

SEC/PAM/2022

October 14, 2022

BSE Limited Phiroze Jejeebhoy Towers, Dalal Street, MUMBAI - 400 001 STOCK CODE: 500510	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
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Dear Sirs,

Sub: Submission of the details regarding the voting results of the Postal Ballot as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

We enclose herewith Voting results in respect of the business conducted through Postal Ballot, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report.

This is for your information, records, and necessary action.

Thanking you,

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

**SIVARAM NAIR A
COMPANY SECRETARY
(FCS 3939)**

Company Name	LARSEN & TOUBRO LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	1562890
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Approval of Related Party Transaction(s) to be undertaken by the Company with Nuclear Power Corporation of India Limited.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1405191199	1000835789	71.2240	1000813565	22224	99.9977	0.0022
	Poll	1405191199	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1405191199	0	0.0000	00	0	0.0000	0.0000
	Total	1405191199	1000835789	71.2240	1000813565	22224	99.9977	0.0022




Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Anil V. Parab (DIN: 06913351) as Whole-time Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1405191199	1002383528	71.3343	856737199	145646329	85.4699	14.5300
	Poll	1405191199	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1405191199	0	0.0000	00	0	0.0000	0.0000
Total		1405191199	1002383528	71.3343	856737199	145646329	85.4700	14.5300





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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SCRUTINIZER'S REPORT

To,

The Chairman

Larsen & Toubro Limited

CIN: L99999MH1946PLC004768

L&T House, Ballard Estate,

Mumbai – 400 001

We are pleased to present the report on the Postal Ballot conducted by **Larsen & Toubro Limited (“The Company”)** seeking consent of its Members for the resolutions as contained in the Notice of Postal Ballot dated **September 8, 2022**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 (“the Act”) read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Company on 26th July 2022 to conduct the Postal Ballot as contained in the Notice dated **September 8, 2022**.
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs (MCA) from time to time including “Clarification on passing of Member’s resolution by companies under the Companies Act, 2013 read with rules made thereunder”, on account of COVID – 19 pandemic, Members’ approval was sought for the Resolutions as contained in the Notice of Postal Ballot through e-voting only.

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3. Notice of the Postal Ballot

- 3.1. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **Friday, September 9, 2022 (“the cut-off date”)**, the Company had completed the dispatch of Postal Ballot Notice through e-mail to **14,28,982** Members who had registered their email-ids with the Company/ Depositories/ Registrar and Transfer Agents (RTA) on **September 13, 2022**.
- 3.2. The Company had hosted the Notice of Postal ballot on its website and the website of KFin Technologies Limited (RTA / e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **September 13, 2022**.
- 3.3. Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, Notice of the Postal Ballot, was published on **September 14, 2022** in Indian Express, in English language and Loksatta in Marathi language.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by KFin Technologies Limited from **Wednesday, September 14, 2022 at 09.00 A.M (IST) to Thursday, October 13, 2022 at 05.00 P.M (IST)**.
5. Members' demographic details and voting rights were provided by KFin Technologies Limited (RTA/ e-voting Agency).
6. With respect to Ordinary Resolution as set out in item no. 1 of the Notice of Postal Ballot which is to approve Related Party Transaction to be entered into by the Company, the Company and RTA provided us with the demographic details of the Related Parties of the Company who pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not entitled to vote to approve the Resolution. We have not considered votes cast by a Related Party to approve the Resolution for the purpose of reckoning the votes cast for the said Resolution.

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S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

7. After the scrutiny of the e-voting results, we report that the two Ordinary Resolutions as contained in the Item Nos. 1 & 2 of the Notice of Postal Ballot dated September 8, 2022 have been passed with requisite majority.

We have annexed with this report, the analysis of the result of the Resolutions as contained in the said Notice.

For S.N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

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S. N. Ananthasubramanian,

Partner

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ICSI UDIN: F004206D001232741

14th October, 2022 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 1: Approval of Related Party Transaction(s) with Nuclear Power Corporation of India Limited.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	6,330	1,00,08,13,565	99.9978
Dissent	173	22,224	0.0022
Total	*6,503	1,00,08,35,789	100.0000

**11 members have not cast all of their votes in the same manner.*

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 1 of the Notice of Postal Ballot dated September 8, 2022 has been passed with **requisite majority**.

For S.N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

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S. N. Ananthasubramanian
Partner

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14th October, 2022 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 2: Appointment of Mr. Anil V. Parab (DIN: 06913351) as Whole-time Director of the Company.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	5,790	85,67,37,199	85.4700
Dissent	697	14,56,46,329	14.5300
Total	*6,487	1,00,23,83,528	100.0000

**19 members have not cast all of their votes in the same manner.*

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 2 of the Notice of Postal Ballot dated September 8, 2022 has been passed with requisite majority.

For S.N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

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S. N. Ananthasubramanian

Partner

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14th October, 2022 | Thane