

Tourism Finance Corporation of India Ltd.

4th Floor, Tower-1,

NBCC Plaza, Pushp Vihar

Sector-5, Saket,

New Delhi-110017

Tel.: +91-11-4747 2200

Fax: +9111 29561171

E-mail: ho@tfciltd.com

TF/LISTING/20 July 3, 2020

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 023 **Scrip Code : 526650**

National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Banda (East), Mumbai -400 051

Scrip Code: TFCILTD

Re: Disclosure under Regulation 29(2) and 31(1&2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations

Dear sir,

We have received disclosure from Redkite Capital Pvt. Ltd. vide their letter dated 3.7.2020 under the subject Regulations. Please find enclosed their disclosure in the required format in terms of Regulation 29(2) and 31(1&2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations.

Thanking you,

Yours faithfully,

(Sanjay Ahuja) **Company Secretary**

Encl: as above

REDKITE Capital Private Limited

Redkite Capital (Private) Limited

4852/24, 1st Floor

Ansari Road, Darlya Ganj
Delhi --110002, India
Email: paresh.jaln@redkitecapital.co.in
CIN NO :- U65921DL2010FTC204932

Date: July 3, 2020

Bombay Stock Exchange Phiroze Jee jeebhoy Towers Dalal Street Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/l, G Block, Bandra-Kurla Complex Bandra(E) Mumbai - 400 051
Tourism Finance Corporation of India Limited 4th Floor, Tower-1, NBCC Plaza, Sector-V, Pushp Vihar Saket, New Delhi-110017 Attention: Company Secretary	

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")

Please find attached the disclosure under Regulation 29(2) of the SAST Regulations in respect of the Invocation of pledge of equity shares of Tourism Finance Corporation of India Limited.

For and on behalf of

REDKITE CAPITAL PRIVATE LIMITED

Authorized Signatory

Annexure

<u>Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.</u>

Name of the Target Company (TC)	Tourism Finance Corp	poration of Ind	ia Limited	
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Redkite Capital Private Limited PAC: India Opportunities III Pte. Limited ("IOIII") Mr. Koppara Sajeeve Thomas ("KST")#			
Whether the acquirer belongs to Promoter/Promoter group		Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, The Na Limited	tional Stock Ex	schange of India	
Details of the acquisition / disposal as follows	Number	% w.r.t.total share/voting capital wherever a pplicable(*)	% w.r.t. total diluted share/voting capital of the TC(**)	
Before the acquisition/sale under consideration, holding of:				
a) Shares carrying voting rights	a) Acquirer: 1,33,382 a)PAC > KST: 40,35,633 > IOIII: 80,61,597	a) Acquirer: 0.17% a)PAC > KST: 5% > IOIII: 9.99%	a) Acquirer: 0.17% a)PAC ➤ KST: 5% ➤ IOIII: 9.99%	
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	b) Acquirer: Nil b) PAC: Nil	b) Acquirer: Nil b) PAC:Nil	b) Acquirer: NiI b) PAC: Nil	
c) Voting rights (VR) otherwise	c) Acquirer: Nil	c) Acquirer:	c) Aequirer: Nil	

than by shares	c) PAC: Nil	Nil c) PAC: Nil	e) PAC: Nil
d) Warrants/convertible securities/any other instrumenthat entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	d) PAC: Nil	d) Acquirer: Nil d) PAC:Nil	d) PAC: Nil
e) Total (a+h+c+d)	e) Total: 1,22,30,612	e) Total: 15.16 %	e) Total: 15.16 %
Details of aequisition/Sale			
Shares carrying voting rights acquired/sold	a) Acquirer: NIL a)PAC NIL	a) Acquirer: NIL a)PAC	a) Acquirer: NIL a)PAC
		NIL	NIL
VRs acquired /sold otherwise than by shares	b) Acquirer: Nil b) PAC:Nil	b) Acquirer:Nilb) PAC: Nil	b) Acquirer: Nil b) PAC: Nil
Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	c) Acquirer: Nil c) PAC: Nil	c) Acquirer: Nil c)PAC: Nil	c) Acquirer: Nil c) PAC: Nil
Shares e ncumbered / invoked/released- by -the-acquirer		d) Acquirer: 0.08% d) PAC: Nil	d) Acquirer: 0.08% d) PAC: Nil
Fotal (a+b+c+/-d)	e) Total : 60,000	e) Total: 0.08%	e) Total : 0.08 %
After the acquisition/Sale, holding of:			
) Shares carrying voting rights	a) Acquirer: 73,382	a) Acquirer:	a) Acquirer:

