

November 30, 2022

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

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

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.: 2659 8237/38

Dear Sir/ Madam,

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

In compliance with Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby inform that, based on recommendation of the Nomination & Remuneration Committee, the Board of Directors have approved:

- relinquishment by Mrs. Kishori Udeshi (DIN: 01344073) from the position of Chairperson of the Board and her re-designation as a Non-Executive Independent Director of the Company with effect from November 30, 2022 for the remainder of her term of office. Disclosure as per SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 in this regard is attached as Annexure I
- re-designation of Mr. Madhavan Menon (DIN: 00008542) as Chairman & Managing Director of the Board and the Company with effect from November 30, 2022 for the remainder of his term of office. Disclosure as per SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015 in this is attached as Annexure II

Further, we also affirm that aforementioned persons have not been debarred from holding the office of Director by virtue of any SEBI Order or any such other authority.

Kindly take the same on record and acknowledge.

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

Amit J. Parekh
Company Secretary & Compliance Officer
ACS- 13648
Encl.: a/a

Re-designation of Mrs. Kishori Udeshi as Non-Executive Independent Director of Thomas Cook (India) Limited

Name of the Director	Mrs. Kishori Udeshi (DIN: 01344073)
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Relinquishment by Mrs. Kishori Udeshi (DIN: 01344073) from the position of Chairperson of the Board and re-designating her as the Non-Executive Independent Director of the Board with effect from November 30, 2022.
Date of appointment/ cessation (as applicable)	Re-designation with effect from November 30, 2022
Term of Appointment	<p>Mrs. Kishori Udeshi was re-appointed as Independent Director for a term of five years commencing from September 16, 2019 to September 15, 2024 or till such earlier date to conform with the Company's Policy on Corporate Governance, as per the Shareholders resolution passed in Annual General Meeting dated 9th August, 2019.</p> <p>The Board of Directors in its meeting held on May 27, 2021, has appointed Mrs. Kishori Udeshi, Independent Director as the Chairperson of the Board and General Meetings with effect from 29th May, 2021, to proactively comply with the provisions of Securities and Exchange Board of India [Listing Obligations & Disclosures Requirements] Regulations, 2015, as amended, in respect of separate role of Chairman and Managing Director/ Manager.</p> <p>However, due to personal reasons, Mrs. Kishori Udeshi, vide letter dated November 21, 2022, has sought relinquishment from her position as the Chairperson of the Board of Company. She will continue to function as the 'Non-Executive Independent Director' on the Board of the Company and will guide and support the Management in its pursuits.</p>
Brief Profile	<p>Mrs. Kishori Udeshi has an M.A. Degree in Economics from Bombay University. She moved on to a professional career in central banking and became the first woman to be appointed as Deputy Governor of the Reserve Bank of India. She was the first Executive Director of the RBI to be nominated on the Board of State Bank of India. As Deputy Governor, one of her portfolios was the regulation and supervision of the banking and non-banking sector. She represented the RBI on the Core Principles Liaison Group and the Core Principles Working Group on Capital, of the Basel Committee on Banking Supervision, set up by the Bank for International Settlements, Switzerland. As Deputy Governor she was on the Board of SEBI, NABARD, Exim Bank and was the Chairman of Bharatiya Reserve Bank Note Mudran (Pvt.) Ltd., Bangalore as also Chairman of the Deposit Insurance and Credit Guarantee Corporation.</p> <p>In 2006 the Reserve Bank of India appointed her as Chairman of The Banking Codes and Standards Board of India. She demitted this office in December 2011. She was a Member of the Financial Sector Legislative Reforms Commission chaired by Justice SriKrishna, set up by the Government of India.</p> <p>Mrs. Udeshi is currently a Director of Haldyn Glass Limited, ION Exchange (India) Limited, Shriram Transport Finance Company Limited and others.</p>
Disclosure of relationship between Directors	Mrs. Kishori Udeshi is not related to any other Director on the Board of the Company.

Re-designation of Mr. Madhavan Menon as Chairman & Managing Director of Thomas Cook (India) Limited

Name of the Director	Mr. Madhavan Menon (DIN: 00008542)
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Madhavan Menon (DIN: 00008542) as Chairman of the Board and re-designation from Managing Director of the Company to Chairman & Managing Director with effect from November 30, 2022.
Date of appointment/ cessation (as applicable)	Re-designation with effect from November 30, 2022
Term of Appointment	<p>Mr. Madhavan Menon was re-appointed as Chairman and Managing Director for term of five years with effect from March 1, 2020 to February 28, 2025 as per the Shareholders resolution passed in Annual General Meeting dated September 11, 2020.</p> <p>The Board of Directors in its meeting held on 27th May, 2021, has re-designated Mr. Madhavan Menon as the Managing Director with effect from 29th May, 2021, proactively complying with the provisions of Securities and Exchange Board of India [Listing Obligations & Disclosures Requirements] Regulations, 2015, as amended, in respect of separate role of Chairman and Managing Director/ Manager.</p> <p>With the approval of the Board, Mr. Madhavan Menon is appointed as the Chairman of the Board and re-designate him as 'Chairman & Managing Director' of the Company with effect from November 30, 2022.</p>
Brief Profile	<p>Madhavan Menon, joined Thomas Cook India in 2000 as the Executive Director responsible for the Foreign Exchange business and stepped up to the position of Managing Director in January 2006; Chairman & Managing Director in January 2016.</p> <p>Madhavan completed his MBA from George Washington University and undergraduate degree from American University of Beirut. Madhavan has a varied background, having commenced his career in Banking at Grindlays Bank, Citibank and Emirates Bank and in Birla Sun Life Asset Management Company.</p> <p>Madhavan is a Member on the Board of Thomas Cook (India) Ltd. and holds Directorships in the various subsidiaries of the company. He is also the Chairman of the Fairfax India Charitable Foundation that focusses on bringing down the cost of treating kidney related ailments in the country.</p> <p>During his tenure, Thomas Cook India has made several acquisitions, making it the largest travel and travel related services company in India and has expanded the global foot print of the Group to cover 21 countries across 4 continents, with operations in Australia, China, ASEAN, South Asia, Middle East, Southern Africa, Eastern Africa and North America.</p>
Disclosure of relationship between Directors	Mr. Madhavan Menon is not related to any other Director on the Board of the Company.