Talwalkars Better Value Fitness Ltd.
Regd. Off.: 801/813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai 400 026.
Tel.: 6612 6300. Fax: 6612 6363. Website: www.talwalkars.net CIN: L92411MH2003PLC140134

Talwalkars
Spreading fitness since 1932

June 19, 2015

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra - Kurla Complex,
Bandra (E), Mumbai 400 051.

Dear Sir/ Madam,

Sub: Qualified Institutions Placement of equity shares of face value of Rs. 10 each ("Equity Shares") of Talwalkars Better Value Fitness Limited (the "Company") under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "ICDR Regulations") and Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "QIP / Issue").

We wish to inform you that with respect to the QIP, the QIP Committee of the Company ("**Committee**") has at its meeting held on June 19, 2015, *inter alia*, considered and approved the following:

1. Closing the Issue on June 19, 2015;

2. The Placement Document dated June 19, 2015;

3. The Issue price of Rs.305.00 per Equity Share after giving a discount of approx 4.47% i.e. Rs. 14.26 per Equity Share, to the Floor Price of Rs. 319.26 per Equity Share as per the SEBI ICDR Regulations and shareholders' approval passed through postal ballot results declared on May 12, 2015, for the Equity Shares to be issued and allotted to the eligible QIBs; and

4. Conformation Allotment Note for the allocation of 3,523,968 Equity Shares to the eligible QIBs.

The Issue was opened on June 17, 2015 and the same was intimated to you vide our letter dated June 17, 2015

We request you to take the above information on record and the same be treated as compliance under the listing agreement.

Thanking you,

Yours faithfully,

For **Talwalkars Better Value Fitness Limited**

Avanti Sankav
Company Secretary and Compliance Officer

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI