

September 9, 2015

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

Symbol: L&TFH

BSE Limited

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

Scrip Code No.: 533519

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

Sub: Compliance under Clause 35A – Details of Voting Results of the Seventh Annual General Meeting

Dear Sir/ Madam,

Pursuant to Clause 35A of the Equity Listing Agreement, please find enclosed herewith the details of Voting Results of the Seventh Annual General Meeting of the Company held on Tuesday, September 8, 2015 at 3.00 p.m. at RAMA & SUNDRI WATUMULL AUDITORIUM, Vidyasagar, Principal K. M. Kundnani Chowk, 124, Dinshaw Wachha Road, Churchgate, Mumbai - 400020 in the prescribed format.

Further, the results are also published on the website of the Company i.e. *www.ltfinanceholdings.com*.

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully, For **U&T** Finance Holdings Limited

N. Suryanarayanan Company Secretary

Encl: as above

L&T Finance Holdings Ltd City 2, Plot No 177, Vidyanagari Marg CST Road, Kalina, Santacruz (E) Mumbai 400 098, India

Registered Office

L&T House, NM Marg Ballard Estate, Mumbai 400 001, India CIN: L67120MH2008PLC181833

t +91 22 6621 7300/400 F +91 22 6621 7509 E igrc@ltfinanceholdings.com



DETAILS OF VOTING RESULTS

Date of the Annual General Meeting	Tuesday, September 8, 2015
Total no. of shareholders on record date (i.e. Wednesday, September 2, 2015 – cut- off date for voting purpose)	4,57,155
No. of shareholders present in the meeting either in person or through proxy:	
a. Promoters and Promoter Group	1
b. Public	273
No. of shareholders attended the meeting through Video Conferencing:	Not Arranged
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable

AGENDA – WISE

The mode of voting on all the resolutions was:

- 1. Remote e-Voting conducted between Saturday, September 5, 2015 to Monday, September 7, 2015 and
- 2. Physical (through Ballot Paper) conducted at the Meeting.

The details of resolution wise voting are given below in Annexure 1.

