

August 29, 2017

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: Details of voting results with respect to the Ninth Annual General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the details of voting results with respect to the Ninth Annual General Meeting of the Company held on Monday, August 28, 2017 at 3.00 p.m. at St. Andrew's Auditorium, St. Dominic Road, Bandra (West), Mumbai - 400 050 as per the format prescribed.

Further, the results are also being uploaded on website of the Company at <https://www.ltfs.com/investors.html>


Also, please find enclosed, for your records the report issued by Scrutiniser i.e. Mr. S. N. Ananthasubramanian, Practicing Company Secretary.

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

DETAILS OF VOTING RESULTS

Date of the Annual General Meeting	Monday, August 28, 2017
Total no. of shareholders on record date (i.e. Monday, August 21, 2017 – cut-off date for voting purpose)	3,78,186
No. of shareholders present in the meeting either in person or through proxy:	
a. Promoters and Promoter Group	1
b. Public	84
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 Friday, August 25, 2017 to Sunday, August 27, 2017 and
2. Physical (through ballot paper) conducted at the Annual General Meeting.

The details of voting for each resolution are given in **Annexure I**.

For **L&T Finance Holdings Limited**


Apurva Rathod
Company Secretary and Compliance Officer

Encl: As above

Annexure I

Resolution Required : (Ordinary)			1 - Adoption of audited standalone financial statements and the report of the Board of Directors and Auditors thereon and audited consolidated financial statements and the report of the Auditors thereon for the financial year					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,86,74,965	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,86,74,965	-	100.00	-
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,205	4.72	1,77,13,595	610	100.00	0.00
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,581	5.11	1,91,89,466	2,115	99.99	0.01
Total		1,82,17,12,122	1,31,76,76,850	72.33	1,31,76,73,735	2,115	100.00	0.00

Resolution Required : (Ordinary)			2 - Declaration of dividend on Equity Shares.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,86,74,965	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,86,74,965	-	100.00	-
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,205	4.72	1,77,13,397	808	100.00	0.00
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,581	5.11	1,91,89,268	2,313	99.99	0.01
Total		1,82,17,12,122	1,31,76,76,850	72.33	1,31,76,73,637	2,313	100.00	0.00

Resolution Required : (Ordinary)			3 - Appointment of Mr. R. Shankar Raman (DIN: 00019798), 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	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,41,67,333	45,07,632	96.50	3.50
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,41,67,333	45,07,632	96.50	3.50
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,205	4.72	1,77,12,617	1,588	99.99	0.01
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,581	5.11	1,91,88,488	3,093	99.98	0.02
Total		1,82,17,12,122	1,31,76,76,850	72.33	1,31,30,65,125	45,10,725	99.98	0.02

Resolution Required : (Ordinary)			4 - Ratification of appointment of M/s. B. K. Khare & Co., Chartered Accountants and M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Joint Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,86,74,965	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,86,74,965	-	100.00	-
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,012	4.72	1,77,12,478	1,534	99.99	0.01
	Poll		14,77,321	0.39	14,75,818	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,333	5.11	1,91,88,294	3,039	99.98	0.02
Total		1,82,17,12,122	1,31,75,75,602	72.33	1,31,75,72,563	3,039	100.00	0.00

Resolution Required : (Ordinary)			5 - Appointment of Ms. Nishi Vasudeva (DIN: 03016991) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,86,74,965	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,86,74,965	-	100.00	-
Public Non Institutions	E-Voting	37,55,79,516	1,77,13,805	4.72	1,77,11,856	1,949	99.99	0.01
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,181	5.11	1,91,87,727	3,454	99.98	0.02
Total		1,82,17,12,122	1,31,75,75,450	72.33	1,31,75,71,996	3,454	100.00	0.00

Resolution Required : (Ordinary)			6 - Appointment of Ms. Vaishali Kasture (DIN: 01837395) as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,85,69,897	1,05,068	99.92	0.08
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,85,69,897	1,05,068	99.92	0.08
Public Non Institutions	E-Voting	37,55,79,516	1,77,13,805	4.72	1,77,12,156	1,649	99.99	0.01
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,181	5.11	1,91,88,027	3,154	99.98	0.02
Total		1,82,17,12,122	1,31,75,75,450	72.33	1,31,74,67,228	1,08,222	99.99	0.01

