

## Board of Directors

### Chairman

Yogesh Chander Deveshwar

### Executive Directors

Nakul Anand

Sanjiv Puri

Rajiv Tandon

(also Chief Financial Officer)

### Non-Executive Directors

Anil Bajjal

Shilabhadra Banerjee

Arun Duggal

Angara Venkata Girija Kumar

Robert Earl Lerwill

Suryakant Balkrishna Mainak

Sunil Behari Mathur

Pillappakkam Bahukutumbi Ramanujam

Nirupama Rao

Sahibzada Syed Habib-ur-Rehman

Meera Shankar

Krishnamoorthy Vaidyanath

## Board Committees

### Audit Committee

S B Mathur	Chairman
A Bajjal	Member
A Duggal	Member
P B Ramanujam	Member
K Vaidyanath	Member
R Tandon	Invitee
R Parasuram	Invitee
(Head of Internal Audit)	
Representative of the Statutory Auditors	Invitee
B B Chatterjee	Secretary

### CSR and Sustainability Committee

Y C Deveshwar	Chairman
A V Girija Kumar	Member
R E Lerwill	Member
S B Mainak	Member
N Rao	Member
M Shankar	Member
B B Chatterjee	Secretary

### Nomination & Compensation Committee

S Banerjee	Member
Y C Deveshwar	Member
S S H Rehman	Member
M Shankar	Member
K Vaidyanath	Member
B B Chatterjee	Secretary

### Securityholders Relationship Committee

A V Girija Kumar	Chairman
S Puri	Member
R Tandon	Member
K Vaidyanath	Member
B B Chatterjee	Secretary

### Independent Directors Committee

A Bajjal	Chairman
S Banerjee	Member
A Duggal	Member
S B Mathur	Member
P B Ramanujam	Member
N Rao	Member
S S H Rehman	Member
M Shankar	Member

## Corporate Management Committee

### Executive Directors

Y C Deveshwar	Chairman
N Anand	Member
S Puri	Member
R Tandon	Member

### Executives

C Dar	Member
S Sivakumar	Member
R Sridhar	Member
B Sumant	Member
K S Suresh	Member
B B Chatterjee	Member & Secretary

### Executive Vice President & Company Secretary

Biswa Behari Chatterjee

### General Counsel

Kannadiputhur Sundararaman Suresh

### Investor Service Centre

37 Jawaharlal Nehru Road, Kolkata 700 071, India

Phone : 033-2288 6426/0034

Fax : 033-2288 2358

e-mail : isc@itc.in

### Auditors

Deloitte Haskins & Sells

Chartered Accountants, Kolkata

### Registered Office

Virginia House

37 Jawaharlal Nehru Road, Kolkata 700 071, India

Phone : 033-2288 9371

CIN : L16005WB1910PLC001985

ITC Corporate Website : www.itcportal.com

# Your Directors

## Y. C. Deveshwar

Y. C. Deveshwar (69), DIN: 00044171, joined ITC in 1968 and is an alumnus of the Indian Institute of Technology, Delhi and Harvard Business School. He was appointed as a Director on the Board of the Company on April 11, 1984 and became the Chief Executive and Chairman of the Board on January 1, 1996. Between 1991 and 1994, he led Air India as Chairman and Managing Director.

Articulating a Vision to put Country before Corporation and serve larger national priorities, he has led ITC's strategic thrust to create multiple drivers of growth that would make a significant and growing contribution to the Indian economy. He also shaped and implemented a Strategy of Organisation to effectively manage multiple businesses whilst retaining focus on each one of them, in the process deriving unique sources of competitive advantage from ITC's diversity. Deveshwar has also championed the cause for Sustainability world-wide bringing into focus the need to innovate corporate strategies that not only enhance shareholder value but add significantly to the development of natural and social capital.

Spearheading a journey of growth that has led the Harvard Business Review to rank him as the 7th Best Performing CEO in the world, his stewardship has guided ITC to become India's foremost FMCG marketer, the country's largest and greenest Paperboards and Packaging business, a globally acknowledged pioneer in farmer empowerment through its wide-reaching Agri Business, the second largest Hotel Chain in India and a trailblazer in 'green hoteliering'. The Company's wholly-owned subsidiary, ITC Infotech India Limited, is also one of India's fast-growing IT companies in the mid-tier segment.

Today, ITC is a global exemplar in sustainability and is the only Company in the world of comparable dimensions

to be 'carbon positive', 'water positive' and 'solid waste recycling positive'. The Company's businesses generate livelihoods for around 6 million people, many of whom represent the poorest in Rural India. The pioneering farmer empowerment initiative, ITC e-Choupal, is today the world's largest rural digital infrastructure and is a case study at the Harvard Business School besides receiving several global awards. ITC was also conferred the World Business and Development Award 2012 at the Rio+20 United Nations Summit by the United Nations Development Programme, the International Chamber of Commerce and the International Business Leaders Forum for its Social and Farm Forestry Programmes.

Deveshwar is a Director on the Central Board of the Reserve Bank of India. He is a member of the National Foundation for Corporate Governance. He is also the former Chairman of the Society and Board of Governors of the Indian Institute of Management, Calcutta. He serves on the National Executive Committees of some of India's premier trade and industry bodies, and has served as a member of the UK-India CEOs Forum and US-India CEOs Forum instituted by the respective Governments.

Deveshwar is a past President of CII.

In 2011, Deveshwar was conferred the Padma Bhushan, one of the highest civilian awards in the country, by the Government of India. Amongst several other awards and recognitions during his distinguished career, Deveshwar has been honoured with the Global Leadership Award by the US-India Business Council of the US Chamber of Commerce in 2010, the Business Leader of the Year Award from the All India Management Association in 2012, Business Person of the Year Award 2006 by the UK Trade & Investment, and the Sustainability Leadership Award 2007 conferred at Zurich at the International Sustainability Leadership Symposium. He was inducted to the prestigious

Hall of Pride at the Indian Science Congress in 2006. Earlier, he was also named Manager Entrepreneur of the Year 2001 by Ernst & Young. The Economic Times has conferred on Deveshwar, the Indian Visionary Business Leader Award and the Smart Green Leader Lifetime Achievement Award, the Bombay Management Association has honoured him with the Management Man of the Year Award, and the Calcutta Management Association has inducted him as the first leader on the Management Hall of Fame.

### Other Directorships

Name of the Company	Position
ITC Infotech India Limited	Chairman & Non-Executive Director
ITC Infotech Limited, UK*	Chairman & Non-Executive Director
ITC Infotech (USA), Inc.*	Chairman & Non-Executive Director
Surya Nepal Private Limited*	Chairman & Non-Executive Director
Indian School of Business	Member, Board of Governors
The Associated Chambers of Commerce and Industry of India	Member, Managing Committee

**Committee Membership of other Companies:** Nil

### N. Anand

Nakul Anand (59), DIN: 00022279, was appointed as a Director on the Board of ITC effective January 3, 2011. In addition to overseeing the Hospitality, Travel & Tourism businesses of ITC, he has taken over in December 2014, the responsibility for overseeing the Lifestyle Retailing Business.

An Economics Honours graduate from Delhi University with an AMP degree from Bond University, Australia, Anand joined ITC Hotels' Management Training Programme in 1978. He has also served as the Managing Director of erstwhile ITC Hotels Limited during the period 2003-05.

In a career that spans close to four decades, Anand has been acknowledged in the hotels and tourism industry for his vision and commitment. Leveraging the significant learning of sustainable excellence within ITC, he led the team at ITC Hotels to pioneer the concept of 'Responsible Luxury' in the hospitality industry, securing LEED® Platinum certifications for all ITC super premium luxury hotels, making it the 'Greenest Luxury Hotel Chain in the world'. He has formulated value-based strategies to create a unique quality control model. His dynamic leadership and passion for the business is recognised and acknowledged by his peers. He is the Chairman of the Federation of Associations in Indian Tourism & Hospitality. Anand is also a past President of the Hotel Association of India and Chairman of the CII National Tourism Committee.

