

DLF LIMITED

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



29th August 2023

To, The General Manager Dept. of Corporate Services BSE Limited P.J. Tower, Dalal Street, Mumbai 400 001	To, The Vice-President National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051
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Sub: Postal Ballot Notice

Dear Sir/ Madam,

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith a copy of Postal Ballot Notice dispatched to the members today i.e. on 29th August 2023.

Copy of the Postal Ballot Notice is also available on the website of the Company at: <https://www.dlf.in/postal-pdf/Postal-Ballot-Notice.pdf>

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

Regd. Office: Shopping Mall, 3rd Floor, Arjun Marg
Phase-I, DLF City, Gurugram – 122 002, Haryana
CIN: L70101HR1963PLC002484; Telephone No. 91-124-4334200
Website: www.dlf.in; E-mail: investor-relations@dlf.in

**POSTAL BALLOT NOTICE**

**Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014, as amended**

VOTING STARTS ON	VOTING ENDS ON
Wednesday, 30 August 2023 at 9.00 A.M. (IST)	Thursday, 28 September 2023 at 5.00 P.M. (IST)

Notice is hereby given to the members of DLF Limited (the ‘**Company**’) that in terms of the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 (including any statutory amendment(s), modification(s) and/ or re-enactment(s) thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with General Circular No. 14/2020 dated 8 April 2020, No. 17/2020 dated 13 April 2020, No. 22/2020 dated 15 June 2020, No. 33/2020 dated 28 September 2020, No. 39/2020 dated 31 December 2020, No. 10/2021 dated 23 June 2021, No. 20/2021 dated 8 December 2021, No. 03/2022 dated 5 May 2022 and No. 11/2022 dated 28 December 2022 issued by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot (hereinafter collectively referred to as ‘**MCA Circulars**’), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter collectively referred to as ‘**SEBI Listing Regulations**’) and relevant circulars issued by the Securities and Exchange Board of India in this regard, Secretarial Standard on General Meetings (hereinafter referred to as ‘**SS-2**’) issued by ‘The Institute of Company Secretaries of India’ and subject to such other laws and regulations, as applicable, the Company is seeking consent of its members for the proposed Resolution(s) as set-out hereinbelow, by way of Postal Ballot through remote e-voting system.

In view of the MCA Circulars, the Company is sending this Notice only in electronic form, to those Members whose e-mail IDs are registered with the Company/ Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. Members are requested to give their assent/ dissent only through the remote e-voting system. The instructions to cast the vote through remote e-voting forms part of the Notes to this Notice.

The Resolution(s) proposed to be passed by way of Postal Ballot and the Statement setting-out the material facts and reasons for the proposal are appended below for consideration of the members:

SPECIAL BUSINESS**1. APPOINTMENT OF MR. ASHOK KUMAR TYAGI (DIN: 00254161) AS MANAGING DIRECTOR**

To consider and if thought fit, to give assent/ dissent to the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with Rules made thereunder (including any statutory amendment(s), modification(s) and/ or re-enactment(s) thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Articles 124 and 125 of the Articles of Association of the Company, consent of the members of the Company, be and is hereby accorded to the appointment of Mr. Ashok Kumar Tyagi (DIN: 00254161) as Managing Director of the Company with effect from 4 August 2023, liable to retire by rotation, for a term co-terminus with his existing tenure as CEO and Whole-time Director i.e. up to 30 November 2027, on the terms and conditions as set-out in the Statement annexed to this Notice.

RESOLVED FURTHER THAT the terms and conditions of appointment and remuneration may be revised, enhanced, altered and varied from time to time, by the Board of Directors of the Company, including any duly constituted Committee thereof (hereinafter collectively referred to as the ‘Board’), as it may, in its discretion deem fit, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to undertake all such other acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this Resolution.”

2. APPOINTMENT OF MR. DEVINDER SINGH (DIN: 02569464) AS MANAGING DIRECTOR

To consider and if thought fit, to give assent/ dissent to the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with Rules made thereunder (including any statutory amendment(s), modification(s) and/ or re-enactment(s) thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Articles 124 and 125 of the Articles of Association, consent of the members of the Company be and is hereby accorded to the appointment of Mr. Devinder Singh (DIN: 02569464) as Managing Director of the Company with effect from 4 August 2023, liable to retire by rotation, for a term co-terminus with his existing tenure as CEO and Whole-time Director i.e. up to 30 November 2027, on the terms and conditions as set-out in the Statement annexed to this Notice.

RESOLVED FURTHER THAT the terms and conditions of appointment and remuneration may be revised, enhanced, altered and varied from time to time, by the Board of Directors of the Company, including any duly constituted Committee thereof (hereinafter collectively referred to as the ‘Board’), as it may, in its discretion deem fit, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to undertake all such other acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this Resolution.”

