

**IDBI Trusteeship Services Ltd**

CIN : U65991MH2001GOI131154



Ref. No.:7836/ITSL/OPR/2018-19

Date: November 19, 2018

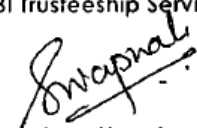
<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza. Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051
<b>Emami Limited.</b> Emami Tower, 687, Anandapur E M Bypass, Kolkata, West Bengal, 700107	-----

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of equity shares of Emami Limited.**

Pursuant to the disclosure required to be made under Regulation 29 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of pledge of equity shares of **Emami Limited** in favour of IDBI Trusteeship Services Limited (ITSL) acting in its capacity as Debenture Trustee for the benefit of Debenture Holders.

For and on behalf of  
IDBI Trusteeship Services Ltd

  
Authorized Signatory



**Format for disclosures under Regulation 29 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

**Part- A – Details of Acquisition**

1. Name of the Target Company (TC)	Emami Limited.		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	IDBI Trusteeship Services Limited is acting as Debenture Trustee for NCDs issued by Suntrack Commerce Pvt Ltd., Bhanu Vyapaar Pvt Ltd., Diwakar Viniyog Pvt Ltd., Suraj Viniyog Pvt Ltd., Raj Infra Properties Pvt Ltd., Emami Frankross Ltd., Raviraj Viniyog Pvt Ltd., Prabhakar Viniyog Pvt Ltd., Emami Agrotech Ltd. and Amri Hospitals Ltd. for the benefit of debenture holders. The shares of the target company have been pledged pursuant to respective share pledge agreements for said Debentures.		
3. Whether the acquirer belongs to Promoter/Promoter group	No.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited , National Stock Exchange of India Limited		
5. Details of the acquisition 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 pledge)/ Release of Pledge of shares under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights			
b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	3,33,73,000	7.35%	7.35%
c) Voting rights (VR) otherwise than by shares			
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)			
e) Total (a+b+c+d)	3,33,73,000	7.35%	7.35%



<u>Details of Pledge of shares under consideration</u>			
a) Shares carrying voting rights acquired/ sold			
b) VRs acquired/sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	93,90,000*	2.07%*	2.07%*
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)			
e) Total (a+b+c+d)	93,90,000*	2.07%*	2.07%*
<u>After the pledge under consideration holding of acquirer along with PACs of :</u>			
a) Shares carrying voting rights			
b) VRs otherwise than by shares			
c) 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.			
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	4,27,63,000	9.42%	9.42%
e) Total (a+b+c+d)	4,27,63,000	9.42%	9.42%
6. Mode of acquisition (under pledge)/Release (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	93,90,000 equity shares were pledged in favour of IDBI Trusteeship Services Limited acting as Debenture Trustee for the benefit of debenture holder(s) of various NCDs. Out of which 9,11,000 shares were pledged on November 15, 2018		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	93,90,000 equity shares were pledged in favour of IDBI Trusteeship Services Limited acting as Debenture Trustee for the benefit of debenture holder(s) of various NCDs. Out of which 9,11,000 shares were pledged on		



	November 15, 2018		
8. Date of acquisition /sale Pledge of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	15-11-2018		
9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	45,39,35,238 equity shares as disclosed in the shareholding pattern dated September 30, 2018 disclosed on the website of BSE Limited.		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	45,39,35,238 equity shares as disclosed in the shareholding pattern dated September 30, 2018 disclosed on the website of BSE Limited.		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	45,39,35,238 equity shares as disclosed in the shareholding pattern dated September 30, 2018 disclosed on the website of BSE Limited.		

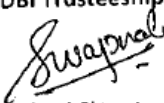
**Note:**

\* Under present disclosure, total pledge over 93,90,000 equity shares calculating to 2.07% of paid up share capital of the Target Company, was done from September 25, 2018 till November 15, 2018 for the benefit of Debenture Holders. Out of which, pledge over 9,11,000 equity shares calculating 0.20% of paid up share capital were pledged on November 15, 2018 aggregating to more than 2% of paid up capital.

Thus, the present disclosure is being made within two working days from the date of creation of pledge aggregating to more than 2% of paid up capital.



For IDBI Trusteeship Services Ltd

  
Authorized Signatory



Place: Mumbai

Date: November 19<sup>th</sup>, 2018

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) These shares are pledged for different transactions involving different lenders and there is no nexus/inter connection between those transactions and present transactions.

(\*\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

(\*\*\*\*\*) We are the Trustees and holding the shares by way of Share Pledge as Security and we do not have any intention of making investment in shares or acquisition of shares for trading. It is not the business or activity of ITSL to deal in any shares. ITSL does not operate and acquire any shares by purchasing or buying from the Securities Market. ITSL need to sell the Pledged shares only when the Borrower has committed default in Payment of interest or repayment of Principal and in no other case. The sole purpose of the sale is to recover the defaulted dues of the Lenders and not for making any gain.