

July 28, 2023

**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,  
1<sup>st</sup> Floor, New Trading Ring,  
P. J. Towers, Dalal Street,  
Mumbai - 400 001.

**Symbol: L&TFH**

**Security Code No.: 533519**

**Kind Attn: Head – Listing Department / Dept of Corporate Communications**

**Sub: Proceedings of the Fifteenth Annual General Meeting**

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Fifteenth Annual General Meeting ("AGM") of the Company held on Friday, July 28, 2023 at 4:00 p.m. through electronic mode (video conference or other audio-visual means) and concluded at 5:32 p.m.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For **L&T Finance Holdings Limited**

**Apurva Rathod**  
**Company Secretary and Compliance Officer**

Encl: 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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**PROCEEDINGS OF THE FIFTEENTH ANNUAL GENERAL MEETING (“AGM”) OF L&T FINANCE HOLDINGS LIMITED (“THE COMPANY”) HELD ON FRIDAY, JULY 28, 2023 AT 4:00 P.M. THROUGH ELECTRONIC MODE (VIDEO CONFERENCE OR OTHER AUDIO VISUAL MEANS) AND CONCLUDED AT 5:32 P.M.**

**Present:**

Mr. S.N. Subrahmanyan  
Mr. Dinanath Dubhashi

Non-Executive Chairperson and Member  
Managing Director & Chief Executive Officer and Member

Mr. R. Shankar Raman  
Mr. Shailesh Haribhakti

Non-Executive Director and Member  
Independent Director, Chairperson of the Corporate Social Responsibility and ESG Committee and Member  
Independent Director, Chairperson of the Audit Committee and Member

Mr. P. V. Bhide

Independent Director and Chairperson of the Nomination and Remuneration Committee

Mr. Thomas Mathew T.

Independent Director and Chairperson of Stakeholders Relationship Committee

Dr. Rajani Gupte

Nominee Director

Mr. Pavninder Singh

**In Attendance:**

Ms. Apurva Rathod

Company Secretary and Member

**Invitees:**

Mr. Hasmukh B. Dedhia  
Mr. Alwyn D'souza

Partner, M/s. KKC and Associates LLP  
Representative, Practicing Company Secretary,  
Secretarial Auditor

Mr. S. N. Ananthasubramanian

Practicing Company Secretary, Scrutinizer

**Group Executive Committee:**

Mr. Sudipta Roy  
Mr. Sachinn Joshi  
Mr. Raju Dodti

Chief Operating Officer  
Chief Financial Officer  
Chief Executive - Wholesale and SME Finance, L&T Finance (“LTF”)

Mr. Tushar Patankar  
Mr. Santosh B. Parab  
Mr. Abhishek Sharma  
Ms. Sonia Krishnankutty

Chief Risk Officer, L&T Finance Limited  
General Counsel, LTF  
Chief Digital Officer, LTF  
Chief Executive - Rural Business Finance, Customer Service and Operations, LTF

Mr. Asheesh Goel

Chief Executive - Farmer Finance, LTF

1. Mr. S.N. Subrahmanyam, Chairperson of the Company welcomed the Members who were participating at the Fifteenth Annual General Meeting (“AGM”) through video conference (“VC”) or other audio-visual means (“OAVM”) held in accordance with the regulatory requirements.
2. The Chairperson thereafter introduced the other Board Members who were attending the AGM through the VC / OAVM. Thereafter, he informed that the Members of Group Executive Committee of the Company (which included Ms. Apurva Rathod, Company Secretary of the Company and Mr. Sudipta Roy, Chief Operating Officer) were attending the Meeting over VC / OAVM.

Further, he informed the Members that the Company had taken all feasible efforts as per the regulatory requirements to participate through VC / OAVM and vote at the AGM. After confirming that the requisite quorum was present through VC / OAVM, the Chairperson called the AGM to order and commenced the proceedings.

3. The Chairperson informed the Members that the Integrated Annual Report and the Notice convening the AGM had been sent through electronic mode. With the Notice already circulated to all Members, the Notice convening the AGM, the Unqualified Independent Auditors’ Report and the Unqualified Secretarial Audit Report were taken as read.
4. As part of the Chairperson’s address, the Chairperson briefed on the macro economy highlighting India’s positive outlook. The Chairperson thereafter informed about the achievements of the Company in line with its strategic vision – Lakshya 2026 to become a top-class, digitally-enabled, Retail Finance Company in FY23 as well as the highlights of Q1FY24.
5. Ms. Apurva Rathod, Company Secretary walked the Members through some of the important points in relation to the AGM proceedings. The facility for appointment of proxies by the Members was not applicable as the AGM was held through VC / OAVM and hence the proxy register was not available for inspection. The documents / registers as per the regulatory requirements were available for inspection physically and electronically to the Members requesting for the same.
6. The Company Secretary informed the Members that the Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items transacted at the AGM, by electronic means, between Tuesday, July 25, 2023 from 9:30 a.m. (IST) to Thursday, July 27, 2023 to 5:00 p.m. (IST) as stated in the Notice of the AGM.
7. The Company Secretary further informed the Members that those who had not voted through remote e-voting and who participated in the AGM could vote through the e-voting process conducted at the AGM.

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8. The Company Secretary further informed that Mr. S. N. Ananthasubramanian, Practicing Company Secretary had been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. The Company Secretary thereafter informed that the results would be declared within two working days from the conclusion of the AGM, based on the scrutinizer's report after taking into consideration the votes cast through remote e-voting and votes cast through e-voting at the AGM and that the aforesaid would be displayed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for conducting remote e-voting and e-voting at the AGM) post intimation to the stock exchanges.
10. The following business items were transacted at the Meeting:

Sr. No.	Particulars	Type of Resolution
<b>Ordinary Business:</b>		
1.	To consider and adopt the audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2023.	Ordinary
2.	To declare dividend on Equity Shares.	Ordinary
3.	To appoint a director in place of Mr. R. Shankar Raman (DIN: 00019798), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary
<b>Special Business:</b>		
4.	To re-appoint Dr. Rajani R. Gupte (DIN: 03172965) as an Independent Director of the Company.	Special
5.	To amend the object clause of the Memorandum of Association of the Company.	Special
6.	To alter the Articles of Association of the Company.	Special

11. The Chairperson then requested the Members who had registered themselves as speakers to ask questions concerning the Annual Report (including the Notice). 16 Members provided comments / asked questions which were answered by the Chairperson and Managing Director and Chief Executive Officer, Mr. Dinanath Dubhashi.
12. The Chairperson further informed that the e-voting facility would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.
13. The Chairperson thanked the Members and the Directors for participating in the AGM and the AGM was concluded at 5:32 p.m.

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14. Thereafter, the voting process was concluded.

For **L&T Finance Holdings Limited**

**Apurva Rathod**  
**Company Secretary and Compliance Officer**

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