



OppenheimerFunds®

The Right Way
to Invest

24 May 2019

The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
India
Tel No : 91-22-22721233/4, 91-22-66545695 (Hunting)
Contact: Shyam Bhagirath 022 2272 8013
Email: corp.comm@bseindia.com

Re: Reporting of Outstanding Share Ownership

Dear Sir or Madam:

This letter is filed on behalf of OppenheimerFunds, Inc. (“OFI”) and its clients for the purpose of reporting the ownership of shares of DLF Limited (“Company”). OFI is an investment adviser registered under the U.S. Investment Advisers Act of 1940 that provides investment advice to various mutual funds and other accounts (“OFI Clients”).

On October 17, 2018, Massachusetts Mutual Life Insurance Company (“MassMutual”), an indirect corporate parent of OppenheimerFunds, Inc. (“OFI”) and its subsidiaries, entered into an agreement with Invesco Ltd. (“Invesco”), whereby Invesco would acquire MassMutual’s asset management affiliate, OFI. In connection with the Transaction, the OFI Funds’ Board of Trustees and other relevant parties have each approved, pursuant to various agreements, to transfer investment discretion and voting authority, where

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applicable, associated with OFI Clients to Invesco. On May 24, 2019, the transaction closed having garnered the necessary regulatory and other third-party approvals.

As a result of the closing of the transaction, we hereby inform you that OFI no longer has investment discretion or voting authority over any shares of the Company.

We trust that this notice satisfies our requirements. Should you need any additional information, please do not hesitate to contact us at our new email:

IVZ-GlobalRegulatoryReporting@Invesco.com.

Please find attached forms as required by Regulation 29(2) of the Code.

Kind regards,

24 May 2019

Date

Signature

Stephen Volpe, VP Compliance

Name/Title

Annexure-B

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

1. Name of the Target company (TC)	DLF Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	OppenheimerFunds, Inc.		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	MCXX, XBOM, XNSE		
5. Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of :</u>			
a) Shares carrying voting rights	124,992,328	7.01%	7.01%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
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)	-	-	-

Total (a+b+c+d)	124,992,328	7.01%	7.01%
<u>Details of acquisition/sale</u>			
a) Shares carrying voting rights acquired/sold	-124,992,328	-7.01%	7.01%
b) VRs acquired/sold otherwise than by equity shares	-	-	-
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) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
Total (a+b+c+/-d)	-124,992,328	-7.01%	7.01%
<u>After the acquisition/sale, holding of:</u>			
a) Shares carrying voting rights	0	0.00	0.00
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by equity shares	-	-	-
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	-	-	-
Total (a+b+c+d)	0	0.00	0.00
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Disposal on account of internal reorganization		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of	May 24, 2019		

allotment of shares, whichever is applicable.	
8. Equity share capital/ total voting capital of the TC before the said acquisition / sale.	Rs. 2,207,225,278 (based on par value of Rs 1.00 and total issued shares of 2207225278)
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale.	Rs. 2,207,225,278 (based total issued shares of 2207225278)
10. Total diluted share/ voting capital of the TC after the said acquisition.	2,207,225,278

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.

Signature of the acquirer / Authorized Signatory

For and on behalf of OppenheimerFunds, Inc..

Place : New York, New York

Date : May 24, 2019