

DLF HOME DEVELOPERS LIMITED

CIN: - U74899HR1995PLC082458

Regd. Off: - 2nd Floor, Arjun Marg,

DLF Shopping Mall, DLF City, Phase - 1

Gurugram -122002, Haryana (India)

Tel.: +91-124-4334200, Email: corporateaffairs@dlf.in

Website: www.dlf.in/dhdl



1st May 2025

To,
The General Manager
Department of Debt Listing,
BSE Limited
P.J. Tower, Dalal Street,
Mumbai – 400 001

Sub: Submission of Corporate Governance Report for the quarter and year ended 31st March 2025

Ref: Scrip Code: 975554/ ISIN: INE351E07018

Dear Sir/ Madam,

In compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated 21st May 2024, we are enclosing herewith the revised Compliance Report on Corporate Governance in the prescribed format for the quarter and year ended 31st March 2025.

The revised Corporate Governance Report is being submitted due to an inadvertent error in stating the committee positions.

This is for your kind information and record please.

Thanking you,

Yours faithfully,

For DLF Home Developers Limited

Nikita Rinwa
Company Secretary

CC: Debenture Trustee:
Vistra ITCL (India) Limited

The Qube, 6th floor, A wing, Hasan Pada Road,
Mittal Industrial Estate, Marol, Andheri (E), Mumbai – 400059

For Stock Exchange's clarifications, please contact:

Ms. Nikita Rinwa: 9069293544/ rinwa-nikita@dlf.in

Ms. Urvashi Sharma: 7055323490/ sharma-urvashi@dlf.in



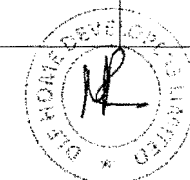
Annexure 3

Quarterly Compliance Report on Corporate Governance

Name of Listed Entity: **DLF HOME DEVELOPERS LIMITED**

Quarter ending: **31st March 2025**

I. Composition of Board of Directors																
Title (Mr./ Ms.)	Name of the Director	PAN* & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent / Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (in months)	Date of Birth	Wheth er the directo r is disqual ified?	Start date of disq ualifi cation	End date of disq ualifi cation	Detail s of disq ualifi cation	Number of Directorshi p in listed entities including this listed entity. [Refer Regulation 17A (1)] (Refer Note below)	Number of Independent Directorship in listed entities including this listed entity. [Refer proviso to Regulation 17A (1) & 17A(2)] (Refer Note below)	Number of memberships in Audit/Stake holders Relationship Committee(s) including this listed entity. [Refer Regulation 26(1)]	Number of posts of Chairperso n in Audit/Stak e holders Relationshi p Committee held in listed entities including this listed entity. [Refer Regulation 26(1)]
Mr.	Amarjit Singh Minocha ^s	00010490	Chairman & Independent Director	31-03-2020	31-03-2023	30.03.2025	60.00	01-07- 1941	No	NA	NA	NA	1	1	2	2
Mr.	Devinder Singh	02569464	Managing Director	28-02-2011	-	-	-	13-11- 1963	No	NA	NA	NA	1	Nil	Nil	Nil





Mr.	Aakash Ohri	01987555	Joint Managing Director	25-10-2021	-	-	-	08-10-1973	No	NA	NA	NA	Nil	Nil	Nil	Nil
Mr.	Vishal Damani	00358082	Whole-time Director	11-05-2023	-	-	-	16-09-1975	No	NA	NA	NA	Nil	Nil	Nil	Nil
Lt. Gen. (Retd.)	Aditya Singh ^s	06949999	Chairman & Independent Director	23-04-2024	23-04-2024	-	11.08	20-09-1947	No	NA	NA	NA	Nil	Nil	2	1
Lt. Gen. (Retd.)	Ajai Singh	10540436	Independent Director	08-05-2024	08-05-2024	-	10.24	03-04-1963	No	NA	NA	NA	1	1	3	Nil
Mr.	Mahender Singh [#]	07850935	Independent Director	27-03-2025	27-03-2025	-	0.05	09-12-1958	No	NA	NA	NA	1	1	2	1
Mr.	Vineet Kanwar	00522258	Non-Executive Director	12-11-2024	-	-	-	08-01-1968	No	NA	NA	NA	Nil	Nil	Nil	Nil
Mr.	Badal Bagri	00367278	Non-Executive Director	27-03-2025	-	-	-	27-10-1972	No	NA	NA	NA	Nil	Nil	1	Nil
Ms.	Neelu Goel	06811167	Non-Executive Director	27-03-2019	-	-	-	29-11-1970	No	NA	NA	NA	Nil	Nil	Nil	Nil

Whether Regular chairperson appointed

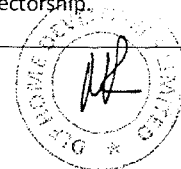
Yes

Whether Chairperson is related to managing director or CEO

No

Note: In terms of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, directorships of equity listed and high value debt listed entities (outstanding principal amount of debt securities ₹ 1,000 crore or more) is required to be considered while disclosing no. of directorships in listed entities. Prior to the amendment, the Company was categorized as a High-Value Debt Listed Entity (HVDLE), accordingly the Regulations 15 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations were applicable to the Company on a 'comply or explain' basis until 31st March 2025. Post amendment, definition of HVDLE has been changed to 'entities with an outstanding principal amount of ₹ 1,000 crore or more as on 31st March 2025', with effect from 1st April 2025. As on 31st March 2025, the principal outstanding of the Company's listed debt securities is less than ₹ 1,000 Crore, hence directorship in the Company was not added while calculating the number of directorship.

*PAN being confidential information, hence the same has not been disclosed.





\$ Mr. Amarjit Singh Minocha, ceased to be the Chairman & Independent Director due to completion of his tenure on 30th March 2025 (close of business hours). Lt. Gen. Aditya Singh (Retd.), was designated as Chairman of the Board w.e.f. 31st March 2025.

* Mr. Mahender Singh was appointed as Additional Director (Independent) and Mr. Badal Bagri was appointed as Additional Director (Non-Executive) w.e.f. 27th March 2025. The appointments are subject to the approval of the shareholders of the Company.

II. Composition of Committees

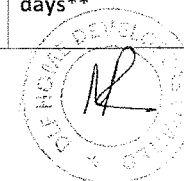
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent /Nominee)	Date of Appointment	Date of Cessation
1. Audit and Compliance Committee	Yes	Mr. Amarjit Singh Minocha ¹ Mr. Mahender Singh ² Lt. Gen. Aditya Singh (Retd.) Lt. Gen. Ajai Singh (Retd.)	Chairperson – Independent Director Chairperson – Independent Director Independent Director Independent Director	31-03-2020 31-03-2025 23-04-2024 08-05-2024	30-03-2025 - - -
2. Nomination and Remuneration Committee	Yes	Lt. Gen. Aditya Singh (Retd.) ³ Lt. Gen. Ajai Singh (Retd.) ⁴ Mr. Amarjit Singh Minocha ¹ Mr. Mahender Singh ²	Chairperson – Independent Director Chairperson – Independent Director Independent Director Independent Director	23-04-2024 17-09-2024 23-04-2024 31-03-2025	- - 30-03-2025 -
3. Risk Management Committee	Yes	Mr. Amarjit Singh Minocha ¹ Lt. Gen. Aditya Singh (Retd.) ³ Lt. Gen. Ajai Singh (Retd.) ⁴ Mr. Mahender Singh ² Mr. Devinder Singh Mr. Vishal Damani ⁵ Mr. Badal Bagri ⁶	Chairperson – Independent Director Independent Director Chairperson – Independent Director Independent Director Managing Director Whole-time Director Additional Director (Non-Executive Director)	23-04-2024 23-04-2024 31-03-2025 31-03-2025 23-04-2024 23-04-2024 31-03-2025	30-03-2025 30-03-2025 - - - 30-03-2025 -
4. Stakeholders Relationship Committee	Yes	Mr. Amarjit Singh Minocha ¹ Lt. Gen. Aditya Singh (Retd.) ³ Lt. Gen. Ajai Singh (Retd.) ⁴ Mr. Badal Bagri ⁶ Ms. Neelu Goel ⁷	Chairperson – Independent Director Chairperson – Independent Director Independent Director Additional Director (Non-Executive Director) Non-Executive Director	23-04-2024 23-04-2024 31-03-2025 31-03-2025 23-04-2024	30-03-2025 - - - 30-03-2025





