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15th March, 2004

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

The Executive Director
Madras Stock Exchange Ltd.
Exchange Building
11, Second Line Beach
Chennai 600 001

SUPPL

The Dy. General Manager
Corporate Relationship Dept.
The Stock Exchange, Mumbai
1st floor, New Trading Ring,
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai 400 001

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

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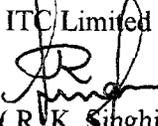
THOMSON
FINANCIAL

Dear Sirs,

Allotment of Shares under the ITC Employee Stock Option Scheme

In terms of the Listing Agreement, we write to advise that the Company on 15th March, 2004 has issued and allotted 36,214 Ordinary Shares of Rs.10/- each, upon exercise of 36,214 Options by eligible employees under the ITC Employee Stock Option Scheme.

Consequently, with effect from 15th March, 2004, the Issued and Subscribed Share Capital of the Company stands increased to Rs. 247,67,88,510/- divided into 24,76,78,851 Ordinary Shares of Rs. 10/- each.

Yours faithfully,
ITC Limited

(R. K. Singhi)
Deputy Secretary



✓
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
11 Avenue de la Porte - Neuve
L-2227 Luxembourg.