

DELOITTE HASKINS & SELLS LLP
Chartered Accountants
Indiabulls Finance Centre, Tower 3
27th - 32nd Floor, Senapati Bapat Marg
Elphinstone Road (West)
Mumbai 400013.

B. K. KHARE & CO.
Chartered Accountants
706/708, Sharda Chambers
New Marine Lines
Mumbai 400004.

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

**TO THE BOARD OF DIRECTORS OF
L&T FINANCE HOLDINGS LIMITED**

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **L&T FINANCE HOLDINGS LIMITED** (the "Company"), for the quarter and six months ended September 30, 2018 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34- "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement 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. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



Sanjiv V. Pilgaonkar
(Partner)
(Membership No. 39826)
MUMBAI, October 24, 2018

For B. K. KHARE & CO.
Chartered Accountants
(Firm's Registration No. 105102W)



Ravi Kapoor
(Partner)
(Membership No. 040404)
MUMBAI, October 24, 2018

L&T FINANCE HOLDINGS LIMITED

CIN: L67120MH2008PLC181833

Regd. Office : Brindavan, Plot No. 177, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098, Maharashtra, India

Website: www.ltfs.com Email: igrc@ltfs.com Phone: +91 22 6212 5000 Fax: +91 22 6621 7509

(₹ in Crore)

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED SEPTEMBER 30, 2018						
Sr. No.	Particulars	Quarter ended			Six months ended	
		September 30,	June 30,	September 30,	September 30,	September 30,
		2018	2018	2017	2018	2017
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	Revenue from operations					
(i)	Interest income	43.59	32.38	13.50	75.97	29.31
(ii)	Dividend income	53.74	-	-	53.74	-
(iii)	Net gain on fair value changes	0.38	-	2.05	0.38	4.20
(I)	Total revenue from operations	97.71	32.38	15.55	130.09	33.51
(II)	Other income	2.31	20.97	8.23	23.28	16.37
(III)	Total income (I+II)	100.02	53.35	23.78	153.37	49.88
	Expenses					
(i)	Finance costs	57.48	36.28	32.62	93.76	74.09
(ii)	Impairment on financial instruments	(3.58)	-	2.07	(3.58)	1.49
(iii)	Employee benefits expenses	4.79	4.36	2.98	9.15	4.74
(iv)	Depreciation, amortization and impairment	-	-	0.01	-	0.02
(v)	Others expenses	2.94	2.11	2.89	5.05	5.07
(IV)	Total expenses (IV)	61.63	42.75	40.57	104.38	85.41
(V)	Profit/(Loss) before tax (III-IV)	38.39	10.60	(16.79)	48.99	(35.53)
(VI)	Tax expense:					
	(1) Current tax	1.86	1.95	0.07	3.81	0.27
	(2) Deferred tax	2.84	(1.70)	(0.17)	1.14	(0.10)
(VII)	Profit/(loss) for the period (V-VI)	33.69	10.35	(16.69)	44.04	(35.70)
(VIII)	Other comprehensive income					
	(A) (i) Items that will not be reclassified to profit or loss					
	Remeasurements of the defined benefit liabilities/(asset)	0.16	0.15	(0.03)	0.31	(0.07)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-
(IX)	Total comprehensive income (VII+VIII)	33.85	10.50	(16.72)	44.35	(35.77)
	Paid-up equity share capital (Face value of ₹ 10/- each) (Refer note 4)	1,997.05	1,995.75	1,821.71	1,997.05	1,821.71
(X)	Earnings per equity share (not annualised):					
	(a) Basic (₹)	0.17	0.05	(0.09)	0.22	(0.20)
	(b) Diluted (₹)	0.17	0.05	(0.09)	0.22	(0.20)

Notes:

1 STATEMENT OF ASSETS AND LIABILITIES AS AT SEPTEMBER 30, 2018

(₹ in Crore)