- 1 Mr. Amarjit Singh Minocha, ceased to be the Chairman of Audit and Compliance Committee, Risk Management Committee and Stakeholders Relationship Committee & Member of Nomination and Remuneration Committee w.e.f. 30th March 2025 (close of business hours), due to completion of his second term.
- 2 Mr. Mahender Singh has been appointed as Chairman of Audit and Compliance Committee & Member of Nomination and Remuneration Committee and Risk Management Committee w.e.f. 31st March 2025.
- 3 Lt. Gen. Aditya Singh (Retd.) has been re-designated as Chairman of Stakeholders Relationship Committee w.e.f. 31st March 2025 and ceased to be the member of Risk Management Committee w.e.f. 30th March 2025 (close of business hours). Further, he was re-designated as member of Nomination and Remuneration Committee w.e.f. 31st March 2025.
- 4 Lt. Gen. Ajai Singh (Retd.) has been appointed/ re-designated as Chairman of Risk Management Committee, Nomination and Remuneration Committee and Member of Stakeholders Relationship Committee w.e.f. 31st March 2025.
- 5 Mr. Vishal Damani ceased to be the Member of Risk Management Committee w.e.f. 30th March 2025 (close of business hours).
- 6 Mr. Badal Bagri has been appointed as the Member of Risk Management Committee and Stakeholders Relationship Committee w.e.f. 31st March 2025.
- 7 Ms. Neelu Goel ceased to be the Member of Stakeholders Relationship Committee w.e.f. 30th March 2025 (close of business hours).

III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of quorum met*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)		
	27-03-2025	Yes	10	9	4	7		
	19-03-2025	Yes	8	8	3	56		
-	21-01-2025	Yes	8	7	3	69		
12-11-2024	-	Yes	8	8	3	20		
22-10-2024	-	Yes	7	4	2	-		
IV. Meeting of Committees								
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total number of Directors as on date of the meeting	Number of Directors present*	Number of Independent Directors present*	No. of members attending the meeting (other than	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**

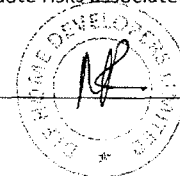


						Board of Directors)		
Audit and Compliance Committee	27-03-2025	Yes	3	3	3	0	-	7
Audit and Compliance Committee	19-03-2025	Yes	3	3	3	0	-	56
Audit and Compliance Committee	21-01-2025	Yes	3	3	3	0	-	69
Audit and Compliance Committee	-	Yes	3	3	3	0	12-11-2024	20
Audit and Compliance Committee	-	Yes	3	2	2	0	22-10-2024	-
Nomination and Remuneration Committee	27-03-2025	Yes	3	3	3	0	-	134
Nomination and Remuneration Committee	-	Yes	3	3	3	0	12-11-2024	-
Risk Management Committee^	-	-	-	-	-	-	-	-
Stakeholders Relationship Committee	21-01-2025	Yes	3	3	2	0	-	-

*This information has to be mandatorily be given for current quarter meetings

**This information has to be mandatorily be given for Audit Committee and Risk Management Committee, for rest of the committees giving this information is optional

^ The Board of Directors of the Company in its meeting held on 23rd April 2024 had constituted the Risk Management Committee. The Risk Management Committee of DLF Limited, the Holding Company monitor and oversee the adequacy of risk management systems at group level. They ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business at DLF group. Further, Mr. Amarjit Singh Minocha, Chairman of Board and RMC of the Company was also the Chairman of RMC of DLF Limited.




V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - a. Audit and Compliance Committee
 - b. Nomination and remuneration committee
 - c. Stakeholders' relationship committee
 - d. Risk Management committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. There was no comments/observations/advice of the Board of Directors in relation to the previous report.

Details of Cyber Security Incidence

Whether as per Regulation 27(2) (ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter.	NA


 Nikita Ririya
 Company Secretary

Note:

Pursuant to Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, while computing number of memberships including Chairmanship in Audit/ Stakeholders Relationship Committee(s), all Public Limited Companies needs to be included, thus, we have considered the memberships including Chairmanship held by the Directors in the Company, as the same is a Public Limited Company.

