

Postal Ballot through e-voting of ITC Limited – Voting Results

Date of declaration of the results of Postal Ballot through e-voting:	16 th December, 2022
Total number of shareholders on record date: (being the cut-off date for determining shareholders entitled to vote – 28 th October, 2022)	29,27,356
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

Agenda-wise disclosure**SPECIAL BUSINESS****Re-appointment of Mr. Nakul Anand as a Wholetime Director of the Company**

Resolution Required :					Ordinary Resolution			
Whether promoter / promoter group are interested in the agenda / resolution?					Not Applicable			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-Voting	1039,44,30,808	971,78,83,113	93.4912	871,14,79,878	100,64,03,235	89.6438	10.3562
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		971,78,83,113	93.4912	871,14,79,878	100,64,03,235	89.6438	10.3562
Public - Non Institutions	E-Voting	200,94,36,573	48,81,60,708	24.2934	48,63,63,050	17,97,658	99.6317	0.3683
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		48,81,60,708	24.2934	48,63,63,050	17,97,658	99.6317	0.3683
Total		1240,38,67,381	1020,60,43,821	82.2811	919,78,42,928	100,82,00,893	90.1215	9.8785

The Ordinary Resolution, as set out in the Postal Ballot Notice dated 20th October, 2022, has been passed by the Members by requisite majority.



RAMENDRA LAL AUDDY
SOLICITOR & ADVOCATE

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Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

The Chairman & Managing Director
ITC Limited

Ordinary Resolution for re-appointment of Mr. Nakul Anand as a Wholetime Director of the Company - Results of voting by Postal Ballot through electronic means

Dear Sir,

I, R. L. Auddy, Senior Solicitor and Partner, Messrs. Sandersons & Morgans, Advocates & Solicitors, appointed by the Board of Directors of the Company at the meeting held on 20th October, 2022 to act as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the postal ballot by voting through electronic means ('remote e-voting') in respect of the Ordinary Resolution for re-appointment of Mr. Nakul Anand as a Wholetime Director of the Company, as set out in the Postal Ballot Notice dated 20th October, 2022, do hereby submit my report as follows:-

1. Despatch of the Postal Ballot Notice along with the Explanatory Statement through electronic mode to the Members of the Company was completed on 15th November, 2022.
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 28th October, 2022 were entitled to cast their votes by remote e-voting.
3. Remote e-voting commenced at 9.00 a.m. on 16th November, 2022 and ended at 5.00 p.m. on 15th December, 2022.
4. Remote e-voting was blocked at 5.00 p.m. on 15th December, 2022 by National Securities Depository Limited ('NSDL'), engaged by the Board of Directors of the Company for facilitating the e-voting platform.
5. The votes cast through remote e-voting were unblocked on 15th December, 2022 at 5.15 p.m. in the presence of 2 (two) witnesses, Ms. A. Guhamallick and Mr. S. Sil, neither of whom are in the employment of the Company.

R. Auddy


RAMENDRA LAL AUDDY
SOLICITOR & ADVOCATE

6. Based on the scrutiny of the votes cast, the results of remote e-voting are reported as under:

SPECIAL BUSINESS - ORDINARY RESOLUTION

Re-appointment of Mr. Nakul Anand as a Wholetime Director of the Company, liable to retire by rotation, for a period of one year with effect from 3rd January, 2023.

	E-voting		Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	14,048	919,78,42,928	N.A.	N.A.	14,048	919,78,42,928	90.122
Voted against the resolution	1,135	100,82,00,893	N.A.	N.A.	1,135	100,82,00,893	9.878
Invalid votes	-	-	N.A.	N.A.	-	-	-

Yours faithfully,

(R. L. Auddy)
SCRUTINIZER

Place: Kolkata
Date: 16th December, 2022

We, the undersigned, have witnessed that the votes cast through remote e-voting were unblocked from NSDL's e-voting website www.evoting.nsdl.com in our presence on 15th December, 2022 at 5.15 p.m.



Name: Ms. A. Guhamallick
Address: M/s. Sandersons & Morgans
5 N. S. Road
Kolkata 700 001



Name: Mr. S. Sil
Address: M/s. Sandersons & Morgans
5 N. S. Road
Kolkata 700 001