

DLF Limited

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**RESULT OF POSTAL BALLOT**

- Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Equity Listing Agreement, consent of the Members of the Company was sought by way of proposed resolutions through Postal Ballot Notice dated 5th June, 2015.
- Based on the Scrutinizers' Report dated 24th July, 2015, the Result of the Postal ballot was declared on **Friday, 24th July, 2015** at 17.30 hrs. at the Registered Office of the Company, as follows:

Resolution No. 1 (Special)

(To offer or invite for subscription of non-convertible debentures including other debt securities on private placement basis)

Particulars	No. of Ballot Forms/e-votes	No. of shares	% of valid votes
Total Number of Valid Ballots/e-votes casted	1,641*	1,576,719,272	100.00
Votes cast in favour of the Resolution	1,450 [^]	1,576,694,454	99.99
Votes cast against the Resolution	192 [^]	24,818	0.01

* includes 532 Members voted through e-voting facility of Karvy Computershare Private Limited ('karvy').

[^] Voted partially Assent & partially Dissent case: 1

Resolution No. 2 (Ordinary)

(Approval/Ratification of fee payable to Cost Auditors)

Particulars	No. of Ballot Forms/e-votes	No. of shares	% of valid votes
Total Number of Valid Ballots/e-votes casted	1,641*	1,576,719,357	100.00
Votes cast in favour of the Resolution	1,452 [^]	1,576,693,345	99.99
Votes cast against the Resolution	192 [^]	26,012	0.01

* includes 532 Members voted through e-voting facility of Karvy.

[^] Voted partially Assent & partially Dissent cases: 3

Resolution No. 3 (Special)

(Amendment to the Articles of Association)

Particulars	No. of Ballot Forms/e-votes	No. of shares	% of valid votes
Total Number of Valid Ballots/e-votes casted	1,638*	1,561,936,053	100.00
Votes cast in favour of the Resolution	1,424^	1,560,291,555	99.89
Votes cast against the Resolution	216^	1,644,498	0.11

* includes 529 Members voted through e-voting facility of Karvy.

^ Voted partially Assent & partially Dissent cases: 2

Resolution No. 4 (Special)

(Approval for payment of commission to Non-executive Directors)

Particulars	No. of Ballot Forms/e-votes	No. of shares	% of valid votes
Total Number of Valid Ballots/e-votes casted	1,642*	1,576,718,892	100.00
Votes cast in favour of the Resolution	1,299^	1,576,430,096	99.98
Votes cast against the Resolution	344^	288,796	0.02

* includes 533 Members voted through e-voting facility of Karvy.

^ Voted partially Assent & partially Dissent case: 1

The Members have, therefore, approved above Resolutions with requisite majority.

for **DLF Limited**Gurgaon
24th July, 2015
(Subhash Setia)
Company Secretary