For L&T Finance Holdings Limited

N. Suryanarayanan Company Secretary Encl : As above

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ANNEXURE - 1

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Public – Institutional holders 60 86662544 S0075942 57.783836 S0067457 9485 99.931059 0.011 Public-Others 204 379466040 56429894 14.870868 56408965 20929 99.931059 0.011 ordal 265 1721064594 1361442846 79.104692 1361412432 30414 99.997766 0.002 RESOLUTION NO.7 - ISSUE OF CUMULATIVE COMPULSORILY REDEEMABLE NON-CONVERTIBLE PREFERENCE SHARES BY WAY OF PUBLIC OFFER OR ON PRIVATE PLACEMENT BASIS (SPECIAL RESOLUTION) Promoter/Public Total Ballot Forms No. of shares held {1} No. of votes polled (2) % of Votes Polled on outstanding shares No. of Votes - igainst (5) % of Votes In favour on votes polled (6]=[(4]/(2)] % of Votes aga on votes polled (7]=[(5)/(2)] *1 Promoter and Promoter Group 1 1254936010 100.000000 1254936010 0 100.000000 0.000 Vabils Others 60 86662544 50076942 57.78336 33129386 11946955 76.142800 23.857 Vabils Others 204 3646204 14.870864 56420946 14.870858	Public – Institutional holders Public-Others Fotal Promoter/Public Promoter and Promoter Group Public – Institutional holders Public-Others Fotal	204 265 RESOLUTION N Total Ballot Forms 1 60 203 264 RESOLUTION N Total Ballot	86662544 379466040 1721064594 O.5 - APPOINTMENT No. of shares held (1) 1254936010 86662544 379466040 1721064594 0.6 - ISSUE OF NON-4 No. of shares held	50076942 56429894 1361442846 OF MR. THOMAS M. No. of votes polled {2} 1254936010 	57.783836 14.870858 79.104692 ATHEW T. AS AN INDI % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870341 79.104576 TURES (NCDS) ON PRI % of Votes Polled on outstanding shares	56397867 1361410819 EPENDENT DIRECTOR No. of Votes - in favour (4) 1254935010 50076942 56412386 1361425338 VATE PLACEMENT BA No. of Votes - in	32027 32027 (ORDINARY RESOLU No. of Votes - against (5) 0 0 15508 15508 SIS (SPECIAL RESOLL No. of Votes -	99.943245 99.997648 TION} % of Votes in favour on votes polled (6)=[(4}/(2)] 100.000000 100.000000 99.972517 99.998861 JTION] % of Votes in favour on votes polled (6)=[(4)/(2)]	0.056 0.002 % of Votes agai on votes polle (7)=[(5)/(2]) *1 0.000 0.000 0.027 0.001 % of Votes agai on votes polle
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http://www.com/com/com/com/com/com/com/com/com/com/	Public - Institutional holders Public-Others Fotal Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Others Fotal Promoter and Promoter Group Public Promoter and Promoter Group Public Resolutional holders Public RESOLUTION NO.7 - ISSUE O	RESOLUTION N Total Ballot Forms 1 60 203 264 RESOLUTION N Total Ballot Forms 5 60 204 265 F CUMULATIVE CO	86662544 379466040 1721064594 0.5 - APPOINTMENT No. of shares held (1) 1254936010 86662544 379466040 1721064594 0.6 - ISSUE OF NON-(No. of shares held (1) 1254936010 1721064594 379466040 1721064594	50076942 56429894 1361442846 OF MR. THOMAS MJ No. of votes polled {2} 1254936010 50076942 56427894 1361440846 ONVERTIBLE DEBEN No. of votes polled {2} 1254936010 50076942 56427894 1361442846 56429894 1361442846	57.783836 14.870858 79.104692 ATHEW T. AS AN IND % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870341 79.104576 TURES (NCDS) ON PRI % of Votes Polled on outstanding shares 79.104692 RTIBLE PREFERENCE S EESOLUTION) % of Votes Polled on outstanding shares	56397867 1361410819 EPENDENT DIRECTOR No. of Votes - in favour (4) 1254935010 S0076942 56412386 1361425338 VATE PLACEMENT BA No. of Votes - in favour (4) 1254936010 S0067457 56408965 1361412432 SHARES BY WAY OF PL No. of Votes - in favour [4]	2027 32027 32027 No. of Votes - against (5) 0 0 15508 15508 15508 15508 15508 15508 0 0 9485 20929 30414 JBLIC OFFER OR ON 1 No. of Votes -	99.943245 99.997648 TION} % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 100.000000 99.972517 99.998861 TION] % of Votes in favour on votes polled (6)=[(4]/(2)] 99.981059 99.981059 99.981059 99.981059 99.981059 99.987766 PRIVATE PLACEMENT % of Votes in favour on votes polled (6)=[(4]/(2)] % of Votes in favour on votes polled (6)=[(4]/(2)]	0.055 0.002 % of Votes agai on votes polle (7)=[(5)/(2]] * 1 0.000 0.000 0.027 0.001 % of Votes agai on votes palle (7)=[(5)/(2]] * 1 0.002 0.037 0.002 BASIS (SPECIAL on votes palle (7)=[(5)/(2]] * 1
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C8 Hold	Public - Institutional holders Public-Others Total Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter And Promoter Group Public RESOLUTION NO.7 - ISSUE O Promoter/Public Promoter and Promoter Group Promoter and Promoter Group	RESOLUTION N Total Ballot Forms 1 60 203 264 RESOLUTION NO 7041 Ballot Forms 7 1 60 204 265 F CUMULATIVE CO Total Ballot Forms 1 60 204 265	86662544 379466040 1721064594 O.5 - APPOINTMENT No. of shares held (1) 1254936010 86662544 379466040 1721064594 O.6 - ISSUE OF NON-6 No. of shares held (1) 1254936010 86662544 No. of shares held {1} 1254936010 86662544	50076942 56429894 1361442846 OF MR. THOMAS M. No. of votes polled {2} 1254936010 50076942 56427894 1361440846 (2) 1254936010 50076942 56429894 1361442846 MABLE NON-CONVE R No. of votes polled (2) 1254936010 50076942 56429894	57.783836 14.870858 79.104692 ATHEW T. AS AN IND % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870341 79.104576 TURES (NCDS) ON PRI % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 RTIBLE PREFERENCE S ESOLUTION) % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 