L&T Finance Holdings

September 9, 2015

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

Symbol: L&TFH

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

Scrip Code No.: 533519

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

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

Dear Sir/ Madam,

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

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

Kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For **L&T Finance Holdings Limited**

N. Suryanarayanan
Company Secretary

Encl: as above

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

Registered Office
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Ballard Estate, Mumbai 400 001, India
CIN: L67120MH2008PLC181833

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DETAILS OF VOTING RESULTS

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

AGENDA – WISE

The mode of voting on all the resolutions was:

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

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

For **L&T Finance Holdings Limited**

N. Suryanarayanan
Company Secretary

Encl : As above

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ANNEXURE - 1

L&T FINANCE HOLDINGS LTD (CIN : L67120MH2008PLC181833)

CLAUSE 35A (PHYSICAL AND REMOTE E-VOTING)

RESOLUTION NO. 1 - ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015 (ORDINARY RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	204	379466040	56429894	14.870868	56424527	5367	99.990489	0.009511
Total	265	1721064594	1361442846	79.104692	1361437479	5367	99.999606	0.000394

RESOLUTION NO.2 - DECLARATION OF DIVIDEND ON EQUITY SHARES (ORDINARY RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	201	379466040	56427819	14.870321	56424677	3142	99.994432	0.005568
Total	262	1721064594	1361440771	79.104571	1361437629	3142	99.999769	0.000231

RESOLUTION NO.3 - APPOINTMENT OF MR. N. SIVARAMAN, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT (ORDINARY RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	204	379466040	56429894	14.870868	56411938	17956	99.968180	0.031820
Total	265	1721064594	1361442846	79.104692	1361424890	17956	99.998681	0.001319

RESOLUTION NO.4 - RE-APPOINTMENT OF M/S. SHARP & TANNAN, CHARTERED ACCOUNTANTS, STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION (ORDINARY RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	204	379466040	56429894	14.870868	56397867	32027	99.943245	0.056755
Total	265	1721064594	1361442846	79.104692	1361410819	32027	99.997648	0.002352

RESOLUTION NO.5 - APPOINTMENT OF MR. THOMAS MATHEW T. AS AN INDEPENDENT DIRECTOR (ORDINARY RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	203	379466040	56427894	14.870341	56412386	15508	99.972517	0.027483
Total	264	1721064594	1361440846	79.104576	1361425338	15508	99.998861	0.001139

RESOLUTION NO.6 - ISSUE OF NON-CONVERTIBLE DEBENTURES (NCDS) ON PRIVATE PLACEMENT BASIS (SPECIAL RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50067457	9485	99.981059	0.018941
Public-Others	204	379466040	56429894	14.870868	56408965	20929	99.962912	0.037088
Total	265	1721064594	1361442846	79.104692	1361412432	30414	99.997766	0.002234

RESOLUTION NO.7 - ISSUE OF CUMULATIVE COMPULSORILY REDEEMABLE NON-CONVERTIBLE PREFERENCE SHARES BY WAY OF PUBLIC OFFER OR ON PRIVATE PLACEMENT BASIS (SPECIAL RESOLUTION)

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	38129986	11946956	76.142800	23.857200
Public-Others	204	379466040	56429894	14.870868	56420039	9855	99.982536	0.017464
Total	265	1721064594	1361442846	79.104692	1349486035	11956811	99.121754	0.878246

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RESOLUTION NO.8 - RE-APPOINTMENT OF MR. N. SIVARAMAN AS PRESIDENT & WHOLE-TIME DIRECTOR (ORDINARY RESOLUTION)								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	50076942	0	100.000000	0.000000
Public-Others	203	379466040	56429893	14.870868	56411278	18615	99.967012	0.032988
Total	264	1721064594	1361442845	79.104692	1361424230	18615	99.998633	0.001367

RESOLUTION NO.9 - INCREASE IN THE AUTHORISED SHARE CAPITAL FROM RS. 8,000 CRORE TO RS.10,000 CRORE (ORDINARY RESOLUTION)								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1	1254936010	1254936010	100.000000	1254936010	0	100.000000	0.000000
Public – Institutional holders	60	86662544	50076942	57.783836	38129986	11946956	76.142800	23.857200
Public-Others	203	379466040	56429794	14.870842	56383270	46524	99.917554	0.082446
Total	264	1721064594	1361442746	79.104686	1349449266	11993480	99.119061	0.880939

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

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

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