

Thomas Cook (India) Limited

11th Floor, Marathon Futurex
N. M. Joshi Marg, Lower Parel (East),
Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864



May 12, 2025

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500413

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.: 2272 2037/39/41/61

Fax No.: 2659 8237/38

Dear Sir/ Madam,

Sub: Outcome of Board Meeting in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this is to inform you that the Board of Directors of the Company at its meeting held on even date have *inter-alia* considered and approved the following:

1. Annual General Meeting (AGM):

The 48th AGM of the Company will be held on Wednesday, September 3, 2025.

2. Book Closure:

Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, August 22, 2025 to Wednesday, September 3, 2025, (both days inclusive) for taking record of the Members of the Company for the purpose of payment of dividend for the financial year ended March 31, 2025.

The Dividend on Equity Shares for the year ended March 31, 2025, as recommended by the Board of Directors and as may be declared at the AGM, will be paid/ dispatched on and from September 16, 2025 to those Shareholders or their mandates:

- a) whose names appear as Beneficial Owners as at the end of the business hours on Thursday, August 21, 2025 (record date), in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited, in respect of the shares held in electronic form; and
- b) whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Thursday, August 21, 2025, in respect of the shares held in physical form.

3. Director Retiring by Rotation and Re-appointment:

Recommendation to the members, for re-appointment of Mr. Mahesh Iyer (DIN: 07560302) Managing Director and Chief Executive Officer of the Company who retires by rotation at the ensuing 48th AGM and being eligible, has offered himself for re-appointment.

Holidays | Foreign Exchange | Business Travel | MICE | Value Added Services | Visas

Registered & Corporate Office:

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Mr. Mahesh Iyer is not debarred from holding the office of a Director by virtue of any SEBI order or any other such authority.

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given in enclosed **Annexure I**.

4. Appointment of Mr. Ali Asgar Khuzema Lokat as Chief Internal Auditor (Business Process Improvement & Audit “BPIA Head”) and designated him as Senior Management Personnel (SMP):

Appointment of Mr. Ali Asgar Khuzema Lokat, as the Chief Internal Auditor (BPIA Head) and designated him Senior Management Personnel (SMP) of the Company w.e.f. May 13, 2025.

The brief profile of Mr. Ali Asgar Khuzema Lokat along with the details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given in enclosed **Annexure II**.

5. Recommended appointment of M/s. Dedhia Shah & Partners LLP, Company Secretaries as the Secretarial Auditors:

Recommended appointment of M/s Dedhia Shah & Partners LLP, Peer Reviewed Firm of Company Secretaries ICSI Unique Code- L2025MH019000 as the Secretarial Auditors of the Company for the first term of 5 consecutive years commencing from Financial Year 2025-26 to Financial Year 2029-30, subject to approval of Shareholders at the ensuing 48th AGM.

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given in enclosed **Annexure III**.

The Meeting commenced at 17:00 hours and concluded at 19:45 hours.

This is for your information and records.

Thank you,
Yours faithfully
For **Thomas Cook (India) Limited**

Amit J. Parekh
Company Secretary & Compliance Officer

Encl.: a/a

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**Annexure-I**

Sr. No.	Details of Event that need to be provided	Information of such event
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	No Change. The Board of Directors have approved and recommended to the members, reappointment of Mr. Mahesh Iyer (DIN: 07560302), who retires by rotation and being eligible, has offered himself for re-appointment. Mr. Mahesh Iyer will continue as the Managing Director and Chief Executive Officer of the Company, liable to retire by rotation.
b)	Date of appointment/ re-appointment/cessation (as applicable)	Not Applicable
c)	Term of appointment/ re-appointment	Director liable to retire by rotation
d)	Brief profile (in case of appointment)	<p>Mr. Mahesh Iyer, is the Managing Director & Chief Executive Officer of Thomas Cook (India) Limited and been with the Company for 29 years. Prior to his appointment as Managing Director & Chief Executive Officer, he has held multiple roles in the Company including that of Head of Foreign Exchange, Chief Operating Officer and Chief Executive Officer.</p> <p>Mr. Iyer handles overall responsibility for the operations and financial performance of the Company in India, as well as the performance of its subsidiaries in India and abroad.</p> <p>He holds a Master's degree in Marketing Management from JBIMS (Mumbai) and has successfully completed a Business Management degree from IIM-Calcutta.</p> <p>Mr. Mahesh Iyer joined the Board of Thomas Cook (India) Limited with effect from May 29, 2018.</p>
e)	Disclosure of Relationships between Directors (in case of appointment of a director)	Mr. Mahesh Iyer is not related to any other Director on the Board of the Company
f)	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated June 20, 2018	Mr. Mahesh Iyer is not debarred from holding the office of director on account of any order of SEBI or any other such authority.

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**Annexure – II**

Sr. No.	Details of Event that need to be provided	Information of such event
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed Mr. Ali Asgar Khuzema Lokat as Chief Internal Auditor (BPIA Head) and designated him as Senior Management Personnel (SMP) w.e.f. May 13, 2025.
b)	Date of appointment	Refer response to point (a) above.
c)	Term of appointment	Refer response to point (a) above.
d)	Brief profile (in case of appointment)	<p>Mr. Ali Asgar Khuzema Lokat has qualified as Chartered Accountant in 2011. He holds a Bachelor's degree in Commerce from Sydenham College, completed in 2008.</p> <p>Mr. Ali Asgar Khuzema Lokat has over 17 years of experience in Internal Audit and Risk Management. He was previously leading the Internal Audit at Edelweiss Life Insurance Ltd. He has vast experience in Internal Audits, Risk Management and Corporate Audits (Domestic & International) spread across different industries.</p> <p>Mr. Ali Asgar Khuzema Lokat has joined us as Vice President in Business Process Improvement and Audit department from February 12, 2025.</p>
e)	Disclosure of Relationships between Directors (in case of appointment of a director)	Not Applicable

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**Annexure – III**

Sr. No.	Details of Event that need to be provided	Information of such event
a)	Reason for change viz. appointment, resignation, removal, death or otherwise	Recommended appointment of M/s Dedhia Shah & Partners LLP, Peer Reviewed Firm of Company Secretaries having ICSI Unique Code- L2025MH019000, as the Secretarial Auditors of the Company for the first term of 5 consecutive years commencing from Financial Year 2025-26 to Financial Year 2029-30, subject to approval of Shareholders at the ensuing 48 th AGM, in compliance with Regulation 24A of the Listing Regulations.
b)	Date of appointment	Refer response to point (a) above.
c)	Term of appointment	Refer response to point (a) above.
d)	Brief profile (in case of appointment)	M/s. Dedhia Shah & Partners LLP, peer reviewed firm of Company Secretaries in practice based in Mumbai. The Firm consists of two partners each of them having 16+ years of experience into practice with extensive practical exposure in the fields of Legal, Secretarial, Corporate Laws and FEMA.
e)	Disclosure of Relationships between Directors (in case of appointment of a director)	Not Applicable

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