

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

1. We have audited the accompanying Statement of Standalone Financial Results of **L&T FINANCE HOLDINGS LIMITED** (the "Company") for the year ended 31st March, 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.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been compiled from the related standalone financial statements which has been prepared in accordance with the Accounting Standards 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 express an opinion on the Statement based on our audit of such standalone financial statements.
3. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the net profit and other financial information of the Company for the year ended 31st March, 2018.

h g

5. The Statement includes the results for the Quarter ended 31st March, 2018 being the balancing figure between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For DELOITTE HASKINS & SELLS LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



Sanjiv V. Pilgaonkar

(Partner)

(Membership No. 39826)

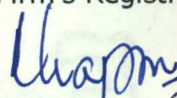
Mumbai, 3rd May, 2018



For B. K. KHARE & CO.

Chartered Accountants

(Firm's Registration No. 105102W)



Ravi Kapoor

(Partner)

(Membership No. 040404)

Mumbai, 3rd May, 2018



(₹ in Crore)

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2018						
Sr. No.	Particulars	Quarter ended			Year ended	
		March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
		(Refer note 11)	(Unaudited)	(Refer note 11)	(Audited)	(Audited)
1	Income:					
	(a) Revenue from operations	400.10	20.52	239.48	449.93	277.58
	(b) Other income	2.12	5.20	9.25	28.44	37.31
	Total Income (a+b)	402.22	25.72	248.73	478.37	314.89
2	Expenses:					
	(a) Employee benefits expense	0.15	1.95	1.79	4.72	11.57
	(b) Finance costs	18.09	19.94	11.19	65.87	45.92
	(c) Depreciation and amortisation	-	-	0.01	0.02	0.05
	(d) Administration and other expenses	3.85	2.19	2.81	11.10	10.90
	(e) Provisions and contingencies	0.10	0.39	(0.17)	1.98	1.34
	Total expenses (a+b+c+d+e)	22.19	24.47	15.63	83.69	69.78
3	Profit before exceptional and extraordinary items and taxes (1-2)	380.03	1.25	233.10	394.68	245.11
4	Exceptional items	-	-	-	-	-
5	Profit before extraordinary items and taxes (3-4)	380.03	1.25	233.10	394.68	245.11
6	Extraordinary items	-	-	-	-	-
7	Profit from ordinary activities before tax (5-6)	380.03	1.25	233.10	394.68	245.11
8	Tax expense:					
	(a) Current tax	5.93	0.81	4.12	7.01	5.12
	(b) MAT Credit	-	-	0.01	-	(8.35)
	(c) Deferred tax	8.21	(0.92)	0.12	7.39	(0.32)
	(d) Short/(excess) provision relating to earlier years	18.06	(5.62)	-	12.44	-
	Total tax expense (a+b+c+d)	32.20	(5.73)	4.25	26.84	(3.55)
9	Net profit from ordinary activities after tax (7-8)	347.83	6.98	228.85	367.84	248.66
10	Paid-up equity share capital (Face value of ₹ 10 each) (Refer note 3)	1,995.68	1,823.61	1,755.72	1,995.68	1,755.72
11	Paid-up preference share capital (Face value of ₹ 100 each)	1,034.40	1,034.40	1,213.40	1,034.40	1,213.40
12	Reserves excluding Revaluation Reserve				5,621.50	2,236.54
13	Net Worth (Refer Note 8)				8,651.57	5,205.66
14	Earnings per share before and after extraordinary items (EPS): (Refer note 3 & 7)					
	(a) Basic EPS (₹) (* not annualised)	*1.82	*(0.11)	*1.03	1.51	0.71
	(b) Diluted EPS (₹) (* not annualised)	*1.80	*(0.11)	*1.02	1.49	0.70
	(c) Face value per equity share (₹)	10.00	10.00	10.00	10.00	10.00

Notes:

1 Standalone statement of Assets and Liabilities as at March 31, 2018

Sr. No.	Particulars	(₹ in Crore)	
		As at	As at
		March 31, 2018	March 31, 2017
		(Audited)	(Audited)
A	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	3,030.08	2,969.12
	(b) Reserves and surplus	5,621.49	2,236.54
	(c) Money received against share warrants	-	118.07
	Sub-total - Shareholders' funds	8,651.57	5,323.73
2	Current liabilities		
	(a) Short-term borrowings	404.96	973.90
	(b) Trade payables		
	(i) Total outstanding dues of micro enterprises and small enterprises	-	-
	(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	(c) Other current liabilities	76.30	75.79
	(d) Short-term provisions	5.81	4.34
	Sub-total - Current liabilities	487.07	1,054.03
	TOTAL - EQUITY AND LIABILITIES	9,138.64	6,377.76

Sr. No.	Particulars	(₹ in Crore)	
		As at	As at
		March 31, 2018	March 31, 2017
		(Audited)	(Audited)
B	ASSETS		
1	Non-current assets		
	(a) Property, plant and equipment	0.01	0.01
	(b) Intangible assets	-	0.02
	(c) Non-current investments	7,840.39	5,374.03
	(d) Deferred tax assets (net)	1.97	9.36
	(e) Long-term loans and advances	34.34	46.84
	Sub-total - Non-current assets	7,876.71	5,430.26
2	Current assets		
	(a) Current investments	-	270.14
	(b) Cash and bank balances	12.27	2.22
	(c) Short-term loans and advances	1,006.13	583.67
	(d) Other current assets	243.53	91.47
	Sub-total - Current assets	1,261.93	947.50
	TOTAL - ASSETS	9,138.64	6,377.76

