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

Main No.: 91-22-6160 3333
Fax No. : 91-22-6609 1454
91-22-2287 1069

February 19th, 2013

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,

Re: Audited Financial Results for the year ended 31st December 2012, Dividend recommendation and other matters

This is to inform you that the Board of Directors of the Company, has *inter alia* at its meeting held today:

a) approved the Quarterly Financial Results and the Audited Financial Results for the year ended 31st December 2012
b) recommended dividend for the year ended December 31st, 2012, in respect of:
    1. Equity Shares @ 37.5% (i.e. Rs. 0.375) on each equity share of Re 1/-
    2. Class 'B' Preference Shares @ 0.001% (i.e. Rs. 0.0001 per share) for the period 1st January 2012 to 31st December 2012
    3. Class 'C' Preference Shares @ 0.001% (i.e. Rs. 0.0001 per share) for the period 1st January 2012 to 31st December 2012
c) decided on Book-Closure period from Thursday, 30th May 2013 to Thursday, 6th June 2013 (both days inclusive)

We are enclosing a copy of the Fourth Quarter Results alongwith the Audited Financial Results for the year ended 31st December 2012, which were approved by the Board at its meeting held today.

Kindly take note of the same.

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

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

Encl.: a/a

170 YEARS
1841-2011

THOMAS COOK (INDIA) LIMITED
Regd Office: Thomas Cook Building
Dr. D.N. Road, Mumbai 400001

AUDITED FINANCIAL RESULTS
FOR THE YEAR ENDED 31ST DECEMBER 2012

(Rupees in Lakhs)

