

# Diwakar Viniyog Private Limited

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

CIN : U24246WB1984PTC037090

**Regd. Office :**

687, Anandapur, E. M. Bypass, 2nd Floor

Kolkata - 700 107 Phone : 6613 6264

Fax : 6613-6243/6249/6275

E-mail : panemamics@emamigroup.com

**Date: 20.05.2016**

**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**

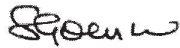
Please find enclosed herewith disclosure in terms of Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information & record.

Thanking you,

Yours faithfully,

For Diwakar Viniyog Private Limited



Director

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>  SUNTRACK COMMERCE PRIVATE LIMITED  DIWAKAR VINIYOG PRIVATE LIMITED  BHANU VYAPAAR PRIVATE LIMITED  EMAMI ENCLAVE MAKERS PRIVATE LIMITED  EMAMI HIGH RISE PRIVATE LIMITED  SURAJ VINIYOG PRIVATE LIMITED</p> <p><b>PAC</b>  PRITI SUREKA  ADITYA VARDHAN AGARWAL  USHA AGARWAL  RAJKUMAR GOENKA  RADHESHYAM AGARWAL  ROHIN RAJ SUREKA  HARSHA VARDHAN AGARWAL  SASWAT GOENKA  SACHIN GOENKA  VIBHASH VARDHAN AGARWAL  VIHAN VARDHAN AGARWAL  ADVAY GOENKA  RITU GOENKA  MEENA GOENKA  RADHESHYAM GOENKA  CHIKKY GOENKA  SOBHNA AGARWAL  JYOTI AGARWAL  DEVARSH GOENKA  REYANSH GOENKA  AVISHI SUREKA  SHRUTI GOENKA  INDU GOENKA  DARSH GOENKA  MANAN GOENKA  NIKUNJ GOENKA  SAROJ GOENKA  MANSI AGARWAL  NIMISHA GOENKA  MANISH GOENKA  SHREYA GOENKA  VIDISHA AGARWAL  VIDULA AGARWAL  JAYANT GOENKA  RASHMI GOENKA  SANTOSH GOENKA  SUSHIL KUMAR GOENKA  RACHANA GOENKA  RICHA AGARWAL  JYOTI GOENKA  MOHAN GOENKA  RACHNA BAGARIA  YOGESH GOENKA  REHA GOENKA  PUJA GOENKA  ADITYA VARDHAN AGARWAL  HARSH VARDHAN AGARWAL  MOHAN GOENKA  MANISH GOENKA</p>

	SUSHIL KUMAR GOENKA PRASHANT GOENKA ASHISH GOENKA LAXMI DEVI BAJORIA PRASHANT GOENKA JAYANT GOENKA ASHISH GOENKA 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 LTD EPL SECURITIES LTD EMAMI FRANK ROSS LIMITED AMITABH GOENKA AMITABH GOENKA		
<b>Whether the acquirer belongs to Promoter/Promoter group</b>	Yes		
<b>Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>	National Stock Exchange of India Limited BSE Limited The Calcutta Stock Exchange Limited		
<b>Details of the acquisition / disposal as follows:</b>	<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>
<b><u>Before the acquisition under consideration, holding of :</u></b>			
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 in each category)	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	165,088,855	72.7367	N.A.
<b><u>Details of acquisition/ sale</u></b>			
a) Shares carrying voting rights acquired/sold	10,300 (As per Annexure-2)	0.0045 (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	N.A.	N.A.	N.A.

acquirer to receive shares carrying voting rights in the TC acquired/sold d) Shares encumbered/invoked/released by the acquirer			
<b>Total (a+b+c+/-d)</b>	10,300	0.0045	N.A.
<b>After the acquisition/sale, holding of:</b>			
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.
e) Total (a+b+c+d)	165,088,855	72.7367	N.A.
<b>Mode of acquisition/ sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).</b>	Inter se transfer among Promoters/ Promoter Group through Registered Stock broker		
<b>Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</b>	18.05.2016		
<b>Equity share capital / total voting capital of the TC before the said acquisition/sale</b>	Rs. 226,967,619/-		
<b>Equity share capital/ total voting capital of the TC after the said acquisition/sale</b>	Rs. 226,967,619/-		
<b>Total diluted share/voting capital of the TC after the said acquisition/sale</b>	NIL		

For DIWAKAR VINIYOG PVT. LTD.



