

Board of Directors

Chairman & Managing Director

Sanjiv Puri

Executive Directors

Nakul Anand
Sumant Bhargavan
Rajiv Tandon
(also Chief Financial Officer)

Non-Executive Directors

Shilabhadra Banerjee	Nirupama Rao
Hemant Bhargava	Sahibzada Syed Habib-ur-Rehman
Arun Duggal	Meera Shankar
Sunil Behari Mathur	David Robert Simpson
John Pulinthanam	

Board Committees

Audit Committee

S B Mathur	Chairman
H Bhargava	Member
A Duggal	Member
S S H Rehman	Member
R Tandon	Invitee
M Ganesan (Head of Internal Audit)	Invitee
Representative of the Statutory Auditors	Invitee
R K Singhi	Secretary

CSR and Sustainability Committee

S Puri	Chairman
H Bhargava	Member
J Pulinthanam	Member
N Rao	Member
M Shankar	Member
D R Simpson	Member
R K Singhi	Secretary

Nomination & Compensation Committee

S Banerjee	Chairman
S Puri	Member
S S H Rehman	Member
M Shankar	Member
R K Singhi	Secretary

Securityholders Relationship Committee

S S H Rehman	Chairman
J Pulinthanam	Member
S Puri	Member
R Tandon	Member
R K Singhi	Secretary

Independent Directors Committee

S Banerjee	Member
A Duggal	Member
S B Mathur	Member
N Rao	Member
S S H Rehman	Member
M Shankar	Member

Corporate Management Committee

S Puri	Chairman
N Anand	Member
B Sumant	Member
R Tandon	Member
C Dar	Member
S K Singh	Member
S Sivakumar	Member
K S Suresh	Member
R K Singhi	Secretary

Executive Vice President & Company Secretary

Rajendra Kumar Singhi

General Counsel

Kannadiputhur Sundararaman Suresh

Investor Service Centre

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Statutory Auditors

Deloitte Haskins & Sells

Chartered Accountants, Kolkata

Registered Office

Virginia House

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Telephone no. : 033 2288 9371

CIN : L16005WB1910PLC001985

ITC Corporate Website : www.itcportal.com

Your Directors

S. Puri

Sanjiv Puri (56), DIN: 00280529, is the Chairman & Managing Director of ITC effective May 13, 2019. He was appointed as a Director on the Board of ITC with effect from December 6, 2015 and Chief Executive Officer from February 5, 2017. Prior to this, he was the Chief Operating Officer of ITC since July 22, 2016. He was re-designated as the Managing Director of ITC effective May 16, 2018. Puri is an alumnus of the Indian Institute of Technology, Kanpur, and Wharton School of Business. He joined ITC in 1986.

Prior to his appointment as a Director on the Board of ITC, Puri was President, FMCG Businesses - Cigarettes, Foods, Personal Care, Education & Stationery Products, Matches and Agarbattis, since December 2014. He has held business leadership positions and also handled a wide range of responsibilities in manufacturing, operations and information & digital technology.

Puri became Divisional Chief Executive of the Tobacco Division in 2009, with additional responsibility for the Company's Trade Marketing & Distribution Vertical. He has led ITC Infotech India Limited, a wholly owned subsidiary of ITC, as its Managing Director from May 2006 to August 2009. Puri 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 a past Member of the Board of Governors of the Media Research Users Council.

He has served as Chairman of FICCI's FMCG Committee, Chairman of the Agri & Food Processing Task Force of the CII Eastern Region and as a Council Member of the CII Eastern Region. He was also on the Executive Council of The Indian Society of Advertisers.

Presently, Puri serves on the National Executive Committees of CII and FICCI. He is also a Director on the Board of US-India Strategic Partnership Forum and a Member of the Steering Committee of FICCI. During the year, he was conferred 'Distinguished Alumnus Award of the year 2018' by the Indian Institute of Technology, Kanpur.

Other Directorships

Name of the company	Position
ITC Infotech India Limited	Sr. Vice-Chairman & Non-Executive Director
ITC Infotech Limited, UK *	Sr. Vice-Chairman & Non-Executive Director
ITC Infotech (USA), Inc. *	Sr. Vice-Chairman & Non-Executive Director
Surya Nepal Private Limited *	Chairman & Non-Executive Director

Committee Membership of other companies: Nil

N. Anand

Nakul Anand (62), 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 took over in December 2014, the responsibility for overseeing the Lifestyle Retailing Business.

