

January 21, 2015

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

Scrip Code No.: 533519

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

Sub: Unaudited Consolidated Financial Results under Clause 41 of the Equity Listing Agreement

Dear Sir/ Madam,

This has reference to our letter of even date for submitting Unaudited Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2014.

Please find enclosed herewith Unaudited Consolidated Financial Results of the Company for the quarter and nine months ended December 31, 2014 along with Limited Review Report of Statutory Auditors and Press Release thereon.

Kindly take the same on record and acknowledge the receipt.

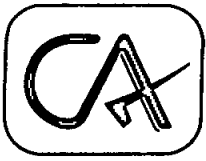
Thanking you,

Yours faithfully,

For **L&T Finance Holdings Limited**


N. Suryanarayanan
Company Secretary

Encl: as above



SHARP & TANNAN
Chartered Accountants

REPORT ON REVIEW OF CONSOLIDATED FINANCIAL RESULTS

To the board of directors of L&T Finance Holdings Limited

Introduction

We have reviewed the accompanying statement of unaudited consolidated financial results of L&T Finance Holdings Limited ("the Company") and its subsidiaries and associates ("the LTFH Group") for the nine month period ended December 31, 2014 except for the disclosures regarding 'Public Shareholding' and 'Promoters and Promoter Group Shareholding' which have been traced from disclosures made by management and have not been audited by us. This statement is the responsibility of the Company's management and has been approved by the board of directors on January 21, 2015. Our responsibility is to issue a report on these financial statements based on our review.

Scope of review

We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Other matters

We did not audit/review the financial statements of nine subsidiaries included in the consolidated financial results, whose interim financial statements reflect total assets of Rs. 28,26,275.67 lakhs as at December 31, 2014; as well as the total revenue of Rs. 2,42,265.44 lakhs and net cash outflow amounting to Rs. 16,892.82 lakhs for the nine month period ended December 31, 2014. These interim financial statements and other financial information have been audited/ reviewed by other auditors whose reports have been furnished to us, and our opinion on the consolidated financial results, to the extent they have been derived from such interim financial statements is based solely on the report of such auditors.

We further report that in respect of one associate, we did not carry out the review. These financial statements have been certified by management and have been furnished to us, and in our opinion, insofar as it relates to the amounts included in respect of the associate are based solely on these certified financial statements.

Since the financial statements for the nine month period ended December 31, 2014, which were compiled by management of the company, were not reviewed, any adjustments to their balances could have consequential effects on the attached condensed consolidated financial statements. However, the size of the associate in the consolidated position is not significant in relative terms. The consolidated financial statements include the net carrying cost of investment of Rs. 4,281.25 lakhs and current period share of net profit of Rs. 158.26 lakhs in respect of the associate. Our opinion is not qualified in respect of this matter.

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Farook M. Kobla
Edwin Augustine

Shreedhar T. Kunte
Raghunath P. Acharya

Milind P. Phadke
Firdosh D. Buchia

Ramnath D. Kare
Thirtharaj A. Khot

Ashwin B. Chopra
Pavan K. Aggarwal

Also at Pune. Associate Offices : Bangalore, Chennai, Goa & New Delhi

Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable accounting standards prescribed by section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of clause 41 of the listing agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

SHARP & TANNAN
Chartered Accountants
Firm's registration no. 109982W
by the hand of



Firdosh D. Buchia
Partner
Membership no. 38332

Mumbai, January 21, 2015

L&T FINANCE HOLDINGS LIMITED

CIN. L67120MH2008PLC181833

Regd. Office : L&T House, Ballard Estate, Mumbai - 400 001

Website: www.ltfinanceholdings.com Email: igrc@ltfinanceholdings.com Phone: +91 22 6621 7300 Fax: +91 22 6621 7509

(₹ Lakh)

