

DLF LIMITED

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



7th August 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: 59th Annual General Meeting (AGM)

Dear Sir/ Madam,

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith the Voting Results in the prescribed format along with the Scrutinizer's Report in connection with 59th AGM of the Company held on **Wednesday, 7th August 2024.**

This is for your kind information and record please.

Thanking you,

Yours faithfully,
For **DLF Limited**

R. P. Punjani
Company Secretary

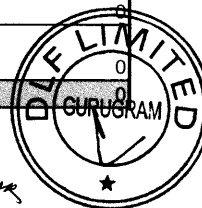
Encl.: As above

For Stock Exchange's clarifications, please contact:-
Mr. R. P. Punjani – 09810655115/ punjani-rp@dlf.in
Ms. Nikita Rinwa – 09069293544/ rinwa-nikita@dlf.in

	DLF LIMITED
Date of the AGM/EGM	07-08-2024
Total number of shareholders on record date	469013
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	11
Public:	236

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - (a) Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of Board of Directors and Auditors thereon. (b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon									
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	522,586,596	436,837,517	83.5914	432,404,969	4,432,548	98.9853	1.0147	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		436,837,517	83.5914	432,404,969	4,432,548	98.9853	1.0147	0.0000	0
Public- Non Institutions	E-Voting	119,090,725	16,804,252	14.1105	16,802,453	1,799	99.9893	0.0107	0	0
	Poll		26,151	0.0220	26,151	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,830,403	14.1324	16,828,604	1,799	99.9893	0.0107	0.0000	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend on equity shares for the financial year ended on March 31, 2024.									
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	522,586,596	445,817,486	85.3098	445,817,486	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		445,817,486	85.3098	445,817,486	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	119,090,725	16,799,302	14.1063	16,797,706	1,596	99.9905	0.0095	0	0
	Poll		26,151	0.0220	26,151	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,825,453	14.1283	16,823,857	1,596	99.9905	0.0095	0	0

Resolution No. 3

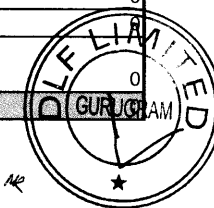
Resolution required: (Ordinary/ Special) ORDINARY - Appointment of a Director in place of Ms. Anushka Singh (DIN: 03324893), who retires by rotation and being eligible, offers herself for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?										
Yes										
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	1,833,063,985	99.9689	1,833,063,985	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		1,833,063,985	99.9689	1,833,063,985	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	522,586,596	445,814,225	85.3092	301,483,666	144,330,559	67.6254	32.3746	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		445,814,225	85.3092	301,483,666	144,330,559	67.6254	32.3746	0	0
Public- Non Institutions	E-Voting	119,090,725	16,796,397	14.1039	16,792,318	4,079	99.9757	0.0243	0	0
	Poll		26,151	0.0220	26,151	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,822,548	14.1258	16,818,469	4,079	99.9758	0.0242	0	0

Resolution No. 4

Resolution required: (Ordinary/ Special) ORDINARY - Appointment of a Director in place of Ms. Pia Singh (DIN: 00067233), who retires by rotation and being eligible, offers herself for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?										
Yes										
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	1,810,417,565	98.7338	1,810,417,565	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		1,810,417,565	98.7338	1,810,417,565	0	100.0000	0.0000	0	0



14

Public- Institutions	E-Voting	522,586,596	445,814,225	85.3092	281,255,623	164,558,602	63.0881	36.9119	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		445,814,225	85.3092	281,255,623	164,558,602	63.0881	36.9119	0	0
Public- Non Institutions	E-Voting	119,090,725	16,796,410	14.1039	16,772,775	23,635	99.8593	0.1407	0	0
	Poll		26,151	0.0220	26,151	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,822,561	14.1258	16,798,926	23,635	99.8595	0.1405	0	0
Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the remuneration payable to Sanjay Gupta & Associates, Cost Accountants (FRN: 000212) of the Company for the financial year ended March 31, 2024									
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	0
Public- Institutions	E-Voting	522,586,596	445,488,434	85.2468	445,488,434	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		445,488,434	85.2468	445,488,434	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	119,090,725	16,799,263	14.1063	16,796,044	3,219	99.9808	0.0192	0	0
	Poll		26,151	0.0220	26,151	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		16,825,414	14.1282	16,822,195	3,219	99.9809	0.0191	0	0



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CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

7 August 2024

To
The Chairman,
DLF LIMITED
CIN: L70101HR1963PLC002484
Registered Office: Shopping Mall, 3rd Floor Arjun Marg,
Phase I, DLF City, Gurgaon, Haryana-122002, India

59th Annual General Meeting (“AGM”) of the Members of DLF LIMITED (“the Company”) held on Wednesday, 7 August 2024 at 12:30 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM')

Dear Sir,

We, CS Vineet K Chaudhary (Membership No. F5327 and C.P. No: 4548) and CS Deepak Kukreja (Membership No. F4140 and C.P. No. 8265), Company Secretaries in whole time practice were appointed as Scrutinizers, to scrutinize and to ascertain the requisite majority, on the Resolutions proposed to be passed through the remote e-voting process as well as the e-voting conducted at the AGM (collectively referred to as ‘**e-voting facility**’) provided to the members under the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs (‘MCA’) General Circular No. 14/2020 dated 8 April 2020, General Circular No.17/2020 dated 13 April 2020, General Circular No. 20/2020 dated 5 May 2020, General Circular No. 02/2021 dated 13 January 2021, General Circular No. 21/2021 dated 14 December 2021, General Circular No. 2/2022 dated 5 May 2022 and General Circular No. 10/2022 dated 28 December 2022, General Circular No. 9/2023 dated 25 September 2023 (collectively referred to as ‘**MCA Circulars**’) permitted to conduct the AGM through VC or OAVM without the physical presence of the members at a common venue on or before 30 September 2024 and Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 (‘**SEBI Listing Regulations**’) and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7 October 2023 (‘**SEBI Circular**’) issued in this regard.

