

*Raj Kumar Goenka*

110A, Southern Avenue  
Kolkata-700 029

**Date: 21.03.2016**

**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,



**Raj Kumar Goenka**

Encl: a/a

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

<b>Name of the Target Company (TC)</b>	Emami Limited
<b>Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>	<p><b>Acquirers</b>  Aditya Vardhan Agarwal, Karta (HUF)  Sri Aditya Vardhan Agarwal  Harsha Vardhan Agarwal, Karta (HUF)  Master Vihan Vardhan Agarwal  Mohan Goenka Karta (HUF)  Manish Goenka, Karta (HUF)  Master Advay Goenka  Sri Manish Goenka  Smt Rashmi Goenka  Prashant Goenka , Karta (HUF)  Master Manan Goenka  Sri Raj Kumar Goenka  Amitabh Goenka, Karta (HUF)  Smt Ritu Goenka  Smt Shruti Goenka  Master Nikunj Goenka  Master Devarsh Goenka  Master Reyansh Goenka  Ashish Goenka, Karta (HUF)  Jayant Goenka , Karta (HUF)  Smt Rachana Goenka  Ms. Reha Goenka  Master Darsh Goenka  Sushil Kumar Goenka, Karta (HUF)  Smt. Chikky Goenka  Emami Enclave makers private Limited  Bhanu Vyapaar Private Limited  Suraj Viniyog Private Limited  Emami High Rise Private Limited</p> <p><b>PAC</b>  Sri Abhishek Agarwal  Sri Amitabh Goenka  Sri Ashish Goenka  Ms. Avishi Sureka  Sri Dhiraj Agarwal  Smt Divya Agarwal  Diwakar Viniyog Private Limited  Emami Paper Mills ltd  Emami Frank Ross Limited  EPL Securities Ltd  Sri Harsha Vardhan Agarwal  Smt Indu Goenka  Sri Jayant Goenka  Smt Jyoti Agarwal  Smt Jyoti Goenka  Smt Kusum Agarwal  Smt Laxmi Devi Bajoria  Sri Madan Lal Agarwal  Smt Mansi Agarwal  Smt Meena Goenka  Sri Mohan Goenka  Smt Nimisha Goenka  Sri Pradeep Agarwal  Sri Prashant Goenka  Smt Priti Sureka  Smt Puja Goenka  Smt. Rachna Bagaria</p>



	Sri Radhe Shyam Agarwal Sri Radhe Shyam Goenka Smt Richa Agarwal Sri Rohin Raj Sureka Sri Sachin Goenka Smt Sangita Agarwal Smt Santosh Goenka Smt Saroj Goenka Master Saswat Goenka Smt. Shreya Goenka Smt Sobhna Agarwal Smt Shanti Devi Agarwal Sri Shubham Agarwal Smt Smriti Agarwal Sri Sumangal Agarwal Suntrack Commerce Private Limited Sri Suresh Kumar Goenka Sri Sushil Kumar Goenka TMT Viniyogan Limited Smt Usha Agarwal Master Vibhash Vardhan Agarwal Smt. Vidisha Agarwal Smt. Vidula Agarwal Sri Vishal Agarwal Sri Yogesh Goenka		
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:	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable</b>	<b>% w.r.t. total diluted share/voting capital of the TC</b>
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	165,088,855 (As per Annexure - 1)	72.74 (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 in each category)	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	165,088,855	72.74	N.A.
<u>Details of acquisition/ sale</u>			
a) Shares carrying voting rights acquired/sold	6,304,258 (As per Annexure- 2)	2.78 (As per Annexure- 2)	N.A.
b) VRs acquired otherwise than by shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to	N.A.	N.A.	N.A.

receive shares carrying voting rights in the TC acquired/sold			
d) Shares encumbered/invoked/released by the acquirer	N.A.	N.A.	N.A.
Total (a+b+c+/-d)	6,304,258	2.78	N.A.
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	165,088,855 (As per Annexure-2)	72.74 (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.
e) Total (a+b+c+d)	165,088,855	72.74	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: Off market by way of Gift/ Registered Stock broker		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18.03.2016		
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		



(Raj Kumar Goenka)

