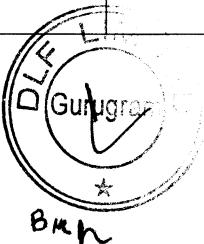


QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance

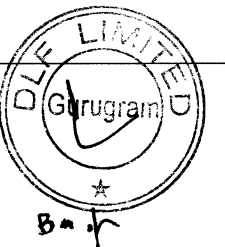
Name of Listed Entity: **DLF LIMITED**
Quarter ending: **30th September 2025**

I. Composition of Board of Directors																			
Title (Mr./ Ms.)	Name of the Director	PAN* & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	Date of Birth	Wheth er the directo r is disqua lified?	Start date of disqua lificati on	End date of disqua lificati on	Details of disqualif ication	Current Status of DIN	Whether Special Resoluti on passed? [Refer Regulati on 17(1A)]	Date of passing Special Resolution	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (in months)	Number of Directorship in listed entities including this listed entity (Refer Regulation 17A)	Number of Independent Directorship in listed entities including this listed entity (Refer proviso to Regulation 17A (1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	Number of posts of Chairperson in Audit/ Stakeholder Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr.	Rajiv Singh	00003214	Chairman, Whole-time Director	08-05-1959	No	NA	NA	NA	Active	NA	-	16-11-1988	09-04-2024	-	-	1	Nil	Nil	Nil
Mr.	Ashok Kumar Tyagi	00254161	Managing Director	17-08-1962	No	NA	NA	NA	Active	NA	-	01-12-2017	01-12-2022	-	-	2	Nil	2	Nil
Mr.	Devinder Singh	02569464	Managing Director	13-11-1963	No	NA	NA	NA	Active	NA	-	01-12-2017	04-08-2025	-	-	1	Nil	Nil	Nil
Ms.	Pia Singh	00067233	Non- Executive Director	26-12-1970	No	NA	NA	NA	Active	NA	-	18-02-2003	07-08-2024	-	-	2	1	1	Nil
Ms.	Savitri Devi Singh	01644076	Non- Executive Director	15-05-1985	No	NA	NA	NA	Active	NA	-	11-06-2021	04-08-2025	-	-	1	Nil	Nil	Nil



I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN* & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	Date of Birth	Whether the director is disqualified?	Start date of disqualification	End date of disqualification	Details of disqualification	Current Status of DIN	Whether Special Resolution passed? [Refer Regulation 17(1A)]	Date of passing Special Resolution	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (in months)	Number of Directorship in listed entities including this listed entity (Refer Regulation 17A)	Number of Independent Directorship in listed entities including this listed entity (Refer proviso to Regulation 17A (1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	Number of posts of Chairperson in Audit/ Stakeholder Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Ms.	Anushka Singh	03324893	Non-Executive Director	27-07-1987	No	NA	NA	NA	Active	NA	-	11-06-2021	07-08-2024	-	-	1	Nil	Nil	Nil
Mr.	Vivek Mehra	00101328	Independent Director	21-04-1955	No	NA	NA	NA	Active	NA	-	13-02-2018	13-02-2023	-	91.6	6	6	8	4
Ms.	Priya Paul	00051215	Independent Director	30-04-1966	No	NA	NA	NA	Active	NA	-	01-04-2019	01-04-2024	-	78	3	2	2	Nil
Dr.	Umesh Kumar Chaudhary	10263441	Independent Director	15-12-1949	No	NA	NA	NA	Active	Yes	28-09-2023	04-08-2023	04-08-2023	-	25.27	1	1	1	Nil
Lt. Gen. Retd.	Ajai Singh	10540436	Independent Director	03-04-1963	No	NA	NA	NA	Active	NA	-	01-04-2024	01-04-2024	-	18	1	1	4	Nil
Mr.	Mahender Singh	07850935	Independent Director	09-12-1958	No	NA	NA	NA	Active	NA	-	07-08-2024	07-08-2024	-	13.25	1	1	3	2
Ms.	Vinati Kastia Kilambi	08175434	Independent Director	08-11-1972	No	NA	NA	NA	Active	NA	-	19-05-2025	19-05-2025	-	4.13	1	1	1	Nil
Whether Regular Chairperson appointed												Yes							



