**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*

Date: 28th September, 2018

To,
**National Stock Exchange of India Ltd.**
Exchange Plaza,Plot No. C/1, G Block, BKC,
Bandra (East), Mumbai - 400 051.

To,
**BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Re: **Talwalkars Better Value Fitness Limited; Scrip Name: TALWALKARS; Scrip Code 533200**
Sub: Information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
– Proceedings at the 15th Annual General Meeting of the Company

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we give below the proceedings of the 15th Annual General Meeting (AGM) of the Company, held on Thursday, 27th September, 2018 at M.C. Ghia Hall of Indian Textile Accessories & Machinery Manufacturer's Association, Bhogilal Hargovindas Building, 4th Floor, Kala Ghoda, 18/20, K. Dubash Marg, Mumbai – 400 001. At the said AGM, the shareholders of the Company passed with the requisite majority the following business:

**As Ordinary Business:**

1. Adopted the audited financial statement and audited consolidated financial statement for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.
2. Declared dividend of Re. 0.50/- per share of Rs. 10/- each (5%).
3. Re-appointed Mr. Vinayak Gawande (DIN: 00324591) as a Director, liable to retire by rotation.
4. Re-appointed Mr. GIrish Talwalkar (DIN: 00341675) as a Director, liable to retire by rotation.
5. Ratified Appointment of M/s. M. K. Dankeker & Co., Chartered Accountants, Mumbai (Firm Registration Number: 000679S) as Statutory Auditors.

**As Special Business:**

6. Approved the offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.
7. Approval granted for investments, loans, guarantees and securities in excess of limits specified u/s 186 of the Companies Act, 2013.

Kindly take the same on your record and acknowledge the receipt of the same.
Thanking you,

Yours Faithfully,
**For Talwalkars Better Value Fitness Limited**

**Avanti Sankav**
**Company Secretary**