

JHANDEWALAN ANCILLARIES LLP
Limited Liability Partnership Identification Number: AAB-5427
Registered with Limited Liability

(Converted from Jhandewalan Ancillaries Private Limited having Company Identification No. U74900DL1973PTC006832 with effect from 24th May, 2013).

27th May, 2013

To, The General Manager Dept. of Corporate Services Bombay Stock Exchange Limited P.J. Tower, Dalal Street, Mumbai 400 001 Fax no. 022-22722039/2061/2037	To, The Vice-President National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051 Fax no. 022-26598237/38
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Dear Sir,

Sub: Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI (Prohibition of Insider Trading) Regulations, 1992

This is to inform you that Jhandewalan Ancillaries Private Limited one of the Company belonging to the Promoter group of DLF Limited (**Target Company**) has been converted into Jhandewalan Ancillaries LLP (**Limited Liability Partnership**) with effect from 24th May, 2013. In this connection, please find enclosed the following disclosures which are being filed out of abundant caution for your reference.

1. Intimation under Regulation 29 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
2. Intimation under Regulations 13(2A) / 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992 ; and
3. Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

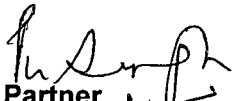
A copy of Certificate of registration on conversion of Jhandewalan Ancillaries Private Limited to Jhandewalan Ancillaries LLP is also enclosed as Annexure A.

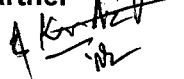
This is for your kind information and records.

Thanking you.

Yours faithfully,

For Jhandewalan Ancillaries LLP


Designated Partner

Encl: as above 

Copy to :

The Company Secretary
DLF Limited

Registered Office: 301-303, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi-110001.

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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	Jhandewalan Ancillaries LLP (Limited Liability Partnership). The name of the PAC are attached and marked as Annexure-B.		
Whether the acquirer belongs to Promoter/Promoter group	Yes **(Please see note below)		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	1,33,48,03,120	75.00	75.00
b) Voting rights (VR) 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)	Nil	Nil	Nil
d) Total (a+b+c)	1,33,48,03,120	75.00	75.00
Details of acquisition			
a) Shares carrying voting rights acquired	4,73,88,000	2.66	2.66
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 (specify holding in each category) acquired	Nil	Nil	Nil
d) Total (a+b+c)	4,73,88,000	2.66	2.66

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After the acquisition, holding of:			
a) Shares carrying voting rights	1,33,48,03,120	75.00	75.00
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) Total (a+b+c)	1,33,48,03,120	75.00	75.00
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Acquisition / Devolvement of shares upon conversion of the Company into Limited Liability Partnership**		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	The securities being acquired / devolved are fully paid-up equity shares forming part of the existing paid-up equity share capital of TC with same rights.		
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.	24 th May, 2013 **.		
Equity share capital / total voting capital of the TC before the said acquisition	1,77,97,37,494 shares @ Rs. 2/- each***		
Equity share capital/ total voting capital of the TC after the said acquisition	1,77,97,37,494 shares @ Rs. 2/- each***		
Total diluted share/voting capital of the TC after the said acquisition	1,77,97,37,494 shares @ Rs. 2/- each***		

Note:

(*) 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.

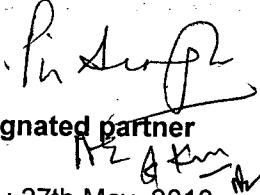
** Jhandewalan Ancillaries Private Limited [a Company belonging to the Promoter group and also one of the PAC of DLF Limited (hereinafter referred to as "Jhandewalan")] has been converted into Limited Liability Partnership namely Jhandewalan Ancillaries LLP, in terms of Limited Liability Partnership Act, 2008 & Limited Liability Partnership Rules, 2009 made thereunder. Consequently, all the assets & liabilities of Jhandewalan (including shares of Target Company) got vested in Jhandewalan Ancillaries LLP by virtue of the said conversion with effect from 24th May, 2013.

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***This equity share capital of 1,77,97,37,494 shares @ Rs. 2 each is after assuming full conversion of outstanding convertible securities/warrants into equity shares of the TC excluding employee stock options.

For Jhandewalan Ancillaries LLP


Designated partner

Date : 27th May, 2013

Place: New Delhi

Page 3 of 3



GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Registrar ,RoC-Delhi
4th Floor , IFCI Tower , 61 , Nehru Place , New Delhi - 110019, Delhi, INDIA

FORM 19

[Refer Rule 32(1) of the LLP Rules, 2009]

CERTIFICATE OF REGISTRATION ON CONVERSION

OF

Jhandewalan Ancillaries Private Limited

TO

JHANDEWALAN ANCILLARIES LLP

LLP Identification Number: AAB-5427

It is hereby certified that JHANDEWALAN ANCILLARIES LLP is this day registered pursuant to section 58(1) of the LLP Act 2008.

Given at Delhi this Twenty Fourth day of May Two Thousand Thirteen.

