

**DLF LIMITED**

DLF Gateway Tower, R Block,  
DLF City Phase – III, Gurugram – 122 002,  
Haryana (India)  
Tel.: (+91-124) 4396000, [investor-relations@dlf.in](mailto:investor-relations@dlf.in)



4<sup>th</sup> August 2025

|  |   |
|--|---|
| The General Manager<br>Dept. of Corporate Services<br><b>BSE Limited</b><br>P.J. Tower, Dalal Street, Mumbai – 400 001 | The Vice-President<br><b>National Stock Exchange of India Limited</b><br>Exchange Plaza, Bandra Kurla Complex,<br>Bandra(E), Mumbai – 400 051 |
|--|---|

**Sub: 60<sup>th</sup> Annual General Meeting (AGM)**

Dear Sir/ Madam,

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, kindly find enclosed herewith the Voting Results in the prescribed format and Scrutinizer's Report in connection with 60<sup>th</sup> AGM of the Company held on **Monday, 4<sup>th</sup> August 2025**.

This is for your kind information and record please.

Thanking you,

Yours faithfully,  
For **DLF Limited**

**R. P. Punjani**  
**Company Secretary**

Encl.: As above

For Stock Exchange's clarifications, please contact:-  
Mr. R. P. Punjani – 09810655115/ [punjani-rp@dlf.in](mailto:punjani-rp@dlf.in)  
Ms. Nikita Rinwa – 09069293544/ [rinwa-nikita@dlf.in](mailto:rinwa-nikita@dlf.in)

|   |             |
|---|-------------|
|   | DLF LIMITED |
| Date of the AGM/EGM   | 04-08-2025  |
| Total number of shareholders on record date                                   | 499709      |
| No. of shareholders present in the meeting either in person or through proxy: |             |
| Promoters and Promoter Group:   | 0           |
| Public:   | 0           |
| No. of Shareholders attended the meeting through Video Conferencing           |             |
| Promoters and Promoter Group:   | 14          |
| Public:   | 267         |

| Resolution No.  | 1  | ORDINARY -                |                            |   |                              |                            |   |   |               |                 |  |
|---|--|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|--|
| Resolution required: (Ordinary/ Special)                                  | (a) Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of Board of Directors and Auditors thereon.<br>(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the Report of the Auditors thereon |                           |                            |   |                              |                            |   |   |               |                 |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No   |                           |                            |   |                              |                            |   |   |               |                 |  |
| Category  | Mode of Voting   | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |  |
| Promoter and Promoter Group   | E-Voting   | 1,83,36,36,385            | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |  |
|   | Poll   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |  |
| <b>Total</b>  |  | <b>1,83,36,36,385</b>     | <b>100.0000</b>            | <b>1,83,36,36,385</b>   | <b>0</b>                     | <b>100.0000</b>            | <b>0.0000</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |  |
| Public- Institutions  | E-Voting   | 51,75,55,462              | 42,97,95,278               | 83.0433   | 42,09,63,780                 | 88,31,498                  | 97.9451   | 2.0548  | 0             | 0               |  |
|   | Poll   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |  |
| <b>Total</b>  |  | <b>42,97,95,278</b>       | <b>83.0433</b>             | <b>42,09,63,780</b>   | <b>88,31,498</b>             | <b>97.9452</b>             | <b>2.0548</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |  |
| Public- Non Institutions  | E-Voting   | 12,41,19,859              | 1,64,37,806                | 13.2435   | 1,64,31,815                  | 5,991                      | 99.9635   | 0.0364  | 0             | 0               |  |
|   | Poll   |                           | 1,142                      | 0.0009  | 1,141                        | 1                          | 99.9124   | 0.0875  | 0             | 0               |  |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |  |
| <b>Total</b>  |  | <b>1,64,38,948</b>        | <b>13.2444</b>             | <b>1,64,32,956</b>  | <b>5,992</b>                 | <b>99.9635</b>             | <b>0.0365</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |  |
| <b>Total</b>  |  | <b>2,47,53,11,706</b>     | <b>2,27,98,70,611</b>      | <b>92.1044</b>  | <b>2,27,10,33,121</b>        | <b>88,37,490</b>           | <b>99.6124</b>  | <b>0.3876</b>   | <b>0</b>      | <b>0</b>        |  |



