

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 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith summary of the proceedings of 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

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SUMMARY OF PROCEEDINGS OF THE 59th ANNUAL GENERAL MEETING HELD ON 7 AUGUST 2024

The 59th Annual General Meeting ('**AGM**') of the Members of the Company was held on **Wednesday, 7 August 2024, at 12.30 Hrs. (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 the Directors, Statutory Auditors, Secretarial Auditor and Cost Auditors attending the meeting.

The Chairman and Directors greeted the members attending the AGM.

The Company Secretary informed the shareholders that Mr. Vineet K Chaudhary (FCS: 5327), Company Secretary in practice was appointed as Scrutinizer and Mr. Deepak Kukreja (FCS: 4140), Company Secretary in practice as Alternate Scrutinizer 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 that the Ministry of Corporate Affairs ('**MCA**') through its General Circular No. 9/2023 dated 25 September 2023 read with General Circular No. 10/2022 dated 28 December 2022, General Circular No. 2/2022 dated 5 May 2022, General Circular No. 2/2021 dated 13 January 2021, General Circular No. 20/2020 dated 5 May 2020, General Circular No. 17/2020 dated 13 April 2020 and General Circular No. 14/2020 dated 8 April 2020 (collectively referred to as '**MCA Circulars**') permitted holding of the AGM through VC or OAVM, without the physical presence of the members at a common venue. The Securities and Exchange Board of India ('**SEBI**') also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated 7 October 2023 ('**SEBI Circular**') has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('**SEBI Listing Regulations**'). Accordingly, in compliance with the provisions of the Companies Act, 2013 ('**the Act**'), the SEBI Listing Regulations and the MCA Circulars, the AGM of the Company was held through VC/ OAVM. The deemed venue of the AGM shall be the registered office of the Company.

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The Company Secretary apprised that the Company has also provided webcast link to view the live proceedings of the AGM available on the website of the Company at www.dlf.in.

The Company issued public notices on 15 July and 17 July 2024 in English and Hindi Newspapers informing the members about the facility to those members who have not registered their e-mail Id to register their e-mail Id, date of 59th AGM, fixing of 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 e-mail Id was registered with the Company and Depository Participants.

Further, pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI Listing Regulations, 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 Friday, 2 August 2024 and ended at 5.00 P.M.(IST) on Tuesday, 6 August 2024.**

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 business(es) as set out in the Notice convening 59th 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 2024 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 2024 together with the Report of the Auditors thereon.
2. To declare dividend on equity shares for the financial year ended 31 March 2024.
3. To appoint a Director in place of Ms. Anushka Singh (DIN: 03324893), who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Ms. Pia Singh (DIN: 00067233), who retires by rotation and being eligible, offers herself for re-appointment.

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Special Business:

Ordinary Resolution

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

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 National Securities Depository Limited ('**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).

It was stated that the dividend if declared at the meeting will be paid to the members, subject to deduction of tax at source **on or before Thursday, 5 September 2024** and Dividend warrants/ Banker's cheque/ Demand Draft shall be dispatched to the members, who have not registered their ECS mandates.

The meeting concluded at 13.42 Hrs. 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 Limited**

R. P. Punjani
Company Secretary

7 August 2024