

January 9, 2025

National Stock Exchange of India Limited
Exchange Plaza,
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 ended December 31, 2024.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For **L&T Finance Limited**
(formerly known as L&T Finance Holdings 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 (formerly known as L&T Finance Holdings Limited)**

Quarter ending – **December 31, 2024**

I. Composition of Board of Directors:

Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial date of Appointment	Date of Re-appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A (1)] & reg. 17A (2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of LODR Regulations)	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	4	-	-	-
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	-

Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial date of Appointment	Date of Re-appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to provision to regulation 17A (1)] & reg. 17A (2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of LODR Regulations)	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.	Thomas Mathew	DIN 00130282 PAN [REDACTED]	Independent Director	08.09.2015	01.07.2020	-	111.2 months	03.06.1953	1	1	3	2
Dr.	Rajani Rajiv Gupte	DIN 03172965 PAN [REDACTED]	Independent Director	28.06.2018	28.06.2023	-	78 months	18.11.1955	1	1	1	1
Dr.	R. Seetharaman	DIN 01846777 PAN [REDACTED]	Independent Director	23.01.2024	-	-	11.1 months	02.04.1959	1	1	2	1
Ms.	Nishi Vasudeva	DIN 03016991 PAN [REDACTED]	Independent Director	15.06.2017	15.03.2024	-	69.2 months	30.03.1956	3	3	6	1

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. Thomas Mathew	Independent Director	07.04.2016	-
		4) Ms. Nishi Vasudeva	Independent Director	01.04.2024	-
Nomination & Remuneration Committee	Yes	1) Mr. Thomas Mathew	Chairperson - Independent Director	04.05.2017	-
		2) Mr. R. Shankar Raman	Non-Executive Director	13.05.2019	-
		3) Dr. Rajani R. Gupte	Independent Director	15.06.2022	
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) Mr. Amresh Kumar	Chief Risk Officer	04.12.2023	-
		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) Dr. Rajani R. Gupte	Chairperson – Independent Director	19.07.2022	-
		2) Dr. R. Seetharaman	Independent Director	01.04.2024	-
		3) Mr. Sudipta Roy	Managing Director & Chief Executive Officer – Executive Director	24.01.2024	-
Corporate Social Responsibility and ESG 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)
October 18, 2024	Yes	7	4	July 16, 2024	93 Days (July 16, 2024 to October 18, 2024)
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
October 18, 2024	Yes	4	3	July 16, 2024	93 Days (July 16, 2024 to October 18, 2024)
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
October 18, 2024	Yes	3	2	July 16, 2024	93 Days (July 16, 2024 to October 18, 2024)
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
October 17, 2024	Yes	3	2	July 16, 2024	92 Days (July 16, 2024 to October 17, 2024)
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
December 20, 2024	Yes	4*	3*	September 27, 2024	83 Days (September 27, 2024 to December 20, 2024)
*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 ESG 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
-	-	-	-	April 26, 2024	-
V. Affirmations					
<ol style="list-style-type: none"> 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: <ol style="list-style-type: none"> 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	0
No. of investor complaints received during the Quarter	<u>2</u>
No. of investor complaints disposed off during the Quarter	<u>2</u>
No. of investor complaints those remaining unresolved at the end of the Quarter	0

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 communication from the authority	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 the extent possible
-	-	-	-	-	-

E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

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
-	-	-	-	-
<p>For L&T Finance Limited (formerly known as L&T Finance Holdings Limited)</p> <p>Apurva Rathod Company Secretary and Compliance Officer</p>				