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

Talwalkars
Spreading fitness since 1932

Date: 27th June, 2018

To,
National Stock Exchange of India Ltd.
Exchange Plaza,Plot No. C/1,
G Block, BKC, Bandra (East), Mumbai - 400051.

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

Dear Sir,

Re: **Talwalkars Better Value Fitness Limited; Scrip Symbol: TALWALKARS; Scrip Code: 533200**

Sub: **Listing of Equity Shares of Talwalkars Lifestyles Limited**

With reference to the Scheme of Arrangement between Talwalkars Better Value Fitness Limited ("Demerged Company") and Talwalkars Lifestyles Limited ("Resulting Company") and their respective shareholders, We are glad to inform you that effective from **Friday, 29th June, 2018**, the equity shares of Talwalkars Lifestyles Limited shall be listed and admitted to dealings on the BSE Limited and The National Stock Exchange of India Limited.

The letters received from BSE Limited and The National Stock Exchange of India Limited are attached herewith for your reference.

Kindly take the same on your records.

Thanking you.

For Talwalkars Better Value Fitness Limited

Avanti Sankav
Company Secretary

NOTICES

Notice No.	20180627-7	Notice Date	27 Jun 2018
Category	Company related	Segment	Equity
Subject	Listing of Equity Shares of Talwalkars Lifestyles Limited		
Attachments	Ann I.xls ; Ann II.pdf ;		
Content			

Trading Members of the Exchange are hereby informed that effective from Friday, June 29, 2018 the equity shares of Talwalkars Lifestyles Limited shall be listed and admitted to dealings on the Exchange in the list of T Group of Securities. Further in terms of SEBI circular No. CIR/MRD/DP/02/2012 dated January 20, 2012; the scrip will be in Trade-for-Trade segment for 10 trading days.

Members are requested to note that the above security will be a part of special pre-open session for IPO and Other category of scrip's as per SEBI circular no. CIR/MRD/DP/01/2012 & CIR/MRD/DP/02/2012 dated January 20, 2012.

For further information on SPOS, the trading members are requested to refer to the Exchange's notice no. 20120216-29 on Enabling Special Pre-open Session for IPO's & Relisted Scrips. For any clarification on SPOS, the trading members may please contact the Helpdesk on 022-6136 3100 / 6136 3171.

Name of the Company	:	Talwalkars Lifestyles Limited
Registered Office	: : : : :	801-813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai-400026. Tel: 91 22 66126300 Fax: 91 22 66126363 Email Id: investor@talwalkars.net Website: www.talwalkarslifestyles.com
Company Secretary & Compliance Officer	: : : :	Ms. Gayatri Valan Prasad Tel. No: 66126325 Email ID: gayatriv@talwalkars.net
Securities	:	3,10,04,856 Equity shares of Rs. 10/- allotted pursuant to Scheme of Arrangement
Distinctive numbers	:	01 to 3,10,04,856
Scrip Code	:	541545

Group	:	T		
Market Lot	:	1		
Face Value & Paid up value	:	Rs.10/- each fully paid		
Scrip ID on BOLT System	:	TALWGYM		
Abbreviated name on BOLT	:	TALWGYM		
ISIN No.	:	INE627Z01019		
Lock-in	:	Quantity	Dist. Nos.	Lock in Upto
		13,00,000 Equity shares	As per annexure I	As per annexure I

1. The brief particulars of the Scheme of Arrangement are as mentioned below:

a) The Scheme of Arrangement of the Company was approved by the National Company Law Tribunal, Mumbai Bench vide its Order dated 21/12/2017.

b) Appointed Date: 01/04/2016

c) Effective date 20/02/2018

d) Date of Allotment: 29/03/2018

e)) Pursuant to Scheme of Arrangement between Talwalkars Better Value Fitness Ltd & Talwalkars Lifestyles Limited & and their respective shareholders and creditors as sanctioned by the Mumbai Bench of the Hon'ble National Company Law Tribunal; wereby the Gym Business undertaking of Talwalkars Better Value Fitness Ltd has been transferred to and vested in Talwalkars Lifestyles Limited and in consideration thereof , Talwalkars Lifestyles Limited has issued to the shareholders of Talwalkars Better Value Fitness Ltd, 1 (One) equity share of Rs. 10/- each of Talwalkars Lifestyles Limited for every 1 (One) equity Share of Rs 10/- each held in Talwalkars Better Value Fitness Ltd. The issued, subscribed and paid-up equity capital of the company post arrangement is Rs. 31,00,48,560/- consisting of 3,10,04,856 Equity shares of Rs.10/- each

2. As per Exchange Notice No's. 20180320-9 dated March 20, 2018, Talwalkars Better Value Fitness Ltd had fixed Record date as 28/03/2018 for giving effect to the Scheme of Arrangement.

