emam^{*} limited



February 7, 2022

The National Stock Exchange of India Ltd.	BSE Limited
Exchange Plaza, Plot No. Cl1, G. Block	Phiroze Jeejeebhoy Towers
Bandra Kurla Complex, Bandra (E)	Dalal Street
Mumbai: 400051	Mumbai: 400001
NSE Symbol: EMAMILTD	Scrip Code: 531162

Subject: Filing of public announcement pursuant to Regulation 16(iv)(c) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended ("Buyback Regulations") in relation to the buyback through open market route using stock exchange mechanism ("Buyback").

This is in relation to buyback of equity shares of the Emami Limited approved by the board of directors as on Thursday, February 3, 2022 for an aggregate amount not exceeding INR 16,200.00 Lacs (Indian Rupees Sixteen Thousand Two Hundred Lacs Only) excluding buyback tax, filing fees, advisory fees, intermediaries fees, public announcement publication expenses, stock exchange fee for usage of their platform for Buyback, brokerage, costs, fees, turnover charges, taxes such as securities transaction tax, goods and service tax (if any) and income tax, stamp duty and other incidental and related expenses ("Maximum Buyback Size") and at a price not exceeding Rs. 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share ("Maximum Buyback Price"), payable in cash, from its shareholders / beneficial owners (other than those who are promoters, members of the promoter group or persons in control), from the open market through stock exchange mechanism in accordance with the provisions of the Buyback Regulations and the Companies Act, 2013 and the rules made thereunder, each as amended from time to time ("Companies Act").

The Company has appointed IIFL Securities Limited as the Manager to the Buyback Offer.

In accordance with Regulation 7(i) of the Buyback Regulations, the Public Announcement dated February 5, 2022 was made by the Company on Monday, February 7, 2022 in the following newspapers:

Publication	Language	Editions	
Business Standard	English (National)	All editions	
Business Standard	Hindi (National)	All editions	
Aajkal	Bengali (Regional)	Kolkata edition	

In this regard, please find enclosed relevant extract of e-paper of all newspapers mentioned above in which Public Announcement dated February 5, 2022 was published on February 7, 2022.

In relation to the Buyback Offer, please note that the Public Announcement contains all the disclosures as specified in Schedule IV to be read along with Schedule I of the Buyback Regulations.

Capitalized terms not defined herein shall have the same meaning as assigned to such terms in the Public Announcement.

We trust that this is in order. We request you to take the above information on record.

Thanking You, Yours Sincerely, For Emami Limited,

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A. K. Joshi Company Secretary & VP-Legal Encl. as above , 14

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Registered Office: Emami Tower, 687, Anandapur E M Bypass, Kolkata - 700 107, West Beng Tel. No.: +91- 33-66136264; Website: www.emamilitdin; Email: investors@emamigroup.x Contact Person: Mr. A.K. Joshi, Company Secretary & Compliance Officer & Vice President

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF THE EQUITY SHARES OF EMAMI LIMITED FOR THE AUTORNACE OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This public announcement (the "Public Announcement") is being made in relation to the Buyback (as defined hereinafter) of Equity Shares (as defined hereinafter) of Emant Limited (the "Company") (nor the open market through stock aschange mechanism, pursuant to the provisions of Regulation 16(iv(tb) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2016, as amendred (including any statutory modification(s) or amendment(s) from time to time) (the Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations.

Buyback Regulations. Cortain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments and presented in white numbers. In cortain instances (i) the sum or percentage, change of such numbers may not conform exactly to the total figure given; (ii) the sum of the numbers in a column or row in cartain tables may not conform exactly to the total figure given for that column or row incertain tables may not conform exactly to the total figure given for that column or row Further, certain numerical information in this Public Announcement this been presented in Tacs'. One lass represents 100,000.

OFFER FOR BUY-BACK OF EQUITY SHARES FROM OPEN MARKET THROUGH STOCK EXCHANGE/S PART A - Disclosures in accordance with Schedule I of the Buy

DETAILS OF THE BUYBACK OFFER AND OFFER PRICE

- PART A Disclosures in accordance with Schedule I of the Buyback Regulations DETALS OF THE BUYBACK OFFER AND OFFER PRICE I Pursuant to the provisions of Scienos 86, 89, 70 and other appendix and patientures; Rules, 2014 (10 the action applicable) and other relevant Rules made thermutes, Rules, 2014 (10 the action applicable) and other relevant Rules made thermutes, Rules, and Exchange Board of India (Listing Obligations and Disclosure Requirements); Regulations, 10 the Companies Act, 2013 and with the Companies (5) there Capital and Dehentures; Rules, and Exchange Board of India (Listing Obligations and Disclosure Requirements); Regulations, 2015, as a mended ('Listing Regulations'); Including any statutory amendment(s); modification(s) 2015, as a mended ('Listing Regulations'); Including any statutory amendment(s); modification(s) or re-anactments from time to time) and Article 52A of the Articles of Association of the Company, and subject to such other approvals, permissions, consents, exemptions, and sanctions of the Securities and Exchange Board of India ('SEBT), the Registrar of Companies. Krokata West Bengal (the 'ROC') and / or other authorities, institutions or bodies, as may be applicable (together with SEBI and ROC, the 'Appropriate Author/tife's), as may be prescribed or imposed by the Appropriate Authorities, which and modifications as may be prescribed or imposed by the Appropriate Authorities, which Board may constitute / authorise to succise its powers, usach from ta banchos, which thag be agreed to by the Board of Directors of the Company (the 'Board' which expression shall be deemad to include any commute constituted by the Board and (the archival) and therefold in control, from the open market through stock exchange mechanism for an agregation in control, from the open market through stock exchange the stathorhold in banefield in control, from the open market through stock exchange the approach through therefold in the Size and Maximum Buyback Size', and at a price not e 1.1
- is not necessary. At the Maximum Buyback Size and the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be 29.45,454 (Twenty Nine Lass Forty Five Thousand Four Hundred and Filty Four Chyl Foully Shares (Maximum Buyback Shares), representing 0.66% which is less than 25% of the existing paid up equity capital of the Company The Company will comply with the requirement of maintaining a minimum public shareholding of at least 25% of the total paid up equity share capital of the Company as provided under Regulation 38 of the Listing Regulations, during the Buyback period and upon completion thereof.
- completion thereof. The Company shall utilize at least 50% of the Maximum Buyback Size i.e. INR 8, 100.00 Lacs (Indian Rupers Eigh Thousand One Hundred Lacs Only) ("Minimum Buyback Size") for the Guyback, and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will surchase an indicative minimum of 14.72.728 (Fourteen Lacs Sevent) Two Thousand Seven Hundred Twenty Eight Only) Equity Shares (Minimum Buyback Shares). (The Equity Shares are bought back at a price bolow the Maximum Buyback Shares), the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of the Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. 1.3
- Maximum Bulyback Size. The Board shall determine, at its discretion, the time frame for completion of the Bulyback and may close the Bulyback (which shall not be longer than 6 (six) months from the date of commencement of the Bulyback regulations or as may be directed by the Appropriate Authorities ("Maximum Bulyback Period") after the Minimum Bulyback Size has been reached, and irrespective of whether the Maximum Bulyback Size has or has not been reached, after giving appropriate notice for such closure and on completing al formalities in this regard, in accordance with the Companies Act and / or the Bulyback Regulations. 1.4
- accordance with the Companies Act and / or the Buyback Regulations. The Buyback will be implemented by the Company out of its free reserves or such other sources as may be permitted by lew and in accordance with Section 68(1) of the Companies Act and Regulation Aity of the Buyback Regulations, and in accordance with Regulation 4(w)(h)(ii) and S(1)(u) of the Buyback Regulations, and in accordance with Regulation 4(w)(h)(ii) and S(1)(u) of the Buyback Regulations. Buy way of open market purchases through the Slock Exchanges, by the order matching mechanism except all or none order matching system, as provided under the Buyback Regulations. Further, as required under the Companies Act and SEBI Buyback Regulations. Further, as required under block-in or unit the Equity Shares become transferable, as applicable. There are no partly paid-up Equity Shares with calls in arrears of the Companies. 15
- A copy of this Public Announcement is available on the Company's website (www.emamild in) and is expected to be available on the website of SEBI (www.sebi.gov.in), website of NSE (www.nseindia.com) and website of BSE (www.bseindia.com) during the period of the Buyback 1.6 NECESSITY FOR THE BUYBACK AND DETAILS THEREOF
- The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds for the members in an effective and efficient manner. The Buyback will help the Company adhere the following objectives: (i) optimize returns to shareholders, and (ii) following ensure inserted/dars' volume. The Surplus is being undertaken, inter-taken, for the following ensure that the start of th lowing reasons
- a) The Buyback will help the Company to return surplus cash to its share Equity Shares;
- The Buyback may help in improving return on equity, by reduction in the equity base thereby leading to long term increase in shareholders' value; and b)
- Intersty leading to long term increase in shareholder's value; and c) The Buyback gives an option to the shareholders' value; shares of the Company, who can choose to participate and get cash in lieu of Equity Shares to be accepted under the Buyback offer or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback offer, without additional investment. The Buyback may lead to reduction in substanding Equity Shares, improvement is earnings per equity share, and enhanced return on invested capital. The Buyback will not in any manner for business operations and for continued capital investment, as and when requirements for business operations and for continued capital investment, as and when required to the Boyback meaning holds on Echanya 3, 2022, concident the accumulable for scenario.
- 2.2
- The Board at its meeting held on February 3, 2022, considered the accumulated free reserves as well as the cash liquidity reflected in the last audited financial statements as on March 37, 2021, and considering these, the Board docided to allocate a sum of NR 16, 2000 Llacs (Indian Rupees Sixtem Thousand Two Hundred Lacs Only) excluding the Transaction Costs for distributing to the shareholders holding Equity Shares of the Company through the Buyback. 2.3
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS The Maximum Buyback Price is \$500. (Indian Rugees Five Hundred Fifty only) per Equity Share. The Maximum Buyback Price has been arrived at lafer considering various factors, including, but not limited to the tends in the average of the daily volume weighted average market prices of the Equity Shares of the Company on Stock Exchanges during 3 (Three) months. 2 (Ivo) months and 2 (Uvo) weeks preceding the date of miniation (Le January 31, 2022) to the Stock Exchanges of the Board Meeting to consider the proposal of the Buy-back (Prior Intimation") and the potential impact on the networth and the earning per share of the Company. 3.

- the Company 32 The Mashimm Buyback Price of £ 550/- (Indian Rupees Five Hundred Fifty only) per Equity Share represents: (i) a premium of 4.87% over the average of the daily volume weighted average market price on NSE (the stock exchange where the maximum volume of trading in the Equity Shares is recorded) for 3 (there) months preceding the daile of Prior Intension which was ₹ 524.48/- (Indian Rupees Five Hundred Twenty Four and Paise Forty Eight Only). (ii) a premium of 6.88% over the average of the daily volume weighted average market price on NSE (the stock exchange where the maximum volume of trading in the Equity Shares is recorded) for 21 (No) months preceding the date of Prior Intension which was ₹ 514.62/- (Indian Rupees Five Hundred Fourteen and Paise Soty Two Only); and

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- (iii) a premium of 14.33% over the severage of the day volume weighted average market price on NSE (the stock exchange where the maximum volume of trading in the Equity Shares is recorded) for 2 (two) weaks preceding the date of Prior tritumation which was 4 41.66. (thean Ruppes Four Hundred Egity) Ohe and Pase Situ Origity. The Buydrack is proposed to be completed within the Maximum Buydack Period May De Situ (thean Ruppes Frue Hundred Egity) of the Situ (thean Ruppes Frue Hundred Situ) of the Situ (thean Ruppes) of the Situ (the R 3.3
- accordance with the Conjector Regulations. In accordance with Section 8(2)(2)(0) the Companies Act and Regulation 4(ii) of the Buyback Regulations, the ratio of the aggregate of secured and unsecured debts over by the Company after Buyback shall not be more than twice the paid-up capital and free reserves based on both audited standatione and consolidated financial statements of the Company.
- The actual number of Equity Shares bought back during the Buyback will depend upon the actual price, excluding the Transaction Costs, paid for the Equity Shares bought back and the aggregate, excluding the Transaction Costs, paid for the Equity Shares bought back and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are tracked at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback priord. 3.5
- DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- GROUP STARKENGLING AND OTHER DETAILS The details of the agregate shareholding of the promoters, members of the promoter group, directors of the promoters and members of the promoter group (where the promoter or the member of the promoter group is a company) and of parsons who are in control of the Company, as on the date of the Board Meeting (i.e. Thurdsay, February 3, 2022) and as on the date of the Public Announcemant (i.e. Saturdsay, February 3, 2022) is as follows: Promoters and members of the Promoter Group and Directors of the corporate Promoter Group who are part of Promoter or Promoter Group:

Sr. No	Name of the Shareholders	No of Equity shares held	% of the paid up equity share capital
1	Priti A Sureka	1,51,04,702	3.4(
2	Avishi Sureka	14,00,000	0.31
3	Sachin Goenka	7,17,000	0.16
4	Sobhna Agarwal	6,30,000	0.14
5	Saswat Goenka	5,80,000	0.13
6	Vibhash Vardhan Agarwal	5,73,478	0.13
7	Manan Goenka	5,65,000	0.13
8	Darsh Goenka	5,65,000	0.13
9	Advay Goenka	5,54,000	0.12
10	Jyoti Agarwal	4,88,000	0.11
11	Reyansh Goenka	4,07,750	0.09
12	Devarsh Goenka	4.07,750	0.09
13	Radheshyam Goenka	3,92,076	0.09
14	Chikky Goenka	3,71,700	0.08
15	Smriti Agarwal	3,34,000	0.08
16	Rachana Goenka	3,17,700	0.07
17	Rajkumar Goenka	2,97,964	0.07
18	Rachna Bagaria	2.70.000	0.06
19	Indu Goenka	2,69,700	0.00
20	Nimisha Goenka	2.44.000	0.0
21	Reha Goenka	2,44,000	0.05
21	termine and the second s		
	Shreya Goenka	2,30,000	0.05
23	Saroj Goenka	2.15.240	0.0
24	Aditya Vardhan Agarwal HUF	2.04,278	0.0
25	Shruti Goenka	1.96,130	0.04
26	Radheshyam Agarwal	1,95,000	0.0
27	Prashant Goenka	1,90,000	0.04
28	Manish Goenka HUF	1.74,000	0.04
29	Mohan Goenka HUF	1.74,000	0.04
30	Sushil Kumar Goenka HUF	1.74,000	0.0-
31	Usha Agarwal	1,73,095	0.04
32	Harsha Vardhan Agarwal HUF	1.72,000	0.04
33	Vihan Vardhan Agarwal	1,72,000	0.04
34	Puja Goenka	1.69,398	0.04
35	Jayant Goenka	1.56,254	0.04
36	Mansi Agarwal	1,50,000	0.03
37	Laxmi Devi Bajoria	1,43,000	0.03
38	Manish Goenka	1,42,196	0.03
39	Aditya Vardhan Agarwal	1,34,668	0.03
40	Ashish Goenka	1,30,000	0.0
41	Rashmi Goenka	1,21,400	0.03
42	Santosh Goenka	1,15,640	0.0
43	Harsha Vardhan Agarwal	1.10,265	0.03
44	Sushil Kumar Goenka	1,09,900	0.0
45	Richa Agarwal	93,222	0.0
46	Vidhishree Agarwal	80,000	0.0
47	Vidula Agarwal	80,000	0.0
48	Jayant Goenka HUF	74,000	0.0
49	Prashant Goenka HUF	74,000	0.0
49 50	Ashish Goenka HUF	74,000	0.0
50	Ashish Goenka HUP Mohan Goenka	61,900	0.0
51	Mohan Goenka Madan Lal Agarwal		
-		60,000	0.0
53	Jyoti Goenka	48,776	0.0
54	Kusum Agarwal	36,300	0.0
55	Pradip Kumar Agarwal	31,150	0.0
56	Divya Agarwal	26,000	0.0
57	Sangita Agarwal	26,000	0.0
58	Shubham Agarwal	24,460	0.0
59	Abhishek Agarwal	24,000	0.0
60	Dhiraj Agarwal	16,750	0.0
61	Sumangal Agarwal	8,200	0.0
62	Vishal Agarwal	8,200	0.0
63	Rohin Raj Sureka	5,000	0.0
64	Suraj Finvest Private Limited	10,57,20,226	23.7
65	Sneha Enclave Private Limited	9,86,67,956	22.2
66	Midkot Investments Private Limited	31,17,160	0.7
67	Emami Paper Mills Limited	9,33,000	0.2
68	Emami Frank Ross Limited	10,000	0.0
69	Amitabh Goenka	5.71,496	0.1
70	Ritu Goenka	4,54,930	0.1
71	Nikunj Goenka	2,65,000	0.0
	Yogesh Goenka	2,45,400	0.0
72			
72	Amitabh Goanka HUF		
72	Amitabh Goenka HUF Total	74,000 23,93,93,412	0.0

Sr. No	Name of the Shareholders	No of Equity shares held	% of the paid up equity share capital
1	Sujoy Chattaraj	1,000	0.00
2	Hari Mohan Marda	300	0.00
3	Pitamber Sharan Patwari	9,860	0.00
	Total	11,160	0.00

4.2 Except as disclosed below no Equity Shares or other spacified sources in the Company, we no anime purchased or rack by the promoter, members of the promoter group, directory of the promoters and members to the promoter group (where the transmoster) and persons who are in control of the Company, during a person of the 10 km starts of the transmoster of the promoter group is a company) and persons who are in control of the Company, during a person of the 10 km starts of the Company, during a person of via (the Vertex) months preceding the date of this Public Announcement (i.e., February 5, 2022): Aggregate

Sr. No.	Name of the Shareholders	number of Equity Shares purchased / (sold)	Nature of transactions	Minimum Price (INR)	Date of Minimum price	Maximum Price (INR)	Date of Maximum price
1	Priti A Sureka	34,95,000	Inter-se transfer	Nil	June 19, 2021	Nii*	June 19, 2021
2	Rohin Raj Sureka	(34,95,000)	Inter-se transfer	Nil.	June 19, 2021	Nil*	June 19, 2021
3	Richa Agarwal	1,500	Inter-se transfer	Nil	June 19, 2021	Nil*	June 19, 2021
4	Kusum Agarwal	(1,500)	Inter-se transfer	Nil*	June 19. 2021	Nil*	June 19, 2021
5	Sujoy Chattaraj	300	Purchase	447.60^	March 5, 2021	513.15*	February 3, 2022
6	Hari Mohan	1,100	Purchase	447.60^	March 5, 2021	555.00^	December 3, 2021
⁶ Marda	(1,300)	Sale	478.15*	March 12, 2021	550.80^	December 17, 2021	
7	Pitamber Sharan Patwari	(465)	Sale	476.10^	February 12, 2021	567.80^	November 12, 2021

The above infer as transfer amongst promoters and promoter group was made by way of gifts and thence there was no purchase consideration. Maximum A Minimum processing and the state of the product of the product of the product of the product of the promoter of the product of the promoter and motivas of the product of the product and the product of th

me pance 3.3 Except as disclosed below, no Equity Shares or other specified securities in the Company were either purchased or sold by the pornoters, members of the promoter group, directors of the promoters and members of the promoter group (where the promoter or the member of the promoter group is a company) and persons who are in control of the Company, during a period of 6 (su) monits preceding the date of the Baard Meeting (a. February 3, 2022;

Sr. No.	Name of the Shareholders	Aggregate number of Equity Shares purchased/ (sold)	Nature of transactions	Minimum Price (INR) ^A	Date of Minimum price	Maximum Price (INR)^	Date of Maximum price
1	Sujoy Chattaraj	200	Purchase	495.50	February 3, 2022	513.15	February 3, 2022
	Hari Mohan	600	Purchase	466.05	January 21, 2022	555.00	December 3, 2021
2	Marda	(300)	Sale	524.50	December 17, 2021	550.80	December 17, 2021
3	Pitamber Sharan Patwari	(390)	Sale	519.50	December 3, 2021	567.80	November 12, 2021

faximum & Minimum price represents net amount received on purchase or sale of equity si directors of the promoters and members of the promoter group. Also, the Minimum and Maxi ce are calculated based on the number of transactions during the period.

INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO OFFER THEIR EQUITY SHARES IN THE BUYBACK 5.

In accordance with Regulation 16(ii) of the Buyback Regulations, since the Buyback is being implemented by way of open market purchases through the Stock Exchanges, the Buyback shall not be made by the Company from the promoters, members of the promoter group and ns in control

persons in control. Further, as per Regulation 24(i)(e) of the Buyback Regulations, neither the promoters and promoter group nor their associates have dealt in the Equity Shares or other specified securities of the Company either through the Stock Exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters or promoter group) from the date of the Board Meeting III the date of the Public Announcement and shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters or promoter group) from the date of the Public Announcement III the completion 5.2 of the Buyb

NO DEFAULTS

The Company confirms that there are no defaults (either in the past or subsisting) in repayment of deposits, interest payment thereon, redemption of debentures or preference shares, payment of dividend to any shareholder, or repayment of term loans or interest payable thereon to any financial institution or any bank.

CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed in the Board beeling that they have made a full inquiry into the affairs and prospects of the Company and that they have formed the opinion:

that immediately following the date of the Board Meeting, there are no grounds on which the Company can be found unable to pay its debts; a)

- are company can be outload shape to by an seturity, as regards the company's properties for the year immediately following the date of the Board Meeting, and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its labilities as and when they fail due and the Company will not be rendered insolvent within a period of one year period from the date of the Board Meeting; and b)
- users on the board weeking, and in forming the adversarial opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code. 2016, as the case may be.

REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated February 3, 2022 received from S.R. Ballibol & Co. LLP, Chartered Accountants (Firm's Registration No. 301003E/E300005), the statutory auditor of the Company, addressed to the Board of Directors of the Company is reproduced below: "Quote

Independent Auditor's Report on the proposed buy back of equily shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013, as amended and Clause (x) of Schedule I of the Socurities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 as amended

of Securities) Regulation The Board of Directors Emami Limited Emami Tower, 687 Anandapur, EM Bypass

Kolkata 700 107 West Bengal, India

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This Report is issued in accordance with the terms of our master engagement agreement dated August 22, 2017 with Emanti Limited (hereinafter the "Company").

atech Adjust 22, 2017 with Emain Limited (retentiater the Company). The proposal of the Company to but back its adjust shares in pursuance of the provisions of Section 88 and 70 of the Companies Act, 2013, as amended ('the Act') and Clause (xi) of Schedule Iof Socurites and Exchange Board (India (Buy-back of Boarities) Regulationa, 2018, as amended ('the SEBI Buyback Regulations'), has been approved by the Board of Directors of the Company in their meeting had on Fahruary 03, 2022. The Company has propared the attached "Statement of determination of the amount permissible capital payment for propased buyback of equity shares' (the "Statement"), which we have initialed for identification purposes only.

Board of Directors Responsibility for the Statement

Board or Director's responsibility for the Statement The preparation of the Statement is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances

The Board of Directors are responsible to make a full inquiry into the alfairs and prospects of the Company and to form an opnion that the Company will not be rendered insolved within a period of one year from the date of the Board meeting dated February 03, 2022. The Board of Directors are also responsible for ensuing that the Company complies with the requirements Act and SEBI Buyback Regulations.

Auditor's Responsibility

Pursuant to the requirements of the Act and SEBI Buyback Regulations, it is our to provide reasonable assurance:

(i) Whether we have inquired into the state of affairs of the Company in relation to its au standalone and consolidated financial statements for year ended March 31, 2021

MUMBAI | MONDAY, 7 FEBRUARY 2022 Business Standard unami Limi

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- ¹Whether the amount of permissible capital payment for the proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(b) and 68(2)(c) of the Act and Regulation 4(b) and 4(b) and the provision to Regulation 50(b) b) of the Buyback Regulations of the SEBI Buyback Regulations; (iii) Whether the Board of Directors has formed the opinion as specified in clause (x) of Schedule 1 to the SEBI Buyback Regulations on reasonable grounds and that the Company, having regard to lis state of affairs, will not be rendered insolvent within a period of one year from the Board Meeling dated February 03, 2022. The audited stateations of the Age 25, 2021 Our audits of these francial statements are pointion vide our period ted by us, on which we issued an urmodified audit opinion vide our other applicable auchnative periorum cements issue by the Institute of Chartered Accountants of India. Those Standards require that was plan and perform the suitation reasonable assumance about whether the financial statements are final insistatement. We conducted our examination of the Statement in accordance with the Statement. 6
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purpose issued by the Institute of Chartaret Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the institute of Chartered Accountants of India.
- ue of camics issued by the institute of character Accountains of maia. a have complied with the relevant applicable requirements of the Standard on Q introl (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Hist iancial Information, and Other Assurance and Related Services Engagements.
- Financial Information, and Other Assurance and Related Services Engagements. Our scope of work did not involve us performing audit leats for the purposes of sepressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of anopinion on the financial insults, specified elements, accounts or tems thereof, for the purpose of this report. Accordingly, we do not express such opinion A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the applicable citeria mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the applicable criteria. Our procedures included the following in relation to the Statement
- 10 to the Statemen
 - ne statement We have inquired into the state of affairs of the Company in relation to its audited standatione and consolidated financial statements for the year ended March 31, 2021. We have oblained and read the audited standatione and consolidated financial statements for the year ended March 31, 2021 including the unmodified audit opinions dated May 52, 2021. Read the Articles of Association of the Company and noted the permissibility of buy back;
- Traced the amounts of paid up Equity capital and free reserves as mentioned in Statement from the audited standalone and consolidated financial statements for the year ended March 31, 2021. 111)
- Tested whether the amount of capital payment for the proposed buy-back as de in the Statement is within parmissible limit computed in accordance with Section (b) and section 68(2)(c) of the Act and Regulation 4(i) and 4(iv) of the SEBI Buy (b) and section Regulations;
- Regulations, Tested whether the ratio of aggregate of secured and unsecured debts owed by the Company to the pard up capital and free reserve after such buy-back is as per Section 68(2) (d) of the Companies Act, 2013 and SEBI Buyback Regulations to the extent applicable;

- (v) on the contraders Act, but 3 and consolidated financial statements for the year ended March 31, 2021 in order to assess whether all shares for buy-back are hully paid-up. Obliance account on the meeting of the Board of Directors dated Fehruary 3, 2022 pursuant clause (x) of Schedule 1 to the SEBI Buyback Regulations; will vertified whether for the purpose of proposed buy back and solvency of the Company the Board of Directors in the above declarations has formed the optimic non reasonable grounds that the Company having regard to its state of affairs will not be rendered insolvent within a period of one year from the Board Meeting dated February 3, 2022. Performed necessary enquires with the Board of Directors regarding the expected date of offer document in order to assess whether the audited standatone and consolidated accounts on the basis of which relevant calculations are done would remain valid for the purpose of buy back.
- Obtained necessary representations from the management of the Company -1 Opinion
- 11
- Based on our examination as above, and the information and explanations given to us, we report that: (i) We have inquired into the state of affairs of the Company in relation to its aud standalone and consolidated financial statements for year ended March 31, 2021.
 - The amount of permissible capital payment for proposed buyback of the equity shares as notuded in the Statement has been property determined in accordance with the provisions or Section 68(2)(4) and Section 68(2)(4) of the Act and Regulation 4(i) and (4) and the provision to Regulation 5(i)(b) of the Buyback Regulations of the SEBI Buyback Regulations, and (iii)
 - (iii) The Board of Directors, in their meeting held on February 03, 2022, has formed the opinion as specified in clause (x) of Schedule I of the SEB Buyback Regulations on reasonable grounds and that the Company, having regard to its state of affairs, will not be endeded insolvent within a period of one year from the Board Meeting dated February 03, 2022. Restriction on Use
- Restriction on Use The Rapert is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Section 68and Section 70 of the Act read with Clause (µ) of Schedule to ISEBI Buykask Regulations solely to enable them to include it in the public announcement to be made to the Shareholders of the Company, and should not be used by any other person of *r* any other purpose. Accordingly, we do not accept or assume any liability or any duty of *r* are for any other purpose. Accordingly, we do not accept or assume any liability or any duty of *r* are for any other purpose. Accordingly, we do not accept or assume any liability or any duty of *r* are for any other purpose. Accordingly the person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report. 12
 - For S.R. Batliboi & Co. LLP

 - Chartored Accountants ICAI Firm Registration Number: 301003E/E300005 per Sanjay Kumar Agarwal Partner

ership Number: 060352 UDIN: 22060352AAEVZT309

- Place of Signature: Kolkata Date: February 3, 2022

Statement of determination buyback of equity shares of the amount permissible capital payment for proposed

		(₹ In lacs)
Particulars	Standalone	Consolidated
Paid up equity share capital as on 31 March 2021* (44.45.13.740 equity shares of face value ₹ 1 each) (A)	4,445.14	4,445.14
Free reserves as on 31 March 2021		
- General reserve	87,405.79	87,405.79
- Retained earnings*	63,257.52	63,830.09
- Securities premium account	7,224 80	7,224.80
Total Free Reserves (B)	1,57,888.11	1,58,460.68
Total paid up Equity capital and free reserves (C=A+B)	1,62,333.25	1,62,905.82
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (10% of the total paid up equity capital and free reserves) under Board approval route (C*10%)	16,233.33	
Amount proposed by Board Resolution dated February 3, 2022 approving the Buyback based on the audited accounts for the year ended 31 March 2021	16,200.00	

In the observation clouds of the pairly capital and Free Resorves as at 31 March 2022 for Buyback of equity shares is based on the amounts appearing in the audied standards on an constitutive financial statements of the Company for the summed 31 March 2022. These fanceauties (ind-A3) as presented under section 13.3 of the A4 mice with the Indian Accounting Standard (ind-A3) as presented under section 13.3 of the A4 mice with the Indian Accounting Standard Pathania amounts have been company date strength and of Coloning unrealized gains: a) Unrealized gain on Minute Funds (AIF / Foreign Exchange b) Unrealized gain on Minute Funds (AIF / Foreign Exchange

b) Unrealized gain on fair valuation of

For and on behalf of the Board of Directors of Emami Limited

- Name: Shri S.K. Goenka Managing Director DIN: 00149916 Place: Kolkata Date: 3/2/2022

- Unquote'
- INFORMATION ABOUT ACCEPTANCE OF EQUITY SHARES IN THE BUYBACK TO THE SHAREHOLDERS OF THE COMPANY 9.1
- SHAREHOLDERS OF THE COMPANY Pursuant to the circular no. 20210319-1 dated March 19, 2021 issued by BSE and circular et no. 102021 (download ref. no. NSE/ISC/48147) dated April 30, 2021 issued by NSE, the Stock Exchanges are required to identify the counterparty to the trade executed by the Company under the Buyback using the unique cilcular code provided to the Company on a daily basis. Post such identification, the Stock Exchanges shall send SMS and email to such shareholders whose sell orders matched against buyback orders of the Company one the exchange trading platform togother with the relevant details such as quantity and proce of the Equily Stares that are bought back.
- 9.2
- or the equity shares that are oought back. Shareholders are requested to ensure (via their broker) that their correct and valid mobile numbers and email IDs are updated in the unique client code database of the Stock Exchanges Formore information on the process of identification and circulation of the relevant information to the shareholders whose Equity Shares get accepted under the Buyback, please refer to BSE circular no. 202103151 dated March 19, 2021 and NSE circular ref. no. 10/2021 (download ref. no. NSE/ISC/48147) dated April 30, 2021.

9.4 The Company will be discharging the tax on the buyback of shares at the applicable rate in accordance with the provisions of the Income-Tax Act, read with the rules thereunder. PART B

Disclosures in accordance with Schedule IV of the Buyback Regul

- DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK JE APPLICABLE DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK, IF APPLICABLE Shora the Maximum Buyback Size is not more than 10% of the total paid-up capital and free reserves of the Company based on both standalone and consolidated audied financial statements of the Company as on March 31, 2021, in accordance with the provise to the Section 88(2)(b) of the Act and provise to Regulations 50(b) of the Buyback Regulations, approval from the shareholders of the Company is not required MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK
-
- BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK At the Maximum Buyback Price and for Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 29.45.454 (Twenty Nine Lacs Forty Five Thousand Four Hundred and Filty Four Chyl Equity Shares at the Buily Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares are bought back could exceed the indicative Maximum Buyback Shares (The Buyes) advaction Buyback Size) but will always be subject to the Maximum Buyback Size.
- Maximum Buyback size) but will always be subject to the Maximum Buyback Size. The actual number of Equity Shares bough back will depend upon the actual price ascluding the Transaction Costs, paid for the Equity Shares bough back, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in additing number of Equity Shares would depend upon the price at thich the Equity Shares of the Company are traded at the Steck Exchanges as well are to alknown of Exchanges adjuing the Buyback prend. 2.2
- Exchanges during the Buyback period. Further, the Company shall use at least 50% of the Maximum Buyback Size i.e., NR 8, 100.00 Lacs (Indem Lugees Eight Thousand One Hundres Lacs Only) lowards the subplork and company shall use the subplore of the subplore and the subplore and (Fourtien Lacs Serieth) "To The Condition of the subplore and the subplore and fourther the subplore and submitting the subplore and the subplore and fourther the subplore and submitting the subplore and the subplore and fourther the subplore and the subplore the subplore and the sub-stant on the Maximum Buyback Price, the actual number of Equipment of the Subscience Buyback Size) but will always be subject to the Maximum Buyback Shares in the total paid-up equily capital of the Company. 2 3
- that already equity capital to the Company. The amount required by the Company for the Buyback (including the Transaction Costs) will be funded out of the internal accruals of the Company including free reserves, in accordance with Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations 2.4 2

PROPOSED TIMETABLE FOR BUYBACK Activity Date Date of B Board resol ng Buyback February 3, 2022 Date of publication of the Public Announcement February 7, 2022 Date of opening of the Buyback February 9, 2022 Acceptance of Equity Shares accepted in dematerialised Upon the relevant pay-out by the Stock Exchanges The Equity Shares (in dematerialised form) will be extinguished in the mainer specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2013, as amended, and the systews, the curculars and guidelines framed therearder. The Company shall ensure that all Equity Shares bought back are estigatished within 7 (seven) days of the expriry of the Extinguishment of Equity Buyback period Earlier o (a) August 8, 2022 (i.e., 6 (six) months from the date of the opening of the Buyback; or ute opening of the Buyback; or (b) when the Company completes the Buyback deploying the amount equivalent to the Maximum Buybs Size; or Sector Sector and a sector sec PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- The Buyback is open to all shareholders of the Company holding Equity Shares in dematerialised form ('Demat Shareh'). Shareholders holding shares in physical form can participate in the Buyback after such Equity Shares are dematerialized by approaching depository participant. 4.1 4.2
- Putther, as required under the Companies Act and Buyback Regulations, the Company and the Companies Act and Buyback Regulations, the Company and the Utable Company and the Co
- 4.3 The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges, by the order matching mechanism except "all or none" order matching system, as provided under the Buyback Regulations.
- For the implementation of the Buyback, the Company has appointe as the registered broker ('Company's Broker') through whom the pu on account of the Buyback would be made by the Company. ed IIFL Securities Lin urchases and settlen
- unami Limireo

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- 4.5 The Equity Shares are traded in demotionalised mode model failed and the CMANILTD AST 162 at BSE. The ISIN of the Equity Shares is the CMANILTD / S31162 at BSE. The ISIN of the Equity Shares is the CMANILTD / S31162 at BSE. The ISIN of the Equity Shares is the Subject.
- to understando procedure on now to ofter threer Equity Sharas in this Buyback. The Company shall, commencing from February 9, 2022 (i.e., the date of opening of the Buyback), place "buy" orders on the Stock Exchanges on the normal trading segment to Buyback the Equity Shares through the Company's Borker, in such quanity and at such price, not exceeding the Maximum Buyback Price of INR 550/. (Indian Rupees Fibe Hundred HIV) only price Faulty Shares in the stock Exchanges. When the Company has placed an order for Buyback the Equity Shares and the Stock Exchanges. When the Company has placed an order for Buyback of Equity Shares. In die durity of the Company as purchaser shall be available to the market participants of the Stock Exchanges.
- europeck of Liquity Shares, the identity of the Company as purchase rulate an attroffer for the market participants of the Stock Erchanges. **Procedure for Buyback of Demat Shares:** Beneficial owners holding Demat Shares who desire to sell their Equity Shares in the Buyback, would have to do so through their stock break, who is a registered member of the Stock Erchanges by indicating to their theker the datatis of the Equity Shares in the Buyback, would have to do so through their stock order for Buyback of Demat of the Stock Erchanges by indicating to their theker the datatis of the Equity Shares in the Gramany atel place a 'Duy' order for Buyback of Demat Shares, by indicating to the Company's Broker, the number of Equity Shares it which the order markins the precise of med by the tarket would be acculed at the price at which the order and markins the precise of med by the tarket would be accurited out by the Company's Broker in accordance with the requirements of the Stock Erchanges The Company's under no obligation to place- buy' order on a daily basis. The orders for buying back the Equity Shares will be placed on normal trading segment of Stock Erchanges aleast once a week.
- 4.8
- ateast once a week. It may be noted that a uniform price would not be paid to all the shareholders / bandeiait owners pursuant to the Buyback and that the same would depend on the price at which the tada with that particular shareholder / beneficial owner was executed on the Stock Ecchanges **Procedure for Buyback of Physical Shares:** As per that provide to regulation 40(1) of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements). Regulations, 2015 read with Securities shall not be processed unless the securities are held April 1, Jords, traited for social depository (LOGR Amendment), In light of the LODR Amendment), the Company shall not accord the Equily Shares offered under the Buyback unless such Equily Shares are in dematerialised form.

UNIESS SUCH EQUITY STATES ARE IN GENERAL DELEMBED SUCH ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF OFFERING THEIR EQUITY SHARES THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES MATERIALZED. IN CASE ANY ELIGIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING

- 4.10 Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.
- the process. 411 Subject to the Company purchasing Equity Starss for an announce equivalent to the Minenum, Bhyback Size, nothing contained havins shall coals any obligation on the part of the Company or the Baard to Baytack any additional Equity Starss for contra any inght on the part of any shareholder to have any Equity Sharss bought back, even if the Maximum Buyback Size has not been reached, and or innegar any power of the Company or the Baard to terminate any process in relation to utilize the entire amount of Maximum Buyback Size or buy at the Maximum Buyback Shares. However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback equivalents the amount held in the secret accel for the reasons mentioned in the Buyback Steplulations. the amount held is directed by SEB in accordance with the Buyback Regulations. Fur of SEB or as directed by SEB in accordance with the Buyback Regulations.
- 4.12 The Company shall submit the information regarding the Equity Shares bought back by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also upload the information regarding the Equity Shares bought back by it on its website (www.emamittd.in) on a daily basis.
- 4.13 Eligible shareholders who intend to participate in the Buyback should consult the tax advisors for applicable taxes.
- METHOD OF SETTLEMENT
 - METHOD OF SETTLEMENT Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or bolice every pay-in date for each settlement, as applicable to Stock Exchanges where the transaction is executed. The Company has opened a depository account ("Banal Limited Buyback Demat Account) will IT-Secuties Limited for the purpose of Buyback. The Equity Shares booght sack in the demat form would be transferred Account") Demat Shares bought back by the Company's Biotek Company Limited Buyback Demat Account by the Company's Broker, on receipt of such Bernat Limited Buyback Demat Account by the Company's Broker, on receipt of such Bernat Shares and after completion of the clearing and settlement obligations of the Stock Exchanges Beneficial owners holding Demat Shares would be required to transfer the number of such bernat Shares sold to the Company's Broker, on a device applicable to normal second by the same to the broker's pool account as per procedure applicable to normal secondary market Intransfer of their Buyback. In Aroval Jako De near with the DP and creding the same to the broker's pool account as per procedure applicable to normal secondary market Intransfer of their Buyback have and Jako De nequired to provide to the Company's Broker, copies of all statutory consents and approvals required to provide to the Company Broker. The Demat Shares bought back by the Company as referred to be obtained of Demat Bhares: The Demat Shares bought back by the Company and Extinguishment of Demat Bhares: The Demat Shares bought back by the Company shall
- to in paragraph 13 of Part B Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall be extinguished and distroyed in the manner specified in the Securities and Exchange Board of india (Deposition and Paricipants) Regulations, 2016 and the type-lave, the circulars, and guidelines framad theretunder, each as amended from time to time, in the manner specified in the Shystex Regulations and the Company sAct. The Company uncertainate to ensure from the saying of the Buyesch period.
- 5.3 Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.
- BRIEF INFORMATION ABOUT THE COMPANY
- Brite Involvmanion ABOUT INE COMPANY Emain Ltd was incorporated on March 11, 1983 as A.M.P Udyog Vinyog Lmited under the Companies Act, 1956. In 1994, Himani Limited was merged with AMP Udyog Vinyog Ltd. vide Honble Catolat High Court order dated Fabruary 8, 1994 and its name was changed as por fresh certificate of necorporation dated May 5, 1994. In 1998, Emami Limited was then merged will be thinani Limited vide Honh Ve Catulat High Court and read and Jug 21, 1988 and its name was changed as Emami Limited as per fresh certificate of incorporation dated September 1, 1998. The Equity Shares of the Company are listed since 1995 on BSE and 2006 on NSE.
- 2006 on NSE. Emami Limited is one of the leading personal and healthcare company in India, with portfolio of household brand names such as BoroPlus, Navratha. Faira di Handsano, Zandu Balm, Mentho Pius Balm, Fast Relief and Kesh King, Emami has a portfolio of over 300 reducts based on Ayurved Cimulations, The Company's operations comprise more than 80+ countries including. SAARC, MENA, SEA, Africa, Eastern Europe and the CS countres. 6.2 63
- CIS countries. Emami acquired the heritage brand Zandu in 2008 on the basis of huge business synargy between the two brand portfolios and the company also acquired Ayuvedic Hair & Scala business of "Keah King" as a business strategiv in 2015. In January 2019, the company acquired Creme 21, a German brand with strong roots & brand recall The Company employs around 3,133 people and it's products reach out to 45 Loss pilve realis outlets through a network of 2800- distributors. The company has 7 manufacturing plants, 4 regional offices, 1 oversaas unit. 7 oversoas subsidiaries, 1 Domestic Subsidiary and 26 distribution centres

BRIEF FINANCIAL INFORMATION ABOUT THE COMPANY

The selected financial information of the Company on standalone basis, as extracted from the audited standalone financial statements for the tast 3 (three) financial years and unaudited limited review standalone financial statements for the period of six months ended September 30, 2021 and nine months ended December 31, 2021, is given below: (? In Lacs)

Particulars	For nine months period ended on Decem- ber 31, 2021 (IND-AS)	For six months period ended on Septem- ber 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)
	Un-au- dited limited reviewed	Un-au- dited limited reviewed	Audited	Audited	Audited
Months	9	6	12	12	12
Revenue from Operations	2,19,528	1,31,998	2,58,229	2,38,992	2.48,327
Other Income	8,792	7,124	10,405	9,409	4,262
Total Income	2,28,320	1,39,122	2,68,634	2,48,401	2,52,589
Total Expenses (excluding finance cost and depreciation, amortization, Tax and Exceptional Items)	1,44,611	89,313	1,73,896	1,79,789	1,78,226
Finance Cost	204	79	1,201	1,890	1,929
Depreciation and amortization expense	24,648	16,412	36,115	32,610	31,804
Exceptional items	10	-	-	326	980
Profit/(Loss) before Tax (after exceptional items)	58,857	33,318	57,422	33,786	39,650
Provision for Tax (including Deferred Tax)	10.212	5,785	9,909	4,874	9.125
Profit/(Loss) after Tax	48,645	27,533	47,513	28,912	30,525
Other Comprehensive Income/(Loss) for the year net of tax	774	3,431	5,938	·9,726	-1,209
Total Comprehensive income for the period	49,419	30,964	53,451	19,186	29,316
Equity Share capital	4,445	4,445	4,445	4,532	4,539
Other Equity	Not Available	2,02,452	1,71,488	1,75,668	2,01,901
Net worth/Shareholders Fund	Not Available	2.06,897	1,75,933	1.80,200	2.06,440
Total Debt	Not Available	6,124	4,653	15,825	5,434

Noto:- The above information has been furnished based on the standalone audited financial stationments prepared under Indian Accounting Standards (Ind AS) for F72019, F72020, F7202, maudited limited reviewed results as of and for as months period meded September 30, 2021 an inner monts period ender Discomber 31, 2021. The financial information et as months period ended September 30, 2021 and nine months panets ended December 31, 2021 is unadited bu was satisfied to a lamited review by Statutory Auditors of the Company under Regulation 21 of the Securities and Exceeding Board of India (Listing Obligations and Disclosure Regularements Regulation 2015, as amended

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year endod March 31, 2021 (IND-AS)	For the year ended March 31, 2020 (IND-AS)	For the year ended March 31, 2019 (IND-AS)
Earnings Per Share (₹) (Basic)	10.94*	6.19*	10.68	6.37	6.72
Earnings Per Share (₹) (Diluted)	10.94*	6.19*	10.68	6.37	6.72
Return on Net Worth (%)	Not Available	13.31%*	27.01%	16.04%	14,79%
Book Value Per Share (₹)	Not Available	46.55	39.58	39.76	45.48
Debl-Equity Ratio	Not Available	0.03	0.03	0.09	0.03

- The contact details of the Company's Broker are as IIFL SECURITIES LIMITED IIFL SECURTIES LIMITED 9³ Floor, IIFL Centre, Kamala M Senapati Bapat Marg, Lower Pa Email: emami buyback@ilflcap. Tel. No.: +91 22 4646 4600 Fax No.: +91 22 2493 1073 Contact Person: Kunal Thakka 1) Kol-700107 68 Website: www.iiflcap.com SEBI Registration No.: INZ000164132 CIN: L99999MH1996PLC132983
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7.2 The selected financial information of the Company on consolidated basis, based on the consolidated audited financial statements for the last 3 (three) financial yaters and the unaudited limited review financial statements for the period of six months ended September 30, 2021 and nine months anded Decomber 31, 2021, is given below

Particulars	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND-AS)	For the year ended March 31, 2020 (IND-AS)	For the year ended March 31, 2019 (IND-AS)
	Un-audited limited reviewed	Un-audited limited reviewed	Audited	Audited	Audited
Months	9	6	12	12	12
Revenue from Operations	2,42,164	1,44,979	2,88,053	2,65,488	2,69,294
Other Income	6,496	4,833	7.027	5,707	3,659
Total Income	2,48,660	1,49,812	2,95,080	2,71,195	2,72,953
Total Expenses (excluding finance cost and depreciation, amortization, Tax and Exceptional Items)	1,63,321	1,00,290	1,99,747	1,96,433	1,96,741
Finance Cost	325	142	1.327	2,101	2,140
Depreciation and amortization expense	25,132	16,688	36,696	33,634	32,531
Exceptional items		-		1,068	980
Share of (Loss) associate	-865	-536	-418	-602	-220
Profit/(Loss) before Tax (after exceptional items)	59,017	32,156	56.892	37,357	40,341
Provision for Tax (including Deferred Tax)	10,761	5,852	11,421	7,127	10,088
Profit/(Loss) after Tax	48,256	26,304	45,471	30,230	30,253
Profit attributable to:					
Owner of the Company	48,303	26,306	45.470	30,291	30,323
Non-controlling Interest	-47	-2	1	-61	-70
Other Comprehensive Income/(Loss) for the year net of tax	752	3,413	6,135	-10,101	-1,511
Total Comprehensive income for the period	49,008	29,717	51,606	20,129	28,742
Equity Share capital	4,445	4,445	4,445	4,532	4,539
Other Equity	Not Available	2,01,539	1,71,820	1,77,843	2,03,067
Net worth	Not Available	205,984	1,76,265	1,82,375	2,07,606
Total Debt	Not Available	12,088	9,191	21,023	10,987

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)
Earnings Per Share (₹) (Basic)	10.86*	5.92*	10.23	6.67	6.68
Earnings Per Share (₹) (Diluted)	10.86*	5.92*	10.23	6.67	6.68
Return on Net Worth (%)	Not Available	12 77%*	25.80%	16.61%	14.61%
Book Value Per Share (₹)	Not Available	46.34	39.65	40.24	45.74
Debt-Equity Ratio	Not Available	0.06	0.05	0.12	0.05

'not an alized The key financial ratios mentioned herein above have been computed as under

Net worth	Equity Share Capital + Other Equity (excluding revaluation reserves and miscallaneous expenditure to the extent not written off)
Earnings Per Share (Basic)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Eamings Per Share (Diluted)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Book Value per share	Net worth / Number of Equity Shares outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth (%) (standalone basis)	Profit / (Loss) for the period / Net worth
Return on Net Worth (%) (consolidated basis)	Profit / (Loss) for the period attributable to Owner of the Company / Net worth

- DETAILS OF ESCROW ACCOUNT OPENED AND THE AMOUNT DEPOSITED THEREIN DETAILS OF ESCROW ACCOUNT OPENED AND THE AMOUNT DEPOSITED THEREN In accordance with Regulation 20 of the Biyback Regulations and towards security for performance of its obligations under the Buyback Regulations, the Company has entered into an accrow agreement ("Escrow Agreement") with the Manager to the Buyback and HDFC Bank Lmited who has been appointed as escrow banker ("Escrow Bank") pursuan to which the Company has agreed an escrow account ("Esmant Lid - Escrow Buyback 2022). The Company has authorized the Manager to the Buyback to operate the Escrow Account in company can be Buyback Regulations and the Escrow Agreement. The Company will deposit regulate cash, being 25% of the Maximum Buyback Size in the Escrow Account before opening of Buyback effer, ("Escrow Amount") in accordance with the Buyback Regulations.
- The funds in the Escrow Account may be released for making payment to the shareholders subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Account at 8.2 all points in th
- 8.3 The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buyback Regulations.
- 8.4 If the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be fable to be forfielted and deposited in the investor Protection and Education Fund of SEBI or as directed by SEBI in accounte with the Buyback Regulations. LISTING DETAILS AND STOCK MARKET DATA
- The Company's Equity Shares are listed on the BSE and NSE

9.2 The high, low and weighted average prices for the last three years and the monthly high, low and weighted average prices for the six months preceding this PA and the corresponding volumes on BSE and NSE where equity shares of the Company are listed and traded are as follows:

BSE								
Period	High (?)*	Date of High	No. of equity shares traded on that day	Low (र)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (१)**	Total volume traded in that period
10.000	a parties	L	ast three I	Financia	l years (l	F.Y.)		
F Y. 2021	519.65	08-Feb- 2021	27,665	162.00	03-Apr- 2020	38,522	350.64	1,84.95,423
F Y. 2020	416 40	03-Apr- 2019	10,558	140.85	30-Mar- 2020	68,170	273.88	6,80 63,77
F.Y. 2019* (Jun 21, 2018 - Mar 31, 2019)	598.95	01-Aug- 2018	1.66,833	338.00	11-Feb- 2019	3,69,421	463,13	5,54,91,65
F.Y. 2019* (Apr 1, 2018 - Jun 20, 2018)	1,204.00	26-Apr- 2018	49,976	1,008.85	05-Aug- 2018	6,350	1,080.04	14,87,70
Constants		100	Preced	ling six I	nonths	Contraction of the second	10-11-10	
One month period ended	High (र)*	Date of High	No. of equity shares traded on that day	Low (?)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
Jan-22	535.00	03-Jan- 2022	18,999	466 05	24-Jan- 2022	9,588	499.69	2,90,900
Dec-21	555.00	03-Dec- 2021	18,027	504.00	31-Dec- 2021	8,732	536.24	5,17.010
Nov-21	578.65	09-Nov- 2021	14.592	502 80	22-Nov- 2021	32.487	537.45	3,89.364

One month period ended	High (?)*	Date of High	No. of equity shares traded on that day	Low (() '	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
Oct-21	583 00	04-Oct- 2021	20,230	508.15	26-Oct- 2021	18,933	544.09	5,08.240
Sep-21	612.00	06-Sep- 2021	8,513	565.80	20-Sep- 2021	25,694	594 83	10.55.633
Aug-21	621.35	24-Aug- 2021	40,506	544.55	10-Aug- 2021	21,352	588.89	31,96,736

Find setting com Figh and two prices are based on the high and low of the daily prices. "Weighted Average Price (Total Tumovor, Total Traded Quantity) for all trading days during the per VEctions date June 21, 2018 Most 1: In case where the approximate the period of the setting of of the setti 118 same price is reflected for more than one data during the relevant periods date is being considered for the purposes of disclosure in the above table

Period	High (t)*	Date of High	No. of squity shares traded on that day	Low (₹)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (T)**	Total volume traded in that period
	1000	L	ast three I	Inancial	years (F.	Y.)	i Zero	
F.Y 2021	519.95	08-Feb- 2021	6,17,871	164.05	01-Apr- 2020	12,98,959	328.99	21.98,86,000
F.Y. 2020	415,40	03-Apr- 2019	4,34,509	130.95	30-Mar- 2020	15,40,055	293.92	15.94.71.402
F.Y. 2019* (Jun 21. 2018 - Mar 31, 2019)	599.80	01-Aug- 2018	30,60,524	336.20	11-Feb- 2019	18,13,844	463.18	7.96.85.619
F.Y. 2019* (Apr 1, 2018 – Jun 20, 2018)	1200.00	26-Apr- 2018	5,07,779	1,007.00	22-May- 2018	1,89,862	1,079,18	1,03,02,806
			Preced	ling six r	nonths			
One month period ended	High (?)*	Date of High	No. of equity shares traded on that day	Low (?)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (₹)**	Total volume traded in that period
Jan-22	534.80	03- Jan- 2022	2,33,807	466.00	24-Jan- 2022	5.67.967	497.73	98,07,218.00
Dec-21	555.00	03- Dec- 2021	7,22,466	504.05	30-Dec- 2021	1,94,003	528.04	90,76,348
Nov-21	578.50	09- Nov- 2021	8,24,932	503.00	22-Nov- 2021	5,95,358	537 48	1,28,28,890
Oct-21	579.50	01- Oct- 2021	4,87,329	507.95	26-Oct- 2021	6.64,582	546.11	1,58,90,118
Sep-21	611.05	06- Sep- 2021	1,31,833	566.40	20-Sep- 2021	5.19,089	587 84	1,04.27.642
Aug-21	621.80	24- Aug- 2021	11,51,688	544.65	10-Aug- 2021	4,49,764	577.35	1,57,62,055

Source: www.nsaindia.com High and low prices are based on the high and low of the daily prices. "Wagned Ansage Price (Total Tumover' Tatal Traded Quanity) for all trading days during the period "Ex-borns data June 21, 2016" Note: In case where the same price is reflected for more than one data during the relevant periods manifored above, the latest date is being considered for the purposes of discourse in the above table. 9.3 The stock prices on the Stock Exchanges on relevant dates are:

1022	and the second		BSE	会議会会	NSE		
Date	Description	High (INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)
January 28, 2022	Day prior to notice of Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	496.80	479.90	489.80	497.00	479.15	490.15
January 31, 2022	Date on which notice Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	506.00	489.55	498.75	490,15	489.00	498.30
February 3, 2022	Board Meeting day	512.80	495.60	498.15	513.15	495.50	497.80
February 4, 2022	First trading day post Board Meeting day	507.85	498.55	501.65	507.80	500.00	502.65

10.1 The capital structure of the Company as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback is set forth below.

		(₹ in Lacs
Share Capital	Pre Buy-back	Post Buy-back
Authorized		
50,00,00,000 Equity Shares of Re 1/- each	5,000.00	5,000.00
Issued Subscribed and Paid-up Capital		
44,45,13,740 Equity Shares of ₹ 1/- each fully paid up	4,445.14	

44,15,68,286 Equity Shares of ₹ 1/- each fully paid up - 4,415.68* ⁴ Assuming that as a part of Buy-back all the 29 45.154 Equity Shares (Maximum Buyback Sharas) are bought back at Maximum Buyback Price. Please note that the shareholding post the Buy-back may differ depending on the actual number of equity Sharas bought back under the Buy-back from the different category of shareholders.

10.2 The shareholding pattern of the Company as on February 4, 2022 ("Pre-Buyback") and the proposed shareholding pattern of the Company post completion of the Buyback are given below to the state of the State

		Pre Bu	ry-back	Post Buy-back*		
SI.	Category of Shareholders	Number of equity share held	% to the existing equity share capital	Number of equity share held	% to the existing equity share capital	
Α.	Promoters and persons acting in Concert (Collectively "the Promoters")	23,93,93,412	53.86%	23,93,93,412	54.21%	
Β.	Public Shareholders	20,51,20,328	46.14%	20,21,74,874	45 79%	
	TOTAL	44,45,13,740	100.00%	44,15,68,286	100.00%	

"Assuming that as a part of Buy-back all the 29-45-454 Equity Shares (Maximum Buyback Sha an bought back al Maximum Buyback Price, Please note that the shareholding pack Buy-may differ depending on the actual number of equity Shares bought back under the Bay-back the different category of shareholders. There are an extension

10.3 There are no partly paid-up or Equity Shares or calls in arrears as on the date of this Public

10.4 There are no outstanding instruments convertible into shares

10.5 N No scheme of amalgamation or compromise or arrangement pursuant to the Comp Act is pending in relation to the Company as on the date of this Public Announcemer

11. DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS

11.1 For the details of the aggregate shareholding of the promoters, members of the promote group, directors of the promoters and members of the promoter group (where the promote group, directors of the promoter's and members of the promoter group (where the promoters or the member of the promoter group is a company) and of persons who are in control o the Company as on the date of this Public Announcement, please refer to paragraph 4.1 (a) and 4.1.(b) of Part A above.

(a) and v1. (a) Or Pain a bound. For the solital for Equity Shares sold or purchased by the persons menioned in paragraph 11.1 above during a period of 12 (twolve) months preceding the date of this Public Announcement and 6 (six) months preceding the date of the Board Meeting, please refer to paragraph 4.2 and 4.3 of Pain A above.

12. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE COMPANY

- BUYPACK ON THE COMPANY 12 1 The Buyback is expected to enhance overall long-term shareholders' value for continuing shareholders, without compromising on the future growth opportunities of the Company, as well as provide an esi opportunity to the public hareholders. The Buyback is not lifely to cause any material adverse impact on the earnings of the Company, except a reduction in the treasury income which the Company could have otherwise series demot from investments in fixed deposits and mutual funds. The Company will also bear the cost of the Buyback
- 12.2 The Buyback is proposed, considering the accumulated surplus funds available with the Company, after considering the funds required for future growth of the Company as envisaged by the Board.
- 12 3 The Buyback will be funded out of the internal accruals of the Company including free reserves of the Company, in accordance with Section 68(1) of the Companies Act and Regulation of the Company, in accordance w 4(ix) of the Buyback Regulations.
- 4(x) of the Buyback well add to reduction in existing Equity Shares and consequently, is expect improve the "earnings per share" and enhance return on equity, assuming that the Comy would earn similar profits as in the past.
- 12.5 Pursuant to Regulation 16(iii) of the Buyback Regulations, the promoters, members of the promoter group and persons in control of the Company will not participate in the Buyback. The Buyback will not result in a change in control or otherwise affect the existing management structure of the Company.
- servicine on the Company. 12 6 Consequent to the Buyback (which excludes participation by the promoters, members of the promoter group and persons in control of the Company and based on the number of Equity Shares bought back by the Company from the shareholders incident greated no table establishes the stareholding pattern of the Company would undergo a change, however public shareholding shall not fall below 25% of the total fully paid up equity share capital of the Company.
- The company, with Section 68(2)(d) of the Companies Act and Regulation 4(ii) of the Buyback Regulations, the rails of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up capital and free reserves positible Buyback based on both audited standarone and consolidated financial statements of the Company.
- on both audited standations and consolidated financial statements of the Company. 12.8 The Company shall not issue any Equity Shares or other securities including by way of borsus issue. Ill the date of expiry of the Buyback period in accordance with the applicable provisions of the Companies Act and the Buyback Regulations. The Company shall not make any further issue of the same hind of shares or other securities including allottment of new shares or other specified securities within a period of 6 (isi) months after the completion of the Buyback except by way of borus shares or equity shares issued in order to discharge subsisting obligations such as conversion of warrants, stock option schemes, swal equity or conversion of preference shares or debentures into Equity Shares. Further, in accordance with Regulation 24(i)(f) of the Buyback Regulations, the Company shall not raise further capital for a period of (iong) war from the serginy of the buyback ford, axcept in discharge of its subsisting obligations.
- 12.9 Unless otherwise determined by the Board or Buyback Committee or as may be directed by the Appropriate Authorities, the Buyback will be completed within a maximum period of 6 (a); months from the date of pening of the Buyback. In accordance with Buyback Regulations, the Company shall not withdraw the Buyback once this Public Announcement has been may be according to the Buyback once this Public Announcement has been may be according to the Buyback once this Public Announcement has been may be according to the Buyback once this Public Announcement has been may be according to the Buyback once this Public Announcement has been may be according to the Buyback once this Public Announcement has been may be according to the Buyback once the B

13. STATUTORY APPROVALS

- Pursuant to Sections 68, 69, 70, and all other applicable provisions of the Companies Act and applicable Rules thereunder and the provisions of the Buyback Regulations and Article 52A of the Articles of Association of the Company, the Company has obtained the Board approval as mentioned above.
- approval as mentioned above. 13.2 The Buyback from each shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, withou, limitation the approvals from the Reserve Bank of India and *I* or SEBI, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback, Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker.
- approvals obtained by them to the Company's Broker. 13.3 The Buyback shall be subject to the consent of the lenders, if any required and such necessary approvals as may be required, and the Buyback from entiwhile overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, as amended from time to time.
- tramed interunder, as amended iron time to time. 13.1 to the back of the knowledge of the Company, no other statutory approvals are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the strandodres to obtain the consents and approvals necessary for transfer of them FQuily Shares to the Company as sat out in paragraph 13.2 of Part B above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

14. COLLECTION AND BIDDING CENTERS

The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

15. COMPLIANCE OFFICER Investors may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e., 10.00 a.m. to 5.00 p.m. on all working days except Saturday. Sunday and public holidays.

Mark, Saluday, Sanday and point intervery. Mr. A.K. Josh Company Secretary & Compliance Officer & Vice President - Legal Emami Limited 667, Emami Tower, Anadagur E. M. Bypass, Kolkata, West Bengal, 700107 Tei Ne: - 91-3 566138264

Email: investors@emamigroup.com; akjoshi@emamigroup.com

In light of the recent events pursuant to COVID-19, in case a need is felt, the aforesaid working days and office timings may undergo change from time to time.

16. INVESTOR SERVICE CENTRE

In case of any query, the shareholders may also contact Maheshwari Datamatics Pvt Ltd, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, any day accept Statutaty and Sunday and public holiday between 10.30 a.m. to 5.30 p.m. at the following address:



Maheshwari Datamatics Pvt Ltd 23, R.N. Mukherjee Road, 5th Floor, Kokkata, West Bengal - 700001 Tol No. : e19 33. 22462246 / 22463262; Contact Person: Mr. S K Chaubey / Ms Akrill Mishra Emailt: mdpt/dg/gwhoo.com Website: www.mdp1in Website: www.mdp1in

- vreosite: www.mdplin SEBI Registration No.: INR000000353 Validity Period: Parmanent (Unless suspended or cancelled by SEBI) CIN: U20221WB1982PTC034886
- 17. MERCHANT BANKER FOR THE BUYBACK ng as Manager to the Buyback The Co mpany has app inted the follow

IIFL SECURITIES LIMITED 10th Floor, IIFL Centre, Ka ala Mills Senapati Bapat Marg, Lower Parel (West) Tel. No.: +91 22 4646 4600 Fax No.: +91 22 2493 1073

Fax No.: +91 22 2433 UU33 Email: email: bubback/2022@ilfcap com Website: www.ilfcap.com Investor grievance e-mail: Ig.ib@ilfcap.c SEBI Registration No.: INNA000010940 Validity Period: Permanent Validity Period: Permanent Contact Person: Nishta Mody/Yogesh M CIN: L99999MH1996PLC132983 * 68

18. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc., which may be issued in contain true, factual and material information and does not and will not contain any misleading information.

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For and on	behalf of the Board of Direc	tors of Emami Limited
Sd/-	Sd/-	Sd/-
lame: Mr. S.K. Goenka	Name: Mr. H.V. Agarwal	Name: Mr. A. K Joshi
Designation:	Designation:	Designation: Company Secretary
Managing Director	Whole Time Director	and Compliance Officer & VP - Legal
DIN: 00149916	DIN: 00150089	Membership No: FCS 4976

Place: Kolkata Date : Februa uary 5, 2022

Anandaput, -h Malgani

Sd/-	Sd/-	Sd/-
Name: Mr. S.K. Goenka	Name: Mr. H.V. Agarwal	Name: Mr. A. I
Designation:	Designation:	Designation: Compa
Managing Director	Whole Time Director	and Compliance Offic
DIN: 00149916	DIN: 00150089	Membership No:
-		

NSE



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emam^{*} limited

Registered Office: Emain Tower, 687, Anandapur E M Bypass, Kolkata - 700 107, Wast Bengal, Indi Tel. No: + 91- 33-66136264, Website: www.emainild.in; Email: Investors@emainigroup.com; Contact Person: Mr. K.K. Josh, Company Sacratary & Compliance Officar & Vice President - Legal ed Office: Emami Tower, 687, Anandapur E M Bypass, Kolkata - 700 107, West B

Tel. No.: 491: 3360138264; Website: www.emamildin; Email: investors@emanigoup.com Contact Person: Mr. A.K. Josh, Company Socretary & Compliance Office & Vice President - Legal PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREFULDERS / BENEFICIAL. OWNERS OF THE EQUITY SHARES OF EMAMILLIMITED FOR THE BUYBROK OF EQUITY SHARES FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED.

This public announcement (the "Public Announcement") is being made in relation to the Buyback (as defined hereinater) of Equity Shares (as defined hereinator) of Emani Limited (the "Company") from the open market through stock exchange mechanism, pursuant to the provisions of Regulation f6(V)(b) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (including any statutory modification(s) or amendment(s) from time to time) (the Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations.

Buyback Regulations. Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments and presented in whole numbers. In cartain instances, (i) the sum or percentage, change of such numbers may not conform exactly to the total figure given; (ii) the sum of the numbers in a column or row in cartain tables may not conform exactly to the total figure given for the column or row. Further, cartain numbercal information in this Public Announcement has been presented in "fact". One lace represents 1,00,000. OFFER FOR BUY-BACK OF EQUITY SHARES FROM OPEN MARKET THROUGH STOCK EXCHANGE(S)

PART A - Disclosures in accordance with Schedule I of the Buyback Regulation

- PART A Disclosures in accordance with Schedule I of the Buyback Regulations DETALLS OF THE BUYBACK OFFER AND OFFER PRICE Pursuant to the provisions of Sections 86, 87, 70 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 (c) the dent applicable) and other relevant Rules made therounder, each as amended from time to time ("Companies Act.") (including any statutory amendment(s), modification(s) or re-anactments from time to time, the provisions of the Buyback Regulations, the Sacuretias and Exchange Board of India (Lising Obligations and Disclosure Requirements) Regulations, and Exchange Board of India (Lising Obligations and Disclosure Requirements) Regulations, and Schange Board of India (Lising Obligations and Disclosure Requirements) Regulations, the Sacociation of the Company, and subject to such other approvals, permissions, consents, association of the Company, and subject to such other approvals, permissions, consents, negastrar of Companies, Robiata al West Bengal (the 'ROC') and / or other aution/tiles, institutions of bolies, as may be applicable (logather with SEB) and ROC. the 'Appropriate Authorities'), is may be necessary, and subject to such conditions, allocitons, which may be agreed to by the Board of Directors of the Company, (the Board' which expression shall and modifications as may be approach to expression for the site and thera, which they be agreed to by the Board of Directors of the Company, and the mode and o' riferat switch it may be approved the buyback of fully mail-up eavily themses of the frace value of MR1 it. (thed Rupea Evo Directors of the Company, and theraes of the frace value of MR1 it. (thed Rupea Evo Directors of the Company, and theraes of the frace value of MR1 it. (thed Rupea Evo Directors of the Company, and theraes of the frace value of MR1 it. (thed Rupea Evo Directors of the Company, and theraes of the frace value of MR1 it. (thed Rupea Evo) thunded FHI (ONH) DETAILS OF THE BUYBACK OFFER AND OFFER PRICE 1.
- B not necessary.
 1.2 At the Maximum Buyback Size and the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be 29.45.454 (Twenty Nine Lace Torty Five Thousand Four Hundred and Filly Four Only) Equity Shares (Maximum Buyback Shares), representing 0.65% which is less than 25% of the existing and up equity capital of the Company. The Company will comply with the requirement of maintaining a minimum public shareholding of al least 25% of the total paid up equity share capital of the Company and provided under Regulation 38 of the Listing Regulations, during the Buyback period and upon completion thereof
- completion thereof The Company's adl ultize at least 50% of the Maximum Buyback Size i.e. INR 8, 100.00 Lacs (Indian Rupees Eight Thousand One Hundred Lacs Only) (Minimum Buyback Size) for the Buyback, and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 14.72.728 (Fourteen Lacs Seventy Two Thousand Seven Hundred Twenty Eight Only Equity Shares (Minimum Buyback Shares). If the Equity Shares are bought back at a price below the Maximum Buyback Shares Shares animater of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (dastrum Buyback Size).
- Maximum Buyback Size. The Board shall determine, at its discretion, the time frame for completion of the Buyback and may close the Buyback (which shall not be longer than 5 (siz) months from the data of commencement of the Buyback regulations or as may be directed by the Appropriate Authorities (Maximum Buyback Period) after the Minimum Buyback Size has been reached, and authorities (Maximum Buyback Period) after the Minimum Buyback Size has or has not been reached, after giving appropriate notice for suit closure and no completion all formalities in this regard, in accordance with the Companies Act and / or the Buyback Regulations.
- accordance with the Companies Act and for the Buyback Regulations. 5 The Buyback will be implemented by the Company out of its free reserves or such other sources as may be permitted by law and in accordance with Section 68(1) of the Companies Act and Regulation (4.0) of the Buyback Regulations, and in accordance with Regulation 4(iv)(0)(i) and 5(i)(b) of the Buyback Regulations, and in accordance with Regulation 4(iv)(0)(i) and 5(i)(b) of the Buyback Regulations, Buyback Regulations through the Stock Exchanges, by the order matching mechanism except al or none' order matching system, as provided under the Buyback Regulations. Further, as required under the Companies Act and SEBB Buyback Regulations. Further, as required under bock-in or until the Equity Shares become transferable, as applicable. There are no partly paid-up Equity Shares with calls in arrears of the Company. 1.5
- 16 A copy of this Public Announcement is available on the Company's website (www.emamilid in) and is expected to be available on the website of SEBI (www.sebi.gov.in), website of NSE (www.nsendia.com) and website of BSE (www.bseindia.com) during the period of the Buyback

NECESSITY FOR THE BUYBACK AND DETAILS THEREOF 2.1

- NECCESSIT FOR THE BUYBACK AND DETAILS THEREOF The Buyback is being undertaken by the Company an the madium isot account the strategic and operational cash requirements of the Company in the medium term and for returning surplus finds to the memoters in an effective and efficient manner. The Buyback will help the Company achieve the following objectives: (i) optimize returns to shareholders; and (ii) enhance overall shareholders' value. The Buyback is being undertaken, inter-alia, for the following reasons:
- The Buyback will help the Company to return surplus cash to its shareholders holding Equity Shares;
- Eaulty Shares.
 D The Buyback may help in improving return on aquity, by reduction in the equity base, thereby leading to long term increase in shareholders' value, and
 The Buyback gives an option to the shareholders' holding Equity Shares of the Company, who can choose to participate and get cash in leav of Equity Shares to be accepted under the Buyback offer or they may choose not to participate and equica share hold to a scapited under the Buyback offer or they may choose not to participate and equica y aresultant increase in their percentage shareholding. post the Buyback offer, without additional investment.
 The Buyback may lead to reduction in outstanding Equity Shares, in growment in earnings per equity share, and enhanced return on invested capital. The Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations and for continued capital investment, as and when required.
 The Bard at lis meeting held on February 3, 2022, considered the accumulated there enserves
- 23
- The Board at its meeting held on February 3, 2022, considered the accumulated free reserver, as well as the cash liquidly reflected in the last audited financial statements as on March 31 2021, and considering hitese, the Board decided to elucate a sum of INR 16,200,00 Lac (Indian Rupees Sistem Thousand Two Hundred Lacs Onri) accluding the Transaction Code of distluting to the stransholders toolding Equity Shares of the Company through the Buybacc BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS
- BASIS FOR ARKIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS The Maximum Buyback Price is 550/- (Indian Rupes Five Hundre Tilly only) per Equity Share. The Maximum Buyback Price has been arrived at after considering various factors, including. but not limited to the trends in the average of the day volume weighted average market prices of the Equity Shares of the Company on Stock Exchanges during 3 (Itnes) months. 2 (Ivo) months and 2 (Jun) weeks preceding the date of initimation (i = January 31, 2022) to the Stock Exchanges of the Board Meeting to consider the proposal of the Buy-back ("Prior Infimation") and the potential impact on the networth and the earning per share of the Company.
- The Maximum Buyback Price of ₹ 550/- (Indian Rupees Five Hundred Fifty only) per Equit
- re represents: a promium of 4.87% over the average of the daily volume weighted average market price on NSE (the stock exchange where the maximum volume of trading in the Equity Shares is recorded) for 3 (three) months preceding the date of Prior Intimation which was 1524.484. (Indian Rupees Five Hundred Twenty Four and Pates Groft Girty Groft).
- a premium of 6.88% over the average of the daily volume weighted average mach a premium of 6.88% over the average of the daily volume weighted average mach price on NSE (the stock exchange where the maximum volume of trading in the Equit Share's is recorded for 2 (two) months preceding the data of Price Internation which was \$14.622- (Indian Rupees Five Hundred Fourteen and Paise Sarty Two Only); and (ii) was

