

DLF LIMITED

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



21st March 2024

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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Sub: Postal Ballot Voting Results

Dear Sir/ Madam,

As per the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Postal Ballot voting results in the prescribed format along with the Scrutinizer's Report.

This is for your kind information and record please.

Thanking you,

Yours faithfully,
For **DLF Limited**

R. P. Punjani
Company Secretary

Encl.: As above

For Stock Exchange's clarifications, please contact: Mr. R. P. Punjani - 09810655115/ punjani-rp@dlf.in Mr. Amit Kumar Sinha - 09810988710/ sinha-amit@dlf.in

	DLF LIMITED
Date of the AGM/EGM	Postal Ballot
Total number of shareholders on record date	426304
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - RE-APPOINTMENT OF MS. PRIYA PAUL (DIN: 00051215) AS AN INDEPENDENT DIRECTOR									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,833,634,385	1,833,634,385	100.0000	1,833,634,385	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,833,634,385	100.0000	1,833,634,385	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	523,444,274	428,128,303	81.7906	164,514,865	263,613,438	38.4265	61.5734	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		428,128,303	81.7906	164,514,865	263,613,438	38.4265	61.5735	0	0
Public- Non Institutions	E-Voting	118,233,047	20,151,208	17.0436	20,126,259	24,949	99.8761	0.1238	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		20,151,208	17.0436	20,126,259	24,949	99.8762	0.1238	0	0
Total		2,475,311,706	2,281,913,896	92.1869	2,018,275,509	263,638,387	88.4466	11.5534	0	0



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SCRUTINIZER'S REPORT

[Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended) read with MCA Circulars issued from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circulars issued time to time]

To
The Chairman,
DLF Limited ('the Company')
CIN: L70101HR1963PLC002484
Shopping Mall, 3rd Floor, Arjun Marg,
DLF City, Phase-I, Gurugram – 122002, Haryana.

SCRUTINIZER'S REPORT ON POSTAL BALLOT PROCESS CONDUCTED THROUGH REMOTE E-VOTING

Dear Sir,

We, CS Ashok Tyagi (Membership No. F2968 and C.P. No: 7322) and CS Vineet K Chaudhary, (Membership No. F5327 and C.P. No. 4548) Company Secretaries in whole time practice were appointed as Scrutinizers by the Board of Directors of **DLF Limited ('the Company')** at its meeting held on 24 January 2024 for scrutinizing the postal ballot process through electronic means only, in respect of the Resolution contained in the Notice dated 24 January, 2024 in a fair and transparent manner and for ascertaining the requisite majority for the Resolution proposed to be passed with respect to the provisions of Sections 108 & 110 of the Companies Act, 2013 ('the Act') and Rules 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force and other applicable provisions, if any, of the Act, read with the General Circular No. 14/2020 dated April 08, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020; General Circular No. 10/2021 dated June 23, 2021; General Circular No. 20/2021 dated December 08, 2021; General Circular No. 3/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India read with other relevant circulars issued from time to time (collectively referred to as 'MCA Circulars') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, as amended and pursuant to other applicable laws and regulations (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force).

SERVICE PROVIDER

The Company has availed the services of National Securities Depository Limited ('NSDL') for facilitating e-voting to enable the Members to cast their votes electronically using remote e-voting system on special business sought to be transacted through Postal Ballot.

MANAGEMENT'S RESPONSIBILITY

The Management of the Company is responsible to ensure the compliances with the requirements of the Act read with Rules made thereunder, Listing Regulations, MCA Circulars or any other provisions, as applicable for conducting postal ballot of the Company through remote e-voting. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting system.

SCRUTINIZER'S RESPONSIBILITY

Our responsibility as Scrutinizers of the voting process is restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizers' Report of the votes cast 'For' or 'Against' the Resolution stated in the Notice of Postal Ballot, based on the report generated from the e-voting system provided by the NSDL.

CUT OFF DATE

The Members of the Company holding equity shares either in physical form or in dematerialized form, as on the "Cut-off Date" i.e. Friday, 9 February 2024 were entitled to cast their votes electronically through remote e-voting on the Resolution as set out in the Notice of Postal Ballot dated 24 January 2024.

REMOTE E-VOTING PROCESS

The remote e-voting period commenced from **Wednesday, 21 February, 2024 at 09:00 a.m. (IST)** and ended on **Thursday, 21 March, 2024 at 5:00 p.m. (IST)** on the designated website <https://www.evoting.nsdl.com> of NSDL.

NOTICE IN ELECTRONIC MODE

The Company has confirmed that the dispatch of electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars to all the Members was completed on Monday, 19 February, 2024 to those Members whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date. Further the Company has not dispatched physical copies of Postal Ballot notices, Postal Ballot Forms etc. to any Member.

NEWSPAPER ADVERTISEMENT

Pursuant to Rules 20 & 22 of the Companies (Management and Administration Rules), 2014 and other applicable provisions, the Company on Tuesday, 20 February 2024, had published the public notice by way of an advertisement in 'Financial Express' (in English Edition) and in edition of Jansatta (in Hindi Edition), newspapers having wide circulations, informing about the completion of dispatch of Postal Ballot Notice in electronic form to the Members along with other related matters mentioned therein.

E-VOTING

1. We monitored the process of electronic voting (i.e. remote e-voting) through the Scrutinizer's secured link provided by NSDL through its designated website.
2. After completion of remote e-voting, votes casted by the Members, were unblocked in the presence of two witnesses, Mr. Mohit Dixit & Mr. Adarsh Sharma who are not in the employment of the Company.
3. The remote e-voting report downloaded from the website of NSDL have been kept separately.
4. Votes casted by the Members through remote e-voting, were reconciled with the records maintained by the RTA, data received from NSDL pertaining to remote e-voting, other related documents and authorizations lodged with us.
5. After ascertaining the votes casted by remote e-voting, we hereby submit the result as under:

SPECIAL RESOLUTION

Resolution No. 1: Re-Appointment of Ms. Priva Paul (DIN: 00051215) as an Independent Director

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
Postal Ballot (Remote e-voting)	2338	2,28,19,13,896	1713	2,01,82,75,509	88.4466	625	26,36,38,387	11.5534

HANDOVER OF THE RELATED DOCUMENTS

The Electronic data and other relevant documents and records are under our safe custody and will be handed over to the Company Secretary for the safe custody once the Chairman considers, approves and signs the Minutes.

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ANNOUNCEMENT OF RESULTS

Based on the above remote e-voting, we confirm that the Resolution has been approved with the requisite majority, accordingly we request to the Chairman/ or other person authorized by him, to announce the voting result of Postal Ballot.

Thanking You
Yours' Faithfully,

Ashok
Tyagi
Digitally signed
by Ashok Tyagi
Date:
2024.03.21
17:59:52
+05'30'

CS Ashok Tyagi
Scrutinizer
Membership No: - F2968
C.P. No: - 7322
UDIN: F002968E003612651
Peer Review Cert. No. 1578/2021

VINEET K
CHAUDHARY
Digitally signed by
VINEET K CHAUDHARY
Date: 2024.03.21
17:56:57 +05'30'

CS Vineet K Chaudhary
Alternate Scrutinizer
Membership No: - F5327
C.P. No: - 4548
UDIN: F005327E003612502
Peer Review Cert. No. 1955/2022

Date: 21 March 2024
Place: New Delhi

Ram
Parkash
Punjani
Digitally signed
by Ram Parkash
Punjani
Date:
2024.03.21
18:22:11 +05'30'

Countersigned by ~~Chairman~~/Authorized Person