PART I : STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2014

Sr. No.	Particulars	Quarter ended			Nine Months ended		Year ended
		December 31,	September 30,	December 31,	December 31,	December 31,	March 31,
		2014	2014	2013	2014	2013	2014
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from operations	157,199.06	155,180.74	127,619.29	456,158.42	366,188.29	505,593.81
2	Expenses:						
	a) Employee benefits expense	7,942.26	8,697.96	7,491.55	24,461.00	20,631.62	27,364.65
	b) Professional fees	6,656.42	6,401.97	5,552.33	18,340.05	15,033.23	21,465.55
	c) Allowances and write-offs	17,942.78	15,678.92	11,909.42	46,305.67	31,025.14	42,610.93
	d) Depreciation and amortisation	2,203.25	2,178.16	2,012.73	7,338.71	5,820.40	8,014.27
	e) Administration and other expenses	10,327.65	10,634.36	9,275.85	29,309.16	25,186.38	34,387.18
	Total expenses	45,072.36	43,591.37	36,241.88	125,754.59	97,696.77	133,842.58
3	Profit from operations before other income, finance costs and exceptional items (1-2)	112,126.70	111,589.37	91,377.41	330,403.83	268,491.52	371,751.23
4	Other income	3,953.24	3,480.40	3,186.55	10,509.98	14,363.84	18,124.61
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	116,079.94	115,069.77	94,563.96	340,913.81	282,855.36	389,875.84
6	Finance costs	89,501.14	88,297.58	79,657.88	263,870.53	225,561.65	307,387.77
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	26,578.80	26,772.19	14,906.08	77,043.28	57,293.71	82,488.07
8	Exceptional items (Refer note 3)	-	-	-	14,389.42	-	-
9	Profit from ordinary activities before tax (7+/-8)	26,578.80	26,772.19	14,906.08	91,432.70	57,293.71	82,488.07
10	Tax expense:						
	a) Current tax	12,587.42	9,687.39	5,994.47	32,352.87	23,331.39	32,057.22
	b) Deferred tax	(4,107.66)	(1,011.60)	(1,989.83)	(5,673.90)	(6,939.39)	(9,053.31)
	Total tax expense	8,479.76	8,675.79	4,004.64	26,678.97	16,392.00	23,003.91
11	Net profit from ordinary activities after tax (9-10)	18,099.04	18,096.40	10,901.44	64,753.73	40,901.71	59,484.16
12	Extraordinary items	-	-	-	-	-	-
13	Net profit before share in profit/(loss) of associates (11+/-12)	18,099.04	18,096.40	10,901.44	64,753.73	40,901.71	59,484.16
14	Share of profit of associates	61.72	67.14	67.43	158.26	133.44	205.17
15	Net profit for the period/year (13+14)	18,160.76	18,163.54	10,968.87	64,911.99	41,035.15	59,689.33
16	Paid-up equity share capital (Face value of ₹ 10/- each) (Refer note 4)	171,945.71	171,912.15	171,759.79	171,945.71	171,759.79	171,844.90
17	Reserves excluding Revaluation Reserve						410,720.39
18	Earnings per share (EPS): (Refer note 7)						
	a) Basic EPS before and after extraordinary items (₹) (* not annualised)	*0.87	*0.89	*0.51	*3.29	*2.07	3.03
	b) Diluted EPS before and after extraordinary items (₹) (* not annualised)	*0.87	*0.89	*0.51	*3.29	*2.07	3.03
19	Non-Performing Assets (NPA) Ratios:						
	a) Amount of Gross NPA	132,658.58	122,822.08	106,716.14	132,658.58	106,716.14	124,300.00
	b) Amount of Net NPA	86,334.16	82,137.75	74,177.34	86,334.16	74,177.34	88,954.18
	c) Gross NPA (%)	3.01%	2.96%	2.93%	3.01%	2.93%	3.18%
	d) Net NPA (%)	1.98%	2.00%	2.06%	1.98%	2.06%	2.29%
20	Profit after tax from normal operations (i.e. excluding exceptional and extraordinary items)	18,160.76	18,163.54	10,968.87	53,047.57	41,035.15	59,689.33

PART II : SELECT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2014

A PARTICULARS OF SHAREHOLDING							
1	Public shareholding						
	- Number of shares	430,453,196	430,117,659	317,749,619	430,453,196	317,749,619	401,859,366
	- Percentage of shareholding	25.03%	25.02%	18.50%	25.03%	18.50%	23.39%
2	Promoters and Promoter Group shareholding						
	a) Pledged / encumbered						
	- Number of shares	Nil	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	NA	NA	NA	NA	NA	NA
	- Percentage of shares (as a % of the total share capital of the Company)	NA	NA	NA	NA	NA	NA
	b) Non-encumbered						
	- Number of shares	1,289,003,865	1,289,003,865	1,399,848,242	1,289,003,865	1,399,848,242	1,316,589,609
	- Percentage of shares (as a % of the total shareholding of promoters and promoter group)	100%	100%	100%	100%	100%	100%
	- Percentage of shares (as a % of the total share capital of the Company)	74.97%	74.98%	81.50%	74.97%	81.50%	76.61%

Particulars	Quarter ended December 31, 2014
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed off during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil

Notes:

- 1 The consolidated financial statements are prepared in accordance with Accounting Standards 21 and 23.
- 2 Pursuant to Clause 41 of the Equity Listing Agreement, the Company has opted to publish the consolidated financial results. Both the unaudited consolidated and standalone financial results have been submitted to the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), where the equity shares of the Company are listed. The unaudited standalone financial results for the quarter and nine months ended December 31, 2014 are summarized below and detailed financial results are also available on the Company's website www.ltfinanceholdings.com.

