

UNIVERSAL MANAGEMENT AND SALES LLP

(Converted from Universal Management & Sales Private Limited having Company Identification no. U74899DL1963PTC003987 with effect from 29th November, 2012).

30th November, 2012

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 Universal Management & Sales Private Limited one of the companies belonging to the Promoter group of DLF Limited (Target Company) has been converted into Universal Management and Sales LLP (Limited Liability Partnership) with effect from 29th November, 2012. In this connection, please find enclosed the following disclosures which have been filed out of abundant caution for your reference.

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

A copy of Certificate of registration on conversion of Universal Management & Sales Private Limited to Universal Management and Sales LLP is also enclosed.

This is for your kind information and records.

Thanking you.

Yours faithfully,

For Universal Management and Sales LLP



Designated Partner



Encl: as above

Copy to :
The Company Secretary
DLF Limited

UNIVERSAL MANAGEMENT AND SALES LLP

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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	Universal Management and Sales LLP (Limited Liability Partnership). The name of the PAC are attached and marked as Annexure-A.		
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	78.58	78.58
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	78.58	78.58
Details of acquisition			
a) Shares carrying voting rights acquired	54,55,560	0.32	0.32
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)	54,55,560	0.32	0.32

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After the acquisition, holding of:			
a) Shares carrying voting rights	1,33,48,03,120	78.58	78.58
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	78.58	78.58
Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Acquisition / Devolvment 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.	29 th November, 2012 **.		
Equity share capital / total voting capital of the TC before the said acquisition	1,69,86,16,416 shares @ Rs. 2/- each***		
Equity share capital/ total voting capital of the TC after the said acquisition	1,69,86,16,416 shares @ Rs. 2/- each***		
Total diluted share/voting capital of the TC after the said acquisition	1,69,86,16,416 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.

** Universal Management & Sales Private Limited [a Company belonging to the Promoter group and also one of the PAC of DLF Limited hereinafter referred to as "Universal"] has been converted into Limited Liability Partnership namely Universal Management and Sales LLP, in terms of Limited Liability Partnership Act, 2008 & Limited Liability Partnership Rules, 2009 made thereunder. Consequently, all the Assets & Liabilities of Universal (including shares of Target Company) got transferred and vested in Universal Management and Sales LLP by virtue of the said conversion with effect from 29th November, 2012.

UNIVERSAL MANAGEMENT AND SALES LLP

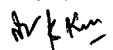
(Converted from Universal Management & Sales Private Limited having Company Identification no. U74899DL1963PTC003987 with effect from 29th November, 2012).

***This equity share capital of 1,69,86,16,416 shares @ Rs. 2 each each is after assuming full conversion of outstanding convertible securities/warrants into equity shares of the TC excluding employee stock options.

For Universal Management and Sales LLP



Designated partner

 
Date : 30th November, 2012

Place: New Delhi

UNIVERSAL MANAGEMENT AND SALES LLP

(Converted from Universal Management & Sales Private Limited having Company Identification no. U74899DL1963PTC003987 with effect from 29th November, 2012).

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 30.11.2012}

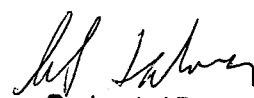
Target Company : DLF Limited

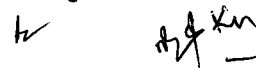
S.No.	Names of PACs
1.	Mr. Rajiv Singh
2.	Mr. K. P. Singh
3.	Ms. Pia Singh
4.	Ms. Indira Kushal Pal Singh
5.	Ms. Renuka Talwar
6.	Ms. Kavita Singh
7.	Panchsheel Investment Company
8.	Sidhant Housing and Development Company
9.	Kohinoor Real Estates Company
10.	Mallika Housing Company
11.	Madhur Housing and Development Company
12.	Yashika Properties and Development Company
13.	Prem Traders & Investments Private Limited
14.	Vishal Foods and Investments Private Limited
15.	Raisina Agencies Private Limited (name changed with effect from 27.09.2012)
16.	Jhandewalan Ancillaries and Investments Private Limited
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)

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Regd. Off: 301-303, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi-110001.

For Universal Management and Sales LLP


Designated Partner



FORM B / D

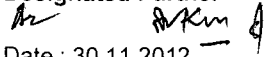
Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(2), 13(2A), 13 (4A) and 13(6)]

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 – * Universal Management and Sales LLP Address -301-303, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi – 110001. PAN – Applied For	29.11.2012 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.	54,55,560 equity shares constituting 0.32 % of the share capital	30.11.2012 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

* Universal Management & Sales Private Limited [a Company belonging to the Promoter group and also one of the PAC of DLF Limited hereinafter referred to as "Universal"] has been converted into Limited Liability Partnership namely Universal Management and Sales LLP, in terms of Limited Liability Partnership Act, 2008 & Limited Liability Partnership Rules, 2009 made thereunder. Consequently, all the Assets & Liabilities of Universal (including shares of Target Company) got transferred and vested in Universal Management and Sales LLP by virtue of the said conversion with effect from 29.11.2012:

For Universal Management and Sales LLP


 Designated Partner

 Date : 30.11.2012

Place: New Delhi



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

UNIVERSAL MANAGEMENT AND SALES PVT LTD

TO

UNIVERSAL MANAGEMENT AND SALES LLP

LLP Identification Number: AAB-2335

It is hereby certified that UNIVERSAL MANAGEMENT AND SALES LLP is this day registered pursuant to section 58(1) of the LLP Act 2008.

Given at Delhi this Twenty Ninth day of November Two Thousand Twelve.

Signature valid

Digitally signed by: Sah
Atma
Date: 2012.11.29 13:54:57
GMT+05:30

Registrar ,National Capital Territory of Delhi and Haryana

Note: The corresponding form has been approved by Tiainla -,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:
UNIVERSAL MANAGEMENT AND SALES LLP
301-303, Mercantile House,, 15, Kasturba Gandhi Marg,,
New Delhi - 110001,
Delhi, INDIA

