

October 17, 2017

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.

Symbol: L&TFH

Security Code No.: 533519

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

Sub: Compliance Certificate – Half year ended September 30, 2017

Dear Sir / Madam,

Pursuant to Regulation 40(9) and 40(10) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed Compliance Certificate issued by M/s. S. N. Ananthasubramanian & Co., Practising Company Secretaries for the half year ended September 30, 2017.

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

CERTIFICATE UNDER REGULATION 40 (9) OF
SEBI(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS
REGULATIONS), 2015
FOR THE HALF YEAR ENDED 30th SEPTEMBER, 2017

We have examined the Share Transfer Forms, Memorandum of Transfers, registers, files and other documents relating to **L&T Finance Holdings Limited** bearing **CINL67120MH2008PLC181833** (ISIN INE498L01015) and having its registered office at Brindavan, Plot No. 177, CST Road, Kalina, Santacruz(East), Mumbai- 400 098, Maharashtra, India. (hereinafter referred to as the Company) and maintained by **Link Intime India Private Limited**, the Company's Registrar & Transfer Agents (RTA), relating to transfer and other requests received by the Company/RTA pertaining to certificate/s of equity shares, for the period from **1st April, 2017** to **30th September, 2017** (review period) for the purpose of issuing a Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by the Company with **BSE Limited** and **National Stock Exchange of India Limited**. Based on the aforesaid examination and information provided by the officers of the Company and / its RTA, we hereby certify that;

No requests for transfer of shares, transmission, sub-division, consolidation, renewal, exchange or endorsement of certificate were received by the Company during the period under review.

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

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980



Date: 13th October, 2017
Place: Thane