

# RAJDHANI INVESTMENTS & AGENCIES PRIVATE LIMITED

Corporate Office: Ground Floor, DLF Gateway Tower, DLF Cyber City, Phase-III, Gurgaon-122002  
CIN: U65993GJ1972PTC097502, Tel.: (+91-124) 4396006, E-mail: corpdbs@yahoo.com

22.10.2018

To, The General Manager Dept. of Corporate Services <b>BSE Limited</b> P.J. Tower, Dalal Street, Mumbai 400 001 Email : corp.relations@bseindia.com	To, The Vice-President National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Email : cmlist@nse.co.in
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Dear Sir,

**Ref: DLF Limited ("Target Company")**

**Sub: Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 2015**

We, Rajdhani Investments & Agencies Private Limited ("**Rajdhani**"), a part of the promoter/ promoter group of DLF Limited, has acquired 1,64,151 equity shares (64,151 on 19<sup>th</sup> October, 2018 and 1,00,000 on 22<sup>nd</sup> October, 2018) constituting 0.0092% of the total paid up equity share capital of Target Company from open market.

Accordingly, post the said acquisitions of Equity Shares, the holding of Rajdhani stands increased from 99,02,05,080 equity shares (55.4946%) to **99,03,69,231 equity shares (55.5038%)** in the Target Company. Consequently, after the said acquisition of equity shares promoter/promoter group shareholding in Target Company stands increased from 133,72,28,120 equity shares (74.9430%) to 133,73,92,271 equity shares (74.9522%).

As a matter of abundant caution, we submit herewith the following disclosures in connection with the above mentioned acquisition of equity shares of Target Company by Rajdhani for your kind information and record please even though the acquisition is less than 5% of the paid up equity share capital of DLF Limited:-


- Disclosures under Regulation 29(1) and 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and
- Disclosure under Regulation 7(2) (a) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Kindly note and take the above on record.

Thanking you,

Yours faithfully,

For Rajdhani Investments & Agencies Private Limited



**Rajiv Singh**

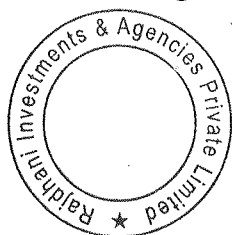
Director



Copy to:

The Company Secretary

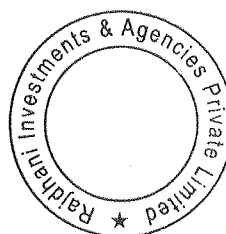
DLF Limited



**DISCLOSURES UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Name of the Target Company (TC)	DLF Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Rajdhani Investments & Agencies Private Limited (Acquirer) <b>(List of PACs attached as Annexure-A)</b>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited & National Stock Exchange of India Limited		
Details of the acquisition as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	1337228120	74.9430	74.9430\$
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	\$	Nil	\$
e) Total (a+b+c+d)	1337228120	74.9430	74.9430\$
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	164151	0.0092	0.0092
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive	Nil	Nil	Nil

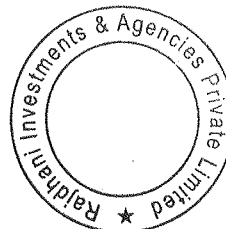
D.K.R.S



N.P.R.

shares carrying voting rights in the TC (specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	164151	0.0092	0.0092
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	1337392271	74.9522	74.9522\$
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	\$	Nil	\$
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+d)	1337392271 <sup>@</sup>	74.9522	74.9522\$
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Open Market		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Fully paid up Equity Shares of Rs.2/- each of the Target Company.		
Date of acquisition of/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	19 <sup>th</sup> day of October, 2018 & 22 <sup>nd</sup> day of October, 2018		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		

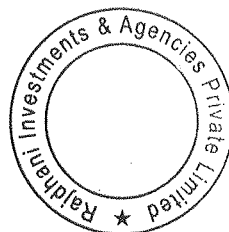

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**Part-B\*\*\*****Name of the Target Company: DLF Limited**

Sl. No.	Name (s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter / Promoter group	PAN of the acquirer and / or PACs
1.	Mr. Kushal Pal Singh	Promoter	ABIPS6464P
2.	Mr. Rajiv Singh	Promoter	ABIPS6665G
3.	Ms. Kavita Singh	Part of Promoter group/PACs	AMEPS4420J
4.	Ms. Pia Singh	Part of Promoter group/PACs	AAAPS6436J
5.	Ms. Renuka Talwar	Part of Promoter group/PACs	AABPS4732L
6.	Mallika Housing Company LLP	Part of Promoter group/PACs	AAWFM0434C
7.	Prem Traders LLP	Part of Promoter group/PACs	AAOFP7149R
8.	Raisina Agencies LLP	Part of Promoter group/PACs	AAPFR2111N
9.	Jhandewalan Ancillaries LLP	Part of Promoter group/PACs	AAJFJ4425D
10.	Realest Builders and Services Private Limited	Part of Promoter group/PACs	AACCR3757Q
11.	Parvati Estates LLP	Part of Promoter group/PACs	AAOFP2370A
12.	Universal Management and Sales LLP	Part of Promoter group/PACs	AADFU4632K
13.	Beverly Builders LLP	Part of Promoter group/PACs	AAMFB2390L
14.	Rajdhani Investments & Agencies Private Limited (Acquirer)	Part of Promoter group/PACs	AAACR8326F