Signature valid

Digitally signed by Sah
Atma
Date: 2013.05.24 11:56:28
GMT+05:30

Registrar ,National Capital Territory of Delhi and Haryana

Note: The corresponding form has been approved by ARVIND KUMAR BUNKAR, Assistant Registrar and this certificate has been digitally signed by the Registrar through a system generated digital signature under rule 36(3)(ii) of the Limited Liability Partnership Rules, 2009
The digitally signed certificate can be verified at the Ministry website (www.mca.gov.in).

Mailing Address as per record available in Registrar office:
JHANDEWALAN ANCILLARIES LLP
301-303, MERCANTILE HOUSE, 15, KASTURBA GANDHI MARG,
NEW DELHI - 110001,
Delhi, INDIA



JHANDEWALAN ANCILLARIES LLP
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Annexure-B

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 27th May, 2013}

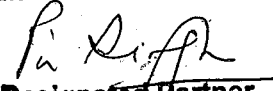
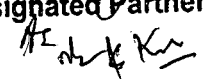
Target Company: DLF Limited

S. No.	Names of PACs
1.	Mr. Rajiv Singh
2.	Mr. Kushal Pal Singh
3.	Ms. Pia Singh
4.	Ms. Indira Kushal Pal Singh
5.	Ms. Renuka Talwar
6.	Ms. Kavita Singh
7.	Panchsheel Investment Company*
8.	Sidhant Housing and Development Company*
9.	Kohinoor Real Estates Company*
10.	Mallika Housing Company LLP (converted from Mallika Housing Company w.e.f. 18 th December, 2012)
11.	Madhur Housing and Development Company*
12.	Yashika Properties and Development Company*
13.	Prem Traders LLP (converted from Prem Traders Private Limited w.e.f. 12 th April,2013)
14.	Vishal Foods and Investments Private Limited
15.	Raisina Agencies LLP(converted from Raisina Agencies Private Limited w.e.f. 09 th January,2013)
16.	Jhandewalan Ancillaries LLP (converted from Jhandewalan Ancillaries Private Limited w.e.f. 24 th May,2013)
17.	DLF Investments Private Limited
18.	Realest Builders and Services Private Limited
19.	Haryana Electrical Udyog Private Limited
20.	Parvati Estates LLP (converted from Parvati Estates Private Limited w.e.f. 29 th November, 2012)
21.	Universal Management and Sales LLP (converted from Universal Management & Sales Private Limited w.e.f. 29 th November, 2012)
22.	Megha Estates Private Limited
23.	Buland Consultants & Investments Private Limited
24.	Beverly Park Operation and Maintenance Services LLP (converted from Beverly Park Operation and Maintenance Services Private Limited w.e.f. 18 th October, 2012)
25.	Rajdhani Investments & Agencies Private Limited
26.	Prem's Will Trust (held by Mr. K. P. Singh & Mr. Rajiv Singh)

* A Private Company with Unlimited Liability

Registered Office: 301-303, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi-110001.

For Jhandewalan Ancillaries LLP


Designated Partner


FORM B / D

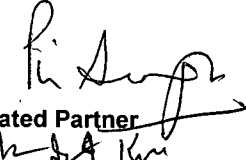
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(2), 13(2A), 13 (4A) and 13(6)]

Details of shares or voting rights held by ~~Director or Officer and his dependants~~ or Promoter or Person who is part of Promoter Group of a listed company, or positions taken in derivatives by ~~Director or Officer of a listed company and his dependents~~.

Name, PAN No. & Address of Promoter/Person who is part of Promoter Group/Director/Officer	Date of assuming office of Director / Officer OR Date of becoming Promoter/part of Promoter Group.	No. & % of shares/voting rights held at the time of becoming Promoter/part of Promoter Group/ Director / Officer.	Date of intimation to company	Mode of acquisition / (market purchase / public / rights / preferential offer etc.)	Trading Member through whom the trade was executed with SEBI Registration No. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value
Name – * Jhandewalan Ancillaries LLP Address -301-303, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi – 110001. PAN – Applied For	24 th May, 2013 i.e. Date of Certificate of Registration on conversion into Limited Liability Partnership under Limited Liability Partnership Act, 2008 and Limited Liability Partnership Rules, 2009.	4,73,88,000 equity shares constituting 2.66 % of the share capital	27 th May, 2013 i.e. Within 2 working days of date of Certificate of Registration on conversion into Limited Liability Partnership under Limited Liability Partnership Act, 2008 and Limited Liability Partnership Rules, 2009.	Acquisition / devolvement of shares upon conversion into Limited Liability Partnership*	Not Applicable	Not Applicable	Nil	Nil

* Jhandewalan Ancillaries Private Limited [a Company belonging to the Promoter group and also one of the PAC of DLF Limited hereinafter referred to as “Jhandewalan”] has been converted into Limited Liability Partnership namely Jhandewalan Ancillaries LLP, in terms of Limited Liability Partnership Act, 2008 & Limited Liability Partnership Rules, 2009 made thereunder. Consequently, all the assets & liabilities of Jhandewalan (including shares of Target Company) got vested in Jhandewalan Ancillaries LLP by virtue of the said conversion with effect from 24th May, 2013.

