



ITC Limited
Virginia House
37 J. L. Nehru Road
Kolkata 700 071, India
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The General Manager
Dept. of Corporate Services
BSE Limited, P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

**Disclosure under Regulation 10(5) - Intimation in respect of acquisition under
Regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers)
Regulations, 2011**

1.	Name of the Target Company (TC)	International Travel House Limited (ITHL)
2.	Name of the acquirer(s)	ITC Limited (ITC / Acquirer)
3.	Whether the acquirer(s) is / are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters.	Yes. Acquirer as well as Seller are disclosed as promoter of the Target Company in the shareholding pattern filed by the Target Company in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Russell Credit Limited (RCL), a wholly owned subsidiary of ITC.
	b. Proposed date of acquisition	On or after 22 nd March, 2024
	c. Number of shares to be acquired from each person mentioned in 4(a) above	36,26,633 (Thirty Six Lakhs Twenty Six Thousand Six Hundred and Thirty Three) fully paid-up equity shares of the Target Company of Rs. 10/- each.
	d. Total shares to be acquired as % of share capital of TC	45.36% of the paid-up Equity Share Capital of the Target Company as on date.
	e. Price at which shares are proposed to be acquired	The shares are being acquired at an aggregate book value of Rs. 21,21,58,031/-.

	f. Rationale, if any, for the proposed transfer	Off Market inter-se transfer of equity shares between holding company (ITC) and its wholly owned subsidiary (RCL), who are named as promoters in the shareholding pattern of the Target Company in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the last three years, pursuant to Share Purchase Agreement entered into amongst ITC and RCL to streamline the investments.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) and Regulation 10(1)(a)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	<p>The equity shares of the Target Company are frequently traded in terms of Regulation 2(1)(j) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.</p> <p>The equity shares of the Target Company are listed only on BSE Limited.</p> <p>The volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice, as traded on BSE Limited, is Rs. 613.84.</p>
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of Regulation 8.	N.A.
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	It is confirmed that the acquisition price would not be higher by more than 25% of the price computed in point 6 above.
9.	Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes, ITC and RCL have complied and will comply with the applicable disclosure requirements prescribed under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.



10.	Declaration by the acquirer that all the conditions specified under Regulation 10(1)(a) with respect to exemptions have been duly complied with.	We hereby declare that all the conditions specified under Regulation 10(1)(a) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to exemptions have been duly complied with.																																									
11.	<table border="1"> <thead> <tr> <th data-bbox="279 515 694 593" rowspan="2">Shareholding details</th> <th colspan="2" data-bbox="702 515 1069 593">Before the proposed acquisition</th> <th colspan="2" data-bbox="1077 515 1449 593">After the proposed acquisition</th> </tr> <tr> <th data-bbox="702 600 885 772">No. of shares / voting rights</th> <th data-bbox="893 600 1069 772">% w.r.t. total share capital of TC</th> <th data-bbox="1077 600 1268 772">No. of shares / voting rights</th> <th data-bbox="1276 600 1449 772">% w.r.t. total share capital of TC</th> </tr> </thead> <tbody> <tr> <td colspan="5" data-bbox="279 784 1449 828">(a) Acquirer(s) and PACs (other than sellers)</td> </tr> <tr> <td data-bbox="279 835 694 880">ITC Limited</td> <td data-bbox="702 835 885 880">2,87,600</td> <td data-bbox="893 835 1069 880">3.60</td> <td data-bbox="1077 835 1268 880">39,14,233</td> <td data-bbox="1276 835 1449 880">48.96</td> </tr> <tr> <td data-bbox="279 887 694 931">Russell Investments Limited</td> <td data-bbox="702 887 885 931">10,17,663</td> <td data-bbox="893 887 1069 931">12.73</td> <td data-bbox="1077 887 1268 931">10,17,663</td> <td data-bbox="1276 887 1449 931">12.73</td> </tr> <tr> <td data-bbox="279 938 694 983">Total</td> <td data-bbox="702 938 885 983">13,05,263</td> <td data-bbox="893 938 1069 983">16.33</td> <td data-bbox="1077 938 1268 983">49,31,896</td> <td data-bbox="1276 938 1449 983">61.69</td> </tr> <tr> <td colspan="5" data-bbox="279 990 1449 1034">(b) Seller(s)</td> </tr> <tr> <td data-bbox="279 1041 694 1086">Russell Credit Limited</td> <td data-bbox="702 1041 885 1086">36,26,633</td> <td data-bbox="893 1041 1069 1086">45.36</td> <td data-bbox="1077 1041 1268 1086">-</td> <td data-bbox="1276 1041 1449 1086">-</td> </tr> </tbody> </table>				Shareholding details	Before the proposed acquisition		After the proposed acquisition		No. of shares / voting rights	% w.r.t. total share capital of TC	No. of shares / voting rights	% w.r.t. total share capital of TC	(a) Acquirer(s) and PACs (other than sellers)					ITC Limited	2,87,600	3.60	39,14,233	48.96	Russell Investments Limited	10,17,663	12.73	10,17,663	12.73	Total	13,05,263	16.33	49,31,896	61.69	(b) Seller(s)					Russell Credit Limited	36,26,633	45.36	-	-
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Yours faithfully,
ITC Limited



(R. K. Singhi)

Executive Vice President &
Company Secretary

Place: Kolkata
Date: 15th March, 2024