PART I

Particulars	Standalone					Consolidated				
	1	2	3	4	5	6	7	8	9	10
	Quarter ended 31st Dec 2012 (Unaudited) Refer Note 10	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)	Quarter ended 31st Dec 2012 (Unaudited)	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)
1 Income from Operations										
(a) Income from Operations [Net]	7,947.0	8,960.0	7,762.2	36,276.0	33,276.6	9,542.1	10,280.6	8,991.4	41,539.8	38,129.5
(b) Other Operating Income	222.9	312.4	291.2	1,436.9	957.1	229.8	281.1	333.9	1,479.4	1,052.6
Total Income from operations (Net) (a+b)	**8,169.9**	**9,292.4**	**8,053.4**	**37,712.9**	**34,233.7**	**9,771.9**	**10,561.7**	**9,325.3**	**43,019.2**	**39,182.1**
2 Total Expenditure										
(a) Employee Cost	3,631.2	3,912.8	3,193.4	14,815.9	12,378.2	3,912.7	4,615.3	3,892.7	17,554.5	15,400.8
(b) Advertisement Cost	398.2	176.5	662.2	2,182.7	1,805.8	448.8	194.5	707.3	2,342.8	1,996.9
(c) Depreciation/Amortisation	266.3	285.7	309.4	1,171.8	1,147.1	358.6	348.8	388.8	1,418.0	1,393.5
(d) Other Expenditure	2,662.5	2,707.6	2,489.8	10,081.7	9,061.3	3,146.0	3,293.9	3,182.7	11,926.0	11,119.6
(e) Total (a + b + c + d)	**6,988.2**	**6,982.6**	**6,654.8**	**28,252.1**	**24,390.4**	**7,866.1**	**8,452.5**	**8,171.5**	**33,241.3**	**29,910.8**
3 Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	1,181.7	2,309.8	1,398.6	9,460.8	9,843.3	1,905.8	2,109.2	1,153.8	9,777.9	9,271.3
4 Other Income	77.6	205.3	(0.8)	923.3	1,443.3	201.7	197.5	55.9	1,031.4	1,871.6
5 Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	**1,259.3**	**2,515.1**	**1,397.8**	**10,384.1**	**11,288.6**	**2,107.5**	**2,306.7**	**1,209.7**	**10,809.3**	**11,142.9**
6 Interest and Finance expenses	798.9	685.1	801.1	3,004.9	2,999.1	804.7	713.6	805.5	3,100.9	3,078.3
7 Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	**460.4**	**1,830.0**	**596.7**	**7,379.2**	**8,287.5**	**1,302.8**	**1,593.1**	**404.2**	**7,708.4**	**8,064.6**
8 Exceptional Items	-	-	-	-	-	-	-	-	-	-
9 Profit / (Loss) from ordinary activities before tax (7 + 8)	**460.4**	**1,830.0**	**596.7**	**7,379.2**	**8,287.5**	**1,302.8**	**1,593.1**	**404.2**	**7,708.4**	**8,064.6**
10 Tax Expense	151.5	614.7	180.3	2,458.5	2,696.4	445.4	586.8	(100.3)	2,684.8	2,440.5
11 Net Profit / (Loss) from ordinary activities after tax (9 - 10)	**308.9**	**1,215.3**	**416.4**	**4,920.7**	**5,591.1**	**857.4**	**1,006.3**	**504.5**	**5,043.6**	**5,624.1**
12 Extraordinary Items (net of tax expense)	-	-	-	-	-	-	-	-	-	-
13 Net Profit / (Loss) for the period (11 - 12)	**308.9**	**1,215.3**	**416.4**	**4,920.7**	**5,591.1**	**857.4**	**1,006.3**	**504.5**	**5,043.6**	**5,624.1**
14 Paid-up Equity Share Capital (Face Value of Re. 1 per Share)	2,131.6	2,131.6	2,120.1	2,131.6	2,120.1	2,131.6	2,131.6	2,120.1	2,131.6	2,120.1
15 Reserves Excluding Revaluation Reserve	-	-	-	37,659.9	33,284.3	-	-	-	41,651.5	37,047.8
16 Earning Per Share (EPS) (Not Annualised)										
(a) Basic EPS (Rs.)	0.15	0.57	0.20	2.31	2.64	0.40	0.47	0.24	2.37	2.65
(b) Diluted EPS (Rs.)	0.14	0.56	0.19	2.26	2.57	0.39	0.46	0.23	2.31	2.58
PART II										
A PARTICULARS OF SHAREHOLDING										
1 Public Shareholding										
- Number of Shares	27,504,969	27,504,969	48,535,913	27,504,969	48,535,913	27,504,969	27,504,969	48,535,913	27,504,969	48,535,913
- Percentage of Shareholding	12.9%	12.9%	22.9%	12.9%	22.9%	12.9%	12.9%	22.9%	12.9%	22.9%
2 Promoter and Promoter Group Shareholding										
(a) Pledged/Encumbered										
- Number of Shares	-	-	-	-	-	-	-	-	-	-
- % to the total shareholding of promoter and promoter group	-	-	-	-	-	-	-	-	-	-
- % to the total share capital of the Company	-	-	-	-	-	-	-	-	-	-
(b) Non-encumbered										
- Number of Shares	185,653,725	185,653,725	163,471,449	185,653,725	163,471,449	185,653,725	185,653,725	163,471,449	185,653,725	163,471,449
- % to the total shareholding of promoter and promoter group	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
- % to the total share capital of the Company	87.1%	87.1%	77.1%	87.1%	77.1%	87.1%	87.1%	77.1%	87.1%	77.1%

THOMAS COOK (INDIA) LIMITED

Particulars	3 months ended 31st Dec 2012
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	-
Received during the quarter	3
Disposed of during the quarter	3
Remaining unresolved at the end of the quarter	-

Notes:

1 Standalone and consolidated results of 2011 include one-off incomes of Rs 1,417.7 Lakhs comprising profits of Rs. 745.5 Lakhs from sale of property, bonuses received from Access Prepaid Worldwide Ltd. of Rs. 612.2 Lakhs and sign on bonus received from Bajaj Allianz General Insurance Company Ltd. of Rs 60.0 Lakhs. Excluding the effects of these one off items, the standalone profits before tax for the year 2011 would have been Rs. 8,869.8 Lakhs as against Rs. 8,287.5 Lakhs, and the consolidated profits before tax for the year 2011 would have been Rs. 8,646.9 Lakhs as against Rs. 8,064.6 Lakhs.Standalone and consolidated rasults of 2012 include one-off expenditures of Rs. 130 Lakhs and Rs. 167.4 Lakhs respectively , comprising loss of Rs. 66.3 Lakhs (Standalone) and Rs. 103.7 Lakhs (consol dated) from disposal of fixed assets and Rs 63.7 Lakhs (standalone and consolidated) for business reorganization. Hence the effective growth in profit before tax in 2012 would be 9.3% (standalone) and 18.5% (consolidated)

2 The results for the year ended 31st December, 2012 have been subjected to a statutory audit by the Statutory Auditors in compliance with Clause 41 of the listing agreement with the Stock Exchanges.

