

**DLF Ltd.**

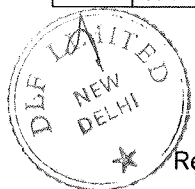
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ANNEXUR E I

**Quarterly Compliance Report on Corporate Governance**Name of Listed Entity: **DLF LIMITED**Quarter ending: **30<sup>th</sup> June, 2016**

Composition of Board of Directors								
Title (Mr / Ms)	Name of the Director	PAN/ DIN	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee)&	Date of Appointment in the current term/ cessation	Tenure *	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Dr.	Kushal Pal Singh	ABIPS6464P	Chairman	01.10.2013	–	1	NIL	NIL
Mr.	Rajiv Singh	ABIPS6665G	Vice Chairman	09.04.2014	–	1	NIL	NIL
Mr.	Mohit Gujral	AAIPG2833M	CEO/Whole-time Director	28.08.2015	–	1	NIL	NIL
Mr.	Rajeev Talwar	AAAPT1797P	CEO/Whole-time Director	28.08.2015	–	1	2	NIL
Ms.	Pia Singh	AAAPS6436J	Non-Executive Director	21.05.2015	–	1	NIL	NIL
Mr.	Gurvirendra Singh Talwar	AEYPT8609L	Non-Executive Director	29.08.2014	–	2	NIL	NIL
Mr.	Brijinder Bhushan Deora	AAAPD1551D	Independent Director	01.04.2014	5 years	2	3	3
Dr.	Dharam Vir Kapur	AAAPK8207F	Independent Director	01.04.2014	5 years	3	1	3
Mr.	Kashi Nath Memani	AFGPM1164C	Independent Director	01.04.2014	5 years	5	3	3
Mr.	Pramod Bhasin	AABPB8414E	Independent Director	01.04.2014	5 years	3	2	NIL
Mr.	Rajiv Krishan Luthra	AAAPL9458K	Independent Director	01.04.2014	5 years	4	4	1
Mr.	Ved Kumar Jain	AAGPJ0415J	Independent Director	01.04.2014	5 years	4	8	2



Regd. Office : Shopping Mall, 3rd Floor, Arjun Marg, DLF City, Phase-I, Gurgaon-122 002, India

Website : www.dlf.in

Lt. Gen. (Retd.)	Aditya Singh	ADIPS7785F	Independent Director	29.08.2014	5 years	1	5	2
Mr.	Amarjit Singh Minocha	AAFPM6751M	Independent Director	20.05.2015	5 years	1	2	2


§ PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen  
\*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

#### Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent /Nominee)
1. Audit Committee	Mr. Kashi Nath Memani Mr. Brijinder Bhushan Deora Dr. Dharam Vir Kapur Mr. Pramod Bhasin Mr. Ved Kumar Jain Mr. Amarjit Singh Minocha	Chairperson- Independent Independent Independent Independent Independent Independent
2. Nomination and Remuneration Committee	Mr. Brijinder Bhushan Deora Mr. Ved Kumar Jain Lt. Gen Aditya Singh (Retd.)	Chairperson-Independent Independent Independent
3. Risk Management Committee	Dr. Dharam Vir Kapur Mr. Kashi Nath Memani Mr. Mohit Gujral Mr. Ved Kumar Jain Mr. Amarjit Singh Minocha	Chairperson- Independent Independent Executive Independent Independent
4. Stakeholders Relationship Committee	Dr. Dharam Vir Kapur Mr. Rajeev Talwar Mr. Rajiv Krishan Luthra Mr. Ved Kumar Jain	Chairperson- Independent Executive Independent Independent

§ Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all category separating them with hyphen



<b>Meeting of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
02.02.2016 17.03.2016	27.05.2016	70 Days	
<b>Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>			
06.05.2016 27.05.2016	Yes Yes	02.02.2016 26.02.2016	69 Days
<b>Nomination and Remuneration Committee</b>			
26.04.2016 27.05.2016	Yes Yes	Not Applicable	
<b>Risk Management Committee</b>			
Not Applicable	Yes	1.03.2016	
<b>Stakeholder Relationship Committee</b>			
23.05.2016	Yes	02.02.2016	
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status(Yes/No/NA) refer note below</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA	
<b>Note</b>			
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>			
<b>VI. Affirmations</b>			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk Management committee (applicable to the top 500 listed entities)</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosures requirements) Regulations 2015</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosures requirements) Regulations 2015</p> <p>5. This report shall be placed before Board of Directors.</p>			
			
		<p><b>For DLF Limited</b></p> <p><i>Subhash Setia</i></p> <p><b>Subhash Setia</b> Company Secretary</p>	