Resolution Required : (Ordinary)			7 - Appointment of Mr. Pavinder Singh (DIN: 03048302) as the Nominee Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[([2]/[1])]*100	[4]	[5]	[6]=[([4]/[2])]*100	[7]=[([5]/[2])]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,72,24,191	14,50,774	98.87	1.13
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,72,24,191	14,50,774	98.87	1.13
Public Non Institutions	E-Voting	37,55,79,516	1,77,13,805	4.72	1,77,11,982	1,823	99.99	0.01
	Poll		14,77,376	0.39	14,75,871	1,505	99.90	0.10
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,181	5.11	1,91,87,853	3,328	99.98	0.02
Total		1,82,17,12,122	1,31,75,75,450	72.33	1,31,61,21,348	14,54,102	99.89	0.11

Resolution Required : (Special)			8 - Issuance of Non-Convertible Debentures/Bonds on a private placement basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[([2]/[1])]*100	[4]	[5]	[6]=[([4]/[2])]*100	[7]=[([5]/[2])]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	12,78,83,771	7,91,194	99.39	0.61
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	12,78,83,771	7,91,194	99.39	0.61
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,205	4.72	1,77,11,321	2,884	99.98	0.02
	Poll		14,76,172	0.39	14,62,107	14,065	99.05	0.95
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,90,377	5.11	1,91,73,428	16,949	99.91	0.09
Total		1,82,17,12,122	1,31,75,74,646	72.33	1,31,67,66,503	8,08,143	99.94	0.06

Resolution Required : (Special)			9 - Issuance of Cumulative Compulsorily Redeemable Non-Convertible Preference Shares by way of public offer or on a private placement basis.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[([2]/[1])]*100	[4]	[5]	[6]=[([4]/[2])]*100	[7]=[([5]/[2])]*100
Promoter and Promoter Group	E-Voting	1,16,97,09,304	1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,16,97,09,304	100.00	1,16,97,09,304	-	100.00	-
Public Institutions	E-Voting	27,64,23,302	12,86,74,965	46.55	8,64,83,300	4,21,91,665	67.21	32.79
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		12,86,74,965	46.55	8,64,83,300	4,21,91,665	67.21	32.79
Public Non Institutions	E-Voting	37,55,79,516	1,77,14,205	4.72	1,77,12,121	2,084	99.99	0.01
	Poll		14,77,376	0.39	14,63,311	14,065	99.05	0.95
	Postal Ballot		-	-	-	-	-	-
	Total		1,91,91,581	5.11	1,91,75,432	16,149	99.92	0.08
Total		1,82,17,12,122	1,31,75,75,850	72.33	1,27,53,68,036	4,22,07,814	96.80	3.20

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

28th August, 2017

To,

The Chairman/ Managing Director & CEO

L&T Finance Holdings Limited

CIN: L67120MH2008PLC181833

Brindavan, Plot No. 177, C.S.T Road,

Kalina, Santacruz (East),

Mumbai – 400 098.

Dear Sir,

We thank you for appointing us as the Scrutinizer for scrutinizing the remote e-voting and voting through ballot paper by members at the Ninth Annual General Meeting ("AGM") of L&T Finance Holdings Limited ("the Company") held on Monday, 28th August, 2017 at 3:00 p.m.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

S. N. Ananthasubramanian



S. N. ANANTHASUBRAMANIAN
PARTNER

C.P. No. 1774

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	L&T Finance Holdings Limited
MEETING	Ninth Annual General Meeting ("AGM")
DAY, DATE & TIME	Monday, 28th August, 2017 at 3:00 p.m.
VENUE	St. Andrew's Auditorium, St. Dominic Road, Bandra (West), Mumbai – 400 050.

