



**emami\* limited**

Date: 13<sup>th</sup> November, 2019

The Secretary  
**The National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot No. C/1, G. Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai: 400051

The Secretary  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai: 400001

The Secretary  
**The Calcutta Stock Exchange Limited**  
7, Lyons Range  
Kolkata: 700001

Dear Sirs,

**Sub: Revised Disclosure of reason for encumbrance**

Pursuant to the SEBI Circular No. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011, we have received revised-disclosures of reasons for encumbrance from our Promoters/Promoter Group in respect of our Company's shares vide their letter dated 11.11.2019 for pledge of additional shares in respect of the existing loans to meet top up requirements.

Please note that all the information given in the original disclosures dated 11.10.2019, 14.10.2019, 01.11.2019 and 06.11.2019 remain the same except amount involved against which additional shares have been encumbered is changed.

Please find enclosed their disclosure in the required format under Regulation 31(1) and Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011.

This is for your information and record.

Thanking you,

Yours faithfully,

**For Emami Limited**

  
**A.K. Joshi**  
**Company Secretary & VP-Legal**  
Encl: a/a

# Diwakar Viniyog Private Limited

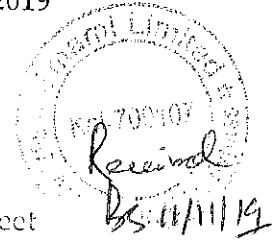
CIN : U24246WB1984PTC037090

Regd. Office :  
687, Anandapur, E. M. Bypass, 2nd Floor  
Kolkata - 700 107 Phone : 6613 6264  
E-mail : panemamics @emamigroup.com

Date: 11<sup>th</sup> November, 2019

The Secretary  
The National Stock Exchange of India Ltd.  
Exchange Plaza, Plot No. C/1, G. Block  
Bandra Kurla Complex, Bandra (E)  
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Phiroze Jeejeebhoy Towers Dalal Street  
Mumbai: 400001



The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata: 700001

The Company Secretary  
Emami Limited  
687 Anandapur EM Bypass Ruby  
Kolkata-700 107

## Sub: Revised Disclosure of reason for encumbrance

Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we have enclosed herewith the revised disclosures of reasons for encumbrance by the promoters and promoter group in respect of shares of Emami Limited for pledge of additional shares in respect of the existing loans to meet top up requirements.

Please note that all the information given in the original disclosures dated 06.11.2019 remain the same except amount involved against which additional shares have been encumbered is changed.

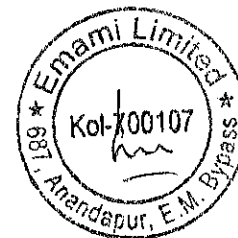
The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,  
Yours faithfully,  
For and on behalf of promoter and promoter group of Emami Limited  
For Diwakar Viniyog Private Limited

  
Authorised Signatory



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Annexure - II

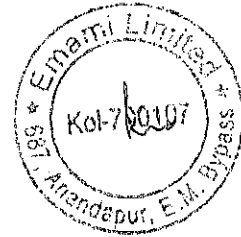
Name of listed company	EMAMI LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	The National Stock Exchange of India Ltd. BSE Limited The Calcutta Stock Exchange Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Diwakar Viniyog Private Limited
Total promoter shareholding in the listed company	No. of shares - 239393412 % of total share capital - 52.72%
Encumbered shares as a % of promoter shareholding	63.47%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

  
Signature of Authorised Signatory:



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Place: Kolkata  
Date: 11/11/2019

