PART I: Statement of Unaudited Financial Results for the Quarter and Six months ended 30th September, 2014

(₹ in Crores)

| STANDALONE | | | | | | (₹ in Crores) | | | |
|------------------------------------------------------------------------------------|------|---------------------------------|--------------------------------------------------|----------------------------------------------|---------------------------------|---------------------------------|--------------------------------------|--|--|
| Particulars | | 3 months ended 30.09.2014 | Corresponding 3 months ended 30.09.2013 | Preceding 3 months ended 30.06.2014 | 6 Months ended 30.09.2014 | 6 Months ended 30.09.2013 | Twelve Months ended 31.03.2014 | | |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) | | |
| INCOME FROM OPERATIONS a) NET SALES / INCOME FROM OPERATIONS (Net of Excise Duty) | (1) | 8930.32 | 7775.79 | 9164.42 | 18094.74 | 15114.31 | 32882.56 | | |
| b) OTHER OPERATING INCOME | (2) | 93.42 | 86.74 | 83.87 | 177.29 | 158.92 | 356.04 | | |
| TOTAL INCOME FROM OPERATIONS (Net) (1+2) | (3) | 9023.74 | 7862.53 | 9248.29 | 18272.03 | 15273.23 | 33238.60 | | |
| EXPENSES | | | | | | | | | |
| a) Cost of materials consumed | | 2792.72 | 2570.45 | 2660.62 | 5453.34 | 4758.72 | 10263.28 | | |
| b) Purchases of stock-in-trade | | 638.99 | 541.50 | 1920.80 | 2559.79 | 1406.87 | 3021.47 | | |
| c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | | 123.45 | (133.57) | (603.86) | (480.41) | (318.25) | (128.41) | | |
| d) Employee benefits expense | | 397.87 | 369.87 | 508.66 | 906.53 | 796.74 | 1608.37 | | |
| e) Depreciation and amortisation expense | | 243.22 | 220.87 | 231.32 | 474.54 | 436.17 | 899.92 | | |
| f) Other expenses * | | 1582.06 | 1338.44 | 1484.48 | 3066.54 | 2662.00 | 6019.05 | | |
| TOTAL EXPENSES | (4) | 5778.31 | 4907.56 | 6202.02 | 11980.33 | 9742.25 | 21683.68 | | |
| PROFIT FROM OPERATIONS BEFORE OTHER INCOME AND FINANCE COSTS (3-4) | (5) | 3245.43 | 2954.97 | 3046.27 | 6291.70 | 5530.98 | 11554.92 | | |
| OTHER INCOME | (6) | 356.22 | 246.19 | 234.55 | 590.77 | 449.37 | 1107.14 | | |
| PROFIT FROM ORDINARY ACTIVITIES BEFORE FINANCE COSTS (5+6) | (7) | 3601.65 | 3201.16 | 3280.82 | 6882.47 | 5980.35 | 12662.06 | | |
| FINANCE COSTS * | (8) | 18.39 | (32.67) | 15.15 | 33.54 | (15.72) | 2.95 | | |
| DDOCIT COM ODDINADY ACTIVITICS DECODE TAY (7.0) | | | | | | | | | |
| PROFIT FROM ORDINARY ACTIVITIES BEFORE TAX (7-8) | (9) | 3583.26 | 3233.83 | 3265.67 | 6848.93 | 5996.07 | 12659.11 | | |
| TAX EXPENSE | (10) | 1158.10 | 1003.30 | 1079.28 | 2237.38 | 1874.21 | 3873.90 | | |
| NET PROFIT FOR THE PERIOD (9-10) | (11) | 2425.16 | 2230.53 | 2186.39 | 4611.55 | 4121.86 | 8785.21 | | |
| PAID UP EQUITY SHARE CAPITAL | (12) | 797.43 | 792.00 | 795.50 | 797.43 | 792.00 | 795.32 | | |
| (Ordinary shares of ₹ 1/- each) | | | | | | | | | |
| RESERVES EXCLUDING REVALUATION RESERVES | (13) | - | - | - | - | - | 25414.29 | | |
| EARNINGS PER SHARE (of ₹ 1/- each) (not annualised): (a) Basic (₹) | (14) | 3.04 | 2.82 | 2.75 | 5.79 | 5.21 | 11.09 | | |
| (b) Diluted (₹) | | 3.01 | 2.78 | 2.72 | 5.73 | 5.14 | 10.96 | | |