Service Provider

1. 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 as well as e-voting during the AGM on all items of the business(es) transacted at the AGM of the Company.

Management's Responsibility

2. The Management of the Company is responsible to ensure the compliances of the Companies Act, 2013 read with rules made thereunder, SEBI Listing Regulations, the MCA Circulars and the SEBI Circular or any other provisions, as applicable for the AGM of the Company. The Management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting system.

Scrutinizer's Responsibility

3. Our responsibility as Scrutinizers for the e-voting facility is restricted to make a Scrutinizers' Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice of the AGM dated 13 May 2024, based on the reports generated from the e-voting system provided by the service provider i.e. NSDL and documents furnished to us electronically by the Company and/or NSDL for our verification.

Notice in electronic mode

4. The Notice for AGM was sent to all the Members/Beneficiaries electronically on 16 July 2024, whose E-mail IDs were registered with the Company or Depository Participants in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars and SEBI Circular.

Cut-off date

5. The Members of the Company as on the 'cut-off date' for e-voting facility i.e. Wednesday, 31 July 2024 were entitled to avail the e-voting facility on the proposed resolutions (Item Nos. 1 to 5) as set out in the Notice of the AGM.

Remote e-Voting process

6. The remote e-voting period commenced on from **Friday, 2 August 2024 at 9.30 A.M. (IST)** and ended on **Tuesday, 6 August 2024 at 5.00 P.M. (IST)** on the designated website <https://www.evoting.nsdl.com/> of NSDL.

Newspaper Advertisements

7. Pursuant to applicable provisions of MCA Circulars, the Company had published the Newspaper advertisements in 'Financial Express' (English) and in 'Jansatta' (Hindi) both dated 15 July 2024.
8. Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had published the Newspaper advertisements in 'Financial Express' (English) and in 'Jansatta' (Hindi) both dated 17 July 2024.

E-voting at the AGM

9. At the AGM of the Company held through VC/OAVM on Wednesday, 7 August 2024, after considering all the items of business, the facility to vote electronically was provided to those members who were attending the meeting through VC/OAVM but didn't participate in the remote e-voting process to cast their votes.
10. After the closure of e-voting at the AGM, the e-voting conducted at the AGM and the remote e-voting conducted prior to the AGM were unblocked and were downloaded in the presence of two independent witnesses, Mr. Mohit K. Dixit and Mr. Ankit Tiwari, who are not in the employment of the Company.

Consolidated results of e-voting facility

11. After scrutinizing and reviewing the report of remote e-voting conducted prior to the AGM and e-voting conducted at the AGM and votes casted therein based on the data downloaded from the NSDL Portal, we hereby submit the consolidated results of e-voting facility for the AGM as under:

Resolution 01: Ordinary Resolution

- (a) Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March 2024 together with the reports of Board of Directors and Auditors thereon.
- (b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2024 together with the Report of the Auditors thereon.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	1859	2,28,73,02,305	1819	2,28,28,67,958	99.8061	40	44,34,347	0.1939

Resolution 02: Ordinary Resolution

Declaration of dividend on equity shares for the financial year ended on 31 March 2024.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1856	2,29,62,77,324	1835	2,29,62,75,728	99.9999	21	1,596	0.0001

Resolution 03: Ordinary Resolution

Appointment of a Director in place of Ms. Anushka Singh (DIN: 03324893), liable to retire by rotation and being eligible, offered herself for re-appointment.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1860	2,29,57,00,758	1355	2,15,13,66,120	93.7128	505	14,43,34,638	6.2872

Resolution 04: Ordinary Resolution

Appointment of a Director in place of Ms. Pia Singh (DIN: 00067233), liable to retire by rotation and being eligible, offered herself for re-appointment.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting Facility	1859	2,27,30,54,351	1330	2,10,84,72,114	92.7594	529	16,45,82,237	7.2406

Resolution 05: Ordinary Resolution

Ratification of the remuneration payable to Sanjay Gupta & Associates, Cost Accountants (FRN: 000212), of the Company for the financial year ended 31 March 2024.

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-voting facility	1845	2,29,59,48,233	1803	2,29,59,45,014	99.9999	42	3,219	0.0001

Handover of the related documents

- The electronic data related to e-voting facility will be kept in our safe custody and will be handed over to the Company for preservation after the Chairman considers, approves and signs the minutes of AGM.

Announcement of Result

- Based on the above e-voting facility, we confirm that all the resolutions have been carried on with requisite majority, accordingly, as authorised by the Chairman at the AGM, Mr. Ashok Kumar Tyagi, Managing Director and CFO and Mr. Ram Parkash Punjani, Company Secretary, may announce the result of the meeting.

Thanking You,

VINEET K
CHAUDHAR Y
Digitally signed by
VINEET K
CHAUDHARY
Date: 2024.08.07
19:14:51 +05'30'

CS Vineet K Chaudhary
Scrutinizer
Membership No: F5327
C.P. No:4548
UDIN: F005327F000917117
Peer Review Cert. No. 1955/2022

DEEPAK
KUKREJA
Digitally signed by
DEEPAK KUKREJA
Date: 2024.08.07
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CS Deepak Kukreja
Alternate Scrutinizer
Membership No: F4140
C.P. No: 8265
UDIN: F004140F000918383
Peer Review Cert. No. 2667/2022

Ram
Parkash
Punjani
Digitally signed
by Ram Parkash
Punjani
Date: 2024.08.07
19:26:39 +05'30'

Counter Signed by ~~Chairman~~ Authorised Person