

**Tourism Finance Corporation of India Ltd.**

4th Floor, Tower-1,  
NBCC Plaza, Pushp Vihar  
Sector-5, Saket,  
New Delhi-110017

Tel : +91-11-4747 2200  
Fax : +91 11 2956 1171  
E-mail : ho@tfcilttd.com  
Web : www.tfcilttd.com

CIN : L65910DL1989PLC034812

July 10, 2025

BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 023 <b>Scrip Code : 526650</b>	National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex, Banda (East), Mumbai – 400 051 <b>Scrip Code : TFCILTD</b>
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**Re: Outcome of the Board Meeting and disclosure under  
Regulation 30 of SEBI Listing Regulations**

Dear Sir,

In continuation to our letter dated July 4, 2025 and in compliance with the provisions of Regulation 30 read with Schedule III of SEBI (LODR) Regulation 2015, this is to inform that the Board of Directors at their meeting held today have approved the followings:

1. Appointment of M/s Arun Kumar Gupta & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to the approval of the Members of the Company at the ensuing Annual General Meeting (AGM). The details required under SEBI Circular dated November 11, 2024 are attached as Annexure-1.
2. Sub-division/split of the existing 1 (one) equity share of the Company having face value of Rs.10/- (Rupees Ten only) each, into 5 (five) equity shares having face value of Rs.2/- (Rupees Two only) each, by alteration of Capital Clause of the Memorandum of Association of the Company, subject to approval of the Members of the Company at the ensuing AGM and any regulatory/ statutory approvals, as may be required under applicable laws.

The Record Date for the purpose of the sub-division/split of equity shares shall be decided after taking aforesaid approval of the members of the Company and the same will be intimated in due course.

The altered Capital Clause of the Memorandum of Association of the Company, subject to approval of the Members of the Company and any regulatory/ statutory approvals, as may be required under applicable laws, shall read as follows:

*"(V) The Authorised Share Capital of the Company is Rs.500,00,00,000 (Rupees Five Hundred Crore) divided into 125,00,00,000 (One Hundred Twenty Five Crore) Equity Shares of Rs.2/- each and 25,00,00,000 (Twenty Five Crore) Preference Shares of Rs.10/- each; with rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being with power to increase or re-classify or alter the capital of the Company and to divide/consolidate the shares in the capital for the time being into several classes and face values and to attach thereto respectively such preferential, cumulative, convertible, guarantee, qualified or other special rights, privileges, conditions or restrictions, as may be determined by or in*





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*accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such right, privilege or condition or restriction in such manner as may for the time being be permitted by the Articles of Association of the Company and the legislative provisions for the time being in force."*

The details required under SEBI Circular dated November 11, 2024 is given as Annexure-II.

The Board Meeting was commenced at 5:00 p.m. and concluded at 6:30 p.m.

This is for your kind information and dissemination.

Yours faithfully,

**(Sanjay Ahuja)**  
**Company Secretary**

Encl.: As stated



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**Annexure – 1**

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

S. No.	Particulars	Details
1	Reason for change viz., appointment, resignation, removal, death or otherwise;	Appointment of M/s Arun Kumar Gupta & Associates, Peer Reviewed Firm of Company Secretaries in Practice (FRN: S2004DE075500), as Secretarial Auditors of the Company.
2	Date of Appointment & Term of Appointment	The Board of Directors at its meeting held on July 10, 2025, approved the appointment of M/s Arun Kumar Gupta & Associates as the Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members of the Company at the ensuing AGM.
3	Brief profile	M/s Arun Kumar Gupta and Associates is a Practicing Company Secretaries firm, known by its professionals who are immensely experienced and have vast knowledge base, expertise and exposure in corporate laws, corporate restructuring, Initial public offers, all kinds of compliances under companies act, SCRA, listing agreements, SEBI matters, corporate advisory, project analysis and management consultancy. The firm has strong and dedicated team of 8 people including qualified Company Secretaries and Cost Accountants with diverse exposure in variety of areas. The firm is peer reviewed in terms of the peer review guidelines issued by the ICSI.




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**Annexure – 2**

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

dated November 11, 2021.

S. No.	Particulars	Details																																																																					
1	Split ratio	1:5 i.e., existing 1 (one) Equity Share of face value Rs. 10/- (Rupees Ten only) each, be sub-divided/split into 5 (five) Equity Shares having face value of Rs. 2/- (Rupees Two only) each.																																																																					
2	Rationale behind the split	To enhance the liquidity of the equity shares of the Company, improve affordability and accessibility for retail investors and broader shareholder base, positive sentiment and increased retail participation.																																																																					
3	Pre and post share capital – authorized, paid-up and subscribed	<table><tr><th rowspan="2">Particulars</th><th colspan="3">Pre-sub division of Equity Shares</th><th colspan="3">Post-sub division of Equity Shares</th></tr><tr><th>No. of shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th><th>No. of shares</th><th>Face Value (in Rs.)</th><th>Total Share Capital (in Rs.)</th></tr><tr><td colspan="7"><b>Authorised Share Capital</b></td></tr><tr><td>Equity Share Capital</td><td>25,00,00,000</td><td>10</td><td>250,00,00,000</td><td>125,00,00,000</td><td>2</td><td>250,00,00,000</td></tr><tr><td>Preference Share Capital</td><td>25,00,00,000</td><td>10</td><td>250,00,00,000</td><td>25,00,00,000</td><td>10</td><td>250,00,00,000</td></tr><tr><td><b>Total</b></td><td></td><td></td><td><b>500,00,00,000</b></td><td></td><td></td><td><b>500,00,00,000</b></td></tr><tr><td colspan="7"><b>Issued, Subscribed and Paid-up share capital</b></td></tr><tr><td>Equity Share Capital</td><td>9,25,95,448</td><td>10</td><td>92,59,54,480</td><td>46,29,77,240</td><td>2</td><td>92,59,54,480</td></tr><tr><td>Preference Share Capital</td><td>Nil</td><td>Nil</td><td>Nil</td><td>Nil</td><td>Nil</td><td>Nil</td></tr><tr><td><b>Total</b></td><td></td><td></td><td><b>92,59,54,480</b></td><td></td><td></td><td><b>92,59,54,480</b></td></tr></table>	Particulars	Pre-sub division of Equity Shares			Post-sub division of Equity Shares			No. of shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	<b>Authorised Share Capital</b>							Equity Share Capital	25,00,00,000	10	250,00,00,000	125,00,00,000	2	250,00,00,000	Preference Share Capital	25,00,00,000	10	250,00,00,000	25,00,00,000	10	250,00,00,000	<b>Total</b>			<b>500,00,00,000</b>			<b>500,00,00,000</b>	<b>Issued, Subscribed and Paid-up share capital</b>							Equity Share Capital	9,25,95,448	10	92,59,54,480	46,29,77,240	2	92,59,54,480	Preference Share Capital	Nil	Nil	Nil	Nil	Nil	Nil	<b>Total</b>			<b>92,59,54,480</b>			<b>92,59,54,480</b>
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4	Expected time of completion	Tentatively within 2 (two) months from the date of approval of the Shareholders of the Company and any regulatory/ statutory approvals, as may be required under applicable law.																																																																					
5	Class of shares which are sub-divided	Equity Shares having face value of Rs.10/- each, ranking pari-passu																																																																					
6	Number of shares of each class pre and post split	Please refer point no. 3 and 5 above. Company has issued only one class of Equity Shares.																																																																					
7	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not Applicable																																																																					



