

# Emami Highrise Pvt. Ltd.

Regd. Office :  
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Date: 03.02.2015

**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 Emami High Rise Private Limited**



**Director**

Encl: a/a

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

|                                                                                                                                                                          |                                                                                                                                                                                                                                                            |                                                                |                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------------|
| <b>1. Name of the Target Company (TC)</b>                                                                                                                                | Emami Limited                                                                                                                                                                                                                                              |                                                                |                                                              |
| <b>2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer</b>                                                                                  | Bhanu Vyapaar Private Limited<br>Diwakar Viniyog Private Limited<br>Emami Enclave Makers Private Limited<br>Emami High Rise Private Limited<br>Suntrack Commerce Private Limited<br>Suraj Viniyog Private Limited<br>TMT Viniyogan Limited<br>Priti Sureka |                                                                |                                                              |
| <b>3. Whether the acquirer belongs to Promoter/Promoter group</b>                                                                                                        | Yes                                                                                                                                                                                                                                                        |                                                                |                                                              |
| <b>4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed</b>                                                                                             | National Stock Exchange of India Limited<br>BSE Limited<br>The Calcutta Stock Exchange Limited                                                                                                                                                             |                                                                |                                                              |
| <b>5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC</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> |
| <u>Before the acquisition/disposal under consideration, holding of :</u>                                                                                                 |                                                                                                                                                                                                                                                            |                                                                |                                                              |
| a) Shares carrying voting rights                                                                                                                                         | As per                                                                                                                                                                                                                                                     | As per                                                         | N.A.                                                         |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)                                                                                     | annexure                                                                                                                                                                                                                                                   | annexure                                                       | 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.<br>N.A.                                                                                                                                                                                                                                               | N.A.                                                           | N.A.                                                         |
| <b>Total (a+b+c+d)</b>                                                                                                                                                   |                                                                                                                                                                                                                                                            |                                                                |                                                              |
| <u>Details of acquisition</u>                                                                                                                                            |                                                                                                                                                                                                                                                            |                                                                |                                                              |
| a) Shares carrying voting rights acquired/sold                                                                                                                           | 9,04,204                                                                                                                                                                                                                                                   | 0.40                                                           | 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 receive shares carrying voting rights in the TC acquired/sold                      | N.A.                                                                                                                                                                                                                                                       | N.A.                                                           | N.A.                                                         |
| d) Shares encumbered/invoked/released by the acquirer                                                                                                                    | N.A.                                                                                                                                                                                                                                                       | N.A.                                                           | N.A.                                                         |
| <b>Total (a+b+c+d)</b>                                                                                                                                                   | <b>9,04,204</b>                                                                                                                                                                                                                                            | <b>0.40</b>                                                    | <b>N.A.</b>                                                  |
| <u>After the acquisition/sale, holding of:</u>                                                                                                                           |                                                                                                                                                                                                                                                            |                                                                |                                                              |
| a) Shares carrying voting rights                                                                                                                                         | As per                                                                                                                                                                                                                                                     | As per                                                         | N.A.                                                         |

EMAMI HIGHRISE PRIVATE LIMITED

  
Director

|                                                                                                                                                         |                                                                                                      |          |      |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|----------|------|
| b) Shares encumbered with the acquirer                                                                                                                  | annexure                                                                                             | annexure | N.A. |
| 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 after acquisition | N.A.<br>N.A.                                                                                         | N.A.     | N.A. |
| <b>Total (a+b+c+d)</b>                                                                                                                                  |                                                                                                      |          |      |
| <b>6. Mode of acquisition/sale</b>                                                                                                                      | Inter Se Transfer through Open Market and Gift Deed through Registered Stock Broker: 9,04,204 shares |          |      |
| <b>7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</b>                    | 02.02.2015                                                                                           |          |      |
| <b>8. Equity share capital / total voting capital of the TC before the said acquisition/sale</b>                                                        | Rs. 226,967,619/-                                                                                    |          |      |
| <b>9. Equity share capital/ total voting capital of the TC after the said acquisition/sale</b>                                                          | Rs. 226,967,619/-                                                                                    |          |      |
| <b>10. Total diluted share/voting capital of the TC after the said acquisition/sale</b>                                                                 | NIL                                                                                                  |          |      |

