

August 23, 2021

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.

Company Symbol: L&TFH

Security Code No.: 533519

Kind Attn: Head - Listing Department / Department of Corporate Communications

Dear Sir / Madam,

Sub: Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

With reference to our letters dated July 16, 2021 and July 20, 2021, pursuant to Regulation 51 of the Listing Regulations, please be informed that out of the following series of non-convertible redeemable preference shares ("NCRPS") bearing ISIN as follows - INE498L04100, INE498L04118, INE498L04126, INE498L04134, INE498L04142, INE498L04159, INE498L04167, the NCRPS holders of following ISIN - INE498L04100, INE498L04118, INE498L04134, INE498L04142, INE498L04159, INE498L04167, have, by way of a special resolution passed by postal ballot, approved the amendments to the terms and conditions of NCRPS as laid down in the notice for postal ballot dated July 16, 2021.

Pursuant to Regulation 44 of the Listing Regulations, please find enclosed the details of voting results with respect to postal ballot for all the series of NCRPS, as per the format prescribed. The results are also being uploaded on our website at www.ltfs.com.


Also, please find enclosed, the report issued by the Scrutinizer i.e. M/s. Alwyn Jay and Co, Practicing Company Secretary.

We request you to take the aforesaid on record and the same be treated as compliance under the applicable provisions of the Listing Regulations and Companies Act, 2013 read with rules thereunder.


Thanking you,

Yours faithfully,

For L&T Finance Holdings Limited


Apurva Rathod
Company Secretary and Compliance Officer




Enclosed: As above

L&T Finance Holdings Limited
Registered Office
Brindavan, Plot No. 177, C.S.T Road
Kalina, Santacruz (East)
Mumbai 400 098, Maharashtra, India
CIN: L67120MH2008PLC181833

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DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04100)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	523
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-



Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on May 17, 2019 with ISIN INE498L04100 (“NCRPS”)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	48,02,950	30,06,950	62.6063	28,06,950	2,00,000	93.3487	6.6513
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		30,06,950	62.6063	28,06,950	2,00,000	93.3487	6.6513
Public Non Institutions	E-Voting	97,37,050	46,47,715	47.7323	42,99,715	3,48,000	92.5124	7.4876
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		46,47,715	47.7323	42,99,715	3,48,000	92.5124	7.4876
Total		1,45,40,000	76,54,665	52.6456	71,06,665	5,48,000	92.8410	7.1590

Rathore



L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; **Tel:** 022-79629822 ; **Mob:** 09820465195; 09819334743
Email : alwyn@alwynjay.com Website:www.alwynjay.com



Handwritten signature or mark

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
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Email : alwyn@alwynjay.com Website:www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT: SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on May 17, 2019 with ISIN INE498L04100 for an outstanding value of ₹145,40,00,000 (Rupees one hundred and forty five crore and forty lakhs only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.



I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.01 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on May 17, 2019 with ISIN INE498L04100 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
127	7106665	92.84

- (ii) Voted against the resolution:


Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
29	548000	7.16

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.



Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818371]
Mumbai, August 23, 2021



We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.01 P.M. IST on August 21, 2021.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314



Mumbai, August 23, 2021

For C.S.

DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04118)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	228
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-




Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on June 3, 2019 with ISIN INE498L04118 (“NCRPS”)					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	16,13,937	14,14,937	87.6699	9,14,937	5,00,000	64.6627	35.3373
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		14,14,937	87.6699	9,14,937	5,00,000	64.6627	35.3373
Public Non Institutions	E-Voting	47,56,063	2031900	42.7223	18,04,400	2,27,500	88.8036	11.1964
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		20,31,900	42.7223	18,04,400	2,27,500	88.8036	11.1964
Total		63,70,000	34,46,837	54.1105	27,19,337	7,27,500	78.8937	21.1063

Ratna



L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on June 09, 2019 with ISIN INE498L04118 for an outstanding value of ₹63,70,00,000 (Rupees Sixty Three Crores And Seventy Lakhs Only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.



I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.02 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on June 03, 2019 with ISIN INE498L04118 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
63	2719337	78.89

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
12	727500	21.11

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.



Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818415]

Mumbai, August 23, 2021



We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.02 P.M. IST on August 21, 2021.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314



Mumbai, August 23, 2021

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for
J

DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04126)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	382
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-




Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 16, 2019 with ISIN INE498L04126 ("NCRPS").					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	21,58,000	12,24,000	56.7192	4,24,000	8,00,000	34.6405	65.3595
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		12,24,000	56.7192	4,24,000	8,00,000	34.6405	65.3595
Public Non Institutions	E-Voting	78,42,000	27,55,670	35.1399	25,21,670	2,34,000	91.5084	8.4916
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		27,55,670	35.1399	25,21,670	2,34,000	91.5084	8.4916
Total		1,00,00,000	39,79,670	39.7967	29,45,670	10,34,000	74.0179	25.9821

Ratna
7.