3. The Information Memorandum containing all the information about the company can be viewed at http://www.bseindia.com/corporates/soa.aspx?expandable=3

4. The name and address of the registrar and share transfer agent of the company is as mentioned below:

Link Intime India Private Ltd

C-101, 1 Floor, 247, Park, L.B.S Marg,

Vikhroli West, Mumbai - 400083.

Phone: (022) 49186000

Fax: (022) 49186060

Email: dnyanesh.gharote@linkintime.co.in

rnt.helpdesk@linkintime.co.

Website: www.linkintime.co.in

5. The shareholding pattern of the company post scheme of arrangement is enclosed as Annexure II.

Nitin Pujari

Sr. Manager

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NATIONAL STOCK EXCHANGE OF INDIA LIMITED

DEPARTMENT : LISTING	
Download Ref. No.: NSE/CML/38153	**Date : June 27, 2018**
Circular Ref. No.: 0712/2018	

To All Members,

Sub: Listing of Equity Shares of Talwalkars Lifestyles Limited pursuant to the Scheme of Arrangement

In pursuance of Regulation 3.1.1 of the National Stock Exchange (Capital Market) Trading Regulations Part A, it is hereby notified that the list of securities further admitted to dealings on the National Stock Exchange (Capital Market segment) with effect from June 29, 2018 and the designated security codes thereof shall be as specified in Annexure.

In pursuance of Regulation 2.5.5 of the National Stock Exchange (Capital Market) Trading Regulations Part A, it is hereby notified that the respective lot sizes in respect of securities above shall be as specified in Annexure. For the purpose of trading on the system, the security shall be identified only by its designated codes and trading in such securities shall be in such lot sizes as specified in Annexure.

Members are requested to note that the above security will be part of pre-open session as per SEBI circular no. CIR/MRD/DP/01/2012 & CIR/MRD/DP/02/2012 dated January 20, 2012.

This circular shall be effective from June 29, 2018

For and on behalf of
National Stock Exchange of India Limited

Lokesh Bhandari
Senior Manager

Annexure

Talwalkars Lifestyles Limited

Symbol	TALWGYM		
Name of the Company	Talwalkars Lifestyles Limited		
Series	BE - Trade for Trade *		
Security Description	Equity shares of Rs.10/- each allotted pursuant to Scheme of Arrangement		
ISIN	INE627Z01019		
Face Value	Rs.10/-		
Paid-up Value	Rs.10/-		
No. of securities	31004856		
Distinctive number range	1 to 31004856		
Market lot	1		
Pari Passu	Yes		
Lock-In Details	**Distinctive No.**	**No. of Shares**	**Lock-in upto**
	110237 to 530236	4,20,000	31-Oct-2020
	2450437 to 3030436	5,80,000	31-Oct-2020
	4590637 to 4890636	3,00,000	31-Oct-2020

* Note: Currently the securities shall be available for trading in Series 'BE' and subsequently be shifted to Series 'EQ' as per SEBI circular no. SEBI/CIR/ISD/1/2010 dated September 2, 2010

Registered office & Corporate Office address:
Talwalkars Lifestyles Limited
801-813, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai- 400 026
Tel: 022-66126300
Fax: 022-66126363

Contact Person – Ms. Gayatri Valan Prasad
Website: www.talwalkarslifestyles.com
Email: gayatriv@talwalkars.net
Financial year: 1st April to 31st March

Address of the Registrar and Share Transfer Agent:
Link Intime India Private Ltd
C-101, 1 Floor, 247, Park,
L.B.S Marg, Vikhroli West,
Mumbai – 400083
Tel No.: 022-49186000
Fax No.: 022-49186060
Contact Person: Mr. Dnyanesh Gharote
Website: www.linkintime.co.in
Email: dnyanesh.gharote@linkintime.co.in

The brief particulars of the Composite Scheme of Arrangement are as mentioned below:

a) Scheme of Arrangement between Talwalkars Better Value Fitness Limited ("Demerged Company") and Talwalkars Lifestyles Limited ("Resulting Company") and their respective shareholders as approved by the Hon'ble National Company LawTribunal vide its order dated December 21, 2017.

b) Appointed Date: April 01, 2016

c) Effective date: February 20, 2018

d) Date of Allotment: March 29, 2018

e) Scheme of Arrangement between Talwalkars Better Value Fitness Limited and Talwalkars Lifestyles Limited and their respective shareholders and creditors. Gym Business of the "Talwalkars Better Value Fitness Limited" has been transferred and vested in the "Talwalkars Lifestyles Limited" on a going concern basis. Talwalkars Lifestyles Limited has issued and allotted 1 (One) equity share of Rs. 10/- each for every 1 (One) fully paid up equity share by shareholders of Talwalkars Better Value Fitness Limited.