### Other Directorships

Name of the Company	Position
International Travel House Limited	Chairman & Non-Executive Director
Gujarat Hotels Limited	Chairman & Non-Executive Director
Landbase India Limited	Chairman & Non-Executive Director
Fortune Park Hotels Limited	Chairman & Non-Executive Director
WelcomHotels Lanka (Private) Limited*	Chairman & Non-Executive Director
Srinivasa Resorts Limited	Vice-Chairman & Non-Executive Director
Bay Islands Hotels Limited	Non-Executive Director
Maharaja Heritage Resorts Limited	Non-Executive Director

## Your Directors

### Committee Membership of other Companies

Name of the Company	Committee	Position
International Travel House Limited	Nominations & Remuneration Committee	Member
Gujarat Hotels Limited	Nominations & Remuneration Committee	Member
Landbase India Limited	Nominations & Remuneration Committee	Member
Fortune Park Hotels Limited	CSR Committee	Chairman
Srinivasa Resorts Limited	Nominations & Remuneration Committee	Chairman

### S. Puri

Sanjiv Puri (53), DIN: 00280529, was appointed as an Additional Executive Director on the Board of ITC effective December 6, 2015. Puri is an alumnus of the Indian Institute of Technology, Kanpur, and joined ITC in 1986. He is responsible for overseeing the FMCG businesses and the Paperboards, Paper and Packaging businesses of ITC.

Prior to his appointment as Director, Puri was President, FMCG Businesses - Cigarettes, Foods, Personal Care, Education & Stationery Products, Matches and Agarbattis, since December 2014. He has handled a wide range of responsibilities including business leadership positions, manufacturing, operations as well as in information & digital technology. Puri became Divisional Chief Executive of the Tobacco Division in 2009, handling additionally the charge of the Company's Trade Marketing & Distribution function. He has led ITC Infotech India Limited (ITC Infotech), a wholly-owned subsidiary of ITC, as its Managing

Director from May 2006 to August 2009. He has also been on the Boards of ITC Infotech's wholly-owned subsidiaries in the UK and USA. Puri also served between 2001 and 2006 as the Managing Director of Surya Nepal Private Limited, a joint venture subsidiary company of ITC in Nepal. He has also been a Director on the Board of The Tobacco Institute of India and past member of the Board of Governors of Media Research Users Council.

Puri is the Chairman of the FICCI FMCG Committee and a member of the FICCI National Executive Committee. He has also served as the Chairman of the Agri & Food Processing Task Force of CII Eastern Region and a member of the CII Eastern Regional Council.

### Other Directorships

Name of the Company	Position
King Maker Marketing, Inc., USA*	Non-Executive Director
Surya Nepal Private Limited*	Non-Executive Director
The Indian Society of Advertisers	Member, Executive Council

### Committee Membership of other Companies: Nil

### R. Tandon

Rajiv Tandon (62), DIN: 00042227, was appointed as an Additional Executive Director on the Board of ITC effective January 22, 2016. He is responsible for Finance, Accounting, Internal Audit Functions and Investment Subsidiaries of the Company. Prior to this, he was the Chief Financial Officer of the Company, a position that he continues to hold. A Fellow member of the Institute of Chartered Accountants of India with over three decades of experience, Tandon has held various positions in ITC including Executive Vice President - Finance & MIS of the Tobacco Division, Executive Vice President - Corporate Finance,

Finance Advisor and member of the Management Committee of Agri Business and Tobacco Divisions.

Tandon was named the 'Best CFO in India' by Business Today in 2013. He has held several important positions in various industry bodies including Chairman of the Expert Committee on Banking and Finance, Indian Chamber of Commerce; Member, Taxation and Company Law Committee, CII; Member, Managing Committee, The Bengal Chamber of Commerce & Industry and is currently a member, CII-CFO Forum as well as a member of the Capital Markets Committee of FICCI.

### Other Directorships

Name of the Company	Position
Russell Credit Limited	Chairman & Non-Executive Director
Greenacre Holdings Limited	Chairman & Non-Executive Director
Gold Flake Corporation Limited	Chairman & Non-Executive Director
ITC Investments & Holdings Limited	Chairman & Non-Executive Director
Wimco Limited	Chairman & Non-Executive Director
Wills Corporation Limited	Chairman & Non-Executive Director
Landbase India Limited	Non-Executive Director
ITC Infotech India Limited	Non-Executive Director
ITC Infotech Limited, UK*	Non-Executive Director
ITC Infotech (USA), Inc.*	Non-Executive Director

### Committee Membership of other Companies

Name of the Company	Committee	Position
Russell Credit Limited	Audit Committee	Chairman
	CSR Committee	Chairman
	Nomination and Remuneration Committee	Member

Name of the Company	Committee	Position
Greenacre Holdings Limited	Audit Committee	Chairman
	Nomination and Remuneration Committee	Member
Gold Flake Corporation Limited	Audit Committee	Chairman
	Nomination and Remuneration Committee	Member
Wimco Limited	Securityholders Relationship Committee	Member
	Nomination and Remuneration Committee	Member
Landbase India Limited	Audit Committee	Chairman
ITC Infotech India Limited	Audit Committee	Chairman

### A. Bajjal

Anil Bajjal (69), DIN: 01608892, joined the ITC Board as a Non-Executive Independent Director on January 22, 2010.

