

July 11, 2022

National Stock Exchange of India Limited

Exchange Plaza,
Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400 051.

BSE Limited

Corporate Relations Department,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Symbol: L&TFH

Security Code No.: 533519

Kind Attn: Head – Listing Department / Dept of Corporate Communications

Sub: Proceedings of the Fourteenth Annual General Meeting

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Fourteenth Annual General Meeting ("AGM") of the Company held on Monday, July 11, 2022 at 3:30 p.m. through electronic mode (video conference or other audio-visual means) and concluded at 5:00 p.m.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary and Compliance Officer

Encl: as above

L&T Finance Holdings Limited

Registered Office

Brindavan, Plot No. 177, C.S.T Road
Kalina, Santacruz (East)
Mumbai 400 098, Maharashtra, India
CIN: L67120MH2008PLC181833

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PROCEEDINGS OF THE FOURTEENTH ANNUAL GENERAL MEETING (“AGM”) OF L&T FINANCE HOLDINGS LIMITED (“THE COMPANY”) HELD ON MONDAY, JULY 11, 2022 AT 3:30 P.M. THROUGH ELECTRONIC MODE (VIDEO CONFERENCE OR OTHER AUDIO VISUAL MEANS) AND CONCLUDED AT 5:00 P.M.

Present:

Mr. S.N. Subrahmanyam	Non-Executive Chairperson and Member
Mr. Dinanath Dubhashi	Managing Director & Chief Executive Officer and Member
Mr. R. Shankar Raman	Non-Executive Director and Member
Mr. Shailesh Haribhakti	Independent Director and Member, Chairperson of Corporate Social Responsibility and ESG Committee
Mr. P. V. Bhide	Independent Director and Member, Chairperson of Stakeholders Relationship Committee and Audit Committee
Mr. Thomas Mathew T.	Independent Director, Chairperson of Nomination and Remuneration Committee
Dr. Rajani Gupte	Independent Director

In Attendance:

Ms. Apurva Rathod	Company Secretary
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Leave of Absence:

Mr. Pavninder Singh	Nominee Director
Mr. Prabhakar B.	Non-Executive Director and Member

Invitees:

Mr. Hasmukh B. Dedhia	Partner, M/s. Khimji Kunverji and Co. LLP
Mr. Alwyn D’souza	Representative, Practicing Company Secretary, Secretarial Auditor
Mr. S. N. Ananthasubramanian	Practicing Company Secretary, Scrutinizer

Group Executive Committee:

Mr. Sachinn Joshi	Group Chief Financial Officer
Mr. Raju Dodti	Chief Executive - Wholesale and SME Finance, L&T Financial Services (“LTFS”)
Mr. Kailash Kulkarni	Chief Executive - Investment Management & Group Head - Marketing, LTFS
Mr. Tushar Patankar	Chief Risk Officer, L&T Finance Limited
Mr. Santosh B. Parab	General Counsel, LTFS
Mr. Sanjay Garyali	Chief Executive - Urban Finance
Ms. Rupa Rege Nitsure	Group Chief Economist
Mr. Abhishek Sharma	Chief Digital Officer, LTFS
Ms. Sonia Krishnankutty	Chief Executive - Rural Business Finance
Mr. Asheesh Goel	Chief Executive - Farmer Finance

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1. Mr. S.N. Subrahmanyam, Chairperson of the Company welcomed the Members who were participating at the Fourteenth Annual General Meeting (“AGM”) through video conference facility held in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.
2. On request by the Chairperson, the other Board Members who were attending the AGM through the video conference facility introduced themselves. The Chairperson informed the Members that due to some exigencies, Mr. Prabhakar B., Non-Executive Director and Mr. Pavinder Singh, Nominee Director of the Company, were unable to attend the AGM. Thereafter, he informed that the Members of Group Executive Committee of the Company (which included the Company Secretary of the Company) were attending the Meeting over video conference.

Further, he informed the Members that the Company had taken all feasible efforts under the current circumstances to enable Members to participate through video conference and vote at the AGM. After confirming that the requisite quorum was present through video conference, the Chairperson called the AGM to order and commenced the proceedings.

3. The Chairperson informed the Members that the Annual Report and the Notice convening the AGM had been sent through electronic mode. With the Notice already circulated to all Members, the Notice convening the AGM, the Unqualified Independent Auditors’ Report and the Unqualified Secretarial Audit Report were taken as read.
4. As part of the Chairperson’s address, the Chairperson provided an update on the Company’s performance during FY22, a brief on the Lakshya 2026 plan of the Company of creating a top-class digitally enabled retail finance Company and the action-plan for achieving the said targets.
5. Ms. Apurva Rathod, Company Secretary walked the Members through some of the important points in relation to the AGM proceedings. The facility for appointment of proxies by the Members was not applicable as the AGM was held through video conference and hence the proxy register was not available for inspection. The documents / registers as per the regulatory requirements were available for inspection physically and electronically to the Members requesting for the same.
6. The Company Secretary informed the Members that the Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items transacted at the AGM, by electronic means, between Friday, July 8, 2022 to Sunday, July 10, 2022 as stated in the Notice of the AGM.
7. The Company Secretary further informed the Members that those who had not voted through remote e-voting and who participated in the AGM could vote through the e-voting process conducted at the AGM.

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8. The Company Secretary further informed that Mr. S. N. Ananthasubramanian, Practicing Company Secretary had been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. The Company Secretary thereafter informed that the results would be declared within two working days from the conclusion of the AGM, based on the scrutinizer's report after taking into consideration the votes cast through remote e-voting and votes cast through e-voting at the AGM and that the aforesaid would be displayed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for conducting remote e-voting and e-voting at the AGM) post intimation to the stock exchanges.
10. The following business items were transacted at the Meeting:

Sr. No.	Particulars	Type of Resolution
Ordinary Business:		
1.	To consider and adopt the audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2022 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2022.	Ordinary
2.	To declare dividend on Equity Shares.	Ordinary
3.	To appoint a director in place of Mr. Dinanath Dubhashi (DIN: 03545900), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary
4.	Mr. Prabhakar B. (DIN: 02101808), a Director liable to retire by rotation, who did not offer himself for re-appointment, be not re-appointed as a Director of the Company and the vacancy so created on the Board of Directors of the Company be not filled-up.	Ordinary
Special Business:		
5.	Sale of undertaking under Section 180(1)(a) of the Companies Act, 2013.	Special

11. The Chairperson then requested the Members who had registered themselves as speakers to ask questions concerning the Annual Report (including the Notice). 9 Members provided comments / asked questions which were answered by the Chairperson and Managing Director and Chief Executive Officer, Mr. Dinanath Dubhashi.

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12. The Chairperson further informed that e-voting facility would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.
13. The Chairperson thanked the Members and the Directors for participating in the AGM and the AGM was concluded at 5:00 p.m.
14. Thereafter, the voting process was concluded.

For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary and Compliance Officer

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