

Thomas Cook (India) Ltd.
Thomas Cook Building, Dr. D. N. Road,
Fort, Mumbai - 400 001
Tel.: +91-22-6160 3333
Fax No.: +91-22-2287 1069



A FAIRFAX Company

23rd December, 2015

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500413
NCRPS Scrip Code: 715022
NCD Scrip Code: 949099, 952673, 952674, 952675

Fax No.: 2272 2037/39/41/61

Dear Sir/ Madam,

Sub: Change in Board Structure

Ref: Submission of information pursuant to Regulation 30(2) and 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

This is to inform that the Board of Directors of the Company has, at its meeting held on 23rd December, 2015, *inter alia*:

1. Appointed Mr. Sunil Behari Mathur and Mr. Nilesh Shivji Vikamsey as Additional Non – Executive Directors (Independent) w.e.f. 23rd December, 2015, for broadening the Board strength. The appointments made shall be upto the date of next annual general meeting. There are no inter-se relationships between directors and the brief profile of directors is enclosed herewith for reference;
2. Considered and accepted the resignation of Mr. Mahendra Kumar Sharma, Non – Executive Chairman (Independent) w.e.f. close of business hours of 31st December, 2015, due to his pre-occupation;
3. Appointed Mr. Madhavan Menon as Chairman and re-designated him as Chairman and Managing Director w.e.f. 1st January, 2016.

The revised list of Directors w.e.f. 1st January, 2016 will be as follows:

Mr. Madhavan Menon	-	Chairman & Managing Director
Mr. Chandran Ratnaswami	-	Non – Executive Director
Mr. Harsha Raghavan	-	Non – Executive Director
Mrs. Kishori Udeshi	-	Non – Executive Director (Independent)
Mr. Pravir Kumar Vohra	-	Non – Executive Director (Independent)
Mr. Sunil Behari Mathur	-	Additional Non – Executive Director (Independent)
Mr. Nilesh Shivji Vikamsey	-	Additional Non – Executive Director (Independent)

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Kindly take a note of the above and arrange to update your database accordingly.

Thanking you,

Yours faithfully,
for Thomas Cook (India) Limited


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

Encl: a/a



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BRIEF PROFILE OF MR. NILESH VIKAMSEY

Mr. Nilesh Vikamsey is a Senior Partner at M/s Khimji Kunverji & Co., Chartered Accountants, a member firm of HLB International, which is a leading network of independent professional accounting firms and business advisers with member firms well-established locally and mostly ranked among the top 12 nationally.

Mr. Vikamsey is an elected member of the Central Council of Institute of Chartered Accountant of India (ICAI). Mr. Vikamsey is Chairman of Federal Bank Limited, also on the Board of a number of companies like SBI Life Insurance Company Limited, IIFL Holdings Limited, Navneet Education Limited and IIFL Wealth Management Limited, among others. He is Trustee in Sayagi U Ba Khin Memorial Trust (Vipassana International Academy, Igatpuri) & few other educational trusts in Mumbai.

Mr. Vikamsey was Chairman of SEB's Qualified Audit Report Committee (QARC) & member of Committee on Disclosures and Accounting Standards (SCODA) of SEBI, also Chairman of SEB's Qualified Audit Report Committee (QARC) & member of Committee on Disclosures and Accounting Standards (SCODA) of SEBI, LLP Committee of Ministry of Corporate Affairs (MCA), Chairman of Education & CPD Committee of South Asian Federation of Accountants (SAFA), IRD's Committee on Road Map for Risk Based Solvency Approach in Insurance, Chairman of Board of Studies, Research Committee, Financial Reporting Review Board & Expert Advisory Committee, Vice Chairman of Committee on Information Technology & Corporate Laws & Corporate Governance Committee of ICAI.

Mr. Vikamsey joined the Board of Thomas Cook (India) Ltd. with effect from 23rd December, 2015.

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BRIEF PROFILE OF MR. SUNIL MATHUR

Mr. S. B. Mathur is a qualified Chartered Accountant. He was the chairman of Life Insurance Corporation of India (LIC) the largest life insurance company in India from August 2002 to October 2004. His tenure coincided with the opening up of the insurance sector which saw the entry of twelve companies with strong domestic brand joining up with leading international players. Despite intense competition LIC continued to be a dominant player in the market. This period was also marked by softening of the interest rates which necessitated the withdrawal of some of the popular high yield products and the introduction of new schemes. The equity portfolio was leveraged through secondary market operations and swapping of debt to book profit and give a fair return to the policyholders and also for better asset liability matching.

Post retirement from LIC, the Government of India appointed Mr. Mathur as administrator of the Specified Undertaking of the Unit trust of India (SUUTI), successor to the erstwhile Unit Trust of India, in December 2004 to manage the high return and guaranteed assured return schemes for which Government had provided financial support. Taking advantage of the bullish sentiments in the economy and the capital markets without destabilizing the markets the financials of the closed fund improved significantly through restructuring of NPA's, sale of equity of unlisted companies and leveraging of the real estate portfolio. The Fund was managing assets of over Rs. 42,000 Crores (approximately 11 billion USD) of assets under management (having doubled in three years). Mr. Mathur relinquished charge as administrator in December 2007.

Mr. Mathur's performance both as chairman LIC and SUUTI administrator was appreciated by experts. Corporate Dossier Eco Times ranked Mr. Mathur at No 33 in the list of Indian CEO's (second amongst PSU's) and marked a record jump of 41 places by any CEO in a single year (from 74 in the year 2004 to 33 in the year 2005).

Mr. Mathur is Non-Executive Chairman of National Stock Exchange and has been nominated as a Part-time member of IRDA. He is on the Board of many leading corporate like ITC, Havells, IL&FS, UltraTech Cement, Indian Mortgage Guarantee Corporation.

Mathur was appointed as Secretary General of Life Insurance Council on 9th May, 2012. He relinquished charge of the Life council on 31st August, 2012. He was also a member of Committee appointed by the Government to look into the issue of Misselling and Intermediary commission in the financial sector in 2014 under Chairmanship of Mr Sumit Bose.

Mr. Mathur was sponsored by USAID for a programme on Housing Finance at the Wharton Business School, Philadelphia in April-May 1992. He also attended a training programme on Globalization, technology and Management of Change conducted by IIM Bangalore in collaboration with Sloan Business School, MIT Boston in May 2007.

Mr. Mathur joined the Board of Thomas Cook (India) Ltd. with effect from 23rd December, 2015.