I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN* & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	Date of Birth	Wheth er the directo r is disqua lified?	Start date of disqua lificati on	End date of disqua lificati on	Details of disqualif ication	Current Status of DIN	Whether Special Resoluti on passed? [Refer Regulati on 17(1A)]	Date of passing Special Resolution	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (in months)	Number of Directorship in listed entities including this listed entity (Refer Regulation 17A)	Number of Independent Directorship in listed entities including this listed entity (Refer proviso to Regulation 17A (1) & 17A(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	Number of posts of Chairperson in Audit/ Stakeholder Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Whether Chairperson is related to Managing Director or CEO												No							

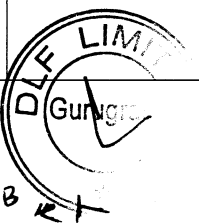
*PAN being confidential information, hence the same has not been disclosed.

Note:

- High Value Debt Listed Entity ('HVDLE') and 'Manager entity' of Real Estate Investment Trust ('REIT') which is also a HVDLE has been added while computing number of directorships in listed entities and membership/ chairpersonship in Audit/Stakeholders Relationship Committee(s) in terms of Regulation 17A and 26(1) of the SEBI Listing Regulations.
- The shareholders of the Company at the 60th Annual General Meeting held on 4th August 2025 approved the appointment of Ms. Vinati Kastia Kilambi as an Independent Director for a period of 5 (five) consecutive years with effect from 19th May 2025 and re-appointment of Mr. Devinder Singh and Ms. Savitri Devi Singh, Directors retiring by rotation.

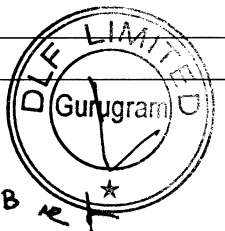
II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	DIN	Name of Committee members	Category (Chairperson/Executive/Non- Executive/Independent /Nominee)	Date of Appointment	Date of Cessation
1.Audit Committee	Yes	00101328 10263441 10540436	Mr. Vivek Mehra Dr. Umesh Kumar Chaudhary Lt. Gen. Ajai Singh (Retd.)	Chairperson – Independent Independent Independent	07-03-2018 01-04-2024 20-05-2025	



		07850935 08175434	Mr. Mahender Singh Ms. Vinati Kastia Kilambi	Independent Independent	29-08-2024 20-05-2025	
2. Nomination and Remuneration Committee	Yes	10540436 00101328 07850935	Lt. Gen. Ajai Singh (Retd.) Mr. Vivek Mehra Mr. Mahender Singh	Chairperson – Independent Independent Independent	01-04-2024 20-05-2025 29-08-2024	
3. Risk Management Committee	Yes	10540436 07850935 08175434 00254161 02569464	Lt. Gen. Ajai Singh (Retd.) Mr. Mahender Singh Ms. Vinati Kastia Kilambi Mr. Ashok Kumar Tyagi Mr. Devinder Singh	Chairperson – Independent Independent Independent Executive Executive	01-04-2024 20-05-2025 20-05-2025 11-06-2021 07-03-2018	
4. Stakeholders Relationship Committee	Yes	07850935 10540436 00254161	Mr. Mahender Singh Lt. Gen. Ajai Singh (Retd.) Mr. Ashok Kumar Tyagi	Chairperson – Independent Independent Executive	20-05-2025 01-04-2024 11-06-2021	

