

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
E-mail : panemamics@emamigroup.com
Fax : 033 6613 6242

1st June, 2018

The Department of
Corporate
Services
BSE Limited
25th Floor, Phiroze
Jeejeebhoy
Towers, Dalal
Street,
Mumbai – 400 001

The Secretary
The National Stock
Exchange Limited,
Exchange Plaza,
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

The Secretary
The Calcutta
Stock Exchange
Ltd.
7, Lyons Range
Kolkata -
700001

Emami Infrastructure
Limited
Acropolis, 13th Floor,
1858/1, Rajdanga Main
Road,
Kasba,
Kolkata - 700107

Sir(s),

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

As per the Order dated 4th May, 2018 of the Hon'ble National Company Law Tribunal, Kolkata Bench for sanctioning the Scheme of Amalgamation between Zandu Realty Limited (ZRL) and Emami Infrastructure Limited (Target Company), the public shareholders of ZRL has been allotted shares in the Target Company in proportion of their respective shareholding in ZRL as on the Record date, i.e. 25th May, 2018. Pursuant thereto, the shareholding percentage of the Promoters of Target Company has been reduced from 58.06% to 50.50%. Accordingly, I, on behalf of the Promoter & Promoter Group of **Emami Infrastructure Limited** enclose herewith the disclosures under Regulations 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please acknowledge the receipt of the same.

Thanking You,

Yours truly

On behalf of the Promoters & Promoter Group

For Diwakar Viniyog Private Limited

Authorised Signatory



Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Emami Infrastructure Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	PRITI A SUREKA PRASHANT GOENKA SUSHIL KUMAR GOENKA MANISH GOENKA ASHISH GOENKA ROHIN RAJ SUREKA VIDHISHREE AGARWAL VIDULA AGARWAL MOHAN GOENKA ADITYA VARDHAN AGARWAL SOBHNA AGARWAL DHIRAJ AGARWAL HARSHA VARDHAN AGARWAL USHA AGARWAL SANTOSH GOENKA MADAN LAL AGARWAL KUSUM AGARWAL ABHISHEK AGARWAL LAXMI DEVI BAJORIA RAJKUMAR GOENKA RADHESHYAM GOENKA JYOTI GOENKA INDU GOENKA MANSI AGARWAL AVISHI SUREKA SHANTI DEVI AGARWAL RICHA AGARWAL RASHMI GOENKA SAROJ GOENKA RADHESHYAM AGARWAL SASWAT GOENKA NIMISHA GOENKA SHREYA GOENKA SACHIN GOENKA YOGESH GOENKA PUJA GOENKA VIBHASH VARDHAN AGARWAL JAYANT GOENKA DIWAKAR VINIYOG PRIVATE LIMITED

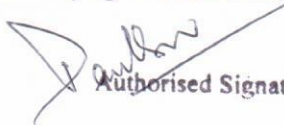
Diwakar Viniyog Private Limited

Diwakar

Authorised Signatory

	SUNTRACK COMMERCE PRIVATE LIMITED BHANU VYAPAAR PRIVATE LIMITED RAVIRAJ VINIYOG PRIVATE LIMITED PRABHAKAR VINIYOG PRIVATE LIMITED SURAJ VINIYOG PRIVATE LIMITED TMT VINIYOGAN LIMITED EMAMI PAPER MILLS LTD PAN EMAMI COSMED LTD EMAMI FRANK ROSS LIMITED EMAMI CAPITAL MARKETS LIMITED EPL SECURITIES LTD AMITABH GOENKA		
Whether the acquirer belongs to Promoter/Promoter group	YES		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited 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 (*)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	14108278	58.06	58.06
b) Voting rights (VR) otherwise than by equity 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)			
d) Total (a+b+c)	14108278	58.06	58.06
Details of acquisition/sale			
a) Shares carrying voting rights acquired	--	--	--

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b) VRs acquired otherwise than by equity 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			
d) Total (a+b+c)			
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	14108278	50.50	50.50
b) VRs otherwise than by equity 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) Total (a+b+c)	14108278	50.50	50.50
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	<p>No acquisition/ allotment has been made in this case.</p> <p>As per the Order dated 4th May, 2018 of the Hon'ble National Company Law Tribunal, Kolkata Bench for sanctioning the Scheme of Amalgamation between Zandu Realty Limited (ZRL) and Emami Infrastructure Limited (Target Company), the public shareholders of ZRL has been allotted shares in the Target Company in proportion of their respective shareholding in ZRL as on the Record date, i.e. 25th May, 2018. Pursuant thereto, the shareholding percentage of the Promoters of Target Company has been reduced from 58.06% to 50.50%</p>		
Date of acquisition / sale of shares / VR or	30 th May, 2018		

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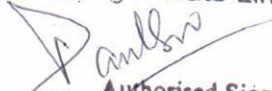

Authorised Signatory

date of receipt of intimation of allotment of shares, whichever is applicable	
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 4,85,96,784/-
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 5,58,77,778/-
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 5,58,77,778/-

Note:

(*) 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.

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Authorized Signatory

Signature of the acquirer / Authorized Signatory

Place: Kolkata

Date: 1st June, 2018