

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L63040MH1978PLC020717

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	THOMAS COOK (INDIA) LIMITED	THOMAS COOK (INDIA) LIMITED
Registered office address	11th Floor, Marathon Futurex, NM Joshi marg, Lower Parel East,NA,Mumbai,Mumbai City,Maharashtra,India,400013	11th Floor, Marathon Futurex, NM Joshi marg, Lower Parel East,NA,Mumbai,Mumbai City,Maharashtra,India,400013
Latitude details	18.9949	18.9949
Longitude details	72.8307	72.8307

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

TCIL OFFICE PHOTO.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****0C

(c) *e-mail ID of the company

*****DEPT@THOMASCOOK.IN

(d) *Telephone number with STD code

02*****00

(e) Website

<https://www.thomascook.in/>

iv *Date of Incorporation (DD/MM/YYYY)

21/10/1978

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☐ Yes

☒ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY)

30/09/2026

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

NA

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

3

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Administrative and support service activities	79	Travel agency, tour operator and other reservation service activities	86.4
2	K	Financial and insurance activities	66	Other financial activities	13.2
3	I	Accommodation and Food Services activities	55	Accommodation	0.4

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

72

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		NA001	Fairbridge Capital (Mauritius) Limited	Holding	63.83
2		NA002	AlliedTPro Travel Canada Limited	Subsidiary	100
3		NA003	Asian Trail Holdings Limited	Subsidiary	80
4		NA004	Asian Trails (Vietnam) Co. Limited	Subsidiary	56

5		NA005	Asian Trails Co. Limited	Subsidiary	76
6		NA006	Asian Trails International Travel Services (Beijing) Limited	Subsidiary	80
7		NA007	Asian Trails Limited	Subsidiary	80
8		NA008	Asian Trails SDN BHD	Subsidiary	80
9		NA009	Asian Trails Singapore PTE. Limited	Subsidiary	80
10		NA010	Asian Trails Tours Limited	Subsidiary	68
11		NA011	AT Lao Company Limited	Subsidiary	64
12		NA012	Atrails Travel Services (Beijing) Company Limited	Subsidiary	56
13		NA013	Australia Tours Management Pty Limited	Subsidiary	100
14		NA014	BDC Digipfoto Imaging Solutions Limited (India)	Subsidiary	51
15	U63090MH2015PLC267758		BORDERLESS TRAVEL SERVICES LIMITED	Subsidiary	100
16		NA015	Chang Som Limited	Subsidiary	80
17		NA016	D E I General Trading LLC	Subsidiary	51
18		NA017	DEI Holdings Limited	Subsidiary	51
19		NA018	DEI Solutions Limited	Subsidiary	51
20		NA019	Desert Adventures Tourism LLC, Dubai	Subsidiary	100
21		NA020	Digipfoto Entertainment Image (Shanghai) Co. Limited	Subsidiary	51
22		NA021	Digipfoto Electronics Repairing LLC	Subsidiary	51
23		NA022	Digipfoto Entertainment Imaging Co. Ltd	Subsidiary	51

24		NA023	Digipfoto Entertainment Imaging Inc.	Subsidiary	51
25		NA024	Digipfoto Entertainment Imaging Korea LLC	Subsidiary	51
26		NA025	Digipfoto Entertainment Imaging Limited	Subsidiary	51
27		NA026	Digipfoto Entertainment Imaging LLC (USA)	Subsidiary	51
28		NA027	Digipfoto Entertainment Imaging LLC, KSA	Subsidiary	51
29		NA028	Digipfoto Entertainment Imaging Pte Limited	Subsidiary	51
30		NA029	Digipfoto Entertainment Imaging SDN. BHD.	Subsidiary	51
31		NA030	Digipfoto Imaging (Macau) Limited	Subsidiary	51
32		NA031	Digipfoto SAE	Subsidiary	51
33		NA032	Desert Adventures Tourism Ltd, Jordan	Subsidiary	100
34		NA033	Digipfoto Entertainment Imaging LLC (UAE)	Subsidiary	51
35		NA034	Gulf Dunes LLC	Subsidiary	100
36		NA035	Gulf Dunes Tourism LLC	Subsidiary	100
37		NA036	Horizon Travel Services LLC (USA)	Subsidiary	100
38	U74999MH1989PLC054765		INDIAN HORIZON MARKETING SERVICES LIMITED	Subsidiary	100
39	U63090MH2015PLC267993		JARDIN TRAVEL SOLUTIONS LIMITED	Subsidiary	100
40		NA037	Kuoni Australia Holding Pty Ltd	Subsidiary	100
41		NA038	Kuoni Private Safaris (Pty.) Ltd	Subsidiary	100
42		NA039	Kuoni Private Safaris Namibia (Pty.) Ltd	Subsidiary	100

