

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(I) (a) Statement showing Shareholding Pattern

THOMAS COOK (INDIA) LIMITED

Scrip Code : 500413 Scrip Symbol : THOMASCOOK Class of security: Equity

Quarter ended : 31-DEC-2010

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	0	0	0
Held by public *	5915650	100.00	0.027
Total *	5915650	100.00	0.027
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 *		217,720,349	100.00

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	163,471,449	163,471,449	77.18	77.18	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (2)	2	163,471,449	163,471,449	77.18	77.18	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	2	163,471,449	163,471,449	77.18	77.18	0	0.00
(B)	Public Shareholding						NA	NA
(1)	Institutions						NA	NA
(a)	Mutual Funds / UTI	8	3,347,922	3,341,522	1.58	1.58		
(b)	Financial Institutions / Banks	9	11,550	6,540	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	404,475	404,475	0.19	0.19		
(f)	Foreign Institutional Investors	10	2,987,733	2,984,153	1.41	1.41		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Any Other (Specify)							
	Sub-Total (B) (1)	28	6,751,680	6,736,690	3.19	3.19		
(2)	Non-Institutions						NA	NA
(a)	Bodies Corporate	1,196	7,852,630	7,808,820	3.71	3.71		
(b)	Individuals							
(i)	Individual Shareholders holding nominal Share Capital upto Rs.1 Lakh	44,259	32,077,263	28,915,660	15.14	15.14		
(ii)	Individual Shareholders holding nominal Share Capital in excess of Rs.1 Lakh	7	1,646,577	1,646,577	0.78	0.78		
(c)	Any Other (Specify)							
(i)	Trust	4	3,100	3,100	0.00	0.00		
(ii)	Other Directors	1	2,000	2,000	0.00	0.00		
	Sub-total (B) (2)	45,467	41,581,570	38,376,157	19.63	19.63		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	45,495	48,333,250	45,112,847	22.82	22.82	NA	NA
	TOTAL (A)+(B)	45,497	211,804,699	208,584,296	100.00	100.00		
(C)	Shares held by Custodians against which DRs are issued (GDR)						NA	NA
(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)	45,497	211,804,699	208,584,296	0.00	100.00		

* 217720349 = 211804699 equity shares of Re. 1/- each + 319765 Class 'B' 0.001% Cumulative Convertible/ Redeemable Preference Shares of Rs. 10 each convertible into 3197650 equity shares of Re. 1 each [subject to occurrence of the specified event per the terms of scheme of amalgamation of LKP Forex Limited] + 271800 Class 'C' 0.001% Cumulative Convertible/ Redeemable Preference Shares of Rs. 10 each convertible into 2718000 equity shares of Re. 1 each [subject to occurrence of the specified event per the terms of scheme of amalgamation of LKP Forex Limited]

CLAUSE 35 OF EQUITY LISTING AGREEMENT

THOMAS COOK (INDIA) LIMITED

(I) (b) Statement showing Shareholding of persons belonging to the category "Promoter and Promoter Group"

Scrip Code : 500413 Scrip Symbol : THOMASCOOK Class of security: Equity

Quarter ended : 31-DEC-2010

Sr. No. (I)	Name of the Shareholder (II)	Total Shares Held		Share Pledge or otherwise encumbered		
		Number of Shares (III)	As a % of grand total (A)+(B)+(C) (IV)	Number of Shares (V)	As a Percentage (VI)=(V)/(III)*100	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a) (VII)
1	TCIM LTD	118,125,000	55.77	0	0.00	0.00
2	THOMAS COOK UK LIMITED	45,346,449	21.41	0	0.00	0.00
TOTAL		163,471,449	77.18			

(I) (c) Statement showing Shareholding 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	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
1	Hotel Hans Pvt. Ltd.	2,656,770	1.25
TOTAL		2,656,770	1.25

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

Sr. No.	Name of the Shareholder	Category of Shareholders (Promoters / Public)	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}
----- N.A. -----				
TOTAL				

(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}
----- N.A. -----				
TOTAL				

(II) (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}
----- N.A. -----				
TOTAL				

Name of the Company : THOMAS COOK (INDIA) LIMITED						
Scrip Code : 500413 Scrip Symbol : THOMASCOOK						
Quarter ended : 31st Dec, 2010						
(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)	Total Voting Rights i.e. (VI)	
		Class B (III)	Class C (IV)		As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)
(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 (Trust)					
	Sub-Total (A) (1)	0	0	0.00	0.00	0.00
(2)	Foreign					
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)					
(b)	Bodies Corporate					
(c)	Institutions					
(d)	Any Other (specify)					
	Sub-Total (A) (2)	0	0	0.00	0.00	0.00
	Total Shareholding of Promoter and Promoter	0	0	0.00	0.00	0.00
(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	0.00	0.00	0.00
(2)	Non-Institutions					
(a)	Bodies Corporate	319765	271800	591565.00	100.00	100.00
(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)	319765	271800	591565.00	100.00	100.00
	Total Public Shareholding (B) = (B)(1)+(B)(2)	319765	271800	591565.00	100.00	100.00
	TOTAL (A)+(B)	319765	271800	591565.00	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued					
	GRAND TOTAL (A)+(B)+(C)	319765	271800	591565.00	100.00	100.00
Note						
Class B = 0.001% Class B Preference Shares of Rs. 10/- each fully paidup.						
Class C = 0.001% Class C Preference Shares of Rs. 10/- each fully paidup.						