- CHAINER THE SECURITIES AND EACHTAINGE BUAKKU OF INUTA (BUT-BA (iii) a premium of 14.33% over the average of the daily volume weighted average market price on NSE (the stock exchange where the maximum volume of trading in the Equity Sharra's is recorded) for 2 (two) weeks preceding the date of Prior Intimation which was t 481.06⁽¹⁾ (rulian Rupees Four Hundred Eighty One and Paise Six Only): The Buyback is proposed to be completed within the Maximum Buyback Prior Automation He Maximum Buyback Precid, MIR 550⁽¹⁾ (rulian Rupees Five Hundred Fifty Only) per Equity Share, the Maximum Buyback Period, and achievement of the Minimum Buyback Size, the actual time fame and the price for the Buyback will be determined by the Board of Directors or the Buyback Committee or their duly authorized representatives, at their discretion, in accordance with Section 58(2)(d) of the Companies Act and Regulation 4(ii) of the Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company. The actual number of Equity Them Sub price Kuring the Buyback will depend upon the her advine of the Puis Sub Kuring Kuring Buyback Sub Kuring Kuring
- bein auteite standarden and consolidate intrancial statements of the Campany. The actual numer of Equity Shores bought tack during the Buyback will depend upon the actual price, excluding the Transaction Costs, paid for the Equity Shares bought back and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual reduction in existing number of Equity Shares would depend upon the price at which the Equity Shares of the Company are traded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period. 3.5
- DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- GROUP SHAREHOLDING AND OTHER DETAILS The details of the aggregate shareholding of the promoters, members of the promoter group, directors of the promoters and members of the promoter group (where the promoter or the member of the promoter group is a company) and of persons who are in control of the Company, as on the date of the beard Meeting (cd. Thursday, February 3, 2022) is and as on the date of this Public Announcement (i.e. Salurday, February 5, 2022) is as follows: Promoters and members of the Promoter Group and Directors of the corporate Promoter Group who are part of Promoter or Promoter Group:
- Sr. No No of Equity shares % of the paid up Name of the Shareholders equity share capital 1.51.04.702 Priti A Sureka Avishi Sureka 14,00,00 0.31 3 Sachin Goe 7.17.000 0.16 Sobhna Agar 4 6.30.00 5 Saswat G 0.13 5.80.0 6 Vibhash Vardhan Agarwal 5 73 478 0.13 Manan Goenk 5,65,00 0.13 8 Darsh Goenka 5.65.000 0.13 9 Adv 5 54 00 10 Jyoti Agarwal 4,88,000 0.11 11 Revansh Goenka 4 07 750 0.09 12 Devarsh Goenka 13 Radheshyam Goe 4.07.75 3,92,076 0.09 14 Chikky G 3 71 700 0.08 14 Chikky Goenka 15 Smriti Agarwal 16 Rachana Goenka 17 Rajkumar Goenka 18 Rachna Bagaria 3,34.00 0.08 3.17.700 2.97.96 0.07 2,70,000 0.06 19 Indu Goenka 20 Nimisha Goe 2 69 70 0.06 2,44,000 0.05 21 Reha Goenka 2.40.000 0.05 22 Shreya Goenka 23 Saroj Goenka 2 30 000 0.05 2,15,240 0.05 24 Aditya Vardhan Agarwal HUF 2 04 278 0.05 24 Aditya vardinan Agarwa
 25 Shruti Goenka
 26 Radheshyam Agarwa
 27 Prashant Goenka 1.96,130 0.04 1,95.000 0.04 1.90.000 0.04 Manish Goenka HU 1,74.000 0.04 29 Mohan Goenka HUF 30 Sushil Kumar Goenka HUF 1.74.000 0.04 1.74.00 Usha Agarwal 1,73,096 0.04 32 Harsha Vardhan Agarwal HUE 1 72 000 0.04 33 Vihan Vardha 34 Puja Goenka Vihan Vardhan Agarwa 1,72,000 0.04 1,69,398 0.04 35 36 Jayant Goen 1 56 254 0.04 Mansi Agarwal 1.50.000 0.03 37 Laxmi Devi Baioria 1 43 000 0.03 38 Manish Goenka 39 Aditya Vardhan Agarwal 1,42,19 0.03 1,34,668 0.03 40 41 Ashish Goenka 1,30,000 0.03 Rashmi Goenka 1.21.400 0.03 42 Santosh Goenka 1.15.640 0.03 43 Harsha Vardhan Agan 44 Sushil Kumar Goenka ,10.26 0.02 1,09,900 0.02 Richa Agan 45 46 93.223 Vidhishree Agarwa 80,00 0.02 47 Vidula Agarwal 80.00 0.02 48 Jayant Goenka HUI 74 00 0.02 49 Prashant G enka HUR 74.00 0.02 50 Ashish Goenka HUE 74 00 0.02 51 Mohan Goenka 61,900 0.01 52 Madan Lal Agarwa 60.000 0.01 48 776 53 Jyoti Goen 0.01 54 Kusum Agarwal 36.30 0.01 55 Pradip Kumar Agarwai 31 150 0.01 Divya Agarwal 26.000 0.01 57 Sangita Agarwal 26,000 0.01 58 24,460 0.01 59 Abhishek Agarwal 24.000 0.01 Dhiraj Agarwa 16.750 0.00 61 Sumangal Agan Vishal Agarwal 8,200 0.00 62 8,200 0.00 Rohin Rai Sureka 63 0.00 64 Suraj Finvest Private Limite 10,57,20,226 23.78 65 Sneha Enclave Private Limited 9.86.67.956 22.20 66 Midkot Investments Private Limi 31,17,16 67 Emami Paper Mills Limited 9,33.000 0.21 68 Emami Frank Ross Limited 10.00 69 Amitabh Goenka 5,71,496 0.13 70 Ritu Goenka 4,54,930 0.10 71 Nikunj Goenka 2,65.000 0.06 72 Yogesh Goenka 2,45,400 0.06 73 Amitabh Goenka HUF 74.00 Total 23,93,93,412 53.86 Dire tors of the corporate promoter gr Sr. No No of Equity shares % of the paid up held equity share capita Name of the Shareholders equity share capital 1 Sujoy Chattaraj 2 Hari Mohan Mar

p.e.	, February 5, 20	Aggregate					
of the of the of the of the of the of the other of the other of the other of the other oth	he promoters and he promoter ground a period of	sed or sold by th nd members of th oup is a compa 12 (twelve) mo	he promoters the promoter any) and pe	s, members group (wh rsons who	of the pro ere the pr are in co	moter grou omoter or ntrol of the	ip, directors he member company,

No.	Shareholders	Equity Shares purchased / (sold)	transactions	Price (INR)	Minimum price	Price (INR)	Maximum price
1	Priti A Sureka	34,95,000	Inter-se transfer	Nil*	June 19, 2021	Nii*	June 19, 2021
2	Rohin Raj Sureka	(34,95,000)	Inter-se transfer	Nil*	June 19, 2021	Nil*	June 19, 2021
3	Richa Agarwal	1,500	Inter-se transfer	Nil*	June 19, 2021	Nil*	June 19, 2021
4	Kusum Agarwal	(1,500)	Inter-se transfer	Nil	June 19, 2021	Nil*	June 19, 2021
5	Sujoy Chattaraj	300	Purchase	447.60*	March 5, 2021	513.15^	February 3, 2022
6	Hari Mohan	1,100	Purchase	447.60^	March 5, 2021	555.00^	December 3, 2021
Ĭ	Marda	(1,300)	Sale	478.15^	March 12, 2021	550.80^	December 17, 2021
7	Pitamber Sharan Patwari	(465)	Sale	476.10^	February 12, 2021	567.80*	November 12. 2021

Iter se transfer amongst promoters and promoter group was made by way of gifts was no purchase consideration.

- um & Min & Minimum price represents net amount received on purchase or sale of equity or promoter group or by directors of the promoters and members of the promoter nimum and Maximum price are calculated based on the number of transactions
- the period. Except as disclosed below, no Equity Shares or other specified securities in the Company were either purchased or sold by the promoters, members of the promoter group, directors of the promoters and members of the promoter group (where the promoter or the member of the promoter group is a company) and persons who are in control of the Company, during a period of 6 (six) months preceding the date of the Board Meeting (i.e. February 3, 2022):

Sr. No.	Name of the Shareholders	Aggregate number of Equity Shares purchased/ (sold)	Nature of transactions	Minimum Price (INR)*	Date of Minimum price	Maximum Price (INR) ^A	Date of Maximum price
1	Sujoy Chattaraj	200	Purchase	495.50	February 3, 2022	513.15	February 3, 2022
2	Hari Mohan	600	Purchase	466.05	January 21, 2022	555.00	December 3, 2021
2	Marda	(300)	Sale	524.50	December 17, 2021	550.80	December 17, 2021
3	Pitamber Sharan Patwari	(390)	Sale	519.50	December 3, 2021	567.80	November 12, 2021

^A Maximum & Minimum price represents net amount received on purchase or sale of equity shares by directors of the promoters and members of the promotor group. Also, the Minimum and Maximum price are calculated based on the number of transactions during the period.

- INTERIOR are carculated based on the number of transactions during the panod. INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO OFFER THEIR EQUITY SHARES IN THE BUYBACK
- In accordance with Regulation 16(iii) of the Buyback Regulations, since the Buyback is being implemented by way of open market purchases through the Stock Exchanges, the Buyback shall not be made by the Company from the promoters, members of the promoter group and persone in control
- 5.2
- persons in control. Further, as per Regulation 24(I)(e) of the Buyback Regulations, neither the promoters and promoter group nor their associates have dealt in the Equity Shares or other specified sourcities of the Company either through the Stock Exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters or promoter group) from the date of the Board Meeting till the date of the Public Announcement and shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters or promoter group) from the date of the Public Announcement till the completion of the Buyback.

NO DEFAULTS

The Company confirms that there are no defaults (either in the past or subsisting) in repayment of deposits, interest payment thereon, redemption of debentures or preference shares, payment of divident lo any shareholder, or repayment of term loans or interest payable thereon to any financial institution or any bank.

CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed in the Board Meeting that they have made a full inquiry into the affairs and prospects of the Company and that they have formed the opinion:

- a) that immediately following the date of the Board Meeting, there are no grounds on which the Company can be found unable to pay its debts;
- the Company can be found unable to pay its debts; as regards the Company's progress(s for the year immediately following the date of the Board Meeting, and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial reasources which will not the Board's web available to the Company during that year, the Company will be able to meet its liabitios as and when they fail due and the Company will not be rendered insolvent within a period of one year period from the date of the Board Meeting; and
- In forming the aforesaid opinion, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company were being wound up under the provisions of the Companies Act or the Insolvercy and Bankruptcy Code, 2016, as the case may be. C)

REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated February 3, 2022 received from S.R. Balliboi & Co. LLP, Chartered Accountants (Firm's Registration No. 301003E/E300005), the statutory auditor of the Company, addressed to the Board of Directors of the Company is reproduced below: Quote

Independent Auditor's Report on the proposed buy back of equity shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013, as amended and Clause (a) of Schedule I of the Socurities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 as amended

The Board of Directors

- Emami Limited Emami Tower, 687 Anandapur, EM Byr Kolkata 700 107 West Bengal, India

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0.00

0.00

0.00

300

11,160

3 Pitamber Sharan Patwari

Total

This Report is issued in accordance with the terms of our master engagement agreemen dated August 22, 2017 with Emami Limited (hereinafter the "Company").

dated August 22, 2017 with Emami Limited (hereinafter the "Company"). The proposal of the Company to but plack its equity shares in pursuance of the provisions of Section 68 and 70 of the Company to but plack its equity shares in pursuance of the provisions. Schedule Iol Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("the SEBI Buyback Regulations"), has been approved by the Board of Directors of the Company in their meeting held on February 03, 2022. The Company has prepared the attached "Statement of determination of the amount permissible capital primeric proposed buyback of equity shares" (the "Statement"), which we have initialed for identification purposes only.

Board of Directors Responsibility for the Statement

Board of Directors Responsibility for the Statement The preparation of the Statement is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of Internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion that the Company will not be rendered insolvent within a period of one year from the date of the Board meeting dated Fabrary 03, 2022. The Board of Directors are also responsible for ensuring that the Company complies with the requirements Act and SEBI Buyback Regulations. Auditor's Responsibility

5 Pursuant to the requirements of the Act and SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:

(i) Whether we have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2021.

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ावजनस स्टडड नई दिल्ली | 7 फरवरी 2022 सोमवार

- Whether the amount of permissible capital payment for the proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(b) and 68(2)(c) of the Act and Regulation 4(i) and 4(iv) and the provision 6 Regulations 50(b) of the Buyback Regulations of the SEB Buyback Regulations
- provide or regulation (s) (not of the boyation regulations of the control of the
- pendo of one year troom the board Meeting dated reforcivaly U.s. 2022. The audied standance and consolidated financial statements referred to in paragraph 5 above, have been audited by u.s. on which we issued an unmodified audic option vide our reports dated May 25. 2021. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative promouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to chartered Accountants assurance about whether the financial statements. 6
- assantiates about view and the function of the Statement in accordance with the Suidance Note Reports or Certificates for Special Purposes issued by the Institute of Charterad Accounta of India, The Guidance Note requires that we comply with the difficute requirements of Code of Ethics issued by the Institute of Charterad Accountants of India. ante of the
- We have complied with the relevant applicable requirements of mode. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements. We ha
- Our scope of work did not involve us performing audit tests for the purposes of express an opinion on the fairness or accuracy of any of the financial information or the finan results of the Company Laken as a whole. We have not performed an audit, the objective which would be the expression of an opinion on the financial results, specified elements, acco or lenses three(or the purpose of this report. Accountingly, we do not express such opinion 9
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the applicable criteria meniloned in paragraph 5 above. The procedures selected depend on the auditor's updement, including the assessment of the risks associated with the applicable criteria. Our procedures included the following in relation in the selection of the risks associated with the applicable criteria. Our procedures included the following in relation to the selection of the select 10 the Statement
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for the year ended March 31, 2021. We have obtained and read the audited standalone and consolidated financial statements for the year ended March 31, 2021 including the unmodified audit ophions dated May 25, 2021. i)
 - you answer makes or your inserving the ummound audit primits dated May 25, 2021 Read the Articles of Association of the Company and noted the permissibility of buy back Traced the anounts of paid up Equity capital and free reserves as a monicond in Statemen from the audited standahone and consolidated financial statements for the year ender March 31, 2021. iii)
 - Tested whether the amount of capital payment for the proposed buy-back as detailed in the Statement is within permissible limit computed in accordance with Section 68(2) (b) and section 68(2)(c) of the Act and Regulation 4(i) and 4(iv) of the SEBI Buybac n 68(2
 - Taskad whether the ratio of aggregate of secured and unsecured debts owed by the Company to the paid up capital and free reserve after such buy-back is as per Section 88(2) (g) of the Companies Act, 2013 and SEBI Buyasek Regulations to the sentir applicable. Read the audited standatione and consolidated financial statements for the year ended March 31, 2021 in order to assess whether al alshares for stury-back refully paid-up.

 - Obtained resolution passed in the meeting of the Board of Directors dated February 3, 2022 pursuant clause (x) of Schedule 1 to the SEBI Buyback Regulations;

 - 2022 pursuant clause (x) of Schedule 1 to the SEBI Buyback Regulations; Vonified whether for the purpose of proposed buy back and solvency of the Company the Board of Directors in the above declarations has formed the opinion on reasonable grounds that the Company having regard to its state of alfairs will not be rendered insolvent within a period of one year from the Board Meeting dated February 3, 2022. Performed necessary enquires with the Board of Directors regarding the expected date of offer document in order to assess whether the audited standaione and consolidated accounts on the basis of which relevant calculations are done would remain valid for the purpose of buy back. Obtained necessary representations from the management of the Company

- 11. Based on our examination as above, and the information and explanations given to us, we report that:
 - (i) We have inquired into the state of affairs of the Company in relation to its au standalone and consolidated financial statements for year ended March 31, 2021
 - standalone and consolidated tinancial statements for year ended March 31, 2021. (i) The anound of permissible capited layered for proposed buyback of the equily stanse as included in the Statement has been property determined in accordance with the provisions of Section 84(2)(a) and Section 842(2)(a) of the Action 44 Regulation (a) and 4(bi) and the provision to Regulation 5(0(b) of the Buyback Regulations of the SEBI Buyback Regulations; and (ii) the Seard of Diversions, In their meeting held on February 03, 2022. has formed the opinion as specified in clause (x) of Schedule 10 the SEBI Buyback Regulations or reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the Board Meeting dated February 03, 2022.

Restriction on Use

Restriction on Use The Raport is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Section 68and Section 70 of the Act read with Clause (#) of Schedule (15 SEBI Buyback Regulations osably to enable them to include it in the public announcement to be made to the Shareholders of the Company, and should not be used by any other person of rar any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose. The control of the person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report. 12

For S.R. Batliboi & Co. LLP Chartered Accountants ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal

ership Number: 060352

- UDIN: 22060352AAEVZT309
- Place of Signature: Kolkata Date: February 3, 2022

Statement of determination of the amount permissible capital payment for proposed buyback of equity shares

Particulars	Standalone	Consolidated	
Paid up equity share capital as on 31 March 2021 ⁴ (44,45,13,740 equity shares of face value ₹ 1 each) (A)	4.445.14	4,445.14	
Free reserves as on 31 March 2021*			
- General reserve	87,405.79	87,405.79	
- Retained earnings*	63,257.52	63,830.09	
- Securities premium account	7.224.80	.7,224.80	
Total Free Reserves (B)	1,57,888.11	1,58,460.68	
Total paid up Equity capital and free reserves (C=A+B)	1,62,333.25	1,62,905.82	
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (10% of the total paid up equity capital and free reserves) under Board approval route (C*10%)	16,233.33		
Amount proposed by Board Resolution dated February 3, 2022 approving the Buyback based on the audited accounts for the year ended 31 March 2021	16,200.00		

The above calculation of the paid-up Equity Capital and Free Reserves as at 31 March 2021 for Buyback of equity shares is based on the amounts appearing in the audied standatore an econsidiated financial statements of the Company for theyarended 31 March 2021. These financia statements of the Company are prepared in accordance with the Indian Accounting Standard (Ind-AS) as presented under section 130 of the Act. ed earnings have been cor ad after eli ation of following unrealized pains

a) Unrealized gain on Mutual Funds / AIF / Foreign Exchange b) Unrealized gain on fair valuation of option available in Investment

For and on behalf of the Board of Directors of Emami Limited

Name: Shri S.K. Goenka

- Managing Direc DIN: 00149916
- Place: Kolkati Date: 3/2/2022
- Unquote
- INFORMATION ABOUT ACCEPTANCE OF EQUITY SHARES IN THE BUYBACK TO THE SHAREHOLDERS OF THE COMPANY 9 9.1
- SHAREHOLDERS OF THE COMPANY Pursuant to the circular no, 20210319-1 dated March 19, 2021 issued by BSE and circular eff. no. 10/2021 (download eff. no. NSEI/SIC/41471) dated April 30, 2221 issued by NSE. the Stock Exchanges are required to identify the counterparty to the trade executed by the Company under the Buyback using the unique circular code provided to the Company on a daily basis. Post such identification, the Stock Exchanges shall send SMS and email to such shareholders whose sell order gets matched with that of the Company on a daily basis informing them about their sell order gets matched using the trade executed by the tifted market and the stock and the trade of the Company on a daily basis. For any of the Equipact way the the trade of the Company on the exchange trading platform together with the relevant details such as quantity and price of the EquipStames that are bought back. Shareholders are requested to ensure (via their broker) that their correct and valid mobile numbers and email IDs are updated in the unique client code database of the Stock Exchanges.
- Excensingles. For more information on the process of identification and circulation of the relevant information to the shareholders whose Equity Shares get accepted under the Buyback, please refer to BSE circular no. 20210319-1 dated March 19, 2021 and NSE circular ref. no. 10/2021 (download ref. no. NSE/ISC/48147) dated April 30, 2021. 93

9.4 The Company will be discharging the tax on the buyback of shares at the applicable rate in accordance with the provisions of the Income-Tax Act, read with the rules thereunder. PART B

- Disclosures in accordance with Schedule IV of the Buyback Regulation:
- DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK, IF APPLICABLE Since the Maximum Buyback Size is not more than 10% of the total paid-up capital and free reserves of the Company based on both standatione and consolidated audited financial statements of the Company as on March 31, 2021, in accordance with the proviso to the Section 682/(b) of the Act and provise to Regulation 510(b) of the Buyback Regulations, approval from the shareholders of the Company is not required.
- MINIMUM AND MAXIMUM NUMBER OF EQUITY SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK 2.
- BACK, SOURCES OF FUNDS AND COST OF FINANCING THE BUYBACK At the Maximum Buyback Price and for Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 29.45.454 (Twenty Nino Lace Forty Five Thousand Four Hundred and Filth Four Only Equity Shares, it the Equity Shares are bought back at a price bolow the Maximum Buyback Price, the actual number of Equity Shares are bought back call acceed the indicative Maximum Buyback Shares (Share) Shares Shares accluding the Transaction Costs, paidor the Equity Shares bought excluding the Transaction Costs, paidor the Equity Shares bought back, and the aggregate consideration paid in the Buyback, subject to the Maximum Buyback Size. The actual price, accluding the Transaction Costs, paidor the Equity Shares bought back. The actual price of Equity Shares bought back would depend upon the price at which the Equity Shares of the Company are taded at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback price at the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback price.
- Exchanges during the Buyback period. Further, the Company shall usiles at least 60% of the Maximum Buyback Size i.e., INR 8,100.00 Lacs (Indian Rupess Eight Thousand One Hundred Lacs Only) lowards the Buyback and the Company will accordingly purchase an indicative minimum of 14.72.728 (Fourteen Lacs Serventy Two Thousand Seven Hundred Twenty Eight Only Equily Shares, based on the Maximum Buyback Price, the actual number of Equity Shares bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back at a price below the Maximum Buyback Price, the total assuming full depointent of the Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. However, the Naximum Buyback Shares will not exceed 25% of the total number of Equity Shares in the total paid-up equity capital of the Company. 2.3
- total paid-up equity capital of the Company. The amount required by the Company for the Buyback (including the Transaction Costs) be funded out of the internal accruals of the Company including free reserves, in accordar with Section 68(1) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Buyback Regulation (x) of the Companies Act and Regulation 4(x) of the Buyback Regulation (x) of the Buyback Regulation (x) of the Buyback Regulation (x) of the Companies Act and Regulation (x) of the Buyback Regulation (x) of the Buy 2.4

PROPOSED TIMETABLE FOR BUYBACK Activity Date of Board reso approving Buyback February 3, 2022 Date of publication of the Public February 7, 2022 ement Date of opening of the Buyback February 9, 2022 Acceptance of Equity Shares accepted in dematerialised Upon the relevant pay-out by the Stock Exchanges The Equity Shares (in dematerialised form) will be ediroguished in the manner specified in the Securities and Exchange Board of India (Depositions and Participants) Regulations, 2018, as arrended, and the type-laws, the circulars and guidelines framd therwander. The Company shall ensure that all Equity Shares bought back are udinguished within 7 (saven) days of the oxpiry of the Buyback period. Extinguishment of Equity canier of: (a) August 8, 2022 (i.e., 6 (six) months from the date of the opening of the Buyback; or (b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size; or Size, or (c) at such earlier date as may be determined by the Board inducting a committee thereof, constituted by the Board or persons nominated by the Board' committee to exercise its powers, and or the powers conferred by the Board resolution in relation to the Buyback), after giving notice of such earlier closure, subject to the Company having deployed an anount equivation to the Minimum Buyback Size (even if the maximum Buyback Size has not been reached or the Maximum Buyback Size has not been tought back), however, that all payment obligations relating to the Buyback. Mate be completed before the last date for the Buyback. ast date for the completion o he Buybac PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK

- 4.1 The Buyback is open to all shareholders of the Company holding Equity Shares i dematerialised form ('Demat Shares'). Shareholders holding shares in physical form ca participate in the Buyback after such Equity Shares are dematerialized by approachin depository participant.
- Uncounty participants, Truther, as required under the Companies Act and Buyback Regulations, the Company will not Buyback Equity Shares which are partly paid-up, the Equity Shares with call-marrans focked-in Equity Shares or non-transferable Equity Shares, until they become fully paid-up or until the pendency of such tock-in, or until the time such Equity Shares become freely transferable, as applicable. 42
- transferable, as applicable. The Buyback will be implemented by the Company by way of open market p the Stock Exchanges, by the order matching mechanism except*all or non-system, as provided under the Buyback Regulations. 4.3
- system, as provided under the Buyback Regulations. For the singlementation of the Buyback, the Company has appointed IIFL Securities Limit as the registered broker (Company's Broker) through whom Inaurahases and settlemen on account of the Buyback would be made by the Company The contact details of the Company's Broker are are followed. 4.4

(ž in lace)

IIFL SECURITIES LIMITED 9° Floor, IIFL Centra, Kamala Mils, Senapali Bapal Marg, Lower Parel (West Email: emami buybas/@ilficap.com Tal. No.: -91 22 2493 1073 Contact Person: Kunal Thatkart/Vishal H Website: www.ilfacp.com

SEBI Registration No.: INZ000164132 CIN: L999999MH1996PLC132983

- CIN: L99999MH1996PLC132983 The Equity Shares are traded in domaintensities of mode under the trading codes EMAMILTD at NSE and EMAMILTD / 531162 at BSE. The ISIN of the Equity Shares of the Company is INES46201032. For detailed procedure with respect to offening of Equity Shares. In Stock Exchanges will be sixing notice with detailed procedures. Shareholders may relet the notice to understand procedure on how to offer their Equity Shares in this Buyback. The Company shall, commencing from Fehruary 9, 2022 (6, in the date of opening of the Buyback), place 'buy' orders on the Stock Exchanges on the normal trading segment to Buyback. The Equity Shares, through the Company's Broker, in such quantity and at such proce, not exceeding the Maximum Buyback Price of INR 5502 (Indian Rupees Five Hundred Filly Only pare Equity Shares, in the Buyde Shares on the provaling market price of the Equity Shares on the Stock Exchanges. When the Company has placed an order for Buyback the Equity Shares, sho the Stock Exchanges. When the Company has placed and and the Buyback the Equity Shares, sho the Stock Exchanges. When the Company has placed and and the Buyback the Equity Shares, sho the Stock Exchanges. Procedure for Buyback of Demary target Shares in Stares thal the available to the market participants of the Stock Exchanges.
- It may be noted that a uniform price would not be paid to all the shareholders / beneficia owners pursuant to the Buyback and that the same would depend on the price at which the trade with that particular shareholder / beneficial owner was executed on the Stock Exchanges
- trate with this pancies sharehouse? (denoted a with we secure of the stock exchanges. Procedure for Buyback of Physical Shares: As per the proviso to regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations. 2015 read with Settis press releases dated March 27, 2019, effective from April 1, 2019, transfers of securities shall not be processed unless the securities are held in the demainstanced from with a depository (*LOBR Amendment). In light of the LOBR Amendment, the Company shall not accept the Equity Shares offered under the Buyback unless such Equity Shares are in demaintentiated form.

