

April 16, 2026

National Stock Exchange of India Limited

Exchange Plaza,
boundary get to like Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (East),
Mumbai - 400051.

BSE Limited

Corporate Relations Department,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400001.

Symbol: LTF

Security Code No.: 533519

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

Sub: Integrated Filing (Governance)

Dear Sir / Madam,

Pursuant to Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Integrated Filing (Governance) of the Company for the quarter and year ended March 31, 2026.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For **L&T Finance Limited**

Apurva Rathod
Company Secretary and Compliance Officer

Encl: as above

FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

Name of Listed Entity – **L&T Finance Limited**

Quarter ending – **March 31, 2026**

I. Composition of Board of Directors:

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairpers on/ Executive/ Non- Executive/ Independe nt/ Nominee)	Initial date of Appointment	Date of Re- appointment	Date of cessation	Tenure	Date of Birth	No. of Directors hip in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independ ent Directors hip in listed entities including this listed entity [with reference to provisio to regulation 17A (1)] & reg. 17A (2)]	No. of member ships in Audit/ Stakehol der Committe e(s) includin g this listed entity (Refer Regulati on 26(1) of LODR Regulatio ns)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of LODR Regulations)
Mr.	Sekharipuram Narayanan Subrahmanyam	DIN – 02255382 PAN – [REDACTED]	Non- Executive Director – Chairperson	28.02.2022	-	-	N.A.	16.03.1960	5	-	-	-
Mr.	Sudipta Roy	DIN – 08069653 PAN – [REDACTED]	Managing Director & Chief Executive Officer	24.01.2024	-	-	N.A.	23.03.1972	1	-	1	-
Mr.	Ramamurthi Shankar Raman	DIN – 00019798 PAN – [REDACTED]	Non- Executive Director	01.05.2008	-	-	N.A.	20.12.1958	3	-	2	-
Dr.	Rajani Rajiv Gupte	DIN – 03172965	Independent Director	28.06.2018	28.06.2023	-	93.5 months	18.11.1955	1	1	1	-

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairpers on/ Executive/ Non- Executive/ Independe nt/ Nominee)	Initial date of Appointment	Date of Re- appointment	Date of cessation	Tenure	Date of Birth	No. of Directors hip in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independ ent Directors hip in listed entities including this listed entity [with reference to proviso to regulation 17A (1)] & reg. 17A (2)]	No. of member ships in Audit/ Stakehol der Committe e(s) includin g this listed entity (Refer Regulati on 26(1) of LODR Regulatio ns)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of LODR Regulations)
		PAN [REDACTED]										
Dr.	R. Seetharaman	DIN – 01846777 PAN [REDACTED]	Independent Director	23.01.2024	-	-	26.8 months	02.04.1959	1	1	1	1
Ms.	Nishi Vasudeva	DIN- 03016991 PAN [REDACTED]	Independent Director	15.06.2017	15.03.2024		84.18 months	30.03.1956	5	5	9	3
Mr.	Dhananjaya Tambe	DIN –07260971 PAN- [REDACTED]	Independent Director	01.07.2025	-	-	9 months	12.11.1960	2	2	2	-

Whether Regular chairperson appointed - **Yes**

Whether Chairperson is related to managing director or CEO – **No**

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	1) Dr. R. Seetharaman	Chairperson – Independent Director	01.04.2024	-
		2) Mr. R. Shankar Raman	Non-Executive Director	11.11.2009	

		3) Mr. Dhananjaya Tambe	Independent Director	01.07.2025	-
		4) Ms. Nishi Vasudeva	Independent Director	01.04.2024	-
Nomination & Remuneration Committee	Yes	1) Dr. Rajani R. Gupte	Chairperson - Independent Director	15.06.2022	-
		2) Mr. R. Shankar Raman	Non-Executive Director	13.05.2019	-
		3) Ms. Nishi Vasudeva	Independent Director	01.07.2025	
Risk Management Committee	Yes	1) Ms. Nishi Vasudeva	Chairperson – Independent Director	01.04.2024	-
		2) Mr. Sudipta Roy	Managing Director & Chief Executive Officer – Executive Director	04.12.2023	
		3) Mr. R. Shankar Raman	Non-Executive Director	29.03.2012	-
		4) Dr. Rajani R. Gupte	Independent Director	20.10.2021	-
		5) Ms. Zeenat Hamirani	Chief Risk Officer	21.01.2025	-
		6) Mr. Sachinn Joshi	Chief Financial Officer	04.12.2023	-
		7) Ms. Apurva Rathod	Company Secretary	04.12.2023	-
Stakeholders Relationship and Customer Protection Committee	Yes	1) Ms. Nishi Vasudeva	Chairperson – Independent Director	01.07.2025	-
		2) Mr. Sudipta Roy	Managing Director & Chief Executive Officer – Executive Director	24.01.2024	-
		3) Dr. Rajani R. Gupte	Independent Director	19.07.2022	-
Corporate Social Responsibility and Sustainability Committee	Yes	1) Dr. Rajani R. Gupte	Chairperson – Independent Director	24.04.2021	-
		2) Mr. Sudipta Roy	Managing Director & Chief Executive Officer – Executive Director	24.01.2024	-
		3) Dr. R. Seetharaman	Independent Director	01.04.2024	-

