

DLF LIMITED

DLF Gateway Tower, R Block,
DLF City Phase – III, Gurugram – 122 002,
Haryana (India)
Tel.: (+91-124) 4396000, investor-relations@dlf.in



10th August 2022

The General Manager Dept. of Corporate Services BSE Limited P.J. Tower, Dalal Street, Mumbai – 400 001	The Vice-President National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
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Ref: ISIN- INE271C01023

Sub: 57th Annual General Meeting (AGM)

Dear Sir/ Madam,

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith summary of the proceedings of 57th AGM of the Company held on 10 August 2022.

This is for your kind information and record please.

Thanking you,

Yours faithfully,
For **DLF Limited**

A handwritten signature in black ink, appearing to read 'R. P. Punjani'.

R. P. Punjani
Company Secretary

Encl.: As above

For Stock Exchange's clarifications, please contact:

1. Mr. R. P. Punjani - 09810655115/punjani-rp@dlf.in
2. Mr. Raju Paul - 09999333687/paul-raju@dlf.in

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SUMMARY OF PROCEEDINGS OF THE 57th ANNUAL GENERAL MEETING HELD ON 10 AUGUST 2022

The 57th Annual General Meeting (AGM) of the Members of the Company was held on **Wednesday, 10th August 2022, at 12.30 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**

Mr. Rajiv Singh, Chairman, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Company Secretary introduced all the Directors, Statutory Auditors, Secretarial Auditor and Cost Auditor attending the meeting.

The Chairman & Directors greeted the members attending the AGM.

The Company Secretary informed the members that Mr. Vineet K. Chaudhary (FCS 5327) and Mr. Ashok Tyagi (FCS 2968), Company Secretaries in practice, were appointed as the scrutinizers to scrutinize the voting through electronic means (i.e. remote e-voting and voting at the meeting through electronic voting system) in a fair and transparent manner.

The Company Secretary informed the shareholders that in view of the risk posed by COVID-19 pandemic and the safety of all members being of paramount importance, the Company has convened this AGM through Video Conference in compliance with the circulars and directives issued by the Ministry of Corporate Affairs and by the Securities and Exchange Board of India, from time to time. The deemed venue of the AGM shall be the registered office of the Company. The Company Secretary further apprised that the Company has also provided webcast link to view the live proceedings of the AGM on the website of the Company at www.dlf.in.

The Company issued public notices on 16th and 19th July 2022 in English and Hindi News Papers informing the members the date of 57th AGM, fixing the record date and request for updating bank accounts details etc. Notice of the AGM and Annual Report was mailed only to those members whose email id was registered with the Company and Depository Participants. Facility was also provided to others to register their emails.

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Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting facility to the Members entitled to cast their votes on all resolutions. Remote e-voting facility commenced at 9.30 A.M.(IST) on Saturday, 6th August 2022 and ended at 5.00 P.M.(IST) on Tuesday, 9th August 2022.

The Chairman delivered his speech inter alia, on the Company's financials, recent development, and future business prospects. A copy of the Chairman's speech is being submitted to the stock exchanges separately.

Thereafter, the following items of ordinary and special businesses as set out in the Notice convening 57th AGM were transacted as follows:

Ordinary Business:

1. To consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended 31 March 2022 together with the Reports of the Board of Directors and Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2022 together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the Financial Year ended 31 March 2022.
3. To appoint a Director in place of Mr. Gurvirendra Singh Talwar (DIN: 00559460), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Devinder Singh (DIN: 02569464), who retires by rotation and being eligible, offers himself for re-appointment.
5. To re-appoint S.R. Batliboi & Co. LLP, Chartered Accountants (FRN: 301003E/ E300005) as Statutory Auditors of the Company for the second term of 5 (five) consecutive years from the conclusion of 57th AGM till the conclusion of 62nd AGM.

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Special Business:

6. Ratification and confirmation of the remuneration payable to M/s R.J. Goel & Co., Cost Accountants (FRN: 000026) for conducting the audit of cost records pertaining to real estate development activities of the Company for the financial year ended 31 March 2022.
7. To enter into Related Party Transactions with DLF Cyber City Developers Limited and/or DLF Assets Limited, subsidiaries of the Company, for an amount which may exceed the threshold for material RPTs, by an amount not exceeding an aggregate value of ₹ 3,000 Crore, during the financial year 2022-23.
8. Continuation of Lt. Gen. Aditya Singh (Retd.) (DIN: 06949999) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, who will attain 75 (seventy five) years of age on 20 September 2022 till his current tenure of appointment.

The Chairman requested the Members to ask questions or seek clarifications or express their views on the agenda items. Thereafter, the Chairman responded to the queries raised by the Members.

The Chairman requested the members who had not yet cast their votes or were otherwise not barred from exercising their voting rights to cast their votes on the abovementioned resolutions. The Chairman informed the Shareholders that the e-voting facility would continue to be available for 15 minutes on the NSDL platform.

The Chairman informed the Members that the details of the voting results (i.e. remote e-voting and e-voting at the AGM) would be collated and announced within 2 working days from the conclusion of the Meeting and would be uploaded on the websites of the Company and NSDL and would also be forwarded to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE).

The dividend if declared at the meeting will be paid to the members, subject to deduction of tax at source on or before Thursday, 8 September 2022 and physical warrants shall be dispatched to the members, who have not registered their ECS mandates.

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The meeting was concluded at 01:43 P.M. (IST) with a vote of thanks.

Note: This is not the minutes of the proceedings of the AGM of the Company.

Thanking you,

Yours faithfully,
For **DLF LTD.**

A handwritten signature in black ink, appearing to read 'R.P. Punjani', written over a horizontal line.

R.P. Punjani
Company Secretary

10th August 2022