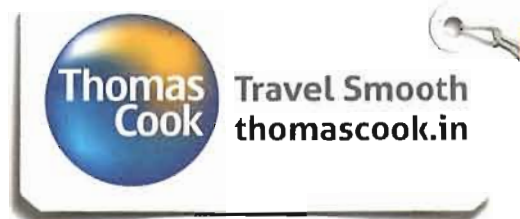


Thomas Cook (India) Ltd.
Thomas Cook Building, Dr. D. N. Road,
Fort, Mumbai - 400 001
Tel.: + 91-22-6160 3333
Fax No.: +91-22-2287 1069



A FAIRFAX Company

29th September, 2014

The Manager,
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/ Madam,

Sub: Proceedings of the Extraordinary General Meeting

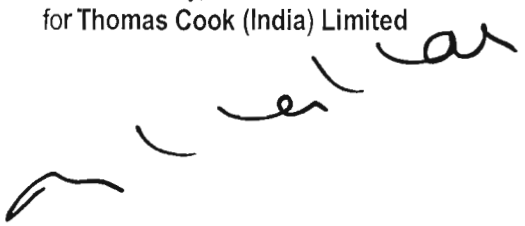
Enclosed please find the proceedings of the Extraordinary General Meeting (EGM) of the Company held on 16th September, 2014.

Further, we bring to your kind notice that the disclosure of Voting Results, as per the requirements of Clause 35A of the Listing Agreement was already furnished to the Exchange on the day of the EGM, i.e. on 16th September, 2014.

This is for the information of the exchange and its members. We request you to acknowledge the same.

Thank you,

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


R. R. Kenkare
President & Head – Legal & Company Secretary

Encl.: a/a



PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THOMAS COOK (INDIA) LIMITED HELD AT PAMA THADHANI AUDITORIUM, JAI HIND COLLEGE, 'A' ROAD, CHURCHGATE, MUMBAI – 400 020 ON TUESDAY, 16TH SEPTEMBER 2014 AT 2.30 P.M.

MEMBERS PRESENT:

Total attendance was 44 as verified from the 40 attendance slips submitted, 2 proxies received and 2 Authorisations u/s 113 of the Companies Act, 2013 received from Fairbridge Capital (Mauritius) Limited.

DIRECTORS PRESENT:

Mr. M. K. Sharma	-	Chairman
Mrs. Kishori Udeshi	-	Non-Executive Director

IN ATTENDANCE:

Mr. R. R. Kenkare	-	President & Head - Legal & Company Secretary
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1. Chairman of the Meeting:

Mr. M. K. Sharma, Chairman of the Board, took the Chair. After satisfying himself that there was adequate quorum present, Mr. Sharma declared the meeting to be duly constituted and commenced the proceedings. He welcomed the Members to the Extraordinary General Meeting of the Company. He thereafter introduced the other Board members on the dais to the members present.

2. Notice Convening the Extraordinary General Meeting:

Notice convening the Extraordinary General Meeting was taken as read with the permission of the members.

Mr. Sharma informed the Members that, in accordance with the provisions of Section 108 of the Companies Act, 2013 read with the Rules framed there under and also in terms of Clause 35B of the Listing Agreement for Equity, the Company provided its Members the facility for casting their votes electronically (e-Voting) or by Ballot, for the resolutions as set out in the Notice dated August 7th, 2014.

The e-Voting commenced on Wednesday, September 10th, 2014 at 9.00 a.m. and ended on Friday, September 12th, 2014 at 6.00 p.m. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 8th August, 2014, could cast their vote electronically.

In addition to e-voting, a Ballot form was also provided for the benefit of members. The Notice of the EGM dispatched to the Members inter alia contained the details on the e-Voting procedure, ballot



procedure and was also posted on the Company's website www.thomascook.in and also on National Securities Depositories Limited's website www.evoting.nsdl.com. The process of receiving Ballot forms started from Friday, August 22nd, 2014 and ended on Friday, September 12th, 2014.

As per schedule, the Scrutinizer Mr. P. N. Parikh of M/s. Parikh & Associates had submitted his report for declaration.

Before declaring Item-wise results of the e-Voting and Ballot, Mr. Sharma requested the Shareholders to ask questions directly pertaining to and relevant to the items of business for consideration and not to repeat the questions which were already asked by other Shareholders.