|   |  |                           |                            |   |                              |                            |   |   |               |                 |
|---|--|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution No.  | 2  |                           |                            |   |                              |                            |   |   |               |                 |
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - Declaration of dividend on equity shares for the financial year ended 31 March 2025 |                           |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No   |                           |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting   | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting   | 1,83,36,36,385            | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>   | <b>1,83,36,36,385</b>     | <b>100.0000</b>            | <b>1,83,36,36,385</b>   | <b>0</b>                     | <b>100.0000</b>            | <b>0.0000</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting   | 51,75,55,462              | 43,82,50,089               | 84.6769   | 43,80,62,165                 | 1,87,924                   | 99.9571   | 0.0428  | 0             | 0               |
|   | Poll   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>   | <b>43,82,50,089</b>       | <b>84.6769</b>             | <b>43,80,62,165</b>   | <b>1,87,924</b>              | <b>99.9571</b>             | <b>0.0429</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting   | 12,41,19,859              | 1,64,37,505                | 13.2433   | 1,64,31,686                  | 5,819                      | 99.9645   | 0.0354  | 0             | 0               |
|   | Poll   |                           | 1,142                      | 0.0009  | 1,141                        | 1                          | 99.9124   | 0.0875  | 0             | 0               |
|   | Postal Ballot (if applicable)  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>   | <b>1,64,38,647</b>        | <b>13.2442</b>             | <b>1,64,32,827</b>  | <b>5,820</b>                 | <b>99.9646</b>             | <b>0.0354</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
|   | <b>Total</b>   | <b>2,47,53,11,706</b>     | <b>2,28,83,25,121</b>      | <b>92.4459</b>  | <b>2,28,81,31,377</b>        | <b>1,93,744</b>            | <b>99.9915</b>  | <b>0.0085</b>   | <b>0</b>      | <b>0</b>        |



| Resolution No.  | 3   |                           |                            |   |                              |                            |   |   |               |                 |
|---|---|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - Appointment of Mr. Devinder Singh (DIN: 02569464), who retires by rotation and being eligible, offers himself for re-appointment |                           |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                           |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting  | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting  | 1,83,36,36,385            | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>1,83,36,36,385</b>      | <b>100.0000</b>   | <b>1,83,36,36,385</b>        | <b>0</b>                   | <b>100.0000</b>   | <b>0.0000</b>   | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting  | 51,75,55,462              | 43,82,38,639               | 84.6747   | 43,29,52,641                 | 52,85,998                  | 98.7938   | 1.2061  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>43,82,38,639</b>        | <b>84.6747</b>  | <b>43,29,52,641</b>          | <b>52,85,998</b>           | <b>98.7938</b>  | <b>1.2062</b>   | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting  | 12,41,19,859              | 1,63,41,632                | 13.1660   | 1,63,14,186                  | 27,446                     | 99.8320   | 0.1679  | 0             | 0               |
|   | Poll  |                           | 1,142                      | 0.0009  | 146                          | 996                        | 12.7845   | 87.2154   | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>1,63,42,774</b>         | <b>13.1669</b>  | <b>1,63,14,332</b>           | <b>28,442</b>              | <b>99.8260</b>  | <b>0.1740</b>   | <b>0</b>      | <b>0</b>        |
|   | <b>Total</b>  | <b>2,47,53,11,706</b>     | <b>2,28,82,17,798</b>      | <b>92.4416</b>  | <b>2,28,29,03,358</b>        | <b>53,14,440</b>           | <b>99.7677</b>  | <b>0.2323</b>   | <b>0</b>      | <b>0</b>        |



