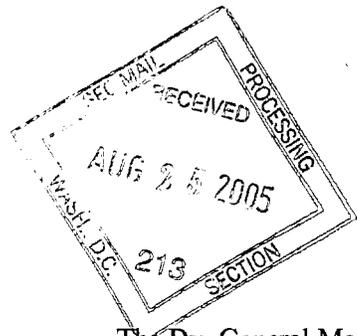


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Registered Office  
Virginia House  
37 J. L. Nehru Road, Kolkata 700 071 India  
Telephone : 91 33 22889371  
Fax : 91 33 22882259/2260/1256



22<sup>nd</sup> August, 2005

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

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

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

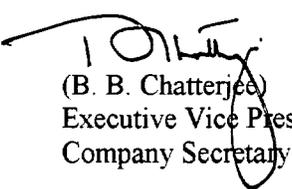
SUPPL

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 22<sup>nd</sup> August, 2005 has issued and allotted 1,02,103 Ordinary Shares of Rs.10/- each, upon exercise of 1,02,103 Options by Optionees under the ITC Employee Stock Option Scheme.

Consequently, with effect from 22<sup>nd</sup> August, 2005, the Issued and Subscribed Share Capital of the Company stands increased to Rs. 249,87,06,430/- divided into 24,98,70,643 Ordinary Shares of Rs.10/- each.

Yours faithfully,  
ITC Limited  
  
(B. B. Chatterjee)  
Executive Vice President &  
Company Secretary

PROCESSED

AUG 25 2005

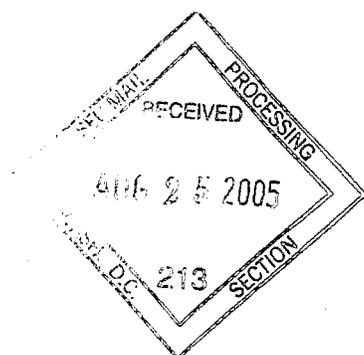
THOMSON  
FINANCIAL





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.



Registered Office  
Virginia House  
37 J. L. Nehru Road, Kolkata 700 071 India  
Telephone : 91 33 22889371  
Fax : 91 33 22882259/2260/1256

22<sup>nd</sup> August, 2005

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

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

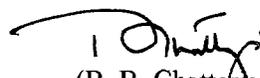
The Secretary  
The Calcutta Stock  
Exchange Association Ltd.  
7, Lyons Range  
Kolkata 700 001

Dear Sirs,

**94<sup>th</sup> Annual General Meeting of the Company**

Further to our letter dated 1<sup>st</sup> August, 2005 on the subject, we now enclose a copy of the Minutes of the proceedings of the 94<sup>th</sup> Annual General Meeting of the Company, held on 29<sup>th</sup> July, 2005, at Kolkata.

Yours faithfully,  
ITC Limited

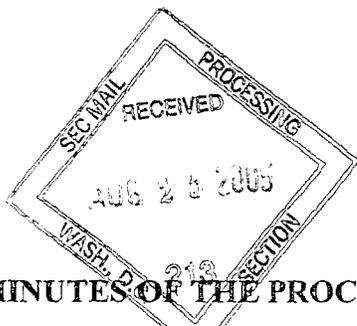
  
(B. B. Chatterjee)  
Executive Vice President &  
Company Secretary

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  
11 Avenue de la Porte - Neuve  
L-2227 Luxembourg



000449

## ITC Limited

**MINUTES OF THE PROCEEDINGS OF THE NINETY-FOURTH ANNUAL  
GENERAL MEETING OF THE MEMBERS OF ITC LIMITED HELD ON  
FRIDAY, 29<sup>TH</sup> JULY, 2005 AT 10.30 A.M. AT SCIENCE CITY, MAIN  
AUDITORIUM, JBS HALDANE AVENUE, KOLKATA 700 046**

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### PRESENT

**DIRECTORS** : Mr. Y. C. Deveshwar (in the Chair)  
Mr. J. P. Daly  
Mr. C. R. Green  
Mr. Ajeet Prasad  
Mr. P. B. Ramanujam  
Mr. S. S. H. Rehman  
Dr. B. Sen  
Mr. A. Singh  
Dr. Ram S. Tarneja  
Mr. K. Vaidyanath  
Mr. B. Vijayaraghavan

**COMPANY SECRETARY** : Mr. B. B. Chatterjee

**UTI Mutual Fund and  
The Specified Undertaking of  
the Unit Trust of India**

by their Representative

Mr. A. K. Sen

**Life Insurance Corporation of India**

by its Representative

Md. Azeezuddin

**General Insurance Corporation of India**

by its Proxy

Mr. A. K. Das

**The New India Assurance Company Ltd.**

by its Representative

Dr. A. K. Mullick

**The Oriental Insurance Company Ltd.**

by its Representative

Mr. N. K. Das

**National Insurance Company Ltd.**

by its Representative

Mr. A. K. Das

**United India Insurance Co. Ltd.**

by its Representative

Mr. S. Sen

**IFCI Ltd.**

by its Representative

Mr. D. Ghosh

**Industrial Development Bank of India Ltd.**

by its Representative

Mr. S. C. Saha

**Tobacco Manufacturers (India) Ltd.**

by its Representative

Mr. C. R. Green

**Myddleton Investment Company Ltd.**

by its Representative

Mr. C. R. Green

**Rothmans International Enterprises Ltd.**

by its Representative

Mr. C. R. Green

(Details of other Members and Proxies present at the Meeting - as per Annexure attached.)

1. Mr. Y. C. Deveshwar, Chairman of the Company, took the Chair and welcomed all those present to the 94<sup>th</sup> Annual General Meeting of the Company.



2. The business before the Meeting was taken up after having established that the requisite quorum was present.
3. The Register of Directors' Shareholdings and the signed Auditors' Report were placed before the Meeting and both remained open and accessible during the continuance of the Meeting.
4. The Certificate dated 21<sup>st</sup> May, 2005, from Messrs. A. F. Ferguson & Co., Chartered Accountants, Auditors of the Company, in respect of the Company's Employee Stock Option Scheme, was also placed before the Meeting, as required under the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.
5. The Chairman drew attention of those present to the demise of Mr. A. N. Haksar, the first Indian Chairman of the Company, on 19<sup>th</sup> May, 2005. The Meeting observed a period of silence as a mark of respect to the departed soul.
6. The Chairman on the occasion of the 94<sup>th</sup> Annual General Meeting delivered his Speech on 'Inclusive and Sustainable Growth – ITC's Enduring Contribution'. The Meeting applauded the Chairman's Address.
7. The Chairman shared the highlights of the unaudited financial results (provisional) for the First Quarter ended 30<sup>th</sup> June, 2005, which were approved by the Board of Directors of the Company earlier that morning. The Meeting applauded the performance of the Company.
8. The Notice dated 17<sup>th</sup> June, 2005 convening the 94<sup>th</sup> Annual General Meeting and the Report and Accounts for the financial year ended 31<sup>st</sup> March, 2005, as previously circulated, were taken as read with the consent of the Meeting.
9. Mr. M. S. Dharmadhikari, Senior Partner, Messrs. A. F. Ferguson & Co., Chartered Accountants, Auditors of the Company, read the Auditors' Report dated 27<sup>th</sup> May, 2005 on the Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2005.

## 10. RESOLUTION NO. 1 - ORDINARY RESOLUTION

**“Resolved that the Balance Sheet of the Company as at 31<sup>st</sup> March, 2005, the Profit and Loss Account of the Company for the financial year ended 31<sup>st</sup> March, 2005, together with the Schedules and Notes, as annexed thereto, the Report of the Directors & Management Discussion and Analysis dated 27<sup>th</sup> May, 2005 attached thereto, and the Auditors' Report to the Members dated 27<sup>th</sup> May, 2005, be and are hereby approved and adopted.”**

On the Resolution being proposed by Mr. D. Dutta and seconded by Mr. B. Venkataratnam as an Ordinary Resolution, the Chairman enquired from the Members present if there were any clarifications required on the Report and Accounts of the Company. Amongst others, Messrs. S. Ghosh, S. C. Goel, B. S. Srimal, K. L. Mallik, S. N. Chatterjee, T. P. Goyal, S. K. Mitra, B. Venkataratnam, P. K. Chatterjea, M. K. Gupta and G. S. Pandey congratulated the Chairman and the Board of Directors of the Company on the excellent results and their recommendations for higher dividend, stock split & bonus shares, made suggestions and sought clarifications, inter alia, on the Report and Accounts of the Company, its various business segments, employee stock options, deployment of funds, manufacturing capacity, environment, occupational health & safety matters and future plans of the Company. The Members appreciated the high standard of corporate governance practised by the Company, resolution of excise and luxury tax matters, receipt of ISO 9001:2000 certification for investor servicing and other awards & accreditations. The Members also appreciated ITC's contribution to the 'Triple Bottom Line' and its commitment beyond the market.

The Chairman thanked the Members for their kind comments, suggestions and continued support. The Chairman replied to the queries of the Members to their satisfaction.

The Resolution was thereafter put to vote and on a show of hands declared carried unanimously.



11. **RESOLUTION NO. 2 - ORDINARY RESOLUTION**

**“Resolved that dividend at the rate of Rs. 31/- (Rupees Thirty One) per Ordinary Share, absorbing Rs. 773,24,56,356/- (Rupees Seven Hundred Seventy Three Crores Twenty Four Lakhs Fifty Six Thousand Three Hundred and Fifty Six), be and is hereby declared on 24,94,34,076 (Twenty Four Crores Ninety Four Lakhs Thirty Four Thousand and Seventy Six) Ordinary Shares of Rs. 10/- (Rupees Ten) each, fully paid [including 12,12,747 (Twelve Lakhs Twelve Thousand Seven Hundred and Forty Seven) new Ordinary Shares, issued and allotted in accordance with the Scheme of Amalgamation of ITC Hotels Limited and Ansal Hotels Limited with the Company, and ranking pari passu with the existing Ordinary Shares of the Company], out of the net profits of the Company for the financial year ended 31<sup>st</sup> March, 2005, payable on or after 29<sup>th</sup> July, 2005 to those Members entitled thereto and whose names appear on the Register of Members of the Company on 29<sup>th</sup> July, 2005, or to their mandatees, and to the beneficial owners as on 19<sup>th</sup> July, 2005 as per details furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of dematerialised shares.”**

The Resolution was duly proposed by Mr. H. Kampani and seconded by Mr. M. K. Gupta as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

12. **RESOLUTION NO. 3 - ORDINARY RESOLUTION**

**“Resolved that Mr. Pillappakkam Bahukutumbi Ramanujam who retires by rotation at this Meeting in accordance with the provisions of Article 91 of the Articles of Association of the Company and who is eligible for re-election in terms of Article 93 of the Articles of Association of the Company be and is hereby re-elected a Director of the Company.”**

The Resolution was duly proposed by Mr. S. K. Ghose and seconded by Mr. S. K. Dutt as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

*a*

13. RESOLUTION NO. 4 - ORDINARY RESOLUTION

000454

**“Resolved that Mr. Charles Richard Green who retires by rotation at this Meeting in accordance with the provisions of Article 91 of the Articles of Association of the Company and who is eligible for re-election in terms of Article 93 of the Articles of Association of the Company be and is hereby re-elected a Director of the Company.”**

The Resolution was duly proposed by Mr. A. K. Sinha and seconded by Mr. S. C. Goel as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

14. RESOLUTION NO. 5 - ORDINARY RESOLUTION

**“Resolved that Mr. Krishnamoorthy Vaidyanath who retires by rotation at this Meeting in accordance with the provisions of Article 91 of the Articles of Association of the Company and who is eligible for re-election in terms of Article 93 of the Articles of Association of the Company be and is hereby re-elected a Director of the Company.”**

The Resolution was duly proposed by Mr. K. L. Mallik and seconded by Mr. S. K. Mahawar as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

15. RESOLUTION NO. 6 - ORDINARY RESOLUTION

**“Resolved that Mr. Yesh Pall Gupta who retires by rotation at this Meeting in accordance with the provisions of Article 91 of the Articles of Association of the Company and who is eligible for re-election in terms of Article 93 of the Articles of Association of the Company be and is hereby re-elected a Director of the Company.”**

The Resolution was duly proposed by Mr. S. C. Ghatak and seconded by Mr. D. K. Das as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.



