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,
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.

Re: **Talwalkars Better Value Fitness Limited; Scrip Name: TALWALKARS; Scrip Code 533200**
Sub: Information pursuant to Clause 31(d) of the Listing Agreement
– Proceedings at the 10th Annual General Meeting of the Company

Dear Sir,

Pursuant to Clause 31(d) and other applicable clauses of the Listing Agreement, we give below the proceedings of the 10th Annual General Meeting (AGM) of the Company, held on Thursday, 8th August, 2013 at 12.30 p.m. 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:

As Ordinary Business:

1. Adopted the Audited Balance Sheet of the Company as at 31st March, 2013 and the Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. Declared dividend of Rs. 1.50/- per share of Rs. 10/- each (15%).
3. Re-appointed Mr. Madhukar Talwalkar as a Director.
4. Re-appointed Mr. Vinayak Gawande as a Director.
5. Re-appointed Mr. Girish Talwalkar as a Director.
6. Appointed M/s. M. K. Dankeker & Co., Chartered Accountants, Mumbai (Firm Registration Number: 000679S) as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorised the Board of Directors to fix their remuneration.

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

Thanking you,

Yours truly,

For **Talwalkars Better Value Fitness Limited**

Avanti Sankav
Company Secretary & Compliance Officer

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI