



October 29, 2014

The Secretary,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code: 500413
NCD Scrip Code: 949099

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
NCD ISIN: INE332A08014

Fax No.: 2659 8237/38

Dear Sir,

Sub: Outcome of the Board Meeting held on October 29, 2014

The Board of Directors of the Company has, at its meeting held on October 29, 2014, *inter alia*, considered and approved the following:

1. In-principle approval to a Composite Scheme of Arrangement and Amalgamation ('the Scheme') involving:
 - Transfer of ticketing business division of Travel Corporation (India) Limited ('TCI'), a wholly owned subsidiary of Thomas Cook (India) Limited ('TCIL'), to Thomas Cook Tours Limited ('TCT'); and
 - Merger of residual TCI into TCIL

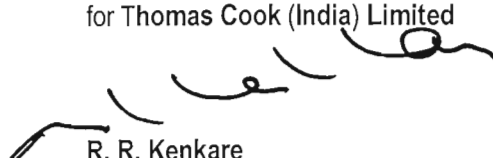
The Scheme is subject to requisite consent, approval of the requisite majority of the shareholders, lenders, creditors of both the companies, all the relevant stock exchanges, SEBI, the High Court of Mumbai, and the permission or approval of the Central Government or any other statutory or regulatory authorities, which by law may be necessary for the implementation of the Scheme.

2. Constitution of a restructuring committee, which would finalize and approve the said Scheme, engage valuers for determining the consideration, the share exchange ratio, if any, Merchant Bankers for opining on the fairness of the share exchange ratio, if any and to do all such acts, deeds and things as may be necessary and expedient to implement the Scheme.
3. The Board has also accorded its approval to evaluate demerging the insurance business from Thomas Cook Insurance Services (India) Limited, a wholly owned subsidiary of TCIL, after its merger with Sterling Holiday Resorts (India) Limited and merging it with TCIL.

Request you to take the above on record.

Thank you,

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


R. R. Kenkare

President & Head - Legal & Company Secretary

Holidays | Foreign Exchange | Business Travel | Visas | Insurance

Registered Office: Thomas Cook (India) Ltd. Thomas Cook Building, Dr. D. N. Road, Fort, Mumbai - 400 001.

Email id: enquiry@in.thomascook.com CIN No.: L63040MH1978PLC020717

www.thomascook.in