Director

**Signature of the acquirer**

**Place: Kolkata**

**Date: 20.05.2016**

**Annexure 1 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares &  
Takeovers Regulations, 2011 dated 20.05.2016**

**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	PRITI SUREKA	4,950,000	2.1809
2	ADITYA VARDHAN AGARWAL	1,319,334	0.5813
3	USHA AGARWAL	911,548	0.4016
4	RAJKUMAR GOENKA	794,750	0.3502
5	RADHESHYAM AGARWAL	769,500	0.3390
6	ROHIN RAJ SUREKA	750,000	0.3304
7	HARSHA VARDHAN AGARWAL	585,133	0.2578
8	SASWAT GOENKA	565,000	0.2489
9	SACHIN GOENKA	538,000	0.2370
10	VIBHASH VARDHAN AGARWAL	536,439	0.2364
11	VIHAN VARDHAN AGARWAL	536,000	0.2362
12	ADVAY GOENKA	502,000	0.2212
13	RITU GOENKA	477,465	0.2104
14	MEENA GOENKA	461,310	0.2032
15	RADHESHYAM GOENKA	378,638	0.1668
16	CHIKKY GOENKA	320,850	0.1414
17	SOBHNA AGARWAL	315,000	0.1388
18	JYOTI AGARWAL	315,000	0.1388
19	DEVARSH GOENKA	303,875	0.1339
20	REYANSH GOENKA	303,875	0.1339
21	AVISHI SUREKA	300,000	0.1322
22	SHRUTI GOENKA	298,065	0.1313
23	INDU GOENKA	294,410	0.1297
24	DARSH GOENKA	282,500	0.1245
25	MANAN GOENKA	282,500	0.1245
26	NIKUNJ GOENKA	282,500	0.1245
27	SAROJ GOENKA	269,620	0.1188
28	MANSI AGARWAL	261,000	0.1150
29	NIMISHA GOENKA	247,000	0.1088
30	MANISH GOENKA	246,098	0.1084
31	SHREYA GOENKA	240,000	0.1057
32	VIDISHA AGARWAL	240,000	0.1057
33	VIDULA AGARWAL	240,000	0.1057
34	JAYANT GOENKA	232,127	0.1023
35	RASHMI GOENKA	208,200	0.0917
36	SANTOSH GOENKA	193,560	0.0853
37	SUSHIL KUMAR GOENKA	191,250	0.0843
38	SMRITI AGARWAL	177,000	0.0780
39	RACHANA GOENKA	173,850	0.0766
40	RICHA AGARWAL	158,861	0.0700

41	JYOTI GOENKA	157,700	0.0695
42	MOHAN GOENKA	140,450	0.0619
43	RACHNA BAGARIA	135,000	0.0595
44	YOGESH GOENKA	122,700	0.0541
45	REHA GOENKA	120,000	0.0529
46	PUJA GOENKA	114,699	0.0505
47	ADITYA VARDHAN AGARWAL	102,139	0.0450
48	HARSH VARDHAN AGARWAL	100,000	0.0441
49	MOHAN GOENKA	100,000	0.0441
50	MANISH GOENKA	100,000	0.0441
51	SUSHIL KUMAR GOENKA	100,000	0.0441
52	PRASHANT GOENKA	95,000	0.0419
53	ASHISH GOENKA	95,000	0.0419
54	LAXMI DEVI BAJORIA	75,000	0.0330
55	PRASHANT GOENKA	50,000	0.0220
56	JAYANT GOENKA	50,000	0.0220
57	ASHISH GOENKA	50,000	0.0220
58	MADAN LAL AGARWAL	30,000	0.0132
59	PRADEEP AGARWAL	20,575	0.0091
60	KUSUM AGARWAL	19,500	0.0086
61	DIVYA AGARWAL	13,000	0.0057
62	SANGITA AGARWAL	13,000	0.0057
63	SHUBHAM AGARWAL	12,230	0.0054
64	ABHISHEK AGARWAL	12,000	0.0053
65	DHIRAJ AGARWAL	8,375	0.0037
66	VISHAL AGARWAL	4,100	0.0018
67	SUMANGAL AGARWAL	4,100	0.0018
68	DIWAKAR VINIYOG PRIVATE LIMITED	33,326,237	14.6833
69	SUNTRACK COMMERCE PRIVATE LIMITED	32,691,366	14.4035
70	BHANU VYAPAAR PRIVATE LIMITED	27,604,261	12.1622
71	EMAMI ENCLAVE MAKERS PRIVATE LIMITED	13,458,553	5.9297
72	SURAJ VINIYOG PRIVATE LIMITED	13,099,281	5.7714
73	EMAMI HIGH RISE PRIVATE LIMITED	13,076,503	5.7614
74	TMT VINIYOGAN LIMITED	4,956,580	2.1838
75	EMAMI PAPER MILLS LTD	466,500	0.2055
76	EPL SECURITIES LTD	42,000	0.0185
77	EMAMI FRANK ROSS LIMITED	5,000	0.0022
78	AMITABH GOENKA	4,015,748	1.7693
79	AMITABH GOENKA	50,000	0.0220
	<b>Total</b>	<b>165,088,855</b>	<b>72.7367</b>

