



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: +911129561171
E-mail: ho@tfcilt.com
Web: www.tfcilt.com

CIN : L65910DL1989PLC034812

TF/LISTING/20
January 2, 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 2.1.2020 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, Dariya Ganj

Delhi - 110002, India

Email: naresh.jain@redkitecapital.co.in

CIN NO:- U65921DL2010PTC204932

Date: January 2, 2020

Bombay Stock Exchange Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, 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 sale of equity shares of Tourism Finance Corporation of India Limited.

For and on behalf of

REDKITE CAPITAL PRIVATE LIMITED



Authorized Signatory

Annexure

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

Name of the Target Company (TC)	Tourism Finance Corporation of India 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 Sajeev 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 National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% 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: 1,54,46,382 a) PAC ➤ KST: 40,35,633 ➤ IOIII: 80,61,597	a) Acquirer: 19.14% a) PAC ➤ KST: 5% ➤ IOIII: 9.99%	a) Acquirer: 19.14% 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: Nil b) PAC: Nil
c) Voting rights (VR) otherwise than by shares	c) Acquirer: Nil c) PAC: Nil	e) 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)	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 : 2,75,43,612	e) Total : 34.13%	e) Total : 34.13%
Details of acquisition/Sale			
Shares carrying voting rights acquired/sold	a) Acquirer: 24,91,000 a) PAC NIL	a) Acquirer: 3.09% a) PAC NIL	a) Acquirer: 3.09% a) PAC NIL
VRs acquired /sold otherwise than by shares	b) Acquirer: Nil b) PAC: Nil	b) Acquirer: Nil b) 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 encumbered / invoked/released by the acquirer	d) Acquirer: Nil d) PAC: Nil	d) Acquirer: Nil d) PAC: Nil	d) Acquirer: Nil d) PAC: Nil
Total (a+b+c+/-d)	e) Total : 24,91,000	e) Total : 3.09%	e) Total : 3.09%
After the acquisition/Sale, holding of:			
a) Shares carrying voting rights	a) Acquirer: 1,29,55,382 a) PAC ➤ KST: 40,35,633 ➤ IOIII: 80,61,597	a) Acquirer: 16.05% a) PAC ➤ KST: 5% ➤ IOIII: 9.99%	a) Acquirer: 16.05% 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 : 2,50,52,612	e) Total : 31.04%	e) Total : 31.04%
Mode of acquisition-/Sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Sale – open market – 24,91,000 shares		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	(1) On Market – December 31, 2019 : 24,91,000 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 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		

Note: Redkite Capital Private Limited, India Opportunities III Pte. Limited and Mr. Koppara Sajeve 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 Sajeve Thomas do not have control rights and will not be exercising

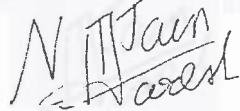


control over Tourism Finance Corporation of India Limited. Redkite Capital Private Limited will be exercising control over Tourism Finance Corporation of India Limited and shall be the promoter of Tourism Finance Corporation of India Limited. India Opportunities III Pte. Limited and Mr. Koppara Sajeve Thomas shall be part of the promoter group of 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: Delhi

Date: January 2, 2020



REDKITE

Capital 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.:- U65921DL2010PTC204932

2nd January, 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

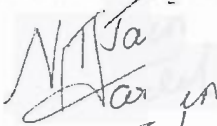
Dear Sir(s),

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 Target Company (TC)		Tourism Finance Corporation of India Limited											
Names of the Stock Exchanges where the shares of the target company are listed		National Stock Exchange of India Ltd. BSE Ltd.											
Date of reporting		2 nd January 2020											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		Redkite Capital Private Limited											
Details of the creation of encumbrance													
Name of the Promoter (s) or PAC with him	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2) + (3)]/ release [(2) - (3)]/ invocation [(1) - (3)]}	
	No. of Shares	% of total share capital	No. of shares	% of total share capital	Type of event (creation/ release/ invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (Pledge/lien/non disposal undertaking/others)	Reason for encumbrance	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered		No. of shares
Redkite Capital Private Limited*	1,54,46,382	19.14%	1,53,73,000	19.04%	Release of Pledge	30.12.2019	Release	Collateral for loan taken by Redkite Capital Private Limited	7,00,000	0.87%	Avero Commercial Company Limited	1,46,73,000	18.17%
Redkite Capital Private Limited*	1,54,46,382	19.14%	1,46,73,000	18.17%	Release of Pledge	30.12.2019	Release	Collateral for loan taken by Redkite	17,91,000	2.22%	Merlin Holdings Private Limited	1,28,82,000	15.95%

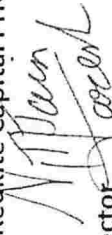


* Pursuant to the completion of Open offer, classified as Promoter with effect from 5th March 2019.

** Based on latest Benpos.

*** 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 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."

For Redkite Capital Private Limited



Director

Place: Delhi

Date: January 2, 2020

