smriti Agarwal	167,000	0.0736
40	Jayant Goenka	232,127	0.1023

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41	Reha Goenka	120,000	0.0529
42	Darsh Goenka	282,500	0.1245
43	Laxmi Devi Bajoria	75,000	0.0330
44	Emami Paper Mills Ltd	466,500	0.2055
45	TMT Viniyogan Limited	4,956,580	2.1838
46	Emami Frank Ross Ltd	5,000	0.0022
47	EPL Securities Ltd	42,000	0.0185
48	Radhe Shyam Agarwal	769,500	0.3390
49	Usha Agarwal	911,548	0.4016
50	Aditya Vardhan Agarwal	1,319,334	0.5813
51	Richa Agarwal	158,861	0.0700
52	Harsha Vardhan Agarwal	585,133	0.2578
53	Harsha Vardhan Agarwal, Karta (HUF)	100,000	0.0441
54	Mansi Agarwal	261,000	0.1150
55	Priti Sureka	4,950,000	2.1809
56	Radhe Shyam Goenka	378,638	0.1668
57	Mohan Goenka	140,450	0.0619
58	Rashmi Goenka	208,200	0.0917
59	Mohan Goenka, Karta HUF	100,000	0.0441
60	Manish Goenka	246,098	0.1084
61	Jyoti Goenka	157,700	0.0695
62	Manish Goenka, Karta HUF	100,000	0.0441
63	Meena Goenka	461,310	0.2032
64	Puja Goenka	114,699	0.0505
65	Prashant Goenka, Karta HUF	50,000	0.0220
66	Ritu Goenka	477,465	0.2104
67	Amitabh Goenka, Karta HUF	50,000	0.0220
68	Ashish Goenka	95,000	0.0419
69	Shruti Goenka	298,065	0.1313
70	Ashish Goenka, Karta HUF	50,000	0.0220
71	Suraj Viniyog (P) Ltd	13,100,311	5.7719
72	Sushil Kumar Goenka	191,250	0.0843
73	Sushil Kumar Goenka, Karta HUF	100,000	0.0441
74	Rachana Goenka	173,850	0.0766
75	Jayant Goenka , Karta HUF	50,000	0.0220
76	Sachin Goenka	538,000	0.2370
77	Chikky Goenka	320,850	0.1414
78	Amitabh Goenka	4,015,748	1.7693
79	Raj Kumar Goenka	794,750	0.3502
	Total	165,088,855	72.7367

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Annexure 2 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 08.11.2016

