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TICE OF HITERNATIONAL CORPORATE FINANCE



Registered Office Virginia House

37 J. L. Nehru Road, Kolkata 700 071 India

Telephone: 91 33 22889371 Fax: 91 33 22882259/2260/1256

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17th January, 2005.

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

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



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



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 17th January, 2005 has issued and allotted 35,830 Ordinary Shares of Rs.10/- each, upon exercise of 35,830 Options by Optionees under the ITC Employee Stock Option Scheme.

Consequently, with effect from 17th January, 2005, the Issued and Subscribed Share Capital of the Company stands increased to Rs. 248,13,34,870/- divided into 24,81,33,487 Ordinary Shares of Rs.10/- each.

Yours faithfully, ITC Limited

(R. K. Singhi) Deputy Secretary PROCESSED

JAN 26 2005

THOMSON PINANCIAL

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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.

ce: Societe de la Bourse de Luxembourg 11 Avenue de la Porte - Neuve L-2227 Luxembourg.