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

23rd January, 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: Clause 53 and 54 of the Listing Agreement

Pursuant to Clause 53 of the Listing Agreement, please note that for the agreements between Thomas Cook (India) Limited and media companies and/ or associates, the status as on 31st December 2012 has changed from the previous disclosure dated October 26, 2012. Please find enclosed herewith updated disclosure with relevant details.

We would like to also inform you that the Company is in compliance with Clause 54 of the Listing Agreement - that is, the Company's website www.thomascook.in is duly updated.

This is for your information and record.

Thanking you,

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

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

Encl.: a/a

Disclosure under Clause 53 of Listing Agreement pertaining to agreements with media companies and/ or their associates as on 31st December 2012

Thomas Cook (India) Limited has entered into/ revised agreements with the following:

1. Media agreement with **ZenithOptimedia,** a division of TLG India Private Limited whose scope of work includes planning, buying and implementation of media activities for various brands of the Company. This agreement was renewed with another division of TLG India Private Limited, **VivaKi Exchange Alliance**, without changing any status of the agreement of whatever kind in nature, effective from 1st October, 2011 to 30th September, 2013.
   Existing media services activities under this agreement provided by **Vivaki Exchange Alliance** (earlier with ZenithOptimedia) will now be provided by another division of TLG India Pvt. Ltd, i.e **MediaVest Worldwide**, without changing any status of the agreement whatsoever in nature. Hence with effect from 1st November 2012, the agreement will be continued and stands in the name of MediaVest Worldwide instead of Vivaki Exchange Alliance.

2. Advertising agency agreement with **JWT** a unit of Hindustan Thompson Associates Private Limited and their scope of work includes account servicing, account planning and creative ideation. The agency will plan and prepare copy strategies, creative ideas, treatments and concepts for all media to be used. It will also be responsible for production of advertisements. This agreement is valid since 1st August, 2009 which may be terminated by either party with a 3 months advance notice.

3. Media agreement with **Perfect Relations Pvt. Limited** and their scope of work includes public relations, media coverage, social media management and crisis management. This agreement was for 1 year, starting from 15th November, 2011 till 14th November, 2012 and was further extended for a period of 2 months from 15th November 2012 to 14th January, 2013 on same terms and conditions

As on 31st December, 2012, the aforesaid agencies do not hold any shares in Thomas Cook (India) Limited.

As on 31st December, 2012, there was no nominee of any of the aforesaid agencies on the Board of Thomas Cook (India) Limited.

There is no management control or potential conflict of interest arising out of the Agreements entered into by Thomas Cook (India) Limited with the aforesaid agencies.

Except for the agreements mentioned herein above there are no other back to back treaties/ contracts/ agreements/ MOUs or similar instruments entered into by Thomas Cook (India) Limited with the aforesaid agencies and/ or their associates for the purpose of advertising, publicity, etc.