

Date: 12.06.2025

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

Dear Sir,

Sub: Disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 – Proposed Inter-se Transfer among Promoters/Promoter Group

Dear Sir/Madam,

Pursuant to Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”), we hereby submit the requisite disclosure with respect to the proposed inter-se transfer of equity shares of Emami Limited among the Promoter and Promoter Group entities.

The said inter-se transfer is being undertaken in accordance with Regulation 10(1)(a)(ii) of the SEBI SAST Regulations, 2011, which provides for exemption from the obligation to make an open offer in case of acquisition of shares by way of an inter-se transfer among qualifying persons/entities within the Promoter and Promoter Group, in the shareholding pattern filed by the target company in terms of the listing regulations or these regulations for not less than three years prior to the proposed acquisition.

The proposed transaction is scheduled to be executed on or after **20th June 2025**, and accordingly, this intimation is being provided at least four working days prior to the proposed date of execution in compliance with the regulatory requirement.

Please note that the aggregate shareholding of the Promoter and Promoter Group in the Target Company **shall remain unchanged before and after** the proposed inter-se transfer.

Enclosed herewith is the disclosure in the prescribed format under Regulation 10(5) of the SEBI SAST Regulations, 2011, duly signed by the acquirer.

We request you to kindly take the above information on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For and on behalf of Promoter & Promoter group of Emami Limited
for Diwakar Finvest Private Limited

SANTINATH PAUL Digitally signed by
SANTINATH PAUL
Date: 2025.06.12
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Santinath Paul
Authorised Signatory

Enclosure: Disclosure under Regulation 10(5) of SEBI SAST Regulations,
2011

Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011		
1.	Name of the Target Company (TC)	Emami Limited
2.	Name of the acquirer(s)	Smt. Usha Agarwal Sri Aditya Vardhan Agarwal Smt Richa Agarwal Sri Harsha Vardhan Agarwal Sri Radhe Shyam Goenka Smt Santosh Goenka Smt Shruti Goenka Sri Sushil Kumar Goenka Sri Raj Kumar Goenka Smt Saroj Goenka Sri Mohan Goenka Sri Manish Goenka Sri Prashant Goenka Sri Ashish Goenka Sri Jayant Goenka Sri Sachin Goenka Smt Jyoti Goenka Smt Rashmi Goenka M/s Diwakar Finvest Private Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its	Yes, belongs to Promoter/Promoter Group
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Sri Vibhash Vardhan Agarwal Smt Mansi Agarwal Sri Vihan Vardhan Agarwal Smt Vidula Agarwal Smt Vidhishree Agarwal Sri Ashish Goenka Sri Sachin Goenka Sri Sushil Kumar Goenka Smt Rachana Goenka Sri Sashwat Goenka Smt Nimisha Goenka Smt Shreya Goenka Smt Shruti Goenka Smt Chikky Goenka M/s Suraj Finvest Private Limited Sri Dhiraj Agarwal Smt. Divya Agarwal Smt. Jyoti Agarwal Sri Pradip Kumar Agarwal Sri Radhe Shyam Goenka Sri Shubham Agarwal Smt. Smriti Agarwal Smt. Sangita Agarwal
	b. Proposed date of acquisition	On and after 20.06.2025

	c. Number of shares to be acquired from each person mentioned in 4(a) above	Name of Transferors	Nature of Transaction	No. of shares
		Sri Vibhash Vardhan Agarwal	Gift	573,378
		Smt Mansi Agarwal	Gift	16,309
		Sri Vihan Vardhan Agarwal	Gift	171,900
		Smt Vidula Agarwal	Gift	79,900
		Smt Vidhishree Agarwal	Gift	79,900
		Sri Ashish Goenka	Gift	200,000
		Sri Sachin Goenka	Gift	270,177
		Sri Sushil Kumar Goenka	Gift	616,594
		Smt Rachana Goenka	Gift	180,712
		Sri Sashwat Goenka	Gift	579,900
		Smt Nimisha Goenka	Gift	243,900
		Smt Shreya Goenka	Gift	229,900
		Smt Shruti Goenka	Gift	182,036
		Smt Chikky Goenka	Gift	222,758
		Smt. Jyoti Agarwal	Gift	488,000
		Sri Radhe Shyam Goenka	Gift	12,000
		Smt. Smriti Agarwal	Gift	10,000
		M/s Suraj Finvest Private Limited	Transfer through Open Market	89,900
		Sri Dhiraj Agarwal	Transfer through Open Market	8,375
		Smt. Divya Agarwal	Transfer through Open Market	1,025
		Sri Pradip Kumar Agarwal	Transfer through Open Market	7,770
		Sri Shubham Agarwal	Transfer through Open Market	9,760
		Smt. Sangita Agarwal	Transfer through Open Market	10,000
	d. Total shares to be acquired as % of share capital of TC	0.98		
	e. Price at which shares are proposed to be acquired	Inter se transfer among Promoters will be done through: i) Off market by way of gift without any consideration ii) Transfer of shares in open market through registered stock broker at prevailing market price		
	f. Rationale, if any, for the proposed transfer	Inter se transfer by way of gift and open market at prevailing market price		
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii)		
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The Shares of the target company are frequently traded in term of Regulation 2(1)(j) of the SEBI (Substantial aquisition of Shares and Takeover) Regulation, 2011. The volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the Stock Exchange i.e; National Stock Exchange Limited where the maximum volume of trading in the shares of the TC are recorded during such period is Rs. 600.12 per share		
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable		
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Yes, we declare that the acquisition price would not be higher by more than 25% of the price computed in point 6 above.		