3. APPOINTMENT OF DR. UMESH KUMAR CHAUDHARY (DIN: 10263441) AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to give assent/ dissent to the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015,

as amended (‘SEBI Listing Regulations’) (including any statutory modification(s), amendment(s) and/ or re-enactment(s) thereof for the time being in force) and Articles 101(2) and 109A of the Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, Dr. Umesh Kumar Chaudhary (DIN: 10263441), who was appointed as an Additional Director (in independent capacity) of the Company with effect from 4 August 2023, meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of a Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years i.e. up to 3 August 2028.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) and other applicable provisions of the SEBI Listing Regulations, approval of the members of the Company be and is hereby accorded for continuation of Dr. Umesh Kumar Chaudhary (DIN: 10263441), 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 15 December 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised to undertake all such other acts, deeds and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this Resolution.”

By Order of the Board
for **DLF LIMITED**

R.P. Punjani
Company Secretary
FCS 3757

Gurugram
4 August 2023

Regd. Office: Shopping Mall
3rd Floor, Arjun Marg
Phase-I, DLF City
Gurugram – 122 002, Haryana
CIN: L70101HR1963PLC002484
Telephone No.: 91-124-4334200
Website: www.dlf.in
E-mail: investor-relations@dlf.in

NOTES AND INSTRUCTIONS

1. The relevant Statement(s) pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 (the 'Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations') setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice ('Notice').
2. As per Section 110 and other applicable provisions of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot, vide General Circular No. 14/2020 dated 8 April 2020, No. 17/2020 dated 13 April 2020, No. 22/2020 dated 15 June 2020, No. 33/2020 dated 28 September 2020, No. 39/2020 dated 31 December 2020, No. 10/2021 dated 23 June 2021, No. 20/2021 dated 8 December 2021, No. 03/2022 dated 5 May 2022 and No. 11/2022 dated 28 December 2022 (hereinafter collectively referred to as 'MCA Circulars'), this Notice is being sent only by e-mail to all the members, whose e-mail IDs are registered with the Company or with the National Securities Depository Limited ('NSDL')/ Central Depository Services (India) Limited ('CDSL') (hereinafter collectively referred to as 'Depositories') and whose names appear in the Register of Members/ list of beneficial owners as received from the Depositories as on **Friday, 18 August 2023 ('Cut-off Date')**.
3. It is clarified that all members of the Company as on the Cut-off Date (including those members who may not have received this Notice due to non-registration of their e-mail IDs with the Company or the Depositories) shall be entitled to vote in relation to the Resolution(s) specified in this Notice in accordance with the process specified in the Notice.
4. The Members may note that this Notice will also be available on the Company's website at www.dlf.in, websites of the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') at www.bseindia.com and www.nseindia.com, respectively and NSDL at <https://www.evoting.nsdl.com>, being the agency providing the remote e-voting facility.
5. The MCA has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their members in electronic mode. To support this green initiative and to receive communication from the Company in electronic mode, members who have not registered their e-mail IDs and are holding shares in physical form are requested to contact KFin Technologies Limited, the Registrar and Share Transfer Agent of the Company ('KFin/ RTA') and register their e-mail IDs. Members holding shares in demat form are requested to contact their respective Depository Participants ('DPs').
6. Members holding shares in demat form are requested to provide their PAN, Bank details and intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone and mobile no., nomination, power of attorney, bank details (bank account number, bank and branch name and address, IFSC, MICR code) to their respective DPs. Changes intimated to the DPs will automatically be reflected in the Company's record which will help the Company/ RTA to provide efficient and better services.
7. Members holding shares in physical form are also requested to provide the aforesaid information/ intimate such changes, if not already submitted/ intimated to the Company/ RTA under the signatures of the first/ joint holder(s) by submitting (i) scanned copy of the signed request letter which contains the shareholder's name, folio number, bank details (bank account number, bank and branch name and address, IFSC and MICR code); (ii) self-attested copy of the PAN card; and (iii) cancelled cheque leaf by sending a communication at the address mentioned at Note No. 9 below or at the Registered Office/ Corporate Office of the Company.
8. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members free of cost after making requisite changes.
9. Documents referred to in Note No. 7 & 8 above, may be sent to KFin at its office at Selenium Tower B, Plot No. 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032, Telangana. The contact details of RTA are as follows: Toll Free No. 1-800-309-4001;

e-mail: einward.ris@kfintech.com; Website: www.kfintech.com and/ or <https://ris.kfintech.com/>; Contact Person: Mr. Rajkumar Kale. KFin is also the depository interface of the Company with both the Depositories. However, keeping in view the convenience of the members, documents relating to equity shares will also be accepted by (i) KFin at 305, New Delhi House, 27, Barakhamba Road, New Delhi - 110 001, Ph.: 011-43681700; (ii) Registered Office of the Company; and also at (iii) Corporate Office: DLF Gateway Tower, R Block, DLF City, Phase - III, Gurugram – 122 002, Haryana.

10. SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16 March 2023, mandated furnishing of PAN, KYC details (i.e. postal address with Pin Code, e-mail ID, mobile number, bank account details) and nomination details by the holders of physical securities. Any service requests or complaints received from the members will not be processed by RTA till the aforesaid details/ documents are provided to RTA.

On or after 1 October 2023, in case any of the above cited documents/ details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s). Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at www.dlf.in.

Folios remaining frozen till 31 December 2025 will be referred by the RTA/ Company to the administering authority under the Benami Transactions (Prohibition) Act, 1988 and/ or Prevention of Money Laundering Act, 2002.

11. Institutional shareholders (i.e. other than individuals, Hindu Undivided Family, Non-Resident Indians etc.) are required to send a scanned copy (PDF/ JPG Format) of their board resolution/ authority letter/ power of attorney etc. authorizing their representatives to participate through remote e-voting. The said Resolution/ authority letter/ power of attorney etc. shall be sent to the Scrutinizer by e-mail through their registered e-mail ID at dlfscrutinizer@gmail.com or dlfevoting@dlf.in with a copy to evoting@nsdl.co.in
12. Voting rights will be reckoned on the paid-up value of equity shares registered in the name(s) of the members as on the Cut-off Date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes by remote e-voting. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.

13. Dispatch of the Notice shall be deemed to be completed on **Tuesday, 29 August 2023**.
14. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations read with Master Circular dated 11 July 2023 issued by SEBI including e-voting facility provided by Listed Entities and SS-2, the Company has extended remote e-voting facility for its members to enable them to cast their votes electronically. The Company has engaged the services of NSDL as the agency to provide remote e-voting facility.
15. Remote e-voting will commence on **Wednesday, 30 August 2023 at 9.00 A.M. (IST)** and end on **Thursday, 28 September 2023 at 5.00 P.M. (IST)**.
16. The Company has appointed Mr. Makarand M. Joshi (FCS 5533) and Mr. Vineet K. Chaudhary (FCS 5327), Company Secretaries in whole-time practice as Scrutinizers to scrutinize the e-voting process in a fair and transparent manner. They have given consent for their respective appointment.
17. The Scrutinizer(s) shall submit their Report within 2 working days of the conclusion of the remote e-voting to the Chairman/ Managing Director/ Company Secretary, who shall countersign and declare the result of the voting forthwith. The Resolution(s), if passed by a requisite majority, shall be deemed to have been passed at a duly convened general meeting.
18. The result of the Postal Ballot along with the Scrutinizers' Report will also be placed on the Company's website i.e. www.dlf.in and on the website of NSDL i.e. <https://www.evoting.nsdl.com/> and on the notice board at the Registered Office and Corporate Office of the Company. The Company shall simultaneously forward the result to NSE and BSE, where the equity shares of the Company are listed.
19. The Resolution(s), if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Thursday, 28 September 2023**.
20. Electronic copies of all the documents referred to in the Notice and the Statement shall be available for inspection. Shareholders will be able to inspect all the documents referred to in the Notice electronically without any fee from the date of circulation of this Notice till the period of conclusion of the remote e-voting. Members seeking inspection of such documents can send an e-mail to investor-relations@dlf.in

21. The details in terms of Regulation 36(3) of the SEBI Listing Regulations and other applicable provisions of the Act (including SS-2) are annexed hereto and form part of this Notice.

INSTRUCTIONS FOR REMOTE E-VOTING

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations read with Master Circular dated 11 July 2023 issued by SEBI including e-voting facility provided by Listed Entities and SS-2, Members are provided with the facility to cast their votes electronically, through the e-voting services provided by NSDL on the Resolutions set-forth in this Notice of Postal Ballot, through remote e-voting.

Members are requested to note that the Company is providing facility for remote e-voting and the business to be transacted through electronic voting system only.

I. Information relating to remote e-voting:

- i. Day, date and time of commencement of voting through electronic means: **Wednesday, 30 August 2023 at 9.00 A.M. (IST).**
- ii. Day, date and time of end of voting through electronic means beyond which voting will not

be allowed: **Thursday, 28 September 2023 till 5.00 P.M. (IST).**

II. Instructions relating to Remote e-voting:

How do I vote electronically using NSDL e-voting system?

