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@tfciltd.com
Web: www.tfciltd.com
CIN : L65910DL1989PLC034812

March 6, 2019

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

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

Re: Disclosure under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear sir,

We have received disclosure from Redkite Capital Private Ltd. dated 6.3.2019 in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Please find attached the same.

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: March 6, 2019

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–I, 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 acquisition of equity shares of Tourism Finance Corporation of India Limited pursuant to an open offer under SAST Regulations.

For and on behalf of

REDKITE CAPITAL PRIVATE LIMITED

N K Jain
Naresh

Redkite Capital Pvt. Ltd.

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 **PACs:** India Opportunities III Pte. Limited ("IOPL") and Koppara Sajeeve Thomas ("KST")		
Whether the acquirer belongs to Promoter/Promoter group	No#		
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 under consideration, holding of:			
a) Shares carrying voting rights	a) Acquirer: 1,07,09,446 a) PACs: 52,78,000 ➢ IOPL: 32,28,000 ➢ KST: 20,50,000	a) Acquirer: 13.27% a) PACs: 6.54% ➢ IOPL: 4.00% ➢ KST: 2.54%	a) Acquirer: 13.27% a) PACs: 6.54% ➢ IOPL: 4.00% ➢ KST: 2.54%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	b) Acquirer: Nil b) PACs: Nil	b) Acquirer: Nil b) PACs: Nil	b) Acquirer: Nil b) PACs: Nil
c) Voting rights (VR) otherwise than by shares	c) Acquirer: Nil c) PACs: Nil	c) Acquirer: Nil c) PACs: Nil	c) Acquirer: Nil c) PACs: Nil

Redkite Capital Pvt. Ltd.

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) PACs: Nil	d) Acquirer: Nil d) PACs: Nil	d) Acquirer: Nil d) PACs: Nil
e) Total (a+b+c+d)	e) Total : 15,987,446	e)Total: 19.81%	e) Total: 19.81%
Details of acquisition/~~sale~~			
a) Shares carrying voting rights acquired/~~sold~~	a) Acquirer: 1,57,72,052##	a) Acquirer: 19.54%	a) Acquirer: 19.54%
b) VRs acquired /~~sold~~ otherwise than by shares	b) Nil	b)Nil	b) Nil
c) 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) Nil	c) Nil	c) Nil
d) Shares encumbered / invoked/released by the acquirer	d) Nil	d) Nil	d) Nil
e) Total (a+b+c+/-d)	e) Total : 1,57,72,052	e) Total : 19.54%	e) Total : 19.54%
After the **acquisition/~~sale~~, holding of:**			
a) Shares carrying voting rights	a) Acquirer: 2,64,81,498 a) PACs: 1,04,92,303	a) Acquirer: 32.81% a) PACs: 13.00%	a) Acquirer: 32.81% a) PACs: 13.00%
b) Shares encumbered with the acquirer (pledge in favor of the Acquirer)	b) Acquirer: Nil b) PACs: Nil	b) Acquirer: Nil b) PACs: Nil	b) Acquirer: Nil b) PACs: Nil
c) VRs otherwise than by shares	c) Acquirer: Nil c) PACs: Nil	c) Acquirer: Nil c) PACs: Nil	c) Acquirer: Nil c) PACs: Nil
d) Warrants/convertible securities/any	d) Acquirer:	d) Acquirer: Nil	d) Acquirer: Nil



other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil d) PACs: Nil	d) PACs: Nil	d) PACs: Nil
c) Total (a+b+c+d)	e) Total : 36,973,801	e) Total: 45.81%	e) Total : 45.81%
Mode of acquisition ~~/ sale~~ (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Acquisition of the shares tendered by public shareholders in the open offer under SAST Regulations		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	March 5, 2019		
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: This acquisition is under an open offer made under the SAST Regulations. India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas are 'persons acting in concert' with Redkite Capital Private Limited therein. 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.*

In the open offer under the SAST Regulations, in addition to the shares acquired by Redkite Capital Private Limited, India Opportunities III Pte. Limited, and Mr. Koppara Sajeeve Thomas have simultaneously acquired additional 32,28,670 and 19,85,633 equity shares, respectively. Separate filings under Regulation 29(2) of SAST Regulations are being made by India Opportunities III Pte. Limited and Mr. Koppara Sajeeve Thomas.



(*)Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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: March 6, 2019