Thereafter Mr. Sharadkumar Jivraj Shah (holding 1 share) and Mr. Pravin Kantilal Vakil (holding 1000 shares)

- Proposed Borrowing limits
- Proposed investment limits

Mr. Sharma answered in detail to the questions raised by the members.

3. Appointment of Mr. M. K. Sharma as an Independent Director of the Company:

Mr. Sharma took up Item No. 1 of the Notice for Appointment of Mr. M. K. Sharma as an Independent Director of the Company. He stated that below Ordinary Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules'), including any statutory modification(s) or any amendment or any substitution or any re-enactment thereof for the time being in force and Clause 49 of the Listing Agreement, Mr. M. K. Sharma, (DIN 00327684), Director of the Company whose period of office is liable to retirement by rotation as per the erstwhile applicable provisions of the Companies Act, 1956 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 16th September, 2014 or till such earlier date to conform with the policy on retirement and as may be determined by the Board of Directors of the Company and/ or by any applicable statutes, rules, regulations or guidelines;

RESOLVED FURTHER THAT, any Director and/ or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and

STP



Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9999%; AGAINST: 0.0001%

Thereupon, the above resolution was declared as having been carried by requisite majority.

4. Appointment of Mr. Uday Khanna as an Independent Director of the Company:

Mr. Sharma took up Item No. 2. of the Notice regarding Appointment of Mr. Uday Khanna as an Independent Director of the Company. He stated that below Ordinary Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules'), including any statutory modification(s) or any amendment or any substitution or any re-enactment thereof for the time being in force and Clause 49 of the Listing Agreement, Mr. Uday Khanna, (DIN 00079129), Director of the Company whose period of office is liable to retirement by rotation as per the erstwhile applicable provisions of the Companies Act, 1956 and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 16th September, 2014 or till such earlier date to conform with the policy on retirement and as may be determined by the Board of Directors of the Company and/ or by any applicable statutes, rules, regulations or guidelines;

RESOLVED FURTHER THAT, any Director and/ or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9999%; AGAINST: 0.0001%

Thereupon, the above resolution was declared as having been carried by requisite majority.

5. Appointment of Mrs. Kishori Udeshi as an Independent Director of the Company:

Mr. Sharma took up Item No. 3. of the Notice regarding Appointment of Mrs. Kishori Udeshi as an Independent Director of the Company. He stated that below Ordinary Resolution was proposed to members through e-Voting and Ballot:



"RESOLVED THAT, pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules'), including any statutory modification(s) or any amendment or any substitution or any re-enactment thereof for the time being in force and Clause 49 of the Listing Agreement, Mrs. Kishori Udeshi, (DIN 01344073), Director of the Company whose period of office is liable to retirement by rotation as per the erstwhile applicable provisions of the Companies Act, 1956 and who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, proposing her candidature for the office of a Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five consecutive years from 16th September, 2014 or till such earlier date to conform with the policy on retirement and as may be determined by the Board of Directors of the Company and/ or by any applicable statutes, rules, regulations or guidelines;

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9999%; AGAINST: 0.0001%

Thereupon, the above resolution was declared as having been carried by requisite majority.

6. **Adoption of new set of Articles of Association of the Company pursuant to Section 14 of the Companies Act, 2013:**

Mr. Sharma took up Item No. 4. of the Notice regarding Adoption of new set of Articles of Association of the Company pursuant to Section 14 of the Companies Act, 2013. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, pursuant to the provisions of the Section 14 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Incorporation) Rules, 2014 ('the Rules'), including any statutory modification(s) or any amendment or any substitution or any re-enactment thereof for the time being in force, the new draft Articles as contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT, any Director and/or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Handwritten signature

Handwritten initials



Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9999%; AGAINST: 0.0001%

Thereupon, the above resolution was declared as having been carried by requisite majority.