| Resolution No.  | 4   |                           |                            |   |                              |                            |   |   |               |                 |
|---|---|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - Appointment of Ms. Savitri Devi Singh (DIN: 01644076), who retires by rotation and being eligible, offers herself for re-appointment |                           |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes   |                           |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting  | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting  | 1,83,36,36,385            | 1,83,30,63,985             | 99.9688   | 1,83,30,63,985               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
| <b>Total</b>  |   | <b>1,83,30,63,985</b>     | <b>99.9688</b>             | <b>1,83,30,63,985</b>   | <b>0</b>                     | <b>100.0000</b>            | <b>0.0000</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting  | 51,75,55,462              | 43,82,38,639               | 84.6747   | 36,23,31,002                 | 7,59,07,637                | 82.6789   | 17.3210   | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
| <b>Total</b>  |   | <b>43,82,38,639</b>       | <b>84.6747</b>             | <b>36,23,31,002</b>   | <b>7,59,07,637</b>           | <b>82.6789</b>             | <b>17.3211</b>  | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting  | 12,41,19,859              | 1,64,37,422                | 13.2432   | 1,64,28,755                  | 8,667                      | 99.9472   | 0.0527  | 0             | 0               |
|   | Poll  |                           | 1,142                      | 0.0009  | 146                          | 996                        | 12.7845   | 87.2154   | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
| <b>Total</b>  |   | <b>1,64,38,564</b>        | <b>13.2441</b>             | <b>1,64,28,901</b>  | <b>9,663</b>                 | <b>99.9412</b>             | <b>0.0588</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| <b>Total</b>  |   | <b>2,47,53,11,706</b>     | <b>2,28,77,41,188</b>      | <b>92.4223</b>  | <b>2,21,18,23,888</b>        | <b>7,59,17,300</b>         | <b>96.6816</b>  | <b>3.3184</b>   | <b>0</b>      | <b>0</b>        |



| Resolution No.  | 5                             | ORDINARY - Ratification of the remuneration payable to Sanjay Gupta & Associates, Cost Accountants (FRN: 000212), appointed as Cost Auditors of the Company for the financial year ended 31 March 2025 |                            |   |                              |                            |   |   |               |                 |
|---|-------------------------------|--|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special)                                  |                               |  |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                            |  |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting                | No. of shares held<br>(1)  | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting                      | 1,83,36,36,385   | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll                          |  | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable) |  | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>                  |  | <b>1,83,36,36,385</b>      | <b>100.0000</b>   | <b>1,83,36,36,385</b>        | <b>0</b>                   | <b>100.0000</b>   | <b>0.0000</b>   | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting                      | 51,75,55,462   | 43,75,19,993               | 84.5359   | 43,73,32,069                 | 1,87,924                   | 99.9570   | 0.0429  | 0             | 0               |
|   | Poll                          |  | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable) |  | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>                  |  | <b>43,75,19,993</b>        | <b>84.5359</b>  | <b>43,73,32,069</b>          | <b>1,87,924</b>            | <b>99.9570</b>  | <b>0.0430</b>   | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting                      | 12,41,19,859   | 1,64,37,422                | 13.2432   | 1,64,30,040                  | 7,382                      | 99.9550   | 0.0449  | 0             | 0               |
|   | Poll                          |  | 1,142                      | 0.0009  | 1,141                        | 1                          | 99.9124   | 0.0875  | 0             | 0               |
|   | Postal Ballot (if applicable) |  | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>                  |  | <b>1,64,38,564</b>         | <b>13.2441</b>  | <b>1,64,31,181</b>           | <b>7,383</b>               | <b>99.9551</b>  | <b>0.0449</b>   | <b>0</b>      | <b>0</b>        |
|   | <b>Total</b>                  | <b>2,47,53,11,706</b>  | <b>2,28,75,94,942</b>      | <b>92.4164</b>  | <b>2,28,73,99,635</b>        | <b>1,95,307</b>            | <b>99.9915</b>  | <b>0.0085</b>   | <b>0</b>      | <b>0</b>        |



