

October 26, 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: Unaudited Financial Results (Consolidated and Standalone) for the quarter and six months ended September 30, 2017

Dear Sir / Madam,

Pursuant to Regulation 33, Regulation 52 and Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform the Exchange that the Board of Directors ("Board") of the Company at its meeting held on October 26, 2017 has, inter alia, approved the Unaudited Financial Results (Consolidated and Standalone) of the Company for the quarter and six months ended September 30, 2017.

Further, in accordance with Regulation 33(3)(b) of the Listing Regulations, the Company has opted to submit, in addition to Standalone Financial Results, Consolidated Financial Results of the Company to the Exchanges. Accordingly, please find enclosed Unaudited Financial Results (Consolidated and Standalone) for the quarter and six months ended September 30, 2017 along with Limited Review Report of Statutory Auditors and Press Release. Also, in accordance with Regulation 47(1)(b) of the Listing Regulations, the Company would be publishing the Unaudited Consolidated Financial Results for the quarter and six months ended September 30, 2017 in the newspapers.

The Board Meeting commenced at 11:45 a.m and concluded at 1:20 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

DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Indiabulls Finance Centre, Tower 3
27th – 32nd Floor, Senapati Bapat Marg
Elphinstone Road (West)
Mumbai 400013.

B. K. KHARE & CO.
Chartered Accountants
706/708, Sharda Chambers
New Marine Lines
Mumbai 400004.

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF
L&T FINANCE HOLDINGS LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **L&T FINANCE HOLDINGS LIMITED** (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group") and its share of the profit of its associate for the Quarter and Six months ended September 30, 2017 (the "Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement which is the responsibility of the Holding Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Accounting standard 25 for "Interim Financial Reporting" ("AS 25"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Holding Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. The Statement includes the results of the following entities:

Sr. No.	Name of the Company	Nature of relationship
1	L&T Finance Limited (formerly Family Credit Limited)	Subsidiary
2	L&T Infrastructure Finance Company Limited	Subsidiary
3	L&T Housing Finance Limited	Subsidiary
4	L&T Access Distribution Services Limited	Subsidiary
5	L&T Infra Debt Fund Limited	Subsidiary
6	L&T Infra Investment Partners Advisory Private Limited	Subsidiary
7	L&T Infra Investment Partners Trustee Private Limited	Subsidiary
8	L&T Investment Management Limited	Subsidiary
9	L&T Mutual Fund Trustee Limited	Subsidiary

Sr. No.	Name of the Company	Nature of relationship
10	L&T Capital Markets Limited	Subsidiary
11	L&T Financial Consultants Limited (formerly known as L&T Vrindavan Properties Limited)	Subsidiary
12	Mudit Cement Private Limited	Subsidiary
13	Feedback Infra Private Limited	Associate

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review the interim financial statements of 8 subsidiaries included in the consolidated unaudited financial results, whose interim financial statements reflect total assets of ₹1,156.85 crore as at September 30, 2017, total revenues of ₹185.24 crore and ₹336.83 crore for the Quarter and Six months ended September 30, 2017 respectively and total profit after tax (net) of ₹22.41 crore and ₹24.95 crore for the Quarter and Six months ended September 30, 2017 respectively as considered in the consolidated unaudited financial results. These interim financial statements have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors.

Our report on the Statement is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors.

6. The consolidated unaudited financial results also includes the Group's share of loss of ₹0.65 crore and for the Quarter and profit after tax of ₹1.09 crore for the Six months ended September 30, 2017 respectively as considered in the consolidated unaudited financial results, in respect of an associate, based on their interim financial information which have not been reviewed by their auditors.

Our report on the Statement is not modified in respect of our reliance on the interim financial information certified by the Management.

For DELOITTE HASKINS & SELLS LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



Sanjiv V. Pilgaonkar
Partner

(Membership No. 39826)

MUMBAI, October 26, 2017

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For B. K. KHARE & CO.