Particulars	Quarter ended			Nine Months ended		Year ended
	December 31,	September 30,	December 31,	December 31,	December 31,	March 31,
	2014	2014	2013	2014	2013	2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Income from operations	8,489.75	988.33	6,674.32	10,375.14	24,766.70	25,757.14
Profit/(loss) from ordinary activities before tax for the period/year	7,540.19	169.54	5,007.39	7,144.48	19,580.01	19,689.23
Net profit/(loss) for the period/year after tax	7,564.30	148.57	5,018.26	7,154.92	19,542.23	19,638.31

- 3 Exceptional items during the nine months ended December 31, 2014 represent gains of ₹ 14,389.42 lakh on sale of investment in City Union Bank Limited.
- 4 The Company, during the current quarter has allotted 335,537 equity shares of ₹ 10/- each, fully paid up, on exercise of options by employees, in accordance with the Company's Employee Stock Option Scheme(s).
- 5 Share / Debenture issue expenses for the nine months ended December 31, 2014 amounting to ₹ 603.81 lakh net of tax have been adjusted against Securities Premium Account.
- 6 Earnings per share from normal operations (i.e. excluding exceptional and extraordinary items) (Refer note 7)

Particulars	Quarter ended			Nine Months ended		Year ended
	December 31,	September 30,	December 31,	December 31,	December 31,	March 31,
	2014	2014	2013	2014	2013	2014
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(a) Basic EPS from normal operations (i.e. excluding exceptional and extraordinary items) (* not annualised) (₹)	*0.87	*0.89	*0.51	*2.60	*2.07	3.03
(b) Diluted EPS from normal operations (i.e. excluding exceptional and extraordinary items) (* not annualised) (₹)	*0.87	*0.89	*0.51	*2.60	*2.07	3.03

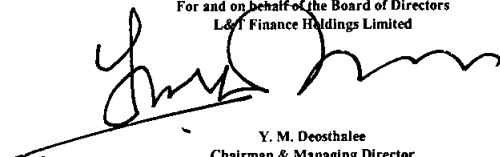
- 7 Earnings per share is calculated after taking into account the annual dividend on preference shares on pro-rata basis.
- 8 Previous periods/year figures have been regrouped/reclassified to make them comparable with those of current period.
- 9 The above financial results have been subjected to Limited Review by the Statutory Auditors, reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on January 21, 2015.
- 10 Segment-wise Revenue, Result and Capital Employed in terms of Clause 41 of the Listing Agreement:

Sr. No.	Particulars	Quarter ended			Nine months ended		Year ended
		December 31,	September 30,	December 31,	December 31,	December 31,	March 31,
		2014	2014	2013	2014	2013	2014
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Gross segment revenue from continuing operations						
a	Retail and Mid Market Finance	92,522.66	92,267.82	76,387.84	271,718.31	215,988.45	300,095.61
b	Wholesale finance	60,393.48	58,736.20	48,234.95	172,516.23	142,746.91	194,448.99
c	Investment Management	3,640.96	3,345.51	2,497.29	9,665.43	6,776.89	9,477.48
d	Others	9,576.27	1,938.43	7,315.76	13,400.85	26,501.31	28,649.37
	Total	166,133.37	156,287.96	134,435.84	467,300.82	392,013.56	532,671.45
	Less: Inter Segment revenue	(8,934.31)	(1,107.22)	(6,816.55)	(11,142.40)	(25,825.27)	(27,077.64)
	Net segment revenue from continuing operations	157,199.06	155,180.74	127,619.29	456,158.42	366,188.29	505,593.81
	Segment Result (Profit/(loss) before tax)						
a	Retail and Mid Market Finance	16,046.47	14,534.32	8,590.18	43,640.54	30,093.51	40,954.63
b	Wholesale finance	12,556.90	12,631.81	8,448.14	36,883.66	32,639.21	47,462.15
c	Investment Management	438.61	106.41	(55.20)	701.41	(208.86)	(21.36)
d	Others (net of expenses)#	(2,463.18)	(500.35)	(2,077.04)	10,207.09	(5,230.15)	(5,907.35)
	Profit before tax	26,578.80	26,772.19	14,906.08	91,432.70	57,293.71	82,488.07
	Capital employed (Segment assets less segment liabilities)*						
a	Retail and Mid Market Finance	369,330.45	341,465.17	296,096.57	369,330.45	296,096.57	323,939.69
b	Wholesale finance	299,853.30	264,720.12	273,879.88	299,853.30	273,879.88	246,280.09
c	Investment Management	71,411.53	70,718.29	71,557.41	71,411.53	71,557.41	71,443.37
d	Others	41,213.09	88,090.77	42,598.00	41,213.09	42,598.00	40,902.14
	Total capital employed	781,808.37	764,994.35	684,131.86	781,808.37	684,131.86	682,565.29
	# Includes exceptional income of ₹ 14,389.42 lakh for the nine months ended December 31, 2014						
	* Includes Cumulative Compulsorily Redeemable Preference Share Capital of ₹ 136,340.00 lakh as on December 31, 2014						

