

CLAUSE 35 OF EQUITY LISTING AGREEMENT
Cl-35 report: (I) (a) Statement showing Shareholding Pattern
THOMAS COOK (INDIA) LIMITED
Scrip Code : 500413
Scrip Symbol : THOMASCOOK
Class of security: Equity
Quarter End : 31-DEC-2014

Partly paid-up shares:-		No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company				
Held by Promoter / Promoters Group		0	0	0				
Held by public		0	0	0				
Total		0	0	0				
Outstanding convertible securities:-		No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities				
Held by Promoter / Promoters Group								
6250000 * 0.001% Non Cumulative fully Convertible Preference Shares of Rs. 10/- each		62500000	100.00	19.72				
Held by public :		0						
Total		62500000	100.00	19.72				
Warrants:-		No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants				
Held by Promoter / Promoters Group		0	0	0				
Held by public		0	0	0				
Total		0	0	0				
Total paid-up capital of the company assuming full conversion of warrants and convertible securities *		316,951,587						
Category code (I)	Category of Shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialised form (V)	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a Percentage (IX)=(VIII) / (IV)*100
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any other (specify)							
	Sub-Total (A) (1)							
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	2	185,653,725	185,653,725	72.96	72.96	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (2)	2	185,653,725	185,653,725	72.96	72.96	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	2	185,653,725	185,653,725	72.96	72.96	0	0.00
(B)	Public Shareholding Institutions						NA	NA
(1)								
(a)	Mutual Funds / UTI	17	2,926,792	2,925,712	1.15	1.15		
(b)	Financial Institutions / Banks	8	28,239	23,779	0.01	0.01		
(c)	Central Government / State Governments(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	1	6,333,494	6,333,494	2.49	2.49		
(f)	Foreign Institutional Investors	36	30,349,445	30,345,865	11.93	11.93		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Any Other (Specify)							
	Sub-Total (B) (1)	62	39,637,970	39,628,850	15.58	15.58		
(2)	Non-Institutions							
(a)	Bodies Corporate	774	6,048,219	6,036,539	2.38	2.38		
(b)	Individuals							
(i)	Individual Shareholders holding nominal Share Capital upto Rs 1 Lakh	27,685	21,399,695	19,224,798	8.41	8.41		
(ii)	Individual Shareholders holding nominal Share Capital in excess of Rs 1 Lakh	8	1,601,878	1,601,878	0.63	0.63		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other (Specify)							
(i)	Trust	3	10,100	10,100	0.00	0.00		
(ii)	Directors & their relatives	1	100,000	100,000	0.04	0.04		
	Sub-total (B) (2)	28,471	29,159,892	26,973,315	11.46	11.46		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	28,533	68,797,862	66,602,165	27.04	27.04		
	TOTAL (A)+(B)	28,535	254,451,587	252,255,890	100.00	100.00		
(C)	Shares held by Custodians against which DRs are issued (GDR)	0	0	0	0.00	0.00		
(1)	Promoter and Promoter Group	0	0	0	0.00	0.00		
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A)+(B)+(C)	28,535	254,451,587	252,255,890	100.00	100.00	0	0.00

* 316951587 = 254451587 equity shares of Rs. 1/- each + 6250000 0.001% Non Cumulative fully Convertible Preference Shares of Rs. 10 each convertible into 62500000 equity shares of Rs.1 each; Outstanding Convertible Securities do not include any stock options issued by the Company, whether vested or otherwise.



CLAUSE 35 OF EQUITY LISTING AGREEMENT

THOMAS COOK (INDIA) LIMITED

(1) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Scrip Code : 500413

Scrip Symbol : THOMASCOOK

Class of security: Equity

Quarter End : 31-DEC-2014

Sr. No. (i)	Name of the Shareholder (ii)	Details of Shares Held		Encumbered Shares			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of Shares held (iii)	As a % of grand total (A)+(B)+(C) (iv)	No. (V)	As a percentage (VI)=(V)/(iii)* 100	As a % of grand total (A)+(B)+(C) of sub-clause (i)(a) (vii)	Number of warrants held (viii)	As a % total number of warrants of the same class (ix)	Number of convertible securities held (x)	As a % total number of convertible securities of the same class (xi)	
1	Fairbridge Capital Mauritius Ltd	22182276	8.72	0	0.00	0.00	0	0.00	62500000	100.00	26.72
2	Fairbridge Capital Mauritius Ltd	163471449	64.24	0	0.00	0.00	0	0.00	0	0.00	51.58
	TOTAL	185653725	72.96	0	0.00	0.00	0	0.00	62500000	100.00	78.29

(1)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the Shareholder	Number of Shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above)	Details of warrants		Details of Convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Citigroup Global Markets Mauritius Pvt Ltd	6458481	2.54	0	0.00	0	0.00	2.04
2	ICICI Prudential Life Insurance Co. Ltd	6333494	2.49	0	0.00	0	0.00	2.00
3	Kotak Mahindra (International) Ltd	4359365	1.71		0.00	0	0.00	1.38
4	Copthall Mauritius Investment Ltd	3907504	1.54	0	0.00	0	0.00	1.23
5	India Capital Fund Limited	3257692	1.28	0	0.00		0.00	1.03
6	Morgan Stanley Mauritius Co., Ltd	2572432	1.01	0	0.00	0	0.00	0.81
	TOTAL	26888968	10.57	0	0.00	0	0.00	8.48

(1)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the Company

Sr. No.	Name(s) of the Shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of Shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (i)(a) above)	Details of warrants		Details of Convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1								
TOTAL								



(I) (d) Statement showing details of locked-in-shares

Sr. No.	Name of the Shareholder	Number of Locked-in Shares	Locked-in shares as a (%) percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}	Promoter / Promoter Group / Public
TOTAL				
N.A.				

(II) (a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
TOTAL				
N.A.				

(III) (b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'Promoter / Promoter group' are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
TOTAL				
N.A.				



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(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer

Category code (I)	Category of Shareholder (II)	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V) (VI)	Total Voting Rights i.e. (VI)	
		Class B (III)	Class C (IV)	Class D (V)		As a percentage of (A+B) (VII)	As a percentage of (A+B+C) (VIII)
(A)	Shareholding of Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals / Hindu Undivided Family						
(b)	Central Government / State Governments(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions / Banks						
(e)	Any Other (Specify)						
	Sub-Total (A) (1)	0	0	0	0	0.00	0.00
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)						
(b)	Bodies Corporate	0	0	6250000	6250000	100.00	100.00
(c)	Institutions						
(d)	Any Other (specify)						
	Sub-Total (A) (2)	0	0	6250000	6250000	100.00	100.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	0	0	6250000	6250000	100.00	100.00
(B)	Public Shareholding						
(1)	Institutions						
(a)	Mutual Funds / UTI						
(b)	Financial Institutions / Banks						
(c)	Central Government / State Governments(s)						
(d)	Venture Capital Funds						
(e)	Insurance Companies						
(f)	Foreign Institutional Investors						
(g)	Foreign Venture Capital Investors						
(h)	Any Other (specify)						
	Sub-Total (B) (1)	0	0	0	0	0.00	0.00
(2)	Non-Institutions						
(a)	Bodies Corporate						
(b)	Individuals -						
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh						
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh						
(c)	Any Other (specify)						
	Sub-total (B) (2)	0	0	0	0	0.00	0.00
	Total Public Shareholding (B) = (B)(1)+(B)(2)	0	0	0	0	0.00	0.00
	TOTAL (A)+(B)	0	0	6250000	6250000	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
	GRAND TOTAL (A)+(B)+(C)	0	0	6250000	6250000	100.00	100.00

Note

Class D = 0.001% Non Cumulative Convertible Preference Shares of Rs. 10/- each fully paidup.