Signature of the acquirer / seller/ Authorised Signatory

Place: Kolkata

Date: 21.03.2016

**Annexure 1 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 21.03.2016**

DETAILS OF THE ACQUISITION / DISPOSAL AS FOLLOWS:

Sl. No.	Name of the Acquirer	Before the acquisition under consideration, holding of :	
		Shares carrying voting rights before the acquisition under consideration	% w.r.t. total share/ voting capital
1	ABHISHEK AGARWAL	12,000	0.01
2	ADITYA VARDHAN AGARWAL	1,012,195	0.45
3	AMITABH GOENKA	4,280,748	1.89
4	ASHISH GOENKA	733,000	0.32
5	AVISHI SUREKA	300,000	0.13
6	BHANU VYAPAAR PRIVATE LIMITED	27,146,561	11.96
7	DHIRAJ AGARWAL	8,375	0.00
8	DIVYA AGARWAL	13,000	0.01
9	DIWAKAR VINIYOG PRIVATE LIMITED	33,326,237	14.68
10	EMAMI ENCLAVE MAKERS PRIVATE LIMITED	13,217,453	5.82
11	EMAMI FRANK ROSS LIMITED	74,500	0.03
12	EMAMI HIGH RISE PRIVATE LIMITED	12,843,753	5.66
13	EMAMI PAPER MILLS LTD	466,500	0.21
14	EPL SECURITIES LTD	42,000	0.02
15	HARSHA VARDHAN AGARWAL	1,479,633	0.65
16	INDU GOENKA	1,165,110	0.51
17	JAYANT GOENKA	603,127	0.27
18	JYOTI AGARWAL	315,000	0.14
19	JYOTI GOENKA	425,700	0.19
20	KUSUM AGARWAL	19,500	0.01
21	LAXMI DEVI BAJORIA	75,000	0.03
22	MADAN LAL AGARWAL	30,000	0.01
23	MANISH GOENKA	207,598	0.09
24	MANSI AGARWAL	330,000	0.15
25	MEENA GOENKA	694,310	0.31
26	MOHAN GOENKA	240,450	0.11
27	NIMISHA GOENKA	247,000	0.11
28	PRADEEP AGARWAL	20,575	0.01
29	PRASHANT GOENKA	268,000	0.12
30	PRITI SUREKA	4,950,000	2.18
31	PUJA GOENKA	238,199	0.10
32	RACHANA GOENKA	3,000	0.00
33	RACHNA BAGARIA	135,000	0.06
34	RADHE SHYAM AGARWAL	769,500	0.34
35	RADHE SHYAM GOENKA	569,638	0.25
36	RAJ KUMAR GOENKA	667,750	0.29
37	RASHMI GOENKA	138,700	0.06
38	RICHA AGARWAL	261,000	0.11
39	ROHIN RAJ SUREKA	750,000	0.33
40	SACHIN GOENKA	538,000	0.24
41	SANGITA AGARWAL	13,000	0.01
42	SANTOSH GOENKA	799,910	0.35
43	SAROJ GOENKA	777,620	0.34
44	SASWAT GOENKA	565,000	0.25
45	SHANTI DEVI AGARWAL	2,139	0.00
46	SHREYA GOENKA	240,000	0.11
47	SHRUTI GOENKA	3,000	0.00
48	SHUBHAM AGARWAL	12,230	0.01
49	SMRITI AGARWAL	282,000	0.12
50	SOBHNA AGARWAL	315,000	0.14
51	SUMANGAL AGARWAL	4,100	0.00
52	SUNTRACK COMMERCE PRIVATE LIMITED	32,691,366	14.40
53	SURAJ VINIYOG PRIVATE LIMITED	12,848,331	5.66
54	SURESH KUMAR GOENKA	714,430	0.31
55	SUSHIL KUMAR GOENKA	191,250	0.08
56	TMT VINIYOGAN LIMITED	4,956,580	2.18
57	USHA AGARWAL	911,548	0.40
58	VIBHASH VARDHAN AGARWAL	536,439	0.24
59	VIDISHA AGARWAL	240,000	0.11
60	VIDULA AGARWAL	240,000	0.11
61	VISHAL AGARWAL	4,100	0.00
62	YOGESH GOENKA	122,700	0.05
	<b>Total</b>	<b>165,088,855</b>	<b>72.74</b>

