



## L&T Finance Holdings

**BY FAX/HAND DELIVERY**

April 26, 2012

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Plot No.C/1, G Block,  
Bandra- Kurla Complex, Bandra (East),  
Mumbai-400 051.

**Bombay Stock Exchange Limited**  
Corporate Relations Department,  
1<sup>st</sup> Floor, New Trading Ring,  
P.J.Towers, Dalal Street,  
Mumbai- 400 001.

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

Dear Sir,

**Sub: Consolidated Audited Financial Results under clause 41 of the Listing Agreement**

This has reference to our letter of even date for submitting standalone Audited Financial Results of the Company for the quarter and year ended March 31, 2012.

Please find enclosed herewith Consolidated Audited Financial Results of the Company for the quarter and year ended March 31, 2012 along with Press Release.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **L&T Finance Holdings Limited**

*vin*  
**N. Suryanarayanan**  
Company Secretary

**L&T Finance Holdings Limited**  
Corporate Office:  
8th Floor, The Metropolitan, C-26/C-27, E Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051, India  
Tel: +91 22 6737 2951 Fax: +91 22 6737 2900

Registered Office:  
L&T House, N. M. Marg  
Ballard Estate  
Mumbai 400 001, India





**SHARP & TANNAN**  
Chartered Accountants

**Auditors' Report to the Board of Directors on the Consolidated Financial Statements of  
L&T Finance Holdings Limited and its subsidiaries**

1. We have audited the attached Consolidated Balance Sheet of L&T Finance Holdings Limited and its subsidiaries and associate (the 'L&T Finance Holdings Group') as at 31st March, 2012, the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date, annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.
3. In respect of the financial statements of certain subsidiaries and associate, we did not carry out the audit. These financial statements have been audited / reviewed by other auditors whose reports have been furnished to us, and in our opinion, insofar as it relates to the amounts included in respect of the subsidiaries and associates are based solely on the reports of the other auditors. The details of assets and revenues in respect of these subsidiaries and the net carrying cost of investment and current year/period share of profit or loss in respect of these associates, to the extent to which they are reflected in the consolidated financial statements are given below:

<b>Audited by other auditors:</b>			
			Rs. Lakh
	<b>Total assets</b>	<b>Total revenues</b>	<b>Net cash flows</b>
Subsidiaries	11,09,263.35	119,781.51	(2781.51)

	<b>Net carrying cost of investment (net of provision for diminution)</b>	<b>Share of profit/ (loss)</b>
Associate	Nil	Nil

4. We report that, the consolidated financial statements have been prepared by the Company in accordance with the requirements of the Accounting Standard (AS) 21 Consolidated Financial Statements and (AS) 23 Accounting for Investments in Associates in Consolidated Financial Statements specified by the Companies (Accounting Standards) Rules, 2006 notified by the Central Government and on the basis of the separate audited/certified financial statements of the L&T Finance Holdings Group included in the consolidated financial statements.



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Edwin Augustine    Raghunath P. Acharya    Firdosh D. Buchia    Tirtharaj A. Khot    Pavan K. Aggarwal

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

5. We report that on the basis of the information and according to the explanations given to us, and on the consideration of the separate audit report on individual audited financial statements of the **L&T Finance Holdings Group**, we are of the opinion that the said consolidated financial statements, read together with Significant Accounting Policies and Notes on the Financial Statement give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) in the case of the Consolidated Balance Sheet, of the state of affairs of the **L&T Finance Holdings Group** as at 31st March, 2012;
- (ii) in the case of the Consolidated Profit and Loss Account, of the consolidated results of operations of the **L&T Finance Holdings Group** for the year ended on that date; and
- (iii) in the case of the Consolidated Cash Flow Statement, of the consolidated cash flows of the **L&T Finance Holdings Group** for the year ended on that date.



SHARP & TANNAN  
Chartered Accountants  
Registration No. 109982W  
by the hand of