16. **RESOLUTION NO. 7 - SPECIAL RESOLUTION**

**“Resolved that Messrs. A. F. Ferguson & Co., Chartered Accountants, be and are hereby appointed as the Auditors of the Company to hold such office until the conclusion of the next Annual General Meeting to conduct the audit at a remuneration of Rs. 105,00,000/- payable in one or more instalments plus service tax as applicable, and reimbursement of out-of-pocket expenses incurred.”**

The Resolution was duly proposed by Mr. K. C. Wadhwa and seconded by Mr. S. Guha as a Special Resolution.

The Special Resolution was put to vote and on a show of hands declared carried unanimously.

17. **RESOLUTION NO. 8 - ORDINARY RESOLUTION**

**“Resolved that Mr. John Patrick Daly be and is hereby appointed a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation, for a period of five years from the date of this Meeting, or till such earlier date to conform with the policy on retirement as may be determined by the Board of Directors of the Company and / or by any applicable statutes, rules, regulations or guidelines.”**

The Resolution was duly proposed by Mr. G. C. De and seconded by Mr. A. Chaturvedi as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.



18. **RESOLUTION NO. 9 - ORDINARY RESOLUTION**

**“Resolved that, in accordance with the applicable provisions of the Companies Act, 1956, or any amendment or re-enactment thereof, this Meeting hereby approves the re-appointment of Mr. Krishnamoorthy Vaidyanath as a Director, liable to retire by rotation, and also as a Wholetime Director of the Company, for a period of five years with effect from 17<sup>th</sup> January, 2006, or till such earlier date to conform with the policy on retirement as may be determined by the Board of Directors of the Company and / or by any applicable statutes, rules, regulations or guidelines, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting.”**

The Resolution was duly proposed by Mr. R. Gupta and seconded by Mr. S. Ghosh as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

19. **RESOLUTION NO. 10 - ORDINARY RESOLUTION**

**“Resolved that, in accordance with the applicable provisions of the Companies Act, 1956 and the Listing Agreement with Stock Exchanges, or any amendment or re-enactment thereof, consent be and is hereby accorded for payment of fees to the Non-Executive Directors of the Company, for attending meetings of the Board of Directors (‘the Board’) or Committees thereof, of amount(s), as may be determined by the Board, within the limit of Rs. 20,000/- (Rupees Twenty Thousand) individually per meeting as presently prescribed by the Central Government or such other limit as may be prescribed by the Central Government from time to time in that behalf.”**

The Resolution was duly proposed by Mr. S. Mitra and seconded by Mr. G. S. Pandey as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

20. **RESOLUTION NO. 11 – SPECIAL RESOLUTION**

000457

**“Resolved that, in accordance with the applicable provisions of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, the Listing Agreement with Stock Exchanges and the Companies Act, 1956, or any amendment or re-enactment thereof, grant of Options to any Non-Executive Director of the Company, as may be determined by the Board of Directors under the Employee Stock Option Scheme of the Company, shall not exceed 10,000 (Ten Thousand) Options in a financial year and 75,000 (Seventy Five Thousand) Options during the entire period of tenure as such Director, provided however that a Non-Executive Director would be permitted to exercise no more than 50,000 (Fifty Thousand) Options in the aggregate.”**

The Resolution was duly proposed by Mr. T. P. Goyal and seconded by Mr. D. Chakraborty as a Special Resolution.

The Special Resolution was put to vote and on a show of hands declared carried by requisite majority.

21. **RESOLUTION NO. 12 – ORDINARY RESOLUTION**

**“Resolved:**

- (a) **that in accordance with the provisions of Sections 13, 16 and 94 and other applicable provisions, if any, of the Companies Act, 1956, or any amendment or re-enactment thereof and the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions, if any, required from any authority, the existing Ordinary Shares of the face value of Rs. 10/- (Rupees Ten) each in the Share Capital of the Company be sub-divided such that each Ordinary Share of the face value of Rs. 10/- (Rupees Ten) is sub-divided into 10 (Ten) Ordinary Shares of the face value of Re. 1/- (Rupee One) each and consequently, the Share Capital of the Company of Rs. 300,00,00,000/- (Rupees Three Hundred Crores) be divided into 300,00,00,000 (Three Hundred Crores) Ordinary Shares of the face value of Re. 1/- (Rupee One) each, with effect from the**

**'Record Date' to be determined by the Board of Directors of the Company ('the Board', which term shall be deemed to include any Committee thereof) for the purpose;**

- (b) that pursuant to the sub-division of the Ordinary Shares of the Company, the Issued, Subscribed and Paid-up Ordinary Shares of the face value of Rs.10/- (Rupees Ten) each, as existing on the Record Date, shall stand sub-divided into Ordinary Shares of the face value of Re. 1/- (Rupee One) each fully paid-up, with effect from the Record Date;**
- (c) that the issued Ordinary Shares of the Company as are held by Members in certificate form be cancelled and in lieu thereof fresh share certificates be issued for the sub-divided Ordinary Shares in accordance with the provisions of the Companies (Issue of Share Certificates) Rules, 1960, and where Members hold Ordinary Shares (or opt to receive the sub-divided Ordinary Shares) in dematerialised form, the sub-divided Ordinary Shares in lieu thereof be credited to the respective beneficiary accounts of the Members with their respective Depository Participants;**
- (d) that for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts / deeds, matters and things and give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."**

The Resolution was duly proposed by Ms. S. Sharma and seconded by Mr. K. K. Das as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.



22. **RESOLUTION NO. 13 – ORDINARY RESOLUTION**

**“Resolved that the Share Capital of the Company be increased from Rs. 300,00,00,000/- (Rupees Three Hundred Crores) divided into 300,00,00,000 (Three Hundred Crores) Ordinary Shares of Re. 1/- (Rupee One) each (consequent upon sub-division of the Ordinary Shares of the Company from Rs. 10/- per Ordinary Share to Re. 1/- per Ordinary Share) to Rs. 500,00,00,000/- (Rupees Five Hundred Crores) divided into 500,00,00,000 (Five Hundred Crores) Ordinary Shares of Re. 1/- (Rupee One) each by creation of further 200,00,00,000 (Two Hundred Crores) Ordinary Shares of Re. 1/- (Rupee One) each, with effect from the Record Date to be determined by the Board of Directors of the Company (which term shall be deemed to include any Committee thereof) for the purpose of sub-division of Ordinary Shares.”**

The Resolution was duly proposed by Mr. T. Chakrabarty and seconded by Mr. M. Mehra as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

23. **RESOLUTION NO. 14 – SPECIAL RESOLUTION**

**“Resolved that the Articles of Association of the Company be amended by the deletion of the existing Article 4 and by the substitution therefor the following, with effect from the Record Date to be determined by the Board of Directors of the Company (which term shall be deemed to include any Committee thereof) for the purpose of sub-division of Ordinary Shares -**

**‘4. The Share Capital of the Company is Rs. 500,00,00,000/- divided into 500,00,00,000 Ordinary Shares of Re. 1/- each.’ ”**

The Resolution was duly proposed by Mr. A. K. Sil and seconded by Mr. S. C. Dey as a Special Resolution.

The Special Resolution was put to vote and on a show of hands declared carried unanimously.

## 24. RESOLUTION NO. 15 – ORDINARY RESOLUTION

**“Resolved:**

- (a) that in accordance with the applicable provisions of the Companies Act, 1956, or any amendment or re-enactment thereof and the enabling provisions of the Articles of Association of the Company and subject to the Guidelines issued by the Securities and Exchange Board of India (SEBI) in this behalf and subject to such approvals, consents, permissions and sanctions as may be necessary from appropriate authorities, consent be and is hereby accorded to the Board of Directors of the Company (‘the Board’, which term shall be deemed to include any Committee thereof) for capitalisation of a sum not exceeding Rs. 125,21,24,295/- (Rupees One Hundred Twenty Five Crores Twenty One Lakhs Twenty Four Thousand Two Hundred and Ninety Five) from the General Reserves of the Company for the purpose of issue of Bonus Shares of Re. 1/- (Rupee One) each, credited as fully paid-up Ordinary Shares to the holders of the Ordinary Shares of the Company whose names shall appear on the Register of Members on the ‘Record Date’ to be determined by the Board for the purpose, in the proportion of 1 (One) Bonus Share of Re. 1/- each for every 2 (Two) fully paid-up Ordinary Shares of Re. 1/- each held by them and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the nominal amount in the Capital of the Company held by each such Member, and not as income;
- (b) that the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid-up Ordinary Shares of the Company as existing on the Record Date, save and except that they shall not participate in any dividend in respect of any financial year up to and including 31<sup>st</sup> March, 2005;
- (c) that the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

- (d) that no letter of allotment shall be issued in respect of the Bonus Shares but in the case of Members who hold Ordinary Shares (or opt to receive the Bonus Shares) in dematerialised form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Ordinary Shares in certificate form, the share certificates in respect of the Bonus Shares shall be despatched, within such time as prescribed by law and the relevant authorities;
- (e) that no fractions, if any, arising out of the issue and allotment of the Bonus Shares shall be allotted by the Company and the Company shall not issue any certificate or coupon in respect thereof but all such fractional entitlements, if any, shall be consolidated and the Bonus Shares, in lieu thereof, shall be allotted by the Board to nominee(s) to be appointed by the Board, who shall hold the same as trustee(s) for the Members entitled thereto, and sell the said Shares so arising at the prevailing market rate and pay to the Company the net sale proceeds thereof, after adjusting therefrom the cost and expenses in respect of such sale, for distribution to Members in proportion to their fractional entitlements;
- (f) that the issue and allotment of the Bonus Shares to Non-Resident Members, Foreign Institutional Investors (FIIs) & other foreign investors and / or distribution of net sale proceeds in respect of fractions to which such Members may be entitled, be subject to the approval of the Reserve Bank of India, as may be necessary;
- (g) that for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts / deeds, matters and things and give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

The Resolution was duly proposed by Mr. J. Chatterjee and seconded by Mr. R. K. Sethia as an Ordinary Resolution.

The Resolution was put to vote and on a show of hands declared carried unanimously.

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25. The business before the 94<sup>th</sup> Annual General Meeting of the Company having been transacted, the Chairman thanked all those present and declared the Meeting as concluded.