Bajjal joined the Union Territories Cadre of the Indian Administrative Service in 1969. In a career spanning over 38 years, he held various important assignments including that of the Union Home Secretary, Chairman & Managing Director - Indian Airlines, Chief Executive Officer - Prasar Bharti Corporation, Vice-Chairman - Delhi Development Authority, Development Commissioner, Goa, and Counsellor in-charge of the Indian Aid Programme in Nepal. He retired in October 2006 as Secretary, Ministry of Urban Development, Government of India. Post superannuation, Bajjal has served as Independent Non-Executive Director on the Boards of various government and private companies.

## Your Directors

### Other Directorships

Name of the Company	Position
IDFC Bank Limited	Chairman & Non-Executive Director
IDFC Foundation	Chairman & Non-Executive Director
Terra Firma Designs Private Limited	Managing Director
International Travel House Limited	Non-Executive Director
DHFL Pramerica Life Insurance Company Limited	Non-Executive Director
New Delhi Centre for Sight Limited	Non-Executive Director

### Committee Membership of other Companies

Name of the Company	Committee	Position
IDFC Bank Limited	Stakeholders Welfare Committee	Member
	Nomination & Remuneration Committee	Member
	CSR Committee	Member
IDFC Foundation	Audit Committee	Chairman
	Nomination & Remuneration Committee	Member
International Travel House Limited	Nominations & Remuneration Committee	Member
	CSR Committee	Member
DHFL Pramerica Life Insurance Company Limited	Audit & Compliance Committee	Chairman
	Nomination & Remuneration Committee	Member
	CSR Committee	Member

Name of the Company	Committee	Position
New Delhi Centre for Sight Limited	Nomination & Remuneration Committee	Chairman
	CSR Committee	Chairman

### S. Banerjee

Shilabhadra Banerjee (67), DIN: 02922331, joined the ITC Board as a Non-Executive Director on July 24, 2014 and was appointed as an Independent Director on July 30, 2014.

Banerjee, a Masters in History from St. Stephen's College, Delhi, Post Graduate Diploma holder in Public Administration from the Indian Institute of Public Administration, New Delhi, and an M. Phil in Social Sciences from the University of Panjab, began his career in the Indian Administrative Service in 1971. In a career spanning over 37 years, he has held several eminent positions including that of Joint Secretary in the Ministries of Petroleum & Natural Gas and Urban Development. Banerjee was Director General (Acquisition) in the Ministry of Defence and retired as Secretary, Ministry of Tourism in October 2008. He has been a Visiting Fellow at the Queen Elizabeth House, University of Oxford, UK. Banerjee also served on the Board of the Company from February 2010 to March 2014.

Banerjee does not hold directorship of any other company.

### A. Duggal

Arun Duggal (69), DIN: 00024262, joined the ITC Board as a Non-Executive Independent Director on September 15, 2014.

Duggal, a Mechanical Engineer from the Indian Institute of Technology, Delhi, and an MBA from

the Indian Institute of Management, Ahmedabad, is an international banker with global experience in financial strategy, M&A and capital raising. His professional career includes 26 years with Bank of America (BoA), primarily in the USA, Hong Kong and Japan, with his last assignment as Chief Executive with BoA, India, from 1998 to 2001. He was the Chief Financial Officer of HCL Technologies Limited, India, from 2001 to 2003. He has also been the Chairman of the American Chamber of Commerce, India, and on the Board of Governors of the National Institute of Bank Management. Duggal is involved in several initiatives in social and educational sectors and is founder of FICCI's Women on Corporate Governance Board Programme.