| Resolution No.  | 6   |                           |                            |   |                              |                            |   |   |               |                 |
|---|---|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - Appointment of Makarand M. Joshi & Co., peer reviewed firm of Company Secretaries (FRN: P2009MH007000) as Secretarial Auditors of the Company for a term of 5 (five) consecutive years, commencing from the financial year 2025-26 to financial year 2029-30 |                           |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                           |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting  | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting  | 1,83,36,36,385            | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  | <b>1,83,36,36,385</b>     | <b>100.0000</b>            | <b>1,83,36,36,385</b>   | <b>0</b>                     | <b>100.0000</b>            | <b>0.0000</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting  | 51,75,55,462              | 43,82,24,279               | 84.6719   | 43,80,36,355                 | 1,87,924                   | 99.9571   | 0.0428  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  | <b>43,82,24,279</b>       | <b>84.6719</b>             | <b>43,80,36,355</b>   | <b>1,87,924</b>              | <b>99.9571</b>             | <b>0.0429</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting  | 12,41,19,859              | 1,64,37,452                | 13.2432   | 1,64,30,402                  | 7,050                      | 99.9571   | 0.0428  | 0             | 0               |
|   | Poll  |                           | 1,142                      | 0.0009  | 1,141                        | 1                          | 99.9124   | 0.0875  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  | <b>1,64,38,594</b>        | <b>13.2441</b>             | <b>1,64,31,543</b>  | <b>7,051</b>                 | <b>99.9571</b>             | <b>0.0429</b>   | <b>0</b>  | <b>0</b>      | <b>0</b>        |
|   | <b>Total</b>  | <b>2,47,53,11,706</b>     | <b>2,28,82,99,258</b>      | <b>92.4449</b>  | <b>2,28,81,04,283</b>        | <b>1,94,975</b>            | <b>99.9915</b>  | <b>0.0085</b>   | <b>0</b>      | <b>0</b>        |



| Resolution No.  | 7   |                           |                            |   |                              |                            |   |   |               |                 |
|---|---|---------------------------|----------------------------|---|------------------------------|----------------------------|---|---|---------------|-----------------|
| Resolution required: (Ordinary/ Special)                                  | SPECIAL -Appointment of Ms. Vinati Kastia Kilambi (DIN: 08175434) as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years i.e. up to 18 May 2030 |                           |                            |   |                              |                            |   |   |               |                 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                           |                            |   |                              |                            |   |   |               |                 |
| Category  | Mode of Voting  | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 | Votes Invalid | Votes Abstained |
| Promoter and Promoter Group   | E-Voting  | 1,83,36,36,385            | 1,83,36,36,385             | 100.0000  | 1,83,36,36,385               | 0                          | 100.0000  | 0.0000  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>1,83,36,36,385</b>      | <b>100.0000</b>   | <b>1,83,36,36,385</b>        | <b>0</b>                   | <b>100.0000</b>   | <b>0.0000</b>   | <b>0</b>      | <b>0</b>        |
| Public- Institutions  | E-Voting  | 51,75,55,462              | 43,82,38,639               | 84.6747   | 43,39,04,939                 | 43,33,700                  | 99.0111   | 0.9888  | 0             | 0               |
|   | Poll  |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>43,82,38,639</b>        | <b>84.6747</b>  | <b>43,39,04,939</b>          | <b>43,33,700</b>           | <b>99.0111</b>  | <b>0.9889</b>   | <b>0</b>      | <b>0</b>        |
| Public- Non Institutions  | E-Voting  | 12,41,19,859              | 1,64,37,412                | 13.2432   | 1,64,10,286                  | 27,126                     | 99.8349   | 0.1650  | 0             | 0               |
|   | Poll  |                           | 1,142                      | 0.0009  | 1,141                        | 1                          | 99.9124   | 0.0875  | 0             | 0               |
|   | Postal Ballot (if applicable)   |                           | 0                          | 0.0000  | 0                            | 0                          | 0.0000  | 0.0000  | 0             | 0               |
|   | <b>Total</b>  |                           | <b>1,64,38,554</b>         | <b>13.2441</b>  | <b>1,64,11,427</b>           | <b>27,127</b>              | <b>99.8350</b>  | <b>0.1650</b>   | <b>0</b>      | <b>0</b>        |
|   | <b>Total</b>  | <b>2,47,53,11,706</b>     | <b>2,28,83,13,578</b>      | <b>92.4455</b>  | <b>2,28,39,52,751</b>        | <b>43,60,827</b>           | <b>99.8094</b>  | <b>0.1906</b>   | <b>0</b>      | <b>0</b>        |



