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

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Date: 18th August, 2015

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.

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

Dear Sir,

Re: **Talwalkars Better Value Fitness Limited; Scrip Name: TALWALKARS; Scrip Code: 533200.**
Sub: **Submission of Newspaper Cuttings containing details regarding e-voting for Annual General Meeting.**

We are enclosing herewith the Newspaper Cuttings dated 17th August, 2015 of Free Press Journal (English) and 18th August, 2015 of Nav Shakti (Marathi) in which details regarding e-voting for Annual General Meeting pursuant to Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 have been published.

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

Thanking You.

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

Patil

Sandesh Patil

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Encl: As Above

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NOTICE

Pursuant to Clause 35B of the Listing Agreement with the Stock Exchanges and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company offers the E-Voting facility to the Members to cast their votes by electronic means on all the resolutions set out in the Notice of Annual General Meeting to be held on 10th September, 2015 and that the ordinary and special business specified in the Notice of AGM may be transacted through voting by electronic means from a place other than the venue of the Meeting ('remote e-voting').

The details required to be given under the Companies Act, 2013 and the relevant Rules applicable there-under are as follows:

1. The Notice convening the Annual General Meeting ("AGM" or "Meeting") along with instructions related to E-Voting has been dispatched to the Members on 14th August, 2015.
2. Ms. Prabha Sharma, Practicing Company Secretary (Membership No. F3695) has been appointed as the Scrutinizer to scrutinize the E-Voting process in a fair and transparent manner.
3. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide electronic voting facility to the Members of the Company.
4. The remote e-voting period begins on 6th September, 2015 at 9 a.m. and ends on 9th September, 2015 at 5 p.m.
5. During this period, the Members of Company holding shares either in physical form or in dematerialized mode (as on the cut-off date which is 4th September, 2015), shall be entitled to avail the facility of remote e-voting as well as voting in the AGM. The voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on this cut-off date.
6. Remote e-Voting module shall be disabled by CDSL for voting after 5.00 p.m. of 9th September, 2015 and voting shall not be allowed beyond the said timings.
7. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
8. Members who have not cast their vote by remote e-voting shall be able to exercise their voting right at the Meeting. The Notice of Annual General Meeting is displayed on the Company's website **www.talwalkars.net.**
9. Persons, who have acquired shares and become members of the Company after the dispatch of Notice of AGM, are requested to refer the Notice of AGM on the Company's website **www.talwalkars.net** for the instructions relating to login ID and password.
10. The Scrutinizer, after scrutinizing the votes cast through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman or Authorised person in this behalf. The results declared along with the scrutinizer's report shall be placed on the website of the Company **www.talwalkars.net** and on the website of CDSL. The results shall simultaneously be communicated to the Stock Exchanges.
11. Members may address their queries/ grievances regarding e-voting, if any, to Mr. Mehboob Lakhani, Asst. Manager (Contact Number: 18002005533) at 16th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 or by writing an email to helpdesk.evoting@cdslindia.com. Members may also refer the Frequently Asked Questions and e-voting manual available at **www.evotingindia.co.in** under Help Section.

For Talwalkars Better Value Fitness Limited.

Date: 14/08/2015
Place: Mumbai.

Avanti Sankav
Company Secretary &
Compliance Officer