



SEC/PAM/2013

July 22, 2013

National Stock Exchange Of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

STOCK CODE: LT

Dear Sir,

Sub : Alternate methods for achieving minimum public shareholding by L&T Finance Holdings Limited

We refer to SEBI's letter ref. no. CFD/PC/AT/PS/OW/17574/2013 dated 18th July 2013 on the above subject.

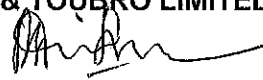
As per above referred letter, the Company has been allowed to sell upto 1% equity shares of the L&T Finance Holdings Limited (LTFHL) on the floor of stock exchanges for meeting the minimum public shareholding (MPS) as per requirement in terms of Rule 19A of Securities Contracts (Regulations) Rules, 1957 (SCRR), subject to the following conditions:

- a) Any such sale shall be undertaken in a bona fide manner to unrelated non-promoter entities through the regular market segment
- b) The same must be through the regular market segment and not through block deal window.
- c) The Company shall, at least one clear trading day prior to the start of sale, announce the following to the stock exchanges where the shares of the LTFHL are listed and where the orders shall be placed:
 - The intentions of sale of shares,
 - Details of promoter / promoter group who proposes to disinvest their shareholding;
 - Total number of shares proposed to be disinvested and ;
 - Period within which the disinvestment will be completed.
- d) Promoter group shall make earnest efforts to comply with the commitment made in the disclosure to sell the shares.
- e) In addition to sale of equity share of the LTFHL on the floor of stock exchanges, the Company has been advised to explore other options as set out at Clause 40A of the Listing Agreement to meet the MPS requirement within the specified timeline.

Please take the above on record.

Thanking you,

Yours faithfully,
for LARSEN & TOUBRO LIMITED


N. HARIHARAN
COMPANY SECRETARY