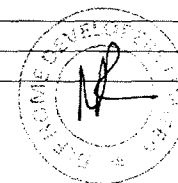
I. Disclosure on the website in terms of LODR Regulations			
	Item	Compliance status(Yes/No/NA) Refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR			
(a)	Details of business	Yes	https://www.dlf.in/dhdl/
(b)	Terms and conditions of appointment of Independent Directors	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Terms-of-Appointment-of-Independent-Directors-new.pdf
(c)	Composition of various Committees of Board of Directors	Yes	https://www.dlf.in/dhdl/
(d)	Code of conduct of Board of Directors and senior management personnel	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Code-of-Conduct.pdf
(e)	Details of establishment of Vigil Mechanism/ Whistle Blower policy	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Whistle-Blower-Policy.pdf
(f)	Criteria of making payments to Non-Executive Directors	NA	
(g)	Policy on dealing with Related Party Transactions	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Related-Partv-Transactions-Policy.pdf
(h)	Policy for determining 'material' subsidiaries	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Material-Subsidiary-Policy.pdf
(i)	Details of familiarization programmes imparted to Independent Directors	Yes	https://www.dlf.in/dhdl/images/recordupload/Dhdl-Familiarisaticn-Programme-For-Independent-Directors.pdf
(j)	Email address for grievance redressal and other relevant details	Yes	https://www.dlf.in/dhdl/
(k)	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.dlf.in/dhdl/
(l)	Financial results	Yes	https://www.dlf.in/dhdl/
(m)	Shareholding pattern	NA	
(n)	Details of agreements entered into with the media companies and/or their associates	NA	
(o)	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	
(oa)	Audio or video recordings and transcripts of post earnings/quarterly calls	NA	



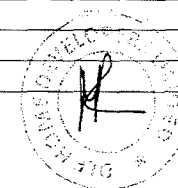
(p)	New name and the old name of the listed entity	NA	
(q)	Advertisements as per regulation 47(1)	Yes	https://www.dlf.in/dhdl/
(r)	Credit rating or revision in credit rating obtained	Yes	https://www.dlf.in/dhdl/
(s)	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
(t)	Secretarial Compliance Report	Yes	https://www.dlf.in/dhdl/
(u)	Materiality Policy as per Regulation 30(4)	NA	
(v)	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under Regulation 30(5)	NA	
(w)	Disclosures under Regulation 30(8)	NA	
(x)	Statements of deviation(s) or variations(s) as specified in Regulation 32	NA	
(y)	Dividend distribution policy as specified in Regulation 43A(1)	NA	
(z)	Annual return as provided under Section 92 of the Companies Act, 2013	Yes	https://www.dlf.in/dhdl/images/recordupload/DHDL-Annual-Return-FY-2023-24.pdf
✓	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	NA	
✓	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation.	NA	

II. Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) Refer note below
Independent Director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management ^{&}	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes



Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the Audit Committee	18(3)	Yes
Composition of Nomination and Remuneration Committee	19(1) & 19(2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20 (2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	No ⁸
Quorum of Risk Management Committee meeting	21(3B)	No ⁸
Gap between the meetings of the Risk Management Committee	21(3C)	No ⁸
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1), (1A), (5), (6) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	No ⁸
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes





Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Policy with respect to Obligations of Directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA

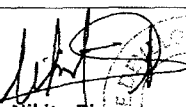
Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

&The Board of Directors of the Company in its meeting held on 23rd April 2024 had constituted the Risk Management Committee. The Risk Management Committee of DLF Limited, the Holding Company monitor and oversee the adequacy of risk management systems at group level. They ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business at DLF group. Further, Mr. Amarjit Singh Minocha, Chairman of Board and RMC of the Company was also the Chairman of RMC of DLF Limited.
@DLF Limited, being the Holding Company and the related party of the Company could not vote on the resolution at the shareholders' meeting and the same was in alignment with the provisions of 'comply' or 'explain' applicable for the High Value Debt Listed Entity (prior to the amendment in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from 28th March 2025), as per the provisions of Regulation 15(1A) of the SEBI Listing Regulations.

III. Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. Yes


Nikita Ririwa
Company Secretary

I. Disclosure of Loans / guarantees / comfort letters / securities etc. (refer note below)

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

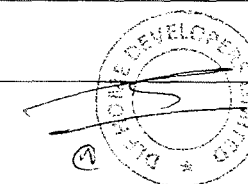
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six Months
Promoter or any other entity controlled by them	56,99,00,000	2,62,66,80,894
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	4,75,00,000	4,75,00,000
KMPs or any other entity controlled by them	-	-

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Corporate Guarantee	-	14,06,22,73,000
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Cash	-	5,70,40,101
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-



II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Mr. Pankaj Kumar Jain
CFO

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the government or government company;
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity;
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions.
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.