

# 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,

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28.06.2019

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 : cnlist@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 Promoter of the Target Company, have acquired 12,42,80,783 fully paid-up equity shares of Rs. 2/- each of the said Target Company on 26<sup>th</sup> June, 2019 pursuant to exercise of 12,42,80,783 warrants held by Rajdhani in the Target Company. Therefore, the shareholding of Rajdhani stands increased from 135,63,07,091 equity shares (58.03%) to 148,05,87,874 equity shares (59.81%) in the Target Company.

Further, DLF Urva Real Estate Developers & Services Private Limited ("**DLF Urva**"), a part of the promoter group entity has also acquired 1,38,08,975 fully paid-up equity shares of Rs. 2/- each of the said Target Company on 26<sup>th</sup> June, 2019 pursuant to exercise of 1,38,08,975 warrants held by DLF Urva in the Target Company. Therefore, the shareholding of DLF Urva stands increased from 1,38,08,976 equity shares (0.59%) to 2,76,17,951 equity shares (1.12%) in the Target Company.

Accordingly, the promoters/promoter group shareholding in the Target Company stands increased from 171,71,39,107 equity shares (73.47%) to 185,52,28,865 equity shares (74.95%).

We submit herewith the following disclosures in connection with the above mentioned acquisition of equity shares of the Target Company for your kind information and record:-

- 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



Registered Office: MC Shah House, 1/B, FF, Avantika Society, Nr. Naranpura Railway Crossing, Naranpura, Ahmedabad, Gujarat- 380013, Tel.: (+91-79) 27683006

**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/ Rajdhani) (List of PACs attached as Annexure-A)		
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	171,71,39,107	73.47	73.47
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	Nil	Nil
e) Total (a+b+c+d)	171,71,39,107	73.47	73.47
<b>Details of acquisition</b>			
a) Shares carrying voting rights acquired	12,42,80,783	1.78	1.78
b) VRs acquired 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	Nil	Nil	Nil



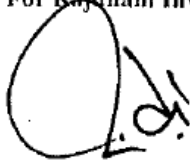
(specify holding in each category) acquired			
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+/-d)	12,42,80,783	1.78	1.78
<b>After the acquisition, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	185,52,28,865	74.95	74.95
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	Nil	Nil
d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
e) Total (a+b+c+d) (Note)	185,52,28,865 <sup>#</sup>	74.95	74.95
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Due to exercise of warrants into equity shares in accordance with the terms of the warrants issued by DLF Limited.		
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.	26 <sup>th</sup> day of June, 2019.		
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 467,44,43,896/- divided into 233,72,21,948 Shares @ Rs.2/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 495,06,23,412/- divided into 247,53,11,706 Shares @ Rs.2/- each.		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 495,06,23,412/- divided into 247,53,11,706 Shares @ Rs.2/- each.		

**#Note:** Includes 12,42,80,783 equity shares acquired by Rajdhani and 1,38,08,975 equity shares acquired by DLF Urva Real Estate Developers & Services Private Limited on 26<sup>th</sup> June, 2019.



16.	DLF Urva Real Estate Developers & Services Private Limited	Part of Promoter group/PACs	AAACU8202D
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For Rajdhani Investments & Agencies Private Limited



Rajiv Singh  
Director  
Place: New Delhi



Date: 28.06.2019

**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.

**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 28.06.2019}

**Target Company: DLF Limited**

S. No.	Names of PACs
1.	Mr. Kushal Pal Singh
2.	Mr. Rajiv Singh
3.	Rajdhani Investments & Agencies Private Limited
4.	Ms. Kavita Singh
5.	Ms. Pia Singh
6.	Ms. Renuka Talwar
7.	Mallika Housing Company LLP
8.	Prem Traders LLP
9.	Raisina Agencies LLP
10.	Jhandewalan Ancillaries LLP
11.	Realest Builders and Services Private Limited
12.	Parvati Estates LLP
13.	Universal Management and Sales LLP
14.	Beverly Builders LLP
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/ Rajdhani) (List of PACs attached as Annexure-A)		
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	171,71,39,107	73.47	73.47
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	Nil	Nil
e) Total (a+b+c+d)	171,71,39,107	73.47	73.47
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	12,42,80,783	1.78	1.78
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	Nil	Nil	Nil



(specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	12,42,80,783	1.78	1.78
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	185,52,28,865	74.95	74.95
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	Nil	Nil
e) Total (a+b+c+d) (Note)	185,52,28,865 <sup>#</sup>	74.95	74.95
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)	Due to exercise of warrants into equity shares in accordance with the terms of the warrants issued by DLF Limited.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	26 <sup>th</sup> day of June, 2019.		
Equity share capital / total voting capital of the TC before the said acquisition/sale	Rs. 467,44,43,896/- divided into 233,72,21,948 Shares @ Rs.2/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	Rs. 495,06,23,412/- divided into 247,53,11,706 Shares @ Rs.2/- each.		
Total diluted share/voting capital of the TC after the said acquisition/sale	Rs. 495,06,23,412/- divided into 247,53,11,706 Shares @ Rs.2/- each.		

#Note: Includes 12,42,80,783 equity shares acquired by Rajdhani and 1,38,08,975 equity shares acquired by DLF Urva Real Estate Developers & Services Private Limited on 26<sup>th</sup> June, 2019.



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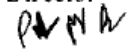
(\*) Total share capital / voting capital taken as per the latest filing done by the Company to the Stock Exchange

(\*\*) 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.

For Rajdhani Investments & Agencies Private Limited



Rajiv Singh  
Director



Place: New Delhi



Date: 28.06.2019

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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 28.06.2019}

**Target Company: DLF Limited**

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