UNIESS SUCH COLITY STATES AT IN DEMONSTRATES OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF OFFERING THEIR EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF OFFERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES DEMATERIALZED. IN CASE ANY ELIGBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGBLE SHAREHOLDERS SHOLD ENSURE THAT THE PROCESS OF DEMATERIALIZATION IS COMPLETED WELL IN TIME SO THAT THEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.

4.10 Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.

- the process. 411 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Size nothing contained herein shall create any obligation on the part of the Company or the Board to Buyback any additional Equity Shares or coffeed any right on the part of any shareholder to have any Equity Shares to coffeed or the Board to length of any shareholder to have any Equity Shares to coffeed or the Board to length of any process in relation to the Buyback, to the extent permissible by law. The Company is under no obligation to utilize the entire amount of Maximum Buyback Size has a Buyback Shares, However, if the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the scrow account (up to a maximum of 2.5% of the Maximum Buyback Size), shall be liable to be forefride and deopsicient in the Regulations. How and SEBI or as directed by SEBI in accordance with the Buyback Regulations.
- Fundo to Sebi di as allecule di y Sebi mactonande mine durpato, regisamino, 12 The Company shall submit the information regarding the Equity Shares bough tock by it to the Stock Exchanges on a daily basis in accordance with the Buyback Regulations. The Company shall also update the information regarding the Equity Shares bought back by it on its website (www.emamild.in) on a daily basis.
- 4.13 Eligible shareholders who intend to participate in the Buyback should consult their respective tax advisors for applicable taxes.
- METHOD OF SETTLEMENT
- METHOD OF SETTLEMENT Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company's Broker on or before every pay-in date for each settlement, as applicable to Stock Exchanges where the transaction is executed. The Company has opened adpository excount (Chandian Company) and the Company has opened adpository and the Company's and the Company has opened adpository where the transaction is executed. The Company has opened adpository and the company has been adposed on the Company has been adposed the Company. The Exclose the Company has been adposed on the Company has the Company of the Stock Exclose the Company has been adposed on the Company the Company's Broker on receipt of such Demat Shares and After completion of the clearing and settlement obligations of the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such Demat Shares and to the Company pursuant to the Buyback. In the Stock Exchanges. Beneficial owners holding Demat Shares would be required to transfer the number of such and the company structure to the Buyback. In device a procedure applicable to normal secondary market Itransactions. The beneficial owners would also be required to provide to the Company's Broker, copies of all statutory consents and approvals required to provide to the Company's Broker. Copies of all statutory consents and approvals required to provide to the Company's Broker. The Demat Shares bought back by the Company as referred to a nargraph 13 of Part 8. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shall
- with participation 1a of Part 8. Extinguishment of Demat Shares: The Demat Shares bought back by the Company be extinguished and destroyed in the manner specified in the Securities and Exchange B of India (Depository and Participants) Regulations, 2018 and the bye-laws, the circulars, guidelines framed thereunder, each as amended from time to time, in the manner spec-in the Buyback Regulations and the Companies Act. The Company undertakes to en that all Demat Shares bough theck by the Company are extinguished within 7 (server) of from the expiry of the Buyback period. 5.2
- 5.3 Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.
- BRIEF INFORMATION ABOUT THE COMPANY
- EXCEPT INFORMATION ABOUT THE COMPANY Email Ld was incorporated on March 11, 1983 as A.M.P. Udyog Viniyog Limited under the Companies AC, 1965. In 1994, Hander das mergen with AKP Udyog Viniyog Ltd. Hander das mergen with AKP Udyog Viniyog Ltd. Han merged with Himani Limited wide hand bay 5, 1954. In 1998, Email Limited was han merged wide hand bay 5, 1954. In 1998, Email Limited was han merged wide hand bay 5, 1954. In 1998, Email Limited was and its name was changed as Emain Limited as per fresh certificate of incorporation dated September 1, 1998. The Equity Shares of the Company are listed since 1995 on BSE and 2006 on NSE.
- 2000 on NSE. Emami Limited is one of the leading personal and healthcare company in India, v portfolio of household brand names such as BorcPlus, Navratna, Fair and Handsor Zandu Bark, Mentho Pus Balm, Fast Relief and Kesh King, Emam has a portfolio of 300+ products based on Ayurvedic formulations. The Company's operations comprise m than 60+ countries including. SAARC, MENA, SEA, Africa, Eastern Europe and CIS countries.
- CIS countries. Emami acquired the haritage brand Zandu in 2009 on the basis of huge business synargy between the two brand portfolios and the company also acquired Ayurvetic Hair & Scalp business of Ykesh King as a business strategy in 2015. In January 2019, the company acquired Greme 21, a German brand with strong roots & brand recall. The Company employs around 3,133 people and if's products reach out to 45 Less plus retails outlets through a network of 2800-disthutors. The company has 7 manufacturing plants, 4 regional offices, 1 overseas unit, 7 overseas subsidiaries, 1 Domestic Subsidiary and 26 distribution centres arrows for distributors. l overseas unit, 7 across India
- BRIEF FINANCIAL INFORMATION ABOUT THE COMPANY

BINET Provide an experimentation of the Company on standatone basis, as extracted from the audited standatone financial statements for the last 3 (three) financial years and unaudited limited review standatone financial statements for the period of six months ended September 30, 2021 and nine months ended December 31, 2021, is given below: (7 In Lacs)

					(/ III Lacs)
Particulars	For nine months period ended on Decem- ber 31, 2021 (IND-AS)	For six months period ended on Septem- ber 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)
	Un-au- dited limited reviewed	Un-au- dited limited reviewed	Audited	Audited	Audited
Months	9	6	12	12	12
Revenue from Operations	2,19,528	1,31,998	2,58,229	2,38,992	2,48,327
Other Income	8,792	7.124	10,405	9,409	4,262
Total Income	2,28,320	1,39,122	2,68,634	2,48,401	2,52,589
Total Expenses (excluding finance cost and depreciation, amortization, Tax and Exceptional Items)	1,44,611	89.313	1,73,896	1,79,789	1,78,226
Finance Cost	204	79	1,201	1,890	1,929
Depreciation and amortization expense	24,648	16.412	36,115	32,610	31,804
Exceptional items		-		326	980
Profit/(Loss) before Tax (after exceptional items)	58,857	33.318	57,422	33,786	39,650
Provision for Tax (including Deferred Tax)	10,212	5.785	9,909	4,874	9,125
Profit/(Loss) after Tax	48,645	27.533	47,513	28,912	30,525
Other Comprehensive Income/(Loss) for the year net of tax	774	3,431	5,938	-9,726	-1.209
Total Comprehensive income for the period	49,419	30,964	53,451	19,186	29,316
Equity Share capital	4,445	4,445	4,445	4,532	4,539
Other Equity	Not Available	2,02,452	1,71,488	1,75,668	2,01,901
Net worth/Shareholders Fund	Not Available	2,06,897	1,75,933	1,80,200	2,06,440
Total Debt	Not Available	6.124	4,653	15,825	5,434

Note:- The above information has been furnished based on the standsine audited financial statements prepared under Indian Accounting Standards (tred A3) for FY3016, FY3021, unaudited finited eviewed esuits as a fand for air months pared ander September 30, 2021 and inter months purchased based and for air months pared ander September 30, 2021 and and the state of the state

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND-AS)	For the year ended March 31, 2020 (IND-AS)	For the year ended March 31, 2019 (IND-AS)
Earnings Per Share (₹) (Basic)	10.94*	6.19*	10.68	6.37	6.72
Earnings Per Share (₹) (Diluted)	10.94*	6.19*	10.68	6 37	6.72
Return on Net Worth (%)	Not Ava lable	13.31%*	27.01%	16.04%	14.79%
Book Value Per Share (₹)	Not Available	46.55	39.58	39.76	45.48
Debt-Equity Ratio	Not Available	0.03	0.03	0.09	0.03

4



* 68

- buy back to take the provident of the Stock Exchanges. He marking participants of the Stock Exchanges. Procedure for Buyback of Demat Shares: Beneficial owners holding Demat Shares who desire to self ther Equity Shares inter in the Buyback, would have to do so through their stock broker, who is a registered member of the Stock Exchanges by indicating to their broker their dealts of the Equity Shares inter, interact to self whenever the Company has placed a "buy" order for Buyback of the Equity Shares. The Company shall place a "buy" order for Buyback of Demat Shares, by indicating to the Company by Broker, the number of Equity Shares its intends to buy along with a price for the same. The trade would be executed at the price at which the order matches the price offered by the beneficial owners and that price would be the Buyback price for that beneficial owner. The execution of the order, issuance of contrad-tod and delivery of the stock to the member and receipt of paymout would be carried out by the Company's Broker in accordance with the requirements of the Stock Exchanges The Company is under no obligation to place "buy" order on a daily basis. The orders forse autorised and explain the Equity Shares will be placed on normal trading segment of Stock Exchanges altered once a week.

7.2 This selected financial information of the Company on consolidated basis, based on the consolidated audited financial statements for the last 3 (three) financial years and the unaudited limited review financial statements for the period of six months ended September 30, 2021 and nine months ended December 31, 2021, is given below:

Particulars	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND-AS)	For the year ended March 31, 2020 (IND-AS)	For the year ended March 31, 2019 (IND-AS)
	Un-audited limited reviewed	Un-audited limited reviewed	Audited	Audited	Audited
Months	9	6	12	12	12
Revenue from Operations	2,42,164	1,44,979	2,88,053	2,65,488	2.69.294
Other Income	6,496	4,833	7,027	5,707	3,659
Total Income	2,48,660	1,49,812	2,95,080	2,71,195	2,72,953
Total Expenses (excluding finance cost and depreciation, amortization, Tax and Exceptional Items)	1,63,321	1,00,290	1,99,747	1,96,433	1,96,741
Finance Cost	325	142	1,327	2,101	2,140
Depreciation and amortization expense	25,132	16,688	36,696	33,634	32,531
Exceptional items		-		1,068	980
Share of (Loss) associate	-865	-536	-418	-602	-220
Profit/(Loss) before Tax (after exceptional items)	59,017	32,156	56,892	37,357	40,341
Provision for Tax (including Deferred Tax)	10,761	5,852	11,421	7,127	10,088
Profit/(Loss) after Tax	48,256	26,304	45,471	30,230	30,253
Profit attributable to:					
Owner of the Company	48,303	26,306	45,470	30,291	30,323
Non-controlling Interest	-47	-2	1	-61	-70
Other Comprehensive Income/(Loss) for the year net of tax	752	3,413	6,135	-10,101	-1,511
Total Comprehensive income for the period	49,008	29,717	51,606	20,129	28,742
Equity Share capital	4,445	4,445	4,445	4,532	4,539
Other Equity	Not Available	2,01,539	1,71,820	1,77,843	2,03,067
Net worth	Not Available	205,984	1,76,265	1,82,375	2,07,606
Total Debt	Not Available	12,088	9,191	21,023	10,987

Note - The above information statements prepared under ion has been furnished based on the consolidated aud Indian Accounting Standards (Ind AS) for FY2019, FY20 Is prepared under Indian Accounting Standards (Ind AS) for PV Itimited roviewed results as of and for six menths period ended this period ended December 31, 2021. The functial information planbar 30, 2021 and nine months period ended December 3 etcela to a limited review by Statutory Auditors of the Company tites and Exchange Beard of India (Usting Obligations and Di mation for six ober 31, 2021 is

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)
Earnings Per Share (₹) (Basic)	10.86*	5.92*	10.23	6.67	6.68
Earnings Per Share (₹) (Diluted)	10.86*	5.92*	10.23	6.67	6.68
Return on Net Worth (%)	Not Available	12.77%*	25.80%	16.61%	14.61%
Book Value Per Share (₹)	Not Available	46.34	39.65	40.24	45.74
Debt-Equity Ratio	Not Available	0.06	0.05	0.12	0.05

'not annualized

Net worth	Equity Share Capital + Other Equity (excluding revaluation reserves and miscellaneous expenditure to the extent not written off)
Earnings Per Share (Basic)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Earnings Per Share (Diluted)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Book Value per share	Net worth / Number of Equity Shares outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth (%) (standalone basis)	Profit / (Loss) for the period / Net worth
Return on Net Worth (%) (consolidated basis)	Profit / (Loss) for the period attributable to Owner of the Company / Net worth

DETAILS OF ESCROW ACCOUNT OPENED AND THE AMOUNT DEPOSITED THEREIN LeTAILS OF ESCROWACCOUNT OFENEDAND THE ANOUNT DEPOSITED THEREIN In accordance with Regulation 20 of the Buyback Regulations and towards security for performance of its obligations under the Buyback Regulations and towards security for HDPC Bank Limited who has been appointed as escrow achieved "Eserow Bank" journaunt to which the Company has append an escrow account ("Eserow Bank") journaunt 2022). The Company has append an escrow account with the Scrow Buyback Account in compliance with the Buyback Regulations and the Esrow Account Company will deposit regulate call, being 25% of the Maximum Buyback Bize in the Esrow Account in compliance opening of Buyback effer, ("Eserow Amount") in accordance with the Buyback Regulations. 8,1

The funds in the Escrow Account may be released for making payment to the share subject to at least 2.5% of the Maximum Buyback Size remaining in the Escrow Ac all points in time.

The balance lying to the credit of the Escrow Account will be released to the Company on completion of all obligations in accordance with the Buyback Regulations. 83

Competition of an obligant as a constants with the subjects Aregulations: All if this Company is not able to complete the buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations, the amount held in the Escrow Account (up to a maximum of 2.5%) of the Maximum Buyback Size), and the siable to be forferted and deposited in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations. LISTING DETAILS AND STOCK MARKET DATA

The Company's Equity Shares are listed on the BSE and NSE 9,1

9.2 The high, low and weighted average prices for the last three years and the monthly high, low and weighted average prices for the six months preceding this PA and the corresponding volumes

		Date of	No. of equity	34	Date of	No. of equity		Total volume
Period	High (?)*	Date of High	of abares	Low (?)*	Low	traded on that day	Average Price (?)**	traded in that period
Le state	1000	L	ast three l	Financial	years (i	F.Y.)		55797
F Y. 2021	519.65	08-Feb- 2021	27,665	162.00	03-Apr- 2020	38,522	350.64	1,84,95,423
F.Y. 2020	416.40	03-Apr- 2019	10,558	140.85	30-Mar- 2020	68,170	273.88	6,80.63,775
F.Y. 2019* (Jun 21, 2018 - Mar 31, 2019)	598.95	01-Aug- 2018	1,65.833	338.00	11-Feb- 2019	3,69,421	463.13	5.54.91,652
F Y. 2019* (Apr 1, 2018 - Jun 20, 2018)	1,204.09	26-Apr- 2018	49,976	1,008.85	06-Aug- 2018	6,350	1.080.04	14.87,708
The second second	1	Sentil .	Preced	ling six r	nonths	-17 Sec. 9		(Diogenit
One month period ended	High (र)*	Date of High	No. of equity shares traded on that day	Low (?)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (1)**	Total volume traded in that period
Jan-22	535.00	03-Jan- 2022	18,999	466.05	24-Jan- 2022	9,588	499.89	2,90,900
Dec-21	555.00	03-Dec- 2021	18.027	504.00	31-Dec- 2021	8,732	535 24	5,17.010
Nov-21	578.65	09-Nov- 2021	14.592	502.80	22-Nov- 2021	32,487	537 45	3,89.364

One month period ended	High (?)*	Date of High	No. of equity shares traded on that day	Low (₹)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (१)**	Total volume traded in that period
Oct-21	583.00	04-Oct- 2021	20,230	508.15	26-Oct- 2021	18,933	544.09	5,08,240
Sep-21	612.00	06-Sep- 2021	8,513	565.60	20-Sep- 2021	25,694	594.83	10.55,633
Aug-21	621 35	24-Aug- 2021	40,506	544.55	10-Aug- 2021	21,352	588.89	31,96,736

Source : www.bseindia.com High and low prices are based on the high and low of the daily prices. Weighted Average Price (Total Turnovor / Total Traded Quantity) for all trading days during the p Ex-bonus date June 21, 2015 Ex-bonus date June 21, 2015 e price is reflected for more than one date during the relevant periods NSE

Period	High (t)*	Date of High	No. of equity shares traded on that day	Low (₹)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
		L	ast three I	Financia	years (F	Y.)		al antore
F.Y. 2021	519.95	08-Feb- 2021	6,17,871	164.05	01-Apr- 2020	12,98,959	326.99	21.98,86,000
F.Y. 2020	415.40	03-Apr- 2019	4,34,509	130.95	30-Mar- 2020	15,40,055	293.92	16,94,71,402
F.Y. 2019* (Jun 21, 2018 - Mar 31, 2019)	599.80	01-Aug- 2018	30,60.524	335.20	11-Feb- 2019	18,13,844	463.18	7.96,85,619
F.Y. 2019* (Apr 1. 2018 – Jun 20, 2018)	1200.00	26-Apr- 2018	5,07.779	1.007.00	22-May- 2018	1,89,862	1.079.18	1.03,02,806
	1947		Preced	ling six i	nonths			
One month period ended	High (?)*	Date of High	No. of equity shares traded on that day	Low (?)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
Jan-22	534.80	03- Jan- 2022	2,33,807	466.00	24-Jan- 2022	5,67.967	497.73	98,07,218.00
Dec-21	555.00	03- Dec- 2021	7,22,466	504.05	30-Dec- 2021	1,94,003	528.04	90,76,348
Nov-21	578.50	09- Nov- 2021	8,24,932	503.00	22-Nov- 2021	5,95,358	537.48	1,28,28,890
Oct-21	579.50	01- Oct- 2021	4,87,329	507.95	26-Oct- 2021	6,64,582	546.11	1,58,90,118
Sep-21	611.05	06- Sep- 2021	1,31,833	566.40	20-Sep- 2021	5,19,089	587.84	1,04,27.642
Aug-21	621 80	24- Aug- 2021	11,51,688	544.65	10-Aug- 2021	4,49,764	577.35	1,57.62.055

Trigh and low prices are based on the high and low of the daily prices. "Weighed Average Price (Total Turnover / Total Taded Quantey) for all trading days during the period "Exchant data Juane 21, 2018 Nota I. in case where the same price is reflected for more than one date during the nelevant periods mentioned above. The latest date is tearg considered for the purposes of disclosure in the above table.

9.3 The stock prices on the Stock Exchanges on relevant dates are

Date	Description		BSE		NSE			
		High (INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)	
January 28, 2022	Day prior to notice of Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	496.80	479.90	489.80	497.00	479.15	490.15	
January 31, 2022	Date on which notice Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	506.00	489.55	498.75	490.15	489.00	498.30	
February 3, 2022	Board Meeting day	512.80	495.60	498.15	513.15	495.50	497.80	
February 4, 2022	First trading day post Board Meeting day	507.85	498.55	501.65	507.80	500.00	502.65	

10.1 The capital structure of the Company as on the date of this Public Anno proposed capital structure of the Company post completion of the Buybac is Public Announcement and the of the Buyback is set forth below

		(₹ in Lacs
Share Capital	Pre Buy-back	Post Buy-back
Authorized		
50,00,00,000 Equity Shares of Re 1/- each	5,000.00	5,000.00
Issued Subscribed and Paid-up Capital		
44,45,13,740 Equity Shares of ₹ 1/- each fully paid up	4,445.14	
44,15,68,286 Equity Shares of ₹ 1/- each fully paid up	-	4,415.68*

Assuming that as a part of Buy-back all the 29.45.454 Equity Sharos (Maximum Buyback Sharos) are bought back at Maximum Buyback Price. Please note that the shareholding post the Buy-back may differ dopanding on the actual number of equity Shares bought back under the Buy-back from the different category of shareholders.

The shareholding pattern of the Company as on February 4, 2022 ("Pre-Buyback") and the proposed shareholding pattern of the Company past completion of the Buyback are given below: 10.2 The sh

	a statistical statistics	Pre Bu	ry-back	Post Buy-back*		
SI.	Category of Shareholders	Number of equity share held	% to the existing equity share capital	Number of equity share held	% to the existing equity share capital	
Α.	Promoters and persons acting in Concert (Collectively "the Promoters")	23,93,93,412	53.86%	23,93,93,412	54.21%	
В.	Public Shareholders	20,51,20,328	46.14%	20,21,74,874	45.79%	
	TOTAL	44,45,13,740	100.00%	44,15,68,286	100.00%	

*Assuming that as a part of buy-back all the 29.49,494 Equity Shares (Maximum Duyback Shares) are bought back all Maximum Buyback Price, Please note that the shareholding post the Buy-back may utilize decending on the actual number of anyity. Shares hought hack under the Bus-hack from may dil the diff. 10.3 There are no partly paid-up or Equity Shares or calls in arrears as on the date of this Public Announcement

10.4 There are no outstanding instruments convertible into shares.

10.5 No scheme of amalgamation or compromise or arrangement pursuant to the Company Act is pending in relation to the Company as on the date of this Public Announcement

DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS 11.

For the details of the aggregate shareholding of the promoters, members of the promoter group, directors of the promoters and members of the promoter group (where the promoter or the member of the promoter group is a company) and of persons who are in control of the Company as on the date of this Public Announcement, please refer to paragraph 4.1 (a) and 4.1 (b) of Part A above. 11.1

12 For the details of Equity Shares sold or purchased by the persons mentioned in paragraph 11.1 above during a period of 12 (Itwelve) months preceding the date of this Public Announcement and 6 (six) months preceding the date of the Board Meeting, please refer to paragraph 4.2 and 4.3 of Part A above.

12. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE COMPANY

- BUYBACK ON THE COMPANY 121 The Buyback is expected to enhance overall long-term shareholders' value for continuing shareholders, without compromising on the future growth opportunities of the Company, as well as provide an ext opportunity to the public shareholders. The Buyback is not likely to cause any material adverse impact on the earnings of the Company, except a reduction in the treasury income which the Company could have otherwise earned from investments in fixed deposits and mutual funds. The Company will also bear the cost of the Buyback transaction.
- 12.2 The Buyback is proposed, considering the accumulated surplus funds ava Company, after considering the funds required for future growth of the Compan by the Board.
- 12.3 The Buyback will be funded out of the internal accruals of the Company including free reserves of the Company, in accordance with Section 68(1) of the Companies Act and Regulation 4(ix) of the Buyback Regulations.
- 12.4 The Buyback will lead to reduction in existing Equity Shares and consequently, is expected to improve the 'earnings per share' and anhance return on equity, assuming that the Company would earn similar profits as in the past.
- 12.5 Pursuant to Regulation 16(ii) of the Buyback Regulations, the promoters, members of the promoter group and persons in control of the Company will not participate in the Buyback. The Buyback will not result in a change in control or otherwise affect the existing management structure of the Company.
- structure or the Company. 12.6 Consequent to the Buyback (which excludes participation by the promoters, members of the promoter group and persons in control of the Company) and based on the number of Equity Sharas bought back by the Company from the shareholders including resident outside India, entstwine overses corporate bodies, foreign portfolio investors and non-resident Indian shareholders, the shareholding pattern of the Company would undergo a change, howver public shareholding shall not fall below 25% of the total fully paid up equity share capital of the Company.
- are company. 12.1 in accordance with Section 68(2)(d) of the Companies Act and Regulation 4(ii) of the Buyback Regulations, the rails of the aggregate of secured and unsecured debts owed by the Company shall not be more than krive the paid-up capatil and free reserves positin Buyback based on both audited standations and consolidated financial statements of the Company.
- on both audied standalone and consolidated financial statements of the Company. 12.8 The Company shall not issue any Equity Shares or other securities including by way of benus issue. III the date of expiry of the Buyback period in accordance with the applicable provisions of the Companies Act and the Buyback Regulations. The Company shall not make any further issue of the same kind of shares or other securities including allotment of new shares or other specified securities within a period of 6 (six) months after the completion of the Buyback except by way of bonus shares or equity shares issued in order to discharge subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures not Equity Shares. Further, in accordance with Regulation 24(i)(1) of the Buyback Regulations, the Company shall not rais further capital for a period of 1 (one) year from the expiry of the buyback period, except in discharge of its subsisting obligations.
- 12.9 Unless otherwise determined by the Board or Buyback Committee or as may be directed by the Appropriate Authorities, the Buyback will be completed within a maximum period of 6 (ai) monits from the date of opening of the Buyback in accordance with Buyback Regulations, the Company shall not withdraw the Buyback once this Public Announcement by the Appro of 6 (six) mo Regulations. has been ma

13. STATUTORY APPROVALS

- 13.1 Pursuant to Sections 68, 69, 70, and all other applicable provisions of the Companies Act and applicable Rules Ihereunder and the provisions of the Buyback Regulations and Article 52A of the Articles of Association of the Company, the Company has obtained the Board approval as mentioned above.
- approval as meniloned above. 13.2 The Buyback from each shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. The shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, without limitation the approvals from the Reserve Bank of India and / or SEBL (1 any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker.
- approvals obtained by them to the Company's Broker. 13.3 The Buyback shall be subject to the consent of the lenders, if any required and such necessary approvals as may be required, and the Buyback from entiwhile overseas corporate bodies and other applicable categories shall be subject to such approvals of the Reserve Bank of India. If any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, as amended from time to time. 13.4 To the best of the knowledge of the Company, no other statutory approvals are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the consents and approvals necessary for transfer of their Equity Shares to the Company as set out in paragraph 13.2 of Part B above, the Company shall obtain such statutory approvals as may be required, from time to time, if any, for completion of the Company's obligations in relation to the Buyback.

14. COLLECTION AND BIDDING CENTERS

The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable.

15. COMPLIANCE OFFICER Investors may contact the Compliance Officer for any clarification or to address their grievances, if any, during office hours i.e., 10:00 a.m. to 5:00 p.m. on all working days except Saturday, Sunday and public holidays.

Mr. A.K. Joshi

Comp Secretary & Compliance Officer & Vice President - Legal

Company Serverary Exceedance Emani Limited 887, Emami Tower, Anandapur E M Bypass, Kolkata, West Bengal, 700107 Tel No.: 91-33-66136264 Email: investors@emamigroup.com, akjoshi@emamigroup.com In light of the recent events pursuant to COVID-19, in case a need is felt, the aforesaid working days and office timings may undergo change from time to time.

INVESTOR SERVICE CENTRE 16.

In case of any query, the shareholders may also contact Maheshwari Dalamatics Pvt Ltd, the Registrar and Share Transfer Agent of the Company, appointed as the Investor Service Centre for the purposes of the Buyback, any day except Salurday and Sunday and public holiday between 10.30 a.m. to 5,30 pm. at the following address:



Maheshwari Datamatics Pvi Ltd 23, R.N. Mukherjee Road, 5th Floor, Kolkata, West Bengal - 700001 To Ho.; - et 13: 22482246 / 22482246 / 22482246 / 22482246 / 22482246 / 22482246 / 224826 / 224826 /

- (Unless suspended or cancelled by SEBI) CIN: U20221WB1982PTC034886
- MERCHANT BANKER FOR THE BUYBACK The Company has appoi d the following as Manager to the Buyback
- usami Limite
- SELUKITES IIFL SECURITIES LIMITED IIFL Centre, Karnala Mills. Senapati Bapat Marg. Lower Parel (West) Tel. No: +91 22 2493 1073 Email: emami.buyback2022@ilfcap.com Website: www.ilfcap.com Investor grlovance e-mail: (jb.@ilfcap.com SEBI Registration No.: INM000010940 Validity Pariod. Permanent Imbers currenorded or consolitation bits (SED)

- (unless suspended or cancelled by SEBI)
- Contact Person: Nishita Mody/Yogesh Malpani CIN: L99999MH1996PLC132983
- 18 DIRECTORS' RESPONSIBILITY

ID. UNICLURS RESPONSIBILIT As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibilit the information contained in this Public Announcement and for the information contains all other advertisements, circulars, brochures, publicity materials etc., which may be issue relation to the Buyback and confirms that the information in such documents contain and contain true, factual and material information and does not and will not contain any misles information. in and wil

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Phandapur, E.M

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For and on behalf of the Board of	Directors of Emami Limited
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- Sd/-Sd/ Sd/-Name: Mr. S.K. Goenka Name: Mr. H.V. Agarwal Name: Mr. A. K Joshi Designation: Managing Direct DIN: 00149916 Designation: Company Secretary and Compliance Officer & VP - Legal Membership No: FCS 4976 Designation: hole Time Director DIN: 00150089 Wh
- Place: Kolkata Date : February 5, 2022



emam^{*}limited CIN: L63993WB1983PLC036030

CIN: L63993W61983PLC036030 Registered Office: Emain Tower, 687, Anandapur E M Bypass. Kolkata - 700 107, West Br Tel. No.: +91-33-66132684; Website: www.emainlid.in, Email: investor@emainigou Contact Person: Mr. A K. Joshi, Company Secretary & Compliance Officer & Vice Preside - Legal

E BUYBACK OF EQUITY PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF THE EQUITY SHARES OF EMAMI LIMITED FOR THE FROM THE OPEN MARKET THROUGH STOCK EXCHANGES UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGUL

This public announcement (the "Public Announcement") is being made in relation to the Buyback (as defined hereinafter) of Equity Shares (as defined hereinafter) of Enumi lumited (the "Company") from the open market through stock acchange mechanism, pursuant to the provisions of Regulation follow(b) and other applicable provisions of the Securities and Echange Board of India (BuyBack of Securities) Regulations, 2016, as amended (including any statutory modification(s) or amendment(s) from time to time) (the Buyback Regulations") and contains the disclosures as specified in Schedule IV to the Buyback Regulations.

Buyback Regulations. Certain Bigures contained in this Public Announcement, including financial information, have been subject contained in this Public Announcement, including financial information, have press subject consideration of adjustments and presented in whole numbers. In certain instances, press (1) the sum of the numbers in a column or new in certain bibles may not come we subject the lotal figures given for that column or row in certain instances, and information in this Public Announcement has been presented in Tacs". One lacs represents 100,000 OFFER FOR BUYBACK OF EQUITY SHARES FROM OPEN MARKET THROUGH STOCK EXCHANCE(6)

nce with Schedule I of the Buyback Regulations PART A - Dis

- PART A Disclosures in accordance with Schedule I of th DETAILS OF THE BUYBACK OFFER AND OFFER PRICE
- PART A Disclosures in accordance with Schedule I of the Buyback Regulations
 DETALS OF THE BUYBACK OFFER AND OFFER PRICE
 DETALS OF THE BUYBACK OFFER AND OFFER PRICE
 Pursuant to the provisions of Sections 68, 89, 70 and other applicable provisions, if any, of the Companies Act. 2013 read with the Companies (Shara Capital and Debentures) Rules. 2014 (to the exist anglicable) and their relevant Rules Madhata and Debentures) Rules. 2014 (to the exist anglicable) and their relevant Rules Madhata and Sections. Its Secular on the site in the Sharak Regulations. Its Secular on the site in the Sharak Regulations, the Secular on the encinements in the site in the provision of Secular Debyback Regulations. Its Secular on distances of the Company, and subject to such other approvable, permissions, constant, sesamptions, and suchas of the Rule Secular Debyback Regulations. Here, Secular Debyback Regulations, alteritations, amendement(s), modification(s) or re-nonthmost scalable (to gdmm with SEBI and RC). In A Joro other authorhaes, institutions and books, as anyb be encessary, and subject to such continues, alteritations, amendements, and the Company, and subject to such continues, alteritations, amendments, and the Board O Directors, which may be agreed to by the Board O Directors, including the powers conterned by the Board O Directors of the Company what are solved any committee constituted by the Board O Directors, which may be agreed to by the Board O Directors of the Company what are solved any committee constituted by the Board O Directors of the Company what are solved any committee and through the Board O Directors of the Company what are solved any committee and through the Subject of the Articles any committee constituted by the Board O Directors of the Company of the Board O Directors of the Company of
- is not necessary. At the Maximum Buyback Size and the Maximum Buyback Price, the indicative maximum number of Equity Shares bought back would be 23:45:454 (fiventy Nine Lacs Fordy Five Thousand Four Munord and FHF) your Only Equity Shares (Maximum Buyback Shares) representing 0.68% which is less than 25% of the existing paid up equity capital of the Company. The Company Will comply with the requirement of maintainaipy a minimum public shareholding of at least 25% of the total paid up equity share capital of the Devided under Required and the Lising Regulations, Jointy Be Buyback hereid and up envided under Regulation 33 of the Lising Regulations, Jointy Be Buyback hereid and up
- comparison metricor. 13 The Compary shall utilize at least 50% of the Maximum Buyback Size i.e. INR 8,100.00 Lacs (Indian Rupese Eight Thousand One Hundred Lacs Only) (Minimum Buyback Size) of the Hundred Lack Size and the Mainimum Buyback Size at the Maximum Buyback Proz, the Company will purchase an indicative minimum of 14,72738 (Fourteen Lacs Seventy Two Thousand Seven Hundred Twork) Eight Chrig (Early Shares (Minimum Buyback Shares I). If the Equity Shares care bought back at a noce below the Maximum Buyback Shares (Maximum Buyback Shares (M
- (assuming hill deployment of the Maximum Buyback Size) but will always be subject to the Maximum Buyback Size.
 14. The Board shall determine, at its discretion, the line frame for completion of the Buyback and may close the Buyback which shall not be longer than 6 (six) months from the date of commencement of the Buyback are guidance or as any be derived by the Approarbit and the Companies Act and of in the Buyback Pariod 1 after the Maximum Buyback Size has one base here acted at the Assume Buyback Size has one has not been reached, alter gwing appropriate inclus for such other and the Buyback Pariod 1 after the Minimum Buyback Size has one base here acted.
 and interspective of whefter the Maximum Buyback Size has on than to been reached, alter gwing appropriate inclus for such closure and or completion of the Suppack and a such acted at the Buyback Regulations.
 15. The Buyback will be implemented by the Company out of fa free rearres or such other sources any be perimited by the and in accordance with Regulations.
 16. The Buyback will be implemented by the Company out of fa free rearres or such other sources any be perimited by the and in accordance. With Regulations.
 17. The Buyback and Si(t) of the Buyback Regulations, and in accordance with Regulation of \$(t)) of the Buyback Regulations, the Origin part burchase Europh Sinzes which are locked-in or rea-transfurate, in the Buyback, Buyback Regulation At and Si(t) by back Regulations, the Origin part ball on the other Buyback Buyback Again and and accordance with action the factor Buyback Buyback Again and in accordance and the Sice Buyback Buyback Buyback Buyback Again and a such as a size of the Company.
 16. A corgo with the Europhack Buyback Bu

NECESSITY FOR THE BUYBACK AND DETAILS THEREOF

Necusari I FUR ITE BUYBACK AND DETAILS THEREOF The Buyback is being undertaken by the Company after taking into account the strateg and operational cash requirements of the Company after taking into account the strateg surplus funds to the members in an effective and efficient moner. The Buyback will the Company achieve the following objectives: (i) optimize returns to shareholders; and i achiners overall shareholders' value. The Buyback is being undertaken, miter-alia, for the following reasons:

- The Buyback will help the Company to return surplus cash to its shareh Equity Shares: a) b)
- Equity Shares: The Buyback may help in improving roturn on equity, by reduction in the equity base thereby leading to long term increase in shareholders 'value; and The Buyback press an option to the valueholders holding Equity Shares of the Company who can choose to participate and gat cash in flex of Equity Shares to be accepted unde the Buyback offer or they may choose not to participate and enjoy a resultant increase to their participate they may choose not to participate investment in ether parcentage shareholding, post the Buyback offer, without additional investment
- In their parcentage shareholding, post the Buytack ofter, without additional investment. 22 The Buytack may lead to refuction in outstanding Equity's harea, in moreovernit in earnings per rejuly share, and emanced return on invested capital. The Buyback will not any manere impart the ability of the Campany to pursuing growth opportunities or met list cash negurements for business operations and for continued capital investment, as and when required. 23 The Board is the methy held on Fehruary 3, 2022; considered the accumulated free reserves as well as the cash liquidity reflected in the list audied financial statements as on March 31, 2021, and considering theosy. The Board discolate outcolate a away in NR 16:200 60 Laos (Indian Rupers Satipan Thousand Two Hundred Laos Orby) stocking the Transaction Cests for distribution to the sub-robistion feeting Equip Planes of the Company through the Buytack.
- BASIS FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS ansis FOR ARRIVING AT THE MAXIMUM BUYBACK PRICE AND OTHER DETAILS In Maximum Buyback Prices is 550% (Indian Rupees Five Hundhed Filly only par Equity Share. The Maximum Buyback Price has been arrayed at later considering vacuus factors, including, but not limited to the timets in the average of the dairy valume woethed average mether prices of the Equity Shares of the Company on Stock Exchange during 3 (timet) and the prices of the Equity Shares of the Company on Stock Schulers of the 3 2022) to the Stock Erickappies of the Beard Meeting to consider the proposal of the Bay back ("Prior Intimation") and the potential impact on the networth and the earning per share of the Company. 31
- - Share represents:
 (a) a promisent (b) a promisent of 45% over the average of the daily volume verighted average market
 (b) pix on NSE (the slock exchange where the maximum valume of tracing in the Equily
 Shares is recorded (to 3 (there) months preciding the date of Prior Instrainton when
 as 1 524.48/- (India Ruppess Five Hundred Twenty Four and Passe Forly Eight Only),
 (a) a primmer of 88% over the average of the daily volume velapited average market
 price on NSE (the slock exchange where the maximum valume of tracing in the Equily
 Shares is recorded (to 2 (the)) months preceding the date of Prior Instrainton which was
 (5.14.62)-(India Ruppess Five Hundred Twenty and Prior Instrainton which was
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 (5.14.62)-(India Ruppess Five Hundred Fourteen and Prior Instrainton

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- UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BAC (ii) a permium of 14.3%; over the average of the daily volume weighted average market prece on NE; (bit sock exchange where the maximum volume) of tarting in the Equity Shares is recorded) for 2 (two) weeks preciding the date of Phor Internation which was 44.81.08; (Holin Rupees Ferv Hundred Eighty One and Phase Sito (bit); 1 The Boyback is proposed to be completed within the Maximum Buyback Paried. Subject to the Maximum Buyback Prec of NR 550; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 550; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 550; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 550; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 160; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 160; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 160; (Indian Rupees Ferv Hundred Eighty Only per Equity Share, he Maximum Buyback Pere of NR 160; (Indian Rupees Indianes), and their discussion, in accountance with Becton RB(2)(i) of the Companias Act and Indianes and the adapter security and unuscaured debta week by the Company after Buyback Shall not be more than twice the paid-func capital and fere reserves based on bith addied tarder and consolicitated financias there sought back and the adgregative consideration paid in the Buyback, subject to the Bauty Shares bought back and the adgregative consideration paid in the Buyback, subject to the Maximum Buyback Xisa. The adual indice on aversing mumber of Equity Shares would depend upon the price and inthe Buyback Shares of the Company to mit the open and the adgregative consideration paid task by the Company to mit the open maxet through the Shock Eichanges Summa the Buyback hered. DeTLALS OF PROMOTERS. MEMBERS OF THE PROMOTER GROUP, PERSONS IN
- THE STORE EXCHANGES Alung the Buydack penda. DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND MEMBERS OF THE PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- uncure prantetHoLLINIA AND OTHER DETAILS The details of the aggregate sharkendoling of the promoter group, derectors of the promoter group is a company and of persons who are in control of the the member of the promoter group is a company and of persons who are in control of the Company, as on the date of the Beard Meeting (a. Thurstay, February) 2,022) and as on the date of the Public Anvancement (i.e. Salurday, February 3, 2022) as a follows. Promoters and members of the Premeter Group and Directors of the corporate Premeter Group what are part of Promoter of Prometer.
- Name of the Shareholders
 No of Equily shares
 % of the paid up equity shares

 Name of the Shareholders
 No of Equily shares
 % of the paid up equity shares

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 3.40
 Avishi Sureka 14.00,000 0.31 Sachin Goenka 7,17,000 0.16 Sobhna Agarwa Saswat Goenka 8 30 000 0.14 Vibhash Vardhan Agarwal 5,73,478 0.13 Manan Goenka 5 65 000 0.13 Darsh Goenka Advay Goenka 5,65.000 5,54,000 0.13 Jyoti Agarwal 4,88.000 0.1 Reyansh Goenka Devarsh Goenka 4.07.750 0.09 12 4.07 750 0.09 Radheshyam Goerika Chikky Goerika 3,92,076 0.08 15 Smrti Agarwa 3.34,000 0.08 16 Rachana Goenka 3.17.700 0.07 Rajkumar Goeni 2,97,964 2,76,000 Rachna Bagana 0.06 19 Indu Goenka 2.69.700 0.06 20 Nimisha Goenka 2 44 000 0.05 2,40,000 2,30.000 Reha Goe Shreya Goenka 0.05 23 Saroj Goenka 2,15,240 0.05 24 Aditya Vardhan Agarwal HUF Shruti Goenka 2.04 278 0.05 25 26 1.96,130 Radheshyam Agarwal 0.04 27 Prashant Goenka 1,90.000 0.04 28 Manish Goenka HUE 1 74 000 0.04 Mohan Goenka HUF Sushii Kumar Goenka HUF 1,74.000 30 0.04 Usha Agarwal 1,73,096 0.04 Harsha Vardhan Agarwal HUF Vihan Vardhan Agarwal Puja Goenka 32 1 72 000 0.04 1.72.000 0.04 35 Jayant Goenka 1,56.254 0.04 36 Mansi Agarwa 1.50.000 0.03 Laxmi Devi Bajo Manish Goenka 1,43.00 0.03 1,42,196 Aditya Vardhan Agarwal 39 1,34,688 0.03 40 Ashish Goenka 1 30 000 0.03 4 Rashmi Goenka 1,21.40 42 Santosh Goenka 1,15,640 0.03 43 Harsha Vardhan Agarwal 1,10.266 0.02 44 Sushil Kumar Goenka 1 09 900 0.02 Richa Agarwal Vidhishree Agarwal 0.02 45 46 47 80.000 Vidula Agarwal Jayant Goenka HUF Prasbant Goenka HU 80.000 0.02 48 74.000 0.02 Prashant Goenka HUF Ashish Goenka HUF 74,000 0.02 0.02 Mohan Goenka 61.900 0.01 52 Madan Lal Anarwal 60.000 0.01 48.776 Jyoti Go Kusum Agarw 36,300 31,150 0.01 55 Pradip Kumar Agarwal 0.01 Divya Aganval Sangita Agarwal Shubham Agarwal 26,000 0.01 56 57 26.000 24,460 0.01 59 Abhishek Agarwal 24,000 0.01 60 Dhirat Agarwal 16 750 0.00 Sumangal Agarwal Vishal Agarwal 0.00 8.200 8.200 6 63 Rohin Raj Sureka 5.000 0.00 Suraj Finvest Private Limited Sneha Enclave Private Limited Midkot Investments Private Limited 84 10.57.20.226 23.78 22.20 9,86,67,950 31,17,160 67 Emami Paper Mills Limited 9,33.000 0.21 Emami Frank Ross Limited 68 10.000 0.00 5,71,496 4,54,930 Amitabh Goenka Ritu Goenka 0.13 71 Nikunj Goanka 2,65,000 0.06 72 Yogesh Goenka 2.45.400 0.06 73 Amitabh Goenka HUF 23,93,93,412 53.86 Total rs of the corporate promoter group (ot er than those inc Sr. No Name of the Shareholders No of Equity shares % of the paid up equity share capital Sujoy Chattaraj 1,000 0.00 Hari Mohan Marde 300 0.00 Pitamber Sharan Patwar 0.00 Total 11,160 0.00

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4.2 Except as dis dosed below, no Equity Sha cified securities in the Compa t or sold by th were either purchased or son or your permoter group (where the promoter or the i of the promoters and members of the promoter group (where the promoter or the i of the promoter group is a company) and persons who are in control of the Cc during a period of 12 (twelve) months preceding the date of this Public Announ (i e , February 5, 2022).

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Sr. No.	Name of the Shareholders	Aggregate number of Equity Shares purchased / (sold)	Nature of transactions	Minimum Price (INR)	Date of Minimum price	Maximum Price (INR)	Date of Maximum price
1	Pritl A Sureka	34,95,000	Inter-se transfer	Nil*	June 19, 2021	NI	June 19, 2021
2	Rohin Raj Sureka (34,95,000)		Inter-se transfer	Nil"	June 19, 2021	NI.	June 19. 2021
3	Richa Agarwal	1,500	Inter-sø transfer	Nil"	June 19, 2021	NE	June 19, 2021
4	Kusum Agarwal			Nd*	June 19, 2021	NI	June 19, 2021
5					Purchase	447 60*	March 5. 2021
6	Han Mohan	1,100	Purchase	447.60^	March 5, 2021	555 00*	December 3, 2021
⁶ Marda		(1.300)	Sale	478.15*	March 12, 2021	550 80*	December 17. 2021
7	Pitamber	(465)	Sale	476.10*	February	567.80*	November

Sr. No.	Name of the Shareholders	Aggregate number of Equity Shares purchased/ (sold)	Nature of transactions	Minimum Price (INR)^	Date of Minimum price	Maximum Price (INR) ^A	Date of Maximum price
1	Sujoy Chattaraj	200	Purchase	495.50	February 3, 2022	513.15	February 3, 2022
	2 Han Mohan Marda	600	Purchase	466.05	January 21, 2022	555.00	December 3, 2021
2		(300)	Sale	524 50	December 17, 2021	550.80	December 17, 2021
3	Pitamber Sharan Patwari	(390)	Sale	519.50	December 3. 2021	567.80	November 12, 2021

 maximum a maintum price represents net amount received on purchase or as by directors of the promoters and members of the promoter group. Also, the Minim price are calculated based on the number of transactions during the period. INTENTION OF THE PROMOTERS, MEMBERS OF THE PROMOTER GROUP AND PERSONS IN CONTROL OF THE COMPANY TO OFFER THEIR EQUITY SHARES IN THE BUYBACK 5.

Inte DUTANCK n accordance with Regulation 16(ii) of the Buyback Regulations, since the Buyback is bein inglemented by way of open market purchases through the Stack Exchanges, the Buyback shall not be made by the Company from the promoters, members of the promoter group and versions in control.

persons in control. Further, as per Regulation 24(i)(e) of the Buyback Regulations, neither the promotens and promotor group nor their association have dealt in the Equity Shares or other specified socialise of the Company effect through the Stock Exchanges or of hares/ter transactions (including unler-se transfer of Equity Shares among the promotens or promote group) from the data of the Board Meeting thill had alto of the Public Announcement and shall not class exchanges or off-materiater specified securities of the Company either through the stock exchanges or off-materiater transactions (including unler-se transfer of Equity Shares among the promoters or promoter group) from the date of the Public Announcement till the completion of the Company either through the stock promoters or pr

NO DEFAULTS

The Company confirms that there are no defaults (either in the past or subsisting) in repayment of deposits, interest payment thereon, redomption of debentures or preference shares, payment of dividend to any shareholder, or repayment of term loans or interest payable thereon to any financial institution or any bank.

CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed in the Board Meeting that they have made a full ing alfairs and prospects of the Company and that they have formed the opinion:

- a) that immediately following the date of the Board Meeting, there are no grounds on which the Company can be found unable to pay its debts;
- the Company can be found unable to pay is debts; as regards the Company's prospects for the year immediately following the date of the Board Mexing, and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will in the Board's view to available to the Company and that year, the Company will be able to meet its tabitities as and when they foll due and the Company in the be endered in towhere twithin a period of one year period them the date of the Board Meeting, and in formant the decreased anomen. The Roard has taken and an around the lishelse sinch-them D)
- in forming the aforesist opmonth. the Board has taken into account the labilities (including prospective and contigent labilities), as if the Company were being wound up under the provisions of the Companies Act or the Inscivency and Benkruptcy Code. 2016. as the case may be C)

REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the report dated February 3, 2022 received from S.R. Batiltoi & Co. LLP, Chartered Accountants (Firm's Registration No. 301003E/E300005), the statutory auditor of the Company, addressed to the Board of Directors of the Company is reproduced below: "Quote

Independent Auditor's Report on the proposed buy back of equity shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013, as amended and Clause (10) Schedule Jof the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 as amended The Board of Directors Emani Limited

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Emani United Emani Tover, 687 Anandaput, EM Bypass Kolata 700 107 West Bengat, India This Report Is issued a accordance with the terms of our master angae dated August 22, 2017 with Emanii Limited (heronatter the "Company").

dated August 22, 2017 with Emanti-United (hereinafter the "Company"). The proposal of the Company to bury back is a quyly thates in pursuance of the provisions of Section 58 and 70 of the Company to bury back is a quyly thates in pursuance of the provisions of Section 58 and 70 of the Company to bury back is a quyly thates in pursuance of the provisions. 2018, as annexed (The SEB) Buryback Regulations"), has been approved by the Board of Deciders of the Company in their meeting hald on Fahnany 03, 2022. The Company has prepared the attached "Satement of determination of the amount permissible capation payment for proposed buyback of equily shares" (the Statement"), which we have infield to identification of the Statement is the meenshalthe of the Reard of Princetors of the functions.

During on viecture Area proportioning to the astartitism. The proparation of the Statement is the responsibility of the Board of Directors of the Company, including the proparation and maintenance of all accounting of the temperature and maintenance of internal control relevant to the proparation and presentation of the Statement and applying an appropriate basis of preparation and making estimates that are trassonable in the inclumentations.

reasonable in the circumsandow. The Board Olivectors are responsible to make a full inquiry into the affairs and prospect of the Company and to form an opinion that the Company will not be rendered insolver within a period of one year if rom that date of the Board meeting cated Foliaury 03, 2022. The Board of Directors are also responsible for ensuing that the Company complex with the requirements Act and SEB Disputch Regulations.

Auditor's Responsibility

Pursuant to the requirements of the Act and SEBI Buyback Regulate provide reasonable assurance:

(i) Whether we have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated linancial statements for year ended March 31, 2021

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- unt of permis ssible capital payment for the proposed buyback of the ex temport has been property determined in accordance with shares as included in the Statement has been properly determined in accordance with the provisions of Section 88(2)(b) and 68(2)(c) of the Act and Regulation 4(i) and 4(iv) and the provisio to Regulation 5((b) of the Buyback Regulations of the SEBI Buyback Regulations are constrained as the section 2000 of the Buyback Regulations of the SEBI Buyback Regulations are constrained as the section 2000 of the sectio
- (iii)
- proviso to Regulation Spli(b) of the Buyback Regulations of the SEBI Buyback Regulations; (ii) Wrether the Board of Directories has formed the originion as specified in clause (v) of Schedule I to the SEBI Buyback Regulations on reasonative grounds and that the Company, having regard to Is site of affars; will not be rendered in clause (v) of the audited standations and conclusion at the standard in solution will be the audited standardine radio conclusion and to the rendered in clause (v) of above, have been audited by us, on which we oscied an unmodified audit opinion vide our reports dated May 25, 2021 Our audits of these financial istatements referred to n partigraph 5 above, have been audited by us, on which we oscied an unmodified audit opinion vide our reports dated May directified with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable and information conclusions is specified under Section 143(10) of the Act and assurance about whether the financial attainments are first of material instationers). The another applicable is reported by the financial attainments for Directory May and the Act and other applicable and execution and the financial attainments and the state of assurance about whether the financial is discussed in the Order and May and Statements and the statement and the financial discussion attained in Statements and the financial discussion attained in Statements and the Order Action and a the statement and the statement an 6
- assume to above revenue on manual saturations are necessarily in the conducted on the Conducted Accountants of India. 8
- Code of Elitics issued by the Institute of Chattered Accountants of India. We have complexed with the relevant applicable regimements of the Standard on Quality Control (SCC), 1, Quality Control for Firms that Perform Autits and Reviews of Histoarcal Francial Information: and Other Acsumons and Related Sarvices Engagements. Our acope of work did not involve up performing audit tests for the purposed el argorissing an opnion on the Informes or accouncy of any of the Innoval Information or the financial results of the Company taken as a whele. We have not performed an audit, the objective of which would be the urgression of any of the Nave not performed an audit, the objective of which would be the urgression of any of the Nave not performed an audit, the objective of a terms thereof. for the purpose of this report Accountingly, we do not express such opinion.
- or units attends on under studied on the applicable characterized by the donate type set on the opposite of the applicable characterized by the applicable characterized by the applicable characterized by the opposite or other sufficient of the applicable characterized by the applicable 10
- The Statement we processive included the following in relation We have injuried with the state of affars of the Company investion to its audited standards and consolidated financial statements for the year anded March 31, 2021. We have obtained and mail the audited standards and consolidated financial statements for the year anded March 31, 2021 including the unmodified audit optiones dated Marky 25, 2021. Read the Anctes of Association of the Company and noted the permissibility of buly back. Traced the amounts of paid up Equity capital and free reserves as mentioned in Statement from the audited standards and consolidated financial statements for the year ended March 31, 2021.
- Tested whether the amount of capital payment for the proposed buy-back as detailed in the Statement is within permissible limit computed in accordance with Statem 88(2) (b) and section 68(2)(c) of the Act and Regulation 4(i) and 4(iv) of the SEBI Buyback Regulations;
- regulations: Tostid whether the ratio of aggregate of secured and unsertantial debts owed by the Company to the paid up capital and free reserve after such buy-back is as per Section 8(2). (g) of the Companies AL2 031 and SEB Buydank Regulations to the statest applicable. Read the audited standalone and consolidated francial statements for the year ended March 31, 0221 morter to assess an whether all shates for buy-back are fully paid-up.
- Obtained resolution passed in the meeting of the Board of Directors dated February 3, 2022 pursuant clause (x) of Schedule I to the SEBI Buyback Regulations; viil
- Artizz pursuant clause (x) of Schedule 1 to the SEB Buyback Regulations autor reduced ys. Verified whether for the purpose of proposed buy back and solvency of the Company the Board of Directions whe above clausions has formed the optimion reasonable inscivent whether a period of one year from the Board Meeling dated Falvaury 3, 2022. Performant necessary requires such the Board Meeling dated Falvaury 3, 2022. Performant necessary requires such the Board Order regarding the expected date of offer document in order to assess whether the auctional databations and consolidated accounts on the basis of which relevant catabations are done would remain valid for Detained measure rememorations.
- essary representations from the management of the Com Opinion

11.

- Based on our examination as above, and the information and explanations given to us, we report that:
- port that: We have injurred into the state of affars of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2021. The amount of permissible capital payment for proposed bupback of the explay shares as included in the Statement has been properly determined in accordance with the provisions of Section 88(2)(b) and Section 88(2)(c) of the KL and Regulation 4(1) and 4(iv) and the provi-to Regulation 5(b)(b) of the Bupbace Regulations of the SEI Bupbace Regulations, and (1) (0)
- In the galaxies stripping and endogrammed to the scheme of the scheme of

striction on Use

Heardington on Use The Report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Bencion 68and Section 70 of the Act read with Clause (a) of Schedule 10 SEBI Buykask Regulations solety to enable them to include in the public announcement to be made to the Shareholdens of the Company, and should not be used by any other person or for any other purpose. Accordingly, we do not accent or assume any tability or any duby of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and currundences remoting after the father of this report. 12 For S.R. Batlibol & Co. LLP

ICAI Firm Registration Number: 301003E/E300005

per Sanjay Kumar Agarwal Partner

Partner Membership Number 060352 UDIN: 22060352AAEVZT309

Place of Signature: Kolkata Date: February 3, 2022

Statement of determination of the amount permissible capital payment for proposed buyback of equity shares

(? In lacs)

Particulars	Standalone	Consolidated
Paid up equity share capital as on 31 March 2021 ⁴ (44,45,13,740 equity shares of face value ₹ 1 each) (A)	4,445 14	4,445 14
Free reserves as on 31 March 2021*		
- General reserve	87,405.79	87,405.79
- Retained earnings*	63,257.52	63,830.09
- Securities premium account	7,224.80	7.224.80
Total Free Reserves (B)	1,57,888.11	1,58,460.68
Total paid up Equity capital and free reserves (C=A+B)	1,62,333.25	1,62,905.82
Maximum amount permissible for buyback under Section 68 of the Companies Act. 2013 (10% of the total paid up equity capital and free reserves) under Board approval route (C*10%)	16,233.33	
Amount proposed by Board Resolution dated February 3.		

2022 approving the Buyback based on the audited accounts for the year ended 31 March 2021 16 200 00

The above calculation of the pand-up Equity Capital and Free Reserves as at 31 k for Buyback of equity shares is based on this amounts appearing in the audied stans consolidated financia statements of the Company for the year unded 11 Mach 2021. The distancements of the Company are prepared in accordance with the Indian Accounting (advA) as a preceded under sachcon 133 of the Act.

Internal as processed under schnel (23 of the Not. * Retained earnings have been computed after elimination of I a) Unrealized gain on Mutual Funds / AIF / Foreign Exchange b) Unrealized gain on fair valuation of option available in Inves.

For and on behalf of the Board of Directors of Emami Limited

ri S.K. Goenka Managing Direc DIN: 00149916 Place: Kolkata Date: 3/2/2022

Unquote"

- INFORMATION ABOUT ACCEPTANCE OF EQUITY SHARES IN THE BUYBACK TO THE SHAREHOLDERS OF THE COMPANY 9.
- SHAREHOLDERS OF THE COMPANY Persivati to the creater no. 2013 (519-1 data March 19, 2021 issued by BSE and circular ref. no. 10/2021 (downbad ref. no. NSE/ISC/20147/) dated April 30, 2021 issued by NSE. the Stock Exchanges are required to dentify the counterpary to the tradie executed by the Company under the Buyback using the unique cleant code provided to the Company on a daily basis. Post such identification, the Stock Exchange shall such GSK and email to such attentiotes whose sell order gets matched with that of the Company on a daily basis forming them atout lines reliaf code matched against boylack orders of the Company on of the Equity Shares that are bought back. 9.1
- Shareholders are requested to ensure (via their broker) that their correct and valid mobile numbers and email IDs are updated in the unique client code database of the Stock Exchanges 9.2
- on on the process of identific To thesh includes whose Equity Shares get accepted under the Buyback, please refe to the shareholders whose Equity Shares get accepted under the Buyback, please refe to BSE circular no. 20210319-1 dated March 19, 2021 and NSE circular ref no. 10/202 (download er no. NSE/ISC/48147) dated Aeril 30, 2021.

9.4 The Company will be discharging the tax on the buyback of shares at the applicable rate in accordance with the provisions of the income-Tax Act, read with the rules thereunder. PARTR

ice with Sched ule IV of the Buyb

- DETAILS OF SHAREHOLDER APPROVAL FOR THE BUYBACK, IF APPLICABLE built of annexisted care in our more than 10% of the total part-up capital and finer enserves of the Company based on both standatione and consolidated audited feranzia statements of the Company as an Mark 13, 2021 : n accession are with the provide to the Section 60(2)(b) of the Act and provide to Regulation 50(b)) of the Buyasck Regulations approval from the stateholders of the Company is an other stateholder and the Buyasck Regulations 2
- 2.2
- Section 68(2)(b) of the Act and proviso to Regulation & Schemane with the ptowsko to the septoma from the standholders of the Company is not negariad MINIMUM AND MAXIMUM NUMBER OF COUNT SHARES PROPOSED TO BE BOUGHT BACK, SOURCES OF FUNDS AND COST OF FINARCING THE BUYBACK At the Maximum Buydack Price and the Maximum Buyback Size. The adult and adult and muther of Equity Shares bought back would be 20.45,461 (Twonty Ning Less Forty Fina tobs 43 a price backet back and be 20.45,461 (Twonty Ning Less Forty Fina tobs 43 a price backet back model be 20.45,461 (Twonty Ning Less Forty Fina tobs 43 a price backet back model be 20.45,461 (Twonty Ning Less Forty Fina tobs 43 a price backet back model be 20.45,461 (Twonty Ning Less Forty Fina tobs 43 a price backet back model backet back tobs 400 (Salar Shares bought back Anarmum Buyback Price and Buyback Price and Less Borty Shares bought back and the Maximum Buyback Price and the Buyback Strates (Salar Shares actualing the Transaction Casts particle) Shares bought back, will depend upon the actual price actualing the Transaction Casts particle) Shares bought back, and the agregated consideration parties of the Company from the open market through the Stock Exchanges during the Buyback, period. Further, the Company share land the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period. Further, the Company share land the Stock Exchanges as well as the total number of Equity Shares bought back by the Company from the open market through the Stock Exchanges during the Buyback period. Further, the Company share land the subject to Hubacket Land Configure Shares based on the Maximum Buyback Price. If the Equity Shares are bought back at a price balow to Maximum Buyback Price II the Equity Shares are bought back at a price balow to Maximum Buyback Price. It the Equity Shares is bought back tha a price balow to Maximum Buyback Price II the Equit 2.3
- total paid-up equity capital of the Company. The amount required by the Company for the Buyback (including the Transaction Costs) will be funded out of the internal accruated of the Company including free reserves, in accordance with Section 88(1) of the Companes Act and Regulation 4(ix) of the Buyback Regulations 2.4

PROPOSED TIMETABLE FOR BUYBACK Activity Dato Board resol Ig Buyback February 3 2022 Date of publication of the Public Announcement February 7, 2022 Date of opening of the Buyback February 9, 2022 eptance of Equity Shares eptade in dematerialised Upon the relevant pay-out by the Stock Exchanges The Equity Shares (in dematerialised form) will be estinguished in the manner specified in the Securities and Exchange Board of India (Depositiones and Participants) Regulations, 2018, as amended, and the bye-laws, the circulars and guidelines framed thereunder. The Company shall ensure that all Equity Shares bought back are estinguished within 7 (seven) days of the expiry of the Buyback period. Extinguishment of Equity Earlier of: (a) August 8, 2022 (i.e., 6 (six) months from the d the opening of the Buyback; or (b) when the Company completes the Buyback by deploying the amount equivalent to the Maximum Buyback Size: or Size: or Size or (c) at such realiser date as may be determined by the Board (including a committee thereof, constituted by the Board or persons on invitate by the Board (committee board resolver) and (or the powers conferred by the Board resolver) and in relation to the Subpack, after gripping notice of such center closure, subject to the Company having delytopic an anount equivalent to be Minimum board resolution an anount equivalent to be Minimum board resolution and anount equivalent to be Minimum board resolution to Manimum Burback Shores than and there such that have the however that all garging clobalizations the subscript board by the subscript of the subscript the subscript board by the subscript of the subscript of the subscript subscript board by the subscript of the subscript of the subscript subscript board by the subscript of the subscript of the subscript subscript board by the subscript of the subscript of the subscript subscript board by the subscript of the subscript of the subscript subscript board by the subscript of the sub Last date for the co the Buyback been bought back), however, that all payment obligation relating to the Buyback shall be completed before the la date for the Buyback.

- date for the Buyback. PROCESS AND METHODOLOGY TO BE ADOPTED FOR THE BUYBACK The Buyback is open to all shareholders of the Company holding Equity Shares demalarisated form (Demat Shares'). Shareholders holding shares in physical form co pericipate in the Buyback after such Equity Shares are dematerialized by appreach depository participant. 12
- equantity participant. Further, as required under the Companies Act and Buyback Regulations, the Company will not Buyback Regul Shares which are gardly part-up. The Equity Shares with Calif-narrans, locked-in Equity Shares or non-transferable Equity Shares, until they become hily paid-up, or until the participant of such lock-in, or until the time such Equity Shares become freely transferable, as applicable
- transferable, as applicable 4.3 The Bytyska will be implemented by the Company by way of open market purchases the Block Exchanges, by the order matching mechanism except all or none' order m system, as provided under the Butyskak Regulations. 4.4 For the implementation of the Butyskak, the Company has appointed IIP. Securities as the registered scheck? Company & Brokel? Investigation appointed and and on account of the Butyskak would be made by the Company.
 - rare as terowerni Limite The contact details of the Company's Broker are as to

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IIFL SECURITIES LIMITED 9" Floor, IIFL Centre, Kamal oor, IIFL Centre, Kamala pati Bapat Marg, Lower II: emami buyback@iifc: Email: email: buyback(g)ill Tel. No.: +91 22 4646 4600 Fax No.: +91 22 2493 1073 Contact Person: Kunal Tha Website: www.iiflcap.com Website: www.iffcap.com SEBI Registration No.: INZ000164132 CIN: L99999MH1996PLC132963

- Enandapur, E. EMAMILTD 4.5
- CIN: 19959M-H1959PLC132983 The Equity Sharas are traded in dematerialised mode under the <u>Deputy</u> and <u>EMANILTD</u> at NSE and <u>EMANILTD</u> / 331182 at BSE. The ISIN of the Equity Sharas of the Company is INEXPERDID: 25 For databat proceeding with respect to Defining of Equity Sharas. In Block Exchanges will be issuing notice with detailed procedures. Sharacholders may refer the notice to understand procedure on hove to other that Equity Sharas in this Buybask. The Company shall, commencing from Fabruary 9, 2022 (i.e., the date of opening of the Buyback, the Equity Sharas. In the Stock Exchanges on the normal larding segment to Buyback the Equity Sharas. In the Stock Exchanges on the normal larding segment to Endputy Janes. The Unity Sharas in the Stock International Sharas in this Buyback the Endputy Sharas. In the dating of the Stock Exchanges as a strained for the Buyback the Equity Sharas. In the dating of the Stock Exchanges and the strained for the Buyback the Equity Sharas. In the dating of the Stock Exchanges as a strained for the Buyback the Equity Sharas. In the dating of the Stock Exchanges. Proceeding for the Stock Exchanges.
- In market participants of the Stock Exchanges. Proceedure for Bygoback of Omma Shams: Bennetical owners holding Demai Shares who devices and their gravity Shares in the Buyback, would have to do an strongh their stock booker, who is a substance investment of the Sock Exchanges by indicating to their broker the details of the Eguity Shares in the Buyback, avoid have to do an strong their stock order for Buyback of the Eguity Shares. The Company shall block a "boy" order for Buyback order for Buyback of the Eguity Shares. The Company shall block a "boy" order for Buyback order for Buyback of the Eguity Shares. The Company shall block a "boy" order for Buyback order for Buyback of the Eguity Shares. The Company shall block a "boy" stands to usy ang what a pice for the same. The tracework over a device of the shares it indends to buy ang what a pice for the same. The tracework over a device of the site of the same. The tracework over a device of the site of the same. The tracework of the Buyback for cost for that beneficial owners and that price would be the Buyback for for that beneficial owner. The search of the stock Exchanges and SEBI. Orders for Eguity Shares can be placed on the tracing days of the Slock Exchanges alterad one buyback the avertice to buyback buyback. The orders and sites in the avert buyback block and beneficial owners the device on a day black Exchanges and besites to avert an obligation to place. Tuy' order on a day black Exchanges and beach the Equity Shares will be placed on normal trading segment of Slock Exchanges alterad one week. 4.7 e Company is ying back the E sast once a we
- It may be noted that a uniform price would not be paid to all the shareholders / bi owners pursuant to the Buyback and that the same would depend on the price at w hode with that anticular shareholder (hereficial owner was encluded on the Stock Fixe 48
- tade with hat particular shareholder / beneficial owner was executed on the Stock Erchanges. Proceedure for Styphack of Physical Shareak: Ap urth proviso to regulation 4(01) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements). Regulations, 2015 read with SEBIP press releases and ated March 27, 2019, effective from April 1, 2019, Iransfers of securities shall not be processed unless the securities are hold in the demantarialized form with a depository ("LOBR Amendment"). Injeft of the LOBR Amendment, the Cempony shall not accept the Equity Shares of effect under the Buyback unless such Equity Shares are in demantarialised form. 4 0

unless auch Equity Shares are in dentalenalaed form. ACCORDINGLY, ALL SHAREHOLDERS OF THE COMPANY HOLDING EQUITY SHARES IN PHYSICAL FORM AND DESIROUS OF OFFERING THEIR EQUITY SHARES IN THE BUYBACK ARE ADVISED TO APPROACH THE CONCERNED DEPOSITORY PARTICIPANT TO HAVE THEIR EQUITY SHARES IN DEPOSITORY ELICIBLE SHAREHOLDER HAS SUBMITTED EQUITY SHARES IN PHYSICAL FORM FOR DEMATERIALIZATION, SUCH ELIGIBLE SHAREHOLDERS SHOULD ENSURE THAT THE PROCESS OF DEMATERIALIZED VIEL IN THE SO THATTHEY CAN PARTICIPATE IN THE BUYBACK BEFORE BUYBACK CLOSING DATE.

Shareholders are requested to get in touch with the Manager to the Buyback or the Company's Broker or the Registrar and Share Transfer Agent of the Company to clarify any doubts in the process.

- Broker or the Registrar and Share Tranefur Agent of the Company to clarify any doubt in the process. 4.11 Subject to the Company purchasing Equity Shares for an amount equivalent to the Minimum Buyback Stare, andhing contained heran shall exaits any oblightion muthe part of the Company or the Board to Buyback any additional Equity Shares or order any right on the part of any shareholder to have any Equity Shares bought back, even if the Maximum Buyback Size has not been reached, and for impair any powers of the Company for the the part of any or the Board to Buyback any additional Equity Shares or confer any right on the part of any or the Board to Buyback Size has not been reached, and for impair any power of the Company for the Tome Company is noted to oblighter to utilize the event sensue of Maximum Buyback Size to they at the Maximum Buyback Shares. However, the Company is not able to complete the Buyback equivalent to the Minimum Buyback Size, except for the reasons mentioned in the Buyback Regulations. the amount here in the screw account top to a maximum of 2.5% of the Maximum Buyback Size, Kize, hail to bial to the other field and deposition in the Investor Protection and Education Fund of SEBI or as directed by SEBI in accordance with the Buyback Regulations. I to a those Size Audit Information regarding the Equity Shares bought back by *i* to the Stock Exchanges on a daity basis in accordance the the Buyback Regulations. I to Company shall also uptice the information regarding the Equity Shares bought back by *i* on its website (www emantilial in on a daity basis in accordance with the Buyback Anave Sought back by a 13 Eligible handerbolices who intended the participate the Buyback Anave Sought back by *i* on its website (www emantilial in on a daity basis.

4 13 Eligible shareholders who intend to participate in the Buyback should of tax advisors for applicable taxes.

METHOD OF SETTLEMENT 5.1

METHOD OF SETTLEMENT Settlement of Demat Shares: The Company will pay consideration for the Buyback to the Company Stores on or before every pay-in data for each settlement, as applicable to Stock Exchanges where the transactions as executed. The Company has opened a dispository account (Emain Lineta Buyback Demat Account) while the Source and the Company settlement of the Company settlement of the Company has opened as dispository account. (Emain Lineta Buyback Demat Account) while the Source and the transferred interformed to the eacrose account of the Company the Testment United Buyback Demat Account). Demat Shares bought back by the Company will be transferred interformed by back Demat Account by the Company will be transferred into the Emain Lineted Buyback Demat Account by the Company is Broker, on receipt of such Demat Shares and after completion of the data grand as detiment of bigdocs of the Sock Exchanges. Beneficial owners holding Demat Shares would be required to theraform of such Demat Shares bought parts and the Buyback. In favour of theri stock roker through whom the trade was executed, by defining the beneficiary account maintained with the DP and crediting the same to the braker's pool account as per procedure applicible to normal secondary market transaction. The Demetical owners would also be required to provide to the Company is Broker. Copies of all statutary consents and approvals required to be obtained by them for the statuse of the the Euclide Varians to the Company as leafered to approprint of Demat Shares. The Demat Shares bought back by the Company aball.

