

Quarterly Compliance Report on Corporate Governance

Name of the Company: DLF LIMITED.

Quarter ending on: 30th JUNE, 2013

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors			
(A) Composition of Board	49 (IA)	No	Mr. M.M. Sabharwal, an independent Director, relinquished office due to ill health. SEBI noted (vide its letter no. CFD / DIL2 / SK / AEA / OW / 9139 / 2013 dt. 16/04/2013) to fill the said vacancy by 31 st May, 2013. The Company vide its letter dated 23/05/2013 requested SEBI to allow to fill the vacancy till forthcoming AGM i.e. 12 th August, 2013. The Company is already in process to do the needful.
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee			
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 (IID)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
IV. Disclosures			
(A) Basis of related party transactions	49 (IV)(A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV)(B)	NA	
(C) Board Disclosures	49 (IV)(C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV)(D)	NA	Disclosure as applicable shall be made.
(E) Remuneration of Directors	49 (IV)(E)	Yes	
(F) Management	49 (IV)(F)	Yes	
(G) Shareholders	49 (IV)(G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	
VI. Report on Corporate Governance	49 (VI)	Yes	
VII. Compliance	49 (VII)	Yes	

Place : New Delhi
Date : 15th July, 2013

for DLF Limited



(Subhash Setia)