Chartered Accountants

(Firm's Registration No. 105102W)



Padmini Khare Kaicker
Partner

(Membership No. 044784)

L&T FINANCE HOLDINGS LIMITED

CIN. L67120MH2008PLC181833

Regd. Office : Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India
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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED SEPTEMBER 30, 2017

(₹ in Crore)

Sr. No.	Particulars	Quarter ended			Six months ended		Year ended
		September 30, 2017	June 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016	March 31, 2017
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income:						
	(a) Revenue from operations	2,383.82	2,258.70	2,087.55	4,642.52	4,084.04	8,340.59
	(b) Other income	110.90	107.06	54.02	217.96	88.26	231.72
	Total Income (a+b)	2,494.72	2,365.76	2,141.57	4,860.48	4,172.30	8,572.31
2	Expenses:						
	(a) Finance costs	1,296.74	1,232.56	1,153.24	2,529.30	2,308.89	4,627.03
	(b) Employee benefits expense	114.08	110.44	127.70	224.52	237.15	493.52
	(c) Administration and other expenses	215.59	203.54	186.96	419.13	381.06	715.66
	(d) Allowances and write offs	470.65	458.67	320.23	929.32	573.26	1,589.90
	(e) Depreciation and amortisation	12.18	13.71	18.00	25.89	36.60	67.30
	Total expenses (a+b+c+d+e)	2,109.24	2,018.92	1,806.13	4,128.16	3,536.96	7,493.41
3	Profit before exceptional and extraordinary items and taxes (1-2)	385.48	346.84	335.44	732.32	635.34	1,078.90
4	Exceptional items	-	-	-	-	-	-
5	Profit before extraordinary items and taxes (3-4)	385.48	346.84	335.44	732.32	635.34	1,078.90
6	Extraordinary items	-	-	-	-	-	-
7	Profit from ordinary activities before tax (5-6)	385.48	346.84	335.44	732.32	635.34	1,078.90
8	Tax expense:						
	(a) Current tax	74.02	66.07	131.23	140.09	296.02	399.23
	(b) MAT Credit	(1.14)	(0.62)	(12.50)	(1.76)	(12.50)	(21.83)
	(c) Deferred tax	(49.87)	(27.62)	(29.90)	(77.49)	(99.55)	(340.96)
	Total tax expense (a+b+c)	23.01	37.83	88.83	60.84	183.97	36.44
9	Net profit from ordinary activities after tax (7-8)	362.47	309.01	246.61	671.48	451.37	1,042.46
10	Add: Share in profit/(loss) of associate company	(0.65)	1.74	1.45	1.09	4.09	5.75
11	Less: Share of minority interest	1.58	1.58	-	3.16	-	6.03
12	Net profit after minority interest and share of profit of associate (9+10-11)	360.24	309.17	248.06	669.41	455.46	1,042.18
13	Paid-up equity share capital (Face value of ₹ 10/- each) (Refer note 3 & 4)	1,821.71	1,821.22	1,754.12	1,821.71	1,754.12	1,755.72
14	Reserves excluding Revaluation Reserve						6,020.15
15	Earnings per share before and after extraordinary items (EPS): (Refer note 3, 4 & 9)						
	(a) Basic EPS (₹) (* not annualised)	*1.83	*1.56	*1.23	*3.39	*2.23	5.21
	(b) Diluted EPS (₹) (* not annualised)	*1.82	*1.54	*1.22	*3.36	*2.22	5.14
	(c) Face value per equity share (₹)	10.00	10.00	10.00	10.00	10.00	10.00

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2017

Sr. No.	Particulars	(₹ in Crore)	
		As at September 30, 2017	As at March 31, 2017
		(Unaudited)	(Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	2,856.11	2,969.12
	(b) Reserves and surplus	7,061.74	6,020.15
	(c) Money received against share warrants	-	118.07
	Sub-total - Shareholders' funds	9,917.85	9,107.34
2	Minority interest	120.40	118.57
3	Non-current liabilities		
	(a) Long-term borrowings	46,297.95	43,230.34
	(b) Deferred tax liabilities (net)	2.57	2.39
	(c) Other long-term liabilities	618.93	732.06
	(d) Long-term provisions	258.32	263.83
	Sub-total - Non-current liabilities	47,177.77	44,228.62
4	Current liabilities		
	(a) Short-term borrowings	11,852.47	11,764.10
	(b) Current maturities of long term borrowings	6,320.74	4,816.61
	(c) Trade payables	108.10	72.64
	(d) Other current liabilities	3,072.36	2,323.81
	(e) Short-term provisions	79.35	81.90
	Sub-total - Current liabilities	21,433.02	19,059.06
	TOTAL - EQUITY AND LIABILITIES	78,649.04	72,513.59

CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2017

(₹ in Crore)

Sr. No.	Particulars	As at September 30, 2017	As at March 31, 2017
		(Unaudited)	(Audited)
B	ASSETS		
1	Non-current assets		
	(a) Fixed assets	516.17	580.47
	Tangible assets	14.14	10.49
	Intangible assets	32.05	25.97
	Capital work-in-progress	1.35	1.92
	Intangible assets under development	638.91	638.91
	(b) Goodwill on consolidation	2,491.72	2,676.02
	(c) Non-current investments	820.30	742.63
	(d) Deferred tax assets (net)	818.86	588.87
	(e) Long-term loans and advances	54,008.07	49,334.79
	(f) Long-term loans and advances towards financing activities	342.89	365.15
	(g) Other non-current assets	59,684.46	54,965.22
	Sub-total - Non-current assets		
2	Current assets	3,623.48	3,335.51
	(a) Current investments	130.22	78.85
	(b) Trade receivables	1,079.30	594.38
	(c) Cash and bank balances	197.28	118.41
	(d) Short-term loans and advances	2,169.72	2,171.25
	(e) Short-term loans and advances towards financing activities	10,458.46	10,142.46
	(f) Current maturities of long term loans and advances towards financing activities	1,306.12	1,107.51
	(g) Other current assets	18,964.58	17,548.37
	Sub-total - Current assets		
	TOTAL - ASSETS	78,649.04	72,513.59

- Notes:**
- The consolidated financial statements are prepared in accordance with Accounting Standards 21 and 23.
 - Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company has opted to publish the consolidated financial results. The unaudited standalone financial results have been submitted separately to the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the equity shares of the Company are listed. The unaudited standalone financial results for the quarter and six months ended September 30, 2017 are summarized below and detailed financial results are also available on the Company's website www.lthf.com.

(₹ in Crore)

Particulars	Quarter ended			Six months ended		Year ended
	September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
	2017	2017	2016	2017	2016	2017
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Income from operations	13.50	15.81	13.58	29.31	26.67	277.58
Profit before tax from ordinary activities for the period / year	5.00	8.40	4.08	13.40	8.38	245.11
Net profit for the period / year after tax	4.83	8.20	5.22	13.03	8.14	248.66

- The Company, during the quarter and six months ended September 30, 2017 has allotted 497,125 and 2,169,271 equity shares respectively of ₹ 10/- each, fully paid up, on exercise of options by employees, in accordance with the Company's Employee Stock Option Scheme(s).
- During the six months ended September 30, 2017, 63,820,990 share warrants had become due for conversion. The investor has exercised the rights for conversion of share warrants into equity shares and accordingly equivalent number of equity shares of Face value of ₹ 10 each are issued at premium of ₹ 64 each. The Company has received a total consideration of ₹ 472.28 crore of which ₹ 354.21 crore is received in the previous quarter (being 75% of total consideration).
- Share / Debenture issue expenses (net of tax) for the quarter and six months ended September 30, 2017 amounting to ₹ 0.92 crore and ₹ 6.27 crore respectively have been adjusted against Securities Premium Account.
- During the quarter and six months ended September 30, 2017, the final dividend of ₹ 1.48 crore and ₹ 4.41 crore respectively on Redeemable Preference Shares of ₹ 100/- each has been paid.
- During the quarter and six months ended September 30, 2017, the Company has paid dividend of ₹ 145.74 crore respectively on Equity Shares of ₹ 10/- each fully paid.
- During the six months ended September 30, 2017, 8.40% Cumulative Compulsory Redeemable Preference Shares (CRPS) amounting ₹ 139.00 crore and 8.35% Cumulative Compulsory Redeemable Preference Shares (CRPS) amounting ₹ 40.00 crore have been redeemed.
- Earnings per share is calculated after adjusting pro-rata dividend on outstanding preference shares.
- The above financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on October 26, 2017. The Joint Statutory Auditors of the Company have carried out Limited Review for aforesaid results and of the statement of Assets and Liabilities of that date.
- Previous periods/year figures have been regrouped/reclassified to make them comparable with those of current period.