(i) Segments have been identified in accordance with Accounting Standard (AS) 17 on Segment Reporting, considering the risk/return profiles of the businesses, their organisational structures and the internal reporting systems. The smaller business segments which are not separately reportable have been grouped under "Others" segment.

(ii) Segment composition :
Retail and Mid Market Finance comprises of Rural Products Finance, Personal Vehicle Finance, Microfinance, Housing Finance, Commercial Vehicle Finance, Construction Equipment Finance, Loans & Leases, Loan Against Shares and Supply Chain Finance,
Wholesale Finance comprises of project finance and non-project corporate finance to infra and non-infra segments across Power – Thermal and Renewable: Transportation – Roads, Ports and Airports: Telecom and Other non-infra segments,
Investment Management comprises of Assets Management of Mutual Fund and Private Equity Fund,
Others comprises of Wealth Management, Financial Product Distribution etc.

For and on behalf of the Board of Directors
 L&T Finance Holdings Limited


 Y. M. Deosthale
 Chairman & Managing Director

Place : Mumbai
 Date : January 21, 2015



Press Release

Wednesday, 21st January 2015, Mumbai

Financial Performance for the quarter and nine months ended 31st December, 2014

Consolidated Profit for the quarter grows by 66%; Loans & Advances grows by 20%

Consolidated Profit (before exceptional items) for the nine month period grows by 29%

L&T Finance Holdings (L&TFH) today released details of their financial performance for the quarter ended 31st December, 2014.

Highlights of the quarter:

- **Profit after Taxes (PAT):** The Consolidated PAT for the quarter grew by 66% y-o-y to Rs. 182 Cr compared to Rs 110 Cr in the same period last year while the Consolidated PAT (before exceptional items) for the nine month period grew by 29% y-o-y to Rs 530 Cr compared to Rs 410 Cr in the same period of last year. This has been enabled by healthy net interest margins on back of high yielding assets and effective management of borrowing costs, uptick in fee income from financial advisory services in renewable power segment and stable operating expenses.
- **Growth in assets:** Loans & Advances as on 31st December 2014 grew by 20% y-o-y to Rs. 45,225 Cr. as compared to Rs. 37,820 Cr as on 31st December 2013. This has been aided by strong disbursement growth of 32% on a y-o-y basis across B2C products i.e. tractors, two wheelers, housing and microfinance in the retail business and operational projects in renewables, roads and non-infrastructure segments in the wholesale business.

The investment management business continued to see accretion of equity assets on the back of both market movement and improved gross and net sales. Equity assets increased by 57% year on year to Rs 7,428 Cr, comprising 35% of the total Average Assets under Management (AAUM); while the overall AAUM grew by 25% on a year on year basis to Rs 21,336 Cr.

- **Asset Quality:** Gross NPA has largely remained stable at 3.01% as a percentage of gross advances as on 31st December 2014 compared to 2.96% as of 30th September 2014. Net NPA stood at 1.98% as a percentage of gross advances as on 31st December 2014 as against 2.00% as on 30th September 2014.

With the intent to build a healthier balance sheet, the Company has continued to make additional provisions in this quarter too, increasing the provision coverage to 35% at the consolidated level. In line with the conservative provisioning policy, the Company carries ~Rs 190 Cr of provisions in excess of RBI norms.