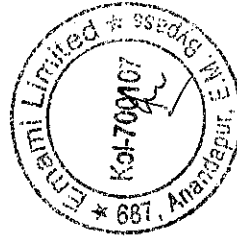


DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES													
Encumbrance ID	Date of creation of encumbrance	Type of encumbrance (pledge, lien, negative item, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	No. and % of shares encumbered		Name of the entity in whose favour shares encumbered (B)	Specific details		Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc. If yes, provide details about the instrument, including credit rating (YES/NO) If yes, 1. Name of the issuer 2. Details of the debt instrument listed on stock exchanges? 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt instrument 5. ISIN of the instrument	Value of shares on the date of event / agreement (A) (Rupees in Crores)	Amount involved (against which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	End use of Money	Remarks
			No. of shares	% of total share capital		1) Listed company and its group companies (if any)	2) Other entities (if any)						
05.11.2019		Pledge	125000	0.0275	Kotak Mahindra Prime Limited	Whether the entity is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. (YES/NO)	Names of all other entities in the agreement	No	4.11	2.08	1.97	Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Additional shares for existing loans

For DIWAKAR VINIYOG PRIVATE LIMITED

Director / Authorised Signatory

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# SUNTRACK COMMERCE PRIVATE LIMITED

CIN : U15520WB1988PTC045076

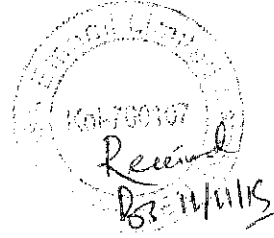
Regd. Office :  
687 Anandapur EM Bypass, 2nd Floor  
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E-mail : panemamics @emamigroup.com

The Secretary  
The National Stock Exchange of India Ltd.  
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Kolkata: 700001

The Company Secretary  
Emami Limited  
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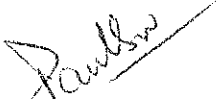
## Sub: Revised Disclosure of reason for encumbrance

Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we have enclosed herewith the revised disclosures of reasons for encumbrance by the promoters and promoter group in respect of shares of Emami Limited for pledge of additional shares in respect of the existing loans to meet top up requirements.

Please note that all the information given in the original disclosures dated 01.11.2019 remain the same except amount involved against which additional shares have been encumbered is changed.

The same may please be taken on record and suitably disseminated to all concerned

Thanking you,  
Yours faithfully,  
For and on behalf of promoter and promoter group of Emami Limited  
For Suntrack Commerce Private Limited

  
Authorised Signatory



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## Annexure - II

Name of listed company	EMAMI LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	The National Stock Exchange of India Ltd. BSE Limited The Calcutta Stock Exchange Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Suntrack Commerce Private Limited
Total promoter shareholding in the listed company	No. of shares - 239393412 % of total share capital - 52.72%
Encumbered shares as a % of promoter shareholding	66.55%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

*Paulo*

Signature of Authorised Signatory:



Place: Kolkata  
Date: 11/11/2019

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DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES												
Encumbrance 1 (Date of creation of encumbrance)	Type of encumbrance (pledge, lien, negative item, non-disposal undertaking etc. or any other comment, transaction, condition or arrangement in the nature of encumbrance)	No. and % of shares encumbered		Name of the entity in whose favour shares encumbered (A)	Whether the entity is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If no, provide the nature of the business of the entity. (YES/NO)	Listed company and its group companies (if any) 1) Other entities (if any) 2)	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating (YES/NO) If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt instrument 5. ISIN of the instrument	Value of shares on the date of event / agreement (A) (Rupees in Crores)	Amount involved (against which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	End Use of Money Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Remarks
		No. of Shares	% of total share capital									
31.10.2019	Pledge	854000	0.1874	Catalyst Trusteeship Ltd (Tata Capital Financial Services Ltd)	Yes, NBFC	Midkot Investments Limited (Borrower) & Suntrack Commerce Pvt. Ltd. (Pledgor)	No	27.81	24.39	1.14	Term loan for repayment of existing loans	
31.10.2019	Pledge	854000	0.1874	Catalyst Trusteeship Ltd (Tata Capital Financial Services Ltd)	Yes, NBFC	Bhanu Vyapaar Limited (Borrower) & Suntrack Commerce Pvt. Ltd. (Pledgor)	No	27.81	24.39	1.14	Repayment of loan	Additional shares for existing loans