For Jhandewalan Ancillaries LLP


Designated Partner

Date: 27th May, 2013

Place: New Delhi

DISCLOSURES UNDER REGULATION 10(6) – REPORT TO STOCK EXCHANGES IN RESPECT OF ANY ACQUISITION MADE IN RELIANCE UPON EXEMPTION PROVIDED FOR IN REGULATION 10 OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1.	Name of the Target Company (TC)	DLF Limited	
2.	Name of the acquirer(s)	Jhandewalan Ancillaries LLP (Limited Liability Partnership)	
3.	Name of the stock exchange where shares of the TC are listed	Bombay Stock Exchange Limited and National Stock Exchange of India Limited.	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition / Devolvement of shares upon conversion of the Company into Limited Liability Partnership. **	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10 (1)(g)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Not Applicable	
7.	Details of acquisition	Disclosures made/required to be made under regulation 10(5)	Actual
	a. Name of the transferor / seller	N. A.	Jhandewalan Ancillaries Private Limited **
	b. Date of acquisition	N. A.	24 th May, 2013**
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N. A.	4,73,88,000
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N. A.	2.66
	e. Price at which shares are proposed to be acquired / actually acquired	N. A.	Nil **

8. Shareholding details	Pre-Transaction		Post-Transaction	
	No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
Acquirer - Jhandewalan Ancillaries LLP ** (Shareholding held along with other PAC's are attached as Annexure A)	-	-	4,73,88,000	2.66
Seller - **	-	-	-	-
Note: <ul style="list-style-type: none"> (*) Shareholding of each entity shall be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers. 				

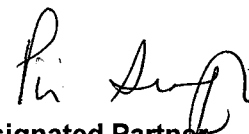
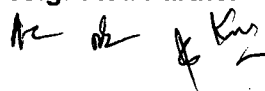
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For Jhandewalan Ancillaries LLP

Date : 27th May, 2013

Place : New Delhi


Designated Partner


LIST OF PERSONS ACTING IN CONCERT (PACs)

{Forming part of disclosure under Regulation 10(6) of the
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
dated 27th May, 2013}

Target Company : DLF Limited

Sr. No.	Name of the "Promoter and Promoter Group"	Total Shares held	
		Number	%*
1	Panchsheel Investment Company	312,110,500	17.54
2	Sidhant Housing and Development Company	23,72,09,700	13.33
3	Kohinoor Real Estates Company	9,53,53,400	5.36
4	Madhur Housing and Development Company	9,38,19,600	5.27
5	Mallika Housing Company LLP (Converted from Mallika Housing Company with effect from 18.12.2012)	90,992,000	5.11
6	Yashika Properties and Development Company	92,080,400	5.17
7	Prem Traders LLP (Converted from Prem Traders Private Limited with effect from 12.04.2013)	90,059,200	5.06
8	Vishal Foods and Investments Private Limited	7,47,69,060	4.20
9	Raisina Agencies LLP (Converted from Raisina Agencies Private Limited with effect from 9.01.2013)	65,889,120	3.70
10	Jhandewalan Ancillaries LLP (Converted from Jhandewalan Ancillaries Private Limited with effect from 24.05.2013)	47,388,000	2.66
11	DLF Investments Private Limited	3,91,54,500	2.20
12	Pia Singh	81,38,600	0.46
13	Rajiv Singh	16,456,320	0.92
14	Realest Builders and Services Private Limited	14,927,680	0.84
15	Haryana Electrical Udyog Private Ltd	14,052,400	0.79
16	Kushal Pal Singh	10,461,000	0.59
17	Parvati Estates LLP (Converted from Parvati Estates Private Limited with effect from 29.11.2012)	6,380,000	0.36
18	Universal Management and Sales LLP (Converted from Universal Management & Sales Private Limited with effect from 29.11.2012)	5,455,560	0.31
19	Kavita Singh	72,14,080	0.41
20	Indira Kushal Pal Singh	4,034,360	0.23
21	Megha Estates Private Limited	3,464,600	0.19
22	Buland Consultants & Investments Private Limited	2,568,000	0.14
23	Renuka Talwar	1,540,000	0.09
24	Beverly Park Operation and Maintenance Services LLP (Converted from Beverly Park Operation and Maintenance Services Private Limited with effect from 18.10.2012)	1,099,120	0.06
25	Rajdhani Investments & Agencies Private Limited	97,920	0.01
26	Prem's Will Trust (held by Mr. K.P. Singh & Mr. Rajiv Singh)	88,000	0.00
Total**		1,334,803,120	75.00*

* % being rounded off.

** It includes the shareholding held by the Transferee

For Jhandewalan Ancillaries LLP

Designated Partner