Thomas Cook (India) Ltd.
Thomas Cook Building, Dr. D. N. Road,
Fort, Mumbai - 400 001
Tel. : +91-22-6160 3333
Fax No. : +91-22-22871069
Email id : enquiry@in.thomascook.com
CIN No. : L63040MH1978PLC020717

www.thomascook.in

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A FAIRFAX Company

May 30th, 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 Symbol: THC10.52
Fax No.: 2659 8237/38

Dear Sir/ Madam,

Sub: Disclosure of Voting Results of the 37th Annual General Meeting (AGM) of Thomas Cook (India) Limited held on May 30th, 2014, as per the requirements of Clause 35A of the Listing Agreement

We are enclosing herewith the details of voting results at the 37th Annual General Meeting of the Company held today at Y. B. Chavan Auditorium, Gen. Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai – 400 021 as per Clause 35A of the Listing Agreement.

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has provided its members facility to exercise their right to vote through electronic means for the 37th Annual General Meeting (AGM) of the Company for which a Supplementary Circular with necessary details and instructions was dispatched separately.

The Scrutinizer Mr. P. N. Parikh of M/s. Parikh & Associates submitted his report to the Chairman for declaration at the AGM. However, in the interest of good corporate governance, the Company also sought members' approval on a show of hands mentioning that for future meetings of the Company, only e-Voting and/ or Postal Ballot and/ or Poll facilities would be provided.

All items of business contained in the Notice of the AGM were approved by the shareholders.

This is for your information and record. 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

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DETAILS OF VOTING RIGHTS

As per the Clause 35A of the Listing Agreement, please find below the outcome of the Annual General Meeting of the Company held on May 30, 2014 :-

Date of AGM:	**30th May, 2014**
Total Number of Shareholders on record date/ Book Closure	**27973**
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 **2** **89**
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	**Not Arranged**

AGENDA-WISE

Item Nos.	Details of Agenda:	Resolution required: (Ordinary/ Special)	Mode of Voting: (Show of hands/~~Poll/Postal Ballot/E-Voting~~	Remarks
1.	To receive, consider, approve and adopt the audited Balance Sheet as at 31st December, 2013, Statement of Profit and Loss for the year ended 31st December, 2013, the Report of the Directors and the Auditors thereon.	Ordinary	Show of hands	Nem con
2.	a) To declare Dividend for Class 'B' Preference Shares.	Ordinary	Show of hands	Passed with requisite majority
	b) To declare Dividend for Class 'C' Preference Shares.	Ordinary	Show of hands	Passed with requisite majority
	c)To declare Dividend for Equity Shares for the year ended 31st December, 2013.	Ordinary	Show of hands	Passed with requisite majority
3.	To appoint a Director in place of Mr. Harsha Raghavan, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Passed with requisite majority
4.	To appoint a Director in place of Mr. Chandran Ratnaswami, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Passed with requisite majority

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Item Nos.	Details of Agenda:	Resolution required: (Ordinary/ Special)	Mode of Voting: (Show of hands/~~Poll/Postal Ballot/E-Voting~~	Remarks
5.	To appoint a director in place of Mr. Uday Chander Khanna, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Passed with requisite majority
6.	To appoint Auditors and to fix their remuneration.	Ordinary	Show of hands	Passed with requisite majority
7.	Payment of commission to the Non- Executive Directors of the Company	Special	Show of hands	Passed with requisite majority

THOMAS COOK (INDIA) LIMITED

In case of ~~Poll/ Postal Ballot/~~ **E-voting**

A: ORDINARY BUSINESS:

Resolution 1: To receive, consider, approve and adopt the audited Balance Sheet as at 31st December, 2013, Statement of Profit and Loss for the year ended 31st December, 2013, the Report of the Directors and the Auditors thereon.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	618057	0.00	100	0.00
Public-Others	6927	6927	100	6927	0.00	100	0.00
Total	**186278709**	**186278709**	**100**	**186278709**	**0.00**	**100**	**0.00**

Resolution 2: a) To declare Dividend for Class 'B' Preference Shares.
b) To declare Dividend for Class 'C' Preference Shares.
c) To declare Dividend for Equity Shares for the year ended 31st December, 2013.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	618057	0.00	100	0.00
Public-Others	6927	6927	100	6927	0.00	100	0.00
Total	**186278709**	**186278709**	**100**	**186278709**	**0.00**	**100**	**0.00**

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Resolution 3: To appoint a Director in place of Mr. Harsha Raghavan, who retires by rotation, and being eligible, offers himself for re-appointment.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	618057	0.00	100	0.00
Public-Others	6927	6927	100	5026	1901	72.56	27.44
Total	**186278709**	**186278709**	**100**	**186276808**	**1901**	**99.999**	**0.001**

Resolution 4: To appoint a Director in place of Mr. Chandran Ratnaswami, who retires by rotation, and being eligible, offers himself for re-appointment.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	0.00	618057	0.00	100.00
Public-Others	6927	6927	100	5026	1901	72.56	27.44
Total	**186278709**	**186278709**	**100**	**185658751**	**619958**	**99.67**	**0.33**

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Resolution 5: To appoint a director in place of Mr. Uday Chander Khanna, who retires by rotation, and being eligible, offers himself for re-appointment.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	618057	0.00	100	0.00
Public-Others	6927	6927	100	5026	1901	72.56	27.44
Total	**186278709**	**186278709**	**100**	**186276808**	**1901**	**99.999**	**0.001**

Resolution 6: To appoint Auditors and to fix their remuneration.
Resolution required: Ordinary

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	0.00	618057	0.00	100.00
Public-Others	100	100	100	100	0.00	100	0.00
Total	**186271882**	**186271882**	**100**	**185653825**	**618057**	**99.67**	**0.33**

THOMAS COOK (INDIA) LIMITED

B: SPECIAL BUSINESS:

Resolution 7: Payment of commission to the Non- Executive Directors of the Company.
Resolution required: Special

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	185653725	185653725	100	185653725	0.00	100	0.00
Public Institutional holders	618057	618057	100	618057	0.00	100	0.00
Public-Others	100	100	100	100	0.00	100	0.00
Total	**186271882**	**186271882**	**100**	**186271882**	**0.00**	**100**	**0.00**

for **Thomas Cook (India) Limited**

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

30th May, 2014