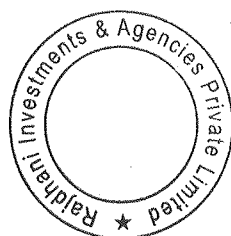
15.	Prem's Will Trust (held by Mr. Kushal Pal Singh & Mr. Rajiv Singh)	Part of Promoter group/PACs	AAATP0313R
16.	DLF Urva Real Estate Developers & Services Private Limited	Part of Promoter group/PACs	AAACU8202D

**For Rajdhani Investments & Agencies Private Limited**

*R.S. L.D.I.*

**Rajiv Singh**  
**Director**

*R.S.*  
Place: New Delhi



Date: 22.10.2018

**Notes:**

(\*) Total share capital / voting capital taken as per the latest filing done by the Company to the Stock Exchange.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) Part – B shall be disclosed to the Stock Exchanges but shall not be disseminated.

\$ Conversion of 37,97,46,836 CCDs and exercise of 13,80,89,758 Warrants issued to the Companies forming part of the promoter/promoter group resulting into 51,78,36,594 Equity Shares shall be undertaken in a manner that is in compliance with the minimum public shareholding norms prescribed for the Target Company under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Securities Contracts (Regulations) Rules, 1957

@The said acquisition of equity shares was undertaken by entity forming part of the promoter/promoter group of DLF Limited and a person acting in concert, and accordingly, post acquisition, the promoter/promoter group shareholding stands increased from 133,72,28,120 (74.9430%) to 133,73,92,271 (74.9522%).

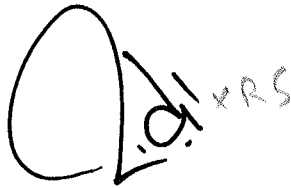
Annexure- A

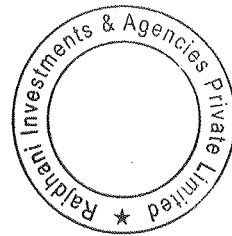
**LIST OF PERSONS ACTING IN CONCERT (PACs)**

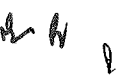
{Forming part of disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated 22.10.2018}

**Target Company: DLF Limited**

S. No.	Names of PACs
1.	Mr. Kushal Pal Singh
2.	Mr. Rajiv Singh
3.	Ms. Kavita Singh
4.	Ms. Pia Singh
5.	Ms. Renuka Talwar
6.	Mallika Housing Company LLP
7.	Prem Traders LLP
8.	Raisina Agencies LLP
9.	Jhandewalan Ancillaries LLP
10.	Realest Builders and Services Private Limited
11.	Parvati Estates LLP
12.	Universal Management and Sales LLP
13.	Beverly Builders LLP
14.	Rajdhani Investments & Agencies Private Limited
15.	Prem's Will Trust (held by Mr. Kushal Pal Singh & Mr. Rajiv Singh)
16.	DLF Urva Real Estate Developers & Services Private Limited



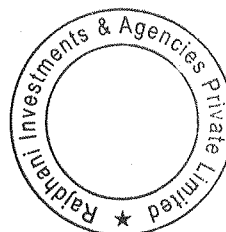




**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)  
Regulations, 2011**

Name of the Target Company (TC)	DLF Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Rajdhani Investments & Agencies Private Limited (Acquirer) <b>(List of PACs attached as Annexure-A)</b>		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited & National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable(*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of :</b>			
a) Shares carrying voting rights	1337228120	74.9430	74.9430\$
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	\$	Nil	\$
e) Total (a+b+c+d)	1337228120	74.9430	74.9430\$
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	164151	0.0092	0.0092
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil

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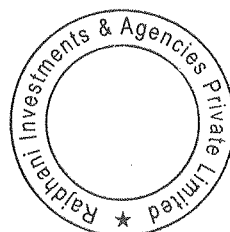
acquired/sold			
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	164151	0.0092	0.0092
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	1337392271	74.9522	74.9522\$
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	\$	Nil	\$
e) Total (a+b+c+d)	1337392271 <sup>@</sup>	74.9522	74.9522\$
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Open Market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	19 <sup>th</sup> day of October, 2018 & 22 <sup>nd</sup> day of October, 2018		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 356,86,53,398/- divided into 178,43,26,699 Shares @ Rs.2/- each.		

(\*) Total share capital / voting capital taken as per the latest filing done by the Company to the Stock Exchange.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

\$Conversion of 37,97,46,836 CCDs and exercise of 13,80,89,758 Warrants issued to the Companies forming part of the promoter/promoter group resulting into 51,78,36,594 Equity Shares shall be undertaken in a manner that is in compliance with the minimum public shareholding norms prescribed for the Target Company under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Securities Contracts (Regulations) Rules, 1957.