L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; **Tel:** 022-79629822 ; **Mob:** 09820465195; 09819334743
Email : alwyn@alwynjay.com **Website:** www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on September 16, 2019 with ISIN INE498L04126 for an outstanding value of ₹100,00,00,000 (Rupees One Hundred Crores Only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.

I submit my report as under:



1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.02 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 16, 2019 with ISIN INE498L04126 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
111	2945670	74.02

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
4	1034000	25.98

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was not passed with requisite majority.

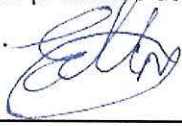
The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.



Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818426]
Mumbai, August 23, 2021



We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.02 P.M. IST on August 21, 2021.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314



Mumbai, August 23, 2021

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DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04134)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	500
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-

Ratna



Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 20, 2019 with ISIN INE498L04134 (“NCRPS”).					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	46,95,264	37,90,000	80.7196	37,90,000	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		37,90,000	80.7196	37,90,000	-	100.0000	0.0000
Public Non Institutions	E-Voting	1,03,04,736	33,86,407	32.8626	31,68,407	2,18,000	93.5625	6.4375
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		33,86,407	32.8626	31,68,407	2,18,000	93.5625	6.4375
Total		1,50,00,000	71,76,407	47.8427	69,58,407	2,18,000	96.9623	3.0377




L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website:www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on September 20, 2019 with ISIN INE498L04134 for an outstanding value of ₹1,50,00,00,000 (Rupees One Hundred Fifty Crores Only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.

I submit my report as under:



1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.02 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 20, 2019 with ISIN INE498L04134 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
108	6958407	96.96

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
14	218000	3.04

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.




Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818437]



Mumbai, August 23, 2021

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.02 P.M. IST on August 21, 2021.

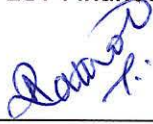


Edlon Dsouza
B/508, Shree Ginnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107

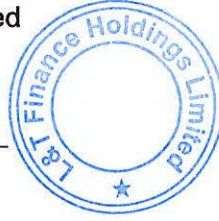


Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314



CM
S. K. K.

Mumbai, August 23, 2021

DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04142)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	51
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-

Ratna



Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 27, 2019 with ISIN INE498L04142 ("NCRPS").					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Non Institutions	E-Voting	1,50,00,000	1,44,02,000	96.0133	1,44,02,000	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		1,44,02,000	96.0133	1,44,02,000	-	100.0000	0.0000
Total		1,50,00,000	1,44,02,000	96.0133	1,44,02,000	-	100.0000	0.0000

Rathod



L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website:www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on September 27, 2019 with ISIN INE498L04142 for an outstanding value of ₹1,50,00,00,000 (Rupees One Hundred Fifty Crores Only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.

I submit my report as under:



1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.03 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on September 27, 2019 with ISIN INE498L04142 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
14	14402000	100.00

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

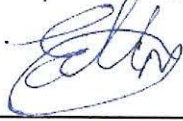


Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818459]



Mumbai, August 23, 2021

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.03 P.M. IST on August 21, 2021.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



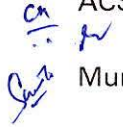
Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314

Mumbai, August 23, 2021



DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date of receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04159)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	2
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-




Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on December 5, 2019 with ISIN INE498L04159 ("NCRPS").					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	60,00,000	50,00,000	83.3333	50,00,000	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		50,00,000	83.3333	50,00,000	-	100.0000	0.0000
Public Non Institutions	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Total		60,00,000	50,00,000	83.3333	50,00,000	-	100.0000	0.0000

Rathod
7.



L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; **Tel:** 022-79629822 ; **Mob:** 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

Dear Sir,

SUBJECT : SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co., Company Secretaries appointed as Scrutinizer by the Board of Directors of **L&T Finance Holdings Limited** ("the Company") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking assent/dissent on the resolution as specified in the Postal Ballot Notice dated July 16, 2021 from the holders of listed, cumulative, non-convertible, compulsorily redeemable preference shares ("NCRPS") issued by the Company on December 05, 2019 with ISIN INE498L04159 for an outstanding value of ₹60,00,00,000 (Rupees Sixty Crores Only).

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.