^{*} For the quarter and six months ended 30.09.2013 and for the twelve months ended 31.03.2014, Other Expenses and Finance Costs are net of liability for earlier years towards Rates and Taxes and Interest thereon of ₹ 157.91 Crores and ₹ 34.77 Crores respectively that were no longer required and therefore written back consequent to a favourable High Court Order.

PART II: Select information for the Quarter and Six Months ended 30th September, 2014

| | 3 months ended 30.09.2014 | ended | Preceding 3 months ended 30.06.2014 | 6 Months ended | ended | ended |
|----------------------------------------------|---------------------------------|------------|----------------------------------------------|-------------------|------------|------------|
| A. Particulars of Shareholding | | | | | | |
| 1. PUBLIC SHAREHOLDING | | | | | | |
| - NUMBER OF SHARES | 7954036697 | 7896890178 | 7934240720 | 7954036697 | 7896890178 | 7932401330 |
| - PERCENTAGE OF SHAREHOLDING | 99.75 | 99.71 | 99.74 | 99.75 | 99.71 | 99.74 |
| 2. PROMOTERS AND PROMOTER GROUP SHAREHOLDING | Nil | Nil | Nil | Nil | Nil | Nil |
| a) Pledged / Encumbered | N.A. | N.A. | N.A. | N.A. | N.A. | . N.A. |
| b) Non - encumbered | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |

| B. Investor Complaints | 3 months |
|------------------------------------------------|------------|
| | ended |
| | 30.09.2014 |
| Pending at the beginning of the quarter | Nil |
| Received during the quarter | 2 |
| Disposed off during the quarter | 2 |
| Remaining unresolved at the end of the quarter | Nil |

Notes:

- (i) The Unaudited Financial Results, Segment Results and Statement of Assets and Liabilities were reviewed by the Audit Committee and approved at the meeting of the Board of Directors of the Company held on 31st October, 2014.
- (ii) Figures for the previous periods are re-classified / re-arranged / re-grouped, wherever necessary, to correspond with the current period's classification / disclosure.
- (iii) The Company does not have any Exceptional or Extraordinary item to report for the above periods.
- (iv) The launch and rollout costs of the Company's brands 'Fiama Di Wills', 'Vivel', 'Superia' and 'Engage' covering the range of personal care products of soaps, face washes, shower gels, shampoos, conditioners, skin care and deodorants, and the continuing significant brand building costs of the Foods businesses are reflected under 'Other expenses' stated above and in Segment Results under 'FMCG-Others'.
- (v) During the quarter, 1,92,38,871 Ordinary Shares of ₹ 1/- each were issued and allotted, as follows:-
 - 1,91,51,110 Ordinary Shares of ₹ 1/- each under the Company's Employee Stock Option Schemes
 - 87,761 Ordinary Shares of ₹ 1/- each pursuant to the Scheme of Arrangement for demerger of the Non-Engineering Business of Wimco Limited into the Company.

Consequently, the issued and paid-up Share Capital of the Company as on 30th September, 2014 stands increased to ₹797,42,55,211/-.

- (vi) The Scheme of Arrangement between Wimco Limited ('Wimco') and the Company became effective on 27th June, 2014 on filing of the Order of the Hon'ble High Court with the respective Registrar of Companies. The Scheme, with effect from 1st April 2013, provided for the demerger of the Non Engineering Business of Wimco into the Company. The results for the quarters ended 30th June, 2014 and 30th September, 2014 and for the six months ended 30th September, 2014 reflect the effect of the Scheme, and consequently, the figures for the previous periods are not strictly comparable.
 - Pavan Poplar Limited and Prag Agro Farm Limited have become direct subsidiaries of the Company with effect from 27th June, 2014, consequent upon the Scheme becoming effective.
- (vii) Pursuant to the enactment of the Companies Act 2013, (the 'Act'), the Company has, effective 1st April 2014, reviewed and revised the estimated useful lives of its fixed assets, generally in accordance with the provisions of Schedule II of the Act. The consequential impact [after charging ₹ 48.32 Crores (net of tax of ₹ 24.88 Crores) to Retained Earnings in line with the transition provision specified in Schedule II] on the depreciation charged and on the results for the quarter and six months is not material.
- (viii) This statement is as per Clause 41 of the Listing Agreement.