# **CONSOLIDATED SCRUTINISER'S REPORT**

[Pursuant to Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

**4 August, 2025**

To

The Chairman,

**DLF LIMITED**

**CIN:** L70101HR1963PLC002484

**Registered Office:** Shopping mall, 3<sup>rd</sup> Floor, Arjun Marg

Phase I, DLF City, Gurugram, Haryana-122002, India

**60<sup>th</sup> Annual General Meeting ('AGM') of the Members of DLF LIMITED ('the Company') held on Monday, 4 August 2025 at 12:30 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM')**

Dear Sir,

We, CS Vineet K. Chaudhary (Membership No. F5327 and C.P. No: 4548) and CS Deepak Kukreja (Membership No. F4140 and C.P. No. 8265), Company Secretaries in whole time practice, were appointed as Scrutinizers to scrutinize and ascertain the requisite majority on the Resolutions proposed to be passed through the remote e-voting process as well as the e-voting conducted at the AGM (collectively referred to as '**e-voting facility**'). The e-voting facility was provided to the members in accordance with the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated 8 April 2020, General Circular No.17/2020 dated 13 April 2020, General Circular No. 20/2020 dated 5 May 2020, General Circular No. 02/2021 dated 13 January 2021, General Circular No. 21/2021 dated 14 December 2021, General Circular No. 2/2022 dated 5 May 2022 and General Circular No. 10/2022 dated 28 December 2022, General Circular No. 9/2023 dated 25 September 2023 and General Circular No. 9/2024 dated 19 September 2024 (collectively referred to as '**MCA Circulars**') permitting to conduct the AGM through VC or OAVM without the physical presence of the members at a common venue on or before 30 September 2025 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') and SEBI Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 ('**SEBI Circular**') issued in this regard.

### **Service Provider**

1. The Company has availed the services of National Securities Depository Limited ('**NSDL**') for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system as well as e-voting during the AGM on all the business items transacted at the AGM of the Company.

### **Management's Responsibility**

2. The Management of the Company is responsible for ensuring the compliances of the Companies Act, 2013 read with the rules made thereunder, SEBI Listing Regulations, MCA Circulars, SEBI Circular or any other provisions, as applicable in connection with the AGM of the Company. The Management of the Company is also responsible for ensuring a secured framework and robustness of the electronic voting system.

### **Scrutinizer's Responsibility**

3. Our responsibility as Scrutinizers for the e-voting facility is restricted to make a Consolidated Scrutiniser's Report in a fair and transparent manner of the votes cast 'in favour' or 'Against' the Resolution(s) stated in the Notice of the AGM dated 19 May 2025, based on the reports generated from the e-voting system of NSDL and documents furnished to us electronically by the Company for our verification.

### **Notice in electronic mode**

4. The Notice calling the AGM was sent to all the Members/ Beneficiaries electronically on 13 July 2025, whose e-mail ID was registered with the Company or Depository Participants in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder together with the MCA Circulars, SEBI Listing Regulations and SEBI Circular.
5. Further, a letter providing the web-link, QR Code and the exact path to access the Annual Report including notice of AGM for FY 2024-25 was sent to those Members whose e-mail ID was not registered with the Company and Depository Participants) in accordance with the provisions of SEBI Listing Regulations.

### **Cut-off date**

6. The Members of the Company as on the 'cut-off date' for e-voting facility i.e. Monday, 28 July 2025 were entitled to avail the e-voting facility on the proposed resolutions (Item Nos. 1 to 7) as set out in the Notice of the AGM.

### **Remote e-Voting process**

7. The remote e-voting period commenced from **Thursday, 31 July 2025 at 9.30 A.M. (IST)** and ended on **Sunday, 3 August 2025 at 5.00 P.M. (IST)**. The remote e-voting module was disabled by NSDL thereafter.

### **Newspaper Advertisements**

8. Pursuant to applicable provisions of MCA Circulars, the Company had published the Newspaper advertisements in 'Financial Express' (English) and in 'Jansatta' (Hindi) both dated 13 July 2025, prior to commencement of the dispatch of the Notice calling AGM.
9. Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had published the Newspaper advertisements in 'Financial Express' (English) and in 'Jansatta' (Hindi) both dated 14 July 2025, post completion of dispatch of the Notice calling AGM.

