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OFFICE OF INTERNATIONAL
CORPORATE FINANCE



Registered Office
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082-03470

23rd February, 2010

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 Dy. General Manager
Corporate Relationship Dept.
Bombay Stock Exchange 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



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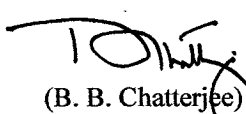
Dear Sirs,

Allotment of Shares under the Company's Employee Stock Option Schemes

In terms of the Listing Agreement, we write to advise that the Company on 23rd February, 2010 has issued and allotted 16,12,380 Ordinary Shares of Re.1/- each, upon exercise of 1,61,238 Options by Optionees under the Company's Employee Stock Option Schemes.

Consequently, with effect from 23rd February, 2010, the Issued and Subscribed Share Capital of the Company stands increased to Rs.380,60,15,260/- divided into 380,60,15,260 Ordinary Shares of Re.1/- each.

Yours faithfully,
ITC Limited


(B. B. Chatterjee)
Executive Vice President &
Company Secretary

2010/3/3



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
11 Avenue de la Porte - Neuve
L-2227 Luxembourg.