

Thomas Cook (India) Limited

11th Floor, Marathon Futurex
N. M. Joshi Marg, Lower Parel (East),
Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864



September 30, 2024

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500413

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051
Scrip Code: THOMASCOOK

Fax No.: 2272 2037/39/41/61

Fax No.: 2659 8237/38

Dear Sir/ Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Entering into Share Subscription cum Joint Venture Agreement

In compliance with Regulation 30(6) read with Schedule III of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** (SEBI Listing Regulations) and in continuation to our letter dated May 15, 2024, we hereby inform you that as part of Thomas Cook (India) Limited (TCIL / the Company's) growth strategy and in order to expand its business, pursuant to the delegation granted by the Board of Directors, and approval of the Sub-Committee of the Board of Directors dated September 30, 2024 i.e. today, the Company has approved and entered into a Share Subscription cum Joint Venture Agreement (JV agreement) with Atirath Technologies Private Limited ("Atirath") for investing in Indian Horizon Marketing Services Limited (JV Co.) for the purpose of co - developing a suite of proprietary intellectual property for the travel domain, utilizing Artificial Intelligence (AI). As per the JV agreement, TCIL will hold 50% in the proposed JV Co. and the balance 50% will be held by Atirath.

Detailed disclosure in this regard as required under Regulation 30(6) and Schedule III of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given in Annexure to this letter.

This is for your intimation and records.

For **Thomas Cook (India) Limited**

Amit J. Parekh
Company Secretary and Compliance Officer

Encl.: a/a

Holidays | Foreign Exchange | Business Travel | MICE | Value Added Services | Visas

Registered & Corporate Office:

Thomas Cook (India) Limited, 11th Floor, Marathon Futurex, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400 013.
Email id: enquiry@thomascook.in CIN No.: L63040MH1978PLC020717
www.thomascook.in

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**Annexure**

Details with respect to joint venture agreement as required under Regulation 30(6) read with Schedule III, Part A, Para A(5) of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No	Particulars	Details
1.	Name of the entity(ies) with whom agreement/ JV is signed;	Thomas Cook (India) Limited ("TCIL") and Atirath Technologies Private Limited ("Atirath") and Indian Horizon Marketing Services Limited (JV Co.).
2.	Area of agreement/JV;	JV Co. will be developing a suite of proprietary intellectual property for the travel domain utilizing Artificial Intelligence (AI) in India.
3.	Domestic/international;	The scope of the joint venture is for Indian markets.
4.	Share exchange ratio / JV ratio;	Presently, Indian Horizon Marketing Services Limited is a Wholly owned subsidiary of TCIL. Post execution of Share Subscription cum Joint Venture Agreement (JV agreement) it is set to become a 50:50 JV Co.
5.	Scope of business operation of agreement / JV;	The proposed JV Co. will carry its operations in India
6.	Details of consideration paid / received in agreement / JV;	Details will be provided in due course
7.	Significant terms and conditions of agreement / JV in brief;	<p>The JV structure envisages a shareholding of 50:50 between TCIL and Atirath respectively and/or such other structure as maybe mutually agreed between them .</p> <p>The JV Partners shall have equal participation (including in the Board of Directors of the Company) and decision-making power in the management and operations of the joint venture entity.</p>
8.	Whether the said parties are related to promoter/promoter group/group companies in any manner;	<p>Indian Horizon Marketing Services Limited is a wholly owned subsidiary of TCIL.</p> <p>Atirath is not related to TCIL or its Promoter/ Promoter Group.</p>
	If yes, nature of relationship;	Wholly owned subsidiary of TCIL.
9.	Whether the transaction would fall within related party transactions?	Yes

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	If yes, whether the same is done at "arm's length";	Yes
10.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	None at this stage, TCIL will inform as and when there is any development on this
11.	Size of the entity(ies);	The Authorised Capital of the JV Co. is INR 3 crores
12.	Rationale and benefit expected;	The JV Co. will facilitate developing a suite of proprietary intellectual property for the travel domain utilizing Artificial Intelligence (AI), which will assist the Thomas Cook Group.
13.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	Nil

For **Thomas Cook (India) Limited**

Amit J. Parekh

Company Secretary and Compliance Officer

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