

DLF Limited

DLF Gateway Tower, R Block,
DLF City Phase – III, Gurugram – 122 002,
Haryana (India)
Tel. : (+91-124) 4396000



December 27, 2017

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

Sub: **Extra-ordinary General Meeting (EGM)**

Kindly find enclosed herewith the following documents in connection with the Extra-ordinary General Meeting (EGM) of the Company held on 27th December, 2017-

- i) Summary of proceedings;
- ii) Voting Results in the prescribed format under Regulation 44 of the SEBI (LODR) Regulations, 2015.

Kindly be informed that all the Resolutions for consideration at the EGM, as set out in the Notice dated December 1, 2017 have been passed by the Members by requisite majority.

This is for your kind information and record please.

Thanking you,

Yours faithfully,
for **DLF LTD.**


Subhash Setia
Company Secretary

Encl: As above

For any clarifications, please contact:- 1. Mr. Subhash Setia – 011/43539578/setia-subhash@dlf.in 2. Mr. Raju Paul – 09999333687/paul-raju@dlf.in

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SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING HELD ON 27TH DECEMBER, 2017

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The Extra-ordinary General Meeting (EGM) of the Members of the Company was held on **Wednesday, the 27th December, 2017 at 11.00 A.M. at DLF Club 5, Opposite Trinity Tower, Club Drive, DLF 5, Gurgaon-122 002 (Haryana).**

Dr. K. P. Singh, Chairman, chaired the proceedings of the meeting.

The requisite quorum being present, the Chairman called the Meeting to order.

The Chairman gave opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman responded to the queries raised/ clarification sought by Members.

The Chairman requested Mr. Ved Kumar Jain, Chairman, Audit Committee to chair Item no. 2 and to explain the objective and implication.

The Chairman, further explained the objective and implication of other resolutions put to vote at the meeting.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies(Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided remote e-voting facility to the Members entitled to cast their votes. Remote e-voting facility commenced at 9.30 A.M. on 21st December, 2017 and ended at 5.00 P.M. on 26th December, 2017.

The Chairman further informed the members that Insta-poll (e-voting) facility was also provided at the meeting to those Members who have not participated in remote e-voting, but were present in the AGM.

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The following items of business as set out in the Notice convening the Extra-ordinary General Meeting (EGM) were transacted as follows:

Ordinary Resolution

- i) Approval for increase in Authorised Share Capital;
- ii) Approval for appointment of Mr. Ashok Kumar Tyagi as Whole-time Director;
- iii) Approval for appointment of Mr. Devinder Singh as Whole-time Director;

Special Resolution

- iv) Approval for issue of compulsorily convertible unsecured debentures and warrants on preferential basis to promoter/promoter group entities;
- v) Approval for further issue of equity shares by way of public issue or private placement or qualified institutions placement, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009;

The Chairman advised the Members that Voting Results along with Scrutinizer's Report would be made available on the Company's website and on the website of Karvy Computershare Private Limited. The voting results would also be forwarded to National Stock Exchange Limited (NSE) & Bombay Stock Exchange Limited (BSE).

All the Resolutions for consideration at the EGM, as set out in the Notice dated 1st December, 2017 have been passed by the Members by the requisite majority through remote e-voting and insta-poll (e-voting) at the EGM venue.

Note:

This is not the minutes of the proceedings of the Annual General Meeting of the Company.

Regd. Office : DLF Shopping Mall, 3rd Floor, Arjun Marg, DLF City, Phase-I, Gurgaon-122 002, India
CIN : L70101HR1963PLC002484; Website: www.dlf.in