An Economics Honours Graduate from the Delhi University with an AMP Degree from the 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 premium luxury hotels. 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 has been a past President of the Hotel Association of India and past Chairman of the CII National Tourism Committee. Anand is presently a Member of the National Tourism Advisory Council constituted by the Ministry of Tourism, Government of India, Chairman of the Federation of Associations in Indian Tourism & Hospitality, and a Member of the Executive Committee of the Hotel Association of India. He is also a Member of the India-Sri Lanka CEOs Forum, Council Member & Executive Committee Member of the National Culture Fund, Ministry of Culture, Government of India, and a Member on the Board of the International Tourism Partnership.

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

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	Audit Committee	Member
Fortune Park Hotels Limited	Corporate Social Responsibility Committee	Chairman

B. Sumant

Sumant Bhargavan (55), DIN: 01732482, was appointed as an Additional Wholetime Director on the Board of ITC effective November 16, 2018. He is responsible for overseeing the FMCG Businesses of the Company. Sumant, an alumnus of the National Institute of Technology, Durgapur, joined ITC in January 1986, and has handled a wide range of responsibilities across several businesses.

Prior to his appointment as a Director on the Board of ITC, he was President, FMCG Businesses - Cigarettes, Foods, Personal Care, Education & Stationery Products, Matches and Agarbattis, since April 2016. He spent his first 19 years with ITC in Manufacturing operations of the Tobacco Division and has worked in four production units as well as at the Head Office. In October 2004, he moved to the Foods Business and set up the Snack Food category under the brand name 'Bingo!'. He has led ITC Infotech India Limited, a wholly owned subsidiary of ITC, as its Managing Director from September 2009 to October 2014. He has also been on the Boards of ITC Infotech's wholly owned subsidiaries in the UK and the USA. He was the Divisional Chief Executive of the Tobacco Division before his elevation as President - FMCG Businesses.

Your Directors

He also held additional responsibility of Trade Marketing & Distribution as its Chief Executive for a period of one year from October 2016.

He has been a Director on the Board of The Tobacco Institute of India. Presently, Sumant serves as a Council Member of the CII Eastern Region.

Other Directorships

Name of the company	Position
Surya Nepal Private Limited *	Non-Executive Director

Committee Membership of other companies: Nil

R. Tandon

Rajiv Tandon (65), DIN: 00042227, was appointed as a Director on the Board of ITC effective January 22, 2016. He is responsible for Finance, Accounting, Internal Audit & IT Functions and also for the 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 four 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. He joined ITC in January 1987.

Tandon was named the 'Best CFO in India' by Business Today in 2013. He has held several important positions in various industry bodies including Member, Managing Committee, The Bengal Chamber of Commerce & Industry, Chairman of the Expert Committee on Banking and Finance, Indian Chamber of Commerce, and Member, Taxation and Company Law Committee, CII. He is currently a Member of the CII National Committee for CFOs and also 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
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
Wimco Limited	Nomination and Remuneration Committee	Member
Landbase India Limited	Audit Committee	Chairman
ITC Infotech India Limited	Audit Committee	Chairman

S. Banerjee

Shilabhadra Banerjee (70), DIN: 02922331, joined the ITC Board as a Non-Executive Director effective July 24, 2014 and was appointed as an Independent Director effective 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 Ministry of Petroleum & Natural Gas and the then Ministry of 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.

H. Bhargava

Hemant Bhargava (59), DIN: 01922717, joined the ITC Board as an Additional Non-Executive Director effective July 28, 2018, representing the Life Insurance Corporation of India (LIC).

Bhargava is a Masters in Economics and a Masters in Financial Management from the Jamnalal Bajaj Institute of Management Studies and has also done a few courses from the Indian Institute of Management, Lucknow, and the Indian School of Business, Hyderabad.