For SUNTRACK COMMERCE PRIVATE LIMITED

*[Signature]*

Director / Authorised Signatory

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# Diwakar Viniyog Private Limited

CIN : U24246WB1984PTC037090

Regd. Office :  
687, Anandapur, E. M. Bypass, 2nd Floor  
Kolkata - 700 107 Phone : 6613 6264  
E-mail : panemamics @emamigroup.com

Date: 11<sup>th</sup> November, 2019

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The Secretary  
The Calcutta Stock Exchange Limited  
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Kolkata: 700001

The Company Secretary  
Emami Limited  
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## Sub: Revised Disclosure of reason for encumbrance

Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we have enclosed herewith the revised disclosures of reasons for encumbrance by the promoters and promoter group in respect of shares of Emami Limited for pledge of additional shares in respect of the existing loans to meet top up requirements.

Please note that all the information given in the original disclosures dated 14.10.2019 remain the same except amount involved against which additional shares have been encumbered is changed.

The same may please be taken on record and suitably disseminated to all concerned

Thanking you,  
Yours faithfully,  
For and on behalf of promoter and promoter group of Emami Limited  
For Diwakar Viniyog Private Limited

Authorised Signatory



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## Annexure - II

Name of listed company	EMAMI LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	The National Stock Exchange of India Ltd. BSE Limited The Calcutta Stock Exchange Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Diwakar Viniyog Private Limited Suntrack Commerce Private Limited
Total promoter shareholding in the listed company	No. of shares - 239309412 % of total share capital - 52.72%
Encumbered shares as a % of promoter shareholding	67.43%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Signature of Authorised Signatory:



Place: Kolkata  
Date: 11/11/2019

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DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES													
Encumbrance 1 (Date of creation of encumbrance)	Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other consent, transaction, condition or arrangement in the nature of encumbrance)	No. and % of shares encumbered		Name of the entity in whose favour shares encumbered (A)	Whether the entity is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.  (YES/NO)	Names of all other entities in the agreement (Listed company and its group companies (if any) 1) Other entities (if any) 2)		Whether the encumbrance is relating to any debt instruments viz. adventure, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating  (YES/NO) If yes, 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt instrument 5. ISIN of the instrument	Value of shares on the date of agreement (A) (Rupees in Crores)	Amount involved (against which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	End use of Money for what purpose - (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Remarks
		No. of shares	% of total share capital										
10.10.2019	Pledge	92,000	0.2053	Kotak Mahindra Investment Ltd.	Yes, NBFC	Enami Realty Limited (Borrower) & Diwakar Vinayog Pvt. Ltd. (Pledgor)	No	27.97	14.74	1.97	Term loan for promoters' contribution in Enami Realty Projects		
10.10.2019	Pledge	1,74,000	0.0275	Standard Chartered Investments and Loans (India) Ltd.	Yes, NBFC	Enami Realty Limited (Borrower) & Diwakar Vinayog Pvt. Ltd. (Pledgor)	No	3.75	1.77	2.18	Term loan refinancing of existing debts of M/s. Enami Cements Limited	Additional shares for existing loans	
10.10.2019	Pledge	1,00,000	0.0220	Standard Chartered Investments and Loans (India) Ltd.	Yes, NBFC	Enami Cement Limited (Borrower) & Suntrack Commerce Pvt. Ltd. (Pledgor)	No	3.00	1.44	2.06	Term loan for refinancing of existing debts of M/s. Enami Cements Limited		

FOR DIWAKAR VINAYOG PRIVATE LIMITED

Director / Authorised Signatory

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# Diwakar Viniyog Private Limited

CIN : U24246WB1984PTC037090

Regd. Office :  
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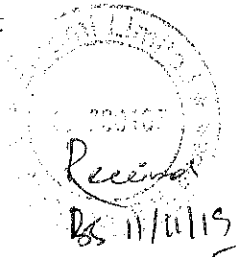
Date: 11<sup>th</sup> November, 2019

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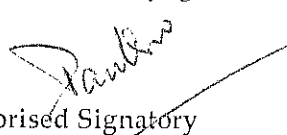
**Sub: Revised Disclosure of reason for encumbrance**

Pursuant to the SEBI Circular no. SEBI/HO/CFO/DCRI/CIR/P/2019/90 dated August 07, 2019 and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we have enclosed herewith the revised disclosures of reasons for encumbrance by the promoters and promoter group in respect of shares of Emami Limited for pledge of additional shares in respect of the existing loans to meet top up requirements.

