

**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



March 28, 2024

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,

**Subject: Intimation of approval taken for further investment in Thomas Cook Lanka (Private) Limited, a Non-Material Wholly Owned Subsidiary of the Company under Regulation 30(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Reference to the above, we hereby inform the exchanges the Sub Committee of Board of Directors granted its approval to acquire/ invest further upto US Dollars 0.82 million in equivalent LKR, in one or more tranches in Thomas Cook Lanka (Private) Limited a Wholly Owned Subsidiary of the Company.

Details in respect of the proposed investment, as required under Regulation 30(6) read with Schedule III Part A Para A (1) of the Listing Regulations and read with SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 are enclosed as **Annexure**.

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*

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**Annexure**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Name of Target Entity	Thomas Cook Lanka (Private) Limited (TC Lanka)
	Details in brief such as size, Turnover etc.;	Stated Capital of TC Lanka a wholly owned subsidiary (WOS) in Sri Lanka : 10767978 Ordinary Shares LKR 10 each fully paid Turnover of TC Lanka as on 31st March, 2023: LKR 125,927,885
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired?	Thomas Cook (India) Limited (the Company or Promoter or Promoter Company) proposes to acquire/ invest further in the WOS upto USD 0.82 million in equivalent LKR in one or more tranches by way of Optionally Convertible Cumulative Preference Shares (OCCRPS)  The subscription by the Promoter Company will fall within related party transaction. The Promoter Company is interested in the entity being acquired to the entire extent of its Shareholding as it is going to be the sole holder of the Optionally Convertible Cumulative Preference Shares.
	If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The Promoters' interest is limited only to the extent of its shareholding (i.e. 100%) and the proposed investment will be done at an arm's length.
3	Industry to which the entity being acquired belongs	Foreign Exchange business
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if	Proposed investment is for strengthening the financial position of the WOS in Sri Lanka.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Yes, approval of Reserve Bank of India and Central Bank of Sri Lanka is required for the said further issuance of capital by WOS
6	Indicative time period for completion of the acquisition;	Entire process of issuance is expected to be completed in 3 months.
7	Nature of consideration - whether cash consideration or share swap and details of the same;	Further investment (proposed): upto USD 0.82 million in equivalent LKR in one or more tranches

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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8	cost of acquisition or the price at which the shares are acquired;	
9	percentage of shareholding / control acquired and / or number of shares acquired;	Existing shareholding of WOS (Pre issue) : Ordinary Shares: 100%  Shareholding of WOS after issuance of OCCRPS (post issue): Ordinary Shares: 100% OCCRPS : 100%
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	TC Lanka, is a non-material wholly owned subsidiary of the Company. It was incorporated on 20th April, 2012 in Sri Lanka to conduct Foreign Exchange business  Turnover: FY 2022-2023: LKR 125,927,885 FY 2021-2022: LKR 101,419,343 FY 2020-2021: LKR 6,253,460  Presence: Sri Lanka

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