

# 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

03.03.2020

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

Dear Sir,

Ref: DLF Limited ("Target Company")

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

We, Rajdhani Investments & Agencies Private Limited ("Rajdhani"), a Promoter of the Target Company, have acquired 1,49,27,680 equity shares of Rs. 2/- each of the said Target Company on 2<sup>nd</sup> March, 2020 constituting 0.60% of the total paid up equity share capital of the Target Company from Realest Builders & Services Private Limited who is a part of the Promoter group of the Target Company, being a inter-se transfer of shares between members of the Promoter group/persons acting in concert.

The said acquisition of equity shares was undertaken between entities forming part of the Promoter/Promoter group of the Target Company and are persons acting in concert. Accordingly, post-acquisition, the aggregate Promoter/Promoter group shareholding will remain unchanged. Further, the holding of Rajdhani stands increased from 148,05,87,874 equity shares (59.81%) to 149,55,15,554 equity shares (60.42%) in the Target Company.

As a matter of abundant caution, 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 please even though the acquisition is less than 5% of the paid up equity share capital of the Target Company:-

- Disclosures under Regulation 29(1) and 29 (2) of the Takeover Regulations;
- Disclosure under Regulation 10(6) of the Takeover Regulations; and
- Disclosure under Regulation 7(2)(a) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

We shall be separately sending Report under Regulation 10(7) of the Takeover Regulations.

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

9/4/20

**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<br>(Acquirer/ Rajdhani)<br>(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 &<br>National Stock Exchange of India Limited                                                        |                                                            |                                                            |
| 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 (**) |
| <b>Before the acquisition under consideration, holding of Acquirer together with PACs, of:</b>                                                                            |                                                                                                                  |                                                            |                                                            |
| a) Shares carrying voting rights <sup>#</sup>                                                                                                                             | 185,52,28,865                                                                                                    | 74.95                                                      | 74.95                                                      |
| 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) <sup>#</sup>                                                                                                                                           | 185,52,28,865                                                                                                    | 74.95                                                      | 74.95                                                      |
| <sup>#</sup> Being inter-se transfer, no change in the shareholding before/after the acquisition along with PAC.                                                          |                                                                                                                  |                                                            |                                                            |
| <b>Details of acquisition/sale</b>                                                                                                                                        |                                                                                                                  |                                                            |                                                            |
| a) Shares carrying voting rights acquired/sold <sup>##</sup>                                                                                                              | 1,49,27,680                                                                                                      | 0.60                                                       | 0.60                                                       |
| b) VRs acquired /sold otherwise than by shares                                                                                                                            | Nil                                                                                                              | Nil                                                        | Nil                                                        |
| c) Warrants/convertible securities/any other                                                                                                                              |                                                                                                                  |                                                            |                                                            |

*[Handwritten Signature]*



|                                                                                                                                                                                            |                                                                                                                                                                                                           |       |       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-------|
| instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold                                                  | Nil                                                                                                                                                                                                       | Nil   | Nil   |
| d) Shares encumbered / invoked/released by the acquirer                                                                                                                                    | Nil                                                                                                                                                                                                       | Nil   | Nil   |
| e) Total (a+b+c+/-d)                                                                                                                                                                       | 1,49,27,680                                                                                                                                                                                               | 0.60  | 0.60  |
| <sup>##</sup> Inter-se transfer                                                                                                                                                            |                                                                                                                                                                                                           |       |       |
| <b>After the acquisition/sale, holding of Acquirer together with PACs, 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)                                                                                                                                                                         | 185,52,28,865                                                                                                                                                                                             | 74.95 | 74.95 |
| Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue /preferential allotment / inter-se transfer etc.)                                                    | Pursuant to a Block deal in accordance with SEBI circular CIR/MRD/DP/118/2017 dated October 26, 2017 (Inter-se transfer of Shares amongst Promoters/ PACs who are Promoter group entities of DLF Limited) |       |       |
| Date of acquisition / <del>sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>                                                      | 2 <sup>nd</sup> day of March, 2020                                                                                                                                                                        |       |       |
| Equity share capital / total voting capital of the TC before the said acquisition/sale                                                                                                     | Rs. 495,06,23,412/- divided into 247,53,11,706 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.                                                                                                                                     |       |       |



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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.

The said acquisition of equity shares was undertaken between persons forming part of the Promoter/Promoter group of DLF Limited and who are persons acting in concert. Accordingly, post acquisition, the aggregate Promoter/Promoter group shareholding will remain unchanged.

**For Rajdhani Investments & Agencies Private Limited**



**Rajiv Singh**  
**Director**



Place: New Delhi



Date: 03.03.2020

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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 03.03.2020}

**Target Company: DLF Limited**

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

