

L&T Finance Holdings Limited Rs. 2,998.61 Crore Rights Issue to Open on February 1, 2021

(This is only for information purposes and is not an offer document announcement)

- Issue of up to 46,13,25,021 fully paid-up equity shares of face value of Rs. 10 each ("**Equity Shares**") for cash at a price of Rs. 65 per Equity Share (including a premium of ₹ 55 per equity share) not exceeding Rs. 2,998.61 crore* on a rights basis ("**Issue**").
- The Equity Shares will be offered in the ratio of 17 Equity Share for every 74 Equity Share held by the eligible equity shareholders of the L&T Finance Holdings Limited ("**Company**") as on the record date, that is January 22, 2021.

**Assuming full subscription*

- The Issue will close on February 15, 2021.

Mumbai, January 30, 2021: L&T Finance Holdings Limited, one of the leading private sector Non-Banking Financial Company ("**NBFC**") in India, present in businesses such as rural finance, housing finance, infrastructure finance and investment management, through its wholly owned subsidiaries announces the opening of Rs 2,998.61 crore* Issue, on February 1, 2021.

**Assuming full subscription*

The Company will issue up to 46,13,25,021 Equity Shares for cash, at a price of Rs. 65 per Equity Share (including a premium of ₹ 55 per equity share) not exceeding Rs. 2,998.61 crore* on a rights basis to eligible equity shareholders in the ratio of 17 Equity Share for every 74 Equity Share held on the record date, that is January 22, 2021.

**Assuming full subscription*

The funds raised through the Issue will be used to repay certain commercial papers issued by the Company, infusion of funds in the Company's subsidiary, for repayment of certain commercial papers issued by such subsidiary, redemption of preference shares issued by the Company and for general corporate purposes.

Investors may contact the Registrar or the Company Secretary and Compliance Officer for any pre-Issue or post Issue related matter. All grievances relating to the ASBA process or R-WAP process may be addressed to the Registrar, with a copy to the SCSBs (in case of ASBA process), giving full details such as name, address of the Applicant, contact number(s), e mail address of the sole/ first holder, folio number or demat account number, number of Equity Shares applied for, amount blocked (in case of ASBA process) or amount debited (in case of the R-WAP process), ASBA Account number and the Designated Branch of the SCSBs where the Application Form or the plain paper application, as the case may be, was submitted by the Investors along with a photocopy of the acknowledgement slip (in case of ASBA process) and copy of the e-acknowledgement (in case of the R-WAP process). For details on the ASBA process and R-WAP process, see "*Terms of the Issue*" beginning on page 340 of the Letter of Offer dated January 19, 2021.

All investors/eligible equity shareholders proposing to apply in the Issue should refer to the Letter of Offer dated January 19, 2021, filed with BSE, NSE and SEBI, including sections "*Terms of the Issue*" and "*Risk Factors*" beginning on pages 340 and 17 of the Letter of Offer, respectively.

Axis Capital Limited, BOB Capital Markets Limited, Citigroup Global Markets India Private Limited, Credit Suisse Securities (India) Private Limited, HSBC Securities and Capital Markets (India) Private Limited, ICICI Securities Limited, Motilal Oswal Investment Advisors Limited, SBI Capital Markets Limited and UBS Securities India Private Limited are acting as the lead managers to the Issue.

All capitalized terms used herein shall, unless the context otherwise requires, have the meanings ascribed to such terms in the Letter of Offer dated January 19, 2021.

About L&T Finance Holdings Limited:

The Company is registered with the RBI as a non-banking financial company – core investment company (“**NBFC-CIC**”) conducting business through its wholly-owned subsidiaries. The Company is one of the leading private sector non-banking financial services companies in India in terms of its total Adjusted loans and advances outstanding (source: CRISIL Report), with ₹ 98,822.84 crore of total loans outstanding as on September 30, 2020.

The Company was originally incorporated as L&T Capital Holdings Limited in Mumbai on May 1, 2008 as a public limited company under the Companies Act, 1956, and was granted the certificate of incorporation by the Registrar of Companies, Maharashtra at Mumbai. The Company received the certificate for commencement of business on May 15, 2008. Subsequently, the name of the Company was changed to L&T Finance Holdings Limited and a fresh certificate of incorporation consequent upon change of name was granted by the Registrar of Companies, Maharashtra at Mumbai on September 6, 2010. The Company is registered as a systematically important core investment company with RBI pursuant to a certificate of registration dated September 11, 2013 (not valid for accepting deposits) issued by RBI under Section 45 IA of the Reserve Bank of India Act, 1934. For details of change in the name and the Registered Office of the Company, see section “*General Information*” beginning on page 77 of the Letter of Offer dated January 19, 2021.

Promoter: Larsen & Toubro Limited

Registered and Corporate Office of the Company: Brindavan, Plot No.177, C.S.T Road, Kalina, Santacruz (East), Mumbai 400 098

Contact person: Apurva Rathod, Company Secretary and Compliance Officer

Telephone: +91 22 6212 5000

E-mail id: igrc@ltfs.com

Website: www.ltfs.com

Corporate Identity Number: L67120MH2008PLC181833

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L&T Finance Holdings Limited is proposing, subject to market conditions and other considerations, a rights issue of its Equity Shares and has in this regard filed a Letter of Offer dated January 19, 2021 with SEBI and the Stock Exchanges. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, BSE Limited at www.bseindia.com, the website of the Lead Managers to the Issue, i.e., Axis Capital Limited, BOB Capital Markets Limited, Citigroup Global Markets India Private Limited, Credit Suisse Securities (India) Private Limited, HSBC Securities and Capital Markets (India) Private Limited, ICICI Securities Limited, Motilal Oswal Investment Advisors Limited, SBI Capital Markets Limited and UBS Securities India Private Limited www.axiscapital.co.in, www.bobcaps.in, <https://www.online.citibank.co.in>, www.credit-suisse.com,

<https://www.business.hsbc.co.in/engb/in/generic/ipo-open-offer-andbuyback>, www.icicisecurities.com, www.motilaloswalgroup.com, www.sbicaps.com and www.ubs.com, website of Company at www.ltfs.com and

website of Registrar at www.linkintime.co.in, Investors should note that investment in equity shares involves a degree of risk and for details relating to the same, please see the section titled “**Risk Factors**” beginning on page 17 of the Letter of Offer dated January 19, 2021.

This announcement has been prepared for publication in India and may not be released in the United States. This announcement is not an offer to sell, nor a solicitation of any offer to buy, the Rights Entitlements or the Equity Shares in the United States. Neither the Rights Entitlements nor the Equity Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”), or any United States state securities laws, and may not be offered, sold, resold or otherwise transferred within the United States or to the territories or possessions thereof (the “United States”), except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Accordingly, the Equity Shares are being offered and sold (i) in offshore transactions outside the United States in compliance with Regulation S under the U.S. Securities Act (“Regulation S”) to existing shareholders who are non-U.S. Persons and located in jurisdictions where such offer and sale of the Equity Shares is permitted under laws of such jurisdictions and (ii) within the United States or to U.S. Persons that are “qualified institutional buyers” (as defined in Rule 144A under the U.S. Securities Act) (“U.S. QIB”) pursuant to the private placement exemption set out in Section 4(a)(2) of the U.S. Securities Act, that are also “qualified purchasers” (as defined under the United States Investment Company Act of 1940, as amended) in reliance upon section 3(c)(7) of the U.S. Investment Company Act.

For further information, please contact:

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