Notes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868	56397867 1361410819 PENDENT DIRECTOR No. of Votes - in favour (4) 1254935010 50076942 56412386 1361425338 VATE PLACEMENT BA No. of Votes - in favour (4) 1254936010 50067457 56408965 1361412432 HARES BY WAY OF PL No. of Votes - in favour [4] 1254936010 38129986 56420039	32027 32027 32027 No. of Votes - against (5) 0 0 15508 15	99.943245 99.997648 TION} % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 100.000000 99.972517 99.998861 TION] % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 99.981059 99.982912 99.981059 99.982912 99.987766	0.056 0.002 % of Votes again on votes polle (7)=[(5)/(2)] *1 0.000 0.000 0.027 0.001 % of Votes again on votes polle (7)=[(5)/(2)] *1 0.000 0.018 0.037 0.002 BASIS (SPECIAL % of Votes again on votes polle (7)=[(5)/(2)] *1 0.000 0.037 0.002
	Public - Institutional holders Public-Others Total Promoter and Promoter Group Public Promoter and Promoter Group Public - Institutional holders Promoter/Public Promoter and Promoter Group Public - Institutional holders Promoter/Public RESOLUTION NO.7 - ISSUE 0 Promoter /Public Promoter and Promoter Group Public - Institutional holders	204 265 RESOLUTION N Total Ballot Forms 1 60 203 264 RESOLUTION No Total Ballot Forms ***1 60 204 565 F CUMULATIVE Colspan="2">F CUMULATIVE Colspan="2">Colspan="2">1 Total Ballot Forms 1 60 204 265 F CUMULATIVE Colspan="2">Colspan="2">1 1 60 204	86662544 379466040 1721064594 0.5 - APPOINTMENT No. of shares held (1) 1254936010 86662544 379466040 1721064594 0.6 - ISSUE OF NON-6 No. of shares held (1) 1254936010 86662544 379466040 1721064594 DMPULSORILY REDEI No. of shares held {1} 1254936010 86662544 379466040	50076942 56429894 1361442846 OF MR. THOMAS M. No. of votes polled {2} 1254936010 50076942 56427894 1361440846 (2) 1254936010 50076942 56429894 1361442846 MABLE NON-CONVE R No. of votes polled (2) 1254936010 50076942 56429894	57.783836 14.870858 79.104692 ATHEW T. AS AN IND % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870341 79.104576 TURES (NCDS) ON PRI % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 RTIBLE PREFERENCE S ESOLUTION) % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 Notes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868	56397867 1361410819 PENDENT DIRECTOR No. of Votes - in favour (4) 1254935010 50076942 56412386 1361425338 VATE PLACEMENT BA No. of Votes - in favour (4) 1254936010 50067457 56408965 1361412432 HARES BY WAY OF PL No. of Votes - in favour [4] 1254936010 38129986 56420039	32027 32027 32027 No. of Votes - against (5) 0 0 15508 15	99.943245 99.997648 TION} % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 100.000000 99.972517 99.998861 TION] % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 99.981059 99.982912 99.981059 99.982912 99.987766	0.056 0.002 (7)=[(5)/(2]] *1 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.018 0.000 0.018 0.000 0.018 0.000 0.018 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.000 0.017 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.00000 0.000000
	Public - Institutional holders Public-Others Fotal Promoter and Promoter Group Public - Institutional holders Public-Others Fotal Promoter and Promoter Group Public - Institutional holders Public-Others Fotal RESOLUTION NO.7 - ISSUE O Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Others Fotal RESOLUTION NO.7 - ISSUE O Promoter and Promoter Group Public Public Promoter S Public Public Public Promoter S Public Pu	204 265 RESOLUTION N Total Ballot Forms 1 60 203 264 RESOLUTION No Total Ballot Forms ***1 60 204 565 F CUMULATIVE Colspan="2">F CUMULATIVE Colspan="2">Colspan="2">1 Total Ballot Forms 1 60 204 265 F CUMULATIVE Colspan="2">Colspan="2">1 1 60 204	86662544 379466040 1721064594 0.5 - APPOINTMENT No. of shares held (1) 1254936010 86662544 379466040 1721064594 0.6 - ISSUE OF NON-6 No. of shares held (1) 1254936010 86662544 379466040 1721064594 DMPULSORILY REDEI No. of shares held {1} 1254936010 86662544 379466040	50076942 56429894 1361442846 OF MR. THOMAS M. No. of votes polled {2} 1254936010 50076942 56427894 1361440846 (2) 1254936010 50076942 56429894 1361442846 MABLE NON-CONVE R No. of votes polled (2) 1254936010 50076942 56429894	57.783836 14.870858 79.104692 ATHEW T. AS AN IND % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870341 79.104576 TURES (NCDS) ON PRI % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 RTIBLE PREFERENCE S ESOLUTION) % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868 79.104692 Notes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000000 57.783836 14.870868	56397867 1361410819 PENDENT DIRECTOR No. of Votes - in favour (4) 1254935010 50076942 56412386 1361425338 VATE PLACEMENT BA No. of Votes - in favour (4) 1254936010 50067457 56408965 1361412432 HARES BY WAY OF PL No. of Votes - in favour [4] 1254936010 38129986 56420039	32027 32027 32027 No. of Votes - against (5) 0 0 15508 15	99.943245 99.997648 TION} % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 100.000000 99.972517 99.998861 TION] % of Votes in favour on votes polled (6)=[(4]/(2)] 100.000000 99.981059 99.982912 99.981059 99.982912 99.987766	0.056 0.002 (7)=[(5]/(2]] *1 0.000 0.002 0.000 0.000 0.002 0.000 0.002 0.000 0.000 0.000 0.001 (7)=[(5]/(2]] *1 0.000 0.011 0.033 0.000 0.011 0.033 0.000 0.011 0.033 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.000 0.011 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.0000 0.0000 0.00000 0.00000 0.00000 0.000000

