



LARSEN & TOUBRO

March 15, 2014

➤ **L&T Finance Holdings Limited**

City 2, Plot No. 177,
Vidyanagari Marg,
C.S.T Road, Kalina,
Santacruz (East)
Mumbai – 400098

Telephone: +91 22 66217300

Fax: +91 22 66217509

Email: suryanarayan@lntfinance.com

✓ **Bombay Stock Exchange Limited**
Listing Department

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Telephone: +91 22 22721233

Fax: 022 2272 3121/022 2272 2037/022 2272 2041/022 2272 2061

Email: corp.relations@bseindia.com

➤ **National Stock Exchange of India Limited**
Listing Department

Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra,
Mumbai – 400051.

Telephone: +91 22 26598100/26598114

Fax: 022 26598237/26598238

Email: cmlist@nse.co.in

Dear Sirs,

Sub: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011; we wish to inform you that we have sold **83258633** Equity Shares of Rs. 10 each of “**L&T Finance Holdings Limited**” through an Offer for Sale (OFS) to comply with the requirement of Minimum Public Shareholding in terms of Rule 19(2)(b) and 19A of the Securities Contract (Regulation) Rules, 1957 (SCRR), read with Clause 40A (ii) (c) of the Listing Agreement on March 14, 2014

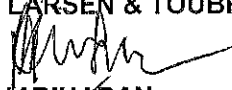
Please find enclosed the form in respect of the said disclosure.

Kindly acknowledge the receipt.

Thanking you

Yours faithfully,

For **LARSEN & TOUBRO LIMITED**


N. HARIHARAN
EXECUTIVE VICE-PRESIDENT &
COMPANY SECRETARY

Encl.: As above

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	L&T Finance Holdings Limited		
Name(s) of the seller and Persons Acting in Concert (PAC) with the seller	Larsen & Toubro Limited		
Whether the seller belongs to Promoter/Promoter group	Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE and NSE		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
Before the acquisition/disposal under consideration, holding of :			
a) Shares carrying voting rights	1399848242	81.46	81.06
b) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
d) Total (a+b+c)	1399848242	81.46	81.06
Details of acquisition/sale			
a) Shares carrying voting rights sold	83258633	4.84	4.82
b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Total (a+b+c)	83258633	4.84	4.82
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1316589609	76.62	76.24
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any			

other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
d) Total (a+b+c)	1316589609	76.62	76.24
Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Offer for Sale of 83258633 equity shares of Rs. 10 each of L&T Finance Holdings Limited to comply with the requirement of minimum public shareholding in terms of Rule19(2)(b) and 19A of the Securities Contract (Regulation) Rules, 1957 (SCRR) read with clause 40 (ii) (c) of the Listing Agreement.		
Date of acquisition-/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	14/03/2014		
Equity share capital / total voting capital of the TC before the said acquisition/sale	1718448975 (Equity Shares)		
Equity share capital/ total voting capital of the TC after the said acquisition/sale	1718448975 (Equity Shares)		
Total diluted share/voting capital of the TC after the said acquisition/sale	1726823262 (Equity Shares)		

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For LARSEN & TOUBRO LIMITED



N.HARIHARAN

(Executive Vice President and Company Secretary)

(Signature of the acquirer / seller- / Authorised Signatory)



Place: Mumbai

Date: March 15, 2014