Limited Review

The Limited Review, as required under Clause 41 of the Listing Agreement has been completed and the related Report forwarded to the Stock Exchanges. This Report does not have any impact on the above 'Results and Notes' for the Quarter ended 30th September, 2014 which needs to be explained.

ITC Limited

(₹ in Crores)

| | (₹ in Crores) | | | | | | |
|-------|-----------------------------------------------------------|-----------------------|---------------------|--|--|--|--|
| STATI | ATEMENT OF ASSETS AND LIABILITIES STANDALONE | | | | | | |
| | | As at | As at | | | | |
| | | current half year end | previous year end | | | | |
| | | 30.09.2014 * | 31.03.2014 | | | | |
| | | (Unaudited) | (Audited) | | | | |
| Α | EQUITY AND LIABILITIES | | | | | | |
| | | | | | | | |
| 1 | SHAREHOLDERS' FUNDS | | | | | | |
| | (a) Share Capital | 797.43 | 795.32 | | | | |
| | (b) Reserves and surplus | 30295.58 | 25466.70 | | | | |
| | (c) Money received against share warrants | - | - | | | | |
| | Shareholders' Funds | 31093.01 | 26262.02 | | | | |
| 2 | SHARE APPLICATION MONEY PENDING ALLOTMENT | - | <u>-</u> | | | | |
| | | | | | | | |
| 3 | NON-CURRENT LIABILITIES | = 0.00 | = 4.00 | | | | |
| | (a) Long-term borrowings | 50.02 | 51.00 | | | | |
| | (b) Deferred tax liabilities (net) | 1396.20 | 1296.96 | | | | |
| | (c) Other long-term liabilities | 6.84 | 5.09 | | | | |
| | (d) Long-term provisions | 110.20 | 110.00 | | | | |
| | Non-Current Liabilities | 1563.26 | 1463.05 | | | | |
| 4 | CURRENT LIABILITIES | | | | | | |
| 4 | (a) Short-term borrowings | 566.36 | 0.14 | | | | |
| | (b) Trade payables | 1763.48 | 1987.59 | | | | |
| | (c) Other current liabilities | 4458.33 | 3631.88 | | | | |
| | (d) Short-term provisions | 713.98 | 5884.71 | | | | |
| | Current Liabilities | 7502.15 | 11504.32 | | | | |
| | | 1002110 | | | | | |
| | TOTAL EQUITY AND LIABILITIES | 40158.42 | 39229.39 | | | | |
| В | ASSETS | | | | | | |
| _ | NON CURRENT ACCETS | | | | | | |
| 1 | NON-CURRENT ASSETS | 4.4000.00 | 4.4000.47 | | | | |
| | (a) Fixed assets | 14990.36 2377.15 | 14308.47 2512.17 | | | | |
| | (b) Non-current investments (c) Deferred tax assets (net) | 2311.15 | 2312.17 | | | | |
| | (d) Long-term loans and advances | - 1353.08 | 1480.02 | | | | |
| | (e) Other non-current assets | 1333.00 | 1400.02 | | | | |
| | Non-Current Assets | 18720.59 | 18300.66 | | | | |
| | | 10120100 | | | | | |
| 2 | CURRENT ASSETS | | | | | | |
| | (a) Current investments | 6603.65 | 6311.26 | | | | |
| | (b) Inventories | 8463.43 | 7359.54 | | | | |
| | (c) Trade receivables | 2000.82 | 2165.36 | | | | |
| | (d) Cash and bank balances | 3593.11 | 3289.37 | | | | |
| | (e) Short-term loans and advances | 523.32 | 783.51 | | | | |
| | (f) Other current assets | 253.50 | 1019.69 | | | | |
| | Current Assets | 21437.83 | 20928.73 | | | | |
| | | | | | | | |
| | TOTAL ASSETS | 40158.42 | 39229.39 | | | | |

^{*} Refer Note (vi).