The way to vote electronically on NSDL e-voting system consists of 'Two Steps' which are mentioned below:





Step 1: Access to NSDL e-voting system

(A) Login method for e-voting for Individual shareholders holding equity shares in demat mode

Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/ websites of Depositories/ DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Login method for Individual shareholders holding equity shares in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding equity shares in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select 'Register Online for IDeAS Portal' or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Type of shareholders	Login Method
	<p>4. Shareholders/ Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <p style="text-align: center;">  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding equity shares in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. After successful login, the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Shareholders (holding equity shares in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/ CDSL Depository website after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Forget Password' option available at above-mentioned website.

Helpdesk for Individual Shareholders holding equity shares in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding equity shares in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding equity shares in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

(B) Login Method for shareholders other than Individual shareholders holding equity shares in demat mode and shareholders holding equity shares in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/ OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding equity shares i.e. Demat (NSDL or CDSL) or Physical form	Your User ID is:
a) Members who hold equity shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) Members who hold equity shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) Members holding equity shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if your folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you

from NSDL in your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for equity shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail IDs are not registered.**

6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

- a) Click on '**Forgot User Details/ Password?**' (If you are holding equity shares in your

demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

- b) **'Physical User Reset Password?'** (If you are holding equity shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.
 8. Now, you will have to click on 'Login' button.
 9. After you click on the 'Login' button, Home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies 'EVEN' in which you are holding equity shares and whose voting cycle is in active status.
2. Select 'EVEN' of company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/ modify the number of equity shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the Resolution, you will not be allowed to modify your vote.

The remote e-voting period commences on **Wednesday, 30 August 2023 at 9.00 A.M. (IST)** and ends on

Thursday, 28 September 2023 at 5.00 P.M. (IST).

During this period, Members of the Company, holding equity shares either in physical form or in demat form, as on the Cut-Off Date i.e. **Friday, 18 August 2023** may cast their votes electronically by way of remote e-voting only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on the Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

Process for those shareholders whose e-mail IDs are not registered with the depositories for procuring user id and password and registration of e-mail IDs for e-voting for the Resolutions set-out in this notice:

1. In case equity shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by e-mail to investor-relations@dlf.in
2. In case equity shares are held in demat mode, please provide DPID-CLID (16- digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account Statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor-relations@dlf.in. If you are an Individual shareholder holding equity shares in demat mode, you are requested to refer to the login method explained at **step 1(A)** i.e. **Login method for e-voting for Individual shareholders holding equity shares in demat mode.**
3. Alternatively, shareholders/ members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/ Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mahtre at evoting@nsdl.co.in.

STATEMENT AND REASONS FOR THE PROPOSED RESOLUTIONS PURSUANT TO SECTIONS 102 AND 110 OF THE COMPANIES ACT, 2013

ITEM NOS. 1 & 2

Mr. Ashok Kumar Tyagi (DIN: 00254161) and Mr. Devinder Singh (DIN: 02569464) were re-appointed as Chief Executive Officer (CEO) and Whole-time Directors of the Company for a period of 5 (five) consecutive years with effect from 1 December 2022 till 30 November 2027. The said re-appointment(s) were approved by the members vide their Resolution(s) dated 5 January 2023 passed through Postal Ballot.

The Nomination and Remuneration Committee, at its meeting held on 3 August 2023 considered the background, experience, responsibilities and performance, outcome of the performance evaluation for FY 2022-23, milestones achieved by the Company during their tenure, continued advantage of their leadership and wisdom. In view of the above and their enhanced responsibilities, the Nomination and Remuneration Committee recommended the appointment of Mr. Tyagi and Mr. Singh as Managing Directors for a term co-terminus with their existing tenure as CEO and Whole-Time Directors.

Based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the shareholders, the Board at its meeting held on 4 August 2023, approved the appointment of Mr. Tyagi and Mr. Singh as Managing Directors of the Company for a term co-terminus with their existing tenure as CEO and Whole-time Directors. Further, consequent to their appointment as Managing Directors, Mr. Tyagi and Mr. Singh ceased to be the CEOs of the Company.

Mr. Tyagi and Mr. Singh satisfy all the conditions/ eligibility criteria of appointment as set-out in Section 196(3) and Part-I of Schedule V of the Act.

Mr. Tyagi and Mr. Singh are neither disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013 nor debarred from holding the office of Directors and they have given consent for their appointment as Managing Directors of the Company, respectively.

Mr. Tyagi, an alumnus of IIT Roorkee and IIM Ahmedabad, possesses rich experience of over three decades in various capacities. Before joining DLF, he worked with Genpact, General Electric and IFFCO. His area of expertise includes business management, strategy, risk management, finance and taxation, mergers and acquisitions etc.

Mr. Tyagi primarily focuses on the business and affairs of the Company and performs such roles and responsibilities as assigned/ to be assigned by the Board from time to time.