**Annexure 2 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 21.03.2016**

Sl No	Name of the Acquirer	PRE	PRE %	Purchase	Gift	Total Acquisition (Purchase + Gift)	Sale	Gift	Total Disposal (Sale + Gift)	POST	POST %	Encumbered No. of Shares	% of Paid Up Capital
		No. of Shares								No. of Shares			
1	Aditya Vardhan Agarwal, Karta (HUF)	0	0.00	-	102,139	102,139	-	-	-	102,139	0.05	-	0.00
2	Aditya Vardhan Agarwal	1,012,195	0.45	-	307,139	307,139	-	-	-	1,319,334	0.56	-	0.00
3	Harsha Vardhan Agarwal, Karta (HUF)	-	0.00	-	100,000	100,000	-	-	-	100,000	0.04	-	0.00
4	Yihan Vardhan Agarwal	-	0.00	-	536,000	536,000	-	-	-	536,000	0.24	-	0.00
5	Mohan Goenka, Karta (HUF)	-	0.00	-	100,000	100,000	-	-	-	100,000	0.04	-	0.00
6	Manish Goenka, Karta (HUF)	-	0.00	-	100,000	100,000	-	-	-	100,000	0.04	-	0.00
7	Advay Goenka	-	0.00	-	502,000	502,000	-	-	-	502,000	0.22	-	0.00
8	Manish Goenka	207,598	0.09	-	38,500	38,500	-	-	-	246,098	0.11	-	0.00
9	Rashmi Goenka	138,700	0.06	-	69,500	69,500	-	-	-	208,200	0.09	-	0.00
10	Prashant Goenka, Karta (HUF)	-	0.00	-	50,000	50,000	-	-	-	50,000	0.02	-	0.00
11	Manan Goenka	-	0.00	-	282,500	282,500	-	-	-	282,500	0.12	-	0.00
12	Raj Kumar Goenka	667,750	0.29	-	127,000	127,000	-	-	-	794,750	0.35	-	0.00
13	Amitabh Goenka, Karta (HUF)	-	0.00	-	50,000	50,000	-	-	-	50,000	0.02	-	0.00
14	Ritu Goenka	-	0.00	-	477,465	477,465	-	-	-	477,465	0.21	-	0.00
15	Shruti Goenka	3,000	0.00	-	295,065	295,065	-	-	-	298,065	0.13	-	0.00
16	Nikuni Goenka	-	0.00	-	282,500	282,500	-	-	-	282,500	0.12	-	0.00
17	Devarsh Goenka	-	0.00	-	303,875	303,875	-	-	-	303,875	0.13	-	0.00
18	Revansh Goenka	-	0.00	-	303,875	303,875	-	-	-	303,875	0.13	-	0.00
19	Ashish Goenka, Karta (HUF)	-	0.00	-	50,000	50,000	-	-	-	50,000	0.02	-	0.00
20	Jayant Goenka, Karta (HUF)	-	0.00	-	50,000	50,000	-	-	-	50,000	0.02	-	0.00
21	Rachana Goenka	3,000	0.00	-	170,850	170,850	-	-	-	173,850	0.08	-	0.00
22	Reha Goenka	-	0.00	-	120,000	120,000	-	-	-	120,000	0.05	-	0.00
23	Darsh Goenka	-	0.00	-	282,500	282,500	-	-	-	282,500	0.12	-	0.00
24	Sushil Kumar Goenka, Karta (HUF)	-	0.00	-	100,000	100,000	-	-	-	100,000	0.04	-	0.00
25	Chikky Goenka	-	0.00	-	320,850	320,850	-	-	-	320,850	0.14	-	0.00
26	Emami Enclave Makers Private Limited	13,217,453	5.62	241100	-	241,100	-	-	-	13,458,553	5.93	750,000	0.33
27	Bhanu Vyapaar Private Limited	27,146,561	11.96	457700	-	457,700	-	-	-	27,604,261	12.16	10,892,250	4.80
28	Surai Vinivog Private Limited	12,848,331	5.66	250950	-	250,950	-	-	-	13,099,281	5.77	2,711,000	1.19
29	Emami High Rise Private Limited	12,843,753	5.66	232750	-	232,750	-	-	-	13,076,503	5.76	750,000	0.33
	<b>Sub-Total (A)</b>	<b>68,088,341</b>	<b>30.00</b>			<b>6,304,258</b>				<b>74,392,599</b>	<b>32.78</b>	<b>15,103,250</b>	<b>6.65</b>