7. **Approval for payment of Remuneration/ Commission to the Non-Executive Directors of the Company pursuant to Sections 197, 198 of the Companies Act, 2013:**

Mr. Sharma took up Item No. 5. of the Notice regarding Approval for payment of Remuneration/ Commission to the Non-Executive Directors of the Company pursuant to Sections 197, 198 of the Companies Act, 2013. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, in supersession of the resolution previously passed by the members at the Annual General Meeting held on 30th May, 2014 with regard to payment of commission to Non-Executive Directors and pursuant to the provisions of Sections 197, 198 and all other applicable provisions of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force, the Non-Executive Directors of the Company (i.e. directors other than the Managing Director and/or the Whole Time Directors) be paid, remuneration, in addition to sitting fees for attending the meetings of the Board of Directors or Committees thereof as the Board of Directors may from time to time determine either by way of monthly payment or at specified percentage of the net profits or partly by one way and partly by the other to such Non-Executive Directors as the Board of Directors may determine from time to time at its discretion, not exceeding in aggregate one percent of the net profits of the Company for each financial year, as computed in the manner laid down in Section 198 of the Companies Act, 2013, or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT, the Board of Directors of the Company (including the Nomination and Remuneration Committee) be and are hereby authorised severally to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9965%; AGAINST: 0.0035%

Thereupon, the above resolution was declared as having been carried by requisite majority.



8. Approval for Borrowing Powers of the Company under Section 180(1)(c) of the Companies Act, 2013:

Mr. Sharma took up Item No. 6. of the Notice regarding Approval for Borrowing Powers of the Company under Section 180(1)(c) of the Companies Act, 2013. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, in supersession of the resolution previously passed by the members of the Company by Postal Ballot on 31st August, 2006 and pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereto from time to time and other applicable provisions, Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called "the Board" which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this Resolution) to borrow from time to time such sum(s) of money(ies), secured or unsecured, as it may deem requisite for the purpose of the business of the Company, notwithstanding that money(ies) to be borrowed together with the money(ies) already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) would exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided that, apart from the aforesaid aggregate of the paid-up share capital of the Company and its free reserves, the total amount upto which money(ies) may be borrowed shall not exceed the sum of Rs. 500,00,00,000/- (Rupees Five Hundred Crore Only);

RESOLVED FURTHER THAT, the Board of Directors of the Company (which term shall be deemed to include any Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this Resolution) be and is hereby authorised to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution;

RESOLVED FURTHER THAT, any Director and/ or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.99%; AGAINST: 0.01%

Thereupon, the above resolution was declared as having been carried by requisite majority.

9. Approval under Section 180(1)(a) for Creation of Charge/ Mortgage/ Providing of Securities on movable and immovable properties of the Company:



Mr. Sharma took up Item No. 7. of the Notice regarding Approval under Section 180(1)(a) for Creation of Charge/ Mortgage/ Providing of Securities on movable and immovable properties of the Company. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, in supersession of all resolutions passed by the Members of the Company, pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force, consent of the Company be and is hereby accorded to the creation of security/ mortgage/ pledge/ hypothecation/ charge or encumbrance by the Board of Directors of the Company over all the immovable and movable properties and assets of the Company wheresoever situate, present and future, of the whole or substantially the whole of the undertaking of the Company together with power to take over the management of the business and concern of the Company in certain events in favour of Banks/ Financial Institutions, other investing agencies and trustees for holders of debentures/ bonds/ other instruments to secure rupee/ foreign currency loan/ bonds/ foreign currency convertible bonds/ debentures or any other instruments/ securities (hereinafter collectively referred to as "Loans") together with interest at the agreed rates, compound/further interest, commitment charges, charges, expenses and all other monies payable by the Company in respect of the said loans in terms of the agreements to be entered into by the Company in respect of the said loans;

RESOLVED FURTHER THAT, the Board of Directors of the Company (which term shall be deemed to include any Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this Resolution) be and is hereby authorised to finalise with the abovementioned lending institution(s) or lending entity(ies) the documents for creating the aforesaid mortgages and or charges and to do all such acts, deeds, matters and things as may be necessary for giving effect to the above resolution."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9968%; AGAINST: 0.0032%

Thereupon, the above resolution was declared as having been carried by requisite majority.

10. **Approval for issuance of secured/ unsecured redeemable non-convertible Debentures on private placement:**

Mr. Sharma took up Item No. 8. of the Notice regarding Approval for issuance of secured/ unsecured redeemable non convertible Debentures on private placement. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, pursuant to the provisions of Sections 42, 71 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force and



subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to authorize the Board of Directors of the Company to offer or invite subscriptions for secured / unsecured redeemable non-convertible debentures, in one or more series / tranches, together with those already issued, aggregating up to Rs. 200,00,00,000/- (Rupees Two Hundred Crore Only), on private placement, on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including as to when the said Debentures be issued, the consideration for the issue, utilization of the issue proceeds and all matters connected therewith or incidental thereto;

RESOLVED FURTHER THAT, the Board of Directors of the Company (which term shall be deemed to include any Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this Resolution) be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9952%; AGAINST: 0.0048%

Thereupon, the above resolution was declared as having been carried by requisite majority.