3 The above results were reviewed by the Audit Committee at its meeting held on 19th February, 2013 and approved at the meeting of the Board of Directors held on that date.

4 The relevant Accounting Standards have been complied with.

5 During the year ended 31st December 2012 a total of 1,151,332 Equity shares of Re. 1 each were issued & allotted under the Thomas Cook Employees Stock Option Plan 2007, consequently the issued & paid up Equity Share Capital has increased to 213,158,694 shares

6 The entire Promoter Shareholding of 153,471,449 Equity Shares of the Company that was pledged on 10th January, 2012 was released from pledge on 14th August, 2012. The aforesaid Promoters' stake was transferred to Fairbridge Capital (Mauritius) Limited ("Fairbridge"), a step down subsidiary of Fairfax Financial Holdings Limited, Canada, on 14th August, 2012 at Rs. 50/- per equity share in terms of the share purchase agreement amongst themselves. Further, Fairbridge has acquired 22,182,276 shares from the Non-promoters through the open offer at a price of Rs. 55.48/- per equity share in terms of the provisions of Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, which was transferred to them on 14th August, 2012. The same was communicated to the Stock Exchanges at the relevant times.

7 The Board of Directors recommends a dividend of Rs. 0.375 per equity share (Previous year Rs. 0.375 per equity share).

8 During the current year, the Company has transferred its Sri Lanka branch business to its wholly owned subsidiary Thomas Cook Lanka (Private) Limited w.e.f. 1st August, 2012 for a consideration of Rs 475 lacs. Consequently, standalone results for the year ended December, 2012 includes results for Sri Lanka Branch for 7 months period ended July 2012 while the remaining five months' results of the Sri Lanka business are included in the consolidated results.

9 On 5th February, 2013 the Company has signed an investment agreement for acquiring 74 % interest in IKYA Human Capital Solutions Private Limited for a consideration of Rs 25,632 Lacs The transaction is subject to various closing conditions, condition precedent as well as any regulatory approvals as deemed to be necessary.

10 The figures of the last quarter are the balancing figures between audited figures in respect of the full financial year upto 31st December, 2012 and the unaudited published year to date figures up to 30th September, 2012, being the date of the end of the third quarter of the financial year. This statement is given pursuant to SEBI Circular No. CIR/CFD/DIL/7/2011 dated 5th October 2011.

11 Previous period figures have been regrouped where necessary.

12 Statement of Assets & Liabilities as on 31st December 2012, as required under Clause 41 of the Listing Agreement :-

(Rupees in Lakhs)