12 Segment-wise Revenue, Results, Assets and Liabilities in terms of Regulation 33 of the Listing Regulations:

Sr. No.	Particulars	Quarter ended			Six months ended		Year ended
		September 30,	June 30,	September 30,	September 30,	September 30,	March 31,
		2017	2017	2016	2017	2016	2017
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Gross segment revenue from continuing operations						
(a)	Rural Business	527.08	505.95	454.21	1,033.03	892.61	1,803.52
(b)	Housing Business	434.58	432.37	355.17	866.95	677.22	1,466.60
(c)	Wholesale Business	1,198.41	1,117.49	1,061.53	2,315.90	2,093.95	4,236.61
(d)	Defocused Business	55.38	71.69	129.98	127.07	268.99	477.33
(e)	Others	195.28	170.84	111.28	366.12	196.87	590.86
	Total	2,410.73	2,298.34	2,112.17	4,709.07	4,129.64	8,574.92
	Less: Inter Segment revenue	(26.91)	(39.64)	(24.62)	(66.55)	(45.60)	(234.33)
	Net segment revenue from continuing operations	2,383.82	2,258.70	2,087.55	4,642.52	4,084.04	8,340.59
	Segment Result (Profit/(loss) before tax)						
(a)	Rural Business	133.22	106.55	114.12	239.77	216.13	356.22
(b)	Housing Business	146.36	145.03	93.66	291.39	152.40	419.60
(c)	Wholesale Business	99.65	124.61	168.04	224.26	353.34	453.13
(d)	Defocused Business	(38.35)	(62.13)	(54.02)	(100.48)	(108.99)	(214.06)
(e)	Others	44.60	32.78	13.64	77.38	22.46	64.01
	Profit before tax	385.48	346.84	335.44	732.32	635.34	1,078.90
	Segment assets						
(a)	Rural Business	12,088.36	10,642.31	9,750.08	12,088.36	9,750.08	10,261.67
(b)	Housing Business	16,261.46	14,359.90	12,051.86	16,261.46	12,051.86	13,229.27
(c)	Wholesale Business	45,479.43	44,453.50	38,795.14	45,479.43	38,795.14	43,731.63
(d)	Defocused Business	1,787.60	2,178.00	4,034.14	1,787.60	4,034.14	2,489.12
(e)	Others	1,488.31	1,581.39	1,422.30	1,488.31	1,422.30	1,551.01
(f)	Unallocated	1,543.88	1,385.17	-	1,543.88	-	1,250.89
	Total segment assets	78,649.04	74,600.27	66,053.52	78,649.04	66,053.52	72,513.59
	Segment liabilities						
(a)	Rural Business	10,780.51	9,413.12	8,437.59	10,780.51	8,437.59	9,080.23
(b)	Housing Business	14,841.50	12,942.43	10,889.34	14,841.50	10,889.34	11,926.84
(c)	Wholesale Business	40,780.93	39,940.23	33,967.47	40,780.93	33,967.47	39,175.94
(d)	Defocused Business	1,594.20	1,926.44	3,491.53	1,594.20	3,491.53	2,202.54
(e)	Others	724.20	684.88	408.35	724.20	408.35	995.87
(f)	Unallocated	9.85	5.28	-	9.85	-	24.83
	Total segment liabilities	68,731.19	64,912.38	57,194.28	68,731.19	57,194.28	63,406.25
<p>(i) Segments have been identified in accordance with Accounting Standard (AS) 17 on Segment Reporting, considering the risk/return profiles of the businesses, their organisational structures and the internal reporting systems. The smaller business segments which are not separately reportable have been grouped under "Others" segment.</p> <p>(ii) Segment composition :</p> <p>Rural Business comprises of Farm Equipments, Micro Loans and Two Wheeler Finance.</p> <p>Housing Business comprises of Home Loans, Loan against Property and Real Estate Finance.</p> <p>Wholesale Business comprises of Infrastructure Finance, Structured Corporate Loans and Supply Chain Finance.</p> <p>Defocused Business comprises of Commercial Vehicle Finance, Construction Equipment Finance, SME term loans and Leases.</p> <p>Others comprises of Asset Management, Wealth Management etc.</p> <p>Unallocated represents tax assets and tax liabilities</p>							