The broad responsibility(ies) of Mr. Tyagi, inter-alia include oversight of the functions of Finance, Accounts, Taxation, Corporate Affairs, Corporate Legal, Internal Audit, Information Technology and Human Resources. He also takes care of DLF's interests in all JV relationships.

Mr. Singh is B.E. (Civil) from Punjab Engineering College, Chandigarh and PGDM from MDI, Gurgaon. He possesses rich experience of over three decades in various capacities. His area of expertise includes construction and project management, planning for land and new projects, obtaining approvals, business management, risk management etc.

The broad responsibility(ies) of Mr. Singh, inter-alia include the overall responsibility for the entire business of Gurgaon and the North region, comprising of Gurgaon (including DLF-5), Tri-city region, Punjab and Himachal Pradesh including Land, Legal, Regulatory and Business Development matters, Operations and Facility Management. He is also responsible for project management, execution & delivery of construction activities for the Gurgaon and North Business Unit (Including Rentco Projects).

Further, under the guidance of Mr. Tyagi and Mr. Singh, the Company adopted a comprehensive Environmental, Social and Governance (ESG) culture. DLF continues to be a constituent in the FTSE4Good Emerging Index as well.

A few of the ESG related initiatives are stated as under:

S. No.	Parameters	Accomplishments
1.	Environment	LEED Zero Water certified Office/ Retail spaces. All Office workspaces are Platinum LEED Certified. MERV-14 Filters installed across office portfolio to improve air quality. WELL Health-Safety Rating by International WELL Building Institute.
2.	Social	The Company has been continuously involved in holistic development of the nation with special focus on communities where it operates its business. The Company furthered its deliverables on social responsibility with strengthening of initiatives for improving lives of underserved and marginalized communities and enhancing environment sustainability measures.

S. No.	Parameters	Accomplishments
		<p>The Company made significant investments in community welfare initiatives for underprivileged in areas of education, healthcare and animal welfare. It also significantly added to the environment footprint through large scale greening measures.</p> <p>During FY 2022-23, the Company had made a CSR contribution of ₹ 21.28 crore.</p>
3.	Governance	<p>The Company is committed to sound corporate governance practices as well as compliance with all applicable laws and regulations. DLF implemented governance practices that extended beyond the letter of the law. In doing so, the Company adopted practices mandated in the SEBI Listing Regulations and incorporated the relevant non-mandatory compliances, strengthening its position as a responsible corporate citizen.</p> <p>The Company had adopted a comprehensive Business Responsibility and Sustainability Policy covering the core elements of the 9 reporting principles of the National Guidelines on Responsible Business Conduct.</p> <p>The group of senior executives are individually empowered for day-to-day operations with corresponding roles and responsibilities assigned by the Board.</p>

Broad particulars of the terms of appointment and remuneration payable to Mr. Tyagi and Mr. Singh are as under:

Mr. Ashok Kumar Tyagi

Particulars of the monthly remuneration for FY 2023-24:

(Amount in ₹)

I.	Basic Salary	13,67,122
II.	Benefits, Perquisites and Allowances	
	Category 'A'	
a.	Housing/ House Rent Allowance	9,56,985
b.	Personal Allowance	13,01,052
c.	Hard Furnishing OR Hard Furnishing Allowance in lieu thereof	25,000
d.	Superannuation/ Superannuation Fund Allowance	2,05,068
	Category 'B'	
a.	Contribution to Provident Fund	As per rules of the Company.
b.	Gratuity	Gratuity payable shall not exceed half a month's salary for each completed year of service, as per rules of the Company.
	Category 'C'	
a.	Provision of Company's maintained chauffeur driven car/ Car Hire/ Lease and/ or Conveyance Allowance	2,89,959
b.	Housing Loan	As per rules of the Company. Any tax on computational/ notional value of interest, due to any Income Tax guidelines/ rules for the time being in force, would be to the account of the Managing Director.
c.	Communication Facilities	Expenses on communication facilities will be reimbursed/ borne as per policy of the Company and will not be treated as perquisite.
d.	Personal Accident and Medical Insurance	As per rules of the Company.
e.	Earned/ Privilege Leave	As per rules of the Company.