I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Sections 48, 55, 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 as amended ("Companies Act"), Rule 9(6) of the Companies (Share Capital and Debentures) Rules 2014, as amended, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("MAR Rules"), Secretarial Standard on general meetings, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR Regulations") including any statutory modification or re-enactment thereof for the time being in force read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, and General Circular No. 10/2021 dated June 23, 2021 (collectively "MCA Circulars") prescribed the process for convening of an extraordinary general meeting ("EGM") and passing of resolutions through postal ballot up to December 31, 2021 on account of the threat posed by COVID - 19" issued by the MCA
2. The Company has on July 20, 2021 sent Postal Ballot Notice through electronic mode to the NCRPS holders who have registered their email addresses with the Company or depository/depository participants the Company as on Friday, July 16, 2021.
3. The Company has on July 21, 2021 published an advertisement in Financial Express, in English language (all editions) and Mumbai Lakshwadeep, in Marathi language.
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced at 9.30 am (IST) on Friday, July 23, 2021 and ended on Saturday, August 21, 2021 at 5:00 p.m. (IST).
5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Saturday, August 21, 2021 the votes were unblocked at 5.03 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company, on the e-voting website of CDSL (www.evotingindia.com) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of NCRPS held was taken as of Friday, July 16, 2021 which was the relevant date (cut-off date) fixed for determining voting rights of the NCRPS holders entitled to participate in the voting process.



7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated July 16, 2021 are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION

Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on December 05, 2019 with ISIN INE498L04159 ("NCRPS").

- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
1	5000000	100.00

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.



Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818470]

Mumbai, August 23, 2021



We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 5.03 P.M. IST on August 21, 2021.



Edlon Dsouza
B/508, Shree Girnar Tower CHSL
Saibaba Nagar,
Mira Road East, Thane 401107



Krishnakant Adagale
Row House No.18,
Mansi Row Co.op Hsg Soc Ltd
Kashigaon, Mira Road East,
Thane- 401107

Countersigned by:
For L&T Finance Holdings Limited



Apurva Rathod
Company Secretary
ACS: 18314



Mumbai, August 23, 2021

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R

DETAILS OF VOTING RESULTS

Date of the Annual General Meeting/Extra-Ordinary General Meeting/ Last date for receipt of postal ballot forms	Saturday, August 21, 2021 (postal ballot – ISIN INE498L04167)
Total no. of shareholders (NCRPS) as on record date (i.e. Friday, July 16, 2021 - cut-off date for voting purpose)	727
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
a. Promoters and Promoter Group	-
b. Public	-




Resolution Required: (Special)			Approval for modification of the terms and conditions of listed, cumulative, non-convertible, compulsorily redeemable, preference shares of the Company issued on December 23, 2019 with ISIN INE498L04167 ("NCRPS").					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	-	-	0.0000	-	-	0.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		-	0.0000	-	-	0.0000	0.0000
Public Institutions	E-Voting	60,42,302	4497917	74.4405	34,84,917	10,13,000	77.4785	22.5215
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		44,97,917	74.4405	34,84,917	10,13,000	77.4785	22.5215
Public Non Institutions	E-Voting	1,44,57,698	8475736	58.6244	77,84,736	6,91,000	91.8473	8.1527
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		84,75,736	58.6244	77,84,736	6,91,000	91.8473	8.1527
Total		2,05,00,000	1,29,73,653	63.2861	1,12,69,653	17,04,000	86.8657	13.1343




L&T Finance Holdings Limited

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

SCRUTINIZER'S REPORT ON POSTAL BALLOT

Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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Email : alwyn@alwynjay.com Website: www.alwynjay.com



Alwyn Jay & Co. Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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Email : alwyn@alwynjay.com Website: www.alwynjay.com

To,
The Chairman
L&T Finance Holdings Limited
Brindavan, Plot No. 177, CST Road, Kalina, Santacruz (East),
Mumbai - 400 098

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I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 P. M. IST on Saturday, August 21, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India ("MCA") relating to Postal Ballot. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour/against on the resolution contained in the Postal Ballot Notice dated July 16, 2021 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorised agency, engaged by the Company to provide remote e-voting facility.

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- (i) Voted in favour of the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
300	11269653	86.87

- (ii) Voted against the resolution:

Number of NCRPS holders voted	Number of votes cast by them	% of total number of valid votes cast
31	1704000	13.13

- (iii) Invalid votes:

Number of NCRPS holders whose votes were declared invalid	Number of invalid votes cast by them
-	-

Based on the foregoing, the above Resolution was passed with requisite majority.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

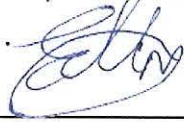


Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN : F005559C000818492]



Mumbai, August 23, 2021

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Countersigned by:
For **L&T Finance Holdings Limited**



Apurva Rathod
Company Secretary
ACS: 18314



CM
S.A.

Mumbai, August 23, 2021