Bhargava joined LIC as a Direct Recruit Officer in 1981 and is currently its Managing Director. During his long tenure of 37 years, he has worked across various departments in diverse set of roles both in India and abroad, building multi-dimensional experience in different capacities, especially in Marketing, International Operations, Joint Ventures, Subsidiaries etc. He had the privilege of heading two prestigious zones of LIC covering more than 15 states of India. His leadership tenure was enriched by the extensive experience gained in overseeing several functions including Marketing, Finance, Personnel, Pension & Group Scheme, Alternate channels, Estate and Office Services, HRD, IT etc.

Other Directorships

Name of the company	Position
Life Insurance Corporation (Singapore) Pte. Limited *	Chairman & Non-Executive Director
Life Insurance Corporation (LIC) of Bangladesh Limited *	Chairman & Non-Executive Director
Life Insurance Corporation (International) B.S.C. (C), Bahrain *	Chairman & Non-Executive Director
LIC Housing Finance Limited #	Nominee Director
The Tata Power Company Limited #	Nominee Director
Larsen & Toubro Limited #	Nominee Director
Voltas Limited #	Non-Executive Director
Kenindia Assurance Co. Limited, Kenya *	Non-Executive Director

Committee Membership of other companies

Name of the company	Committee	Position
The Tata Power Company Limited	Stakeholders Relationship Committee	Member

A. Duggal

Arun Duggal (72), DIN: 00024262, joined the ITC Board as a Non-Executive Independent Director effective 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

Your Directors

initiatives in social and educational sectors and is founder of FICCI's 'Women on Corporate Boards' Programme. He is also founder of the 'Centre of Excellence for Research on Clean Air' (CERCA) at the Indian Institute of Technology, Delhi.

Other Directorships

Name of the company	Position
ICRA Limited #	Chairman & Independent Director
Mangalore Chemicals & Fertilizers Limited #	Chairman & Independent Director
International Asset Reconstruction Company Private Limited	Chairman & Non-Executive Director
Info Edge (India) Limited #	Independent Director
ReNew Power Limited #	Independent Director
Jubilant Pharma Limited, Singapore *	Independent Director

Committee Membership of other companies

Name of the company	Committee	Position
ICRA Limited	Audit Committee	Member
Mangalore Chemicals & Fertilizers Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Member
	Corporate Social Responsibility Committee	Chairman
International Asset Reconstruction Company Private Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Member
	Corporate Social Responsibility Committee	Member
Info Edge (India) Limited	Audit Committee	Chairman
ReNew Power Limited	Audit Committee	Chairman
	Stakeholders Relationship Committee	Chairman
	Corporate Social Responsibility Committee	Member

S. B. Mathur

Sunil Behari Mathur (74), 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
DCM Shriram Industries Limited #	Chairman & Independent Director
National Collateral Management Services Limited	Chairman & Independent Director
NSE Investments Limited	Chairman & Non-Executive Director
UltraTech Cement Limited #	Independent Director
Thomas Cook (India) Limited #	Independent Director
QRG Enterprises Limited	Independent Director
Travel Corporation (India) Limited	Non-Executive Director
India Mortgage Guarantee Corporation Private Limited	Non-Executive Director

Committee Membership of other companies

Name of the company	Committee	Position
DCM Shriram Industries Limited	Nomination & Remuneration Committee	Chairman
	Audit Committee	Member
National Collateral Management Services Limited	Nomination & Remuneration Committee	Member
NSE Investments Limited	Audit Committee	Member
	Nomination & Remuneration Committee	Member
UltraTech Cement Limited	Audit Committee	Chairman
	Stakeholders Relationship Committee	Member
Thomas Cook (India) Limited	Audit Committee	Member
	Stakeholders Relationship Committee	Member
	Nomination and Remuneration Committee	Member
QRG Enterprises Limited	Audit Committee	Member
	Nomination and Remuneration Committee	Member
	Corporate Social Responsibility Committee	Member
Travel Corporation (India) Limited	Audit Committee	Chairman
	Nomination & Remuneration Committee	Member
India Mortgage Guarantee Corporation Private Limited	Audit Committee	Member

J. Pulinthanam

John Pulinthanam (59), DIN: 07881040, was appointed as a Non-Executive Director on the Board of ITC effective May 16, 2018, representing the General Insurers' (Public Sector) Association of India. He holds a Masters Degree in Economics and is an MBA from Kerala University, in addition to being a Fellow of the Insurance Institute of India. He is currently a Wholetime Director of National Insurance Company Limited (NIC) since June 2017.