Commenting on the results and financial performance, Mr. Y. M. Deosthalee, Chairman & Managing Director, L&T Finance Holdings, said, “We are pleased to report a robust 66% growth in profits for the quarter and an equally healthy 29% growth in profits before exceptional items for the nine month period. Steady margins, supported by a healthy fee income stream and stable operating expenses have helped achieve this growth. We have been able to report a consistent growth in assets on the back of having a strong and nimble lending franchise with the ability to choose growth areas across multiple product lines and customer segments. We expect a gradual and steady improvement in returns.”

L&T Finance Holdings Ltd

City 2, Plot No 177, Vidyanagari Marg
CST Road, Kalina, Santacruz (E)
Mumbai 400 098, India

Registered Office

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CIN: L67120MH2008PLC181833

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Assets

Momentum of disbursement in tractors, two wheelers, microfinance and housing finance continues to be strong while there has been a significant traction in lending to operating projects in the infrastructure and non-infrastructure segments. Disbursements in the retail and mid-market business have been muted due to conscious de-growth of the commercial vehicles and construction equipment segments, while we have continued to be selective in offering credit to the mid-corporate segment.

Operating projects constitute 46% of the total loan outstanding in the wholesale business, while B2C products including housing finance constitute 53% of the total loan outstanding in the retail and mid-market business.

Business	Disbursements (Rs Cr)			Loans & Advances (Rs Cr)			GNPA %	
	9M'14	9M'15	Growth %	9M'14	9M'15	Growth %	9M'14	9M'15
Retail & Mid-Market Finance	12,828	12,753	(1%)	19,608	20,619	5%	3.54%	3.90%
Housing Finance	834	1,454	74%	1,567	2,947	88%	0.56%	1.59%
Wholesale Finance	4,164	9,333	124%	16,645	21,659	30%	2.40%	2.30%
Total	17,826	23,540	32%	37,820	45,225	20%	2.93%	3.01%

Asset quality has remained largely stable despite the seasonal impact of an increase in delinquency in the rural products portfolio.

Profit after Taxes

The profit growth has been aided by consistent and steady improvement in margins in the retail business, healthy fee income and stable operating expenses across lending businesses. This growth has been despite the increased provisions made to strengthen the balance sheet. Net Interest Margins (NIMs) for the lending business are at Rs 623 Cr (5.66%) this quarter compared to Rs 479 Cr (5.23%) in the same quarter last year.

Business	PAT (Rs Cr)			Y-o-Y Growth
	Q3FY14	Q2FY15	Q3FY15	
Retail & Mid-Market Finance	63	88	98	56%
Housing Finance	(3)	8	7	-
Wholesale Finance	68	90	81	19%
Investment Management	1	0	2	-
Others	(19)	(4)	(6)	-
PAT (before exceptional items)	110	182	182	66%

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Outlook:

The impact of policy decisions and reform measures being undertaken by the government is expected to be visible on the ground only by the first half of next fiscal. Our focus in the interim will remain on strengthening the balance sheet and be prepared to effectively take advantage of the upcoming growth cycle. While the current quarter has seen significant asset accretion in the wholesale business, we expect a slight moderation in asset growth in the next quarter on the back of sell down of certain underwritten projects. We expect to achieve a healthy asset growth of around 20% for this financial year. We expect to see a consistent and steady improvement in return metrics supported by the ability to maintain current margins, healthy stream of fee income, stable operating expense ratios and improvement in asset quality.

About L&T Finance Holdings:

L&TFH is a financial holding company offering a diverse range of financial products and services across the corporate, retail and infrastructure finance sectors, as well as mutual fund products and investment management services, through its wholly-owned subsidiaries, viz., L&T Finance Ltd, L&T Infrastructure Finance Company Ltd, L&T Investment Management Ltd, L&T Capital Markets Ltd, L&T Housing Finance Ltd, FamilyCredit Ltd and L&T FinCorp Ltd. It is registered with the RBI as a CIC-ND-SI. L&TFH is promoted by Larsen & Toubro (L&T), one of the leading companies in India, with interests in engineering, construction, electrical & electronics manufacturing & services, IT and financial services.

***For Details, Contact: Arijit Sengupta, L&TFH
(9820340485, Arijit.Sengupta@ltfinanceholdings.com)***

L&T Finance Holdings Ltd

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