43		NA040	Luxe Asia Private Limited	Subsidiary	100
44		NA041	Muscat Desert Adventures Tourism LLC	Subsidiary	100
45	U55100MH2005PTC150901		NATURE TRAILS RESORTS PRIVATE LIMITED	Subsidiary	100
46		NA042	Private Safaris (East Africa) Ltd	Subsidiary	100
47		NA043	PT Asian Trails Ltd	Subsidiary	52.8
48		NA044	PT. Digiphot Imaging Indonesia	Subsidiary	51
49		NA045	Reem Tours & Travels LLC	Subsidiary	100
50		NA046	SITA World Travel (Nepal) Private Limited	Subsidiary	63.3
51		NA047	SITA World Travel Lanka (Pvt) Limited	Subsidiary	100
52	U63040MH2001PLC131691		SOTC TRAVEL LIMITED	Subsidiary	100
53	U55102TN1989PLC018344		STERLING HOLIDAYS (OOTY) LTD	Subsidiary	98
54	U92490TN1987PLC014215		STERLING HOLIDAY RESORTS (KODAIKANAL) LTD	Subsidiary	98
55	U63040TN1989PLC114064		STERLING HOLIDAY RESORTS LIMITED	Subsidiary	100
56	U63040MH1989PLC054761		TC TOURS LIMITED	Subsidiary	100
57	U63090MH2011PLC221429		TC VISA SERVICES (INDIA) LIMITED	Subsidiary	100
58		NA048	Thomas Cook (Mauritius) Holding Company Limited	Subsidiary	100
59		NA049	Travel Circle International (Cyprus) Limited	Subsidiary	100
60		NA050	Thomas Cook (Mauritius) Operations Company Limited	Subsidiary	100
61		NA051	Thomas Cook In Destination Management (Thailand) Limited	Subsidiary	78.4

62		NA052	Thomas Cook Lanka (Private) Limited	Subsidiary	100
63		NA053	Travel Circle International (Mauritius) Ltd	Subsidiary	100
64		NA054	Travel Circle International Limited	Subsidiary	100
65	U63040MH2001PLC131693		TRAVEL CORPORATION (INDIA) LIMITED	Subsidiary	100
66	U74999HR2017FTC069052		TCI-GO VACATION INDIA PRIVATE LIMITED	Associate	49
67		NA055	Panorama Destination (Vietnam) JV Ltd	Associate	32
68		NA056	Traveljunkie Solutions Private Limited	Associate	26.3
69		NA057	500 FT SPV Limited	Joint Venture	50
70		NA058	Allied New World LLC	Joint Venture	50
71		NA059	Tropiculture (Private) Limited	Associate	40
72		NA060	500 FT Investment LLC	Joint Venture	50

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1979300000.00	470380562.00	470380562.00	470380562.00
Total amount of equity shares (in rupees)	1979300000.00	470380562.00	470380562.00	470380562.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	1979300000	470380562	470380562	470380562
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1979300000.00	470380562.00	470380562	470380562

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	500000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	5000000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	500000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5000000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1022574	469357988	470380562.00	470380562	470380562	
Increase during the year	0.00	117776.00	117776.00	117776.00	117776.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Conversion of physical shares into demat shares	0	117776	117776.00	117776	117776	
Decrease during the year	117776.00	0.00	117776.00	117776.00	117776.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Conversion of physical shares into demat shares	117776	0	117776.00	117776	117776	
At the end of the year	904798.00	469475764.00	470380562.00	470380562.00	470380562.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
Conversion of physical shares into demat shares	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Conversion of physical shares into demat shares	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE332A01027

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

21338049110.5

ii * Net worth of the Company

20450787235.9

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	300258798	63.83	0	0.00

10	Others 	0	0.00		
	Total	300258798.00	63.83	0.00	0

Total number of shareholders (promoters)

1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	80307111	17.07	0	0.00
	(ii) Non-resident Indian (NRI)	6213831	1.32	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	485352	0.10	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	235070	0.05	0	0.00
4	Banks	9101	0.00	0	0.00
5	Financial institutions	3805	0.00	0	0.00
6	Foreign institutional investors	35575799	7.56	0	0.00
7	Mutual funds	29394991	6.25	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	9508552	2.02	0	0.00

10	Others IEPF & LLP	8388152	1.78	0	0.00
	Total	170121764.00	36.15	0.00	0

Total number of shareholders (other than promoters)

109060

Total number of shareholders (Promoters + Public/Other than promoters)

109061.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	20274
2	Individual - Male	45579
3	Individual - Transgender	0
4	Other than individuals	43208
	Total	109061.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2024	India	40539	0.0086
CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/2024	India	80680	0.0172
VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMERGING MARKETS ALL CAP EQUITY INDEX FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2024	India	18496	0.0039