Pulinthanam has more than 37 years of experience in general insurance industry. He joined The New India Assurance Company Limited as a Direct Recruit Officer in 1981 and gained rich experience in administration, management and core insurance matters, while working in various capacities in Branch / Divisional Offices, Regional Offices and the Head Office. He was the Managing Director of Tanzindia Assurance Company Limited in Tanzania, East Africa, for four years. In 2009, he was posted to NIC and was heading its Bengaluru Regional Office, before being elevated to the post of General Manager in 2013. He was the Officiating Chairman-cum-Managing Director (Joint In-charge) of NIC from May 8, 2018 to July 31, 2018.

Other Directorships

Name of the company	Position
National Insurance Company Limited #	Wholetime Director

Committee Membership of other companies

Name of the company	Committee	Position
National Insurance Company Limited	Corporate Social Responsibility Committee	Member

N. Rao

Nirupama Rao (68), DIN: 06954879, was appointed as a Non-Executive Independent Director on the Board of ITC effective April 8, 2016.

Your Directors

A Post Graduate in English Literature, she is also a Fellow - Harvard University (1992-93), Fellow - Brown University (2014-16), Jawaharlal Nehru Fellow, and a recipient of the Degree of Doctor of Letters (Honoris Causa) from the Pondicherry University. She was conferred with the Vanitha Ratna by the Government of Kerala in 2016. She is currently a Global Fellow of The Wilson Center in Washington D.C. and a Councillor of the World Refugee Council.

A career diplomat from the Indian Foreign Service from 1973 to 2011, she 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 period of two years from 2011 to 2013.

Other Directorships

Name of the company	Position
KEC International Limited #	Independent Director
JSW Steel Limited #	Independent Director
Adani Ports and Special Economic Zone Limited #	Independent Director

Committee Membership of other companies

Name of the company	Committee	Position
JSW Steel Limited	CSR Committee	Chairman
	Stakeholders Relationship Committee	Member
	Nomination & Remuneration Committee	Member

S. S. H. Rehman

Sahibzada Syed Habib-ur-Rehman (75), 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 long 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, 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 the Indian hospitality industry.

Rehman does not hold directorship of any other company.

M. Shankar

Meera Shankar (68), 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 #	Independent Director
Adani Transmission Limited #	Independent Director
Hexaware Technologies Limited #	Independent Director

Committee Membership of other companies

Name of the company	Committee	Position
Pidilite Industries Limited	Corporate Social Responsibility Committee	Member
Adani Transmission Limited	Audit Committee Nomination and Remuneration Committee	Member Member
Hexaware Technologies Limited	Audit Committee Corporate Social Responsibility Committee	Member Member

D. R. Simpson

David Robert Simpson (62), DIN: 07717430, was appointed as a Non-Executive Director on the Board of ITC effective January 27, 2017, as a representative of Tobacco Manufacturers (India) Limited, a subsidiary of British American Tobacco p.l.c. In addition to holding a Masters Degree from the University of Cambridge, he is a qualified lawyer from the Guildford College of Law.

Simpson started his career in 1979 and has held various leadership positions with major corporates including Barclays de Zoete Wedd Limited and KPMG LLP. At present, he is a Trustee of Cardiff University, UK, and a Director of the British Geological Survey. He has earlier held the position of Global Head of M&A at KPMG LLP. Simpson has a wide range of expertise and understanding of diverse sectors spanning Investment Banking and Private Equity, Infrastructure, Energy, Transport, Healthcare, Education, Investment Risk Assessment etc.

Other Directorships

Name of the company	Position
Ecofin Global Utilities and Infrastructure Trust plc, UK *	Chairman & Non-Executive Director
M&G Credit Income Investment Trust plc, UK *	Chairman & Non-Executive Director
University College Cardiff Consultants Limited, UK *	Non-Executive Director

Committee Membership of other companies: Nil

* Denotes foreign company

Denotes listed Indian company whose equity shares or preference shares or debt securities are listed on a recognised stock exchange

Notes:

1. Other Directorships and Committee Memberships of Directors are as on 13th May, 2019.
2. Committee Memberships cover Committees under the Companies Act, 2013 viz., Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and CSR Committee of Indian companies.