For DIWAKAR VINIYOG PVT. LTD.

*S. Goenka*

Director

**Annexure 2 to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 20.05.2016**

Sl No	Name of the Acquirer	PRE		Purchase	Sale	POST		POST %	Encumbered No. of Shares	% of Paid Up Capital
		No. of Shares	PRE %			No. of Shares	No. of Shares			
1	DIWAKAR VINIYOG PRIVATE LIMITED	33,326,237	14.6833	2,575	-	33,328,812	14.6844	14.6844	13,948,557	6.1456
2	SUNTRACK COMMERCE PRIVATE LIMITED	32,691,366	14.4035	2,575	-	32,693,941	14.4047	14.4047	16,747,865	7.3790
3	BHANU VYAPAAAR PRIVATE LIMITED	27,604,261	12.1622	2,060	-	27,606,321	12.1631	12.1631	11,615,771	5.1178
4	ENAMI ENCLAVE MAKERS PRIVATE LIMITED	13,458,553	5.9297	1,030	-	13,459,583	5.9302	5.9302	750,000	0.3304
5	SURAJ VINIYOG PRIVATE LIMITED	13,099,281	5.7714	1,030	-	13,100,311	5.7719	5.7719	2,791,000	1.2297
6	ENAMI HIGH RISE PRIVATE LIMITED	13,076,503	5.7614	1,030	-	13,077,533	5.7618	5.7618	750,000	0.3304
	<b>Sub-Total (A)</b>	<b>133,256,201</b>	<b>58.7115</b>	<b>10,300</b>	-	<b>133,266,501</b>	<b>58.7161</b>	<b>58.7161</b>	<b>46,603,193</b>	<b>20.5330</b>
	<b>Name of the Persons in Promoters's Group (Other than Acquirer)</b>									
1	PRITI SUREKA	4,950,000	2.1809	-	-	4,950,000	2.1809	2.1809	0	0.0000
2	ADITYA VARDHAN AGARWAL	1,319,334	0.5813	-	-	1,319,334	0.5813	0.5813	0	0.0000
3	USHA AGARWAL	911,548	0.4016	-	-	911,548	0.4016	0.4016	0	0.0000
4	RAJKUMAR GOENKA	794,750	0.3502	-	-	794,750	0.3502	0.3502	0	0.0000
5	RADHESHYAM AGARWAL	769,500	0.3390	-	-	769,500	0.3390	0.3390	0	0.0000
6	ROHIN RAJ SUREKA	750,000	0.3304	-	-	750,000	0.3304	0.3304	0	0.0000
7	HARSHA VARDHAN AGARWAL	585,133	0.2578	-	-	585,133	0.2578	0.2578	0	0.0000
8	SASWAT GOENKA	565,000	0.2489	-	-	565,000	0.2489	0.2489	0	0.0000