EMAMI HIGHRISE PRIVATE LIMITED

  
Director

Signature of the acquirer / Authorised Signatory

Place: Kolkata

Date: 3<sup>rd</sup> February, 2015

**Annexure to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 02.02.2015**

| Sl No | Name of the Acquirer                                                  | PRE                | PRE %        | POST               | POST %       | Encumbered        | %            |
|-------|-----------------------------------------------------------------------|--------------------|--------------|--------------------|--------------|-------------------|--------------|
|       |                                                                       | No. of Shares      |              | No. of Shares      |              | No. of Shares     |              |
| 1     | SUNTRACK COMMERCE PRIVATE LIMITED                                     | 32,644,366         | 14.38        | 32,675,366         | 14.40        | 8,525,400         | 3.76         |
| 2     | DIWAKAR VINIYOG PRIVATE LIMITED                                       | 33,239,237         | 14.64        | 33,310,237         | 14.68        | 11,310,000        | 4.98         |
| 3     | BHANU VYAPAAR PRIVATE LIMITED                                         | 27,077,161         | 11.93        | 27,133,761         | 11.95        | 9,091,250         | 4.01         |
| 4     | SURAJ VINIYOG PRIVATE LIMITED                                         | 12,785,331         | 5.63         | 12,841,931         | 5.66         | 390,000           | 0.17         |
| 5     | EMAMI ENCLAVE MAKERS PVT LTD                                          | 13,158,753         | 5.80         | 13,211,053         | 5.82         | -                 | 0.00         |
| 6     | EMAMI HIGH RISE PVT LTD                                               | 12,780,753         | 5.63         | 12,837,353         | 5.66         | -                 | 0.00         |
| 7     | PRITI SUREKA                                                          | 4,480,476          | 1.97         | 4,950,000          | 2.18         | -                 | 0.00         |
| 8     | TMT VINIYOGAN LIMITED                                                 | 4,846,000          | 2.14         | 4,956,580          | 2.18         | 1,545,000.00      | 0.68         |
|       | <b>Sub-Total (A)</b>                                                  | <b>141,012,077</b> | <b>62.13</b> | <b>141,916,281</b> | <b>62.53</b> | <b>30,861,650</b> | <b>13.60</b> |
|       | <b>Name of the Persons in Promoters's Group (Other than Acquirer)</b> |                    |              |                    |              |                   |              |
| 1     | HARSHA VARDHAN AGARWAL                                                | 1,479,633          | 0.65         | 1,479,633          | 0.65         | -                 | 0.00         |
| 2     | USHA AGARWAL                                                          | 1,218,072          | 0.54         | 911,548            | 0.40         | -                 | 0.00         |
| 3     | ADITYA VARDHAN AGARWAL                                                | 1,012,195          | 0.45         | 1,012,195          | 0.45         | -                 | 0.00         |
| 4     | RADHE SHYAM AGARWAL                                                   | 994,500            | 0.44         | 769,500            | 0.34         | -                 | 0.00         |
| 5     | SANTOSH GOENKA                                                        | 856,510            | 0.38         | 799,910            | 0.35         | -                 | 0.00         |
| 6     | ASHISH GOENKA                                                         | 733,000            | 0.32         | 733,000            | 0.32         | -                 | 0.00         |
| 7     | SURESH KUMAR GOENKA                                                   | 714,430            | 0.31         | 714,430            | 0.31         | -                 | 0.00         |
| 8     | RAJ KUMAR GOENKA                                                      | 667,750            | 0.29         | 667,750            | 0.29         | -                 | 0.00         |
| 9     | JAYANT GOENKA                                                         | 603,127            | 0.27         | 603,127            | 0.27         | -                 | 0.00         |
| 10    | SASWAT GOENKA                                                         | 565,000            | 0.25         | 565,000            | 0.25         | -                 | 0.00         |
| 11    | RADHE SHYAM GOENKA                                                    | 569,638            | 0.25         | 569,638            | 0.25         | -                 | 0.00         |
| 12    | SACHIN GOENKA                                                         | 538,000            | 0.24         | 538,000            | 0.24         | -                 | 0.00         |
| 13    | JYOTI GOENKA                                                          | 454,000            | 0.20         | 425,700            | 0.19         | -                 | 0.00         |
| 14    | MANSI AGARWAL                                                         | 330,000            | 0.15         | 330,000            | 0.15         | -                 | 0.00         |
| 15    | PRASHANT GOENKA                                                       | 268,000            | 0.12         | 268,000            | 0.12         | -                 | 0.00         |
| 16    | PUJA GOENKA                                                           | 266,499            | 0.12         | 238,199            | 0.10         | -                 | 0.00         |
| 17    | NIMISHA GOENKA                                                        | 247,000            | 0.11         | 247,000            | 0.11         | -                 | 0.00         |
| 18    | RICHA AGARWAL                                                         | 261,000            | 0.11         | 261,000            | 0.11         | -                 | 0.00         |
| 19    | MOHAN GOENKA                                                          | 240,450            | 0.11         | 240,450            | 0.11         | -                 | 0.00         |
| 20    | MANISH GOENKA                                                         | 207,598            | 0.09         | 207,598            | 0.09         | -                 | 0.00         |
| 21    | SUSHIL KUMAR GOENKA                                                   | 191,250            | 0.08         | 191,250            | 0.08         | -                 | 0.00         |
| 22    | RASHMI GOENKA                                                         | 167,000            | 0.07         | 138,700            | 0.06         | -                 | 0.00         |
| 23    | SHRUTI GOENKA                                                         | 3,000              | 0.00         | 3,000              | 0.00         | -                 | 0.00         |
| 24    | RACHNA GOENKA                                                         | 3,000              | 0.00         | 3,000              | 0.00         | -                 | 0.00         |
| 25    | INDU GOENKA                                                           | 1,221,710          | 0.54         | 1,165,110          | 0.51         | -                 | 0.00         |
| 26    | SAROJ GOENKA                                                          | 777,620            | 0.34         | 777,620            | 0.34         | -                 | 0.00         |
| 27    | MEENA GOENKA                                                          | 718,310            | 0.32         | 694,310            | 0.31         | -                 | 0.00         |
| 28    | AMITABH GOENKA                                                        | 4,344,748          | 1.91         | 4,344,748          | 1.91         | -                 | 0.00         |
| 29    | ROHIN RAJ SUREKA                                                      | 750,000            | 0.33         | 750,000            | 0.33         | -                 | 0.00         |
| 30    | VIBHASH VARDHAN AGARWAL                                               | 536,439            | 0.24         | 536,439            | 0.24         | -                 | 0.00         |
| 31    | SOBHNA AGARWAL                                                        | 315,000            | 0.14         | 315,000            | 0.14         | -                 | 0.00         |
| 32    | JYOTI AGARWAL                                                         | 315,000            | 0.14         | 315,000            | 0.14         | -                 | 0.00         |
| 33    | AVISHI SUREKA                                                         | 300,000            | 0.13         | 300,000            | 0.13         | -                 | 0.00         |
| 34    | SMRITI AGARWAL                                                        | 282,000            | 0.12         | 282,000            | 0.12         | -                 | 0.00         |
| 35    | VIDISHA AGARWAL                                                       | 240,000            | 0.11         | 240,000            | 0.11         | -                 | 0.00         |
| 36    | VIDULA AGARWAL                                                        | 240,000            | 0.11         | 240,000            | 0.11         | -                 | 0.00         |
| 37    | SHREYA GOENKA                                                         | 240,000            | 0.11         | 240,000            | 0.11         | -                 | 0.00         |
| 38    | RACHNA BAGARIA                                                        | 135,000            | 0.06         | 135,000            | 0.06         | -                 | 0.00         |
| 39    | YOGESH GOENKA                                                         | 122,700            | 0.05         | 122,700            | 0.05         | -                 | 0.00         |
| 40    | LAXMI DEVI BAJORIA                                                    | 75,000             | 0.03         | 75,000             | 0.03         | -                 | 0.00         |
| 41    | PRADEEP AGARWAL                                                       | 28,575             | 0.01         | 20,575             | 0.01         | -                 | 0.00         |
| 42    | MADAN LAL AGARWAL                                                     | 30,000             | 0.01         | 30,000             | 0.01         | -                 | 0.00         |
| 43    | SANGITA AGARWAL                                                       | 21,000             | 0.01         | 13,000             | 0.01         | -                 | 0.00         |
| 44    | DIVYA AGARWAL                                                         | 21,000             | 0.01         | 13,000             | 0.01         | -                 | 0.00         |
| 45    | SHUBHAM AGARWAL                                                       | 16,230             | 0.01         | 12,230             | 0.01         | -                 | 0.00         |
| 46    | DHIRAJ AGARWAL                                                        | 12,375             | 0.01         | 8,375              | 0.00         | -                 | 0.00         |
| 47    | ABHISHEK AGARWAL                                                      | 12,000             | 0.01         | 12,000             | 0.01         | -                 | 0.00         |

