

DLF LIMITED

DLF Gateway Tower, R Block,
DLF City Phase - III, Gurugram - 122 002, Haryana (India)
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**RESULT OF POSTAL BALLOT**

- Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended was sought by means of Postal Ballot Notice dated February 20, 2019.
- Based on the Scrutinizers' Report dated March 29, 2019, the Result of the Postal Ballot was declared on Friday, 29th March, 2019 at 5.30 P.M. at the Corporate Office of the Company, as follows:

SPECIAL RESOLUTION 1: RE-APPOINTMENT OF DR. KASHI NATH MEMANI AS AN INDEPENDENT DIRECTOR

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#\$* Remote e-voting	383	1,653,271,019	-	-	250	1,619,856,226	130	31,480,934
*Postal Ballots	367	728,831	24	1,624	313	724,688	30	1,976
TOTAL	750	1,653,999,850	24	1,624	563	1,620,580,914	160	31,482,910

Total Valid Votes (Total Votes - Invalid votes-Less voted-Abstained) = 1,652,063,824

Votes in Favour (% of Total Valid Votes) = 98.0943

Votes in Against (% of Total Valid Votes) = 1.9057

4 Members holding 1,849,571 shares have abstained from voting.

\$ There was 1 Member who has partially voted in favour of the Resolution and partially against the Resolution.

* including 9 Members have less voted for 84,831 shares.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

SPECIAL RESOLUTION 2: RE-APPOINTMENT OF DR. DHARAM VIR KAPUR AS AN INDEPENDENT DIRECTOR

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#* Remote e-voting	384	1,653,271,127	-	-	321	1,647,461,398	60	3,875,941
*Postal Ballots	367	728,831	32	11,984	306	714,663	29	1,716
TOTAL	751	1,653,999,958	32	11,984	627	1,648,176,061	89	3,877,657

Total Valid Votes (Total Votes - Invalid votes - Less voted - Abstained) = 1,652,053,718

Votes in Favour (% of Total Valid Votes) = 99.7653

Votes in Against (% of Total Valid Votes) = 0.2347

3 Members holding 1,849,569 shares have abstained from voting.

* including 8 Members have less voted for 84,687 shares.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

SPECIAL RESOLUTION 3: RE-APPOINTMENT OF MR. PRAMOD BHASIN AS AN INDEPENDENT DIRECTOR

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#\$* Remote e-voting	384	1,653,271,127	-	-	224	1,590,860,028	156	61,394,164
*Postal Ballots	367	728,831	27	1,654	298	723,888	42	2,706
TOTAL	751	1,653,999,958	27	1,654	522	1,591,583,916	198	61,396,870

Total Valid Votes (Total Votes - Invalid votes - Less voted - Abstained) = 1,652,980,786

Votes in Favour (% of Total Valid Votes) = 96.2857

Votes in Against (% of Total Valid Votes) = 3.7143

5 Members holding 932,650 shares have abstained from voting.

\$ There was 1 Member who has partially voted in favour of the Resolution and partially against the Resolution.

* including 8 Members have less voted for 84,868 shares.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

SPECIAL RESOLUTION 4: RE-APPOINTMENT OF MR. RAJIV KRISHAN LUTHRA AS AN INDEPENDENT DIRECTOR

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#\$* Remote e-voting	384	1,653,271,127	-	-	225	1,590,860,108	154	61,394,084
*Postal Ballots	367	728,831	28	1,704	303	724,564	36	1,968
TOTAL	751	1,653,999,958	28	1,704	528	1,591,584,672	190	61,396,052

Total Valid Votes (Total Votes - Invalid votes - Less voted - Abstained) = 1,652,980,724
 Votes in Favour (% of Total Valid Votes) = 96.2857
 Votes in Against (% of Total Valid Votes) = 3.7143

6 Members holding 932,652 shares have abstained from voting.

\$ There was 1 Member who has partially voted in favour of the Resolution and partially against the Resolution.

* including 8 Members have less voted for 84,878 shares only.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

SPECIAL RESOLUTION 5: RE-APPOINTMENT OF MR. VED KUMAR JAIN AS AN INDEPENDENT DIRECTOR.

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#\$* Remote e-voting	384	1,653,271,127	-	-	320	1,650,172,073	62	2,435,029
*Postal Ballots	367	728,831	31	1,810	306	724,799	30	1,707
TOTAL	751	1,653,999,958	31	1,810	626	1,650,896,872	92	2,436,736

Total Valid Votes (Total Votes - Invalid votes - Less voted - Abstained) = 1,653,333,608
 Votes in Favour (% of Total Valid Votes) = 99.8526
 Votes in Against (% of Total Valid Votes) = 0.1474

3 Members holding 579,826 shares have abstained from voting.

\$ There was 1 Member who has partially voted in favour of the Resolution and partially against the Resolution.

* including 8 Members holding have less voted for 84,714 shares only.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

SPECIAL RESOLUTION 6: CONTINUATION OF MR. AMARJIT SINGH MINOCHA AS AN INDEPENDENT DIRECTOR

Mode	No. of Voters	Total Shares	Invalid		Favour		Against	
			Voters	No. of votes	Voters	No. of votes	Voters	No. of votes
#\$* Remote e-voting	384	1,653,271,127	-	-	331	1,652,093,709	52	513,404
*Postal Ballots	367	728,831	29	1,705	296	724,313	42	2,367
TOTAL	751	1,653,999,958	29	1,705	627	1,652,818,022	94	515,771

Total Valid Votes (Total Votes - Invalid votes - Less voted - Abstained) =
1,653,333,793

Votes in Favour (% of Total Valid Votes) = 99.9688

Votes in Against (% of Total Valid Votes) = 0.0312

2 Members holding 579,815 shares have abstained from voting.

\$ There was 1 Member who has partially voted in favour of the Resolution and partially against the Resolution.

* including 8 Members who have less voted for 84,645 shares only.

THE MEMBERS HAVE, THEREFORE, APPROVE THE ABOVE RESOLUTION WITH REQUISITE MAJORITY.

Gurugram
29th March, 2019

For DLF Limited



(Devinder Singh)
Whole-time Director

