ITC Limited
Virginia House
37 J. L. Nehru Road
Kolkata 700 071, India
Tel. : 91 33 2288 9371
Fax : 91 33 2288 4016 / 1256 / 2259 / 2260

Enduring Value

28th June, 2016

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C-1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai 400 051

The General Manager
Dept. of Corporate Services
BSE Ltd.
1st floor, New Trading Ring
Rotunda Building
P. J. Towers
Dalal Street, Fort
Mumbai 400 001

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata 700 001

Dear Sirs,

Postal Ballot and e-voting – Issue of Bonus Shares

Further to our letter dated 30th May, 2016, we write to advise that the Resolutions for increase in the Authorised Share Capital of the Company, consequential amendment to Article 4 of the Articles of Association of the Company and issue of Bonus Shares, as set out in the Postal Ballot Notice dated 20th May, 2016, have been passed by the Members by requisite majority.

We enclose as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the voting results in the prescribed format.

Yours faithfully,
ITC Limited

(B. B. Chatterjee)
Executive Vice President &
Company Secretary

Encl. as above

ITC Limited

cc: Securities Exchange Commission
Division of Corporate Finance
Office of International Corporate Finance
Mail Stop 3-9
450 Fifth Street
Washington DC 20549
U.S.A.

cc: Societe de la Bourse de Luxembourg
35A Boulevard Joseph II
L – 1840 Luxembourg

cc: National Securities Depository Limited
Trade World, 4th & 5th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel
Mumbai- 400 013

Postal Ballot and Electronic Voting (e-voting) of ITC Limited – details of voting results

Date of declaration of the results of Postal Ballot and e-voting:	28th June, 2016
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote - 20th May, 2016)	5,19,201
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not applicable

Agenda-wise disclosure

SPECIAL BUSINESS

Item No. 1 - Increase in the Authorised Share Capital of the Company

Resolution Required :					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda / resolution?					Not Applicable			
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes - in favour**	**No. of Votes - against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Institutions	E-Voting	447,95,18,405	409,54,08,216	91.4252	406,11,64,156	3,42,44,060	99.1638	0.8362
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		10,15,000	0.0226	10,15,000	0	100.00	0.00
	Total		409,64,23,216	91.4478	406,21,79,156	3,42,44,060	99.1640	0.8360
Public - Non Institutions	E-Voting	356,76,88,586	249,62,29,204	69.9677	249,61,28,962	1,00,242	99.9960	0.0040
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		40,54,405	0.1136	40,53,800	605	99.9851	0.0149
	Total		250,02,83,609	70.0813	250,01,82,762	1,00,847	99.9960	0.0040
Total		**804,72,06,991**	**659,67,06,825**	**81.9751**	**656,23,61,918**	**3,43,44,907**	**99.4794**	**0.5206**

ITC LIMITED, VIRGINIA HOUSE 37 J. L. Nehru Road, Kolkata - 700 071 ITC Limited

Item No. 2 - Amendment to Article 4 of the Articles of Association of the Company

Resolution Required :					Special Resolution			
Whether promoter / promoter group are interested in the agenda / resolution?					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Institutions	E-Voting	447,95,18,405	411,97,61,543	91.9688	409,50,56,822	2,47,04,721	99.4003	0.5997
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		10,15,000	0.0227	10,15,000	0	100.00	0.00
	Total		412,07,76,543	91.9915	409,60,71,822	2,47,04,721	99.4005	0.5995
Public - Non Institutions	E-Voting	356,76,88,586	249,62,27,091	69.9676	249,59,74,251	2,52,840	99.9899	0.0101
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		40,46,024	0.1134	40,45,178	846	99.9791	0.0209
	Total		250,02,73,115	70.0810	250,00,19,429	2,53,686	99.9899	0.0101
Total		**804,72,06,991**	**6,62,10,49,658**	**82.2776**	**659,60,91,251**	**2,49,58,407**	**99.6230**	**0.3770**

Item No. 3 - Issue of Bonus Shares

Resolution Required :					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda / resolution?					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public - Institutions	E-Voting	447,95,18,405	411,97,61,543	91.9688	411,89,70,997	7,90,546	99.9808	0.0192
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		10,15,000	0.0227	10,15,000	0	100.00	0.00
	Total		412,07,76,543	91.9915	411,99,85,997	7,90,546	99.9808	0.0192
Public - Non Institutions	E-Voting	356,76,88,586	249,63,18,364	69.9702	249,62,89,997	28,367	99.9989	0.0011
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		40,53,814	0.1136	40,51,708	2,106	99.9480	0.0520
	Total		250,03,72,178	70.0838	250,03,41,705	30,473	99.9988	0.0012
Total		**804,72,06,991**	**662,11,48,721**	**82.2788**	**662,03,27,702**	**8,21,019**	**99.9876**	**0.0124**

All the Resolutions, as set out in the Postal Ballot Notice dated 20th May, 2016, were passed by the Members by requisite majority.

ITC LIMITED, VIRGINIA HOUSE 37 J. L. Nehru Road, Kolkata - 700 071 ITC Limited