### Other Directorships

Name of the Company	Position
ICRA Limited	Chairman & Non-Executive Director
Mangalore Chemicals and Fertilisers Limited	Chairman & Non-Executive Director
International Asset Reconstruction Company Private Limited	Chairman & Non-Executive Director
Info Edge (India) Limited	Non-Executive Director
Dish TV India Limited	Non-Executive Director
Dr. Lal Pathlabs Limited	Non-Executive Director

### Committee Membership of other Companies

Name of the Company	Committee	Position
ICRA Limited	Audit Committee	Member
Mangalore Chemicals and Fertilisers Limited	Audit Committee	Member
International Asset Reconstruction Company Private Limited	Nomination & Remuneration Committee	Member

Name of the Company	Committee	Position
Info Edge (India) Limited	Audit Committee	Chairman
Dish TV India Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Member
Dr. Lal Pathlabs Limited	Audit Committee	Member
	Remuneration & Nomination Committee	Chairman

### A. V. Girija Kumar

A. V. Girija Kumar (55), DIN: 02921377, joined the ITC Board on July 31, 2015 as an Additional Non-Executive Director, representing the General Insurers' (Public Sector) Association of India. A Masters in Business Administration from Jawaharlal Nehru Technological University, he is currently Director & General Manager of United India Insurance Company Limited. Girija Kumar also served on the Board of the Company from March 19, 2010 to July 22, 2015.

In a career spanning over 34 years, Girija Kumar was with The New India Assurance Company Limited (New India). In New India, he worked at many centres across India, holding various positions including that of Divisional Manager, Senior Divisional Manager and Regional Chief before moving to the Corporate Office in Mumbai as Deputy General Manager overseeing techno-marketing, foreign business development and investments.

On secondment, Girija Kumar was posted as General Manager (Non-Life) - Saudi Indian Company for Cooperative Insurance in Saudi Arabia. His responsibilities included facilitating an IPO to raise capital and completing the legal formation of the company in the Kingdom of Saudi Arabia. He joined National Insurance Company Limited (NIC) as a General Manager in 2009, served as

## Your Directors

Officiating Chairman-cum-Managing Director of NIC from March 2014 till September 2014, and as its Director till January 2015. He does not hold committee membership of any other company.

### R. E. Lerwill

R. E. Lerwill (64), DIN: 06739219, joined the ITC Board as a representative of Tobacco Manufacturers (India) Limited, a subsidiary of British American Tobacco p.l.c. (BAT), the ultimate holding company, with effect from November 18, 2013. Lerwill attended Nottingham University before qualifying as a Chartered Accountant. He later completed the Harvard Business School Advanced Management Program.

Lerwill was on the Board of BAT as a Non-Executive Director from January 2005 to April 2013 where he was Chairman of the Audit Committee and also a member of the Nominations and Remuneration Committees. Until June 2003, Lerwill was an Executive Director of Cable and Wireless plc where he served as Finance Director between 1997 and 2002 and Chief Executive of Cable and Wireless Regional between 2000 and 2003. From 1986 to 1996 he was Group Finance Director of WPP Group plc. In both companies, he was instrumental in developing and managing major international businesses. Lerwill was Chief Executive Officer of Aegis Group plc from February 2005 to November 2008. He was also Chairman of Synergy Health plc until June 2012.

### Other Directorships

Name of the Company	Position
DJI (Holdings) plc., UK*	Non-Executive Director
Spire Healthcare Group plc., UK*	Non-Executive Director
Impello plc., UK*	Non-Executive Director
Reynolds American Inc., USA*	Non-Executive Director

**Committee Membership of other Companies:** Nil

### S. B. Mainak

S. B. Mainak (60), DIN: 02531129, joined the ITC Board as a Non-Executive Director effective April 25, 2014, representing LIC.

A qualified Chartered Accountant, he joined LIC as a Direct Recruit Officer in 1983 and retired as its Managing Director with effect from 1st March, 2016. During his long tenure at LIC, Mainak acquired wide range of experience in several functions spanning Investments, Finance & Accounts and Marketing and held various positions including Senior / Branch Manager, Divisional Manager of Pension & Group Superannuation and in various capacities in the Investment department.

Mainak also had a stint in academics as Professor (Life Insurance) and Head of Finance Department in National Insurance Academy (NIA), Pune, where he was instrumental in creating new teaching programmes in finance & accounts, investment, GAAP accounting and Insurance Investment and Financial Reporting Standards. Mainak was Deputy President of the Insurance Institute of India and member of the Governing Board of NIA. He was earlier appointed by the Government of India on the Board of Satyam Computer Services Limited as an Independent Director for restructuring the company.