SI No	Name of the Acquirer	PRE	PRE %	Purchase	Sale	POST	POST %	Encumbered	% of Paid Up
		No. of Shares				No. of Shares		No. of Shares	Capital
1	Diwakar Viniyog Private Limited	33,328,812	14.6844	420,575	-	33,749,387	14.8697	11,927,390	5.2551
2	Suntrack Commerce Private Limited	32,693,941	14.4047	419,575	-	33,113,516	14.5895	14,630,908	6.4463
3	Bhanu Vyapaar Private Limited	27,606,321	12.1631	158,060	-	27,764,381	12.2327	12,363,821	5.4474
4	Raviraj Viniyog Private Limited (Fka-Emami Enclave Makers Private Limited)	13,459,583	5.9302	417,424	-	13,877,007	6.1141	1,192,000	0.5252
5	Prabhakar Viniyog Private Limited (Fka-Emami High Rise Private Limited)	13,077,533	5.7618	113,428	-	13,190,961	5.8118	1,192,000	0.5252
6	Saroj Goenka	269,620	0.1188	213,000	-	482,620	0.2126	0	0.0000
7	Santosh Goenka	193,560	0.0853	4,560	-	198,120	0.0873	0	0.0000
8	Indu Goenka	294,410	0.1297	165,440	-	459,850	0.2026	0	0.0000
	Sub-Total (A)	120,923,780	53.2780	1,912,062	-	122,835,842	54.1204	41,306,119	18.1991
	Name of the Persons in Promoters's Group (Other than Acquirer)								
1	Priti Sureka	4950000	2.1809	-	140,000	4,810,000	2.1192	0	0.0000
2	Aditya Vardhan Agarwal	1319334	0.5813	-	87,000	1,232,334	0.5430	0	0.0000
3	Usha Agarwal	911548	0.4016	-	75,000	836,548	0.3686	0	0.0000
4	Raj Kumar Goenka	794750	0.3502	-	82,000	712,750	0.3140	0	0.0000
5	Radhe Shyam Agarwal	769500	0.3390	-	330,000	439,500	0.1936	0	0.0000
6	Rohin Raj Sureka	750000	0.3304	-	-	750,000	0.3304	0	0.0000
7	Harsha Vardhan Agarwal	585133	0.2578	-	50,000	535,133	0.2358	0	0.0000
8	Saswat Goenka	565000	0.2489	-	-	565,000	0.2489	0	0.0000
9	Sachin Goenka	538000	0.2370	-	3,500	534,500	0.2355	0	0.0000
10	Vibhash Vardhan Agarwal	536439	0.2364	-	-	536,439	0.2364	0	0.0000
11	Vihan Vardhan Agarwal	536000	0.2362	-	-	536,000	0.2362	0	0.0000
12	Advay Goenka	502000	0.2212	-	-	502,000	0.2212	0	0.0000
13	Ritu Goenka	477465	0.2104	-	25,000	452,465	0.1994	0	0.0000
14	Meena Goenka	461310	0.2032	-	400,078	61,232	0.0270	0	0.0000
15	Rahde Shyam Goenka	378638	0.1668	-	-	378,638	0.1668	0	0.0000
16	Chikky Goenka	320850	0.1414	-	15,000	305,850	0.1348	0	0.0000
17	Sobhna Agarwal	315000	0.1388	-	-	315,000	0.1388	0	0.0000
18	Iyoti Agarwal	315000	0.1388	-	-	315,000	0.1388	0	0.0000
19	Devarsh Goenka	303875	0.1339	-	-	303,875	0.1339	0	0.0000
20	Reyansh Goenka	303875	0.1339	-	-	303,875	0.1339	0	0.0000
21	Avishi Sureka	300000	0.1322	-	-	300,000	0.1322	0	0.0000
22	Shruti Goenka	298065	0.1313	-	25,000	273,065	0.1203	0	0.0000
23	Darsh Goenka	282500	0.1245	-	-	282,500	0.1245	0	0.0000
24	Manan Goenka	282500	0.1245	-	-	282,500	0.1245	0	0.0000
25	Nikunj Goenka	282500	0.1245	-	-	282,500	0.1245	0	0.0000
26	Mansi Agarwal	261000	0.1150	-	36,000	225,000	0.0991	0	0.0000
27	Nimisha Goenka	247000	0.1088	-	-	247,000	0.1088	0	0.0000

Diwakar Viniyog Private Limited

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Annexure 2 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 08.11.2016

