

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Thomas Cook (India) Limited (“TCIL”)
2.	Name of the acquirer(s)	H Investments Limited (“HIL”)
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	<p>Fairbridge Capital (Mauritius) Limited (“FCML”) is the promoter of TCIL. FCML, FBIC, FFHL Group Limited and Fairfax Financial Holdings Limited (“FFHL”) had made an open offer for TCIL in 2012.</p> <p>HIL is a wholly owned subsidiary of HWIC Asia Fund (“HWIC”). FCML and HIL belong to the Fairfax group of companies and FCML and HIL are ultimately wholly owned and controlled by FFHL.</p> <p>FCML holds 74.77% of the equity share capital of TCIL. FCML sold 81,170,247 equity shares, representing 29.76% of the equity share capital of TCIL to HIL by way of an off market transaction (the “Transaction”). The Transaction was part of an internal group restructuring.</p> <p>Please see Annexure I for a diagrammatical explanation of the Transaction.</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii)
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes, disclosure was made on 11 March 2015. The Transaction was undertaken on 18 March 2015. Accordingly, the disclosure was made at least 4 working days prior to the Transaction.

7. Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
a.	Name of the transferor / seller	FCML		Yes	
b.	Date of acquisition	18 March 2015		Yes	
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	81,170,247 equity shares of TCIL, representing 29.76% of the share capital of TCIL		Yes	
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	81,170,247 equity shares of TCIL, representing 25.54% of the diluted share capital of TCIL		Yes	
e.	Price at which shares are proposed to be acquired / actually acquired	INR 208.10		Yes	
8. Shareholding details		Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
a	Each Acquirer / Transferee(*)				
	HIL	Nil	Nil	81,170,247	29.76%
b	Each Seller / Transferor	NA	NA	NA	NA
	FCML	203,923,725 equity shares	74.77%	122,753,478 equity shares	45.01%

H Investments Limited




Place: Mauritius

Date: 20 March 2015