In 2009, he was conferred the 'NDTV Profit Business Leadership Award', 'CNN-IBN Indian of the Year Award' and 'Dataquest IT Person of the Year Award'.

### Other Directorships

Name of the Company	Position
Credit Analysis and Research Limited	Chairman & Non-Executive Director
Mahindra and Mahindra Limited	Non-Executive Director

**Committee Membership of other Companies:** Nil



**S. B. Mathur**

S. B. Mathur (71), DIN: 00013239, has been on the ITC Board since July 29, 2005, first as a representative of LIC and then in his individual capacity as a Non-Executive Independent Director.

A qualified Chartered Accountant, Mathur retired from LIC in October 2004 as its Chairman. Subsequently, the Government of India appointed him the Administrator of the Specified Undertaking of the Unit Trust of India in December 2004, up to December 2007.

Mathur took over as Chairman of LIC at a time when the insurance sector had just opened up. Under his leadership, LIC successfully rose to the challenges of a competitive environment by enhancing product offerings. He joined LIC in 1967 as a Direct Recruit Officer and rose to the rank of Chairman. He held various positions in LIC including Senior Divisional Manager of Gwalior Division, Chief of Corporate Planning, General Manager of LIC (International) E.C., Zonal Manager in-charge of Western Zone and Executive Director.

**Other Directorships**

Name of the Company	Position
Hindustan Oil Exploration Company Limited	Chairman & Non-Executive Director
National Collateral Management Services Limited	Non-Executive Director
Havells India Limited	Non-Executive Director
DCM Shriram Industries Limited	Non-Executive Director
Infrastructure Leasing and Financial Services Limited	Non-Executive Director
UltraTech Cement Limited	Non-Executive Director
Minda Corporation Limited	Non-Executive Director
Thomas Cook (India) Limited	Non-Executive Director
NSE Strategic Investment Corporation Limited	Non-Executive Director
Munich Re India Services Private Limited	Non-Executive Director
India Mortgage Guarantee Corporation Private Limited	Non-Executive Director

**Committee Membership of other Companies**

Name of the Company	Committee	Position
Hindustan Oil Exploration Company Limited	Audit Committee	Member
National Collateral Management Services Limited	Nomination & Remuneration Committee	Member
Havells India Limited	Audit Committee	Chairman
	Stakeholders Relations Committee	Member
	CSR Committee	Member
DCM Shriram Industries Limited	Audit Committee	Member
	Stakeholders Relations Committee	Member
Infrastructure Leasing and Financial Services Limited	Nominations & Remuneration Committee	Chairman
Minda Corporation Limited	Audit Committee	Member
India Mortgage Guarantee Corporation Private Limited	Audit Committee	Member

**P. B. Ramanujam**

P. B. Ramanujam (71), DIN: 00046101, has been on the Board of ITC since October 30, 1998, first as a representative of GIC and its erstwhile subsidiaries and then in his individual capacity as a Non-Executive Independent Director.

A qualified Chartered Accountant, Ramanujam has held several responsibilities in GIC covering finance, accounts, investments, reinsurance, information technology etc. He was General Manager and Director with NIC, and the Managing Director of GIC till July 31, 2004.

## Your Directors

Ramanujam has served as a faculty member at NIA. He was also the Chairman of the Committee appointed by the interim Insurance Regulatory Authority (IRA) for prescribing norms, rules and regulations in the area of finance. He has also been a member of three other IRA Committees on technical issues, investment matters and insurance regulatory information system. He was a member of FICCI's Reinsurance Sub-Committee, the Insurance Tariff Advisory Committee, the Advisory Committee on Finance of the Insurance Regulatory and Development Authority (IRDA), and member of IRDA's Reinsurance Advisory Committee for recommending regulatory changes with regard to capital structure, IPOs, mergers & acquisitions etc. of insurance companies.

Ramanujam does not hold directorship of any other company.

### Nirupama Rao

Nirupama Rao (65), DIN: 06954879, was appointed as an Additional Non-Executive Independent Director on the Board of ITC effective April 8, 2016.

A Graduate in English Literature, she was a Fellow of the Harvard University (1992-93), Fellow of the Brown University and a recipient of the degree of Doctor of Letters (Honoris Causa) from the Pondicherry University.

