



**ITC Limited**

Virginia House  
37 J. L. Nehru Road  
Kolkata 700 071, India  
Tel. : 91 33 2288 9371  
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16<sup>th</sup> March, 2023

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.  
P. J. Towers  
Dalal Street  
Mumbai 400 001

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

Dear Sirs,

**Postal Ballot through Electronic Voting - Voting Results**

Further to our letters dated 3<sup>rd</sup> and 9<sup>th</sup> February, 2023, we write to advise that the Ordinary Resolutions for (a) entering into related party transactions with British American Tobacco (GLP) Limited, United Kingdom, during the financial year 2023-24, and (b) appointment of Mr. Peter Rajatilakan Chittaranjan as a Director of the Company, as set out in the Postal Ballot Notice dated 3<sup>rd</sup> February, 2023, **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 Voting Results in the prescribed format under the **Annexure**.

Yours faithfully,  
ITC Limited

(R. K. Singhi)  
Executive Vice President &  
Company Secretary

Encl. as above.



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

**Postal Ballot through e-voting of ITC Limited – Voting Results**

<b>Date of declaration of the results of Postal Ballot through e-voting:</b>	16 <sup>th</sup> March, 2023
<b>Total number of shareholders on record date:</b> (being the cut-off date for determining shareholders entitled to vote – 3 <sup>rd</sup> February, 2023)	29,08,585
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>  Promoters and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>  Promoters and Promoter Group: Public:	Not Applicable

**Agenda-wise disclosure**

**SPECIAL BUSINESS**

**Item No. 1 - Entering into related party transactions with British American Tobacco (GLP) Limited, United Kingdom, during the financial year 2023-24.**

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	1059,88,77,868	609,64,33,822	57.5196	609,64,33,822	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>609,64,33,822</b>	<b>57.5196</b>	<b>609,64,33,822</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Non Institutions	E-Voting	181,51,37,093	47,90,28,742	26.3908	47,86,70,437	3,58,305	99.9252	0.0748
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>47,90,28,742</b>	<b>26.3908</b>	<b>47,86,70,437</b>	<b>3,58,305</b>	<b>99.9252</b>	<b>0.0748</b>
<b>Total</b>		<b>1241,40,14,961</b>	<b>657,54,62,564</b>	<b>52.9681</b>	<b>657,51,04,259</b>	<b>3,58,305</b>	<b>99.9946</b>	<b>0.0054</b>

\* Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company were not eligible to vote and have therefore not voted on this Resolution.

**Item No. 2 - Appointment of Mr. Mr. Peter Rajatilakan Chittaranjan as a Non-Executive Director of the Company, liable to retire by rotation, for a period of three years with effect from 15<sup>th</sup> March, 2023.**

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) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public – Institutions	E-Voting	1059,88,77,868	971,62,89,775	91.6728	892,44,72,433	79,18,17,342	91.8506	8.1494
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>971,62,89,775</b>	<b>91.6728</b>	<b>892,44,72,433</b>	<b>79,18,17,342</b>	<b>91.8506</b>	<b>8.1494</b>
Public - Non Institutions	E-Voting	181,51,37,093	48,52,75,469	26.7349	48,45,40,741	7,34,728	99.8486	0.1514
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>48,52,75,469</b>	<b>26.7349</b>	<b>48,45,40,741</b>	<b>7,34,728</b>	<b>99.8486</b>	<b>0.1514</b>
<b>Total</b>		<b>1241,40,14,961</b>	<b>1020,15,65,244</b>	<b>82.1778</b>	<b>940,90,13,174</b>	<b>79,25,52,070</b>	<b>92.2311</b>	<b>7.7689</b>

The Ordinary Resolutions, as set out in the Postal Ballot Notice dated 3<sup>rd</sup> February, 2023, have been passed by the Members by requisite majority.