Mr. Devinder Singh

Particulars of the monthly remuneration for FY 2023-24:

(Amount in ₹)

I.	Basic Salary	13,31,699
II.	Benefits, Perquisites and Allowances	
	Category 'A'	
a.	Housing/ House Rent Allowance	9,32,189
b.	Personal Allowance	13,39,195
c.	Hard Furnishing OR Hard Furnishing Allowance in lieu thereof	25,000
d.	Superannuation/ Superannuation Fund Allowance	1,99,755
	Category 'B'	
a.	Contribution to Provident Fund	As per rules of the Company.
b.	Gratuity	Gratuity payable shall not exceed half a month's salary for each completed year of service, as per rules of the Company.
	Category 'C'	
a.	Provision of Company's maintained chauffeur driven car/ Car Hire/ Lease and/ or Conveyance Allowance	3,23,303
b.	Housing Loan	As per rules of the Company. Any tax on computational/ notional value of interest, due to any Income Tax guidelines/ rules for the time being in force, would be to the account of the Managing Director.
c.	Communication Facilities	Expenses on communication facilities will be reimbursed/ borne as per policy of the Company and will not be treated as perquisite.
d.	Personal Accident and Medical Insurance	As per rules of the Company.
e.	Earned/ Privilege Leave	As per rules of the Company.

Commission/ Variable Pay:

In addition to the salary, benefits, perquisites and allowances as above, Mr. Tyagi and Mr. Singh will be entitled for commission/ variable pay of ₹ 5 crore each on 100% Target Achievement, which would be based upon achievement/ completion of business parameters i.e. consolidated profit after tax, consolidated cashflow, construction spend and pre-sales. The commission/ variable pay amount will be prorated depending upon Target Achievement and as determined and approved by the Board (including any Committee thereof).

Commission/ variable pay payable to Mr. Tyagi and Mr. Singh is in consonance with the size and complexity of the business of the Company and its peers in the same industry.

Reimbursement of Expenses:

Reimbursement of actual out-of-pocket and entertainment expenses incurred in connection with the business of

the Company; expenses on travelling, boarding and lodging shall be reimbursed, as per entitlement and not considered as perquisites.

General:

- (i) The total remuneration inclusive of salary, benefits, perquisites, allowances etc. payable to Mr. Tyagi and Mr. Singh during their tenure shall not exceed the limits specified in Sections 197 and 198 read with Schedule V of the Act.
- (ii) Mr. Tyagi and Mr. Singh shall work under the supervision and control of the Board. As long as they function as Managing Directors, they shall not be paid any sitting fee to attend the meetings of the Board and/ or Committee(s) thereof.
- (iii) If at any time, Mr. Tyagi or Mr. Singh ceases to be Director of the Company for any reason whatsoever,

he shall also cease to be the Managing Director of the Company.

- (iv) They shall adhere to the Company's Code of Conduct.
- (v) Encashment of leave shall be provided, as per rules of the Company.
- (vi) Club facilities/ Membership shall be provided, as per rules of the Company.
- (vii) The terms and conditions as set-out for appointment and payment of remuneration herein may be altered and varied by the Board or any duly constituted Committee thereof, as it may, from time to time, deem appropriate, subject to the provisions of the Act.
- (viii) The appointment of Mr. Tyagi or Mr. Singh as Managing Director may be terminated by either party giving the other party 3 (three) months' prior written notice or such shorter notice as may be mutually agreed between Mr. Tyagi or Mr. Singh and the Company or payment in lieu of notice by either party.

Perquisites, benefits and allowances shall be evaluated, wherever applicable, as per the provisions of the Income-tax Act, 1961 or any rules made thereunder and/ or any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force. In the absence of any such Rules, perquisites and allowances shall be evaluated at the actual cost.

The proposed remuneration of Mr. Tyagi and Mr. Singh is commensurate with the growth in profits and operations of the Company.

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Tyagi/ Mr. Singh, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary, benefits, perquisites and allowances as approved by the Nomination and Remuneration Committee/ Board and as per the provisions of the Act.

Mr. Tyagi and Mr. Singh also held Directorship(s) in group companies but they do not receive any remuneration from any of these group companies or through any external arrangement.

The above-mentioned terms and conditions of appointment/ remuneration may be treated as a written memorandum setting-out the terms of appointment of Mr. Tyagi and Mr. Singh under Section 190 of the Act.

In terms of the Regulation 36(3) of the SEBI Listing Regulations and other applicable provisions of the Act (including SS-2), the relevant details, including

directorships held in other companies of Mr. Tyagi and Mr. Singh are annexed and form part of this Notice.

Mr. Ashok Kumar Tyagi and Mr. Devinder Singh, being the appointees are interested in the Resolution(s) set-out at Item Nos. 1 and 2, respectively. The relatives of Mr. Tyagi and Mr. Singh may be deemed interested in the said Resolution(s), to the extent of their shareholding, if any, in the Company. Save and except the above, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives, in any way, are concerned or interested, financially or otherwise in the Resolution(s) set-out at Item Nos. 1 and 2.

The Board commends the Resolution(s) for approval of the members as *Ordinary Resolution(s)*.

