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

24th May, 2012

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: Intimation of set up of an escrow account in relation to the open offer to the equity shareholders of Thomas Cook (India) Limited under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We are enclosing herewith, Intimation of set up of an escrow account in relation to the open offer to the equity shareholders of Thomas Cook (India) Limited under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as received from Pioneer Money Management Limited, the Managers to the Open Offer.

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

Thanking you,

Yours faithfully,
for Thomas Cook (India) Limited

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

Encl.: a/a

170 YEARS
1841-2011

PIONEER MONEY MANAGEMENT LIMITED

Date: 22 May, 2012

Department of Corporate Services
National Stock Exchange of India Limited
ExchangePlaza
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051

By E-Mail & By Fax

Dear Sir(s),

Symbol:- THOMASCOOK

Sub: Intimation of set up of an escrow account in relation to the open offer to the equity shareholders of Thomas Cook (India) Limited under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("Takeover Code")

This is with reference to our letter dated 21 May, 2012, pursuant to which the public announcement dated 21 May, 2012 was filed with your office in accordance with Regulation 14(1) of the Takeover Code.

The open offer by Fairbridge Capital (Mauritius) Limited (the "**Acquirer**") to the equity shareholders of Thomas Cook (India) Limited is to acquire upto 5,20,93,447 fully paid up equity shares of Re.1/- each, at a price of Rs. 65.48 (Rupees Sixty Five and Paise Forty Eight only) per fully paid up equity share, representing 24.17% of the paid up equity share capital of the Thomas Cook (India) Limited, assuming full exercise of eligible stock options under the Takeover Code ("**Offer Size**").

In this regard, we would like to intimate you of the creation of an escrow account by the Acquirer with [ICICI Bank Limited], as security for performance of its obligations under Regulation 17(1) of the Takeover Code. Furthermore, the Acquirer has deposited 100% of the consideration of the Offer Size, in cash, in the escrow account in accordance with Regulation 17(3)(a) of the Takeover Code.

Please take the above on record and acknowledge the receipt.

Thanking you,

Yours faithfully,
For Pioneer Money Management Ltd.
(SEBI Reg. no.INM000011906)

Authorised Signatory

c.c. **Thomas Cook (India) Ltd.**

Thomas Cook (India) Ltd.
Secretariat & Legal Dept
Date: 22.5.2012 **Time:** 8.30 p.m.
Receiver's Sign.

1218, Maker Chambers V, Nariman Point, Mumbai 400 021. | Tel: 91 22 6616 6400 / 2202 1171 | Fax: 91 22 2204 9195