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

| | | | |
|---|---|---|---|
| **1. Name of the Target Company (TC)** | Emami Limited | | |
| **2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer** | TMT Viniyogan Limited | | |
| **3. Whether the acquirer belongs to Promoter/Promoter group** | YES | | |
| **4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed** | National Stock Exchange of India Limited<br>BSE Limited<br>The Calcutta Stock Exchange Limited | | |
| **5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC** | **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** | 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. | |
| **Total (a+b+c+d)** | | | |
| **Details of acquisition** | | | |
| **a) Shares carrying voting rights acquired/sold** | 50,000 | 0.02 | 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. |
| **Total (a+b+c+d)** | **50,000** | **0.02** | **N.A.** |
| **After the acquisition/sale, holding of:** | | | |
| **a) Shares carrying voting rights** | As per | As per | N.A. |
| **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. | |

| | |
|---|---|
| **6. Mode of acquisition/sale** | Inter Se Transfer through Open Market through Registered Stock Broker: 50,000 shares |
| **7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable** | 25.03.2014 |
| **8. Equity share capital / total voting capital of the TC before the said acquisition/sale** | Rs. 226,967,619/- |
| **9. Equity share capital/ total voting capital of the TC after the said acquisition/sale** | Rs. 226,967,619/- |
| **10. Total diluted share/voting capital of the TC after the said acquisition/sale** | NIL |

Signature of the acquirer / Authorised Signatory

Place: Kolkata

Date: 27th March, 2014

**Annexure to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 27.03.2014**

| Sl No | | PRE | PRE % | POST | POST % | Encumbered | % |
|---|---|---|---|---|---|---|---|
| | **Name of the Acquirer** | **No. of Shares** | | **No. of Shares** | | **No. of Shares** | |
| 1 | TMT VINIYOGAN LIMITED | 4,796,000 | 2.11 | 4,846,000 | 2.14 | 37,000 | 0.02 |
| | **Sub-Total (A)** | **4,796,000** | **2.11** | **4,846,000** | **2.14** | **37,000** | **0.02** |
| | **Name of the Persons in Promoters's Group (Other than Acquirer)** | | | | | | |
| 1 | HARSHA VARDHAN AGARWAL | 1,609,633 | 0.71 | 1,609,633 | 0.71 | - | 0.00 |
| 2 | USHA AGARWAL | 1,438,208 | 0.63 | 1,438,208 | 0.63 | - | 0.00 |
| 3 | ADITYA VARDHAN AGARWAL | 1,239,648 | 0.55 | 1,239,648 | 0.55 | - | 0.00 |
| 4 | RADHE SHYAM AGARWAL | 994,500 | 0.44 | 994,500 | 0.44 | - | 0.00 |
| 5 | SANTOSH GOENKA | 880,460 | 0.39 | 880,460 | 0.39 | - | 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 | 454,000 | 0.20 | - | 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 | 266,499 | 0.12 | - | 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 | 167,000 | 0.07 | - | 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 | 1,245,660 | 0.55 | 1,245,660 | 0.55 | - | 0.00 |
| 26 | SAROJ GOENKA | 825,520 | 0.36 | 825,520 | 0.36 | - | 0.00 |
| 27 | MEENA GOENKA | 742,260 | 0.33 | 742,260 | 0.33 | - | 0.00 |
| 28 | AMITABH GOENKA | 4,921,748 | 2.17 | 4,921,748 | 2.17 | - | 0.00 |
| 29 | SUNTRACK COMMERCE PRIVATE LIMITED | 32,526,866 | 14.33 | 32,526,866 | 14.33 | 13,450,368 | 5.93 |
| 30 | DIWAKAR VINIYOG PRIVATE LIMITED | 33,005,738 | 14.54 | 33,005,738 | 14.54 | 13,215,000 | 5.82 |
| 31 | BHANU VYAPAAR PRIVATE LIMITED | 26,936,762 | 11.87 | 26,936,762 | 11.87 | 2,301,250 | 1.01 |
| 32 | SURAJ VINIYOG PRIVATE LIMITED | 12,715,131 | 5.60 | 12,715,131 | 5.60 | 1,700,000 | 0.75 |
| 33 | EMAMI ENCLAVE MAKERS PVT LTD | 13,088,553 | 5.77 | 13,088,553 | 5.77 | - | 0.00 |
| 34 | EMAMI HIGH RISE PVT LTD | 12,710,553 | 5.60 | 12,710,553 | 5.60 | - | 0.00 |
| 35 | PRITI SUREKA | 3,902,888 | 1.72 | 3,902,888 | 1.72 | - | 0.00 |
| 36 | ROHIN RAJ SUREKA | 750,000 | 0.33 | 750,000 | 0.33 | - | 0.00 |
| 37 | VIBHASH VARDHAN AGARWAL | 536,439 | 0.24 | 536,439 | 0.24 | - | 0.00 |
| 38 | SOBHNA AGARWAL | 315,000 | 0.14 | 315,000 | 0.14 | - | 0.00 |
| 39 | JYOTI AGARWAL | 315,000 | 0.14 | 315,000 | 0.14 | - | 0.00 |
| 40 | AVISHI SUREKA | 300,000 | 0.13 | 300,000 | 0.13 | - | 0.00 |
| 41 | SMRITI AGARWAL | 282,000 | 0.12 | 282,000 | 0.12 | - | 0.00 |
| 42 | VIDISHA AGARWAL | 240,000 | 0.11 | 240,000 | 0.11 | - | 0.00 |
| 43 | VIDULA AGARWAL | 240,000 | 0.11 | 240,000 | 0.11 | - | 0.00 |