Sl No	Name of the Acquirer	PRE	PRE %	Purchase	Sale	POST	POST %	Encumbered	% of Paid Up Capital
		No. of Shares				No. of Shares		No. of Shares	
		246098	0.1084	-	-	246,098	0.1084	0	0.0000
28	Mansih Goenka	240000	0.1057	-	-	240,000	0.1057	0	0.0000
29	Shreya Goenka	240000	0.1057	-	-	240,000	0.1057	0	0.0000
30	Vidishree Agarwal	240000	0.1057	-	-	240,000	0.1057	0	0.0000
31	Vidula Agarwal	232127	0.1023	-	-	232,127	0.1023	0	0.0000
32	Jayant Goenka	208200	0.0917	-	22,500	185,700	0.0818	0	0.0000
33	Rashmi Goenka	191250	0.0843	-	12,000	179,250	0.0790	0	0.0000
34	Sushil Kumar Goenka	173850	0.0766	-	15,000	158,850	0.0700	0	0.0000
35	Rachana Goenka	158861	0.0700	-	13,000	145,861	0.0643	0	0.0000
36	Richa Agarwal	157700	0.0695	-	33,312	124,388	0.0548	0	0.0000
37	Jyoti Goenka	140450	0.0619	-	9,500	130,950	0.0577	0	0.0000
38	Mohan Goenka	135000	0.0595	-	-	135,000	0.0595	0	0.0000
39	Rachna Bagaria	122700	0.0541	-	-	122,700	0.0541	0	0.0000
40	Yogesh Goenka	120000	0.0529	-	-	120,000	0.0529	0	0.0000
41	Reha Goenka	114699	0.0505	-	30,000	84,699	0.0373	0	0.0000
42	Puja Goenka	102139	0.0450	-	-	102,139	0.0450	0	0.0000
43	Aditya Vardhan Agarwal, Karta (HUF)	100000	0.0441	-	14,000	86,000	0.0379	0	0.0000
44	Harsha Vardhan Agarwal, Karta (HUF)	100000	0.0441	-	13,000	87,000	0.0383	0	0.0000
45	Mohan Goenka, Karta (HUF)	100000	0.0441	-	13,000	87,000	0.0383	0	0.0000
46	Manish Goenka, Karta (HUF)	100000	0.0441	-	13,000	87,000	0.0383	0	0.0000
47	Sushil Kumar Goenka, Karta (HUF)	95000	0.0419	-	-	95,000	0.0419	0	0.0000
48	Prashant Goenka	95000	0.0419	-	30,000	65,000	0.0286	0	0.0000
49	Ashish Goenka	75000	0.0330	-	-	75,000	0.0330	0	0.0000
50	Laxmi Devi Bajoria	50000	0.0220	-	13,000	37,000	0.0163	0	0.0000
51	Prashant Goenka, Karta (HUF)	50000	0.0220	-	13,000	37,000	0.0163	0	0.0000
52	Jayant Goenka, Karta (HUF)	50000	0.0220	-	13,000	37,000	0.0163	0	0.0000
53	Ashish Goenka, Karta (HUF)	30000	0.0132	-	-	30,000	0.0132	0	0.0000
54	Madan Lal Agarwal	20575	0.0091	-	-	20,575	0.0091	0	0.0000
55	Pradeep Agarwal	13000	0.0057	-	-	13,000	0.0057	0	0.0000
56	Divya Agarwal	13000	0.0057	-	-	13,000	0.0057	0	0.0000
57	Sangita Agarwal	12230	0.0054	-	-	12,230	0.0054	0	0.0000
58	Subham Agarwal	12000	0.0053	-	-	12,000	0.0053	0	0.0000
59	Abhishek Agarwal	8375	0.0037	-	-	8,375	0.0037	0	0.0000
60	Dhiraj Agarwal	4100	0.0018	-	-	4,100	0.0018	0	0.0000
61	Vishal Agarwal	4100	0.0018	-	-	4,100	0.0018	0	0.0000
62	Sumangal Agarwal	4956580	2.1838	-	-	4,956,580	2.1838	1,242,000	0.5472
63	TMT Viniyogan Limited	466500	0.2055	-	-	466,500	0.2055	0	0.0000
64	Emami Paper Mills Limited	42000	0.0185	-	-	42,000	0.0185	0	0.0000
65	EPL Securities Limited	5000	0.0022	-	-	5,000	0.0022	0	0.0000
66	Emami Frankross Limited	4015748	1.7693	-	230,000	3,785,748	1.6680	0	0.0000
67	Amitabh Goenka	50000	0.0220	-	13,000	37,000	0.0163	0	0.0000
68	Amitabh Goenka, Karta (HUF)	167000	0.0736	-	-	167,000	0.0736	0	0.0000
69	Smriti Agarwal	19200	0.0085	-	-	19,200	0.0085	0	0.0000
70	Kusum Agarwal	13100311	5.7719	-	143,172	12,957,139	5.7088	2,886,000	1.2715
71	Suraj Viniyog Private Limited	44,165,075	19.4588	-	1,912,062	42,253,013	18.6163	4,128,000	1.8188
	Sub-Total (B)	165,088,855	72.7367	1,912,062	1,912,062	165,088,855	72.7367	45,434,119	20.0179
	GROSS TOTAL (A+B)								

Diwakar Viniyog Private Limited
 Authorised Signatory