In terms of our report attached,
For DELOITTE HASKINS & SELLS LLP
Chartered Accountants



Sanjiv V. Pilgaonkar
Partner

Place : Mumbai
Date : October 26, 2017

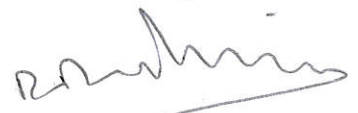
In terms of our report attached,
For B. K. KHARE & CO.
Chartered Accountants



Padmini Khare Kaicker
Partner

Place : Mumbai
Date : October 26, 2017

For and on behalf of the Board of Directors
L&T Finance Holdings Limited



Dinanath Dubhashi
Managing Director & Chief Executive Officer
(DIN: 03545900)

Place : Mumbai
Date : October 26, 2017



Press Release

Thursday, October 26, 2017, Mumbai

Financial Performance for the quarter ended September 30, 2017

Consolidated PAT at Rs. 360 cr. – YoY growth of 45%

RoE at 15.15% - Highest ever since listing

Results highlights:

L&T Finance Holdings Ltd. (LTFH) declared consolidated profit after tax of Rs. 360 cr. for quarter ended 30th September, 2017 (Q2FY18) – a growth of 45% from Rs. 248 cr. in the same quarter of previous year (Q2FY17). RoE for Q2FY18 was 15.15% as against 11.72% in Q2FY17 – improvement by 343 bps.

- **Growth in businesses:** In its focus lending businesses, namely Rural Finance, Housing Finance and Wholesale Finance, LTFH recorded a 23% YoY increase in assets. This has been driven by strong growth in disbursements in all its businesses.

<u>Disbursements</u>	<u>YoY Growth</u>
Rural Finance	88%
Housing Finance	32%
Wholesale Finance	94%
Lending Businesses	81%

LTFH also witnessed strong growth in its Investment & Wealth Management businesses. Average Assets under Management (AAUM) in Investment Management business increased from Rs. 32,667 cr. in Q2FY17 to Rs. 52,749 cr. in Q2FY18 – a growth of 61%. Average Assets under Service (AAUS) in Wealth Management business increased from Rs. 10,890 cr. in Q2FY17 to Rs. 16,542 cr. in Q2FY18 – a growth of 52%.

- **Profitability:** LTFH consol PAT for Q2FY18 was Rs. 360 cr. – an impressive growth of 45% over Rs. 248 cr. in Q2FY17. This growth has been achieved after taking accelerated credit cost of Rs. 277 cr. in order to further strengthen its portfolio. For Q2FY18, LTFH delivered 15.15% ROE – highest ever RoE since listing.

Asset Quality: LTFH had proactively moved to recognition of GNPA at 90 days past due (DPD) since Q1FY18. LTFH has continued to maintain its asset quality along with strengthening its balance sheet by taking accelerated provisions.

(Rs. Cr.)	Q2FY18*	Q1FY18*
Gross NPA	3,986	3,698
Net NPA	2,274	2,092
Gross NPA %	5.80%	5.71%
Net NPA %	3.31%	3.31%
Provision Coverage %	42.96%	43.43%

*At 90 DPD recognition of GNPA

Management Commentary:

Commenting on the results and financial performance, Mr. Dinanath Dubhashi, Managing Director & CEO, LTFH, said “Strong earnings, continuously improving RoE, and the robust risk guardrails have put LTFH 2.0 on track of “Growing Fearlessly”. While we continue on our path of profitable growth, my endeavor is to make LTFH 2.0 a company that would be hallmarked for delivering predictable, steady, sustained returns to our shareholder.”

About L&T Finance Holdings:

LTFH is a financial holding company offering a focused range of financial products and services across rural, housing and wholesale finance sectors, as well as mutual fund products and wealth management services, through its wholly-owned subsidiaries, viz., L&T Finance Ltd., L&T Housing Finance Ltd., L&T Infrastructure Finance Company Ltd., L&T Investment Management Ltd. and L&T Capital Markets Ltd. LTFH is registered with RBI as a CIC-ND-SI. LTFH is promoted by Larsen & Toubro (L&T), one of the leading companies in India, with interests in engineering, construction, electrical & electronics manufacturing & services, IT and financial services.