**Date:** 20<sup>th</sup> Aug., 2005

  
**CHAIRMAN**

ANNEXURE - LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member               | Name of Member             |
|------------------------------|----------------------------|
| ABDULLABHOY ADAMALI          | ACHARYA JYOTIRMAY          |
| ADDY SUDIPTA                 | AGARWAL GIRIJA SHANKER     |
| AGARWALA DEOKI NANDAN        | AGRAWAL HEMANT KUMAR       |
| AGRAWAL PRIYANKA             | AGRAWAL RAJENDRA PRASAD    |
| ALI ASIFAR                   | ALI SK AHAMMAD             |
| ALI SK AKBAR                 | AMOSE PETER INBAMONEY      |
| ANSARI ZIAUL HAQUE           | AUDDY MOHAN LAL            |
| BAGRI MURLIDHAR              | BAIDYA ASHOK KUMAR         |
| BANDYOPADHYAY MITRA          | BANERJEE PRODIPTO          |
| BANERJEE AJIT                | BANERJEE ALOK NATH         |
| BANERJEE ANANDA RUP          | BANERJEE BALARAM           |
| BANERJEE DEEPTI PRAKASH      | BANERJEE DILIP KUMAR       |
| BANERJEE DIPAK KUMAR         | BANERJEE KAMAL KRISHNA     |
| BANERJEE LIPIKA              | BANERJEE MANISHA           |
| BANERJEE MEGHNATH            | BANERJEE MIHIR KUMAR       |
| BANERJEE MILI                | BANERJEE NARAYAN           |
| BANERJEE PRABAL KUMAR        | BANERJEE PRITI KUMAR       |
| BANERJEE RAM SANKAR          | BANERJEE RATNA             |
| BANERJEE SAMAR               | BANERJEE SAMIRENDRA NATH   |
| BANERJEE SANJOY KUMER        | BANERJEE SOM NATH          |
| BANERJEE SUBIR KUMAR         | BANERJEE SUMIT             |
| BANERJEE TAMAL               | BANIK ANJULA               |
| BANIK ASIT                   | BANIK DULAL CHANDRA        |
| BARDHAN AJOY KUMAR           | BARDHAN SIMA               |
| BARDHAN TAPAN KUMAR          | BARMECHA CHAMPALALL        |
| BASAK BAPI                   | BASAK CHIRANJIT            |
| BASAK NIRMAL KUMAR           | BASAK SANAT KUMAR          |
| BASAK SIMA                   | BASU PRONAB KUMAR          |
| BASU ANIL KUMAR              | BASU ARUN KUMAR            |
| BASU BIJOYA                  | BASU KAMALENDU             |
| BASU MUKUL KUMAR             | BASU MUKUNDA LAL           |
| BASU NABENDU                 | BASU PRATIK KUMAR          |
| BASU RABINDRA NATH           | BASU RATINDRA NATH         |
| BASU SAKTI PADA              | BASU SHILA                 |
| BASU SUBIR KUMAR             | BATULA SIVANNARAYANA SIDDA |
| BEGUM JAHANARA               | BHAGAT NEPAL CHANDRA       |
| BHANDARY GOPAL CHANDRA       | BHAR BIMAL                 |
| BHAR RABINDRA NATH           | BHAR SHANKAR               |
| BHAR TAPAN KUMAR             | BHARTIA SUSHIL KUMAR       |
| BHATTACHARJEE DHIRENDRA NATH | BHATTACHARJEE NANDITA      |
| BHATTACHARJEE PRADYOT KUMAR  | BHATTACHARJEE PURBASA      |
| BHATTACHARJEE RABINDRA NATH  | BHATTACHARJEE RANOJOY      |
| BHATTACHARJEE SIDDHARTHA     | BHATTACHARJEE TAPAS        |
| BHATTACHARYA DEBASISH        | BHATTACHARYA DHIMAN        |
| BHATTACHARYA PRABIR          | BHATTACHARYA UJJAL         |
| BHATTACHARYYA BARUN KUMAR    | BHATTACHARYYA SUDHAMOY     |
| BHAWSINGHKA ARUN KUMAR       | BHOWMIK ARIJIT             |
| BHOWMIK NIMAI DAS            | BHOWMIK RAJAT KANTA        |
| BISWAS BAIDYA NATH           | BISWAS MANASH              |
| BISWAS PRATIMA               | BISWAS PROTIMA             |
| BISWAS SAKTI PRASAD          | BISWAS SMITA               |
| BISWAS CHITRA                | BISWAS SUSANTA KUMAR       |
| BORAL DIPTI                  | BOSE ARUN                  |
| BOSE ASOKE KUMAR             | BOSE KRISHNENDU            |
| BOSE NIRMAL                  | BOSE PRATEEK               |
| BOSE SANDHYA                 | BOSE SUBRATA               |

LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY . 2005.

| Name of Member               | Name of Member             |
|------------------------------|----------------------------|
| BOTHRA VIJAY KUMAR           | BURMAN HARI DAS            |
| BYSACK AMIT                  | BYSACK AMIT                |
| CHAKRABARTY KUMUD RANJAN     | CHAKRABARTI RAMKRISHNA     |
| CHAKRABARTY DIPAK KUMAR      | CHAKRABARTY KALIDAS        |
| CHAKRABARTY SUPRIYA          | CHAKRABARTY TAPAS          |
| CHAKRABORTY AMAL KUMAR       | CHAKRABORTY BIMAL          |
| CHAKRABORTY BITHIKA          | CHAKRABORTY DIPANKAR       |
| CHAKRABORTY MAINAK           | CHAKRABORTY RAJAT KANTI    |
| CHAKRABORTY RAJAT KANTI      | CHAKRABORTY SUJIT          |
| CHAKRABORTY TAPAN MOHAN      | CHAKRABORTY DEBAPROSAD     |
| CHANDNA SHAMIM AHMED         | CHANDRA NIRMAL KUMAR       |
| CHANDRA PRASENJIT            | CHANDRA RUP NARAYAN        |
| CHANDRA TAPASH               | CHANDRA TAPASH             |
| CHATTERJEA NIRMALENDU SEKHAR | CHATTERJEA PRADIP KUMAR    |
| CHATTERJEE ANANDA JYOTI      | CHATTERJEE BASUDEV         |
| CHATTERJEE BISHWA BEHARI     | CHATTERJEE CHANDIDAS       |
| CHATTERJEE JAYABRATA         | CHATTERJEE KAUSIK          |
| CHATTERJEE KRISHNA DAS       | CHATTERJEE ANINDYA         |
| CHATTERJEE NISITH KUMAR      | CHATTERJEE PADMA           |
| CHATTERJEE PINAKI            | CHATTERJEE PRADIP          |
| CHATTERJEE PROBUDDHA NATH    | CHATTERJEE RANABIR         |
| CHATTERJEE SAMBHU KINKAR     | CHATTERJEE SATI NATH       |
| CHATTERJEE SHIB NATH         | CHATTERJEE SOMENDRA MOHAN  |
| CHATTERJEE SOUMITRA          | CHATTERJEE SUBHRA          |
| CHATTERJEE TARAK NATH        | CHATTERJI ARUN KUMAR       |
| CHATTOPADHYA ASHOKE KUMAR    | CHATTORAJ DEB KUMAR        |
| CHATURVEDI ASHOK             | CHAUDHARY RAMSWAROOP       |
| CHAUDHURI AKINCHAN PAUL      | CHAUDHURI APURBA KRISHNA   |
| CHAUDHURI SATYANARAYAN       | CHAUDHURI SOUMITRA MITRA   |
| CHAUDHURI TUSHAR KANTI       | CHAUDHURY SANJOY PAUL      |
| CHAUHAN RAJESH KUMAR         | CHAUHAN SHIW MURTI         |
| CHORADIA MOOL CHAND          | CHOUDHURY ANUPAMA          |
| CHOUDHURY BENOYENDRA NARAYAN | CHOUDHURY MUKUL            |
| CHOUDHURY RITA               | CHOUDHURY SIBNATH          |
| CHOWDHURI SHAMAL PAL         | CHOWDHURY ASHOK            |
| CHOWDHURY BASUDEV            | CHOWDHURY BIJOYA           |
| CHOWDHURY DILIP KUMAR        | CHOWDHURY GOKULENDRA KUMAR |
| CHOWDHURY KAMAL ROY          | CHOWDHURY PANCHU GOPAL ROY |
| CHOWDHURY RATAN ROY          | CHOWDHURY SANDHYA          |
| CHOWDHURY SHEFALI PAUL       | CHOWDHURY SHEFALI PAUL     |
| CHOWDHURY SUBHASH CHANDRA    | CHOWDHURY SUDHANGSU PAUL   |
| CHOWDHURY SUKUMAR            | CHUNDER JYOTI PROKASH      |
| CHUNDER JYOTI PROKASH        | CHUNDER SUJATA             |
| COOMAR HIRENDRA NATH         | DAGA SHREE KANTA           |
| DAGA VISHWESHWAR             | DAMANI GHANSHYAM DAS       |
| DAMANI NAWAL KISHORE         | DAN ARIN                   |
| DAN RANJIT KUMAR             | DAS KALYAN KUMAR           |
| DAS ANAL KUMAR               | DAS ANITYA                 |
| DAS ANJAN                    | DAS ANJANA                 |
| DAS APURBADEB                | DAS ARUNAVA                |
| DAS ARUP KUMAR               | DAS ARUP KUMAR             |
| DAS ASIT RANJAN              | DAS BEETHI                 |
| DAS BIMAL KUMAR              | DAS BINODANANDA            |
| DAS CHAMELI                  | DAS DEBABRATA              |
| DAS DILIP KUMAR              | DAS JAYANTA KUMAR          |

LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member           | Name of Member           |
|--------------------------|--------------------------|
| DAS KALIPADA             | DAS KANCHAN KUMAR        |
| DAS KRITI                | DAS LAKSHMI NARAYAN      |
| DAS LIPI                 | DAS MANINDRA DEB         |
| DAS MANINDRADEB          | DAS NITAI                |
| DAS PRANAB KUMAR         | DAS PRASANTA KUMAR       |
| DAS PRATUL CHANDRA       | DAS PRATUL KUMAR         |
| DAS RANI                 | DAS RINA                 |
| DAS RINI                 | DAS RUMA                 |
| DAS SAIBAL               | DAS SANJIT KUMAR         |
| DAS SH DEB KUMAR         | DAS SHAMPA               |
| DAS SIPRA                | DAS SISIR KUMAR          |
| DAS SMRITI               | DAS SOUMEN               |
| DAS SUBHASH CHANDRA      | DAS SUBIR KANTI          |
| DAS SWAPAN KUMAR         | DAS SWAPAN KUMAR         |
| DAS T K                  | DAS TUHINANSU            |
| DASGUPTA SASANKA BIJOY   | DASS ASHOKE              |
| DASS ASHOKE              | DASS CHIRA RANJAN        |
| DATTA AMAR RANJAN        | DATTA ASHOKE KUMAR       |
| DATTA MRIDULA            | DATTA PARTHASARATHI      |
| DATTA PRABIR KUMAR       | DATTA SAMIR NATH         |
| DATTA SARADINDU NARAYAN  | DATTA URMI               |
| DATTACHAUDHURI UTPAL     | DE ARINDRA KUMAR         |
| DE ASIS                  | DE DIPAK KUMAR           |
| DE GOBINDA CHANDRA       | DE JONAKI                |
| DE JOYDEB                | DE KALYAN KISORE         |
| DE KAMAL KUMAR           | DE PRABAL KUMAR          |
| DE PRABAL KUMAR          | DE PRANAB KANTI          |
| DE RABINDRA NATH         | DE RAMA                  |
| DE RANJAN KUMAR          | DE SISIR RANJAN          |
| DE SUBRATA               | DE SUPARNA               |
| DE TAPAN KUMAR           | DEB RAI MOHON            |
| DEVESHWAR YOGESH CHANDER | DEVESHWAR YOGESH CHANDER |
| DEY ASHIM KUMAR          | DEY ANIMA                |
| DEY BANDANA              | DEY CHANDI CHARON        |
| DEY GORA CHAND           | DEY KALA CHAND           |
| DEY MATHURA MOHAN        | DEY MEGHAMALA            |
| DEY PHANINDRA CHANDRA    | DEY RAMA                 |
| DEY SHYAMALI             | DEY SOUMENDRA            |
| DEY SUBHASH CHANDRA      | DEY SUBHRA               |
| DHANG DIPAK              | DHAR AMITA               |
| DHAR CHANDAN             | DHAR CHHABI              |
| DHAR PRABHAT RANJAN      | DHAR PRABHAT RANJAN      |
| DHAR RUP CHAND           | DHAR SUBIR CHANDRA       |
| DHAR SUNIL KUMAR         | DHAR TAPAN               |
| DIXIT PBK BINDU DEV      | DUTT BIRENDRA LAL        |
| DUTT BIRENDRA LALL       | DUTT CHAMELI             |
| DUTT MANISH              | DUTT PRASANTA KUMAR      |
| DUTT RABINDRA NATH       | DUTT RABINDRANATH        |
| DUTT SUSANTA KUMAR       | DUTTA ANIRBAN            |
| DUTTA ASHOKE KUMAR       | DUTTA ASISH              |
| DUTTA BIKASH RANJAN      | DUTTA DEBASISH           |
| DUTTA DIPAK              | DUTTA DIPAK              |
| DUTTA DIPAK              | DUTTA DIPAK KUMAR        |
| DUTTA DIPAK KUMAR        | DUTTA DIPAK KUMAR        |
| DUTTA MALAY KUMAR        | DUTTA PRADIP KUMAR       |

LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member         | Name of Member        |
|------------------------|-----------------------|
| DUTTA SAMIR KUMAR      | DUTTA SANTIMOY        |
| DUTTA SAROJ KUMAR      | DUTTA SWAPNA          |
| DUTTA SWAPNA           | DWARKANI SURAJ RATAN  |
| EHSAN MD SHARIQUE      | FARUQUE MD            |
| GANESAN SUBRAMANIAN    | GANGOPADHYAY SUPRIYA  |
| GANGULY ANJAN KUMAR    | GANGULY ASHOK KUMAR   |
| GANGULY BIMALENDU      | GANGULY GAUTAMI       |
| GANGULY IVA            | GANGULY NILAY KUMAR   |
| GEORGE MATHEWS         | GHATAK JIBAN KRISHNA  |
| GHATAK PLABANJIT       | GHATAK SUBHAS CHANDRA |
| GHOSAL SUDHAMOY        | GHOSAL SUDHAMOY       |
| GHOSE PABITRA KUMAR    | GHOSE RAM KAMAL       |
| GHOSE SUNIL KUMAR      | GHOSH A K             |
| GHOSH AMAR NATH        | GHOSH ANANDA KUMAR    |
| GHOSH ANUP KUMAR       | GHOSH ARIJIT          |
| GHOSH ARPAN            | GHOSH ASOK KUMAR      |
| GHOSH GOSTHABIHARI     | GHOSH KAMAL KANTI     |
| GHOSH MANABENDU        | GHOSH MRITYUNJOY      |
| GHOSH PRADIP KUMAR     | GHOSH PRADIP KUMAR    |
| GHOSH PROSAD CHANDRA   | GHOSH RABINDRA NATH   |
| GHOSH SAKTI PRASAD     | GHOSH SALIL KUMAR     |
| GHOSH SANDIP KUMAR     | GHOSH SUBIR           |
| GHOSH SUKLA            | GHOSH SUKUMAR         |
| GHOSH SUMITA           | GHOSH TAPAN KUMAR     |
| GHOSH TAPAS            | GHOSH TAPASI          |
| GHOSH TAPO GOPAL       | GHOSHAL DIPTI LAL     |
| GILRA CHAITANYA SWARUP | GILRA JYOTI SWARUP    |
| GILRA SITA DEVI        | GOEL SURESH CHANDRA   |
| GOOPTU TAPAN KUMAR     | GOYAL TRIBHUWAN PAL   |
| GOYAL TRIBHUWAN PAL    | GRANT KURUSH NOSHIR   |
| GUHA NITIN             | GUHA PRADYOT KUMAR    |
| GUHA SUKUMAR           | GUHA TAPATI           |
| GUPTA AMAL KUMAR       | GUPTA AMIT            |
| GUPTA ASHITAVA DUTTA   | GUPTA BIBEK           |
| GUPTA BILWESWAR        | GUPTA JYOTIRMAY SEN   |
| GUPTA KALYANI          | GUPTA KAUSHIK         |
| GUPTA KEDARNATH SEN    | GUPTA MAMATA DAS      |
| GUPTA MANOJ KUMAR      | GUPTA PRAMOD KUMAR    |
| GUPTA PRITINDU DAS     | GUPTA RANJIT          |
| GUPTA RAVI             | GUPTA SUMAYA          |
| HALDAR NIRAPADA        | HANIF MOHAMMAD        |
| HASAN MUSTARY          | HOLANI ANUPAMA        |
| HOSSAIN ABID           | HOSSAIN ANWAR         |
| HOSSAIN JABIR          | HOSSAIN JABIR         |
| HOSSAIN SABIR          | JAIN AMAR             |
| JAISWAL M P            | JAJOO ANIL KUMAR      |
| JAJOO MANJU            | JANA SUNIL KUMAR      |
| JHAN JAGDISH           | JHUNJHUNWALA SUMAN    |
| KAKRANIA AJJOY KUMAR   | KAMDAR BALWANTRAI     |
| KAMPANI HEMAL          | KAMPANI HEMAL         |
| KAMPANI HEMAL          | KAPOOR SANJAY KUMAR   |
| KAPOOR SATISH KUMAR    | KAR MINATI RANI       |
| KAR SANKAR PRASAD      | KEJRIWAL OM PRAKASH   |
| KEJRIWAL SANDHYA       | KHAITAN C P           |
| KHAN KAMALUDDIN        |                       |

LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member           | Name of Member             |
|--------------------------|----------------------------|
| KHANDELWAL ANITA         | KOTHARI GOPAL DAS          |
| KOTHARI SHIV SHANKER     | KUMAR BIPRA DAS            |
| KUMAR SAUMENDRA NATH     | KUMAR CHOWDHURY GOKULENDRA |
| KUNDU AMIT KUMAR         | KUNDU ANINDYA              |
| KUNDU BITHIKA            | KUNDU DEBABRATA            |
| KUNDU GAUTAM             | KUNDU JAGADISH CHANDRA     |
| KUNDU ALOKE              | KUNDU SOUMYENDRA NARAYON   |
| KUNDU SOUMYENDRA NARAYON | KUNDU SOUMYENDRA NARAYON   |
| KUNDU SUBRATA            | KUNDU SUMITA               |
| LAHA DEBAKI NANDAN       | LAHA LOKESH                |
| LALBASAK AMRITA          | LODH CHANDAN KUMAR         |
| M VISWANATHAN            | MADIA KETAN                |
| MAHALANOBIS SANDHYA      | MAHAWAR JAIKANT            |
| MAHAWAR SHREE KANT       | MAITRA SHARMILA            |
| MAJI MANOJ KUMAR         | MAJUMDAR AJIT RANJAN       |
| MAJUMDAR AMAL KUMAR      | MAJUMDAR BUDDHADEB         |
| MAJUMDER BIJOY GOPAL     | MAJUMDER MAYA              |
| MAJUMDER SUVASH CHANDRA  | MAL DURLABH CHANDRA        |
| MALICK PRADIP KUMAR      | MALICK SHABBAR IMAM        |
| MALLIK KASHMIR LAL       | MANDAL AMITESH             |
| MANDAL DILIP KUMAR       | MANDAL SANDHYA RANI        |
| MANDAL SATYA GOPAL       | MATHUR RAVI PRAKASH        |
| MAZUMDER MINA            | MEHRA DINESH DAS           |
| MEHRA MUKESH             | MEHRA NARESH DAS           |
| MEHRA VIDHI              | MENEZES MARIA              |
| MENEZES MARIA            | MISHRA KRISHNA CHANDRA     |
| MISRA RAJENDRA           | MITRA ALPANA               |
| MITRA BHUPAL CHANDRA     | MITRA MALAYA               |
| MITRA MANOJ KUMAR        | MITRA PARTHA SARATHI       |
| MITRA PRABIR             | MITRA PRATANU KUMAR        |
| MITRA SANDIP             | MITRA SUJIT KUMAR          |
| MITRA TAPAS KUMAR        | MITRA TARIT KANTI          |
| MITTER MINATI            | MODAK DEBASHIS             |
| MOLLA SK SAHIDULLA       | MONDAL PRADIP KUMAR        |
| MONDAL S C               | MUKERJEE ANANDA MOHON      |
| MUKERJEE ANJALI          | MUKERJEE ANJALI            |
| MUKHERJEE DILIP KUMAR    | MUKHERJEE KANIKA           |
| MUKHERJEE PROJESH KUMAR  | MUKHERJEE AMIT             |
| MUKHERJEE ARCHANA        | MUKHERJEE ARCHANA          |
| MUKHERJEE ARUNABHA       | MUKHERJEE BHABANI BILAS    |
| MUKHERJEE DEBABRATA      | MUKHERJEE DIBYENDU         |
| MUKHERJEE G SHEELA       | MUKHERJEE ASISH CHANDRA    |
| MUKHERJEE NIRANJAN       | MUKHERJEE PINAKI           |
| MUKHERJEE RABINDRA NATH  | MUKHERJEE RATHINDRA NATH   |
| MUKHERJEE RUPA           | MUKHERJEE SUBASIS          |
| MUKHERJEE SUCHARITA      | MUKHERJEE SUDIP KUMAR      |
| MUKHERJEE TAPAS          | MUKHERJEE UJJAL            |
| MUKHERJEE BHOLA NATH     | MUKHOPADHYAY SUBRATA       |
| MULLICK BASUDEV          | MULLICK BASUDEV            |
| MULLICK TAPAS KUMAR      | MUNDHRA PUSHPA             |
| MUNDHRA SHYAM SUNDAR     | NAG ARNAB KUMAR            |
| NAIR RAVI PRASAD         | NANDI ANIL KUMAR           |
| NANDI MADAN              | NANDI RANENDRA KRISHNA     |
| NANDI UDAY KUMAR         | NANDY ARUP KUMAR           |
| NANDY CHANDIDAS          | NANDY JUNU                 |

LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member             | Name of Member               |
|----------------------------|------------------------------|
| NANDY NRISINHA PROSAD      | NANDY SUBHANKAR              |
| NASIPURI MAMATA            | NASIPURI SANTOSH KUMAR       |
| NATH PARTHA PRATIM         | NATH PRANATI                 |
| NATH PRANATI               | NEOGI SABYASACHI             |
| NISTALA ARUNA SRINIVAS     | NIYOGI BIMAL KUMAR GUHA      |
| NONDY JOYDEEP              | NUNDY PRADIP KUMAR           |
| OJHA ARUN                  | PAL ALOK KUMAR               |
| PAL ASHOK KUMAR            | PAL DHIMAN                   |
| PAL PRANGOPAL              | PAL PRANGOPAL                |
| PAL SABITA                 | PAL SANTI BHUSAN             |
| PAL SWAPAN KUMAR           | PANDEY GANGA SAHAI           |
| PANDEY GANGA SAHAI         | PANDEY GANGA SAHAI           |
| PANDEY GANGA SAHAI         | PANDEY GANGA SAHAI           |
| PANDEY GANGA SAHAI         | PANIGRAHI ARUP               |
| PARASRAMPURIA PARVATI DEVI | PAUL AVIJIT KUMAR            |
| PAUL BIRENDRANATH          | PAUL DEVINDER SINGH          |
| PAUL RABINDRA NATH         | PAUL SANKAR KUMAR            |
| PAUL SUMIL KUMAR           | PAUL SWAPNA                  |
| PODDAR PRADIP KUMAR        | PODDAR RAJESH                |
| POONEVALA PURVEEN KHUSROO  | PRAMANICK BISWANATH          |
| PRASAD ANJALI              | PYNE SHRABONE                |
| RADHAKRISHNAN K            | RAHA NANDA DULAL             |
| RAI SHAILENDRA NATH        | RAMAGOPALAKRISHNAN HARIHARAN |
|                            | LAKSHMINARAYANAPURAM         |
| RANA RUBY                  | RANA RUBY                    |
| RAO MANJESHWAR BALACHANDRA | RATHI SHASHI KANT            |
| RATNAM BATHULA VENKATA     | RAY ALAKH RANA               |
| RAY AMIYA CHANDRA          | RAY ANADI RANJAN             |
| RAY DIPANKAR               | RAY JAYANTA KUMAR            |
| RAY KRISHNENDU             | RAY PRABIR                   |
| RAY SAMIR RANJAN SINHA     | RAY TAPAN KUMAR              |
| REDNAM VENKATA MOHANA RAO  | REHMAN S S H                 |
| REHMAN S S H               | ROSE V JOHN                  |
| ROUTH MADAN GOPAL          | ROY HRISHIKESH               |
| ROY AMARESH KUMAR          | ROY ASHOK KUMAR              |
| ROY BANIBRATA              | ROY BANKIM CHANDRA           |
| ROY BIJOY SINHA            | ROY BIPAD BHANJAN            |
| ROY DILIP KUMAR            | ROY DURGA PROSAD             |
| ROY KRISHNA                | ROY MANAS KUMAR              |
| ROY MATI LAL               | ROY NIRMAL CH                |
| ROY NIRMAL CH              | ROY NIRODE BARAN             |
| ROY PIJUSH KANTI           | ROY PRABIR KUMAR             |
| ROY RABINDRA NATH          | ROY SANTI KUMAR              |
| ROY SHIKHA                 | ROY SHYAMAL KUMAR            |
| ROY SIKHA                  | ROY SISIRENDU                |
| ROY SISIRENDU              | ROY SISIRENDU                |
| ROY TAPAN KUMAR            | ROY TAPAS KUMAR              |
| ROY TRIPTI SHEKHAR DUTT    | ROY UTTAM KUMAR              |
| ROYCHWODHARY AVIJIT        | S NATARAJAN V                |
| SABBERWAL BALDEV PARKASH   | SABBERWAL SUDHA              |
| SABOO HEMLATA              | SADHUKHAN AJIT KUMAR         |
| SAHA SEKHAR                | SAHA ACHINTYA KUMAR          |
| SAHA AMIT KUMAR            | SAHA AMIT KUMAR              |
| SAHA AMITAVA               | SAHA BISWANATH               |
| SAHA KAMAL                 | SAHA LAKSHMI NARAYAN         |
| SAHA MANORANJAN            | SAHA MANORANJAN              |

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OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Name of Member          | Name of Member               |
|-------------------------|------------------------------|
| SAHA MANORANJAN         | SAHA MRINAL KANTI            |
| SAHA JYOTI KANA         | SAHA NARAYAN CHANDRA         |
| SAHA NILIMA             | SAHA NILIMA                  |
| SAHA NISITH KUMAR       | SAHA PIJUSH KUMAR            |
| SAHA PRAN GOPAL         | SAHA PRASHANTA KUMAR         |
| SAHA RAGHU NATH         | SAHA RAJA GOPAL              |
| SAHA RAJA GOPAL         | SAHA SAMIR                   |
| SAHA SANJOY KUMAR       | SAHA SUDHIR CHANDRA          |
| SAHA SURESH CHANDRA     | SAMADDAR SUBRATA             |
| SAMADDAR SUSIL KUMAR    | SAMAJDAR SUBHASH CHANDRA     |
| SAMANTA SAMBHU NATH     | SARAF RAJENDRA KUMAR         |
| SARAOGI SHANKAR LAL     | SARBADHIKARY SWAPNA          |
| SARDA SUNIL             | SARDAR GOPI BALLAV           |
| SARKAR ASHIS            | SARKAR GAUTAM PRASAD         |
| SARKAR JAYA             | SARKAR NABA KUMAR            |
| SARKAR SABITA           | SARKAR SUJIT KUMAR           |
| SARKAR SUMIT KISOR      | SARKAR TAPAS KUMAR           |
| SARKAR UTPAL KUMAR      | SARKER BISWANATH             |
| SASMAL ASIT BARAN       | SEAL ANITA                   |
| SEAL BIDYUT KR          | SEAL TARUN KUMAR             |
| SEBASTIAN JAMES K       | SEN PRADIP KUMAR             |
| SEN RAM PRASAD          | SEN AJOY KUMAR               |
| SEN GOUTAM              | SEN JYOTSNA                  |
| SEN KAMAKHYA RANJAN     | SEN NIHAR KUMAR              |
| SEN SATYABRATA          | SEN SUBRATA                  |
| SEN UPENDRA NATH        | SEN UPENDRA NATH             |
| SENGUPTA PRABIR KUMAR   | SENGUPTA RANJIT              |
| SENGUPTA RANENDRA LAL   | SETHIA RAVINDRA KUMAR        |
| SHAH ALOKE              | SHAH SANJAY V                |
| SHAH VEENA C            | SHARMA SHARMILA              |
| SHAW MUNNA KUMAR        | SHAW MUNNA KUMAR             |
| SIBA KAMAKHYA PRASAD    | SIKDER PIJUSH PATI           |
| SIL AMAR NATH           | SIL AMAR NATH                |
| SIL ARPITA              | SIL ASIM KUMAR               |
| SIL ASIM KUMAR          | SIL ASOK KUMAR               |
| SIL DEBABRATA           | SINGH ANUP                   |
| SINGH LOKE NATH         | SINGH SADHANA                |
| SINGH SANJAY            | SINGHANIA VIJAY KUMAR        |
| SINGHI RAJENDRA KUMAR   | SINGHI RAJENDRA KUMAR        |
| SINHA ARUN KUMAR        | SINHA PRATAP RANJAN          |
| SINHA SAMBIT NATH       | SINHA SHYAMAL KUMAR          |
| SIRCAR BRAJOGOPAL       | SIRCAR SUBRATA               |
| SIRCAR SUNIRMAL         | SOM AMITABHA                 |
| SRIMAL BIJNAN SINGH     | STEPHANOS KURYAN GEORGE      |
| STEPHANOS REEZA         | STEPHANOS REEZA              |
| SUR ABHIJIT             | SUR BIBHUTI                  |
| SUR KAMALA KANTA        | SURENDER PADMINI             |
| SURENDER SANKARAN       | SURI LEILA                   |
| SURI RAJEEV KUMAR       | SURI RAMESH CHANDER          |
| TARNEJA RAM S           | TARNEJA RAM S                |
| TAWRI MOHAN LAL         | THACKER VASANTKUMAR JAMNADAS |
| THAKUR SUBHAS MOHAN     | TIWARI RAM RATAN             |
| TULSIAN ASHOK KUMAR     | TULSIAN SANWAR MALL          |
| VAIDYANATH K            | VAIDYANATH K                 |
| VAIDYANATH K            | WARDHAN VIVASH               |
| VARSHNEY GIRISH CHANDRA | VERMA MANISH                 |
| VIJAYARAGHAVAN B        | WADADAR BINOY BHUSHAN        |

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LIST OF MEMBERS WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY, 2005.

-----  
Name of Member

Name of Member  
-----

WADHWA BHISHAM LAL

WADHWA KAILASH C

WADHWA NITIN

WADHWA SANDEEP

GTC INDUSTRIES LIMITED

(By its representative)

R K JAJOO

EASTERN INVESTMENTS LIMITED

(By its representative)

J BANERJEE

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ANNEXURE - LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY, 2005.