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the voting through ballot paper by members at the AGM of **L&T Finance Holdings Limited** (hereinafter referred to as the **Company**) held on **Monday, 28th August, 2017 at 3:00 p.m.** at the venue.

2. Dispatch of Notice convening the AGM

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), the Company completed dispatch of the Notice of the AGM as under:

- On **29th July, 2017** by **E-Mail** to **2,65,891** members who had registered their e-mail-ids with the Company/ Depository Participant.
- On **31st July, 2017** by **Speed Post** to **4,970** members in physical form.
- On **31st July, 2017** by **Courier** to **1,03,096** members in physical form.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

3. Cut-off date

The voting rights were reckoned as on **Monday, 21st August, 2017**, being the cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and voting through ballot paper at the AGM.

4. Remote e-voting Process

4.1 Agency

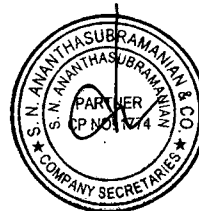
The Company has appointed **CDSL** as the agency for providing the remote e-voting platform.

4.2 Remote e-voting Period

Remote e-voting platform was open from **9:30 a.m. on Friday, 25th August, 2017** till **5:00 p.m. on Sunday, 27th August, 2017** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

5.2 Accordingly, CDSL, the agency for remote e-voting provided us with the names, DP Id & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company provided ballot paper(s) to the members who attended the AGM.

5.4 After the Chairman announced the commencement of voting, 1 (One) ballot box kept at the venue for polling was locked in our presence.

6. Counting Process

6.1 On completion of voting at the AGM, Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company ("RTA") provided us with the list of members who had cast their votes through ballot paper(s), their holding details and details of votes cast on the resolutions.

6.2 The votes casted through ballot paper(s) were reconciled with the records maintained by the Company and RTA with respect to authorizations/ proxies lodged with the Company.

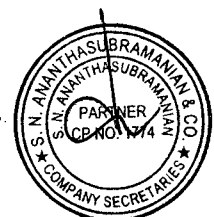
6.3 We unblocked the remote e-voting results on the CDSL e-voting platform in the presence of Ms. Shivangi Abhyankar and Mr. Aditya Ambastha and downloaded the remote e-voting results.

7. Results

7.1 We observed that

a) **49** members had cast their votes at the AGM.

b) **251** members had cast their votes through remote e-voting.



*Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited
at the 9th AGM held on 28th August, 2017*

S. N. ANANTHASUBRAMANIAN & CO.

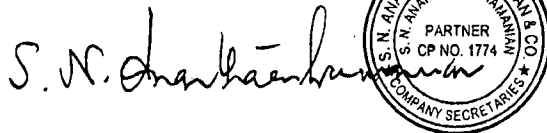
COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated 17th July, 2017 is enclosed.

7.3 Based on the aforesaid results, we report that **Seven Ordinary Resolutions** as contained in **Item No. 1 to Item No. 7** and **Two Special Resolutions** as contained in **Item No. 8 and Item No. 9** of the Notice of the AGM dated 17th July, 2017 have been passed with the requisite majority.


S. N. ANANTHASUBRAMANIAN
PARTNER
C.P. NO. 1774



FOR L&T FINANCE HOLDINGS LIMITED


DINANATH DUBHASHI
MANAGING DIRECTOR &
CHIEF EXECUTIVE OFFICER

28th August, 2017
Mumbai

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results

1. Adoption of audited standalone financial statements and the report of the Board of Directors and Auditors thereon and audited consolidated financial statements and the report of the Auditors thereon for the financial year ended 31st March, 2017.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	248	1,31,60,97,864	48	14,75,871	296	1,31,75,73,735	100.00
Dissent	3	610	1	1,505	4	2,115	0.00
Total	251	1,31,60,98,474	49	14,77,376	300	1,31,75,75,850	100.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 1** of the Notice of the AGM dated **17th July, 2017** has been passed **with requisite majority**.