	a)PAC > KST: 40,35,633 > IOIII: 80,61,597	0.09% a)PAC ➤ KST: 5% ➤ IOIII: 9.99%	0.09% a)PAC ➤ KST: 5% ➤ IOIII: 9.99%	
b) Shares encumbered with the acquirer (pledge in favor of the Acquirer)	b) Acquirer: Nil b) PAC: Nil	b) Acquirer: Nil b)PAC:Nil	b) Acquirer: Nil b) PAC:Nil	
c) VRs otherwise than by shares	c) Acquirer.Nil c) PAC: Nil	c) Acquirer: Nil c) PAC:Nil	c) Acquirer: Nil c) PAC:Nil	
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	d) Acquirer: Nil d)PAC:Nil	d) Acquirer: Nil d) PAC: Nil	d) Acquirer: Nil d) PAC: Nil	
e) Total (a+b+c+d)	e) Total: 1,21,70,612	e) Total: %	e) Total: 15.08 %	
Mode of aequisition-/Sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Invocation of pledge shares On 03.07.2020: 60,000 shares			
Date of acquisition / sale of shares / VR-or-date-of receipt-of-intimation-of allotment-of-shares, whichever is applicable	Invocation of pledge shares On 03.07.2020: 60,000 shares			
Equity share capital / total voting capital of the TC before the said acquisition / sale	INR 80,71,67,480 divided into 8,07,16,748 equity shares having face value of INR 10 each			
Equity share capital/ total voting capital of the TC after the said acquisition / sale	INR 80,71,67,480 divided into 8,07,16,748 equity shares having face value of INR 10 each			
Total diluted share/voting capital of	INR 80,71,67,480 div	rided into 8,07	,16,748 equity shares	



Note: Redkite Capital Private Limited, India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas have entered into an inter se agreement dated May 18, 2018, as amended ("Inter-se Agreement"). Pursuant to the Inter-se Agreement, India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas do not have control rights and will not be exercising control over Tourism Finance Corporation of India Limited. Redkite Capital Private Limited will be exercising control over Tourism Finance Corporation of India Limited and shall be the promoter of Tourism Finance Corporation of India Limited. India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas shall be part of the promoter group of Tourism Finance Corporation of India Limited.

Further to the request of Redkite Capital Private Limited for termination of inter se agreement, India Opportunities III Pte. Limited and Sajeeve Thomas agreed to terminate the inter se agreement which was subsequently formalized by way of a termination agreement between the said parties. Even after the termination of the Inter-se Agreement, India Opportunities III Pte. Limited and Sajeeve Thomas will not be a promoter of and shall not have any control on or exercise control on Tourism Finance Corporation of India Limited

(*)Total share capital/voting capital to be taken as per the latest Benpos statement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature for and on behalf of Redkite Capital Private Limited (the Acquirer / Seller)

Authorised Signatory

Place: Mumbai

Date: July 3, 2020

REDKITE apital Private Limited

Redkite Capital (Private) Limited

4852/24, 1st Floor Ansari Road, Dariya Ganj Delhi ~110002, India Email: naresh.jain@redkitecapital.co.in CIN NO: - U65921D12010PTC204932

3rd July, 2020

To,

Bombay Stock Exchange
Listing Department,
14th Floor, P.J. Tower,
Dalal Street,
Mumbai-400 001.

National Stock Exchange India Limited, Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai–400 051.

Company Secretary
Tourism Finance Corporation of India Limited

Sub: Disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir(s),

We are furnishing the disclosure pursuant to regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The disclosure is in respect of changes post the last disclosure made.