MILIND P. PHADKE  
Partner  
Membership No.033013

Mumbai, 26<sup>th</sup> April, 2012

**STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND FOR THE YEAR ENDED MARCH 31, 2012**

PART I		(₹ in Lakh)				
Sr. No.	Particulars	Quarter ended			Year ended	Year ended
		March 31,	December 31,	March 31,	March 31,	March 31,
		2012	2011	2011	2012	2011
		(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
1	Income from operations	84,845.25	77,624.37	60,529.78	1,98,089.78	2,09,873.18
2	Expenditure:					
	a) Employee benefits expense	4,310.87	4,478.26	2,390.38	15,118.58	9,435.28
	b) Professional fees	2,228.73	1,763.51	1,729.25	7,103.06	3,466.87
	c) Write offs / loss on foreclosure of loans	9,246.39	1,057.26	3,016.76	12,517.46	7,332.72
	d) Provisions and contingencies	(5,269.52)	6,205.22	2,247.93	5,826.54	9,343.60
	e) Depreciation and amortisation	1,188.27	1,626.95	1,560.97	6,003.76	5,910.76
	f) Other expenditure	4,668.99	3,929.68	3,503.21	15,011.70	10,979.99
	<b>Total expenditure:</b>	<b>16,373.73</b>	<b>19,060.88</b>	<b>14,448.50</b>	<b>61,581.10</b>	<b>48,469.21</b>
3	Profit from operations before other income, finance costs and exceptional items (1-2)	68,471.52	58,563.49	46,081.28	2,36,508.68	1,61,403.96
4	Other income	333.91	1,072.93	(222.59)	2,640.35	1,821.29
5	<b>Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>68,805.43</b>	<b>59,636.42</b>	<b>45,858.69</b>	<b>2,39,149.03</b>	<b>1,63,225.25</b>
6	Finance costs	47,274.20	45,289.90	30,489.86	1,70,724.39	1,02,665.47
7	<b>Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>21,531.23</b>	<b>14,346.52</b>	<b>15,368.83</b>	<b>68,424.64</b>	<b>60,559.78</b>
8	Exceptional items	-	-	-	-	599.50
9	<b>Profit from ordinary activities before tax (7-8)</b>	<b>21,531.23</b>	<b>14,346.52</b>	<b>15,368.83</b>	<b>68,424.64</b>	<b>60,560.28</b>
10	Tax expense					
	a) Current tax	5,385.20	7,163.82	5,964.00	25,853.28	22,863.86
	b) Deferred tax	2,079.24	(2,178.37)	(354.09)	(2,908.15)	(1,534.00)
	<b>Total tax expense</b>	<b>7,464.44</b>	<b>4,985.45</b>	<b>5,610.00</b>	<b>22,945.13</b>	<b>21,329.86</b>
11	<b>Net profit from ordinary activities after tax (9-10)</b>	<b>14,066.79</b>	<b>9,361.07</b>	<b>9,758.83</b>	<b>45,479.51</b>	<b>39,230.42</b>
12	Extraordinary items	-	-	-	-	-
13	<b>Net profit before sale of subsidiary and share in loss of associate (11+12)</b>	<b>14,066.79</b>	<b>9,361.07</b>	<b>9,758.83</b>	<b>45,479.51</b>	<b>39,230.42</b>
14	Profit/(loss) on sale of a subsidiary company	-	-	5.23	-	5.23
15	Share in profit/(loss) of an associate company	-	-	(28.63)	-	(118.78)
16	<b>Net profit for the period/year (13+14+15)</b>	<b>14,066.79</b>	<b>9,361.07</b>	<b>9,735.41</b>	<b>45,479.51</b>	<b>39,116.88</b>
17	Paid-up equity share capital (Face value of ₹ 10 each)	1,71,476.16	1,71,472.98	1,41,702.44	1,71,476.16	1,41,702.44
18	Reserves excluding revaluation reserve	-	-	-	3,03,798.54	1,47,419.72
19	Earnings per share (EPS):					
	a) Basic EPS before and after extraordinary items (₹) (* not annualised)	*0.82	*0.55	*0.69	2.81	2.82
	b) Diluted EPS before and after extraordinary items (₹) (* not annualised)	*0.82	*0.55	*0.69	2.81	2.78
20	Non-Performing Assets (NPA) Ratios:					
	a) Amount of Gross NPA					
	- Other than Micro Finance	32,904.12	30,528.43	18,258.41	32,904.12	18,258.41
	- Micro Finance	12,045.76	20,763.57	918.00	12,045.76	918.00
	<b>Total</b>	<b>44,949.88</b>	<b>51,292.00</b>	<b>19,176.41</b>	<b>44,949.88</b>	<b>19,176.41</b>
	b) Amount of Net NPA					
	- Other than Micro Finance	23,343.23	20,386.57	11,677.93	23,343.23	11,677.93
	- Micro Finance	5,798.07	8,325.40	-	5,798.07	-
	<b>Total</b>	<b>29,141.30</b>	<b>28,711.97</b>	<b>11,677.93</b>	<b>29,141.30</b>	<b>11,677.93</b>
	c) Gross NPA (%)	1.80%	2.20%	1.07%	1.80%	1.07%
	d) Net NPA (%)	1.17%	1.25%	0.66%	1.17%	0.66%