ITC LIMITED

Unaudited Segment-wise Revenue, Results and Capital Employed for the Quarter and Six Months ended 30th September, 2014

(₹ in Crores)

| | | | | | | | (₹ in Crores) |
|-------|----------------------------------------------------------------------------|---------------------------------|--------------------------------------------------|----------------------------------------------|---------------------------------|---------------------------------|-----------------------------------------|
| | | | | | | | |
| | | 3 Months ended 30.09.2014 | Corresponding 3 Months ended 30.09.2013 | Preceding 3 Months ended 30.06.2014 | 6 Months ended 30.09.2014 | 6 Months ended 30.09.2013 | Twelve Months ended 31.03.2014 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Audited) |
| 1. | Segment Revenue | | | | | | |
| | a) FMCG - Cigarettes - Others | 4250.86 2196.01 | 3723.81 1962.22 | 4201.06 1934.61 | 8451.92 4130.62 | 7261.20 3706.88 | 15456.05 8099.21 |
| | Total FMCG | 6446.87 | 5686.03 | 6135.67 | 12582.54 | 10968.08 | 23555.26 |
| | b) Hotels c) Agri Business d) Paperboards, Paper & Packaging | 261.59 2058.67 1284.07 | 246.97 1772.46 1178.74 | 248.69 3296.06 1288.48 | 510.28 5354.73 2572.55 | 496.83 3961.44 2341.88 | 1132.78 7752.05 4860.51 |
| | Total | 10051.20 | 8884.20 | 10968.90 | 21020.10 | 17768.23 | 37300.60 |
| | Less : Inter-segment revenue | 1120.88 | 1108.41 | 1804.48 | 2925.36 | 2653.92 | 4418.04 |
| Not | sales / Income from operations | 8930.32 | 7775.79 | 9164.42 | 18094.74 | 15114.31 | 32882.56 |
| | · | 0930.32 | 1113.19 | 9104.42 | 10094.74 | 13114.31 | 32002.30 |
| 2. | Segment Results | | | | | | |
| | a) FMCG - Cigarettes - Liability no longer required written back [Note (i) | 2882.06 - | 2411.70 157.91 | 2721.75 - | 5603.81 | 4653.42 157.91 | 9858.00 157.91 |
| | FMCG - Cigarettes - Others | 2882.06 (10.31) | 2569.61 (12.69) | 2721.75 (15.59) | 5603.81 (25.90) | 4811.33 (31.62) | 10015.91 21.82 |
| | Total FMCG | 2871.75 | 2556.92 | 2706.16 | 5577.91 | 4779.71 | 10037.73 |
| | b) Hotels [Note (ii)] c) Agri Business d) Paperboards, Paper & Packaging | (9.58) 298.25 242.14 | 8.72 284.59 220.76 | (12.09) 202.45 274.90 | (21.67) 500.70 517.04 | 17.66 483.90 472.36 | 139.71 834.78 892.46 |
| | Total | 3402.56 | 3070.99 | 3171.42 | 6573.98 | 5753.63 | 11904.68 |
| | Less: i) Finance Costs | 18.39 | 2.10 | 15.15 | 33.54 | 19.05 | 37.72 |
| | Liability no longer required written back [Note (i)] Finance Costs | - 18.39 | (34.77) (32.67) | - 15.15 | 33.54 | (34.77) (15.72) | (34.77) |
| | ii) Other un-allocable (income) net of un-allocable expenditure | (199.09) | (130.17) | (109.40) | (308.49) | (226.72) | (757.38) |
| Prof | it Before Tax | 3583.26 | 3233.83 | 3265.67 | 6848.93 | 5996.07 | 12659.11 |
| Tax E | xpense | 1158.10 | 1003.30 | 1079.28 | 2237.38 | 1874.21 | 3873.90 |
| Prof | it After Tax | 2425.16 | 2230.53 | 2186.39 | 4611.55 | 4121.86 | 8785.21 |
| 3. | Capital Employed | | | | | | |
| | a) FMCG - Cigarettes * - Others | 5661.80 3963.28 | 4663.61 3162.40 | 5087.46 3941.74 | 5661.80 3963.28 | 4663.61 3162.40 | 5705.48 3383.53 |
| | Total FMCG | 9625.08 | 7826.01 | 9029.20 | 9625.08 | 7826.01 | 9089.01 |
| | b) Hotels c) Agri Business d) Paperboards, Paper & Packaging | 3705.84 1677.73 5522.55 | 3513.82 1119.90 5068.80 | 3648.46 2299.03 5454.09 | 3705.84 1677.73 5522.55 | 3513.82 1119.90 5068.80 | 3625.39 2052.44 5319.08 |
| Tat | , , , , , , , , , , , , , , , , , , , , | | | | | | |
| ı ota | I Segment Capital Employed | 20531.20 | 17528.53 | 20430.78 | 20531.20 | 17528.53 | 20085.92 |