| Member for whom attended       | Name of Proxy         |
|--------------------------------|-----------------------|
| ADAMS ANN                      | Y C DEVESHWAR         |
| ADHIKARY SHAMPA                | ASHOKE KUMAR ADHIKARY |
| ADHIKARY SHAMPA                | SUKAMAL SARKAR        |
| AGARWAL AJEET KR               | SK SAMSUDDIN          |
| AGARWAL AKHILESH KUMAR         | DIPAK PAL             |
| AGARWAL RAJ KUMAR              | Y C DEVESHWAR         |
| AGARWAL RAM GOPAL              | Y C DEVESHWAR         |
| AGARWAL SHYAM SUNDAR           | Y C DEVESHWAR         |
| AGARWALA SHYAM SUNDER          | SARITA SINGHANIA      |
| AGARWALA SHYAM SUNDER          | POONAM SINGHANIA      |
| AGARWALLA KAVITA               | ROHIT GODHYAM         |
| AGARWALLA PUSPA                | Y C DEVESHWAR         |
| AGARWALLA SHYAMLAL             | SUMIT MITRA           |
| AGGARWAL SURINDER              | Y C DEVESHWAR         |
| AGRAWAL SANJAY K               | SAMBHU CHAKRABORTY    |
| AGRAWAL SHAKUNTALA             | ANUP KUMAR AGRAWAL    |
| AGRAWAL SHYAMSUNDER            | BADAL KAR             |
| AGRAWALLA PRABHASH KUMAR       | RIKKY AGRARWAL        |
| AHLUWALIA SUNIR KANWAL         | Y C DEVESHWAR         |
| AHMAD IKHLAS                   | Y C DEVESHWAR         |
| AHMAD IKHLAS                   | Y C DEVESHWAR         |
| ALAGIRI N                      | UDES SHARMA           |
| AMMAL PONNU                    | V SUNDARAM            |
| ANAND GAUTAM                   | Y C DEVESHWAR         |
| BAI S MEERA                    | BISWAJIT DAS          |
| BAI SHANMUGAM MEERA            | Y C DEVESHWAR         |
| BALA RANI                      | Y C DEVESHWAR         |
| BANDYOPADHAYA TATINI           | ARINDAM BANDYOPADHYAY |
| BANERJEE DWAIPIYAN             | BISWAJIT BANERJEE     |
| BANERJEE GOUR                  | P ROY                 |
| BANERJEE JNANENDRA NATH        | K VAIDYANATH          |
| BANERJEE KANIKA                | P ROY                 |
| BANERJEE MEERA                 | SANTANU BANERJEE      |
| BARATAM BALAKRISHNA MURTY      | DINESH SHOW           |
| BARATAM CHANDRA SEKHARA PAKEER | PRADIP MITRA          |
| BARATAM KRISHNAVATARAM         | KRITTICK MITRA        |
| BARATAM VENKATARAMANAMURTY     | AMIT SINGH            |
| BARMECHA SUMITRA               | SUBODH KAISTHA        |
| BARTARIA JITENDRA KUMAR        | Y C DEVESHWAR         |
| BARTARIA KRISHNA KUMAR         | CHANCHAL DAS          |
| BARTARIA KRISHNA KUMAR         | MADHAB SANTRA         |
| BARTARIA SHIV KUMAR            | Y C DEVESHWAR         |
| BARTARIA VIRENDRA KUMAR        | Y C DEVESHWAR         |
| BASAK TARAK NATH               | HRISHIKESH BASAK      |
| BASKARAN M                     | Y C DEVESHWAR         |
| BASU DEVAPRIYA                 | ANINDYA BASU          |
| BASU DWIPAK KUMAR              | UTTAM SARKAR          |
| BASU KRISHNALINA               | IPSITA BASU           |
| BASU MANJULA                   | KAMALENDU BASU        |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended         | Name of Proxy                 |
|----------------------------------|-------------------------------|
| BHAGWANDAS VEENA                 | SUJIT KAPOOR                  |
| BHARTIA SANTOSH                  | SUSHIL KUMAR BHARTIA          |
| BHAT N RAGHAVENDRA               | Y C DEVESHWAR                 |
| BHAT N RAGHAVENDRA               | Y C DEVESHWAR                 |
| BHAT N RAGHAVENDRA               | Y C DEVESHWAR                 |
| BHAT VASUDEVA SHESHAGIRI         | Y C DEVESHWAR                 |
| BHATTACHARJEE CHHAYA             | SISIRENDRA NATH BHATTACHARYYA |
| BHATTACHARJEE GOURI SANKAR       | TAPENDRA MOHAN BISWAS         |
| BHATTACHARYA PARIMAL KANTI       | MONOJ BHATTACHARYA            |
| BHATTACHARYA UJJAL               | SOMA BHATTACHARYA             |
| BHATTACHERJEE IRA                | KOUSHICK BHATTACHARJEE        |
| BHAUMIK DURGAPRASAD              | SUJAY MITRA                   |
| BHOWMIK SAKTIPRASAD              | ASHIM ACHARYA                 |
| BHUTRA RAM PRASAD                | KARTICK SAHA                  |
| BILLIMORIA ALOO PHIROZSHAW       | Y C DEVESHWAR                 |
| BILLIMORIA ALOO PHIROZSHAW       | Y C DEVESHWAR                 |
| BILLIMORIA BURZIN ARDESHIR       | KISHOR DAS                    |
| BILLIMORIA PHIROZA               | BIJOY DAS                     |
| BILLIMORIA ZARIN ARDESHIR        | K VAIDYANATH                  |
| BINANI GOVIND DEVI               | SUSHIL KUMAR DAGA             |
| BISWAS SHILA                     | AMIT GANGULY                  |
| BISWAS SIKHA                     | SHANKAR PRASAD MONDAL         |
| CHAKRABORTY INDRANI              | MALAY BHADURI                 |
| CHANCHLANI KANHAIYALAL CHUHARMAL | ANUP SINGH                    |
| CHANDAR V                        | Y C DEVESHWAR                 |
| CHATTERJEE JAYANTA KUMAR         | Y C DEVESHWAR                 |
| CHAUDHURI RAMENDRA MOHAN         | RAVI SHANKAR CHAUDHURI        |
| CHETTIAR CHEILAPPAN LAKSHMANA    | BABAI GHORAI                  |
| CHOWDHURY UPENDRA NATH           | Y C DEVESHWAR                 |
| DARUGA GONE                      | ARINDAM SARKAR                |
| DAS BINA                         | ANANDA SHANKAR DAS            |
| DAS CHHABI                       | TAPAN KUMAR DAS               |
| DAS GOBINDA CHANDRA              | SUBRATA MANDAL                |
| DAS RANJAN                       | BASUDEB SEN                   |
| DAS SUSMITA                      | DEBASIS DAS                   |
| DE RAMA                          | RAMA RANA                     |
| DEB SANDHYA                      | RABI BHUSAN DEB               |
| DEVI LAKSHMI                     | Y C DEVESHWAR                 |
| DEY BOKUL                        | ARUP GHOSH                    |
| DEY BOKUL                        | UJJAL GUHA                    |
| DHANDAPANI V S                   | Y C DEVESHWAR                 |
| DIDWANIA RAMESH KUMAR            | RUBY DIDWANIA                 |
| DOSHI DINESH S                   | Y C DEVESHWAR                 |
| DUTT KUNAL                       | KAUSHIK DUTT                  |
| DUTTA SASWATI                    | SUBRATA KUMAR DUTTA           |
| EBRAHIM M ANWER                  | NIRAJ BHADANI                 |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended | Name of Proxy         |
|--------------------------|-----------------------|
| GAMINI SATYANARAYANA     | AVAJIT SHOW           |
| GAMINI SATYANARAYANA     | DIPANKAR ROY          |
| GARIMELLA SUREKHA        | RANJIT JAISWAL        |
| GARIMELLA SUREKHA        | Y C DEVESHWAR         |
| GHOSH BHABANI            | TARUN KUMAR CHOWDHURY |
| GHOSH GAUTAM BUDDHA      | RATHINDRA PODDAR      |
| GILL MANJIT SINGH        | Y C DEVESHWAR         |
| GOEL GOPAL KRISHAN       | Y C DEVESHWAR         |
| GOENKA RAJKUMAR          | A K JOSHI             |
| GOENKA SUSILA            | NARAYAN PRASAD GOENKA |
| GOENKA YOGESH            | RAJESH SHARMA         |
| GOPALAKRISHNA S          | PRASANTA ROY          |
| GOPALKRISHNA SHANMUGAM   | SUBRATA ADHIKARI      |
| GOVIND P                 | BULBUL BANERJEE       |
| GOVINDARAJAN S           | Y C DEVESHWAR         |
| GRANT KURUSH NOSHIR      | Y C DEVESHWAR         |
| GUHA SANTOSH KUMAR       | GOLAPI DAS            |
| GUHA SANTOSH KUMAR       | GOURI DAS             |
| GUHA SANTOSH KUMAR       | SANJOY GUHA           |
| GUPTA BINA               | P K SARKAR            |
| GUPTA GIAN CHAND         | Y C DEVESHWAR         |
| GUPTA SANJEEV            | Y C DEVESHWAR         |
| GURZI RAJENDER KUMAR     | Y C DEVESHWAR         |
| GUSAIN KAMLESH           | Y C DEVESHWAR         |
| HOMJI AMY D MEHER        | Y C DEVESHWAR         |
| IQBAL SOPHIA             | GOUTAM MAHAPATRA      |
| IQBAL SOPHIA             | SANTANU DUTTA         |
| J TATA RAO T             | UDDIDAN DAS RAO       |
| JACOB A V                | Y C DEVESHWAR         |
| JAGADEESH RAMAMANI       | SANKAR BISWAS         |
| JAGADEESH S B            | PARTHA DAS            |
| JAIN ABHAY KUMAR         | K VAIDYANATH          |
| JAIN ABHAY KUMAR         | Y C DEVESHWAR         |
| JAIN ANUJ                | SANTANU CHAKRABORTY   |
| JAIN ARJUN LAL           | RAJKUMAR JAIN         |
| JAIN ASHOK KR            | Y C DEVESHWAR         |
| JAIN ASHOK KUMAR         | ANUP SINGH            |
| JAIN ATUL KUMAR          | K VAIDYANATH          |
| JAIN HUKAM CHAND         | K VAIDYANATH          |
| JAIN MANJU SHREE         | S S JAIN              |
| JAIN NAVEEN CHAND        | ANUP SINGH            |
| JAIN NAVEEN CHAND        | K VAIDYANATH          |
| JAIN PRAFUL KUMAR        | Y C DEVESHWAR         |
| JAIN PRAFUL KUMAR        | SK MUZABAL HAQUE      |
| JAIN SUNDRI DEVI         | BISWADEV GHOSH        |
| JAIN VIDYA SAGAR         | Y C DEVESHWAR         |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended    | Name of Proxy        |
|-----------------------------|----------------------|
