



ITC Limited
Virginia House
37 J. L. Nehru Road
Kolkata 700 071, India
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21st August, 2014

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No. C-1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

The General Manager
Department of Corporate Services
BSE Ltd.
1st floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort
Mumbai 400 001

The Secretary
The Calcutta Stock
Exchange Ltd.
7, Lyons Range
Kolkata 700 001

Dear Sirs,

ITC Employee Stock Option Schemes : Grant of Options

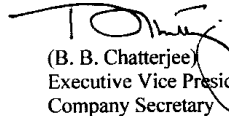
We write to advise that 68,26,355 Options, in aggregate, have been granted on 30th July, 2014:

- by the Board Nomination & Compensation Committee to the eligible employees of the Company (including the Wholetime Directors) and some of its subsidiary companies, and
- by the Board of Directors to the Non-Executive Directors (other than Independent Directors) of the Company,

details of which are given below:-

	ITC Employee Stock Option Scheme -2010	ITC Employee Stock Option Scheme -2006
Number of Options granted	68,20,855 Options	5,500 Options
	Each Option represents 10 Ordinary Shares of ₹ 1/- each.	
Number of Ordinary Shares covered under the Options granted	6,82,08,550 Ordinary Shares of ₹ 1/- each.	55,000 Ordinary Shares of ₹ 1/- each.
Exercise Period	To commence from the date of vesting of Options and end with the expiry of five years from the date of such vesting.	
Vesting Period	To commence after a period of 1 year from the date of grant of Options and to extend up to 3 years from the date of grant.	
Exercise Price	₹ 3,572/- per Option, based on the closing market price of the Company's Share of ₹ 357.20 on NSE on 28 th July, 2014 being the 'Market Price' as defined under the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; the Stock Exchanges were closed on 29 th July, 2014.	

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
35A Boulevard Joseph II
L - 1840 Luxembourg