Annexure to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 02.02.2015

| SI No | Name of the Acquirer          | PRE                | PRE %        | POST               | POST %       | Encumbered        | %            |
|-------|-------------------------------|--------------------|--------------|--------------------|--------------|-------------------|--------------|
|       |                               | No. of Shares      |              | No. of Shares      |              | No. of Shares     |              |
| 48    | VISHAL AGARWAL                | 8,100              | 0.00         | 4,100              | 0.00         | -                 | 0.00         |
| 49    | SUMANGAL AGARWAL              | 8,100              | 0.00         | 4,100              | 0.00         | -                 | 0.00         |
| 50    | SHANTI DEVI AGARWAL           | 2,139              | 0.00         | 2,139              | 0.00         | -                 | 0.00         |
| 51    | EMAMI PAPER MILLS LTD         | 466,500            | 0.21         | 466,500            | 0.21         | -                 | 0.00         |
| 52    | EMAMI FRANK ROSS LIMITED      | 74,500             | 0.03         | 74,500             | 0.03         | -                 | 0.00         |
| 53    | EMAMI CAPITAL MARKETS LIMITED | 110,580            | 0.05         | -                  | 0.00         | -                 | 0.00         |
| 54    | EPL SECURITIES LTD            | 42,000             | 0.02         | 42,000             | 0.02         | -                 | 0.00         |
| 55    | KUSUM AGARWAL                 | 19,500             | 0.01         | 19,500             | 0.01         | -                 | 0.00         |
|       | <b>Sub-Total (B)</b>          | <b>24,076,778</b>  | <b>10.61</b> | <b>23,172,574</b>  | <b>10.21</b> | <b>-</b>          | <b>0.00</b>  |
|       | <b>GROSS TOTAL (A+B)</b>      | <b>165,088,855</b> | <b>72.74</b> | <b>165,088,855</b> | <b>72.74</b> | <b>30,861,650</b> | <b>13.60</b> |

EMAMI HIGHRISE PRIVATE LIMITED

*Signature*  
Director