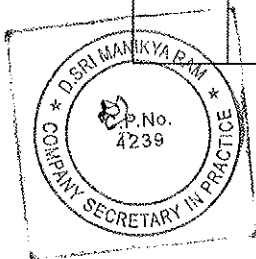


**RECONCILIATION OF SHARE CAPITAL AUDIT**

Sl. No.	Particulars	Details	
1.	For Quarter Ended	30.06.2018	
2.	ISIN	INE271C01023	
3.	Face Value	Rs.2/-	
4.	Name of the Company	<b>DLF LIMITED</b>	
5.	Registered Office Address	Shopping Mall, Third Floor, Arjun Marg, Phase – I, DLF City, Gurgaon, Haryana – 122002	
6.	Correspondence Address	DLF Gateway Tower, R Block, DLF City Phase – III, Gurugram – 122 002, Haryana (India)	
7.	Telephone Nos.	Tel: (+91-124) 4396000	
8.	Email address	setia-subhash@dlf.in	
9.	Names of the Stock Exchanges where the Company's Equity Shares are listed	1. BSE Limited 2. National Stock Exchange of India Limited	
		No. of Shares	% to the total Capital
10.	Issued Capital	1,79,17,49,275	---
11.	Listed Capital (Exchange-wise)	1,78,40,85,018	---
12.	Held in dematerialized form in CDSL	2,81,75,991	1.58
13.	Held in dematerialized form in NSDL	1,75,27,48,328	98.24
14.	Physical	31,60,699	0.18
15.	Total No. of Shares (12+13+14)	1,78,40,85,018	100.00
16.	Reasons for difference, if any, between (10 & 15)	<p>In terms of Public Announcement (PA) dated 30.09.2008 and subsequent corrigendum to PA dated 15.10.2008 read with SEBI approval dated 05.09.2008, the Company under its Buy-back program bought back and extinguished <b>76,38,567</b> Equity Shares from 17.10.2008 to 06.05.2009.</p> <p><b>43,680</b> Equity Shares have been forfeited by the Board of Directors of the Company in their meeting held on 30.07.2009 due to nonpayment of Allotment money.</p>	



17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In principle Approval Pending for SE (Specify Names)
Allotment of Equity Shares as on 6 <sup>th</sup> June 2018 under the Employee Stock Option Scheme	17,990	YES	BSE Limited and The National Stock Exchange of India Limited	YES	YES	Nil

Note : Company has received allotment money for the aforesaid shares.

\*\*\*Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).

18. Register of Members is updated (Yes/No) : Yes  
If not, updated upto which date

19. Reference of previous quarter with regards to excess dematerialized shares, if any : Not Applicable

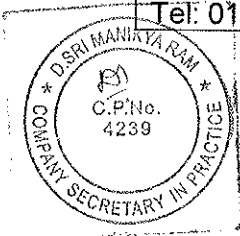
20. Has the Company resolved the matter mentioned in Point No. 19 above in the current quarter? : Not Applicable  
If not, reason why?

21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	NIL	NIL
Pending for more than 21 days	NIL	NIL	NIL

22. Name, Telephone & Fax No. of the Compliance Officer of the Co.

Mr. Subhash Setia, Company Secretary, 10<sup>th</sup> Floor, DLF Centre, New Delhi – 110001,  
Tel: 011 – 42102057, email: setia-subhash@dlf.in



18. Name, Address, Tel. & Fax No., Regn. no. of the Auditor:

D S M Ram, DSMR & Associates, Company Secretaries, 6 – 3 – 668/10/42, 1<sup>st</sup> Floor, Plot No. 42, Durga Nagar Colony, Punjagutta, Hyderabad – 500082, Tele Fax: 040 – 23408776, Mobile: 9848243356

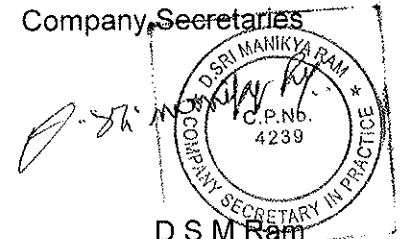
19. Appointment of Common Agency for Share Registry work:

If yes (name & address)	Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot No. 31 & 32, Financial District, Gachibowli, Hyderabad – 500032 Phone: 040 – 67162222 Fax: 040 – 23001153
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20. Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE company changed its name etc.): N. A.

Place: Hyderabad  
Date: 12.07.2018

For DSMR & Associates  
Company Secretaries



D S M Ram  
Proprietor  
C. P. No. 4239