

Thomas Cook (India) Ltd.
Thomas Cook Building, Dr. D. N. Road,
Fort, Mumbai - 400001
Board: +91-22-6160 3333
CIN: L63040MH1978PLC020717

A FAIRFAX Company



April 12, 2022

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,

Ref: Compliance as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Certificate of a Practising Company Secretary

Please find enclosed copy of Certificate dated 12th April, 2022 issued by Mr. P. N. Parikh of Parikh & Associates, Practising Company Secretaries, as required under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2022.

This is for your information and records.

Thank you,

Yours faithfully,
For **Thomas Cook (India) Limited**

Amit J. Parekh
Company Secretary and Compliance Officer



Encl: a/a



CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR ENDED 31st MARCH, 2022.

The Securities and Exchange Board of India (SEBI) vide gazette notification dated 8th June, 2018 and vide its press release dated 3rd December, 2018, amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and had mandated to transfer securities only in dematerialized form w.e.f. 01st April, 2019. SEBI vide its press release dated 27th March, 2019 clarified that the transfer deeds lodged prior to deadline and returned due to deficiency in the document may be re-lodged for transfer even after the deadline of 01st April, 2019. Further, SEBI vide its circular dated 07th September, 2020 has fixed 31st March, 2021 as the cut-off date for re-lodgement of such transfer deeds and the shares that are re-lodged for transfers shall be issued only in demat mode. SEBI has specified operational guidelines for transfer and dematerialization of re-lodged physical shares vide its circular dated 02nd December, 2020.

SEBI vide gazette notification dated 24th January, 2022 read with SEBI circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated that the companies shall effect issuance of certificates or receipts or advices, as applicable in dematerialized form only, while processing the service requests relating to Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal / Exchange of securities certificate, Endorsement, Sub-division / Splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition.

Accordingly, on the basis of examination of the relevant documents relating to THOMAS COOK (INDIA) LIMITED ('the Company') maintained and provided electronically by TSR Darashaw Consultants Private Limited, Registrar and Share Transfer Agents (RTA), pertaining to the financial year ended 31st March, 2022 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby certify that:

A) 1.a. The Company has sent during year ended on 31st March, 2022, letters of confirmation as per SEBI's operational guidelines for execution of transfers on such re-lodged transfer deeds received during the financial year ended 31st March, 2022.

1. b. The Company has delivered/sent during year ended on 31st March, 2022, share certificates/ letters of confirmation as per SEBI's operational guidelines, for execution of transmission of securities and sub-division (split) received during the financial year ended 31st March, 2022, within the prescribed time from the respective date of lodgement. As informed to us there were no requests relating to transposition of securities, deletion of name, renewal, consolidation, exchange or endorsement of calls/allotment monies received during the said period.

B) Any other information, if applicable: --

Place: Mumbai
Date: April 12, 2022

Signature:

For Parikh & Associates
Company Secretaries

P N
Parikh
Digitally signed
by P N Parikh
Date: 2022.04.12
15:36:15 +05'30'

P. N. Parikh
FCS No: 327 CP No: 1228
UDIN: F000327D000083839
PR No.: 1129/2021