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	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of quorum met*	Total Number of Directors as on date of the meeting	Number of Directors present*	Number of Independent Directors present*	
19-05-2025		-	Yes	13	12	7	
	04-08-2025	76	Yes	12	11	6	
IV. Meeting of Committees							
Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)**	Whether requirement of Quorum met*	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present*	Number of Independent Directors present*	Number of members attending the meeting (other than Board of Directors)
Audit Committee	13-05-2025	-	Yes	4	3	3	0
	19-05-2025	5	Yes	4	4	4	0
	04-08-2025	76	Yes	5	5	5	0
	29-09-2025	55	Yes	5	4	4	0
Nomination and Remuneration Committee	19-05-2025	-	Yes	3	3	3	0
Risk Management Committee#	22-08-2025	-	Yes	5	5	3	0
Stakeholders Relationship Committee	22-04-2025	-	Yes	3	3	2	0
	24-07-2025	92	Yes	3	2	2	0



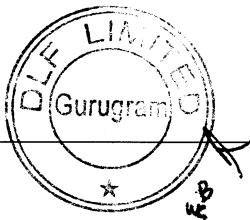
*This information has to be mandatorily given for current quarter meetings.
**This information has to be mandatorily given for Audit Committee and Risk Management Committee, for rest of the committees giving this information is optional.
#The previous meeting of Risk Management Committee (RMC) was held on 27th February 2025 and accordingly, the maximum gap between two RMC Meetings was 175 days.

V. Affirmations		
Sr. No.	Subject	Compliance status
1.	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2.	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination and Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)	Yes
3.	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
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 disclosure requirements) Regulations, 2015.	Yes
5.	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments / observations / advice of Board of Directors may be mentioned here.	Yes. The Report for the previous quarter was placed before the Board of Directors and there were no comments / observations / advice of the Board.

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) 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	NIL


R.P. Banjani
Company Secretary



B. Investor Grievance Redressal Report

Investor Grievance Redressal Report	
Number of Investor complaints pending at the beginning of the quarter	0
Number of Investor complaints received during the quarter	2
Number of Investor complaints disposed off during the quarter	2
Number of Investor complaints, those remaining unresolved at the end of the quarter	0

C. Disclosure of acquisition of shares or voting rights in unlisted companies

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of Para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
Nil*					

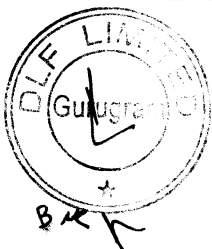
*During the quarter ended 30th September 2025, there were no acquisitions meeting the criteria for disclosure.

D. Disclosure of imposition of fine or penalty

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
Nil#					

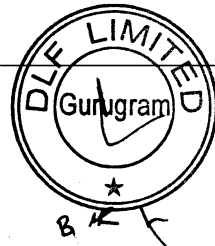
#During the quarter ended 30th September 2025, no fine/ penalty was imposed by any sectoral regulator/ enforcement agency/ judicial or other authorities requiring disclosure.



E. Disclosure of updates to ongoing tax litigations or disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	GSTO, Ward - 201, Vyapar Kar Bhawan, State Tax, Delhi	24-12-2023	DLF Limited – Period of dispute: 2018-19 Department has adjudicated the matter & confirmed the demand vide order dated 30-04-2024. Confirmed demand has been paid except Interest of Rs. 0.35 Cr. Financial Implication: Rs. 0.35 Cr.	During the quarter ended 30-09-2025, amount of interest has been dropped under Amnesty Scheme. Financial Implication: Nil [The matter was last reported at Sr. No. 22 of Part E in the Integrated filing (Governance) for the quarter ended 31-12-2024.] (closed)
2	GSTO, Ward - 201, Vyapar Kar Bhawan, State Tax, Delhi	05-12-2023	DLF Limited - Period of dispute: 2018-19 Department has adjudicated the matter & confirmed the demand vide order dated 30-04-2024. Confirmed demand has been paid except Interest amount of Rs. 0.016 Cr. Financial Implication: Rs. 0.016 Cr.	During the quarter ended 30-09-2025, amount of interest has been dropped under Amnesty Scheme. Financial Implication: Nil [The matter was last reported at Sr. No. 23 of Part E in the Integrated filing (Governance) for the quarter ended 31-12-2024.] (closed)
3	Additional Commissioner, CGST, Commissionerate - Gurugram	17-06-2022	DLF Cyber City Developers Limited, a material subsidiary company - Period of Dispute: July 2017 to November 2020 Additional Commissioner, CGST, Commissionerate - Gurugram has confirmed the demand vide Order dated 03-05-2024 wherein demand of Tax of Rs. 11.31 Cr. & Penalty of Rs. 11.31 Cr. has been confirmed. However, interest has not been quantified. Dispute in the Order pertains to demand of differential GST on inclusion of Current Charges against value of supply of Air-conditioning Services. Financial Implication: Rs. 22.62 Cr.	Commissioner (Appeals), Gurugram, Haryana has allowed the appeal in favour of DLF Cyber City Developers Limited and accordingly, the entire demand of tax (Rs. 11.31 Cr.) & penalty (Rs. 11.31 Cr) has been done away with. Financial Implication: Nil [The matter was last reported at Sr. No. 45 of Part E in the Integrated filing (Governance) for the quarter ended 31-12-2024.] (closed)