S. N. Ananthasubramanian



S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017



S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results**2. Declaration of dividend on Equity Shares.**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	249	1,31,60,97,666	48	14,75,871	297	1,31,75,73,537	100.00
Dissent	2	808	1	1,505	3	2,313	0.00
Total	251	1,31,60,98,474	49	14,77,376	300	1,31,75,75,850	100.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**


10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results

3. Appointment of Mr. R. Shankar Raman (DIN: 00019798), who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	237	1,31,15,89,254	48	14,75,871	285	1,31,30,65,125	99.66
Dissent	14	45,09,220	1	1,505	15	45,10,725	0.34
Total	251	1,31,60,98,474	49	14,77,376	300	1,31,75,75,850	100.00

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.



S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results

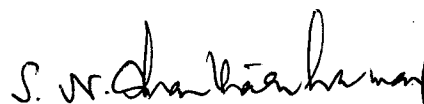

4. Ratification of appointment of M/s. B. K. Khare & Co., Chartered Accountants and M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Joint Statutory Auditors of the Company.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	242	1,31,60,96,747	47	14,75,816	289	1,31,75,72,563	100.00
Dissent	8	1,534	1	1,505	9	3,039	0.00
Total	*250	1,31,60,98,281	#48	14,77,321	298	1,31,75,75,602	100.00

* 1 member has abstained from voting on this resolution.

1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 4** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results**5. Appointment of Ms. Nishi Vasudeva (DIN: 03016991) as an Independent Director of the Company.**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	238	1,31,60,96,125	48	14,75,871	286	1,31,75,71,996	100.00
Dissent	11	1,949	1	1,505	12	3,454	0.00
Total	*249	1,31,60,98,074	49	14,77,376	298	1,31,75,75,450	100.00

* 2 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 5** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.



S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results**6. Appointment of Ms. Vaishali Kasture (DIN: 01837395) as an Independent Director of the Company.**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	239	1,31,59,91,357	48	14,75,871	287	1,31,74,67,228	99.99
Dissent	10	1,06,717	1	1,505	11	1,08,222	0.01
Total	*249	1,31,60,98,074	49	14,77,376	298	1,31,75,75,450	100.00

* 2 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 6** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.

S. N. Ananthasubramanian
S. N. ANANTHASUBRAMANIAN
C.P. No. 1774



28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results**7. Appointment of Mr. Pavninder Singh (DIN: 03048302) as the Nominee Director of the Company.**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	234	1,31,46,45,477	48	14,75,871	282	1,31,61,21,348	99.89
Dissent	15	14,52,597	1	1,505	16	14,54,102	0.11
Total	*249	1,31,60,98,074	49	14,77,376	298	1,31,75,75,450	100.00

* 2 members have abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 7** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.

S. N. Ananthasubramanian



S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**


10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results**8. Issuance of Non-Convertible Debentures/Bonds on a private placement basis.**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	231	1,31,53,04,396	46	14,62,107	277	1,31,67,66,503	99.94
Dissent	20	7,94,078	2	14,065	22	8,08,143	0.06
Total	251	1,31,60,98,474	#48	14,76,172	299	1,31,75,74,646	100.00

1 member has abstained from voting on this resolution.

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 8** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.


S. N. ANANTHASUBRAMANIAN
C.P. No. 1774



28th August, 2017
Mumbai

Report of Scrutinizer on remote e-voting and voting through ballot paper by members of L&T Finance Holdings Limited at the 9th AGM held on 28th August, 2017

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**

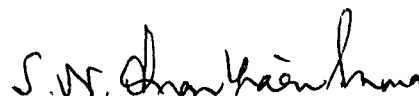

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Consolidated Results

9. Issuance of Cumulative Compulsorily Redeemable Non-Convertible Preference Shares by way of public offer or on a private placement basis.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	180	1,27,39,04,725	47	14,63,311	227	1,27,53,68,036	96.80
Dissent	71	4,21,93,749	2	14,065	73	4,22,07,814	3.20
Total	251	1,31,60,98,474	49	14,77,376	300	1,31,75,75,850	100.00

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 9** of the Notice of the AGM dated **17th July, 2017** has been **passed with requisite majority**.

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

28th August, 2017
Mumbai