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

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Date: 8th April, 2015

To,
Mr. Wilbur Fernandes/ Mr. Troydon Bird,
The Manager
BSE 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 Ltd.; Scrip Name: TALWALKARS; Scrip Code: 533200**
Sub: **Decision of the Board Meeting held on 8th April, 2015**

This is to inform you as per the requirement of Clause 22 and other applicable Clauses of Listing Agreement, the Board of Directors of the Company in its meeting held on today i.e., on 8th April, 2015 has approved the following business subject to approval of the members of the Company by the way of conducting Postal Ballot pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 and relevant rules made there-under:

1. Issue Securities under the provisions of the Sections 23, 42 and 62(1)(c)of the Companies Act, 2013 read with the relevant rules there-under;

2. Approved to offer or invite to subscribe to Non-Convertible Debentures on private placement basis;

3. Increase the authorized share capital of the Company from Rs.30 Crores to Rs.32 Crores;

4. Amend the Capital Clause (Clause V.(a) of the Memorandum of Association for increase in authorized share capital; and

5. Adopt new Articles of Association of the Company.

We enclose herewith Calendar of Events for conducting Postal Ballot.

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: a/a.

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CALENDAR OF EVENTS FOR CONDUCTING POSTAL BALLOT (PHYSICAL & E-VOTING)

Sr. No.	Item	Date
1.	Date of Board Resolution authorizing the process of Postal Ballot	8th April, 2015
2.	Date of Board Meeting authorizing Director to be responsible for appointing the scrutinizer, draft resolution(s) and Postal Ballot notice to be sent to the Members / Beneficial Owners	8th April, 2015
3.	Date of Appointment of Scrutinizer	8th April, 2015
4.	Date on which consent is given by the Scrutinizer for Postal Ballot	8th April, 2015
5.	Cut-off date for ascertaining the list of shareholders to whom the notice of postal ballot will be sent and also for reckoning voting rights	8th April, 2015
6.	Date of completion of dispatch of notice of Postal Ballot along with postal ballot form for postage pre-paid self-addressed envelope (physical & through e-mail)	9th April, 2015
7.	Release an advertisement in newspaper giving the date of completion of dispatch and the last date of receipt of Postal Ballot forms from the shareholders	13th April, 2015
8.	Postal Ballot / E-Voting Start Date	11th April, 2015
9.	Postal Ballot / E-Voting End Date	11th May, 2015
10.	Last date of receiving Postal Ballot Forms by Scrutinizer	11th May, 2015
11.	Last date of submission of the report to the Chairman by the Scrutinizer	12th May, 2015
12.	Date of Declaration of the result by the Director	12th May, 2015
13.	Result to be displayed on Notice Board / release to the press / Stock Exchanges	12th May, 2015
14.	Last date of filing of the resolution with the Registrar of Companies	12th June, 2015
15.	Due date of signing of minutes book in which the results of the ballot is recorded	12th June, 2015
16.	Due date of returning the Ballot papers, register required to be maintained by the Scrutinizer to the Director.	12th June, 2015

For Talwalkars Better value Fitness Limited

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Avanti Sankav
Company Secretary