ITEM NO. 3

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the 'Act'), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations') and Articles 101(2) and 109A of the Articles of Association of the Company, Dr. Umesh Kumar Chaudhary (DIN: 10263441) was appointed as an Additional Director (in independent capacity) of the Company with effect from 4 August 2023 by the Board of Directors of the Company. Pursuant to the Regulation 17(1C) of the SEBI Listing Regulations, Dr. Umesh Kumar Chaudhary shall hold office until the date of next General Meeting or for a period of three months from the date of the appointment, whichever is earlier.

Dr. Chaudhary, aged about 74 years, is a designated Senior Advocate with over forty-five years of experience before the Hon'ble Supreme Court of India, High Courts of various states, judicial and quasi-judicial forums, with a special focus on corporate and commercial laws.

Dr. Chaudhary holds a Doctorate in Law and had been President of the Institute of Company Secretaries of India. He is also an associate member of the All India Management Association and the Society of Incorporated Accountants.

He was awarded the Best Citizens of India Award (1998) and the Law Day Award by the Hon'ble Prime Minister of India. His name appeared in the Twentieth Century Admirable Achievers in the year 1999. He was ranked no. 1 in India, amongst the top five legal advisers to advise on the largest number of public issues in the year 1993-94 and regularly features as a top practitioner in the field of Corporate and Commercial Laws. He is presently the President of the National Company Law Tribunal Bar Association (NCLTBA) and holds membership of various

professional bodies & associations. He is a member of various committees of ICSI, FICCI, PHDCCI and ASSOCHAM and has been part of many policy committees for the formation of various corporate/ commercial laws.

He has also authored various books, published over 200 articles in various national newspapers and written for many law journals, trade and institutional magazines.

Dr. Umesh Kumar Chaudhary is neither disqualified from being appointed as a Director in terms of Section 164 of the Act, nor debarred from holding the office of a Director by virtue of any SEBI order or any other authority and has successfully registered himself in the Independent Director's data bank maintained by Indian Institute of Corporate Affairs. Dr. Chaudhary has given his consent to act as a Director in accordance with Section 152 of the Act.

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Dr. Chaudhary for the office of Director of the Company.

The Company has also received a declaration of Independence from Dr. Chaudhary that he fulfils the conditions as set-out in Section 149(6) and Schedule IV of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment as Independent Director. In terms of the Regulation 25(8) of the SEBI Listing Regulations, Dr. Chaudhary has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director without any external influence.

The Nomination and Remuneration Committee, in its meeting held on 3 August 2023, has recommended the appointment of Dr. Umesh Kumar Chaudhary as an Independent Director (not liable to retire by rotation) for a term of 5 (five) consecutive years on the Board of the Company, considering his capabilities, skills and experience.

Dr. Umesh Kumar Chaudhary would attain the age of 75 (seventy five) years on 15 December 2024 during his proposed tenure. Considering his background and enriched experience, Nomination and Remuneration Committee also recommended the continuation of Dr. Chaudhary as an Independent Director, on attaining the age of 75 years.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 4 August 2023, approved the appointment of Dr. Umesh Kumar Chaudhary as an Independent Director of the Company (not liable to retire by rotation) to hold office for a term of 5 (five) consecutive years i.e. up to

3 August 2028 and also the continuation of Dr. Chaudhary as an Independent Director on attaining the age of 75 years during his tenure.

Dr. Chaudhary possesses the skills, knowledge, expertise and competencies in the context of the Company's business, particularly in the areas of legal and compliance, corporate governance and industry knowledge. Keeping in view the above, it would be in the beneficial interest of the Company to avail his services as an Independent Director. In the opinion of the Nomination and Remuneration Committee and the Board, Dr. Chaudhary fulfils the conditions specified in the Act, Rules made thereunder and SEBI Listing Regulations for appointment as an Independent Director.

The terms and conditions of the appointment of Independent Director would be available for inspection by the members electronically and are also disclosed on the website of the Company. Members seeking to inspect the same can send an e-mail to investor-relations@dlf.in.

The details in terms of the Regulation 36(3) of the SEBI Listing Regulations and other applicable provisions of the Act (including SS-2) are annexed and forms part of this Notice.

Dr. Umesh Kumar Chaudhary, being the appointee is interested in the Resolution set-out at item No. 3. The relatives of Dr. Chaudhary may be deemed interested in the said Resolution, to the extent of their shareholding, if any, in the Company. Save and except for the above, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise in the Resolution set-out at item No. 3.

The Board commends the Resolution for approval of the Members as *Special Resolution*.

