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OFFICE OF INTERNATIONAL  
CORPORATE RELATIONS



ITC Limited

Registered Office

Virginia House

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82-3470

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



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SUPPL

Dear Sirs,

**Disclosure of shareholding in terms of Regulation 8(3) of the SEBI  
(Substantial Acquisition of Shares and Takeovers) Regulations, 1997**

|                                                                                                                                                             |                                          |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|
| Name of the Target Company (Reporting Company):                                                                                                             | ITC Limited                              |
| Date of reporting :                                                                                                                                         | 29 <sup>th</sup> July, 2005 <sup>#</sup> |
| Name of Stock Exchanges where shares of reporting company are listed.<br><b>NATIONAL STOCK EXCHANGE, BOMBAY STOCK EXCHANGE AND CALCUTTA STOCK EXCHANGE.</b> |                                          |

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| <b>(I) Information about persons holding more than 15% shares or voting rights</b>                                                  |                                                                                                                                           |                                         |                                    |                                                                                                       |                                                                                                       |                                    |
|-------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------------|
| Names of persons holding more than 15% shares or voting rights                                                                      | Details of Shareholding / Voting rights (in Number and %) of persons mentioned at (I) as informed under regulation 8(1) to target company |                                         |                                    |                                                                                                       |                                                                                                       |                                    |
| Names                                                                                                                               | As on March 31, 2005<br>(Current year)                                                                                                    | As on March 31, 2004<br>(Previous year) | Changes, if any, between (A) & (B) | As on July 29, 2005 <sup>#</sup> , in respect of dividend for the financial year ended March 31, 2005 | As on July 30, 2004 <sup>#</sup> , in respect of dividend for the financial year ended March 31, 2004 | Changes, if any, between (D) & (E) |
|                                                                                                                                     | (A)                                                                                                                                       | (B)                                     | (C)                                | (D)                                                                                                   | (E)                                                                                                   | (F)                                |
| <b>Tobacco Manufacturers (India) Ltd. (TMI)</b>                                                                                     | 6,61,85,496<br>(26.66%)                                                                                                                   | 6,61,85,496<br>(26.73%)                 | NIL<br>(0.07) <sup>a</sup>         | 6,61,85,496<br>(26.54%)                                                                               | 6,61,85,496<br>(26.73%)                                                                               | NIL<br>(0.19) <sup>b</sup>         |
| <b>TOTAL (I)</b>                                                                                                                    | <b>6,61,85,496<br/>(26.66%)</b>                                                                                                           | <b>6,61,85,496<br/>(26.73%)</b>         | <b>NIL<br/>(0.07)<sup>a</sup></b>  | <b>6,61,85,496<br/>(26.54%)</b>                                                                       | <b>6,61,85,496<br/>(26.73%)</b>                                                                       | <b>NIL<br/>(0.19)<sup>b</sup></b>  |
| <b>(II) Information about promoter(s) or every person having control over a company and also persons acting in concert with him</b> |                                                                                                                                           |                                         |                                    |                                                                                                       |                                                                                                       |                                    |
| <b>NOT APPLICABLE</b>                                                                                                               |                                                                                                                                           |                                         |                                    |                                                                                                       |                                                                                                       |                                    |
| <b>TOTAL (II)</b>                                                                                                                   | <b>NIL</b>                                                                                                                                | <b>NIL</b>                              | <b>NIL</b>                         | <b>NIL</b>                                                                                            | <b>NIL</b>                                                                                            | <b>NIL</b>                         |
| <b>GRAND TOTAL (I+II)</b>                                                                                                           | <b>6,61,85,496<br/>(26.66%)</b>                                                                                                           | <b>6,61,85,496<br/>(26.73%)</b>         | <b>NIL<br/>(0.07)<sup>a</sup></b>  | <b>6,61,85,496<br/>(26.54%)</b>                                                                       | <b>6,61,85,496<br/>(26.73%)</b>                                                                       | <b>NIL<br/>(0.19)<sup>b</sup></b>  |

# Being the last date of Book Closure for the purpose of Dividend.

- a. As a result of issue and allotment of 5,42,478 Ordinary Shares of Rs. 10/- each, under the Company's Employee Stock Option Scheme, the shareholding of TMI in the Company reduced from 26.73% to 26.66% in percentage terms, although there was no change in the number of shares held by TMI.
- b. In addition to (a) above, 12,12,747 Ordinary Shares of Rs. 10/- each were issued and allotted, upon amalgamation of erstwhile ITC Hotels Limited (ITCHL) and Ansal Hotels Limited (AHL) with the Company, to the shareholders of ITCHL and AHL, as a result of which the shareholding of TMI in the Company reduced from 26.73% to 26.54% in percentage terms, although there was no change in the number of shares held by TMI.

Yours faithfully,  
ITC Limited

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