### **E-voting at the AGM**

10. At the AGM of the Company held through VC/ OAVM on Monday, 4 August 2025, after considering all the business, the facility to vote electronically was provided to those members who are attending the meeting through VC/ OAVM but had not participated in the remote e-voting process, enabling them to cast their votes during the AGM.
11. After the closure of e-voting at the AGM, the e-voting conducted at the AGM and the remote e-voting conducted prior to the AGM were unblocked and were downloaded in the presence of two independent witnesses, Mr. Mohit K. Dixit and Mr. Arpan Gupta, who are not in the employment of the Company.

### **Consolidated results of e-voting facility**

12. After scrutinizing and reviewing the report of e-voting conducted at the AGM and remote e-voting conducted prior to the AGM and votes cast therein based on the data downloaded from the NSDL Portal, we hereby submit the consolidated results of e-voting facility for the AGM as under:

#### **Resolution No. 1: Ordinary Resolution**

- (a) Adoption of the Audited Financial Statements of the Company for the financial year ended 31 March 2025 together with the reports of the Board of Directors and Auditors thereon.
- (b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2025 together with the Report of the Auditors thereon.

| <b>Mode</b>                  | <b>Total Valid Votes</b> |                         | <b>Votes in Favour</b>   |                         |                     | <b>Votes Against</b>     |                     |                     |
|------------------------------|--------------------------|-------------------------|--------------------------|-------------------------|---------------------|--------------------------|---------------------|---------------------|
|                              | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>Voting<br/>%</b> | <b>No. of<br/>Voters</b> | <b>No. of Votes</b> | <b>Voting<br/>%</b> |
| <b>E-voting<br/>Facility</b> | 1821                     | 2279870611              | 1770                     | 2271033121              | 99.6124             | 51                       | 8837490             | 0.3876              |

### **Resolution No. 2: Ordinary Resolution**

Declaration of dividend on equity shares for the financial year ended on 31 March 2025.

| Mode                     | Total Valid Votes |              | Votes in Favour |              |          | Votes Against |              |          |
|--------------------------|-------------------|--------------|-----------------|--------------|----------|---------------|--------------|----------|
|                          | No. of Voters     | No. of Votes | No. of Voters   | No. of Votes | Voting % | No. of Voters | No. of Votes | Voting % |
| <b>E-voting Facility</b> | 1821              | 2288325121   | 1800            | 2288131377   | 99.9915  | 21            | 193744       | 0.0085   |

### **Resolution No. 3: Ordinary Resolution**

Appointment of a Director in place of Mr. Devinder Singh (DIN: 02569464), liable to retire by rotation and being eligible, offered himself for re-appointment.

| Mode                     | Total Valid Votes |              | Votes in Favour |              |          | Votes Against |              |          |
|--------------------------|-------------------|--------------|-----------------|--------------|----------|---------------|--------------|----------|
|                          | No. of Voters     | No. of Votes | No. of Voters   | No. of Votes | Voting % | No. of Voters | No. of Votes | Voting % |
| <b>E-voting Facility</b> | 1822              | 2288217798   | 1742            | 2282903358   | 99.7677  | 80            | 5314440      | 0.2323   |

### **Resolution No. 4: Ordinary Resolution**

Appointment of a Director in place of Ms. Savitri Devi Singh (DIN: 01644076), liable to retire by rotation and being eligible, offered herself for re-appointment.

| Mode                     | Total Valid Votes |              | Votes in Favour |              |          | Votes Against |              |          |
|--------------------------|-------------------|--------------|-----------------|--------------|----------|---------------|--------------|----------|
|                          | No. of Voters     | No. of Votes | No. of Voters   | No. of Votes | Voting % | No. of Voters | No. of Votes | Voting % |
| <b>E-voting Facility</b> | 1820              | 2287741188   | 1689            | 2211823888   | 96.6816  | 131           | 75917300     | 3.3184   |