Particulars	Standalone		Consolidated	
	As at 31st Dec 2012 (Audited)	As at 31st Dec 2011 (Audited)	As at 31st Dec 2012 (Audited)	As at 31st Dec 2011 (Audited)
EQUITY AND LIABILITIES				
Shareholders' funds				
(A) Capital	2,190.7	2,179.2	2,190.7	2,179.2
(B) Reserves And Surplus	37,659.9	33,284.3	41,651.5	37,047.8
Share application money pending allotment	-	-	-	-
Non -current liabilities				
(A) Long-term borrowings	222.3	160.6	249.3	175.3
(B) Deferred Tax Liability (Net)	444.3	503.7	602.8	500.1
(C) Other long term liabilities	2,261.8	1,292.0	2,261.8	1,292.0
(D) Long-term provisions	66.0	106.6	108.7	202.2
Current liabilities				
(A) Short-term borrowings	18,208.6	22,287.0	18,376.7	22,313.4
(B) Trade payables	11,490.9	12,478.7	14,870.4	15,653.6
(C) Other current liabilities	12,259.0	8,731.5	14,287.3	11,913.2
(D) Short-term provisions	1,187.4	1,329.8	929.0	1,024.6
Total	85,990.9	82,354.4	95,526.2	92,301.4
ASSETS				
Non-current assets				
(A) Fixed assets	7,042.7	7,204.1	10,168.2	10,320.8
(B) Goodwill on consolidation	-	-	14,539.7	14,539.7
(C) Non-current investments	19,399.8	19,241.4	9.6	9.6
(D) Deferred tax assets (net)	-	-	-	-
(E) Long-term loans and advances	5,308.7	3,043.5	5,302.8	3,538.7
(F) Other non-current assets	1,656.0	81.3	1,656 0	98.4
Current assets				
(a) Current investments	8,001.5	500.2	10,965.7	3,817.5
(b) Inventories	-	-	-	-
(c) Trade receivables	18,350.0	19,330.3	21,050.9	22,640.3
(d) Cash and Bank	16,771.6	24,553.3	20,770.6	27,249.4
(e) Short-term loans and advances	7,094.8	6,616.1	8,246.6	8,041.0
(f) Other current assets	2,365.8	1,784.2	2,818.1	2,046.0
Total	85,990.9	82,354.4	95,526.2	92,301.4

For Thomas Cook (India) Limited

Madhavan Menon
Managing Director

Place : Mumbai
Date : 19th February 2013

THOMAS COOK (INDIA) LIMITED
Regd Office: Thomas Cook Building
Dr. D.N. Road, Mumbai 400001

BUSINESSWISE AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST DECEMBER 2012

(Rupees in Lakhs)

	Standalone					Consolidated				
	1	2	3	4	5	6	7	8	9	10
	Quarter ended 31st Dec 2012 (Unaudited)	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)	Quarter ended 31st Dec 2012 (Unaudited)	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)
1 Segment Revenue										
(a) Financial Services	868.4	874.5	1,077.6	4,831.1	4,422.4	1,039.0	966.8	812.3	5,325.8	4,832.0
(b) Travel and Related Services	7,301.5	8,417.9	6,975.8	32,881.8	29,811.3	8,732.9	9,594.9	8,513.0	37,693.4	34,350.1
Net Revenue from Operations	**8,169.9**	**9,292.4**	**8,053.4**	**37,712.9**	**34,233.7**	**9,771.9**	**10,561.7**	**9,325.3**	**43,019.2**	**39,182.1**
2 Segment Results										
Profit before Taxation and Interest										
(a) Financial Services	343.2	680.9	601.9	2,817.7	2,868.8	369.2	684.2	442.8	2,892.4	2,875.6
(b) Travel and Related Services	2,590.7	3,148.5	2,112.1	12,976.5	12,924.2	3,213.3	3,081.7	2,125.4	13,515.4	13,101.2
Total	**2,933.9**	**3,829.4**	**2,714.0**	**15,794.2**	**15,793.0**	**3,582.5**	**3,765.9**	**2,568.2**	**16,407.8**	**15,976.8**
Less: Interest and Finance expenses	798.9	685.1	801.1	3,004.9	2,999.1	804.7	713.6	805.5	3,100.9	3,078.3
: Common Expenditure	1,674.6	1,314.3	1,316.2	5,410.1	4,506.4	1,475.0	1,459.2	1,358.5	5,598.5	4,833.9
Profit / (Loss) from ordinary activities before tax	**460.4**	**1,830.0**	**596.7**	**7,379.2**	**8,287.5**	**1,302.8**	**1,593.1**	**404.2**	**7,708.4**	**8,064.6**
3 Capital Employed										
(a) Financial Services	10,416.0	11,191.6	12,180.0	10,416.0	12,180.0	11,425.3	12,051.1	11,431.5	11,425.3	12,957.5
(b) Travel and Related Services	27,046.6	27,470.5	21,225.5	27,046.6	21,225.5	31,737.5	31,350.4	27,144.0	31,737.5	25,701.0
Sub Total	**37,462.6**	**38,662.1**	**33,405.5**	**37,462.6**	**33,405.5**	**43,162.8**	**43,401.5**	**38,575.5**	**43,162.8**	**38,658.5**
Add: Common Capital Employed	2,388.0	1,852.6	2,058.0	2,388.0	2,058.0	679.4	626.9	855.5	679.4	568.5
Total	**39,850.6**	**40,514.7**	**35,463.5**	**39,850.6**	**35,463.5**	**43,842.2**	**44,028.4**	**39,431.0**	**43,842.2**	**39,227.0**

Note:
Previous period figures have been regrouped where necessary.