9	SACHIN GOENKA	538,000	0.2370	-	-	538,000	0.2370	0.2370	0	0.0000
10	VIBHASH VARDHAN AGARWAL	536,439	0.2364	-	-	536,439	0.2364	0.2364	0	0.0000
11	VIHAN VARDHAN AGARWAL	536,000	0.2362	-	-	536,000	0.2362	0.2362	0	0.0000
12	ADVAY GOENKA	502,000	0.2212	-	-	502,000	0.2212	0.2212	0	0.0000
13	RITU GOENKA	477,465	0.2104	-	-	477,465	0.2104	0.2104	0	0.0000
14	MEENA GOENKA	461,310	0.2032	-	-	461,310	0.2032	0.2032	0	0.0000
15	RADHESHYAM GOENKA	378,638	0.1668	-	-	378,638	0.1668	0.1668	0	0.0000
16	CHIKKY GOENKA	320,850	0.1414	-	-	320,850	0.1414	0.1414	0	0.0000
17	SOBHNA AGARWAL	315,000	0.1388	-	-	315,000	0.1388	0.1388	0	0.0000
18	JYOTI AGARWAL	315,000	0.1388	-	-	315,000	0.1388	0.1388	0	0.0000
19	DEVARSH GOENKA	303,875	0.1339	-	-	303,875	0.1339	0.1339	0	0.0000
20	REYANSH GOENKA	303,875	0.1339	-	-	303,875	0.1339	0.1339	0	0.0000
21	AVTISHI SUREKA	300,000	0.1322	-	-	300,000	0.1322	0.1322	0	0.0000
22	SHRUTI GOENKA	298,065	0.1313	-	-	298,065	0.1313	0.1313	0	0.0000
23	INDU GOENKA	294,410	0.1297	-	-	294,410	0.1297	0.1297	0	0.0000
24	DARSH GOENKA	282,500	0.1245	-	-	282,500	0.1245	0.1245	0	0.0000
25	MANAN GOENKA	282,500	0.1245	-	-	282,500	0.1245	0.1245	0	0.0000
26	NIKUNJ GOENKA	282,500	0.1245	-	-	282,500	0.1245	0.1245	0	0.0000
27	SAROJ GOENKA	269,620	0.1188	-	-	269,620	0.1188	0.1188	0	0.0000
28	MANSI AGARWAL	261,000	0.1150	-	-	261,000	0.1150	0.1150	0	0.0000
29	NIMISHA GOENKA	247,000	0.1088	-	-	247,000	0.1088	0.1088	0	0.0000
30	MANISH GOENKA	246,098	0.1084	-	-	246,098	0.1084	0.1084	0	0.0000
31	SHREYA GOENKA	240,000	0.1057	-	-	240,000	0.1057	0.1057	0	0.0000
32	VIDISHA AGARWAL	240,000	0.1057	-	-	240,000	0.1057	0.1057	0	0.0000
33	VIDULA AGARWAL	240,000	0.1057	-	-	240,000	0.1057	0.1057	0	0.0000