TSP CUSTOM EMERGING MARKETS SECURITIES LENDING FUND	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/2024	India	86959	0.0185
TEACHER RETIREMENT SYSTEM OF TEXAS - SELF MANAGED 3	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2024	India	41027	0.0087
DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2024	India	25333	0.0054
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2024	India	52184	0.0111
SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX POOL	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	18253	0.0039
EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2024	India	216241	0.046
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	19648	0.0042
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	143157	0.0304

POLICE AND FIREMEN'S RETIREMENT SYSTEM OF NEW JERSEY MANAGED BY ACADIAN ASSET MANAGEMENT LLC	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/2024	India	12265	0.0026
DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	20920	0.0044
VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2024	India	622913	0.1324
ISHARES CORE MSCI EM IMI UCITS ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2024	India	517772	0.1101
SOMERVILLE TRADING ENTERPRISES, LLC	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2024	India	20321	0.0043
RED BAY LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	01/01/2024	India	317339	0.0675
BOFA SECURITIES EUROPE SA - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	67329	0.0143
FLORIDA RETIREMENT SYSTEM - AQR CAPITAL MANAGEMENT,LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2024	India	164073	0.0349
FUNDPARTNER SOLUTIONS (SUISSE) SA-TURICUM - AKTIEN - UND IMMOBILIENWER TSCHRIFTEN	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2024	India	15067	0.0032

BVK PERSONALVORSO RGE DES KANTONS ZURICH	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2024	India	85656	0.0182
EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2024	India	26493	0.0056
VANGUARD ESG INTERNATIONAL STOCK ETF	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2024	India	26428	0.0056
TRANS EXT GLOBAL EMRG MKTS	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2024	India	1433	0.0003
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2024	India	63875	0.0136

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	117252	109060
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	0	0	0	0	0
B Non-Promoter	2	9	1	7	0.08	0.00
i Non-Independent	2	3	1	3	0.08	0
ii Independent	0	6	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	9	1	7	0.08	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
MAHESH CHANDRAN IYER	07560302	Managing Director	389954	
MAHESH CHANDRAN IYER	AACPI7788R	CEO	389954	
GOPALAKRISHNAN SOUNDARAJAN	05242795	Director	0	
CHANDRAN RATNASWAMI	00109215	Director	0	
SUMIT MAHESHWARI	06920646	Director	0	
SHARMILA ABHAY KARVE	05018751	Director	0	

RAHUL NARAIN BHAGAT	02473708	Director	0	
SHARAD KUMAR SAXENA	08238872	Director	0	
GURUMOORTHY MAHALINGAM	09660723	Director	0	
BRIJESH SURESHCHANDRA MODI	AJHPM6727G	CFO	20854	
AMIT JYOTINDRA PAREKH	AACPP4182G	Company Secretary	17227	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
GURUMOORTHY MAHALINGAM	09660723	Director	12/03/2026	Change in designation
PRAVIR KUMAR VOHRA	00082545	Director	10/04/2025	Cessation
SHARAD KUMAR SAXENA	08238872	Director	17/04/2025	Change in designation
MADHAVAN MENON KARUNAKARAN	00008542	Whole-time director	01/06/2025	Change in designation
MADHAVAN MENON KARUNAKARAN	00008542	Director	18/09/2025	Cessation
GURUMOORTHY MAHALINGAM	09660723	Additional Director	19/12/2025	Appointment
NILESH SHIVJI VIKAMSEY	00031213	Director	22/12/2025	Cessation
SUNIL BEHARI MATHUR	00013239	Director	22/12/2025	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

4

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance
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			Number of members attended	% of total shareholding
Annual General Meeting	03/09/2025	122923	90	75.13
Postal Ballot	17/04/2025	119081	433	75.26
Postal Ballot	19/12/2025	113745	442	76.3
Postal Ballot	13/03/2026	109793	429	77.43

B BOARD MEETINGS

*Number of meetings held

7

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/05/2025	10	10	100
2	30/12/2025	10	9	90
3	30/07/2025	10	10	100
4	12/11/2025	9	9	100
5	18/12/2025	9	9	100
6	05/02/2026	8	6	75
7	20/03/2026	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

42

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	12/05/2025	6	6	100
2	Audit Committee	30/05/2025	7	6	85.71