PART II						
A	PARTICULARS OF SHAREHOLDING					
1	Public shareholding					
	- Number of shares	29,77,37,391	29,77,05,565	205	29,77,37,391	205
	- Percentage of shareholding	17.36%	17.36%	0.01%	17.36%	0.01%
2	Promoters and Promoter Group shareholding					
	a) Pledged / encumbered					
	- Number of shares	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares	NA	NA	NA	NA	NA
	(as a % of the total shareholding of promoter and promoter group)					
	- Percentage of shares (as a % of the total share capital of the Company)	NA	NA	NA	NA	NA
	b) Non-encumbered					
	- Number of shares	1,41,70,24,221	1,41,70,24,221	1,41,70,24,221	1,41,70,24,221	1,41,70,24,221
	- Percentage of shares	100%	100%	100%	100%	100%
	(as a % of the total shareholding of promoter and promoter group)					
	- Percentage of shares (as a % of the total share capital of the Company)	82.64%	82.64%	99.99%	82.64%	99.99%



Particulars	Quarter ended March 31, 2012
<b>B INVESTOR COMPLAINTS</b>	
Pending at the beginning of the quarter	2
Received during the quarter	5
Disposed off during the quarter	7
Remaining unresolved at the end of the quarter	0

**CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2012**

Sr. No.	Particulars	₹ in Lakh	
		As at	As at
		March 31, 2012 (Audited)	March 31, 2011 (Audited)
<b>A EQUITY AND LIABILITIES</b>			
1	<b>Shareholders' funds</b>		
	(a) Share capital	1,71,476.16	1,41,702.44
	(b) Reserves and surplus	3,03,798.54	1,47,419.72
	<b>Sub-total - Shareholders' funds</b>	<b>4,75,274.70</b>	<b>2,89,122.16</b>
2	<b>Non-current liabilities</b>		
	(a) Long-term borrowings	15,71,852.70	10,11,609.31
	(b) Other long-term liabilities	16,834.46	8,399.86
	(c) Long-term provisions	5,927.70	3,597.51
	<b>Sub-total - Non-current liabilities</b>	<b>18,94,614.86</b>	<b>10,23,606.68</b>
3	<b>Current liabilities</b>		
	(a) Short-term borrowings	2,04,649.74	3,01,462.14
	(b) Trade payables	2,320.82	2,066.05
	(c) Other current liabilities	4,12,161.94	3,39,258.94
	(d) Short-term provisions	4,334.41	2,161.83
	<b>Sub-total - Current liabilities</b>	<b>6,23,472.91</b>	<b>6,44,948.96</b>
	<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>26,93,362.47</b>	<b>19,57,677.80</b>
<b>B ASSETS</b>			
1	<b>Non-current assets</b>		
	(a) Fixed assets	51,108.44	45,244.91
	(b) Goodwill on consolidation	4,160.10	4,160.10
	(c) Non-current investments	66,176.09	67,815.97
	(d) Deferred tax assets (net)	6,091.34	529.90
	(e) Long-term loans and advances	4,665.35	548.89
	(f) Long-term loans and advances towards financing activities	16,65,855.80	10,38,951.42
	(g) Other non-current assets	22,472.64	10,554.78
	<b>Sub-total - Non-current assets</b>	<b>18,30,829.76</b>	<b>11,67,805.97</b>
2	<b>Current assets</b>		
	(a) Current investments	10,809.84	5,425.87
	(b) Trade receivables	857.58	700.62
	(c) Cash and bank balances	11,274.88	16,346.44
	(d) Short-term loans and advances towards financing activities	1,66,623.11	2,34,292.10
	(e) Other current assets	6,83,267.30	5,33,106.80
	<b>Sub-total - Current assets</b>	<b>8,72,832.71</b>	<b>7,89,871.83</b>
	<b>TOTAL - ASSETS</b>	<b>26,93,362.47</b>	<b>19,57,677.80</b>

Notes:

- 1 The profit/(loss) before tax from Micro Finance portfolio are as under.

	₹ in Lakh				
	Quarter ended			Year ended	
	March 31, 2012	December 31, 2011	March 31, 2011	March 31, 2012	March 31, 2011
Profit / (Loss) before tax	(3,753.00)	(3,693.00)	(6,161.00)	(12,286.00)	(3,771.00)

- 2 The consolidated financial statements are prepared in accordance with the Accounting Standard (AS) 21 Consolidated Financial Statements notified by the Companies (Accounting Standards) Rules, 2006.