For Thomas Cook (India) Limited

Madhavan Menon
Managing Director

Place : Mumbai
Date : 19th February 2013

THOMAS COOK (INDIA) LIMITED

THOMAS COOK (INDIA) LIMITED
Regd Office: Thomas Cook Building
Dr. D.N. Road, Mumbai 400001

REGIONWISE AUDITED FINANCIAL RESULTS
FOR THE YEAR ENDED 31ST DECEMBER 2012

(Rupees in Lakhs)

	Standalone					Consolidated				
	1	2	3	4	5	6	7	8	9	10
	Quarter ended 31st Dec 2012 (Unaudited)	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)	Quarter ended 31st Dec 2012 (Unaudited)	Quarter ended 30th Sep 2012 (Unaudited)	Quarter ended 31st Dec 2011 (Unaudited)	Year ended 31st Dec 2012 (Audited)	Year ended 31st Dec 2011 (Audited)
1 Segment Revenue										
(a) India	8,196.2	9,206.9	7,783.8	36,912.3	33,207.9	8,313.5	9,283.5	7,970.4	37,490.5	33,898.9
(b) Rest of the World	(26.3)	85.5	269.6	800.6	1,025.8	1,458.4	1,278.2	1,354.9	5,528.7	5,283.2
Net Revenue from Operations	**8,169.9**	**9,292.4**	**8,053.4**	**37,712.9**	**34,233.7**	**9,771.9**	**10,561.7**	**9,325.3**	**43,019.2**	**39,182.1**
2 Segment Results										
Profit before Taxation and Interest										
(a) India	1,641.3	2,514.5	1,285.7	10,409.7	10,796.9	1,848.5	2,244.6	1,124.3	10,063.0	10,143.8
(b) Rest of the World	(382.0)	0.6	112.1	(25.6)	489.7	259.0	62.1	85.4	746.3	999.1
Total	**1,259.3**	**2,515.1**	**1,397.8**	**10,384.1**	**11,286.6**	**2,107.5**	**2,306.7**	**1,209.7**	**10,809.3**	**11,142.9**
Less: Interest and Finance expenses	798.9	685.1	801.1	3,004.9	2,999.1	804.7	713.6	805.5	3,100.9	3,078.3
Profit / (Loss) from ordinary activities before tax	**460.4**	**1,830.0**	**596.7**	**7,379.2**	**8,287.5**	**1,302.8**	**1,593.1**	**404.2**	**7,708.4**	**8,064.6**
3 Capital Employed										
(a) India	36,791.1	38,080.6	32,619.9	36,791.1	32,619.9	37,752.1	38,587.5	34,621.1	37,752.1	33,275.6
(b) Rest of the World	671.5	581.5	785.6	671.5	785.6	5,410.7	4,814.0	3,954.4	5,410.7	5,382.9
Sub Total	**37,462.6**	**38,662.1**	**33,405.5**	**37,462.6**	**33,405.5**	**43,162.8**	**43,401.5**	**38,575.5**	**43,162.8**	**38,658.5**
Add: Common Capital Employed	2,388.0	1,852.6	2,058.0	2,388.0	2,058.0	679.4	626.9	855.5	679.4	568.5
Total	**39,850.6**	**40,514.7**	**35,463.5**	**39,850.6**	**35,463.5**	**43,842.2**	**44,028.4**	**39,431.0**	**43,842.2**	**39,227.0**

Note:
Previous period figures have been regrouped where necessary.

For Thomas Cook (India) Limited

Madhavan Menon
Managing Director

Place : Mumbai
Date : 19th February 2013