By Order of the Board
for DLF LIMITED

R.P. Punjani
Company Secretary
FCS 3757

Gurugram
4 August 2023

Regd. Office: Shopping Mall
3rd Floor, Arjun Marg
Phase-I, DLF City
Gurugram – 122 002, Haryana
CIN: L70101HR1963PLC002484
Telephone No.: 91-124-4334200
Website: www.dlf.in
E-mail: investor-relations@dlf.in

Details of Directors seeking Appointment in pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standard on General Meetings

Name of Director	Mr. Ashok Kumar Tyagi	Mr. Devinder Singh	Dr. Umesh Kumar Chaudhary
Director Identification Number (DIN)	00254161	02569464	10263441
Date of Birth	17.08.1962	13.11.1963	15.12.1949
Age	61 years	60 years	74 years
Date of first Appointment	01.12.2017	01.12.2017	04.08.2023
Qualification(s)	Graduate in Mechanical Engineering from IIT, Roorkee and PGDM from IIM, Ahmedabad.	B.E.(Civil) from Punjab Engineering College, Chandigarh and PGDM from MDI Gurgaon.	Doctorate in Law.
Number of equity shares held	2,61,660	95,793	Nil
Brief Resume	As mentioned in the statement and reasons for the proposed Resolutions.		
Experience/ Expertise in specific functional areas	Has over three decades of experience in finance, taxation, IT/ ITeS, corporate affairs, legal functions and planning.	Has over three decades of experience in projects, land & revenue management, statutory approvals & compliances, legal and regulatory matters, estates management and building management.	A seasoned Advocate with over forty-five years of experience before the Hon'ble Supreme Court of India, High Courts of various states, judicial and quasi-judicial forums, with special focus on corporate and commercial laws.
Other Directorship(s) (including Directorships in other listed entities)	<ol style="list-style-type: none"> 1. Atrium Place Developers Private Limited (erstwhile Aadarshini Real Estate Developers Private Limited) 2. DLF Cyber City Developers Limited 3. DLF Home Developers Limited 	<ol style="list-style-type: none"> 1. Atrium Place Developers Private Limited (erstwhile Aadarshini Real Estate Developers Private Limited) 2. DLF Estate Developers Limited 3. DLF Home Developers Limited 	Nil
Committee Positions in other Public Companies#	Audit Committee – Member Stakeholders Relationship Committee - Member DLF Cyber City Developers Limited Audit & Compliance Committee – Member DLF Home Developers Limited	Nil	Nil
Number of Board meetings attended	6 out of 6 during FY 2022-23		N.A.

Name of Director	Mr. Ashok Kumar Tyagi	Mr. Devinder Singh	Dr. Umesh Kumar Chaudhary
Remuneration last drawn (including Sitting fee and Commission)	₹ 1,064.09 lakh*	₹ 1,074.01 lakh*	N.A.
Remuneration proposed to be paid	As given in the statement to Item Nos. 1 & 2		He shall be paid remuneration by way of fee for attending the meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board and profit related commission within the limits stipulated under Section 197 of the Companies Act, 2013.
Relationships between Directors inter-se and other Key Managerial Personnel	N.A.	N.A.	N.A.
Listed entities from which the Directors have resigned in the past three years	N.A.	N.A.	N.A.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	As given in the statement to Item Nos. 1 & 2		As given in the statement to Item No. 3.

Committee positions of only Audit and Stakeholders Relationship Committee considered.

* No sitting fee was paid to Mr. Ashok Kumar Tyagi and Mr. Devinder Singh.

INVESTORS' FEEDBACK

Dear Shareholders,

In order to serve you better and for prompt communication, kindly help us by providing the following details:

A. Communication Registration

Name of the Member(s)		Folio No.	
Registered Address		DP Id/ Client Id	
		E-mail Id	
		Mobile No.	

B. Dividend Payout - Bank Account Details

Bank Name:	
Branch Name & Address:	
Account No.:	
IFSC:	MICR Code:

C. Shareholders' Satisfaction Feedback

(i) How do you rate the services provided by KFin Technologies Limited, the RTA

Parameters#	5	4	3	2	1
Quality of Response					
Speed of Response					
Accessibility					

5 - Highest 1 - Lowest

(ii) Your Overall Assessment of Investors' Services Standards at DLF Limited

Parameters#	5	4	3	2	1
Quality of Service					
Customer orientation of person contacted					

5 - Highest 1 - Lowest



INVESTORS' FEEDBACK (Contd.)

D. Do you have any pending grievance(s)? If yes, please provide summary

E. Suggestions for improving Shareholders' Services/ any other views

Date:

Signature.....

Note: This Form can be downloaded from the website of the Company viz. www.dlf.in.

Please post or e-mail this Form to:

The Company Secretary DLF Limited Corporate Office: DLF Gateway Tower, R Block, DLF City, Phase - III, Gurugram - 122 002 E-mail: investor-relations@dlf.in	KFin Technologies Limited Unit: DLF Limited Selenium Tower B, Plot No. 31-32, Financial District, Nanakramguda, Hyderabad - 500 032 E-mail: einward.ris@kfintech.com
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