Fairbridge Capital (Mauritius) Limited

IFS Court, TwentyEight, Cybercity, Ebene, Mauritius
Tel: (230) 467 3000 Fax: (230) 464 1735 / 467 4000

10 May 2013

The Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

General Manager, Listing Department
Department of Corporate Services
BSE Limited
P.J. Towers
Dalal Street
Mumbai – 400 001

Dear Sirs

Intimations under Regulation 13 (4A) of the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 1992, as amended (the "*Insider Trading Regulations*"), and Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers), Regulations 2011, as amended (the "*Takeover Regulations*")

As required, pursuant to Regulation 13 (4A) of the Insider Trading Regulations and Regulation 29(2) of the Takeover Regulations, , we, Fairbridge Capital (Mauritius) Limited, the undersigned, hereby intimate you of a reduction in our shareholding in Thomas Cook (India) Limited (the "**Company**") from 87.10% to 75.00% of its total paid-up equity share capital pursuant to an institutional placement programme undertaken by the Company pursuant to Chapter VIII-A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended.

Please find attached the necessary disclosures relating to the aforesaid change in the shareholding in the formats prescribed under Regulation 13 (4A) of the Insider Trading Regulations and Regulation 29(2) of the Takeover Regulations as Annexure A and Annexure B, respectively.

Kindly take the above on record.

Please acknowledge receipt

Thank you

Yours faithfully

For Fairbridge Capital (Mauritius) Limited

Fairbridge Capital (Mauritius) Limited
The Common Seal of

Authorized Signatory

Annexure A

Intimation under Regulation 13 (4A) of the Insider Trading Regulations

Name, PAN No. & Address of Promoter	No. & % of shares/ voting rights held by the Promoter/ Person	Date of receipt of allotment advice/ acquisition/ sale of shares/ voting	Date of intimation to company	Mode of acquisition (market purchase/ public/ rights/ preferential offer,	No. & % of shares/ voting rights post acquisition/ sale	Trading member through whom the trade was executed with SEBI Registration	Exchange on which the trade was executed	Buy quantity	Buy value	Sell Quantity	Sell Value
Fairbridge Capital (Mauritius) Limited C/o IFS Court, Twenty Eight Cybercity, Ebene, Mauritius PAN No. AABCF 8345D	185,653,725 Equity Shares aggregating to 87.10% of the paid equity share capital of Thomas Cook (India) Limited	Date of board resolution for allotment pursuant to the institutional placement programme: May 7, 2013; Date of dispatch of CAN: May 8, 2013; and Date of demat credit: May 9, 2013	May 10, 2013	Institutional placement programme of Thomas Cook (India) Limited	185,653,725 Equity Shares aggregating to 75.00% of the paid-up equity share capital of Thomas Cook (India) Limited	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Annexure B

Regulation 29(2) of the Takeover Regulations

1. Name of Target Company (TC)	Thomas Cook (India) Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	N.A.		
3. Whether the acquirer belongs to Promoter/Promoter group	N.A.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
5. 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	185,653,725	87.10%	83.98%
b) Voting rights (VR) otherwise than by shares	N.A.	N.A.	N.A.
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)	N.A.	N.A.	N.A.
d) Total (a+b+c)	185,653,725	87.10%	83.98%
Details of acquisition/sale	**Number**	**% w.r.t. total share/voting capital wherever applicable**	**% w.r.t. total diluted share/voting capital of the TC (*)**
a) Shares carrying voting rights acquired/sold	N.A.	N.A.	N.A.
b) VRs acquired/sold otherwise than by shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.

d) Total (a+b+c)	N.A.	N.A.	N.A.
After the acquisition/sale, holding of:	**Number**	**% w.r.t. total share/voting capital wherever applicable**	**% w.r.t. total diluted share/voting capital of the TC (*)**
a) Shares carrying voting rights	185,653,725	75%	72.67%
b) VRs otherwise than by shares	N.A.	N.A.	N.A.
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) after acquisition	N.A.	N.A.	N.A.
d) Total (a+b+c)	185,653,725	75%	72.67%
6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Institutional placement programme of Thomas Cook (India) Limited		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of board resolution for allotment pursuant to the institutional placement programme: May 7, 2013; Date of dispatch of CAN: May 8, 2013; and Date of demat credit: May 9, 2013		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Equity share capital: 213,158,694 equity shares Total Voting Capital: 213,158,694 equity shares		
9. Equity share capital / total voting capital of the TC after the said acquisition / sale	Equity share capital: 247,538,300 equity shares Total Voting Capital: 247,538,300 equity shares		
10. Total diluted share/voting capital of the TC after the said acquisition	Total diluted share capital: 255,440,414 equity shares Total diluted voting capital: 255,440,414 equity shares		

** fully diluted share/voting capital represents the paid up equity share capital, the vested employee stock options and convertible preference shares of the Target Company*