4	Assistant Commissioner of Income Tax ('ACIT'), Circle-26(2), New Delhi	21-06-2018	Highvista Buildcon Private Limited, subsidiary company - Assessment Year (AY): 2009-10 The Assessing Officer vide Order dated 31-12-2016 passed u/s 147/143(1) of the Act, made additions of Rs. 418.33 Cr. which was deleted by CIT(A) vide Order dated 15-12-2017. The Tax Department against the Order of CIT(A), has filed appeal before ITAT which is pending for disposal. Financial Implication: Rs. 274.43 Cr.	During the quarter ended 30-09-2025, the appeal filed by the Tax Department has been dismissed by Income Tax Appellate Tribunal, New Delhi, vide Order dated 22-08-2025, consequently the addition of Rs. 418.33 Cr. and demand of Rs. 274.43 Cr. stands deleted. Financial Implication: Nil [The matter was last reported at Sr. No. 7 of Part E in the Integrated filing (Governance) for the quarter ended 31-12-2024] (closed)
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Notes:

A. Relating to Indirect Tax Litigations: -

- Sr. no. 1 to 3 relates to ongoing Indirect Tax litigations.

B. Relating to Direct Tax Litigations: -

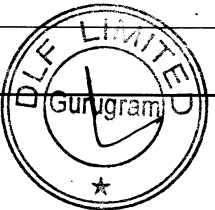
- Sr. no. 4 relates to ongoing Direct Tax litigation.
- The aforesaid disclosure related to direct taxes litigation is updation in respect of cases reported till the quarter ended 30-06-2025.
- All materially important litigations pending before CIT (Appeals) and higher appellate authorities as on 30-09-2025 have been considered for reporting purposes.
- The details relating to direct tax litigations do not include the following: -
 - Cases where the return was filed at loss and assessment was also completed at loss.
 - Cases where assessment year wise the materiality limit is not breached for entities other than listed entity.
 - Cases where the time limit for filing of appeal before the appellate authorities has expired and no appeal has been preferred by the department.



F. Disclosure of loans/guarantees/ comfort letters/securities etc. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)

Half year ending: 30th September 2025

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	-	-	
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	-	-	
(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	-	-	-
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	-	-	-
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.

Company Remark:

There were no 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.



Mr. Badal Bagri
Group Chief Financial Officer



Note

- 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;
 - by a government company to/ for the Government or government company;
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity;
 - by a banking company or an insurance company; and
 - by the listed entity to its employees or directors as a part of the service conditions.
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

G. Affirmations on Compliance requirements for AGM

Affirmations		
	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the Annual Report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes ⁴
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
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. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here. 4 The requirements of Regulation 24A (1A), (1B) and (1C) were ensured while appointing Secretarial Auditor for FY 2025-26 till FY 2029-30.		
 R.P. Punjani Company Secretary  DLF LIMITED Gurugram		

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