3	Audit Committee	30/07/2025	7	7	100
4	Audit Committee	12/11/2025	7	7	100
5	Audit Committee	05/02/2026	6	4	66.67
6	Audit Committee	20/03/2026	6	6	100
7	Nomination and Remuneration Committee	12/05/2025	3	3	100
8	Nomination and Remuneration Committee	30/05/2025	3	3	100
9	Nomination and Remuneration Committee	30/07/2025	3	3	100
10	Nomination and Remuneration Committee	12/11/2025	3	3	100
11	Nomination and Remuneration Committee	18/12/2025	3	3	100
12	Nomination and Remuneration Committee	05/02/2026	3	3	100
13	Nomination and Remuneration Committee	23/02/2026	3	3	100
14	Nomination and Remuneration Committee	20/03/2026	3	3	100
15	Stakeholder Relationship Committee	26/03/2026	5	5	100
16	Corporate Social Responsibility Committee	12/05/2025	3	3	100
17	Risk Management Committee	22/08/2025	3	3	100
18	Risk Management Committee	13/03/2026	3	3	100
19	Independent Directors Meeting	20/03/2026	4	4	100
20	Independent Directors Meeting	26/03/2026	4	4	100
21	Sub Committee	01/04/2025	2	2	100
22	Sub Committee	04/04/2025	2	2	100
23	Sub Committee	23/04/2025	2	2	100

24	Sub Committee	12/05/2025	2	2	100
25	Sub Committee	27/05/2025	2	2	100
26	Sub Committee	05/06/2025	2	2	100
27	Sub Committee	10/06/2025	2	2	100
28	Sub Committee	18/06/2025	2	2	100
29	Sub Committee	08/07/2025	2	2	100
30	Sub Committee	18/07/2025	2	2	100
31	Sub Committee	05/08/2025	2	2	100
32	Sub Committee	21/08/2025	2	2	100
33	Sub Committee	16/09/2025	2	2	100
34	Sub Committee	04/11/2025	2	2	100
35	Sub Committee	21/11/2025	2	2	100
36	Sub Committee	01/12/2025	2	2	100
37	Sub Committee	18/12/2025	2	2	100
38	Sub Committee	14/01/2026	2	2	100
39	Sub Committee	23/01/2026	2	2	100
40	Sub Committee	03/02/2026	2	2	100
41	Sub Committee	20/02/2026	2	2	100
42	Sub Committee	27/03/2026	2	2	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	 (Y/N/NA)
1	MAHESH CHANDRAN IYER	7	7	100	26	26	100	
2	GOPALAKRISHNAN SOUNDARAJAN	7	7	100	0	0	0	
3	CHANDRAN RATNASWAMI	7	7	100	14	14	100	

4	SUMIT MAHESHWARI	7	5	71	16	14	87	
5	SHARMILA ABHAY KARVE	7	7	100	11	11	100	
6	RAHUL NARAIN BHAGAT	7	7	100	18	18	100	
7	SHARAD KUMAR SAXENA	7	7	100	13	13	100	
8	GURUMOORTHY MAHALINGAM	2	1	50	5	4	80	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Madhavan Menon	Whole-time director	2325180	0	0	174523359	176848539.00
2	Mahesh Iyer	Managing Director	11250000	0	2000000	85587018	98837018.00
	Total		13575180.00	0.00	2000000.00	260110377.00	275685557.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Amit Jyotindra Parekh	Company Secretary	2042019	0	0	5720167	7762186.00
2	Brijesh Sureshchandra Modi	CFO	7303389	0	124306	17083250	24510945.00
	Total		9345408.00	0.00	124306.00	22803417.00	32273131.00

C *Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Nilesh Vikamsey	Director	0	3630000	0	900000	4530000.00

2	Pravir Kumar Vohra	Director	0	3630000	0	0	3630000.00
3	Sunil Mathur	Director	0	3630000	0	1150000	4780000.00
4	Chandran Ratnaswami	Director	0	0	0	0	0.00
5	Sumit Maheshwari	Director	0	0	0	0	0.00
6	Sharmila Karve	Director	0	3630000	0	1675000	5305000.00
7	Gopalakrishnan Soundarajan	Director	0	0	0	0	0.00
8	Rahul Narain Bhagat	Director	0	2650000	0	2025000	4675000.00
9	Kishori Udeshi	Director	0	1670000	0	0	1670000.00
10	Sharad Kumar Saxena	Director	0	560000	0	1725000	2285000.00
11	Gurumoorthy Mahalingam	Director	0	0	0	475000	475000.00
	Total		0.00	19400000.00	0.00	7950000.00	27350000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

109061

XIV Attachments

(a) List of share holders, debenture holders

TK_Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

THOMAS COOK (INDIA)
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;

- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

PUNIT SHAH

Date (DD/MM/YYYY)

04/08/2026

Place

Mumbai

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

7*0*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

AACPP4182G

*(b) Name of the Designated Person

AMIT JYOTINDRA PAREKH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 11 dated* (DD/MM/YYYY) 10/08/2006 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*5*0*0*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

1*6*8

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC4998533

eForm filing date (DD/MM/YYYY)

04/08/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company