## Annexure 2 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares &amp; Takeovers Regulations, 2011 dated 21.03.2016

Sl No	Name of the Acquirer	PRE	PRE %	Purchase	Gift	Total Acquisition (Purchase + Gift)	Sale	Gift	Total Disposal (Sale + Gift)	POST	POST %	Encumbered No. of Shares	% of Paid Up Capital
		No. of Shares								No. of Shares			
	<b>Name of the Persons in Promoters's Group (Other than Acquirer)</b>												
1	ABHISHEK AGARWAL	12,000	0.01	-	-	-	-	-	-	12,000	0.01	-	0.00
2	AMITABH GOENKA	4,280,748	1.89	-	-	-	98,500	166,500	265,000	4,015,748	1.77	-	0.00
3	ASHISH GOENKA	733,000	0.32	-	-	-	-	638,000	638,000	95,000	0.04	-	0.00
4	AVISHI SUREKA	300,000	0.13	-	-	-	-	-	-	300,000	0.13	-	0.00
5	DHIRAJ AGARWAL	8,375	0.00	-	-	-	-	-	-	8,375	0.00	-	0.00
6	DIVYA AGARWAL	13,000	0.01	-	-	-	-	-	-	13,000	0.01	-	0.00
7	DIWAKAR VINIYOG PRIVATE LIMITED	33,326,237	14.68	-	-	-	-	-	-	33,326,237	14.68	12,818,640	5.65
8	FMAMI FRANK ROSS LIMITED	74,500	0.03	-	-	-	69,500	-	69,500	5,000	0.00	-	0.00
9	FMAMI PAPER MILLS LTD	466,500	0.21	-	-	-	-	-	-	466,500	0.21	-	0.00
10	EPL SECURITIES LTD	42,000	0.02	-	-	-	-	-	-	42,000	0.02	-	0.00
11	HARSHA VARDHAN AGARWAL	1,479,633	0.65	-	-	-	22,500	872,000	894,500	585,133	0.26	-	0.00
12	INDU GOENKA	1,165,110	0.51	-	-	-	197,500	673,200	870,700	294,410	0.13	-	0.00
13	JAYANT GOENKA	603,127	0.27	-	-	-	-	371,000	371,000	232,127	0.10	-	0.00
14	JYOTI AGARWAL	315,000	0.14	-	-	-	-	-	-	315,000	0.14	-	0.00
15	JYOTI GOENKA	425,700	0.19	-	-	-	98,500	169,500	268,000	157,700	0.07	-	0.00
16	KUSUM AGARWAL	19,500	0.01	-	-	-	-	-	-	19,500	0.01	-	0.00
17	LAXMI DEVI BAJORIA	75,000	0.03	-	-	-	-	-	-	75,000	0.03	-	0.00
18	MADAN LAL AGARWAL	30,000	0.01	-	-	-	-	-	-	30,000	0.01	-	0.00
19	MANSI AGARWAL	330,000	0.15	-	-	-	-	69,000	69,000	261,000	0.11	-	0.00
20	MEENA GOENKA	694,310	0.31	-	-	-	98,500	134,500	233,000	461,310	0.20	-	0.00
21	MOHAN GOENKA	240,450	0.11	-	-	-	-	100,000	100,000	140,450	0.06	-	0.00
22	NIMISHA GOENKA	247,000	0.11	-	-	-	-	-	-	247,000	0.11	-	0.00
23	PRADEEP AGARWAL	20,575	0.01	-	-	-	-	-	-	20,575	0.01	-	0.00
24	PRASHANT GOENKA	268,000	0.12	-	-	-	-	173,000	173,000	95,000	0.04	-	0.00
25	PRITI SUREKA	4,950,000	2.18	-	-	-	-	-	-	4,950,000	2.18	-	0.00