Sr. No.	Particulars	As at September
		30, 2018
		(Unaudited)
	ASSETS	
(1)	Financial Assets	
(a)	Cash and cash equivalents	0.13
(b)	Bank balance other than (a) above	1.35
(c)	Loans	2,235.36
(d)	Investments	8,744.40
(e)	Other financial assets	137.53
(2)	Non-financial Assets	
(a)	Deferred tax assets (net)	33.62
(b)	Property, plant and equipment	0.01
(c)	Other non-financial assets	8.93
	TOTAL - ASSETS	11,161.33
	LIABILITIES AND EQUITY	
	LIABILITIES	
(1)	Financial Liabilities	
(a)	Borrowings (other than debt securities)	2,491.23
(b)	Subordinated liabilities	1,084.14
(c)	Other financial liabilities	4.39
(2)	Non Financial Liabilities	
(a)	Other non-financial liabilities	11.69
(3)	EQUITY	
(a)	Equity share capital	1,997.05
(b)	Other equity	5,572.83
	TOTAL - LIABILITIES AND EQUITY	11,161.33

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L&T FINANCE HOLDINGS LIMITED
CIN. L67120MH2008PLC181833

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- 2 The Company has adopted Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 from April 1, 2018 and the effective date of such transition is April 1, 2017. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder and guidelines issued by the Reserve Bank of India ('RBI') (Collectively referred to as "the Previous GAAP"). The figures have been presented in accordance with the format prescribed for financial statements for a Non-Banking Finance Company (NBFC) whose financial statements are drawn up in compliance of the Companies (Indian Accounting Standards) Rules, 2015, in Division III of Notification No. GSR 1022 (E) dated 11th October, 2018, issued by the Ministry of Corporate Affairs, Government of India.
- 3 The results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on October 24, 2018. The Joint Statutory Auditors of the Company have carried out limited review of the aforesaid results.
- 4 The Company, during the quarter and six months ended September 30, 2018 has allotted 1,295,075 and 1,372,825 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 Information pursuant to Regulation 52(6)(a) and 52(6)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given as below:
(a) Profit for the six months ended September 30, 2018 is ₹ 44.04 crore.
(b) Free reserves as on September 30, 2018 is ₹ 36.09 crore.
- 6 The main business of the Company is investment activity. Further, all activities are carried out within India. As such, there are no separate reportable segments as per the Indian Accounting Standard 108 (Ind AS) on Operating Segment.
- 7 During the quarter and six months ended September 30, 2018, the Company has paid dividend of ₹ 199.70 crore on Equity Shares of ₹ 10/- each fully paid during the period.
- 8 As required by paragraph 32 of IND AS 101, net profit reconciliation between the figures reported under Previous GAAP and Ind AS is as under:


Sr. No.	Particulars	(₹ in Crore)	
		Quarter ended September 30, 2017	Six months ended September 30, 2017
		(Unaudited)	(Unaudited)
	Net profit after tax as per Previous GAAP	4.83	13.03
(a)	Incremental cost on fair valuation of employee stock options plan previously recognised on the basis of intrinsic value	(1.13)	(2.19)
(b)	Increase in borrowing cost pursuant to application of effective interest rate method as issue expenses were previously adjusted against Securities Premium Account	(19.94)	(46.25)
(c)	Others	(0.45)	(0.29)
	Net profit/(loss) after tax as per Ind AS	(16.69)	(35.70)
	Other comprehensive income (net of tax) attributable to owners of the Company	(0.03)	(0.07)
	Total comprehensive income as per Ind AS (attributable to owners of the Company)	(16.72)	(35.77)

In terms of our report attached,
For DELOITTE HASKINS & SELLS LLP
Chartered Accountants


Sanjiv V. Pilgaonkar
Partner


Place : Mumbai
Date : October 24, 2018

In terms of our report attached,
For B. K. KHARE & CO.
Chartered Accountants


Ravi Kapoor
Partner
Membership no. 040404

Place : Mumbai
Date : October 24, 2018

For and on behalf of the Board of Directors
L&T FINANCE HOLDINGS LIMITED


Dinanath Dubhashi
Managing Director & Chief Executive Officer
(DIN : 03545900)