### **Resolution No. 5: Ordinary Resolution**

Ratification of the remuneration payable to Sanjay Gupta & Associates, Cost Accountants (FRN: 000212), Cost Auditors of the Company for the financial year ended 31 March 2025.

| <b>Mode</b>                  | <b>Total Valid Votes</b> |                         | <b>Votes in Favour</b>   |                         |                     | <b>Votes Against</b>     |                     |                     |
|------------------------------|--------------------------|-------------------------|--------------------------|-------------------------|---------------------|--------------------------|---------------------|---------------------|
|                              | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>Voting<br/>%</b> | <b>No. of<br/>Voters</b> | <b>No. of Votes</b> | <b>Voting<br/>%</b> |
| <b>E-voting<br/>Facility</b> | 1812                     | 2287594942              | 1776                     | 2287399635              | 99.9915             | 36                       | 195307              | 0.0085              |

### **Resolution No. 6: Ordinary Resolution**

Appointment of Makarand M. Joshi & Co., peer reviewed firm of Company Secretaries (FRN: P2009MH007000), as Secretarial Auditors of the Company for a term of 5 (five) consecutive years from FY 2025-26 to FY 2029-30.

| <b>Mode</b>                  | <b>Total Valid Votes</b> |                         | <b>Votes in Favour</b>   |                         |                     | <b>Votes Against</b>     |                     |                     |
|------------------------------|--------------------------|-------------------------|--------------------------|-------------------------|---------------------|--------------------------|---------------------|---------------------|
|                              | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>Voting<br/>%</b> | <b>No. of<br/>Voters</b> | <b>No. of Votes</b> | <b>Voting<br/>%</b> |
| <b>E-voting<br/>Facility</b> | 1814                     | 2288299258              | 1786                     | 2288104283              | 99.9915             | 28                       | 194975              | 0.0085              |

### **Resolution No. 7: Special Resolution**

Appointment of Ms. Vinati Kastia Kilambi (DIN: 08175434) as an Independent Director of the Company to hold the office for a term of 5 (five) consecutive years i.e. up to 18 May 2030.

| <b>Mode</b>                  | <b>Total Valid Votes</b> |                         | <b>Votes in Favour</b>   |                         |                     | <b>Votes Against</b>     |                     |                     |
|------------------------------|--------------------------|-------------------------|--------------------------|-------------------------|---------------------|--------------------------|---------------------|---------------------|
|                              | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>No. of<br/>Voters</b> | <b>No. of<br/>Votes</b> | <b>Voting<br/>%</b> | <b>No. of<br/>Voters</b> | <b>No. of Votes</b> | <b>Voting<br/>%</b> |
| <b>E-voting<br/>Facility</b> | 1815                     | 2288313578              | 1755                     | 2283952751              | 99.8094             | 60                       | 4360827             | 0.1906              |

### **Handover of the related documents**

13. The electronic data related to e-voting facility will be kept in our safe custody and will be handed over to the Company for preservation after the Chairman considers, approves and signs the minutes of the AGM.

### **Announcement of Result**

14. Based on the above e-voting facility, we confirm that all the resolutions have been approved with requisite majority. Mr. Ashok Kumar Tyagi, Managing Director and Mr. Ram Parkash Punjani, Company Secretary, have been severally authorized by the Chairman at the AGM to declare the result of the meeting.

**Thanking You,**

**VINEET K  
CHAUDHARY**

Digitally signed by  
VINEET K CHAUDHARY  
Date: 2025.08.04  
17:27:01 +05'30'

**CS Vineet K Chaudhary  
Scrutinizer  
Membership No: F5327  
C.P. No: 4548  
UDIN: F005327G000926346  
Peer Review Cert. No. 6406/2025**

**DEEPAK  
KUKREJA**

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DEEPAK KUKREJA  
Date: 2025.08.04  
17:28:29 +05'30'

**CS Deepak Kukreja  
Scrutinizer  
Membership No: F4140  
C.P. No: 8265  
UDIN: F004140G000925313  
Peer Review Cert. No. 2667/2022**

**Ram  
Parkash  
Punjani**

Digitally signed  
by Ram Parkash  
Punjani  
Date: 2025.08.04  
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**Counter Signed by Chairman/ Authorised Person**