

DLF LIMITED

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NOTICE FOR HOLDING 60th ANNUAL GENERAL MEETING & NOTICE OF RECORD DATE FOR PAYMENT OF DIVIDEND

1. The 60th Annual General Meeting ("AGM") of the Members of DLF Limited (the "Company") will be held on **Monday, 4 August 2025 at 12.30 P.M. (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 (the "Act") and the Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") read with the General Circular No. 9/2024 dated 19 September 2024, General Circular No. 9/2023 dated 25 September 2023, General Circular No. 10/2022 dated 26 December 2022, General Circular No. 2/2022 dated 5 May 2022, General Circular No. 2/2021 dated 13 January 2021, General Circular No. 20/2020 dated 5 May 2020, General Circular No. 17/2020 dated 13 April 2020, General Circular No. 14/2020 dated 8 April 2020 and other applicable Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 ("SEBI Circular") issued by the Securities and Exchange Board of India ("SEBI") (collectively referred to as the "Circulars") to transact the business, as set-out in the Notice calling the AGM. Members will be able to attend the AGM through VC/ OAVM. Members participating in the AGM through VC/ OAVM shall only be counted for the purpose of reckoning the quorum under Section 103 of the Act.
2. In compliance with the Act, SEBI Listing Regulations and the Circulars, the Annual Report for the Financial Year (FY) 2024-25 (including Standalone and Consolidated Financial Statements, Auditor's Report(s), Board's Report, Notice of the AGM and other documents) will be sent electronically to all the Members of the Company whose e-mail ID is registered with the Company/ Depositories. Further, a letter providing the web-link, QR Code and also the exact path for accessing the Annual Report for FY 2024-25 will be sent to those Members who have not registered their e-mail ID. The aforesaid document(s) will also be available on the Company's website at www.dlf.in and on the website of the Stock Exchanges, i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at www.bseindia.com and www.nseindia.com, respectively and National Securities Depository Limited ("NSDL") at <https://www.evoting.nsdl.com>, being the agency engaged by the Company to provide e-voting facility.
3. **Manner of registering/ updating e-mail ID:**
 - (a) **Members holding equity shares in physical mode and who have not registered/ updated their e-mail ID with the Company/ Registrar and Share Transfer Agent ("RTA"),** are requested to register/ update the same by writing to the Company/ RTA along with the signed request letter, mentioning their Name, Folio No. and complete address; duly filled form ISR-1 and other relevant forms and details as mentioned in SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23 June 2025.
 - (b) **Members holding equity shares in dematerialised form and who have not registered/ updated their e-mail ID with their Depository Participant(s),** are requested to register/ update their e-mail ID with the Depository Participant(s) with whom they maintain their demat account(s).
4. **Manner of casting vote(s) through e-voting:**
 - (a) Members will have an opportunity to cast their vote(s) on the business, as set-out in the Notice of the AGM through electronic voting system.
 - (b) The manner of remote e-voting and e-voting at the AGM by the Members holding equity shares in dematerialised form or physical mode and for those Members who have not registered their e-mail ID, has been provided in the Notice of the AGM. The Notice will also be available on the Company's website at www.dlf.in and on the website(s) of BSE and NSE at www.bseindia.com and www.nseindia.com, respectively and NSDL at <https://www.evoting.nsdl.com>.
 - (c) The facility for e-voting shall also be made available at the AGM and the Members participating in the AGM and who have not cast their vote(s) by remote e-voting, would be able to cast their vote at the AGM through e-voting.
 - (d) The login credentials for casting votes through e-voting shall be made available to the Members through e-mail. Members who do not receive e-mail or whose e-mail ID is not registered with the Company/ Depository Participant(s), may generate/ obtain login credentials by following the instructions given in the Notes to the Notice of AGM.
 - (e) The same login credentials may also be used for attending the AGM through VC/ OAVM.
5. **Record Date for payment of Dividend:**
 - (a) The Company has fixed **Monday, 28 July 2025** as the '**Record Date**' for determining the entitlement of Members for payment of dividend, recommended by the Board of Directors of the Company for FY ended 31 March 2025.
 - (b) Subject to approval of the Members at the AGM, the dividend will be paid within the stipulated time, as prescribed under the Act from the conclusion of the AGM, to the Members (i) whose names appear as Member in the Company's Register of Members as on the Record Date; and (ii) in respect of the equity shares held in dematerialised form, to the Members whose names appear as Beneficial Owner at the end of the business hours on the Record Date in the list of Beneficial Owners to be furnished by NSDL and Central Depository Services (India) Limited ("Depositories").
 - (c) Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details.
 - (d) Pursuant to the Finance Act, 2020, payment of dividend will be subject to the deduction of tax at source ("TDS") at the applicable rates. For more details, please refer to the Notes to the Notice of AGM and website of the Company at www.dlf.in.
6. **Manner of registering mandate for receiving Dividend:**

Members are requested to register/ update the complete bank details:

 - (a) **with their Depository Participant(s)** with whom they maintain their demat account(s), if the equity shares are held in dematerialised form, by submitting forms and documents as may be required by the Depository Participant; and
 - (b) **with the Company/ RTA** by e-mailing at investor-relations@dlf.in or enward.ris@kfintech.com, if the equity shares are held in physical mode, by submitting duly filled form ISR-1 and other relevant forms from their registered e-mail ID along with requisite details, as mentioned in SEBI Master Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23 June 2025. The requisite Forms are also available on the website(s) of the Company at <https://www.dlf.in/investor> and of RTA at <https://ris.kfintech.com/client-services/isc/iscrforms.aspx>.
7. Members are requested to carefully read all the Notes as set-out in the Notice of the AGM and particularly, the instructions for joining the AGM, manner of casting vote through remote e-voting/ e-voting at the AGM and payment of dividend.

For DLF Limited

Sd/-
(R.P. Punjani)
Company Secretary

12 July 2025
Gurugram