9	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes, we have complied with all applicable requirements in Chapter V of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Corresponding provisions of the repealed Takeover Regulations 1997)					
	ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished	The details of disclosures made are given in the attached sheet as 'Annexure A'. (Copies of the disclosures submitted to the Exchange are being sent by post in a pendrive.)					
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes, we declare that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.					
11	Shareholding details	Before the proposed transaction		Details of Transaction		After the proposed transaction	
		No. of shares /voting Rights	% w.r.t total share capital of TC	Shares acquired	Shares transferred	No. of shares /voting Rights	% w.r.t total share capital of TC
	a. Acquirer(s), Transferor(s) and PACs (*)						
	<u>Acquirer & Transferor</u>						
1	Usha Agarwal	173,096	0.04	701,833	-	874,929	0.20
2	Aditya Vardhan Agarwal	134,668	0.03	62,127	-	196,795	0.05
3	Richa Agarwal	93,222	0.02	40,469	-	133,691	0.03
4	Harsha Vardhan Agarwal	112,116	0.03	116,958	-	229,074	0.05
5	Radhe Shyam Goenka	415,876	0.10	267,696	12,000	671,572	0.15
6	Santosh Goenka	115,640	0.03	391,786	-	507,426	0.12
7	Shruti Goenka	196,130	0.04	625	182,036	14,719	0.00
8	Sushil Kumar Goenka	114,300	0.03	675,147	616,594	172,853	0.04
9	Raj Kumar Goenka	302,364	0.07	717,148	-	1,019,512	0.23
10	Saroj Goenka	215,240	0.05	82,212	-	297,452	0.07
11	Mohan Goenka	61,900	0.01	608,473	-	670,373	0.15
12	Manish Goenka	142,196	0.03	112,751	-	254,947	0.06
13	Prashant Goenka	190,000	0.04	122,750	-	312,750	0.07
14	Ashish Goenka	284,400	0.07	2,625	200,000	87,025	0.02
15	Jayant Goenka	156,254	0.04	750	-	157,004	0.04
16	Sachin Goenka	717,000	0.16	750	270,177	447,573	0.10
17	Jyoti Goenka	48,776	0.01	93,707	-	142,483	0.03
18	Rashmi Goenka	121,400	0.03	159,557	-	280,957	0.06
19	Diwakar Finvest Private Limited	98,667,956	22.60	126,830	-	98,794,786	22.63
20	Vibhash Vardhan Agarwal	573,478	0.13	-	573,378	100	0.00
21	Mansi Agarwal	150,000	0.03	-	16,309	133,691	0.03
22	Vihan Vardhan Agarwal	172,000	0.04	-	171,900	100	0.00
23	Vidula Agarwal	80,000	0.02	-	79,900	100	0.00
24	Vidhishree Agarwal	80,000	0.02	-	79,900	100	0.00
25	Rachana Goenka	317,700	0.07	-	180,712	136,988	0.03
26	Sashwat Goenka	580,000	0.13	-	579,900	100	0.00
27	Nimisha Goenka	244,000	0.06	-	243,900	100	0.00
28	Shreya Goenka	230,000	0.05	-	229,900	100	0.00
29	Chikky Goenka	371,700	0.09	-	222,758	148,942	0.03
30	Suraj Finvest Private Limited	105,720,226	24.22	-	89,900	105,630,326	24.20
31	Dhiraj Agarwal	16,750	0.00	-	8,375	8,375	0.00
32	Divya Agarwal	26,000	0.01	-	1,025	24,975	0.01
33	Jyoti Agarwal	488,000	0.11	-	488,000	-	0.00
34	Pradip Kumar Agarwal	31,150	0.01	-	7,770	23,380	0.01
35	Shubham Agarwal	24,460	0.01	-	9,760	14,700	0.00
36	Smriti Agarwal	184,000	0.04	-	10,000	174,000	0.04
37	Sangita Agarwal	26,000	0.01	-	10,000	16,000	0.00