Please note that all the information given in the original disclosures dated 11.10.2019 remain the same except amount involved against which additional shares have been encumbered is changed.

The same may please be taken on record and suitably disseminated to all concerned

Thanking you,  
Yours faithfully,  
For and on behalf of promoter and promoter group of Emami Limited  
For Diwakar Viniyog Private Limited

  
Authorised Signatory



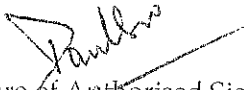
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**Annexure - II**

Name of listed company	EMAMI LIMITED
Name of the recognised stock exchanges where the shares of the company are listed	The National Stock Exchange of India Ltd. BSE Limited The Calcutta Stock Exchange Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Diwakar Viniyog Private Limited Raviraj Viniyog Private Limited Bhanu Vyapaar Private Limited
Total promoter shareholding in the listed company	No. of shares - 239309412 % of total share capital - 52.72%
Encumbered shares as a % of promoter shareholding	66.95%
Whether encumbered share is 50% or more of promoter shareholding	YES
Whether encumbered share is 20% or more of total share capital	YES

Signature of Authorised Signatory:




Place: Kolkata  
Date : 11/11/2019

**CERTIFIED TO BE TRUE COPY**



DETAILS OF ALL EXISTING EVENTS / AGREEMENTS PERTAINING TO ENCUMBRANCES													
Encumbrance 1 (Date of creation of encumbrance)	Type of encumbrance (pledge, lien, negative lien, non disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	No. and % of shares encumbered		Name of the entity in whose favour shares encumbered (X)	Specific details			Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc. ? If yes, provide details about the instrument, including credit rating (YES/NO) If Yes, 1. Name of the issuer 2. Details of the debt instrument listed on stock exchanges? 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt instrument 5. Bank of the instrument.	Value of shares on the date of event / agreement (A) (Rupees in Crores)	Amount involved (against which shares have been encumbered) (B) (Rupees in Crores)	Ratio of A / B	End use of Money Borrowed amount to be utilized for what purpose - (a) Personal use by promoters and : BACS (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (c) Any other reason (please specify)	Remarks
		No. of shares	% of total share capital		Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. (YES/NO)	Names of all other entities in the agreement Listed company and its group companies (if any) 1) Other entities (if any) 1)							
10.10.2019	Pledge	100000	0.0220	Standard Chartered Investments and loans (India) Ltd	Yes, NBFC	Enami Cement Limited (Borrower) & Suntrack Commerce Pvt. Ltd. (Pledgor)	No	3.00	1.45	2.05	Term loan for refinancing of existing debts of M/s. Enami Cements Limited		
10.10.2020	Pledge	932000	0.2053	Kotak Mahindra Investments Ltd.	Yes, NBFC	Enami Realty Limited (Borrower) & Diwakar Viniyog Pvt. Ltd. (Pledgor)	No	27.97	14.20	1.97	Term loan for promoters' contribution in Enami Realty Projects	Additional shares for existing loans	
10.10.2021	Pledge	125000	0.0275	Standard Chartered Investments and loans (India) Ltd	Yes, NBFC	Enami Realty Limited (Borrower) & Diwakar Viniyog Pvt. Ltd. (Pledgor)	No	3.75	1.72	2.18	Term loan refinancing of existing debts of M/s. Enami Cements Limited		

WAKAR VINIYOG PRIVATE LIMITED

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Director / Authorised Signatory