| JALAN NIRMAL KUMAR          | SANJAY BASAK         |
| JALAN PRADEEP KUMAR         | DEBASIS GANGULY      |
| JALAN SANDEEP KUMAR         | RAJA DAS             |
| JALAN SANJAY                | PULAK BISWAS         |
| JAYABAL J SEKAR             | DEBASISH GUIN        |
| JHAWAR BALDEO MOTILAL       | Y C DEVESHWAR        |
| K REDDY K R                 | SAROJ SINGH          |
| K SRINIVASA GURIKAR         | SOMENATH CHAKRABORTY |
| K VARGHESE A                | Y C DEVESHWAR        |
| K RELLIN RANJAN             | Y C DEVESHWAR        |
| KAHALI ANITA                | VINOD KUMAR GUPTA    |
| KALSOTRA CHUNILAL           | SANJOY CHATTERJEE    |
| KAMATH MANJESHWAR ANANTH    | Y C DEVESHWAR        |
| KAMATH MANJESHWAR NARASIMHA | Y C DEVESHWAR        |
| KAMBAPU RAMA KRISHNA REDDY  | PUSPENDU CHAKRABORTY |
| KAMDAR MALTI                | SUBHANKAR MOITRA     |
| KAMDAR RAJNIKANT NATHALAL   | JAYANTA CHAKRABORTY  |
| KANORIA MADHULIKA           | R N YADAV            |
| KAPIL RAJ KUMAR             | RAHUL SAHA           |
| KAPOOR VIJAY C              | Y C DEVESHWAR        |
| KASERA SEEMA                | SATISH KASERA        |
| KATARIA PREM S              | Y C DEVESHWAR        |
| KAUL RAJIVE                 | Y C DEVESHWAR        |
| KAUSHAL HITESH              | K VAIDYANATH         |
| KEDIA DEEPAK KUMAR          | SUPARNA SEN          |
| KEDIA DEEPAK KUMAR          | RITU FOGLA           |
| KHEMKA ARUN KUMAR           | ABHISHEK KHEMKA      |
| KHEMKA PUSHPA               | RISHAV KHEMKA        |
| KHETAN SHYAM SUNDAR         | ANAND KHETAN         |
| KILLA BIMLA                 | Y C DEVESHWAR        |
| KODAKKAT KESAVAN            | Y C DEVESHWAR        |
| KOTHA VENKATA RAMANA        | RAJU GUPTA           |
| KRISHNA J V GOPAL           | BUBAI MALLICK        |
| KRISHNA S GOPAL             | Y C DEVESHWAR        |
| KULKARNI H D                | Y C DEVESHWAR        |
| KUMAR JOYITA                | LOKNATH GHOSHAL      |
| KUMAR C RAJA                | K VAIDYANATH         |
| KUMAR RAJ                   | Y C DEVESHWAR        |
| KUMAR RAJ                   | AJIT DHAR            |
| KUNDU RUMA                  | DILIP KUNDU          |
| LACHHMANSINGH T S           | Y C DEVESHWAR        |
| LAKSHMINARAYANA S           | MITHU CHOWDHURY      |
| LAW ANJALI                  | SAUGATA LAW          |
| LINGAPPA KORISETRA          | SUBRATA MANNA        |
| M PATTABIRAMAN              | GANESH MANDAL        |
| MADAN RAJIV                 | Y C DEVESHWAR        |
| MAHABAT SHIRIN              | TAPAS BHATTACHARYA   |
| MAHABAT TUBA                | RABI BARICK          |
| MAHINDRAKAR RAMANATH H      | Y C DEVESHWAR        |
| MAHINDRAKAR VISHWANATH H    | Y C DEVESHWAR        |
| MALA B N                    | BAPI DAS             |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended         | Name of Proxy             |
|----------------------------------|---------------------------|
| MALLICK MOHAMMAD KHURSHID ALAM   | PARTHA NANDI              |
| MALLICK SUPROBHAT                | SUDIP MALLICK             |
| MALLIK KRISHNA MOHON             | KAKOLI MALLIK             |
| MANGAYARKARASI C                 | ANUP SINGH                |
| MANONMANI G                      | NARESH CHOUDHURY          |
| MEHROTRA PRAKASH NARAIN          | ABHIJIT BHATTACHARYA      |
| MITRA ANIL BHUSAN                | RAHUL BANERJEE            |
| MITRA ANIL BHUSAN                | ANUP SINGH                |
| MITRA ANIL BHUSAN                | RAJANISH ROY CHODHURY     |
| MITRA ANUP KUMAR                 | Y C DEVESHWAR             |
| MITRA NANDITA                    | PARTHA BHOWMICK           |
| MITRA NANDITA                    | SANJAY GHOSH              |
| MITRA PRADIP                     | SUBHASH CHANDRA CHAUDHURI |
| MITRA RANGEET                    | BIMAL DEY                 |
| MITRA SUNIL KUMAR                | Y C DEVESHWAR             |
| MITRA SUNIL KUMAR                | K VAIDYANATH              |
| MOHAN A.L.N. KRISHNA             | Y C DEVESHWAR             |
| MOHAN A.L.N. KRISHNA             | Y C DEVESHWAR             |
| MOLLAH EMDADALI                  | AKHIL DAS                 |
| MUKHERJEE BISHWANATH             | Y C DEVESHWAR             |
| MUKHERJEE GURUDAS                | BIDYUT KUMAR CHAKRABARTI  |
| MUKHERJEE MIRA                   | P ROY                     |
| MULLICK MIRA                     | U DAS                     |
| MULLICK MIRA                     | MONOJIT DAS               |
| MURALIDARAN C                    | Y C DEVESHWAR             |
| MURTHY S SAMBA                   | SUBHASISH GHOSH           |
| MURTY MAGATAPALLI VENKATA RAMANA | MONATOSH GHOSH            |
| NAGAR VIJAY KUMAR                | SHANKAR LAL CHANGOTHIA    |
| NANDY NRISINHA PROSAD            | SANJAY BASAK              |
| NATH MITRA                       | BIBHUTI BHUSAN            |
| NORONHA ALWYN REGINALD           | Y C DEVESHWAR             |
| P SAROJA.                        | PALTU DAS                 |
| PAL AMITABHA                     | ANIRBAN NANDY             |
| PAL GOURANGA CH.                 | KOUSHIK PAUL              |
| PAL RANJIT KUMAR                 | PRATIMA PAL               |
| PARDESHI BHALCHANDRA             | Y C DEVESHWAR             |
| PARDESHI INDUMATI SHIVPRASAD     | Y C DEVESHWAR             |
| PARKASH PREM                     | Y C DEVESHWAR             |
| PATEL RAMANBHAI KUBERBHAI        | K VAIDYANATH              |
| PAUL ASHIS KANTI                 | DIPAK SINGH               |
| PAUL ASHIS KANTI                 | RAJA HELA                 |
| PAUL ASHIS KANTI                 | ARNAB CHAKROBORTY         |
| PAUL ASHIS KANTI                 | BHASKAR SARKAR            |
| PAUL DIPA                        | RAMESH DIDWANI            |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended   | Name of Proxy         |
|----------------------------|-----------------------|
| PAUL GARGI                 | PIKLU BASAK           |
| PAUL GARGI                 | PINTU SEN             |
| PAUL MRINAL KANTI          | Y C DEVESHWAR         |
| PAUL SHEFALI               | SONJOY DAS            |
| PAUL TUSHAR KANTI          | SOUMEN ROY CHOWDHURY  |
| PAUL TUSHAR KANTI          | SAMAR GHOSH           |
| PERUMALLU V L              | ABHIJIT DAS           |
| PONDURANGAN D              | SAMIR BHADRA          |
| PRAKASH P                  | KABIR ROY             |
| PRAKASH VED                | TAPAS MONDAL          |
| PRASAD N V V               | SUBHENDU ROY          |
| PYNE MIRA                  | MANOJ KR PYNE         |
| PYNE SANJAY KUMAR          | DEBABRATA DEY         |
| PYNE SUMITA                | MANOJ KR PYNE         |
| RADHAKRISHNAN V            | Y C DEVESHWAR         |
| RAHA SATCORI               | DEBAKI RANJAN RAHA    |
| RAJANI P                   | SUJIT GHOSH           |
| RAJULU M GOVINDA           | Y C DEVESHWAR         |
| RAMACHANDRAN L             | Y C DEVESHWAR         |
| RAMAIAH POTLURI DASARADHA  | Y C DEVESHWAR         |
| RAMARAJU DENDUKURI VENKATA | SUJIT SEAL            |
| RANGANATH R                | Y C DEVESHWAR         |
| RAO J.V.NAGESWARA          | Y C DEVESHWAR         |
| RAO K DHANANJAYA           | L ANAND               |
| RAO K GANGA                | P MURALI              |
| RAO K JOGA                 | VIVEK SHARMA          |
| RAO K V JAGAN MOHANA       | ASHOK DEY             |
| RAO K V RAMANA             | INDRAJIT BHATTACHARYA |
| RAO M.R.KOTESWARA          | Y C DEVESHWAR         |
| RAO N NARAYANA             | SHYAMAL DAWN          |
| RAO P LAXMANA              | BAPI DASS             |
| RAO REPAKA KEDARESWARA     | DEBASISH SAHA         |
| RATHI GAURAV               | TARUN RATHI           |
| RATHI GITA DEVI            | RAJENDRA RATHI        |
| RATHI KALAWATI             | GAURAV RATHI          |
| RATHI MAGAN LAL            | RAVI RATHI            |
| RATHNABAI MANJESHWAR       | Y C DEVESHWAR         |
| RAVINDRAN M                | ARJIT KARMAKAR        |
| RAWAT MANJU                | Y C DEVESHWAR         |
| RAY SANJAY                 | SOMESH CHANDRA RAY    |
| REDDY K R K                | AJIT RANJAN SAHA      |
| REDIJ SHREERAM VISHWANATH  | Y C DEVESHWAR         |
| RIBIAWALA SUNIL KUMAR      | JIBAN ROY             |
| RICHARD ROGER              | ANUP SINGH            |
| ROY KRISHNA                | B B BANERJEE          |
| ROY MANJULA                | SUSHIL KUMAR ROY      |
| ROY SABITA                 | SAJAL GUHA            |
| ROY SWAPAN KUMAR           | GOPAL CH ROY          |
| RUPANI HAIDERALI HASANALI  | SOMEN MITRA           |
| RUPANI NILOFER HAIDERALI   | RANJIT DAS            |
| SACHDEVA PRABHA            | MITHO DAS             |
| SAHA ARATI                 | RAM CHANDRA SAHA      |
| SAHA ARNAB                 | SUBHENDU BOSE         |
| SAIT S M                   | BABULAL SIL           |
| SAKHUJA ANIL               | SANKAR CHAKRABORTY    |
| SARKAR SEPHALI             | BIRAJ BOSE            |
| SARKAR SUDHARANI           | GAUTAM MUKHERJEE      |

LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY, 2005.

| Member for whom attended       | Name of Proxy           |
|--------------------------------|-------------------------|
| SATYANARAYANA D                | RAJA BARUA              |
| SATYANARAYANA GAMINI           | TAPAS PAUL              |
| SATYANARAYANA GAMINI           | SANTOSH SHOW            |
| SATYANARAYANA SIRIPURAPU       | Y C DEVESHWAR           |
| SEAL KASHI NATH                | JAYASHREE AUDDY         |
| SEAL SAMUDRA BALA              | DIBYENDU LALL SEAL      |
| SEETARAMAIAH S                 | Y C DEVESHWAR           |
| SEN SANDHYA                    | PARESH CHANDRA SEN      |
| SETHI PADMA RANI               | ANUP SINGH              |
| SETHI PADMA RANI               | KUNAL BANERJEE          |
| SETHI PADMA RANI               | Y C DEVESHWAR           |
| SETHI SANJAY                   | RAJA SEN                |
| SETHI SANJAY KUMAR             | SANJOY DAS              |
| SETHI SANJAY KUMAR             | SAROJ HAZRA             |
| SETTY J N VENKATACHALAPATHY    | SUNIL PARAMANIC         |
| SHAH DHARMISTHABEN DILIPKUMAR  | DULAL ROY               |
| SHAH DILIP KUMAR AMRITLAL      | BAPI ROY                |
| SHAH DILIPKUMAR AMRITLAL       | GOUTAM BOSE             |
| SHAH SHILPA GIRISH             | SUMITA ADDY             |
| SHANTHAKUMAR J V               | ASIM DUTTA              |
| SHARMA BAIJ NATH               | DEBASISH DAS            |
| SIL BIMAL KUMAR                | SRIPARNA SIL            |
| SINGH MAN MOHAN                | Y C DEVESHWAR           |
| SINGH VYAS                     | BABLOO CHAKRABORTY      |
| SINGH VYAS                     | ASIT KR DEY             |
| SINGH VYAS                     | SATYANARAYAN BISWAS     |
| SINGH VYAS                     | MUNNA ROUTH             |
| SINGHANIA SHYAM SUNDER         | SARAD PRAKASH SINGHANIA |
| SINHA JAYANTI                  | P K SINHA               |
| SIVA R S N                     | K V KRISHNAN            |
| SONI SANTOSH                   | NIRAJ KHEMKA            |
| SONI SANTOSH                   | NIKHIL CHAWDA           |
| SONI SHREE CHAND               | VISHAL CHAWRA           |
| SRIDHAR J V                    | PRADIP PAUL             |
| SRIDHAR J V                    | DIBAKAR CHANDRA CHANDRA |
| SRIRANGANAYAKULU KONDURI       | SUBIR GOSWAMI           |
| SUDDALA LAKSHMI NARAYANA       | SAKTI JHA               |
| THAN C NAVANEE                 | Y C DEVESHWAR           |
| VANITHA B                      | Y C DEVESHWAR           |
| VARANASI SRIRAMAMURTY          | DEBASIS CHAKRABORTY     |
| VARGHESE ANJERY KAKKU          | Y C DEVESHWAR           |
| VARGHESE MARY                  | Y C DEVESHWAR           |
| VARGHESE MARY                  | Y C DEVESHWAR           |
| VARSHNEY MANOJ KUMAR           | TILAK BISWAS            |
| VASUDEVA BHAT                  | Y C DEVESHWAR           |
| VENKATARAMAN NURANI VISWANATHA | SUKUMAR GHOSAL          |
| VERMA PREM PARKASH             | Y C DEVESHWAR           |
| VINODHAN C                     | K VAIDYANATH            |
| YADA SHYAMSUNDAR               | AMIT ROY                |
| ORTEM SECURITIES LIMITED       | VIVEK SARAWOGI          |
| INSTANT SUPPLIERS PVT LTD      | MAHI GARG               |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended  | Name of Proxy   |
|---|-----------------|
| OPPENHEIMER FUNDS INC. A/C<br>OPPENHEIMER DEVELOPING MARKETS<br>FUND  | SUJAYA DUTTA    |
| VIRGINIA RETIREMENT SYSTEM  | H P THACKER     |
| STATE STREET BANK AND TRUST<br>COMPANY A/C INDIAMSCI EMERGING<br>MARKETS INDEX COMMON TRUST FUND                    | S K CHAUBEY     |
| VANGUARD INVESTMENTS AUSTRALIA<br>LIMITED A/C VANGUARD EMERGING<br>MARKETS SHARES INDEX FUND                        | B K SINGH       |
| STATE STREET BANK AND TRUST<br>COMPANY A/C DAILYEMERGING MARKETS<br>INDEX FUND                                      | B K SINGH       |
| PACIFIC SELECT FUND A/C EMERGING<br>MARKETS PORTFOLIO A SERIES OF THE<br>PACIFIC SELECT FUND                        | DURGA DAS KUMAR |
| STATE STREET BANK AND TRUST<br>COMPANY A/C IBM TAX DEFERRED<br>SAVINGS PLAN   | B K SINGH       |
| AMERICAN EXPRESS ASSET MANAGEMENT<br>INTERNATIONAL INC A/C AMERICAN<br>EXPRESS RETIREMENT PLAN -EMERGING<br>MARKETS | B K SINGH       |
| AGF FUNDS INC A/C AGF EMERGING<br>MARKETS VALUEFUND   | S K CHAUBEY     |
| MFS INVESTMENT MANAGEMENT A/C MFS<br>EMERGING MARKETS EQUITY FUND   | DURGA DAS KUMAR |
| MFS INVESTMENT MANAGEMENT A/C<br>MFS/SUN LIFE SERIES<br>TRUST-EMERGING MARKETS EQUITY<br>SERIES                     | DURGA DAS KUMAR |
| T ROWE PRICE INTERNATIONAL INC<br>A/C T ROWE PRICE EMERGING MARKETS<br>STOCK FUND                                   | S RAJGOPAL      |
| TEMPLETON ASSET MANAGEMENT LTD<br>A/C TEMPLETONEMERGING MARKETS<br>INVESTMENT TRUST PLC                             | S RAJGOPAL      |
| AMERICAN EXPRESS ASSET MANAGEMENT<br>INTERNATIONAL INC A/C AXP<br>VARIABLE PORTFOLIO EMERGING<br>MARKETS FUND       | DURGA DAS KUMAR |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended  | Name of Proxy   |
|---|-----------------|
| FIDELITY MANAGEMENT AND RESEARCH<br>COMPANY A/CFIDELITY INVESTMENT<br>TRUST - FIDELITY EMERGINGMARKETS<br>FUND              | H P THACKER     |
| M AND G INVESTMENT MANAGEMENT<br>LIMITED A/C THE PRUDENTIAL<br>ASSURANCE COMPANY LIMITED                                    | S RAJGOPAL      |
| M AND G INVESTMENT MANAGEMENT<br>LIMITED A/C PRUDENTIAL PENSIONS<br>LIMITED   | S RAJGOPAL      |
| JNL SERIES TRUST A/C<br>JNL/OPPENHEIMER GLOBAL GROWTH<br>SERIES   | DURGA DAS KUMAR |
| CAPITAL GUARDIAN TRUST COMPANY<br>A/C CAPITAL GUARDIAN ALL COUNTRY<br>WORLD ( EX-U.S.) EQUITY FUND FOR<br>TAX-EXEMPT TRUSTS | SAURAV JHAWAR   |
| CAPITAL GUARDIAN TRUST COMPANY<br>A/C CAPITAL GUARDIAN ALL COUNTRY<br>WORLD ( EX-U.S.) EQUITY MASTER<br>FUND                | SAURAV JHAWAR   |
| T ROWE PRICE INTERNATIONAL INC<br>A/C T ROWE PRICE INTERNATIONAL,<br>INC EMERGING MARKETS EQUITYTRUST                       | SAURAV JHAWAR   |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC. A/CNYNEX<br>CORPORATION MASTER PENSION TRUST                                   | H P THACKER     |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC A/CMORGAN STANLEY<br>EMERGING MARKETS FUND, INC                                 | S K CHAUBEY     |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC A/CMORGAN STANLEY<br>DEAN WITTER SICAV EMERGING<br>MARKETS EQUITY FUND          | S RAJGOPAL      |
| FRANKLIN MUTUAL ADVISERS, LLC A/C<br>MUTUAL DISCOVERY FUND ( A SERIES<br>OF FRANKLIN MUTUAL SERIES FUND<br>INC )            | SAURAV JHAWAR   |

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LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY , 2005.

| Member for whom attended   | Name of Proxy |
|--|---------------|
| FRANKLIN MUTUAL ADVISERS, LLC A/C<br>MUTUAL DISCOVERY SECURITIES<br>FUND( A SERIES OF<br>FRANKLINTEMPLETON VARIABLE<br>INSURANCE PRODUCTS TRUST)   | ARINDAM BASU  |
| T. ROWE PRICE FUNDS SICAV A/C<br>T.ROWE PRICE FUNDS SICAV , FOR<br>AND BEHALF OF ITS SEPARATE<br>PORTFOLIO, GLOBAL EMERGING<br>MARKETS EQUITY FUND | ARINDAM BASU  |
| ULTRA SERIES FUND- GLOBAL<br>SECURITIES FUND   | ARINDAM BASU  |
| F AND C EMERGING MARKETS LIMITED<br>A/C F AND CINDIA LIMITED   | B K SINGH     |
| AMERICAN EXPRESS ASSET MANAGEMENT<br>INTERNATIONAL INC A/C WORLD<br>TRUST-EMERGING MARKETS PORTFOLIO   | H P THACKER   |
| STATE STREET BANK AND TRUST<br>COMPANY WORLD INDEX COMMON TRUST<br>FUNDS INDIA EMERGING MARKETINDEX<br>COMMON TRUST FUND                           | H P THACKER   |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC. A/CMORGAN STANLEY<br>INSTITUTIONAL FUND, INC.,<br>EMERGING MARKETS PORTFOLIO                          | S K CHAUBEY   |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC. A/CMORGAN STANLEY<br>INVESTMENT MANAGEMENT EMERGING<br>MARKETS TRUST                                  | S K CHAUBEY   |
| T.ROWE PRICE INTERNATIONAL, INC.<br>A/C T.ROWE PRICE INSTITUTIONAL<br>EMERGING MARKETS EQUITY FUND   | SUJAYA DUTTA  |
| STATE STREET GESTION SA A/C STATE<br>STREET ACTIVE ASIE  | SUJAYA DUTTA  |
| TD ASSET MANAGEMENT INC. A/C TD<br>EMERGING MARKETS FUND   | ARINDAM BASU  |
| TD ASSET MANAGEMENT INC. A/C TD<br>GLOBAL SELECTFUND   | ARINDAM BASU  |
| MORGAN STANLEY INVESTMENT<br>MANAGEMENT INC A/CVAN KAMPEN<br>SERIES FUND INC. - VAN KAMPEN<br>EMERGING MARKETS FUND                                | SUJAYA DUTTA  |

LIST OF PROXIES WHO ATTENDED THE 94TH ANNUAL GENERAL MEETING  
OF ITC LIMITED HELD AT SCIENCE CITY, KOLKATA ON 29TH JULY, 2005.

| Member for whom attended  | Name of Proxy |
|---|---------------|
| CAPITAL GUARDIAN TRUST COMPANY<br>A/C CAPITAL GUARDIAN ALL COUNTRY<br>WORLD EQUITY FUND FOR TAX-EXEMPT<br>TRUSTS                                | SUJAYA DUTTA  |
| OPPENHEIMER FUNDS, INC. A/C<br>OPPENHEIMER DEVELOPING MARKETS<br>FUND   | SUSHIL MAITY  |
| TEACHER RETIREMENT SYSTEM OF<br>TEXAS A/C TRS INTERNATIONAL<br>PASSIVE PORTFOLIO  | SUSHIL MAITY  |
| WORCESTERSHIRE COUNTY COUNCIL<br>PENSION FUND   | SUSHIL MAITY  |
| NEW YORK LIFE INSURANCE COMPANY<br>A/C NEW YORKLIFE INSURANCE<br>COMPANY - GENERAL FUNDS  | SUSHIL MAITY  |
| SHELL PENSIONS MANAGEMENT<br>SERVICES LIMITED A/C SHELL<br>PENSIONS TRUST LIMITED AS TRUSTEE<br>OF THE SHELL CONTRIBUTORY PENSION<br>FUND       | SUSHIL MAITY  |
| FIDELITY MANAGEMENT RESEARCH<br>COMPANY A/C FIDELITY ADVISOR<br>SERIES VIII FIDELITY ADVISOR<br>EMERGING ASIA FUND                              | Y C DEVESHWAR |
| PRUDENTIAL ASSET MANAGEMENT<br>(SINGAPORE) LIMITED A/C<br>PRUDENTIAL STAFF PENSIONS LIMITED<br>AS TRUSTEE OF PRUDENTIAL STAFF<br>PENSION SCHEME | SAURAV JHAWAR |
| CITIBANK INTERNATIONAL PLC A/C<br>GLOBAL EMERGING MARKETS EQUITY<br>FUND  | SOUMYA SAHA   |
| COMGEST GROWTH PLC A/C COMGEST<br>GROWTH EMERGING MARKETS   | SOUMYA SAHA   |
| RAYTHEON MASTER PENSION TRUST A/C<br>RAYTHEON MASTER PENSION TRUST -<br>G.E.INDIA ONLY  | SOUMYA SAHA   |
| OPPENHEIMER FUNDS, INC. A/C<br>CLARINGTON GLOBALEQUITY CLASS  | SOUMYA SAHA   |
| TENNESSEE VALLEY AUTHORITY MASTER<br>DECOMMISSIONING TRUST  | SOUMYA SAHA   |
| ING PARTNERS, INC A/C ING<br>OPPENHEIMER GLOBALPORTFOLIO  | A K MITRA     |