POST OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF
THOMAS COOK (INDIA) LIMITED

Registered Office: Thomas Cook Building, Dr. Dadabhai Naoroji Marg, Fort, Mumbai 400 001

This Public Announcement ("Announcement") is being issued by HSBC Securities and Capital Markets (India) Private Limited ("HSBC"), the Manager to the Offer, on behalf of Dubai Financial L.L.C. ("Acquirer")

This announcement is in continuation of, and should be read in conjunction with, the Public Announcement ("PA") dated December 23 2005, the Letter of Offer ("LoO") dated February 2 2006 and the Supplementary Public Announcement ("Supplementary PA") dated April 10 2006 issued by HSBC on behalf of the Acquirer, to the shareholders of Thomas Cook (India) Limited, pursuant to Regulations 10 and 12 and other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("Takeover Regulations")

1. Name of the Target Company — Thomas Cook (India) Limited
2. Name of Acquirer — Dubai Financial L.L.C.
3. Name of Managers to the offer — HSBC Securities and Capital Markets (India) Private Limited
4. Name of the Registrars to the offer — Karvy Computershare Private Limited
5. Offer Details
   a) Date of opening of the offer — February 13 2006
   b) Date of closure of the offer — March 4 2006
6. Details of the acquisition:

S. no	Particulars	Proposed in the Letter of Offer	Actual
1	Offer price	Rs. 619.45	Rs. 619.45
2	Shareholding of Acquirers (No. & %) before MoU / PA	Nil	Nil
3	Shares acquired by way of MoU or market purchases (No. & %)	8,750,000 (60.0%)[1]	8,750,000 (60.0%)
4	Shares acquired in the open offer	2,916,667(20.0%)	1,183,461 (8.12%)
5	Size of the open offer (number of shares multiplied by offer price per share)	Rs. 1,806,729,373	Rs. 733,094,916
6	Shares acquired after PA but before 7 days prior to offer closure date	Nil	Nil
7	Post offer shareholding of acquirers (2+3+4+6)	10,937,499 (75%)[1]	9,933,461(68.12%)
8	Pre offer public shareholding	5,833,333 (40%)	5,833,333 (40%)
9	Post offer public shareholding	3,645,834 (25%)[1]	4,649,872 (31.88%)

[1] *The seller of the shares, Thomas Cook A.G ("seller"), had agreed with the Acquirer that the seller would buy back from TCIM Limited (which holds 8,750,000 shares of Thomas Cook (India) Limited), such number of equity shares of Thomas Cook (India) Limited so as to maintain the minimum public shareholding of Thomas Cook (India) Limited required for continued listing.*

7. Status of the Escrow Account : The escrow bank has been instructed to release the funds lying in the Escrow Account.
8. Payment of interest, if any: As per Regulation 22(12) of the Takeover Regulations and SEBI's directions vide letter dated April 5, 2006, the Acquirer has also paid interest to the shareholders on account of the delay at the rate of 10% per annum for the period from March 19 2006 to June 23 2006
9. Status of investor complaints received, if any: A number of complaints / queries were received from shareholders on account of the delay in payment of consideration. These queries have been responded to and there are no pending queries as on date.

The Acquirer accepts full responsibility for the information contained in this Announcement and also for their obligations as laid down in SEBI Takeover Regulations.

Issued by the Manager To The Offer on behalf of the Acquirer

HSBC

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