*Q.d. RS*



*RS*



@The said acquisition of equity shares was undertaken by entity forming part of the promoter/promoter group of DLF Limited and is person acting in concert, and accordingly, post acquisition, the promoter/promoter group shareholding stands increased from 133,72,28,120 (74.9430%) to 133,73,92,271 (74.9522%).

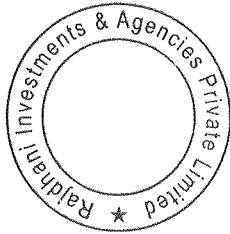
**For Rajdhani Investments & Agencies Private Limited**



**Rajiv Singh**  
**Director**  


Place: New Delhi

Date: 22.10.2018



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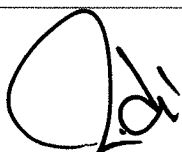
Annexure- A

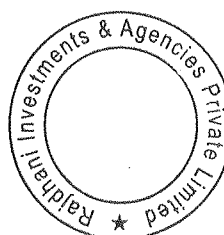
**LIST OF PERSONS ACTING IN CONCERT (PACs)**

{Forming part of disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 dated 22.10.2018}

**Target Company: DLF Limited**

S. No.	Names of PACs
1.	Mr. Kushal Pal Singh
2.	Mr. Rajiv Singh
3.	Ms. Kavita Singh
4.	Ms. Pia Singh
5.	Ms. Renuka Talwar
6.	Mallika Housing Company LLP
7.	Prem Traders LLP
8.	Raisina Agencies LLP
9.	Jhandewalan Ancillaries LLP
10.	Realest Builders and Services Private Limited
11.	Parvati Estates LLP
12.	Universal Management and Sales LLP
13.	Beverly Builders LLP
14.	Rajdhani Investments & Agencies Private Limited
15.	Prem's Will Trust (held by Mr. Kushal Pal Singh & Mr. Rajiv Singh)
16.	DLF Urva Real Estate Developers & Services Private Limited

  
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**FORM C**

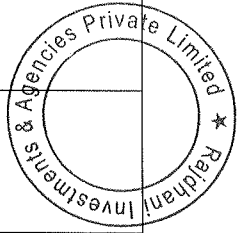
**SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]**

Name of the company: DLF Limited

ISIN of the company: INE271C01023

**Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

Name, PAN, CIN/DIN, & address with contact nos	Category of Person (Promoters/ KMP / Directors / Immediate relative to / others etc.)	Securities held prior to acquisition / disposal		Securities acquired/Disposed		Securities held post acquisition/disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition / disposal (on market/public/ rights/ preferential offer / off market/ Inter-se transfer, ESOPs etc.)		
		Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No	Value	Transaction Type (Buy/Sale/ Pledge/ Revoke/ Invoke)	Type of security (For eg. - Shares, Warrants, Convertible Debentures etc.)	No. and % of shareholding			From	To
1 Rajdhani Investments & Agencies Private Limited ("Rajdhani") MC Shah House, 1/B, FF, Avantika Society, Nr. Naranpura Railway Crossing, Naranpura, Ahmedabad, Gujarat-380013. AAACR8326F U65993GJ1972PTC097502	2 Part of Promoter/ Promoter group	3 Equity Shares	4 99,02,05,080 (55.4946%) <sup>#</sup>	5 Equity Shares	6 1,64,151 (0.0092%) <sup>#</sup>	7 Rs. 2,46,30,464.80/-	8 Buy	9 Equity Shares	10 99,03,69,231 (55.5038%) <sup>#</sup>	11 19 <sup>th</sup> day of October, 2018	12 22 <sup>nd</sup> day of October, 2018	13 22 <sup>nd</sup> day of October, 2018	14 Open market



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**Note:** "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

**Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

Trading in derivatives (Specify type of contract, Futures or Options etc)	Buy		Sell		Exchange on which the trade was executed
	Contract specifications	Notional Value	Number of units (contracts * lot size)	Notional Value	
15	16	17	18	19	21

**Note:** In case of Options, notional value shall be calculated based on Premium plus strike price of options.

(#) Rajdhani Investments & Agencies Private Limited being promoter (promoter group/PACs was holding 99,02,05,080 (55.4946%) Equity Shares of DLF Limited (Target Company). Pursuant to purchase of 1,64,151 Equity Shares (0.0092%) [64,151 on 19.10.2018 and 1,00,000 on 22.10.2018] from open market, Rajdhani would hold in total 99,03,69,231 Equity Shares (55.5038%) of DLF Limited inclusive of its existing holding. Hence, the aggregate shareholding or control of promoter group stands increased from 133,72,28,120 (74.9430%) to 133,73,92,271 (74.9522%).

**For Rajdhani Investments & Agencies Private Limited**



**Rajiv Singh**  
**Director**

*(Signature)*

Date: 22.10.2018

Place: New Delhi