L&T FINANCE HOLDINGS LIMITED

CIN. L67120MH2008PLC181833

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

Website: www.lfhs.com Email: igre@lfhs.com Phone: +91 22 6621 7300/400 Fax: +91 22 6621 7319

- 2 The above Financial Results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors at its meeting held on May 3, 2018. The Joint Statutory Auditors of the Company have carried out an audit for the year ended March 31, 2018.
- 3 a) During the year ended March 31, 2018, the Company has raised funds amounting to ₹ 3,000 crore through allotment of fresh equity shares as per details provided below:
- (i) Preferential allotment of 107,810,899 equity shares of face value of ₹ 10 each fully paid up at a price of ₹ 185.51 each for cash, including a premium of ₹ 175.51 per equity share, aggregating to ₹ 2,000 crore to Larsen & Toubro Limited, the Holding Company.
- (ii) Qualified Institutional Placement (QIP) of 63,051,702 equity shares of face value of ₹ 10 each fully paid up at a price of ₹ 158.60 each for cash including a premium of ₹ 148.60 per equity share, aggregating to ₹ 1,000 crore. The Company has utilised the proceeds from issue of equity shares through QIP for the purpose as stated in its 'Placement Document' and there is no unutilised amount out of proceeds received from this issuance.
- (iii) The fresh allotment of equity shares through preferential allotment and QIP as stated above have resulted in increase in equity share capital by ₹ 170.86 crore and securities premium reserve by ₹ 2,829.14 crore.
- b) During the year ended March 31, 2018, 63,820,990 share warrants had become due for conversion. The investor has exercised the rights for conversion of share warrants into equity shares and accordingly equivalent number of equity shares of face value of ₹ 10 each are issued at premium of ₹ 64 each. The Company has received a total consideration of ₹ 472.28 crore of which ₹ 354.21 crore is received during the year ended March 31, 2018, being 75% of total consideration.
- c) The Company, during the quarter and year ended March 31, 2018 has allotted 1,203,275 and 5,271,508 equity shares respectively of ₹ 10 each, fully paid up, on exercise of options by employees, in accordance with the Company's Employee Stock Option Scheme(s).
- 4 Share issue expenses for the quarter and year ended March 31, 2018 amounting to ₹ 18.03 crore and ₹ 18.53 crore respectively have been adjusted against Securities Premium Account.
- 5 The Board of Directors have recommended a final dividend of ₹ 1.00 per Equity Share of ₹ 10 each (previous year ₹ 0.80 per share) subject to approval of shareholders in forthcoming Annual General Meeting.
- 6 a) During the year ended March 31, 2018, the Company has paid interim dividend of ₹ 88.91 crore on Cumulative Compulsorily Redeemable Preference Shares of ₹ 100 each fully paid.
- b) During the year ended March 31, 2018, Cumulative Compulsory Redeemable Preference Shares (CRPS) amounting ₹ 179 crore have been redeemed and Company has paid dividend of ₹ 4.16 crore on these shares.
- 7 Earnings per share is calculated after adjusting pro-rata dividend on outstanding preference shares.
- 8 Net worth has been interpreted to mean the aggregate of the paid-up share capital (including preference share capital and excluding money received against share warrants), share premium account, and reserves and surplus (excluding revaluation reserve) as reduced by the aggregate of miscellaneous expenditure (to the extent not adjusted or written off) and debit balance of the profit and loss account as defined in the explanation to Regulation 2 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- 9 Information pursuant to Regulation 52(6)(a) and 52(6)(b) of the Listing Regulations are as below:
(a) Profit for the quarter and year ended March 31, 2018 is ₹ 347.83 crore and ₹ 367.84 crore respectively.
(b) Free reserves as on March 31, 2018 is ₹ 222.39 crore.
- 10 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 Accounting Standard (AS) 17 on Segment Reporting.
- 11 The figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between audited figures in respect of the full financial year and the year to date figure up to nine months of the current financial year.
- 12 Previous periods/year figures have been regrouped/reclassified to make them comparable with those of current period/year.

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



Sanjiv V. Pilgaonkar
Partner

Place : Mumbai
Date : May 3, 2018

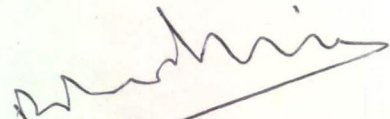
In terms of our report attached,
For B. K. KHARE & CO.
Chartered Accountants
FRN: 105102W



Ravi Kapoor
Partner
M.No. 040404

Place : Mumbai
Date : May 3, 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 : May 3, 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"):

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". The rating has been upgraded from "CARE AA+ (RPS); Positive" to "CARE AAA (RPS); Stable" in the FY18.

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

4) Debt-Equity Ratio (As at March 31, 2018) : 0.047

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 March 31, 2018 are as under:

Sr. No.	Name of Series	Type (Principal / Dividend)	Due date of payment	Status Paid / Unpaid
1	INE498L04035 INE498L04050 INE498L04076 INE498L04084	Dividend	March 26, 2018	March 26, 2018

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
	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



Sr. No.	Series / Tranche	Type (Principal / Dividend)	Amount (In Rs.)	Due date of payment
4.	INE498L04084		48,90,00,000	March 26, 2019
		Dividend	48,90,00,000	March 26, 2020
			4,68,90,000	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 Audited Standalone Financial Results
- 11) **Net profit after tax:** Forms part of Audited Standalone Financial Results
- 12) **Earnings per share:** Forms part of Audited 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 Audited 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	There has been no breach of covenants under the terms of the Non-Convertible Redeemable Preference Shares.



Sr. No.	Particulars	Remarks
	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	

L&T Finance Holdings Limited

Ratna
Company Secretary