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

Talwalkars
Spreading fitness since 1932

Date: 8th August, 2013

To,
Mr. Wilbur Fernandes/ Mr. Troydon Bird,
The Manager
Bombay Stock Exchange Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

To,
The Manager
Listing / Compliance Department,
National Stock Exchange of India Ltd.
Exchange Plaza,Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.

Dear Sir,

Re: **Talwalkars Better Value Fitness Limited; Scrip Code No. 533200**
Sub: **Decision of the Board Meeting held on 8th August, 2013**

This is to inform you that as per the requirement of Clause 20, Clause 41 and other applicable clauses of the Listing Agreement, the Board of Directors of the Company in its meeting held on 8th August, 2013 has discussed and decided on the following:

1. Considered and approved the unaudited (Stand-alone and Consolidated) Financial Results for the quarter ended on 30th June, 2013, copies of which are enclosed herewith.

2. Adopted Limited Review Report obtained from the Statutory Auditors of the Company, copy of which is enclosed herewith.

Kindly take the same on records and acknowledge the receipt of the same.

Thanking You.

Yours faithfully,
For **Talwalkars Better Value Fitness Ltd.**

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Avanti Sankav
Company Secretary & Compliance Officer

Encl: As Above

M.K. DANDEKER & CO.,

Chartered Accountants,

Telegrams : "DANDEKER"
Phone : 25222100 / 25220721
E-Mail : dandeker@vsnl.com
dandeker@eth.net

No.244 (Old No.138),
Angappa Naicken Street,
2nd Floor, Chennai - 600 001

Branches at: Bangalore,
Hyderabad and Mumbai

Annexure V to Clause 41

Review Report to the Board of Directors of **Talwalkars Better Value Fitness Limited**

We have reviewed the accompanying statement of un-audited financial results of **Talwalkars Better Value Fitness Limited** except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of un-audited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of clause 41 of the listing agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For M.K.DANDEKER & Co.,
(ICAI Reg No 000679S)

Deepali Gujarati
PARTNER
CHARTERED ACCOUNTANTS
Membership No 414585

Date: 03.08.2013

Place: Mumbai

M.K. DANDEKER & CO. ★ 244, (OLD No. 138) ANGAPPA NAICKEN STREET, CHENNAI-1 ★ CHARTERED ACCOUNTANTS

TALWALKARS BETTER VALUE FITNESS LIMITED

Regd: Off.: 801 -813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026.
Tel. No.: 6612 6300. Fax No. 66126363. Website: www.talwalkars.net

Talwalkars
Spreading fitness

Part I (Rs. In Lakhs)

Statement of Consolidated Unaudited Results for the quarter ended 30th June, 2013

	Particulars	Quarter ended			Year ended
		30.06.2013	31.03.2013	30.06.2012	31.03.2013
		Unaudited	Unaudited	Unaudited	Audited
1	**Income from operations**				
a	Income from operations	3,737.37	5,583.19	2,849.71	16,878.33
	Less: Service Tax	391.97	598.35	299.19	1,793.10
b	Other operating income	20.13	54.97	20.54	130.65
	Total Income from operations (net)	**3,365.53**	**5,039.81**	**2,571.06**	**15,215.88**
2	**Expenses**				
a	(Increase)/Decreaese in stock in trade	3.54	(15.48)	-	(15.48)
b	Purchase of stock in trade	8.53	28.72	-	28.72
a	Employee Benefits expense	771.80	826.03	647.32	3,117.35
b	Depreciation and amortisation expense	504.49	405.66	327.98	1,464.74
c	Other expenses	1,319.45	1,360.44	984.09	4,697.67
	Total Expenses	**2,607.81**	**2,605.35**	**1,959.38**	**9,293.00**
3	**Profit from operations before other income, finance costs and exceptional items (1-2)**	**757.72**	**2,434.46**	**611.66**	**5,922.88**
4	Other income	-			
5	**Profit from ordinary activities before finance costs and exceptional items (3+4)**	**757.72**	**2,434.46**	**611.66**	**5,922.88**
6	Finance costs	299.95	214.68	254.59	1,079.05
7	**Profit from ordinary activities after finance costs but before exceptional items (5+6)**	**457.77**	**2,219.78**	**357.07**	**4,843.83**
8	Exceptional items		-		-
9	**Profit from ordinary activities before tax (7+8)**	**457.77**	**2,219.78**	**357.07**	**4,843.83**
10	Tax Expense	64.00	895.97	50.19	1,582.28
11	**Net Profit from ordinary activities after tax (9-10)**	**393.77**	**1,323.81**	**306.88**	**3,261.55**
12	Extraordinary items (net of tax expense)	-			
13	**Net Profit for the period (11+12)**	**393.77**	**1,323.81**	**306.88**	**3,261.55**
14	Share of profit of associates	-			
15	Minority Interest	**53.52**	**111.62**	**25.78**	**256.54**
16	**Net profit after taxes, minority interest and share of profit of associates (13+ 14-15)**	**340.25**	**1,212.19**	**281.10**	**3,005.01**
17	Paid-up Equity Share Capital (Face Value of Rs.10/- each)	2,618.09	2,618.09	2,411.57	2,618.09
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				17,662.30
19 i	**Earnings per share (before extraordinary items) of Rs. 10/- each) (not annualised):**				
	a) Basic	1.30	4.63	1.17	12.15
	b) Diluted	1.30	4.63	1.17	12.15
19 ii.	**Earnings per share (after extraordinary items) (of Rs.10/- each)(not annualised)**				
	a) Basic	1.30	4.63	1.17	12.15
	b) Diluted	1.30	4.63	1.17	12.15