Place : Mumbai
Date : October 24, 2018

A. Pursuant to Regulation 52(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the following information pertaining to the Cumulative Compulsorily Redeemable Non-Convertible Preference Shares ("Preference Shares") for dissemination to Preference Shareholders:

1) Details of outstanding Redeemable Preference Shares:

Sr. No.	Name of Series	No. of Preference Shares	Amt. of Issue (Rs.)
1.	INE498L04035	2,50,00,000	250,00,00,000
2.	INE498L04050 – Option II	1,24,40,000	124,40,00,000
3.	INE498L04076 – Option II	60,00,000	60,00,00,000
4.	INE498L04084	6,00,00,000	600,00,00,000

2) Credit Rating and change in Credit Rating (if any):

The Credit Rating in respect of the above mentioned series of Preference Shares is "CARE AAA (RPS); Stable" and we confirm that there is no change in credit rating as of date.

3) Asset Cover available, in case of non convertible Debt Securities: Not applicable

4) Debt-Equity Ratio (As at September 30, 2018) : 0.47

5) Previous due dates for payment of dividend and repayment of principal amount for Preference Shares:

The due dates for payment of dividend and repayment of principal amount and the actual date of payment for the half year ended September 30, 2018 are as under:

Sr. No.	Name of Series	Type (Principal / Dividend)	Due date of payment	Status Paid/Unpaid
-	-	-	-	-

6) Next due dates for payment of dividend and repayment of principal amount:

The next due dates for payment of dividend and repayment of principal amount of the Preference Shares are as under:

Sr. No.	Series / Tranche	Type (Principal / Dividend)	Amount (In Rs.)	Due date of payment
1.	INE498L04035	Dividend	12,15,00,000	October 15, 2018
		Principal	250,00,00,000	October 15, 2018
2.	INE498L04050 – Option II	Dividend	10,57,40,000 2,59,99,600	March 26, 2019 June 30, 2019
		Principal	124,40,00,000	June 30, 2019
3.	INE498L04076 – Option II	Dividend	5,01,00,000 1,83,60,000	March 26, 2019 August 13, 2019
		Principal	60,00,00,000	August 13, 2019
4.	INE498L04084	Dividend	48,90,00,000 48,90,00,000 4,68,90,000	March 26, 2019 March 26, 2020 May 6, 2020
		Principal	600,00,00,000	May 6, 2020



- 7) Debt Service Coverage Ratio: Not Applicable
- 8) Interest Service Coverage Ratio: Not Applicable
- 9) Capital Redemption reserve: NIL
- 10) Net worth: Forms part of Unaudited Standalone Financial Results
- 11) Net profit after tax: Forms part of Unaudited Standalone Financial Results
- 12) Earnings per share: Forms part of Unaudited Standalone Financial Results

B. Information pursuant to Regulation 52(6) of the Listing Regulations are given below:

Sr. No.	Particulars	Remarks
a.	Profit for the half year and cumulative profit for the year	Please refer notes to Unaudited Standalone Financial Results forming part of this publication
b.	Free Reserves as on the end of half year	
c.	Securities Premium account balance (if redemption of redeemable preference shares is to be done at premium, such premium may be appropriated from securities premium account) Provided that disclosure on securities premium account balance may be provided only in a year in which non - convertible redeemable preference shares are due for redemption	Not applicable.
d.	Track record of dividend payment on non - convertible redeemable preference shares Provided that in case the dividend has been deferred at any time, then the actual date of payment shall be disclosed	Dividend on the Non-Convertible Redeemable Preference Shares is paid within the prescribed timeline.
e.	Breach of any covenants under the terms of the non - convertible redeemable preference shares Provided that in case of listed entity is planning a fresh issuance of shares whose end use is servicing of the non - convertible redeemable preference shares (whether dividend or principle redemption), then the same shall be disclosed whenever the listed entity decided on such issuances	There has been no breach of covenants under the terms of the Non-Convertible Redeemable Preference Shares.

L&T Finance Holdings Limited

Yashwanth
Rathin
Company Secretary