- En paragraph 13 of Part B. Extinguishment of Demat Shares: The Demat Shares bought back by the Company shal be extinguished and destroyal in the manner specified in the Securities and Exchange Boost of India (Depository and Participants) Regulations, 2018 and the bye-laws, the circulars, and guidelines framed thereunder, acta as anended from time to lime, in the manner specified in the Buyback Regulations and the Companies Act, The Company undertakes to ensure that all Demat Shares bought back by the Company are extinguished within 7 (seven) days from the apply of the Buyback period. 5.2 53
 - Consideration for the Equity Shares bought back by the Company shall be paid only by way of cash through normal banking channel.
- BRIEF INFORMATION ABOUT THE COMPANY

BRIEF INFORMATION ABOUT THE COMPANY Emains Lid was incorporated on March 11, 1983 as A M PI Udyog Vinyog Limited under the Companies Act, 1956. In 1994. Human Limited was merged with AMP Udyog Vinyog Li-vide Honble Calcula High Court order datel Fabruary 8, 1994 and its name was changed as per fresh conflictation of incorporation datel May 5, 1994. In 1998. Camma Limited was then merged with Himani Limited vide Hon bia Calculat High Court order dateJ July 21, 1998 and its name was changed as Emain Limited as per Hesh conflicted of encorporation dated September 1, 1995. The Equity Shares of the Company are listed since 1995 on BSE and 2006 on NSE. Emain Limited is one of the leading personal and healthcare company in India, with porticito of household brand names such as Bochlas, Navartas, Far and Handonne, Zandu Bam, Mentho Fus Bam, Fast Relief and Kesh King, Emain has a potificio of house han 604 countries accounting. SARC, MENA, SEA, Africa, Eastern Europe and the CIS countries.

- 6.2
- CIS countries. Emain acquired the heritage brand Zandu in 2008 on the basis of huge business is between the two brand portfolios and the company also acquired Ayuredic Hair , business of Kask King' as a business strategy a 2015. In January 2019, the co acquired Cerema 21. a German brand with strong roots & brand recall. The Company around 3,133 people and 1s products reach out 64 States plus related busines of overanas unit, or voortanas sub-distingents. I Prosensis Calculates the overanas unit, or voortanas sub-distingents. I Demossis Calculates y and a distribution of overanas unit, or voortanas sub-distingents. I Demossis Calculates y and 2016 distributions 6.3 s synergy

BRIEF FINANCIAL INFORMATION ABOUT THE COMPANY

 BRIEF FIRMULE INFORMATION ADDOUTING CONSTITUTION ADDITIONAL ADDITICADOTICAL ADDITICAL ADDITIONAL ADDITIONAL ADDITICAL ADDITICAL AD (In Lacs)

Particulars	For nine months period ended on Decem- ber 31, 2021 (IND-AS)	For six months period ended on Septem- ber 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)
	Un-au- dited limited reviewed	Un-au- dited limited reviewed	Audited	Audited	Audited
Months	9	6	12	12	12
Revenue from Operations	2,19,528	1,31,998	2,58,229	2,38,992	2,48,327
Other Income	8,792	7.124	10,405	9,409	4,262
Total Income	2,28,320	1,39,122	2,68,634	2,48,401	2,52,589
Total Expenses (excluding finance cost and depreciation, amortization, Tax and Exceptional Items)	1,44,611	89.313	1,73,896	1,79,789	1,78,226
Finance Cost	204	79	1,201	1,890	1,929
Depreciation and amortization expense	24,648	16,412	36,115	32,610	31.804
Exceptional items		•	-	326	980
Profit/(Loss) before Tax (after exceptional items)	58,857	33,318	57,422	33.766	39,650
Provision for Tax (including Deferred Tax)	10,212	5,785	9,909	4,874	9,125
Profit/(Loss) after Tax	48,645	27,533	47,513	28,912	30,525
Other Comprehensive Income/(Loss) for the year net of tax	774	3,431	5,938	-9,726	-1,209
Total Comprehensive income for the period	49,419	30,964	53,451	19,186	29.316
Equity Share capital	4,445	4,445	4,445	4,532	4,539
Other Equity	Not Available	2.02.452	1,71,488	1.75,688	2.01,901
Net worth/Shareholders Fund	Not Available	2 06.897	1,75,933	1.80.200	2.06,440
Total Debt	Not Available	6,124	4,653	15,825	5,434

- where meanwhen has been furnished based on the standelsne audited I ammin propared under indux Accounting Standards (164 AS) for FV2019. FV2012, et al. (1943) and (1943) and (1943) and (1943) and (1943) and (1943) and (1944) a

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND-AS)	For the year ended March 31, 2020 (IND-AS)	For the year ended March 31, 2019 (IND-AS)
Earnings Per Share (?) (Basic)	10.94*	6 19*	10 68	6.37	6 72
Earnings Per Share (?) (Diluted)	10.94*	6.19*	10.68	8.37	6.72
Return on Net Worth (%)	Not Available	13.31%*	27 01%	15.04%	14.79%
Book Value Per Share (?)	Not Available	46.55	39.58	39.76	45.48
Debt-Equity Ratio	Not Available	0.03	0.03	0.09	0.03

- 12. MANAGEMENT DISCUSSION AND ANALYSIS ON THE LIKELY IMPACT OF THE BUYBACK ON THE COMPANY
- BUTBACK ON THE COMPANY 21 The blycks is expected to enhance overall long-term shareholders' value for continuing shareholders, whou compromising on the future growth opportunities of the Company, as well as provide an aid apportunity for the public shareholders. The Bydback is not Nety for cause any material advecse impact on the samings of the Company, except a reduction in the treatury income which the Company, out have otherwise asmer from investments in fixed depatits and motual funds. The Company will also bear the cost of the Buyback
- 12.2 The Buyback is proposed, considering the accumulated surplus funds i Company, after considering the funds required for future growth of the Comp by the Board.
- by the board 12.3 The Buyback will be funded out of the internal accruaits of the Company including free reserv of the Company, in accordance with Section 68(1) of the Companies Act and Regulati 4(ix) of the Buyback Regulations
- (ii) or the buyease regulations The Buyback will lead to reduction in existing Equity Shares and consequently, is expected to improve the 'earnings per share' and enhance return on equity, assuming that the Company would earn similar profits as in the past.
- would earn similar provide an interpretation of the Busyback Regulations, the promoters, members of the promoter group and persons in control of the Ormpany will not participate in the Busyback. The Busyback will not result in a change in control or otherwise affect the existing management structure of the Company.
- avtraute to the Company. 12.6 Consequent to the Buyback (which excludes participation by the promoters, members of the promoter group and persons in control of the Company) and based on the number of Equity Shares bought back by the Company from the shareholders including resident costade India establiship excession accouncil beddes, foreign portion investors and non-resident Indian shareholders, the shareholding pattern of the Company would undergo a change, however public shareholding shall not fail below 25% of the total fully paid up equity share capital of the Company.
 - the Company. In accordance with Section 68(2)(d) of the Companies Act and Regulation 4(ii) of the Buyback Regulations, the ratio of the aggregate of secured and untercured citeties owed by the Company shall not be more than twice the park-up capital and free researces post the Buyback based on both audited standardone and consolidated financial statements of the Company
- en both audited standalone and consektiated financial statements of the Company 12.8 The Company shall not issue any Equity Shares or other securities including by way 12.8 The Company shall not issue any Equity Shares or other securities including by way borns issue, ill the date of enript of the Biyback Regulations. The Company shall not make any further size of the same knot the Biyback Regulations. The Company shall not make any further size of the same knot of the Biyback Regulations. The Company shall not make any further size of the same knot of the Shares or other securities including aliatement of new shares or other specified securities within a particle of 5 (siz) months after the compation of the Biyback except by way of borus shares or aquity shares (suced in order to discharge autosisting obligations such as conversion of warmarks, stock option schemes, weal equity or conversion of proference abares or debeharters in the Equity Shares Finther, in accordance with Regulation 24(t)(t) of the Buyback Regulations, the Company shall not raise burber capital for a section of 1 (noir year from the accivity of the Buyback period, except in discharge of its subsisting obligations.
- 12 9 Unless otherwise datemined by the Board or Buyback. Committee or as may be directed by the Appropriate Authonics, the Buyback will be completed within a maximum period of 6 (ss) monits from the date of opening of the Buyback. In accordance with Buyback Regulations, the Company shall not withdraw the Buyback once this Public Announcement has been made.
- 13. STATUTORY APPROVALS 13.1 P
 - Pursuant to Sections 88, 68, 70, and all other applicable provisions of the Companies Act and applicable Rules thereunder and the provisions of the Buyback Regulations and Article 52A of the Articles of Association of the Company, the Company has obtained the Board approval as memioned above.
- approval as mentioned above. The Buyback from each shareholder is subject to all statutory consents and approvals as may be required by such shareholder under applicable laws and regulations. This shareholders shall be solely responsible for obtaining all such statutory consents and approvals (including, whole limitation the approvals form the Reavere Banks of India and 70 v SEB, if any) as may be required by them in order to sell their Equity Shares to the Company pursuant to the Buyback. Shareholders would be required to provide copies of all such consents and approvals obtained by them to the Company's Broker. 13.2
- approvals domains up when to be consent of the lenders. If any required and such necessary approvals as may be required, and the Buyback from enthinkie overseas corporate bodies and other applicable categories shall be subjects to such approvals of the Reviewer Bank of Indo, if any, under the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, as an emiddle from time to time.
- framed thereinder, as amended from time to time. If to the bast of the knowledge of the Company, no other statutory approvale are required by it for the Buyback as on the date of this Public Announcement. Subject to the obligation of the shareholders to obtain the consensition and approvale necessary for transfor of the Felguy Shares to the Company as set out in paragraph 13.2 of Part B above, the Company shall obtains such statutory approvales area for expressed. Them time, if any, for completion of the Company's obligations in relation to the Buyback. 13.4
- 14. COLLECTION AND BIDDING CENTERS
- Conception and allocated by the Company by way of open market purchases through The Buyback will be implemented by the Company by way of open market purchases through the Stock Exchanges using their nationwide trading terminals. Therefore, the requirement of having collection centres and bidding centres is not applicable. 15. COMPLIANCE OFFICER

using shrule or netring investors may contact the Compliance Officer for any clarification or to address their greanness. If any cluming office hours is ..., 10 00 a.m. to 500 p.m. on all working days except Saturday. Sunday and public holidays. Company Secretary & Compliance Officer & Vice President - Legal Emant Limited 687, Emant Tenuer

- emami Limiteo 687, Emami Tower, Anandapur E M Bypass, Kolkala, West Bengal, 700107 Tel No. + 91- 33-66136264
- estors@emamigroup.com, akjoshi@emamigroup.com Email: in
- In light of the recent events pursuant to COVID-19, in case a need is felt, the aforesaid working days and office timings may undergo change from time to time. INVESTOR SERVICE CENTRE

INVESION SERVICE CENTRE In case of any query, the shareholders may also contact Maheshwan Datamatics PV Ltd. the Registrar and Shara Transfer Agent of the Company, appointed as the Investor Service Cante for the purposes of the Beyback, any day except Saturday and Sunday and public holday between 10.30 a.m. in 5.30 p.m. at the following address:



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- Maheshwari Datamatics Pvt Ltd 23, R.N. Mukherjee Road, Sh Floor, Kolkata, West Bengal 700001 Tel No: +91 33 22482248 / 22435029; Contact Person: Mr. S K Chaubey / Ms Akrit Mishira Email: mdpldc@yahoo.com

- Email: mdploc.eye... Website: www.mdpl.in SEBI Registration No.: INROO Validity Period: Permanent
- (Unless suspended or cancelled by SEBI) CIN: U20221WB1982PTC034886
- MERCHANT BANKER FOR THE BUYBACK

The Company has app



Inc. UREL LONG RESPONSIBILITY As per Regulators 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Public Announcement and for the information contained in all other adversionents, circulars, proclosing, publicly matrinish etc., which may be issued relation to the Buyback and continns that the information in such documents contain and will occlain ruit, schedul and matteriant Internation and and in contain any miscalant and will schedul any dimensional contains that the information of and will not contain any miscalant any miscalant scheduler. Schedul and schedul and schedul and schedul acception and will schedul and matteriant Internation and other schedul and schedul acception. Schedul and schedul acception and schedul acception and schedul acception and schedul acception. Schedul acception acception acception acception acception acception and schedul acception. Schedul acception acception acception acception acception acception. Schedul acception acception acception acception acception acception acception. Schedul acception acception acception acception acception acception acception acception. Schedul acception acception acception acception acception acception acception. Schedul acception acception acception acception acception acception. Schedul acception acception acception acception acception acception. Schedul acception acception acception acception acception acception acception. Schedul acception acception acception acception acception acception acception acception. Schedul acception acception

intermation.		
For and on	behalf of the Board of Direc	tors of Emami Limited
Sd/-	Sd/-	Sd/-
Name; Mr. S.K. Goenka	Name: Mr. H.V. Agarwal	Name: Mr. A. K Joshi
Designation:	Designation:	Designation: Company Secretary
Managing Director	Whole Time Director	and Compliance Officer & VP - Legal
DIN: 00149916	DIN: 00150089	Membership No: FCS 4976
Place: Kolkata		
Date : February 5, 2022		
		2010/02/201

The selected financial information of the Company on consolidated 1 consolidated audited financial statements for the last 3 (three) finan unaudited limited review financial statements for the period of six month 30, 2021 and nine months ended December 31, 2021, is given below: (? In Lacs For the year year ended ended March March March 11, 2021 (IND-AS) (IND-AS) (IND-AS) For nine months period ended on December 31, 2021 (IND-AS) For six months period ended on September 30, 2021 (IND-AS) Un-audited limited reviewed Particular (IND-AS) In-audited limited reviewed Audited Audited Audited Months 2.42,164
 6
 12
 12
 12

 1.44.979
 2.68.053
 2.65.488
 2.69.294

 4.833
 7.027
 5.707
 3.859

 1.49.812
 2.95.080
 2.71.195
 2.72.953
 Revenue from Operations Other Income 2,48,660 Total Income Total Expenses (excluding fnance cost and depreciation, amortization, Tax and Exceptional Items) Finance Cost 1.63.321 1 00 290 1 99 747 1 96 433 1 96 741 142 1,327 2,101 2,140 16,688 36,696 33,634 32,531 Depreciation and amortization expense 25 132 1,068 al items Share of (Loss) associate -536 -418 -602 32,156 56,892 37.357 -220 Share of (Loss) associate Profit/(Losa) before Tax (after exceptional items) Provision for Tax (including Deferred Tax) Profit/(Loss) after Tax 40.341 59.017 5,852 11,421 7,127 10,088 10,761 26,304 45,471 30,230 30,253 48,256 Profit attributable to: Owner of the Company Non-controlling Interest 48.303 26,306 45,470 30,291 30,323 752 3,413 6,135 -10,101 -1,511 Other Compret Income/(Loss) for the year net of tax Total Comprehensive income for the period 29,717 51,606 20,129 28,742 49,008 4,445 4,445 4,445 4,532 4,539 Equity Share capital 4,445 Not Available Not Available Not Available 2,01,539 1.71,820 1.77,843 2,03,067 Other Equity 205,984 1.76,265 1.82,375 2,07.606 Net worth Total Debt 12,088 9,191 21,023 10,987 Note - The ab

results of the second secon

Key Ratios	For nine months period ended on December 31, 2021 (IND-AS)	For six months period ended on September 30, 2021 (IND-AS)	For the year ended March 31, 2021 (IND- AS)	For the year ended March 31, 2020 (IND- AS)	For the year ended March 31, 2019 (IND- AS)		
Earnings Per Share (?) (Basic)	10.86*	5.92*	10.23	6.67	6.68		
Earnings Por Share (₹) (Diluted)	10.86*	5.92*	10.23	6.67	6.68		
Return on Net Worth (%)	Not Available	12.77%*	25.80%	16.61%	14.61%		
Book Value Per Share (1)	Not Available	46.34	39.65	40.24	45.74		
Debt-Equity Ratio	Not Available	0.06	0.05	0.12	0.05		
not annualized							
The key financial ratios, ment	loned herein	above, have b	een compu	ited as und	er.		
Net worth	Equity Share Capital + Other Equity (excluding revaluation reserves and miscellaneous expenditure to the extent not written off)						
the shire of the second se							

Earnings Per Share (Basic)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Earnings Per Share (Diluted)	Profit / (Loss) for the period Attributable to Equity Share holders / Weighted Number of Equity Shares outstanding
Book Value per share	Net worth / Number of Equity Shares outstanding at year end
Debt-Equity Ratio	Total Debt/ Net Worth
Return on Net Worth (%) (standalone basis)	Profit / (Loss) for the period / Net worth
Return on Net Worth (%)	Profit / (Loss) for the period attributable to Owner of the Company / Nat worth

- OFTAILS OF ESCROWACCOUNT OPENED AND THE AMOUNT DEPOSITED THEREIN in accordance with Regulation 20 of the Biyback Regulations and towards security for performance of a debigations under the Biyback Regulations, the Company has antende to an ecorow agreement ("Escrow Agreement") with the Manager to the Biyback and DPC Bank Linder with has been appointed as escrow banker ("Escrow Bank) pursuant to which the Company has advanced the Manager to the Biyback 2027) The Company has advanced the Manager to the Biyback Source Account in compliance with the Biyback Regulations and the Escrow Agreement. The Company will deposit regulates call, being 25% of the Mainimum Biyback Size in the the Biyback Regulations.
- 8.2 The funds in the Escrow Account may be released for making payment to the subject to at least 2.5% of the Maximum Buyback Size remaining in the Escr all points in time.
- all points in time. The balance lying to the credit of the Escrow Account will be released to the Co completion of all obligations in accordance with the Buyback Regulations.
- completion of all colligations in accordance with the buydack requirations. If the Company is not able to complete the Buydack Regulations, the Minimum Buytack Siza, except for the reasons mentioned in the Buyback Regulations, the amount hold in the Excrew Account (bp to a maximum of 25% of the Maximum Buyback Size) shall be failed to be forfieled and deposited in the Investor Protection and Education Fund of SEBI or as dimined by SEBI in accordance with the Buyback Regulations.
- LISTING DETAILS AND STOCK MARKET DATA
- LISTING DETAILS AND STOCK MARKET DATA The Company's Equity Shares are listed on the BSE and NSE. The high, low and weighted average prices for the last three years and the monthly high, low weighted average prices for the six monthly beneding this PA and the corresponding volution on BSE and MSE where equity alwands of the Company are listed and thered are as follows: 9.2



One month period ended	High (?)*	Date of High	No. of equity shares traded on that day	Low (?) *	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
Oct-21	583.00	04-Oct- 2021	20.230	508 15	26-0d- 2021	18,933	544.09	5.08.240
Sep-21	612.00	06-Sep- 2021	8,513	565 80	20-Sep- 2021	25,694	594 83	10,55,633
Aug-21	621.35	24-Aug- 2021	40,506	544 55	10-Aug- 2021	21 352	588 89	31,96,735

Source: www.tsends.com High and low prices are leaded on the high and low of the daily prices "Weighted Average Price (Taul Tumover/ Taul Taded Claunty) for at trading days during the period "Echanom stalla and 27, 2018 Note 1: In case where the same price a sufficient for more than one data during the relevant periods method advecue, the listed data is begin considered for the proprises of discission in the show table. NSE

Period	High (?)*	Data of High	No. of equity shares traded on that day	Low (!)*	Date of Low	No. of equity shares traded on that day	Weighted Average Price ({?)**	Total volume traded in that period
A State	1 Secol	L	ast three I	Financia	l years (F	.Y.)	5	
F.Y. 2021	519 95	08-Feb- 2021	6,17,671	164 05	01-Apr- 2020	12,98,959	328 99	21 98,86.000
F.Y. 2020	415.40	03-Apr- 2019	4,34,509	130.95	30-Mar- 2020	15,40.055	293 92	16,94 71,402
F.Y, 2019 ⁴ (Jun 21, 2018 - Mar 31, 2019)	599.30	01-Aug- 2018	30,60,524	336 20	11-Feb- 2019	18, 13,844	463 18	7.96.85,619
F.Y. 2019* (Apr 1, 2018 – Jun 20, 2018)	1200.00	26-Apr- 2018	5.07,779	1.007.00	22-May- 2018	1,89,862	1.079.18	1.03.02.805
			Preced	ting six r	nonths			
One month period ended	High (f)*	Date of High	No. of equity shares traded on that day	Low (?) *	Date of Low	No. of equity shares traded on that day	Weighted Average Price (?)**	Total volume traded in that period
Jan-22	534.80	03- Jan- 2022	2,33,807	466.00	24-Jan- 2022	5,67,967	497.73	98,07,218.00
Dec-21	555.00	03- Dec- 2021	7.22,466	504.05	30-Dec- 2021	1,94.003	528.04	90,76,348
Nov-21	578.50	09- Nov- 2021	8.24,932	503.00	22-Nov- 2021	5.95.358	537.48	1,28.28,890
Oct-21	579.50	01- Oct- 2021	4,87,329	507.95	26-Oct- 2021	6,64,582	546 11	1,58,90,118
Sep-21	611.05	06- Sep- 2021	1,31,833	566.40	20-Sap- 2021	5,19,089	587.84	1,04,27,642
Aug-21	621 80	24- Aug- 2021	11,51,688	544 65	10-Aug- 2021	4,49,764	577.35	1.57,62.055

Values, while international "Weighted Average Proc (Tate) Immover / Tatel Traded Quartety) for all miding days during the period "Weighted Average Proc (Tate) Immover / Tatel Traded Quartety) for all miding days during the period Weight in case where the same price is reflected far more than one date during the relevant periods melicinal solver. The talest date is being considered for the purposes of directive in the above table 9.3 The stock prices on the Stock Exchanges on relevant dates are:

Date			BSE		NSE		
	Description	High (INR)	Low (INR)	Closing (INR)	High (INR)	Low (INR)	Closing (INR)
January 28. 2022	Day prior to notice of Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	496.80	479.90	489.80	497.00	479 15	490.15
January 31, 2022	Date on which notice Board Meeting to consider proposal of Buyback was given to the Stock Exchanges	506 00	489 55	498 75	490.15	489.00	498 30
February 3, 2022	Board Meeting day	512.80	495.60	498.15	513.15	495.50	497.80
February	First Irading day	507.05	100.55	FOLOF	567.00	500.00	500.05

4, 2022 day day

PRESENT CAPITAL STRUCTURE AND SHARE HOLDING PATTERN 10.1 The capital structure of the Company as on the date of this Public Announcement and the proposed capital structure of the Company post completion of the Buyback is set forth below

	(c in Lacs)
Pre Buy-back	Post Buy-back
5,000.00	5,000.00
4,445.14	
	Buy-back 5,000.00

44,15.8	8.2	86 Equit	ly Share	s of ₹ 1/- e	ach fully p	aid up			-	4	415.68*
• Assum	ung	that as a	a part of	Buy-back	all the 29,	45,454	Equity	Share.	s (Ma	kimum	Buyback
Shares)	are	bought	back al	Maximum	Buyback	Price.	Please	note	that th	te sha	reholding

post the Buy-back may differ depending on the actual num under the Buy-back from the different category of shareho

10.2 The shareholding pattern of the Company as on February 4, 2022 ("Pre-Buyback") and the proposed shareholding pattern of the Company post completion of the Buyback are given

		Pre Bu	ly-back	Post Buy-back*		
SI.	Category of Shareholders	Number of equity share held	% to the existing equity share capital	Number of equity share held	% to the existing equity share capital	
A.	Promoters and persons acting in Concert (Collectively "the Promoters")	23,93,93,412	53.86%	23.93.93.412	54.21%	
В.	Public Shareholders	20,51,20,328	46.14%	20,21,74,874	45.79%	
	TOTAL.	44,45,13,740	100.00%	44,15,68,286	100.00%	

Assuming that as a part of Buy-back all the 29.45,454 Equity Shares (Maximum Buyback we bought back at Maximum Buyback Price. Please note that the shareholding post the E may differ depending on the actual number of equity Shares bought back under the Buy-b he differint clieptory of shareholding.

10.3 There are no partly paid-up or Equity Shares or calls in arrears as on the date of this Public Announcement.

- 10.4 There are no outstanding instruments convertible into shares
- 10.5 No scheme of amalgamation or compromise or arrangement pursuant to the Company Act is pending in relation to the Company as on the date of this Public Announcement
- 11. DETAILS OF PROMOTERS, MEMBERS OF THE PROMOTER GROUP, PERSONS IN CONTROL AND DIRECTORS OF PROMOTERS AND PROMOTER GROUP SHAREHOLDING AND OTHER DETAILS
- For ma details of the aggregate strendsdarg of the promoters, members of the pro-group, directors of the promoter sand members of the promoter group, where the pro-of the member of the promoter group is a company and of persons those in coo the Company as on the date of this Public Announcement, please refer to paragrap (a) and A 1,10 of ParA above 11
- (a) an w. - (u) or F an in a 800%. I.2. For the details of Equity Shares sold or purchased by the persons mentioned in paragraph 11.1 above during a pencid of 12 (twelve) months preceding the date of the Photo-Announcoment and 6 (us) months preceding the date of the Board Meeting, please refer to paragraph 4.2 and 4.3 of Part A above.