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Part II

Select Information for the quarter ended 30th June, 2013

	Particulars	Quarter ended			Year ended
		30.06.2013	31.03.2013	30.06.2012	31.03.2013
		Unaudited	Unaudited	Unaudited	Audited
A	**Particulars of shareholding**				
1	Public Shareholding				
	- Number of shares	11,839,965	11,839,965	9,774,749	11,839,965
	- Percentage of Shareholding	45.22%	45.22%	40.53%	45.22%
2	Promoter and Promoter Group Shareholding				
	a) Pledged/Encumbered				
	- Number of Shares	-	-	-	-
	- % of the shares (as a % of total shareholding of promoter and promoter group)	-	-	-	-
	- % of the shares (as a % of total share capital of the Company)	-	-	-	-
	b) Non-encumbered				
	- Number of Shares	14,340,923	14,340,923	14,340,923	14,340,923
	- % of the shares (as a % of total shareholding of promoter and promoter group)	100%	100%	100%	100%
	- % of the shares (as a % of total share capital of the	54.78%	54.78%	59.47%	54..78%

B	**Status of Investors complaints for the quarter ended 30th June, 2013:**			
	Pending at the beginning of the quarter	**Received during**	**Disposed Off**	**Remaining unresolved at the end**
	Nil	Nil	Nil	Nil

Notes

1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 8th August, 2013

2 The Statutory Auditors have carried out a limited review of the results for the quarter ended 30th June, 2013

3 The above financial results are in accordance with the accounting policies followed by the Company in preparation of its statutory accounts.

4 Consolidated financial results have been prepared in accordance with Accounting Standard 21 - "Consolidated Financial Statements" and Accounting Standard 23 - "Accounting for Investment in Associates in Consolidated Financial Statements".

5 There are no qualifications raised by the Auditors in the Limited Review Report.

6 There are no separate reportable segments as per Accounting Standards (AS–17) – Segment Reporting.

7 The company has 145 Fitness Centres across 75 cities in India as on 30th June 2013

8 The Consolidated results includes the financial results of the subsidiaries Aspire Fitness Private Limited, Denovo Enterprises Private Limited, Equinox Wellness Private Limited and Jyotsna Fitness Private Limited

9 Information of Standalone Accounts as per Clause 41 of Listing Agreement.

Particulars	Quarter ended			Year ended
	30.06.2013	31.03.2013	30.06.2012	31.03.2013
	Unaudited	Unaudited	Unaudited	Audited
Turnover	**2,918.88**	**4,072.51**	**2,277.63**	**13,168.78**
Profit before Tax	**346.60**	**1,786.14**	**305.95**	**4,106.03**
Profit after Tax	**287.59**	**1,105.81**	**255.76**	**2,766.57**

10 The Company has opted to publish only the Consolidated financial results. The standalone results of the Company will be available for Investors at www.talwalkars.net, www.nseindia.com and www.bseindia.com.

11 The current period figures in this statement have been reported in the amended format as per the SEBI circular dated 16th April 2012, accordingly previous period / year figures have also been regrouped / reclassified to confirm with the current period presentation.

For Talwalkars Better Value Fitness Limited

Place: Mumbai
Date: 8th August, 2013

Anant Gawande
Whole-time Director & CFO

TALWALKARS BETTER VALUE FITNESS LIMITED

Regd: Off.: 801 -813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026.
Tel. No.: 6612 6300. Fax No. 66126363. Website: www.talwalkars.net

Talwalkars Spreading Fitness

Part I (Rs. In Lakhs)