L&T Finance Holdings Limited

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Vidyanagari Marg, CST Road
Kalina, Santacruz (East)
Mumbai 400 098

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B. K. KHARE & CO.

Chartered Accountants
706/708, Sharda
Chambers
New Marine Lines
Mumbai 400004.

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM
FINANCIAL RESULTS**

**TO THE BOARD OF DIRECTORS OF
L&T FINANCE HOLDINGS LIMITED**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **L&T FINANCE HOLDINGS LIMITED** (the "Company") for the Quarter and Six months ended September 30, 2017 (the 'Statement'), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Accounting standard 25 for "Interim Financial Reporting" ("AS 25"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.

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3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For DELOITTE HASKINS & SELLS LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



Sanjiv V. Pilgaonkar

Partner

(Membership No. 39826)

MUMBAI, October 26, 2017

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For B. K. KHARE & CO.

Chartered Accountants

(Firm's Registration No. 105102W)



Padmini Khare Kaicker

Partner

(Membership No. 044784)

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(₹ in Crore)

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED SEPTEMBER 30, 2017						
Sr. No.	Particulars	Quarter ended			Six months ended	
		September 30, 2017	June 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
1	Income:					
	(a) Revenue from operations	13.50	15.81	13.58	29.31	26.67
	(b) Other income	11.03	10.09	9.27	21.12	19.64
	Total Income (a+b)	24.53	25.90	22.85	50.43	46.31
2	Expenses:					
	(a) Employee benefits expense	1.87	0.75	4.71	2.62	6.60
	(b) Finance costs	12.69	15.15	12.05	27.84	24.68
	(c) Depreciation and amortisation	0.01	0.01	0.01	0.02	0.03
	(d) Administration and other expenses	2.89	2.17	3.17	5.06	5.88
	(e) Provisions and contingencies	2.07	(0.58)	(1.17)	1.49	0.74
	Total expenses (a+b+c+d+e)	19.53	17.50	18.77	37.03	37.93
3	Profit before exceptional and extraordinary items and taxes (1-2)	5.00	8.40	4.08	13.40	8.38
4	Exceptional items	-	-	-	-	-
5	Profit before extraordinary items and taxes (3-4)	5.00	8.40	4.08	13.40	8.38
6	Extraordinary items	-	-	-	-	-
7	Profit from ordinary activities before tax (5-6)	5.00	8.40	4.08	13.40	8.38
8	Tax expense:					
	(a) Current tax	0.10	0.17	0.34	0.27	0.34
	(b) MAT Credit	-	-	-	-	(8.35)
	(c) Deferred tax	0.07	0.03	(1.48)	0.10	(0.10)
	Total tax expense (a+b+c)	0.17	0.20	(1.14)	0.37	0.24
9	Net profit from ordinary activities after tax (7-8)	4.83	8.20	5.22	13.03	8.14
10	Paid-up equity share capital (Face value of ₹ 10/- each) (Refer note 1 & 2)	1,821.71	1,821.22	1,754.12	1,821.71	1,754.12
11	Paid-up preference share capital (Face value of ₹ 100/- each)	1,034.40	1,074.40	1,213.40	1,034.40	1,213.40
12	Reserves excluding Revaluation Reserve					
13	Earnings per share before and after extraordinary items (EPS): (Refer note 1,2 & 6)					
	(a) Basic EPS (₹) (* not annualised)	*(0.12)	*(0.13)	*(0.12)	*(0.25)	*(0.25)
	(b) Diluted EPS (₹) (* not annualised)	*(0.12)	*(0.13)	*(0.12)	*(0.25)	*(0.25)
	(c) Face value per equity share (₹)	10.00	10.00	10.00	10.00	10.00

STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2017

Sr. No.		Particulars	As at	
			September 30, 2017	March 31, 2017
			(Unaudited)	(Audited)
A		EQUITY AND LIABILITIES		
1		Shareholders' funds		
	(a) Share capital		2,856.11	2,969.12
	(b) Reserves and surplus		2,519.18	2,236.54
	(c) Money received against share warrants		-	118.07
	Sub-total - Shareholders' funds		5,375.29	5,323.73
2		Current liabilities		
	(a) Short-term borrowings		1,047.86	973.90
	(b) Other current liabilities		54.55	75.79
	(c) Short-term provisions		6.33	4.34
	Sub-total - Current liabilities		1,108.74	1,054.03
	TOTAL - EQUITY AND LIABILITIES		6,484.03	6,377.76
B		ASSETS		
1		Non-current assets		
	(a) Fixed assets		0.01	0.03
	(b) Non-current investments		5,374.03	5,374.03
	(c) Deferred tax assets (net)		9.26	9.35
	(d) Long-term loans and advances		49.82	46.84
	Sub-total - Non-current assets		5,433.12	5,430.25
2		Current assets		
	(a) Current investments		102.71	270.14
	(b) Cash and bank balances		5.02	2.22
	(c) Short-term loans and advances		930.25	583.68
	(d) Other current assets		12.93	91.47
	Sub-total - Current assets		1,050.91	947.51
	TOTAL - ASSETS		6,484.03	6,377.76

L&T FINANCE HOLDINGS LIMITED

CIN. L67120MH2008PLC181833

Regd. Office : Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India

Website: www.ltfh.com Email: igrc@lthf.com Phone: +91 22 6621 7300/400 Fax: +91 22 6621 7319

Notes:

- 1 The Company, during the quarter and six months ended September 30, 2017 has allotted 497,125 and 2,169,271 equity shares respectively of ₹ 10/- each, fully paid up, on exercise of options by employees, in accordance with the Company's Employee Stock Option Scheme(s).
- 2 During the six months ended September 30, 2017, 63,820,990 share warrants had become due for conversion. The investor has exercised the rights for conversion of share warrants into equity shares and accordingly equivalent number of equity shares of Face value of ₹ 10 each are issued at premium of ₹ 64/- each. The Company has received a total consideration of ₹ 472.28 crore of which ₹ 354.21 crore is received in the previous quarter (being 75% of total consideration).
- 3 Share / Debenture issue expenses for the quarter and six months ended September 30, 2017 amounting to ₹ Nil and ₹ 0.48 crore respectively have been adjusted against Securities Premium Account.
- 4 During the quarter and six months ended September 30, 2017, Cumulative Compulsory Redeemable Preference Shares (CRPS) amounting ₹ 40.00 crore and ₹ 139.00 crore respectively have been redeemed. The Company has paid final dividend of ₹ 1.23 crore and ₹ 4.16 crore on these shares during the quarter and six months ended September 30, 2017 respectively.
- 5 During the quarter and six months ended September 30, 2017, the Company has paid dividend of ₹ 145.74 crore on Equity Shares of ₹ 10/- each fully paid during the period.
- 6 Earnings per share is calculated after adjusting pro-rata dividend on outstanding preference shares.
- 7 Information pursuant to Regulation 52(6)(a) and 52(6)(b) of the Listing Regulations are as below:
(a) Profit for the quarter and six months ended September, 2017 is ₹ 4.83 crore and ₹ 13.03 crore respectively.
(b) Free reserves as on September 30, 2017 is ₹ 29.90 crore
- 8 The main business of the Company is investment activity. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the Accounting Standard (AS) 17 on Segment Reporting.
- 9 Previous periods/year figures have been regrouped/reclassified to make them comparable with those of current period.
- 10 The above financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on October 26, 2017. The Joint Statutory Auditors of the Company have carried out Limited Review of the aforesaid results and of the statement of Assets and Liabilities of that date.

In terms of our report attached,
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants



Sanjiv V. Pilgaonkar
Partner

Place : Mumbai
Date : October 26, 2017

In terms of our report attached,
For **B. K. KHARE & CO.**
Chartered Accountants



Padmini Khare Kaicker
Partner

Place : Mumbai
Date : October 26, 2017

For and on behalf of the Board of Directors
L&T FINANCE HOLDINGS LIMITED



Dinanath Dubhashi
Managing Director & Chief Executive Officer
(DIN :03545900)

Place : Mumbai
Date : October 26, 2017



A. Pursuant to Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the following information pertaining to the Cumulative Compulsorily Redeemable Non-Convertible Preference Shares (Preference Shares):

1) Details of outstanding Redeemable Preference Shares:

Sr. No.	Name of Series	No. of Preference Shares	Amt. of Issue (Rs.)
1.	INE498L04035	2,50,00,000	250,00,00,000
2.	INE498L04050 – Option II	1,24,40,000	124,40,00,000
3.	INE498L04076 – Option II	60,00,000	60,00,00,000
4.	INE498L04084	6,00,00,000	600,00,00,000

2) Credit Rating and change in Credit Rating (if any):

The Credit Rating in respect of the above mentioned series of Preference Shares is "CARE AA+(RPS); Positive". There has been no change in the credit rating; however the 'Outlook' has been revised from Stable to Positive in the FY18.

