

October 11, 2019

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

Symbol: L&TFH

BSE limited Corporate Relations Department, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Mumbai - 400 001.

Security Code No.: 533519

Kind Attn: Head - Listing Department / Dept of Corporate Communications.

Sub: Compliance Certificate - Half year ended September 30, 2019

Dear Sir / Madam,

Pursuant to Regulation 40(9) and 40(10) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed Compliance Certificate issued by M/s. S. N. Ananthasubramanian & Co., Practising Company Secretaries for the half year ended September 30, 2019.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For L&T Finance Holdings Limited

Apurva Rathod

Encl: as above

S. N. ANANTHASUBRAMANIAN & CO. COMPANY SECRETARIES FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (W) – 400 601 | Tel: 25345648, 25432704 | Email: snaco@snaco.net | Website: www.snaco.net

CERTIFICATE UNDER REGULATION 40(9) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the Half-Year ended 30th September, 2019

On the basis of the information provided by the officers of Link Intime India Private Limited, the Registrar and Share Transfer Agent of L&T Finance Holdings Limited ('Company') bearing CIN: L67120MH2008PLC181833 (ISIN: INE498L01015) and having its Registered Office at Brindavan, Plot No. 177, C.S.T Road, Kalina, Santacruz (East), Mumbai-400098, Maharashtra, India, pertaining to the period **01**st **April, 2019** to **30**th **September, 2019** ('review period') for the purpose of issuing a Certificate under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as confirmed by the Company, we hereby certify that during the review period, no request for transfer/ sub-division/ consolidation/ renewal, exchange or endorsement of shares was received.

For S. N. ANANTHASUBRAMANIAN & CO.,

Aparna Gadgil Partner ACS : 14713 COP No. : 8430 ICSI UDIN : A014713A000049484

11th October, 2019

Thane