



**ITC Limited**  
Virginia House  
37 J. L. Nehru Road  
Kolkata 700 071, India  
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12<sup>th</sup> July, 2019

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  
Dept. of Corporate Services  
BSE Ltd.  
P. J. Towers  
Dalal Street  
Mumbai 400 001

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

Dear Sirs,

**Change in Statutory Auditors of the Company**

We write to advise that the Members of the Company at the 108<sup>th</sup> Annual General Meeting (AGM) held today, i.e. 12<sup>th</sup> July, 2019 appointed Messrs. S R B C & CO LLP (SRBC), Chartered Accountants (Registration No. 324982E/E300003), as the Statutory Auditors of the Company for a period of five years from the conclusion of the said AGM.

Messrs. Deloitte Haskins & Sells, Chartered Accountants, completed their present term as the Statutory Auditors on conclusion of the aforesaid AGM.

Brief details, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular dated 9<sup>th</sup> September, 2015, with respect to the appointment of SRBC are given in the **Annexure**.

Yours faithfully,  
ITC Limited

(R. K. Singhi)  
Executive Vice President &  
Company Secretary

Encl. as above.

**Annexure**

Sl. No.	Particulars	Disclosures
1.	<b>Reason for change</b>	The Members of the Company at the 103 <sup>rd</sup> Annual General Meeting (AGM) held on 30 <sup>th</sup> July, 2014 had approved the appointment of Messrs. Deloitte Haskins & Sells, Chartered Accountants (DHS), as the Auditors of the Company for a period of five years from the conclusion of the said AGM. DHS completed their present term on conclusion of the 108 <sup>th</sup> AGM in terms of the said approval and Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.
2.	<b>Date and term of appointment</b>	Appointment of Messrs. S R B C & CO LLP, Chartered Accountants, as the Statutory Auditors of the Company for a period of five years from the conclusion of the 108 <sup>th</sup> AGM held on 12 <sup>th</sup> July, 2019 till the conclusion of the 113 <sup>th</sup> AGM.
3.	<b>Brief Profile of SRBC</b>	<p>Messrs. S R B C &amp; CO LLP (SRBC), established in the year 2002, is a member firm in India of Ernst &amp; Young Global Limited.</p> <p>SRBC is a part of S. R. Batliboi &amp; Associates network of audit firms, which are primarily engaged in providing audit and related assurance services to its clients in various industry segments. These audit firms have registered offices in Kolkata and other offices in 13 locations in 11 cities of India. As on 31<sup>st</sup> March, 2019, the said network of audit firms had 90 partners and employed more than 3,000 people.</p>





cc: Securities Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
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Washington DC 20549  
U.S.A.

cc: Societe de la Bourse de Luxembourg  
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L - 1840 Luxembourg