	PACs						
38	Sumangal Agarwal	8,200	0.00	-	-	8,200	0.00
39	Vishal Agarwal	8200	0.00	-	-	8,200	0.00
40	Priti A Sureka	15,104,702	3.46	-	-	15,104,702	3.46
41	Avishi Sureka	1,400,000	0.32	-	-	1,400,000	0.32
42	Shobhana Agarwal	630,000	0.14	-	-	630,000	0.14
43	Manan Goenka	565,000	0.13	-	-	565,000	0.13
44	Darsh Goenka	565,000	0.13	-	-	565,000	0.13
45	Advay Goenka	554,000	0.13	-	-	554,000	0.13
46	Reyansh Goenka	407,750	0.09	-	-	407,750	0.09
47	Devarsh Goenka	407,750	0.09	-	-	407,750	0.09
48	Rachna Bagaria	270,000	0.06	-	-	270,000	0.06
49	Indu Goenka	269,700	0.06	-	-	269,700	0.06
50	Reha Goenka	240,000	0.05	-	-	240,000	0.05
51	Aditya Vardhan Agarwal HUF	204,278	0.05	-	-	204,278	0.05
52	Radheshyam Agarwal	195,000	0.04	-	-	195,000	0.04
53	Manish Goenka HUF	174,000	0.04	-	-	174,000	0.04
54	Mohan Goenka HUF	174,000	0.04	-	-	174,000	0.04
55	Sushil Kumar Goenka HUF	174,000	0.04	-	-	174,000	0.04
56	Harsha Vardhan Agarwal (HUF)	172,000	0.04	-	-	172,000	0.04
57	Puja Goenka	169,398	0.04	-	-	169,398	0.04
58	Jayant Goenka HUF	74,000	0.02	-	-	74,000	0.02
59	Prashant Goenka HUF	74,000	0.02	-	-	74,000	0.02
60	Ashish Goenka HUF	74,000	0.02	-	-	74,000	0.02
61	Abhishek Agarwal	84,000	0.02	-	-	84,000	0.02
62	Amitabh Goenka	571,496	0.13	-	-	571,496	0.13
63	Ritu Goenka	454,930	0.10	-	-	454,930	0.10
64	Nikunj Goenka	265,000	0.06	-	-	265,000	0.06
65	Yogesh Goenka	245,400	0.06	-	-	245,400	0.06
66	Amitabh Goenka HUF	74,000	0.02	-	-	74,000	0.02
67	Emami Paper Mills Limited	933,000	0.21	-	-	933,000	0.21
68	PAN Emami Cosmed Limited (Fka-Midkot Investments Private Limited)	3,117,160	0.71	-	-	3,117,160	0.71
69	Emami Frankcross Limited	10,000	0.00	-	-	10,000	0.00
70	Rohin Raj Sureka	5,000	0.00	-	-	5,000	0.00
71	Kusum Agarwal	34,450	0.01	-	-	34,450	0.01
72	Laxmi Devi Bajoria	106,000	0.02	-	-	106,000	0.02
	Total Promoter Holding	239,393,412	54.84	4,284,194	4,284,194	239,393,412	54.84

Note: ☐ (*) Shareholding of each entity may be shown separately and then collectively in a group.
☐ The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers

for and on behalf of Promoter and Promoter group of Emami Ltd.

for Diwakar Finvest Private Limited

**SANTINATH
PAUL**

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PAUL
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Santinath Paul

Authorised Signatory

Date: 12.06.2025

Place: Kolkata

Annexure-"A"		
Compliance of Disclosure requirements under chapter V of the of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011		
Date of Reporting	Regulations	Nature of Compliance
27.09.2024	10(7)	Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
19.09.2024	29(2)	Disclosure of acquisition and disposal (Inter Se Transfer)
19.09.2024	10(6)	Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
06.09.2024	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a)(ii)
01.04.2024	31(4)	Continual disclosure
09.01.2024	10(7)	Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
29.12.2023	29(2)	Disclosure of acquisition and disposal (Inter Se Transfer)
29.12.2023	10(6)	Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
20.12.2023	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a)
17.11.2023	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a)
22.08.2023	29(2)	Disclosure of acquisition and disposal (Inter Se Transfer)
22.08.2023	10(6)	Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
10.08.2023	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a)
03.04.2023	31(4)	Continual disclosure
17.02.2023	10(7)	Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
15.02.2023	29(2)	Disclosure of acquisition and disposal (Inter Se Transfer)
15.02.2023	10(6)	Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
07.02.2023	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a)
05.12.2022	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a) (Disclosure withdrawn as on 13.12.2022)
29.08.2022	10(7)	Regulation 10(7) – Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011
26.08.2022	29(2)	Disclosure of acquisition and disposal (Inter Se Transfer)
26.08.2022	10(6)	Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
05.08.2022	10(5)	Disclosure in respect of acquisition under Regulation 10(1)(a) (revised disclosure given on 10.08.2022 & final revised disclosure given on 18.08.2022 in respect to original disclosure of 05.08.22)
01.04.2022	30(1), 30(2)	Continual disclosure
01.04.2022	31(4)	Continual disclosure