

DLF LIMITED

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



26th September 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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Subject: Postal Ballot Voting Results

Dear Sir/ Madam,

In compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are enclosing herewith 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 Ms. Nikita Rinwa – 09069293544/ rinwa-nikita@dlf.in
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	DLF LIMITED
Date of the AGM/EGM	Postal Ballot
Total number of shareholders on record date	466030
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 - APPOINTMENT OF MR. MAHENDER SINGH (DIN: 07850935) 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	0
Public- Institutions	E-Voting	524,111,906	460,445,424	87.8525	455,079,621	5,365,803	98.8346	1.1654	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		460,445,424	87.8525	455,079,621	5,365,803	98.8346	1.1654	0	0
Public- Non Institutions	E-Voting	117,565,415	16,706,215	14.2101	16,694,248	11,967	99.9284	0.0716	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		16,706,215	14.2101	16,694,248	11,967	99.9284	0.0716	0	0
Total		2,475,311,706	2,310,786,024	93.3533	2,305,408,254	5,377,770	99.7673	0.2327	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 Circulars issued by the Ministry of Corporate Affairs from time to time].

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

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

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 by the Board of Directors of DLF Limited (**'the Company'**) for scrutinizing the postal ballot process through electronic means only, in respect of the resolution contained in the Notice of Postal Ballot dated Wednesday, 7 August 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 & 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 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. 3/2022 dated 5 May 2022, No. 11/2022 dated 28 December 2022 and No. 09/2023 dated 25 September 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 Securities and Exchange Board of India (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 remote 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 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, 23 August 2024 were entitled to cast their votes electronically through remote e-voting on the Resolution as set out in the Notice of Postal Ballot.

REMOTE E-VOTING PROCESS

The remote e-voting period commenced from **Wednesday, 28 August 2024 at 09:00 a.m. (IST)** and ended on **Thursday, 26 September 2024 at 5:00 p.m. (IST)** on the designated website <https://www.evoting.nsdl.com> of NSDL.

NOTICE IN ELECTRONIC MODE

The Notice for Postal Ballot was sent to all the Members/Beneficiaries electronically on Tuesday, 27 August 2024, whose E-mail IDs were registered with the Company or National Securities Depository Limited/ Central Depository Services (India) Limited (collectively referred to as Depositories) and whose names appear in the Register of Members maintained by the Company/ list of Beneficial Owners as received from the Depositories as on Cut-off Date in accordance with the provisions of the Act read with Rules made thereunder together with the MCA Circulars.

NEWSPAPER ADVERTISEMENT

Pursuant to Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, the Company on Wednesday, 28 August 2024, had published the public notice by way of an advertisement in 'Financial Express' (English Edition) and in Jansatta (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 closure of the remote e-voting, votes casted by the Members, were unblocked and downloaded in the presence of two witnesses, Ms. Kriti Sharma & Mr. Ankit Tiwari 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. After ascertaining the votes cast by remote e-voting, we hereby submit the result of the Postal ballot is as under:

SPECIAL RESOLUTION

Resolution No. 1: Appointment of Mr. Mahender Singh (DIN: 07850935) as an Independent Director

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
Postal Ballot (Remote e-voting)	2,970	2,31,07,86,024	2,801	2,30,54,08,254	99.7673	169	53,77,770	0.2327

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 consider, approves and signs the Minutes.

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,

VINEET K
CHAUDH
ARY

Digitally signed
by VINEET K
CHAUDHARY
Date: 2024.09.26
18:46:27 +05'30'

CS Vineet K Chaudhary
Scrutinizer
Membership No: - F5327
C.P. No: - 4548
UDIN: F005327F001324502
Peer Review Cert. No. 1955/2022

DEEPAK
KUKREJA

Digitally signed
by DEEPAK
KUKREJA
Date: 2024.09.26
18:52:36 +05'30'

CS Deepak Kukreja
Alternate Scrutinizer
Membership No: - F4140
C.P. No: - 8265
UDIN: F004140F001330256
Peer Review Cert. No. 2667/2022

Date: 26 September 2024
Place: Gurugram

Ram Parkash
Punjani

Digitally signed by
Ram Parkash Punjani
Date: 2024.09.26
20:10:34 +05'30'

Countersigned by ~~Chairman~~ / Authorized Person