



Ref: ERL/SECRETARIAL/2025-26/0058

16th April, 2025

To

The General Manager
Department of Corporate
Services

BSE Limited

Phiroze S Jeejeebhoy Towers
Dalal Street, Mumbai-400001
Scrip Code: 533218

The Secretary

**National Stock Exchange of
India Limited**

Exchange Plaza, Bandra Kurla
Complex
Bandra (E), Mumbai-400051
NSE Symbol: EMAMIREAL

The Secretary

**The Calcutta Stock Exchange
Limited**

7, Lyons Range
Kolkata-700001
Scrip Code: 15214

Respected Ma'am/Sir,

Sub: Outcome of the Finance Committee Meeting of the Board of Directors of Emami Realty Limited ('the Company') held on 16th April, 2025 in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

This is to inform that the Finance Committee of the Board of Directors of the Company, at its meeting held today, i.e., 16th April, 2025, at Acropolis, 13th Floor, 1858/1, Rajdanga Main Road, Kasba, Kolkata - 700107, has, *inter-alia*, considered and approved the following:

1. Allotment of 59,90,000 Fully Paid-up Equity Shares of the face value of ₹ 2/- (Rupees Two Only) ('Preferential Equity Shares') each at an issue price of ₹ 128.50/- (Rupees One Hundred and Twenty-Eight and Paise Fifty Only) per Equity Share (including a premium of ₹ 126.50/- per equity share) ('Preferential Allotment Price'), on conversion of existing Unsecured Loan aggregating to ₹76,97,15,000/- (Rupees Seventy-Six Crores Ninety-Seven Lakhs Fifteen Thousand Only), as under:

Sl. No.	Name of Allottees	No. of Equity Shares allotted	Amount of Loan converted (₹)	Category
1	Suraj Finvest Private Limited	29,95,000	38,48,57,500/-	Promoter Group
2	Diwakar Finvest Private Limited	29,95,000	38,48,57,500/-	Promoter Group

2. Allotment of 82,00,000 Convertible Warrants ('Warrants'), each carrying a right to subscribe to one Equity Share per Warrant, at an issue price of ₹ 128.50/- (Rupees One Hundred and Twenty-Eight and Paise Fifty Only) per warrant ('Warrant Exercise Price') (including a premium of ₹ 126.50/- per Warrant) on conversion of existing Unsecured Loan aggregating to ₹ 26,34,25,000/- (Rupees Twenty-Six Crores Thirty-Four Lakhs Twenty-Five Thousand Only) being 25% of the Warrant Exercise Price, as under:

Sl. No.	Name of Allottees	No. of Convertible Warrants allotted	Amount of Loan converted (₹)	Category
1	Suraj Finvest Private Limited	41,00,000	13,17,12,500/-	Promoter Group
2	Diwakar Finvest Private Limited	41,00,000	13,17,12,500/-	Promoter Group



3. Cancellation of 32,00,000 Convertible Warrants, each carrying a right to subscribe to one Equity Share per Warrant, as the said Warrants if converted into equity shares within the prescribed period of 18 months, i.e., within 15th October, 2026, will lead to acquisition of more than 5% of the equity shares / voting rights in a financial year.

Further, the securities allotted on preferential basis shall be subject to such lock-in restriction as prescribed under Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Pursuant to the above allotment, the Paid-up Capital of the Company stands increased from ₹ 7,56,87,778/- to ₹ 8,76,67,778/-

The details as required under SEBI Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, has been provided in **Annexure - I**

The meeting commenced at 11:00 A.M. and concluded at 11:30 A.M.

This is for your information and record.

Yours faithfully,

For **Emami Realty Limited**

Payel Agarwal
Company Secretary
ACS 22418

Encl: As above

Annexure – I

The details in accordance with Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Preferential Issue (Disclosure post allotment of Securities):

Sr. No.	Particulars	Details
1.	Type of Securities	Equity Shares and Convertible Warrants
2.	Type of Issuance	Preferential Issue in accordance with Chapter V of SEBI ICDR Regulations, the Companies Act, 2013 and in terms of in-principle approval obtained from the BSE Ltd. vide their Letter No. LOD/PREF/PR/FIP/07/2025-26 dated 02 nd April, 2025 and NSE vide their Letter No. NSE/LIST/47389 dated 03 rd April, 2025 and other applicable laws
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued.	59,90,000 Fully Paid-up Equity Shares of the face value of ₹ 2/- each at an issue price of ₹ 128.50/- per Equity Share (including a premium of ₹ 126.50/- per equity share) and 82,00,000 Convertible Warrants, each carrying a right to subscribe to one Equity Share per Warrant, at an issue price of ₹ 128.50/- per Warrant (including a premium of ₹ 126.50/- per Warrant)
4.	<u>Additional Information in case of Preferential Issue:</u>	
i.	Name of the investors	(a) Suraj Finvest Private Limited (b) Diwakar Finvest Private Limited
ii.	Post Allotment of Securities: Outcome of Subscription	Details of the shareholding of the proposed allottees, prior to and after the proposed Preferential Issue, are as provided under Annexure IA .
iii.	Issue Price	₹ 128.50/-
iv.	Number of investors	2
v.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant after allotment will be converted into 1 (one) Equity share of ₹ 2/- each, at a premium of ₹ 126.50/- per share, at the options of the warrant holder within a period of 18 months of allotment in one or more tranches and shall be ranking pari passu with the existing equity shares of the Company after conversion into shares.



Annexure – IA

The percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the Preferential Allotment.

The Equity Shares and Warrants have been allotted to Suraj Finvest Private Limited and Diwakar Finvest Private Limited, being entities belonging to Promoter Group of the Company. The detail of the allotment is as under:

Name of the Allottees	No. of Equity shares allotted	Holding Pre-preferential		Post Allotment of Equity Shares	
		No.	%	No.	%
Suraj Finvest Private Limited	29,95,000	1,04,47,850	27.61	1,34,42,850	30.67
Diwakar Finvest Private Limited	29,95,000	1,06,15,156	28.05	1,36,10,156	31.05
Name of the Allottees	No. of Warrants allotted	Post Allotment of Equity Shares		Post conversion of Warrants into Equity Shares #	
Suraj Finvest Private Limited	41,00,000	1,34,42,850	30.67	1,75,42,850	33.71
Diwakar Finvest Private Limited	41,00,000	1,36,10,156	31.05	1,77,10,156	34.04

#Assuming full conversion of 82,00,000 warrants into 82,00,000 equity shares.