A career diplomat from the Indian Foreign Service from 1973 to 2011, she has served the Government in several important positions including that of the Foreign Secretary of India. She has represented India in several countries during her distinguished career and was the first Indian woman to be appointed High Commissioner to Sri Lanka and Ambassador to China. She was also the first woman spokesperson of the Ministry of External Affairs. After her

retirement, she was appointed Ambassador of India to the United States for a tenure of two years.

### Other Directorships

Name of the Company	Position
KEC International Limited	Non-Executive Director
Network18 Media & Investments Limited	Non-Executive Director
TV18 Broadcast Limited	Non-Executive Director
Viacom 18 Media Private Limited	Non-Executive Director

### Committee Membership of other Companies

Name of the Company	Committee	Position
Viacom 18 Media Private Limited	Audit Committee	Member
	Nomination and Remuneration Committee	Member

### S. S. H. Rehman

S. S. H. Rehman (72), DIN: 00050862, was appointed as a Non-Executive Independent Director on the Board of ITC effective July 27, 2012. Rehman's illustrious career began with a tenure in the Indian Army after he graduated from the Indian Military Academy in Dehradun. He moved to the hospitality industry in 1975 and joined ITC in 1979, beginning a three decade association with the Company.

Rehman was appointed Managing Director of erstwhile ITC Hotels Limited in 1994. Subsequently, he joined the Board of ITC as an Executive Director in 1997, and over the next 12 years was responsible for several businesses - Hotels, Travel & Tourism and Foods. During this period, he ably led ITC's Hotels business in consolidating its position as one of India's leading hospitality chains.

Rehman was the founder President of the Hotel Association of India, and a founder member of the World Travel &

Tourism Council, Experience India / Incredible India and has headed several industry associations including tourism committees of FICCI, ASSOCHAM and CII. Rehman has been a recipient of several awards and honours, recognising his vast contribution to Indian hospitality industry.

Rehman does not hold directorship of any other company.

### Meera Shankar

Meera Shankar (65), DIN: 06374957, was appointed as a Non-Executive Independent Director on the Board of ITC effective September 6, 2012.

A Post Graduate in English Literature, she joined the Indian Foreign Service in 1973 and had an illustrious career spanning 38 years. She served in the Prime Minister's Office for six years from 1985 to 1991 working on foreign policy and security matters. Thereafter, she led the Commercial Wing in the Indian Embassy in Washington as Minister (Commerce) till 1995. She returned as Director General of the Indian Council of Cultural Relations overseeing India's cultural diplomacy. She has had extensive experience in South Asia having worked on Bangladesh, Sri Lanka and Maldives as Under Secretary and Deputy Secretary in the Ministry of External Affairs. Later, as Joint Secretary she headed divisions dealing with neighbours, Nepal and Bhutan, and the South Asian Association for Regional Cooperation (SAARC). As Additional Secretary, she handled the UN and international security issues.

She served as Ambassador of India to Germany from 2005 to 2009 and then to the United States from 2009 to 2011.

### Other Directorships

Name of the Company	Position
Pidilite Industries Limited	Non-Executive Director
Adani Transmission Limited	Non-Executive Director
Hexaware Technologies Limited	Non-Executive Director

### Committee Membership of other Companies

Name of the Company	Committee	Position
Pidilite Industries Limited	CSR Committee	Member
Adani Transmission Limited	Audit Committee	Member
	Nomination and Remuneration Committee	Member

### K. Vaidyanath

K. Vaidyanath (66), DIN: 00044357, was appointed as a Non-Executive Director on the Board of ITC effective January 3, 2011. Prior to this appointment, he was an Executive Director on the ITC Board for 10 years from January 2001, responsible for the Company's Finance, IT, Internal Audit and Corporate Communications functions, its Investment Subsidiary, its Paperboards, Paper, Packaging and Information Technology businesses.

Before his elevation to the Board as an Executive Director, he was the Company's Chief Financial Officer. An MBA from XLRI, Jamshedpur, in his 35-year tenure with ITC, Vaidyanath held various positions in the Company's Finance function. He has been a recipient of the 'Best CFO' Award from Business Today and the 'Best CFO in the FMCG category' Award from CNBC-TV18.

Vaidyanath does not hold directorship of any other company.

#### Notes:

1. Other Directorships and Committee Memberships of Directors are as on 20th May, 2016.
  2. Committee Memberships cover Committees under the Companies Act, 2013 viz., Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and CSR Committee.
- \* Denotes Foreign Company