Thanking you,

Yours faithfully,

For Redkite Capital Private Limited

Director

Encl. as above

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares/ invocation of encumbrance / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the promoter of PAC on whose shares encumbrance has been created freezeed/mokes the target company (1) already encumbrance has shares to the target company (1) already encumbrance shares to the target company (1) already encumbrance shares to the created freezeed/mokes holding in Promoter holding in Shares company (1) already encumbered shares share share share share share share share capital who is share so to all a shares a copital share capital invocati or capital invoca	Nome of the	Target Company	v (TC)			Tot	rism Finance	Corporation	Tourism Finance Corporation of India Limited	po					
the promoter of PAC on whose shares encumbrance has be differ Capital Private Limited Rediffic Capital Private Limited Promoter holding in Promo	Names of the	e Stock Exchange	es where t	he shares of the	target	Nai	ional Stock Ex Ltd.	change of In	ıdia Ltd.						
The promoter of PAC on whose shares encumbrance are defined and christian from the promoter holding in Pro	Date of reno	rtino				374	Tuly 2020								T
the target company (1) already encumbrance from the target company (1) already encumbrance from the target company (1) already encumbrance for the target encumbrance for the t	Name of the	promoter or PA	C on whos	e shares encum	ibrance ha		ikite Capital P	rivate Limite	p						
the target company (1) already encumbered the target (1) already (250	Details of the	reation of	encumbrance											
the target company (1) already encumbered the target company (1) already encumbers (1) already encumbers (1) already (1)	Name of	Promoter holo	ling in	Promoter hol	ding	Details of	events pertals	ning to encu	mbrance (3)			8	Post event	tolding of	
No. of % of No. of % of Type of Ty	the	the target con	npany (1)	afready encui	mbered				0				encumbere(Shares	
No. of	Promoter (s) or PAC			(5)	×				•				release [(2) invocation [$-{3}$	
Shares total share share capital total capital total total shares total shares share capital total tot		No. of	% of	No. of	% of	Type of	Date of	Type of	Reason for	No. of	% of	Name	No. of	% of	
Share Share Creatio		Shares	total	shares	total	event	creation/	encumbr	encumbran	shares	total	of the	shares	total	
Capital Capi			share		share	(creatio		ance.	e e		share	entity in		share	
1,33,382			capital		capital	n/		(bie_ge/l			capital	whose		capital	
1,33,382						release/		len' on				favor			
1,33,382 0.17% 60,000 0.08% Invocati 03.07.2020 Invocati 0.08% Invocati 03.07.2020 Invocati 0.08% Invocati 03.07.2020 Invocati 0.08% Beacon - Trustees		-		141		invocati		d'sgosal				shares			
1,33,382 0.17% 60,000 0.08% Invocati 03.07.2020 Invocatio Collateral 60,000 0.08% Beacon - taken by Pledge						5		u"der dan				encumb			
1,33,382 0.17 % 60,000 0.08% Invocati 03.07.2020 Invocatio Collateral 60,000 0.08% Beacon								(S)				בובס			
pledge taken by taken by Redkite Limited (Trustee Private Drivate Driv	Redkite	1,33,382	0.17%	60,000	0.08%	Invocati	03.07.2020	Invocatio	Collateral	60,000	0.08%	Beacon			T
Pledge taken by Redkite Limited (Trustee Private) Limited Limited Lender: India Special Situatio ns Scheme Scheme	Capital					on of		_	for loan			Trustees			
Redkite Capital (Trustee Private) Limited Limited Limited Special Situatio ns Scheme	Private					Pledge			taken by			hip			
(Trustee) Lender: India Special Situatio ns Scheme	Limited*)			Redkite			Limited			
Lender: India Special Situatio ns Scheme									Capital			(Trustee			
Lender: India Special Situatio ns Scheme									Private			_			
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1.07%		3.67%	2.99%	9.99%	2.00%
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Pursuant to the completion of Open offer, classified as Promoter with effect from 5th March 2019.

Inter-se Agreement, India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas do not have control rights and will not be exercising control over Tourism Finance Corporation of India Limited. Redkite Capital Private Limited will be exercising control over Tourism Finance Corporation of India Limited and shall be the promoter of Tourism Finance Corporation of India Limited. India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas shall be part of the promoter group of Tourism Finance Corporation of ndia Limited. Further to the request of Redkite Capital Private Limited for termination of inter se agreement, India Opportunities III Pte. Limited and Sajeeve Thomas agreed to erminate the inter se agreement which was subsequently formalized by way of a termination agreement between the said parties. Even after the termination of the Inter-se Agreement, India Opportunities III Pte. Limited, Tamaka Capital (Mauritius) Limited and Sajeeve Thomas will not be a promoter of and shall not have any control on or exercise ***India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas are 'persons acting in concert' with Redkite Capital Private Limited. Redkite Capital Private Limited, India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas have entered into an inter se agreement dated May 18, 2018, as amended ("Inter-se Agreement"). Pursuant to the control on Tourism Finance Corporation of India Limited

For Redkite Capital Private Limited

Place: Mumbai

Date: July 3,2020