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Promoter/Public	Total Ballot Forms	No. of shares held [1]	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)={(2}/(1]]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6]=[(4)/(2]] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	٥	100.000000	0.000000
Public-Others	203	379466040	56429893	14.870868	56411278	18615	99.967012	0.032988
Total	264	1721064594	1361442845	79.104692	1361424230	18615	99.998633	0.001367

Promoter/Public	Total Ballot	No. of shares held	No. of votes polled	% of Votes Polled	No. of Votes – In	No. of Votes –	% of Votes in	% of Votes against
	Forms	(1)	[2]	on outstanding	favour (4)	against (5)	favour on votes	on votes polled
			i i	shares			polled (6)=[(4)/(2)]	(7)=[(5)/(2)] *100
				[3]=[{2]/{1]}* 100			*100	
Promoter and Promoter Group	1	1254936010	1254936010	100.060000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	38129986	11946956	76.142800	23.857200
Public-Others	203	379466040	56429794	14.870842	56383270	46524	99.917554	0.082446
Total	264	1721064594	1361442746	79.104686	1349449266	11993480	99.119061	0.880939

RESOLUTION NO. 10 - ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)									
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polied (2)	% of Votes Polled on outstanding	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes in favour on votes	% of Votes against on votes polled	
				shares (3)=[(2)/(1)]* 100			polled (6)=[(4)/(2)] *100	(7)≃[(5)/(2)] *100	
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000	
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.00000.0	
Public-Others	204	379466040	56429894	14.870868	56422439	7455	99.986789	0.013211	
Total	265	1721064594	1361442846	79.104692	1361435391	7455	99.999452	0.000548	

[RESOLUTION NO. 11 - ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)									
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes	% of Votes against on votes polled		
	r Qi inis	(1)	(2)	shares	127021 [7]		polled (6)=[{4)/{2}]			
				{3}≃{(2]/{1}]* 100			*100			
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000		
Public – Institutional holders	60	86662544	50076942	57.783836	34983476	15093466	69.859449	30.140551		
Public-Others	202	379466040	56428403	14.870475	56421052	7351	99.986973	0.013027		
Total	263	1721064594	1361441355	79.104605	1346340538	15100817	98.890821	1.109179		



L&T Finance Holdings Ltd City 2, Plot No 177, Vidyanagari Marg CST Road, Kalina, Santacruz (E) Mumbai 400 098, India

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