11. **Approval for making investments exceeding the limits prescribed under Section 186 of the Companies Act, 2013:**

Mr. Sharma took up Item No. 9. of the Notice regarding Approval for making investments exceeding the limits prescribed under Section 186 of the Companies Act, 2013. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to invest, on such terms and conditions as the Board of Directors may deem fit, in other bodies corporate, Mutual Funds, Bank Deposits, etc. from time to time, in excess of 60% of the paid up share capital, free reserves and securities premium account of the Company or 100% of its free reserves and securities premium account, whichever is more, provided that the aggregate value of such investments made over and above the aforesaid limits, shall not exceed Rs. 400,00,00,000/- (Rupees Four Hundred Crore Only);

RESOLVED FURTHER THAT, the Board of Directors of the Company (which term shall be deemed to include any Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this Resolution), be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed expedient and necessary to give effect to this resolution."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.50%; AGAINST: 0.5%

Thereupon, the above resolution was declared as having been carried by requisite majority.

12. Approval for variation in terms and conditions of appointment in relation to Remuneration of Mr. Madhavan Menon, Managing Director pursuant to Section 196, 197 and other applicable provisions of the Companies Act, 2013:

Mr. Sharma took up Item No. 10. of the Notice regarding Approval for variation in terms and conditions of appointment in relation to Remuneration of Mr. Madhavan Menon, Managing Director pursuant to Section 196, 197 and other applicable provisions of the Companies Act, 2013. He stated that below Special Resolution was proposed to members through e-Voting and Ballot:

"RESOLVED THAT, in partial modification of the special resolution passed by the Company at its Annual General Meeting held on 15th June, 2012, in terms of the recommendations of the Nomination and Remuneration Committee and the approval of the Board of Directors through its respective resolutions dated 26th June, 2014 and 25th July, 2014 and pursuant to Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with Schedule V of the Act and the Rules made thereunder, wherever applicable, consent of the members be and is hereby accorded to the variation in terms and conditions of appointment in relation to remuneration of Mr. Madhavan Menon, Managing Director, (DIN: 00008542) as contained in the Service Agreement dated 26th March, 2012 (hereinafter referred to as the Original Agreement), with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/ or remuneration and/ or agreement however so as to not exceed the limits specified under the Act, Rules made thereunder including any statutory modification(s), for the time being in force or any amendments and/ or modification(s) that may hereafter be made thereto by the Central Government in that behalf from time to time or any amendments thereto as may be agreed to between the Board and Mr. Madhavan Menon, with effect from 1st June, 2014 for the rest of his tenure i.e. upto 28th February, 2015, in the manner hereunder:

To replace Clause 9.d.ii. of the Service Agreement dated 26th March, 2012 with the following:

"9.d.ii. Car / Conveyance Allowance: Mr. Menon and his family shall be entitled to conveyance allowance or the use of a suitable air-conditioned car and all expenses for the maintenance, running and upkeep of such car, subject to the same not exceeding Rs. 31,39,941/- (Rupees Thirty One Lakh Thirty Nine Thousand Nine Hundred & Forty One Only) per annum with effect from 1st June, 2014);"

Save and except the above, all other terms and conditions stated in the Original Agreement shall remain unchanged.

RESOLVED FURTHER THAT, any Director of the Company and/ or the Company Secretary of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may



be considered necessary or desirable to give effect to this resolution and matters incidental thereto and also to carry out any changes, modifications or instructions which the Central Government may direct, if so required, whilst granting such approval."

Mr. Sharma informed the members that as per the new Companies Act, 2013 and the revised listing agreement, the only modes prescribed for voting on resolutions at a general meeting were e-Voting and Ballot. The Resolution was already approved by the members through e-Voting and Ballot. The Consolidated voting result was as under:

Consolidated voting result: FOR: 99.9993%; AGAINST: 0.0007%

Thereupon, the above resolution was declared as having been carried by requisite majority.

13. Vote of Thanks:

Thereafter the meeting ended with a vote of thanks to the Chair proposed by Mr. Ranganath Hebli and Seconded by Mr. Pravin Kantilal Vakil.

For Thomas Cook (India) Limited



R. R. Kenkare

President & Head – Legal & Company Secretary