**Annexure to Disclosure under Regulation 29(2) of Substantial Acquisition of Shares & Takeovers Regulations, 2011 dated 27.03.2014**

| Sl No | | PRE | PRE % | POST | POST % | Encumbered | % |
|---|---|---|---|---|---|---|---|
| | Name of the Acquirer | No. of Shares | | No. of Shares | | No. of Shares | |
| 44 | SHREYA GOENKA | 240,000 | 0.11 | 240,000 | 0.11 | - | 0.00 |
| 45 | RACHNA BAGARIA | 135,000 | 0.06 | 135,000 | 0.06 | - | 0.00 |
| 46 | YOGESH GOENKA | 122,700 | 0.05 | 122,700 | 0.05 | - | 0.00 |
| 47 | LAXMI DEVI BAJORIA | 75,000 | 0.03 | 75,000 | 0.03 | - | 0.00 |
| 48 | PRADEEP AGARWAL | 31,200 | 0.01 | 31,200 | 0.01 | - | 0.00 |
| 49 | MADAN LAL AGARWAL | 30,000 | 0.01 | 30,000 | 0.01 | - | 0.00 |
| 50 | SANGITA AGARWAL | 21,000 | 0.01 | 21,000 | 0.01 | - | 0.00 |
| 51 | DIVYA AGARWAL | 21,000 | 0.01 | 21,000 | 0.01 | - | 0.00 |
| 52 | SHUBHAM AGARWAL | 16,230 | 0.01 | 16,230 | 0.01 | - | 0.00 |
| 53 | DHIRAJ AGARWAL | 15,000 | 0.01 | 15,000 | 0.01 | - | 0.00 |
| 54 | ABHISHEK AGARWAL | 12,000 | 0.01 | 12,000 | 0.01 | - | 0.00 |
| 55 | VISHAL AGARWAL | 8,100 | 0.00 | 8,100 | 0.00 | - | 0.00 |
| 56 | SUMANGAL AGARWAL | 8,100 | 0.00 | 8,100 | 0.00 | - | 0.00 |
| 57 | SHANTI DEVI AGARWAL | 2,139 | 0.00 | 2,139 | 0.00 | - | 0.00 |
| 58 | EMAMI PAPER MILLS LTD | 466,500 | 0.21 | 466,500 | 0.21 | - | 0.00 |
| 59 | EMAMI FRANK ROSS LIMITED | 124,500 | 0.05 | 74,500 | 0.03 | - | 0.00 |
| 60 | EMAMI CAPITAL MARKETS LIMITED | 110,580 | 0.05 | 110,580 | 0.05 | - | 0.00 |
| 61 | EPL SECURITIES LTD | 42,000 | 0.02 | 42,000 | 0.02 | - | 0.00 |
| 62 | KUSUM AGARWAL | 19,500 | 0.01 | 19,500 | 0.01 | - | 0.00 |
| | **Sub-Total (B)** | **160,292,857** | **70.62** | **160,242,857** | **70.60** | **30,666,618** | **13.51** |
| | **GROSS TOTAL (A+B)** | **165,088,857** | **72.74** | **165,088,857** | **72.74** | **30,703,618** | **13.53** |