III. Meetings of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
January 16, 2026	Yes	7	4	October 15, 2025	92 Days (October 15, 2025 to January 16, 2026)
March 11, 2026	Yes	7	4	-	53 Days (January 16, 2026 to March 11, 2026)
IV. Meeting of Committees					
Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
January 16, 2026	Yes	4	3	October 15, 2025	92 Days (October 15, 2025 to January 16, 2026)
March 11, 2026	Yes	4	3	-	53 Days (January 16, 2026 to March 11, 2026)
Nomination and Remuneration Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
January 16, 2026	Yes	3	2	October 15, 2025	92 Days (October 15, 2025 to January 16, 2026)
Stakeholders Relationship and Customer Protection Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
January 16, 2026	Yes	3	2	October 14, 2025	93 Days (October 14, 2025 to January 16, 2026)
Risk Management Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
March 28, 2026	Yes	7*	4*	December 22, 2025	95 Days (December 22, 2025 to March 28, 2026)
*Pursuant to the frequently asked questions issued by BSE Limited dated July 7, 2022, in the field of 'Number of Directors present' total no. of members present for the meeting (Including Board of Directors) has been mentioned. Further, in the field of 'Number of independent directors present' total no. of members of Board of Directors present has been mentioned.					
Corporate Social Responsibility and Sustainability Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
January 15, 2026	Yes	3	2	-	-

V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
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 and Customer Protection Committee
 - d. Risk Management Committee (applicable to the top 1,000 listed entities, voluntary for entities ranked 1001 to 2000)
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.
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.
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.

Name & Designation: **Ms. Apurva Rathod**
Company Secretary and Compliance Officer

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	2
No. of investor complaints received during the Quarter	5
No. of investor complaints disposed off during the Quarter	6
No. of investor complaints those remaining unresolved at the end of the Quarter	1

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
-	-	-	-	-	-

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	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
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			communication from the authority		the extent possible	
-	-	-	-	-	-	
<u>E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES</u>						
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.	Additional Commissioner, CGST & C.EX., Palghar Commissionerate, Office of the Commissioner of CGST, Palghar, 5 th floor, Plot No. C-24, Sector-E, Central GST Bhavan, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	Reported as material tax litigation on February 05, 2025	Order passed by: Additional Commissioner, CGST & C.EX., Palghar Commissionerate, Office of the Commissioner of CGST, Palghar, 5th floor, Plot No. C-24, Sector-E, Central GST Bhavan, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Appeal to be filed before: Commissioner CGST & CX, (Appeals) III, Mumbai having his office at 9th floor, Piramal Chambers, Lalbaug Lower Parel, Mumbai – 400 012. <u>Background of the case and brief details of dispute / litigation:</u> The Company in the course of its retail lending business, leveraged its vast pan India network (i.e. branches, meeting centres and Dealers/DSA network and other touch points) to provide marketing and brand promotion support services to promote various insurance products for a service fee consideration. Such activity was an integral part of the loan sourcing activity carried out by the Company's network across India.	The Company received an order in Appeal dated January 30, 2026 from Commissioner, CGST and Central Excise, Appeal III, Mumbai wherein order passed by Additional Commissioner, CGST & C. Ex., Palghar Commissionerate, dated February 03, 2025 (received by the Company vide email dated February 4, 2025 at around 11:20 a.m. (IST) and intimated to the stock exchanges on February 05, 2025), in respect of marketing and brand promotion services provided by L&T Finance to insurance companies was upheld. It was a consolidated order and covered all parties. Based on consultation with tax expert, the Company is of the view that the said demand is not tenable. Accordingly, the Company is in process of filing an appeal against the order before the second appellate authority i.e. before the Goods and Services Tax Appellate Tribunal (GSTAT) after paying requisite pre-deposit of 10%.		

			The Company had duly paid applicable GST on such service fees consideration. In respect of such services, the Company had received a penalty demand order u/s 122(1)(ii) of Rs. 1,12,01,85,000 from Additional Commissioner, CGST & C.EX., Palghar Commissionerate, Office of the Commissioner of CGST, Palghar stating that the Company has allegedly raised invoices without actual rendering of services. Based on consultation with tax expert, the Company was of the view that the said demand was not tenable and was liable to set-aside as the Company had duly rendered such marketing and brand promotion services.		
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F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)
HALF YEAR ENDING – MARCH 31, 2026

Applicability of disclosure: Yes

I. Disclosure of Loans/guarantees/comfort letters /securities etc. refer below note:

(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	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(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 advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	0	0
Promoter Group or any other entity controlled by them	-	0	0
Directors (including relatives) or any other entity controlled by them	-	0	0
KMPs or any other entity controlled by them	-	0	0

(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 amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	0	0
Promoter Group or any other entity controlled by them	-	0	0
Directors (including relatives) or any other entity controlled by them	-	0	0
KMPs or any other entity controlled by them	-	0	0

II. Affirmations

1. 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.

- i) Name: Mr. Sachinn Joshi
- ii) Designation: Chief Financial Officer
- iii) Place: Mumbai
- iv) Date: April __, 2026

H. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter)

I. Disclosure on website in terms of LODR Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://www.ltfinance.com/investors
aa) Memorandum of Association and Articles of Association	Yes	https://www.ltfinance.com/investors
ab) Brief profile of board of directors including	Yes	https://www.ltfinance.com/investors

directorship and full-time positions in body corporates			
b) Terms and conditions of appointment of independent directors	Yes		https://www.ltfinance.com/investors
c) Composition of various committees of board of directors	Yes		https://www.ltfinance.com/investors
d) Code of conduct of board of directors and senior management personnel	Yes		https://www.ltfinance.com/investors
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.ltfinance.com/investors
f) Criteria of making payments to non-executive directors	Yes		https://www.ltfinance.com/investors
g) Policy on dealing with related party transactions	Yes		https://www.ltfinance.com/investors
h) Policy for determining 'material' subsidiaries	Yes		https://www.ltfinance.com/investors
i) Details of familiarization programmes imparted to independent directors	Yes		https://www.ltfinance.com/investors
j) email address for grievance redressal and other relevant details	Yes		https://www.ltfinance.com/investors
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.ltfinance.com/investors
l) Financial results	Yes		https://www.ltfinance.com/investors
m) Shareholding pattern	Yes		https://www.ltfinance.com/investors
n) Details of agreements entered into with the media companies and/or their associates	NA		No such agreements entered
o) (i) Schedule of analyst or institutional investor meet	Yes		https://www.ltfinance.com/investors
(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		https://www.ltfinance.com/investors
oa) Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes		https://www.ltfinance.com/investors
p) New name and the old name of the listed entity	NA		Two years have been lapsed from the date of name change of the Company
q) Advertisements as per regulation 47(1)	Yes		https://www.ltfinance.com/investors
r) Credit rating or revision in credit rating obtained	Yes		https://www.ltfinance.com/investors
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.ltfinance.com/investors

t) Secretarial Compliance Report	Yes	https://www.ltfinance.com/investors
u) Materiality Policy as per Regulation 30(4)	Yes	https://www.ltfinance.com/investors
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.ltfinance.com/investors
w) Disclosures under regulation 30(8)	Yes	https://www.ltfinance.com/investors
x) Statements of deviation(s) or variations(s) as specified in regulation 32	NA	No funds raised through public issue, rights issue, preferential issue pending utilization of funds
y) Dividend distribution policy as specified in regulation 43A(1)	Yes	https://www.ltfinance.com/investors
z) Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.ltfinance.com/investors
za) Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	https://www.ltfinance.com/investors
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.ltfinance.com/investors
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updation	Yes	https://www.ltfinance.com/investors

I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4th quarter)

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes
Board composition	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes

Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5) ,(6),& (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA

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. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." 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.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.

For L&T Finance Limited

Apurva Rathod
Company Secretary and Compliance Officer