^{*} Segment Liabilities of FMCG-Cigarettes is before considering ₹ 678.00 Crores (30.09.2013 - ₹ 657.75 Crores; 30.06.2014 - ₹ 673.08 Crores) in respect of disputed Taxes, the recovery of which has been stayed or where States' appeals are pending before Courts. These have been included under 'Unallocated Corporate Liabilities'.

Note (i): Liability for earlier years towards Rates and Taxes and Interest thereon of ₹ 157.91 Crores and ₹ 34.77 Crores respectively have been written back as no longer required, based on a favourable High Court Order; Segment Results of FMCG - Cigarettes and Finance Costs for the quarter and six months ended 30.09.2013 and for the twelve months ended 31.03.2014 include the effect of such write back.

Note (ii): The Segment Results for Hotels are after considering an incremental charge of ₹ 13.38 Crores and ₹ 27.66 Crores for the quarter and six months ended 30th September, 2014 respectively towards depreciation from the review and revision of estimated useful lives of fixed assets in accordance with the provisions of Schedule II to the Companies Act, 2013. The impact of such revision on the results of all other reported Segments is not material.

Notes:

- (1) The Company's corporate strategy aims at creating multiple drivers of growth anchored on its core competencies. The Company is currently focused on four business groups: FMCG, Hotels, Paperboards, Paper & Packaging and Agri Business. The Company's organisational structure and governance processes are designed to support effective management of multiple businesses while retaining focus on each one of them.
- (2) The business groups comprise the following:

FMCG : Cigarettes - Cigarettes, Cigars etc.

: Others - Branded Packaged Foods Businesses (Bakery and Confectionery Foods; Snack

Foods; Staples, Spices and Ready to Eat Foods); Apparel; Education and Stationery Products; Personal Care Products; Safety Matches and Agarbattis.

Hotels - Hoteliering.

Paperboards, Paper & Packaging - Paperboards, Paper including Specialty Paper & Packaging including Flexibles.

Agri Business - Agri commodities such as soya, spices, coffee and leaf tobacco.

- (3) Segment results of 'FMCG: Others' are after considering significant business development, brand building and gestation costs of Branded Packaged Foods businesses and Personal Care Products business.
- (4) ITC Grand Chola, the Company's 600-key super premium integrated luxury hotel complex in Chennai was inaugurated on 15th September, 2012. The Hotel has been accredited as the World's largest LEED Platinum rated hotel, in the new construction category. The segment results of 'Hotels' for the quarter reflect the gestation cost of the newly opened property.
- (5) The Company's Agri Business markets agri commodities in the export and domestic markets; supplies agri raw materials to the Branded Packaged Foods Businesses and sources leaf tobacco for the Cigarettes Business.
- (6) Figures for the corresponding previous periods are re-arranged, wherever necessary, to conform to the figures of the current period.

Registered Office: Virginia House, 37 J.L. Nehru Road, Kolkata 700 071, India For and on behalf of the Board

Dated: 31st October, 2014 Place: New Delhi, India

Executive Director

Chairman