**Annexure 2. to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 20.05.2016**

Sl No	Name of the Acquirer	PRE No. of Shares	PRE %	Purchase	Sale	POST No. of Shares	POST %	Encumbered No. of Shares	% of Paid Up Capital
34	JAYANT GOENKA	232,127	0.1023	-	-	232,127	0.1023	0	0.0000
35	RASHMI GOENKA	208,200	0.0917	-	-	208,200	0.0917	0	0.0000
36	SANTOSH GOENKA	193,560	0.0853	-	-	193,560	0.0853	0	0.0000
37	SUSHIL KUMAR GOENKA	191,250	0.0843	-	-	191,250	0.0843	0	0.0000
38	RACHANA GOENKA	173,850	0.0766	-	-	173,850	0.0766	0	0.0000
39	RICHA AGARWAL	158,861	0.0700	-	-	158,861	0.0700	0	0.0000
40	JYOTI GOENKA	157,700	0.0695	-	-	157,700	0.0695	0	0.0000
41	MOHAN GOENKA	140,450	0.0619	-	-	140,450	0.0619	0	0.0000
42	RACHNA BAGARIA	135,000	0.0595	-	-	135,000	0.0595	0	0.0000
43	YOGESH GOENKA	122,700	0.0541	-	-	122,700	0.0541	0	0.0000
44	REHA GOENKA	120,000	0.0529	-	-	120,000	0.0529	0	0.0000
45	PUJA GOENKA	114,699	0.0505	-	-	114,699	0.0505	0	0.0000
46	ADITYA VARDHAN AGARWAL	102,139	0.0450	-	-	102,139	0.0450	0	0.0000
47	HARSH VARDHAN AGARWAL	100,000	0.0441	-	-	100,000	0.0441	0	0.0000
48	MOHAN GOENKA	100,000	0.0441	-	-	100,000	0.0441	0	0.0000
49	MANISH GOENKA	100,000	0.0441	-	-	100,000	0.0441	0	0.0000
50	SUSHIL KUMAR GOENKA	100,000	0.0441	-	-	100,000	0.0441	0	0.0000
51	PRASHANT GOENKA	95,000	0.0419	-	-	95,000	0.0419	0	0.0000
52	ASHISH GOENKA	95,000	0.0419	-	-	95,000	0.0419	0	0.0000
53	LAXMI DEVI BAJORIA	75,000	0.0330	-	-	75,000	0.0330	0	0.0000
54	PRASHANT GOENKA	50,000	0.0220	-	-	50,000	0.0220	0	0.0000
55	JAYANT GOENKA	50,000	0.0220	-	-	50,000	0.0220	0	0.0000
56	ASHISH GOENKA	50,000	0.0220	-	-	50,000	0.0220	0	0.0000
57	MADAN LAL AGARWAL	30,000	0.0132	-	-	30,000	0.0132	0	0.0000
58	PRADEEP AGARWAL	20,575	0.0091	-	-	20,575	0.0091	0	0.0000
59	DIVYA AGARWAL	13,000	0.0057	-	-	13,000	0.0057	0	0.0000
60	SANGITA AGARWAL	13,000	0.0057	-	-	13,000	0.0057	0	0.0000
61	SHUBHAM AGARWAL	12,230	0.0054	-	-	12,230	0.0054	0	0.0000
62	ABHISHEK AGARWAL	12,000	0.0053	-	-	12,000	0.0053	0	0.0000
63	DHIRAJ AGARWAL	8,375	0.0037	-	-	8,375	0.0037	0	0.0000
64	VISHAL AGARWAL	4,100	0.0018	-	-	4,100	0.0018	0	0.0000
65	SUMANGAL AGARWAL	4,100	0.0018	-	-	4,100	0.0018	0	0.0000
66	TMT VINIYOGAN LIMITED	4,956,580	2.1838	-	-	4,956,580	2.1838	1,385,000	0.6102
67	EMAMI PAPER MILLS LTD	466,500	0.2055	-	-	466,500	0.2055	0	0.0000
68	EPL SECURITIES LTD	42,000	0.0185	-	-	42,000	0.0185	0	0.0000
69	EMAMI FRANK ROSS LIMITED	5,000	0.0022	-	-	5,000	0.0022	0	0.0000
70	AMITABH GOENKA	4,015,748	1.7693	-	-	4,015,748	1.7693	0	0.0000
71	AMITABH GOENKA	50,000	0.0220	-	-	50,000	0.0220	0	0.0000
72	SMRITI AGARWAL	177,000	0.0780	-	10,000	167,000	0.0736	0	0.0000
73	KUSUM AGARWAL	19,500	0.0086	-	300	19,200	0.0085	0	0.0000
	<b>Sub-Total (B)</b>	<b>31,832,654</b>	<b>14.0252</b>	<b>-</b>	<b>10,300</b>	<b>31,822,354</b>	<b>14.0207</b>	<b>1,385,000</b>	<b>0.6102</b>
	<b>GROSS TOTAL (A+B)</b>	<b>165,088,855</b>	<b>72.7367</b>	<b>-</b>	<b>-</b>	<b>165,088,855</b>	<b>72.7367</b>	<b>47,988,193</b>	<b>21.1432</b>

For DIWJEAR VENKOS PVT. LTD.

*Siguel*

Director