26	PUJA GOENKA	238,199	0.10	-	-	-	98,500	25,000	123,500	114,699	0.05	-	0.00
27	RACHNA BAGARIA	135,000	0.06	-	-	-	-	-	-	135,000	0.06	-	0.00
28	RADHE SHYAM AGARWAL	799,500	0.34	-	-	-	-	-	-	799,500	0.34	-	0.00
29	RADHE SHYAM GOENKA	669,638	0.25	-	-	-	-	191,000	191,000	378,638	0.17	-	0.00
30	RICHA AGARWAL	261,000	0.11	-	-	-	-	102,139	102,139	158,861	0.07	-	0.00
31	ROHIN RAJ SUREKA	750,000	0.33	-	-	-	-	-	-	750,000	0.33	-	0.00
31	SACHIN GOENKA	538,000	0.24	-	-	-	-	-	-	538,000	0.24	-	0.00
33	SANGITA AGARWAL	13,000	0.01	-	-	-	-	-	-	13,000	0.01	-	0.00
34	SANTOSH GOENKA	799,910	0.35	-	-	-	197,000	409,350	606,350	193,560	0.09	-	0.00
35	SARQJ GOENKA	777,620	0.34	-	-	-	197,000	311,000	508,000	269,620	0.12	-	0.00
36	SASWAT GOENKA	565,000	0.25	-	-	-	-	-	-	565,000	0.25	-	0.00
37	SHANTI DEVI AGARWAL	2,139	0.00	-	-	-	-	2,139	2,139	-	0.00	-	0.00
38	SHREYA GOENKA	240,000	0.11	-	-	-	-	-	-	240,000	0.11	-	0.00
39	SHUBHAM AGARWAL	12,230	0.01	-	-	-	-	-	-	12,230	0.01	-	0.00
40	SMRITI AGARWAL	282,000	0.12	-	-	-	105,000	-	105,000	177,000	0.08	-	0.00
41	SOBHNA AGARWAL	315,000	0.14	-	-	-	-	-	-	315,000	0.14	-	0.00
42	SUMANGAL AGARWAL	4,100	0.00	-	-	-	-	-	-	4,100	0.00	-	0.00
43	SUNTRACK COMMERCE PRIVATE LIMITED	32,691,366	14.40	-	-	-	-	-	-	32,691,366	14.40	15,506,465	6.83
44	SURESH KUMAR GOENKA	714,430	0.31	-	-	-	-	714,430	714,430	-	0.00	-	0.00
45	SUSHIL KUMAR GOENKA	191,250	0.08	-	-	-	-	-	-	191,250	0.08	-	0.00
46	TMT VINIYOGAN LIMITED	4,856,580	2.18	-	-	-	-	-	-	4,856,580	2.18	1,385,000	0.61
47	USHA AGARWAL	911,548	0.40	-	-	-	-	-	-	911,548	0.40	-	0.00
48	VIBHASH VARDHAN AGARWAL	536,439	0.24	-	-	-	-	-	-	536,439	0.24	-	0.00
49	VIDISHA AGARWAL	240,000	0.11	-	-	-	-	-	-	240,000	0.11	-	0.00
50	VIDULA AGARWAL	240,000	0.11	-	-	-	-	-	-	240,000	0.11	-	0.00
51	VISHAL AGARWAL	4,100	0.00	-	-	-	-	-	-	4,100	0.00	-	0.00
52	YOGESH GOENKA	122,700	0.05	-	-	-	-	-	-	122,700	0.05	-	0.00
	<b>Sub-Total (B)</b>	<b>97,000,514</b>	<b>42.74</b>	-	-	-	-	-	<b>6,304,258</b>	<b>90,696,256</b>	<b>39.96</b>	<b>29,710,105</b>	<b>13.09</b>
	<b>GROSS TOTAL (A+B)</b>	<b>165,088,855</b>	<b>72.74</b>	-	-	-	<b>6,304,258</b>	-	<b>6,304,258</b>	<b>165,088,855</b>	<b>72.74</b>	<b>44,813,355</b>	<b>19.74</b>