3) Asset Cover available, in case of non convertible Debt Securities: Not applicable

4) Debt-Equity Ratio (As at September 30, 2017) : 0.19

5) Previous due dates for payment of dividend and repayment of principal amount for Preference Shares:

The due dates for payment of dividend and repayment of principal amount and the actual date of payment for the half year ended September 30, 2017 are as under:

Sr. No.	Name of Series	Type (Principal / Dividend)	Due date of payment	Status Paid / Unpaid
1	INE498L04043 – Option I	Dividend	June 30, 2017	June 30, 2017
		Principal	June 30, 2017	June 30, 2017
2	INE498L04068 – Option I	Dividend	August 13, 2017	August 11, 2017*
		Principal	August 13, 2017	August 11, 2017*

* The difference in due date and actual date of payment was due to effect of holidays.

6) Next due dates for payment of dividend and repayment of principal amount:

The next due dates for payment of dividend and repayment of principal amount of the Preference Shares are as under:

Sr. No.	Series / Tranche	Type (Principal / Dividend)	Amount (In Rs.)	Due date of payment
1.	INE498L04035	Dividend	22,50,00,000	March 26, 2018
			12,15,00,000	October 15, 2018
		Principal	250,00,00,000	October 15, 2018
2.	INE498L04050 – Option II	Dividend	10,57,40,000	March 26, 2018
			10,57,40,000	March 26, 2019
			2,59,99,600	June 30, 2019
		Principal	124,40,00,000	June 30, 2019



Sr. No.	Series / Tranche	Type (Principal / Dividend)	Amount (In Rs.)	Due date of payment
3.	INE498L04076 – Option II	Dividend	5,01,00,000 5,01,00,000 1,83,60,000	March 26, 2018 March 26, 2019 August 13, 2019
		Principal	60,00,00,000	August 13, 2019
4.	INE498L04084	Dividend	48,90,00,000 48,90,00,000 48,90,00,000 4,68,90,000	March 26, 2018 March 26, 2019 March 26, 2020 May 6, 2020
		Principal	600,00,00,000	May 6, 2020

7) Debt Service Coverage Ratio: Not Applicable

8) Interest Service Coverage Ratio: Not Applicable

9) Capital Redemption reserve: NIL

10) Net worth: Forms part of Unaudited Standalone Financial Results

11) Net profit after tax: Forms part of Unaudited Standalone Financial Results

12) Earnings per share: Forms part of Unaudited Standalone Financial Results

B. Information pursuant to Regulation 52(6) of the Listing Regulations are given below:

Sr. No.	Particulars	Remarks
a.	Profit for the half year and cumulative profit for the year	Please refer notes to Unaudited Standalone Financial Results forming part of this publication
b.	Free Reserves as on the end of half year	
c.	Securities Premium account balance (if redemption of redeemable preference shares is to be done at premium, such premium may be appropriated from securities premium account) Provided that disclosure on securities premium account balance may be provided only in a year in which non - convertible redeemable preference shares are due for redemption	Not applicable.
d.	Track record of dividend payment on non - convertible redeemable preference shares. Provided that in case the dividend has been deferred at any time, then the actual date of payment shall be disclosed.	Dividend on the Non-Convertible Redeemable Preference Shares is paid within the prescribed timeline.



Sr. No.	Particulars	Remarks
e.	<p>Breach of any covenants under the terms of the non - convertible redeemable preference shares</p> <p>Provided that in case of listed entity is planning a fresh issuance of shares whose end use is servicing of the non - convertible redeemable preference shares (whether dividend or principle redemption), then the same shall be disclosed whenever the listed entity decided on such issuances.</p>	<p>There has been no breach of covenants under the terms of the Non-Convertible Redeemable Preference Shares.</p>

L&T Finance Holdings Limited


Company Secretary