Statement of Standalone Unaudited Results for the quarter ended 30th June, 2013

	Particulars	Quarter ended			Year ended
		30.06.2013	31.03.2013	30.06.2012	31.03.2013
		Unaudited	Unaudited	Unaudited	Audited
1	**Income from operations**				
a	Income from operations	3,237.64	4,503.75	2,521.00	14,590.22
	Less: Service Tax	338.24	482.16	263.84	1,546.70
b	Other operating income	19.48	50.92	20.47	125.25
	Total income from operations (net)	**2,918.88**	**4,072.51**	**2,277.63**	**13,168.78**
2	**Expenses**				
a	(Increase)/Decrease in stock in trade	3.54	(15.48)	-	(15.48)
b	Purchase of stock in trade	8.53	28.72	-	28.72
c	Employee Benefits expense	658.35	616.48	567.55	2,668.96
d	Depreciation and amortisation expense	464.93	331.79	307.04	1,322.75
e	Other expenses	1,180.81	1,155.63	863.88	4,109.97
	Total Expenses	**2,316.16**	**2,117.14**	**1,738.47**	**8,114.90**
3	**Profit from operations before other income, finance costs and exceptional items (1-2)**	**602.72**	**1,955.37**	**539.16**	**5,053.88**
4	Other income				
5	**Profit from ordinary activities before finance costs and exceptional items (3+4)**	**602.72**	**1,955.37**	**539.16**	**5,053.88**
6	Finance costs	256.22	169.23	233.21	947.85
7	**Profit from ordinary activities after finance costs but before exceptional items (5+6)**	**346.50**	**1,786.14**	**305.95**	**4,106.03**
8	Exceptional items		-	-	-
9	**Profit from ordinary activities before tax (7+8)**	**346.50**	**1,786.14**	**305.95**	**4,106.03**
10	Tax Expense	58.91	680.33	50.19	1,339.46
11	**Net Profit from ordinary activities after tax (9-10)**	**287.59**	**1,105.81**	**255.76**	**2,766.57**
12	Extraordinary items (net of tax expense)				
13	**Net Profit for the period (11+12)**	**287.59**	**1,105.81**	**255.76**	**2,766.57**
14	Paid-up Equity Share Capital (Face Value of Rs.10/- each)	2,618.09	2,618.09	2,411.57	2,618.09
15	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				17,036.82
16 i	**Earnings per share (before extraordinary items) of Rs. 10/- each) (not annualised):**				
	a) Basic	1.10	4.22	1.06	11.19
	b) Diluted	1.10	4.22	1.06	11.19
16 ii.	**Earnings per share (after extraordinary items) (of Rs.10/- each)(not annualised)**				
	a) Basic	1.10	4.22	1.06	11.19
	b) Diluted	1.10	4.22	1.06	11.19

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Part II

Select Information for the quarter ended 30th June, 2013

	Particulars	Quarter ended			Year ended
		30.06.2013	31.03.2013	30.06.2012	31.03.2013
		Unaudited	Unaudited	Unaudited	Audited
A	**Particulars of shareholding**				
1	Public Shareholding				
	- Number of shares	11,839,965	11,839,965	9,774,749	11,839,965
	- Percentage of Shareholding	45.22%	45.22%	40.53%	45.22%
2	Promoter and Promoter Group Shareholding				
	a) Pledged/Encumbered				
	- Number of Shares	-	-	-	-
	- % of the shares (as a % of total shareholding of promoter and promoter group)	-	-	-	-
	- % of the shares (as a % of total share capital of the Company)	-	-	-	-
	b) Non-encumbered				
	- Number of Shares	14,340,923	14,340,923	14,340,923	14,340,923
	- % of the shares (as a % of total shareholding of promoter and promoter group)	100%	100%	100%	100%
	- % of the shares (as a % of total share capital of the Company)	54.78%	54.78%	59.47%	54.78%

B	**Status of Investors complaints for the quarter ended 30th June, 2013:**			
	Pending at the beginning of the quarter	**Received during quarter**	**Disposed Off during the quarter**	**Remaining unresolved at the end of the quarter**
	Nil	Nil	Nil	Nil

Notes

1. The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 8th August, 2013.
2. The Statutory Auditors have carried out a limited review of the results for the quarter ended 30th June, 2013.
3. The above financial results are in accordance with the accounting policies followed by the Company in preparation of its statutory accounts.
4. There are no qualifications raised by the Auditors in the Limited Review Report.
5. There are no separate reportable segments as per Accounting Standards (AS–17) – Segment Reporting.
6. The company has 145 Fitness Centres across 75 cities in India as on 30th June 2013
7. The Company has opted to publish only the Consolidated financial results. The standalone results of the Company will be available for Investors at www.talwalkars.net, www.nseindia.com and www.bseindia.com.
8. The current period figures in this statement have been reported in the amended format as per the SEBI circular dated 16th April 2012, accordingly previous period / year figures have also been regrouped / reclassified to confirm with the current period presentation.

For **Talwalkars Better Value Fitness Limited**

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Anant Gawande
Whole-time Director & CFO

Place: Mumbai
Date: 8th August, 2013