

3<sup>rd</sup> December, 2019

**The General Manager**  
Department of Corporate Services,  
**BSE Limited,**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Mumbai - 400 001

**Security Code - 539978**

**The Manager**  
Department of Corporate Services,  
**National Stock Exchange of India**  
**Limited**  
Exchange Plaza,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 001  
**NSE Symbol - QUESS**

Dear Sir/ Madam,

**Sub:** Intimation of Board Meeting under Regulation 29 of SEBI (LODR) Regulations, 2015

**Ref:** Composite Scheme of Arrangement and Amalgamation amongst Thomas Cook (India) Limited ("TCIL") and Travel Corporation (India) Limited and TC Travel Services Limited and TC Forex Services Limited and SOTC Travel Management Private Limited and Quess Corp Limited ("Quess") and their respective Shareholders and Creditors pursuant to Sections 230 to 232 read with Sections 52, 55 and 66 of the Companies Act, 2013. ("the Scheme")

With reference to the captioned subject, we would like to inform that a meeting of Board of Directors of the Company is scheduled to be held on Monday, 9<sup>th</sup> December, 2019 at the registered office of the Company to consider and approve the following:

- (i) Cancellation/extinguishment of 7,13,23,496 equity shares held by TCIL, Promoter Group without any further act or deed pursuant to Clause 44.3 of the Scheme.
- (ii) Allotment of 7,14,56,240 equity shares of face value of Rs. 10 each, fully paid-up, to the eligible equity shareholders of TCIL, whose name appears on the Register of Members of TCIL on the Record Date i.e. 6<sup>th</sup> December, 2019 pursuant to the Scheme and as per the Share Entitlement Ratio mentioned below:  
  
*1889 equity shares of Quess of INR 10/- each fully paid up for every 10,000 equity shares held in TCIL of Rs. 1/- each fully paid up.*
- (iii) The total no. of new shares to be issued and allotted by Quess to the Equity Shareholders of TCIL may vary from the total number of shares on account of fractional entitlement as mentioned above and as per the Scheme.

Further, in accordance with the Code of Conduct for Prevention and Prohibition of Insider Trading of Quess Corp Limited ("the Company"), the Trading Window for trading in securities of the Company is closed for all the Board Members, Designated Persons and their immediate relatives from Tuesday, 3<sup>rd</sup> December, 2019 till 48 hours after the announcement is made available to public.



Accordingly, all Directors/Connected Persons/Designated Persons of the Company have been informed not to trade in the securities of the Company during the aforesaid period of closure of Trading Window.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,  
For **Quess Corp Limited**



**Kundan K Lal**  
**Company Secretary & Compliance Officer**  
**M. No.: F8393**

