

**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

20th March, 2024

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 by voting through electronic means - Voting Results

Further to our letters dated 29th January, 2024 and 14th February, 2024, we write to advise that the Resolutions for appointment of (a) Mr. Atul Singh as a Non-Executive Director of the Company, and (b) Ms. Pushpa Subrahmanyam as an Independent Director of the Company, as set out in the Postal Ballot Notice dated 29th January, 2024, **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.

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 by voting through electronic means of ITC Limited – Voting Results

Date of declaration of the results of Postal Ballot through e-voting:	20 th March, 2024
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote - 2 nd February, 2024)	34,21,385
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 - Appointment of Mr. Atul Singh as a Non-Executive Director of the Company, liable to retire by rotation, for a period of three years with effect from 2nd April, 2024.

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) = $\frac{[(2)/(1)]*100}{100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]*100}{100}$	(7) = $\frac{[(5)/(2)]*100}{100}$
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.
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	1063,10,86,199	1041,01,96,023	97.9222	961,49,59,387	79,52,36,636	92.3610	7.6390
	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.
	Total		1041,01,96,023	97.9222	961,49,59,387	79,52,36,636	92.3610	7.6390
Public - Non Institutions	E-Voting	184,80,28,802	3,06,52,754	1.6587	2,94,40,401	12,12,353	96.0449	3.9551
	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.
	Total		3,06,52,754	1.6587	2,94,40,401	12,12,353	96.0449	3.9551
Total		1247,91,15,001	1044,08,48,777	83.6666	964,43,99,788	79,64,48,989	92.3718	7.6282

Item No. 2 - Appointment of Ms. Pushpa Subrahmanyam as an Independent Director of the Company for a period of five years with effect from 2nd April, 2024.

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) = $\frac{(2)}{(1)} * 100$	(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.
	Total		0	0.0000	0	0	0.0000	0.0000
Public - Institutions	E-Voting	1063,10,86,199	1041,01,96,023	97.9222	1039,35,33,487	1,66,62,536	99.8399	0.1601
	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.
	Total		1041,01,96,023	97.9222	1039,35,33,487	1,66,62,536	99.8399	0.1601
Public - Non Institutions	E-Voting	184,80,28,802	3,07,16,376	1.6621	2,92,67,854	14,48,522	95.2842	4.7158
	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.
	Total		3,07,16,376	1.6621	2,92,67,854	14,48,522	95.2842	4.7158
Total		1247,91,15,001	1044,09,12,399	83.6671	1042,28,01,341	1,81,11,058	99.8265	0.1735

The Resolutions, as set out in the Postal Ballot Notice dated 29th January, 2024, have been passed by the Members by requisite majority.