Pursuant to Clause 41 of the Listing Agreement, the Company has opted to publish the consolidated financial results. Both the 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 standalone financial results for the quarter and year ended March 31, 2012 are summarized below and detailed financial results are also available on the Company's website [www.ltfinanceholdings.com](http://www.ltfinanceholdings.com)

Particulars	(₹ in Lakh)				
	Quarter ended			Year ended	Year ended
	March 31,	December 31,	March 31,	March 31,	March 31,
	2012	2011	2011	2012	2011
	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
Total income	6,517.76	2,401.22	(18.70)	11,183.50	569.38
Profit before tax	6,830.63	1,469.25	(505.79)	8,889.99	21.52
Profit after tax	5,996.86	763.06	(509.04)	7,125.03	13.52

4 Utilization of IPO proceeds

Particulars	(₹ in Lakh)
	Amount
Amount received from IPO - (A)	1,24,500.00
Deployment of funds received from IPO :	
Repayment of inter corporate deposits issued by our promoter company	34,500.00
Infusion of capital in L&T Infrastructure Finance Company Limited	27,500.00
Investment in (unsecured Non Convertible Debentures (in the nature of perpetual Tier -I Debt) of L&T Finance Limited	20,000.00
Infusion of capital in L&T FinCorp Limited (formerly India Infrastructure Developers Limited)	20,000.00
Infusion of capital in L&T Unasti Finance Limited	195.00
General corporate purposes	12,987.85
Issue expenses	4,881.85
Total deployment of funds - (B)	1,20,064.71
Balance amount to be utilised (A-B)	4,435.29
Interim utilisation of balance IPO proceeds :	
Inter corporate deposits with subsidiary company (net of earnings on interim utilisation)	4,142.78
Balance with banks in current account	292.51
Total	4,435.29

5 During the year, share issue expenses aggregating to ₹ 8,017.30 lakh have been adjusted against securities premium account.

6 During the year, the Company has made following changes in the accounting policies:

a) The Company was amortising debenture issue expenses over the tenure of the debentures. During the current period/year, the Company has decided to debit the unamortised portion and further debenture issue expenses of ₹ 8,413.85 lakh (net of tax) from the securities premium account in accordance with the Section 78 of the Companies Act, 1956. Consequently, profit before tax is higher by ₹ 627.73 lakh for the quarter ended March 31, 2012 and ₹ 2,231.32 lakh for the year ended March 31, 2012.

b) The Company has changed its accounting policy for goodwill arising on acquisition effective April 1, 2011 from amortisation to testing for impairment, annually. Management believes that this change in accounting policy aligns with the generally accepted practices and reflects enduring benefits to be derived from goodwill arising on acquisition. Consequently, profit before tax is higher by ₹ 489.78 lakh for the quarter and year ended March 31, 2012.

7 As the consolidated level, the main business of the Company is financing. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the Accounting Standard (AS) 17 Segment Reporting.

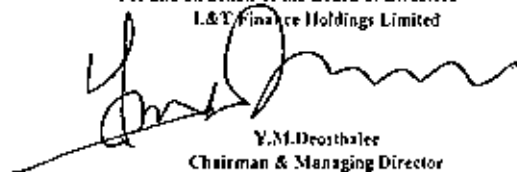
8 During the year ended March 31, 2012, L&T Finance Limited, a subsidiary company, has made additional provision of ₹ 1,500.00 lakh against micro-finance loan portfolio in the State of Andhra Pradesh taking the cumulative provision to ₹ 13,467.43 lakh. Of the cumulative provision, an amount of ₹ 9,052.82 lakh has been written off. After the write off, the balance of the said portfolio is ₹ 10,213.52 lakh, while carrying a provision of ₹ 4,414.61 lakh there against.

9 During the year, the Company either itself or through one of its subsidiaries has signed definitive agreements to acquire Indo Pacific Housing Finance Limited, FIL Fund Management Private Limited and FIL Trustee Company Private Limited. The said acquisitions are subject to appropriate regulatory approvals.

10 The financial statements have been prepared as per the Revised Schedule VI to the Companies Act, 1956 which had a significant impact on presentation. Previous period/year figures have been regrouped/reclassified to make them comparable with those of current period/year.

11 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on April 26, 2012.

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

  
Y.M. Deosthale  
Chairman & Managing Director

Place : Mumbai  
Date : April 26, 2012