LARSEN & TOUBRO

SEC/PAM/ 2014 July 14, 2014

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,

Re : Compliance under Clause 35 A
Postal Ballot Result – 14th July 2014

Pursuant to Clause 35 A of the Listing Agreement, we enclose herewith Result of the voting conducted through Postal Ballot on the following Special Resolutions pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 :

1) To approve creation of charge on the total assets of the Company to secure its borrowings.
2) To authorise the Board of Directors to raise funds through issue of Equity Shares through Qualified Institutional Placement(QIP), Convertible Bonds, Equity Shares through Depository Receipts of an amount not exceeding ₹ 3,600 Crore or US$ 600 million whichever is higher.
3) To authorise the Board of Directors to raise funds through Private Placement of Non-Convertible Debentures not exceeding ₹ 6,000 crore.
4) To alter the Articles of Association of the Company.

Please take the above on record.

Thanking you,

Yours faithfully,
for **LARSEN & TOUBRO LIMITED**

N. HARIHARAN
COMPANY SECRETARY

CIN : L99999MH1946PLC004768
Larsen & Toubro Limited, Secretarial Department
L&T House, N. M. Marg, Ballard Estate, P. O. Box 278, Mumbai - 400 001, INDIA
Tel: +91 22 6752 5656 Fax: +91 22 6752 5893 www.Larsentoubro.com

ISO 9001 REGISTERED
MGMT SYS
RvA C 024
DNV Certification B.V., The Netherlands

RESULT OF VOTING CONDUCTED THROUGH POSTAL BALLOT

1 Resolution No. 1 : To approve creation of charge on the total assets of the Company to secure its borrowings.

LARSEN & TOUBRO LTD (CIN : L99999MH1946PLC004768)							
Clause 35A (Physical and e-Voting)							
Resolution 1							
Promoter/Public	**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	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	543306386	378258112	69.62	317117189	61140923	83.84	16.16
Public-Others	384404084	125458470	32.64	125322574	135896	99.89	0.11
Total	**927710470**	**503716582**	**54.30**	**442439763**	**61276819**	**87.84**	**12.16**

2 Resolution No. 2 : To authorise the Board of Directors to raise funds through issue of Equity Shares through Qualified Institutional Placement(QIP), Convertible Bonds, Equity Shares through Depository Receipts of an amount not exceeding ₹ 3,600 Crore or US$ 600 million whichever is higher.

LARSEN & TOUBRO LTD (CIN : L99999MH1946PLC004768)							
Clause 35A (Physical and e-Voting)							
Resolution 2							
Promoter/Public	**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	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	543306386	379119073	69.78	377652614	1466459	99.61	0.39
Public-Others	384404084	125454507	32.64	125254481	200026	99.84	0.16
Total	**927710470**	**504573580**	**54.39**	**502907095**	**1666485**	**99.67**	**0.33**

LARSEN & TOUBRO LIMITED Secretarial Dept. MUMBAI

3 Resolution No. 3 : To authorise the Board of Directors to raise funds through Private Placement of Non-Convertible Debentures not exceeding ₹ 6,000 crore.

LARSEN & TOUBRO LTD (CIN : L99999MH1946PLC004768)							
Clause 35A (Physical and e-Voting)							
Resolution 3							
Promoter/Public	**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	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	543306386	379084843	69.77	376454939	2629904	99.31	0.69
Public-Others	384404084	125444767	32.63	125258080	186687	99.85	0.15
Total	**927710470**	**504529610**	**54.38**	**501713019**	**2816591**	**99.44**	**0.56**

4 Resolution No. 4 : To alter the Articles of Association of the Company.

LARSEN & TOUBRO LTD (CIN : L99999MH1946PLC004768)							
Clause 35A (Physical and e-Voting)							
Resolution 4							
Promoter/Public	**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	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	543306386	378825200	69.73	378647393	177807	99.95	0.05
Public-Others	384404084	125447224	32.63	125287839	159385	99.87	0.13
Total	**927710470**	**504272424**	**54.36**	**503935232**	**337192**	**99.93**	**0.07**

LARSEN & TOUBRO LIMITED Secretarial Dept. MUMBAI