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: 10th July, 2014

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

To
BSE Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Re: **Talwalkars Better Value Fitness Ltd.; Scrip Code: 533200; Scrip Name: TALWALKARS**
Sub: **Disclosure of Details of Sale to Stock Exchanges in terms of Regulation 13(3) and 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Regulation 29(2) of SEBI (SAST) Regulations, 2011**

This is to inform the exchange(s) that Reliance Capital Trustee Co Ltd A/c –through various schemes of Reliance Mutual Fund has sold 17,700 shares of our Company.

The requisite disclosure in terms of Regulation 13(3) and 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers), Regulation, 2011 received by us from the Seller of the Shares is attached herewith.

Kindly acknowledge the receipt of the same.

Thanking You.

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

TALWALKARS BETTER VALUE FITNESS LTD. MUMBAI

Avanti Sankav
Company Secretary & Compliance Officer
Encl: As Above

Reliance Capital Asset Management Limited
One Indiabulls Centre - Tower One
12th Floor, Jupiter Mills Compound
841, Senapati Bapat Marg
Elphinstone Road, Mumbai - 400 013
CIN : U65910MH1995PLC220793

Tel: +91 22 3099 4600
Fax: +91 22 3099 4699
www.reliancemutual.com

RMF/33/07/2014

July 09, 2014

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

Tel No: 91-22-26598458
Fax No: 91-22-26598237

Bombay Stock Exchange Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Tel No: 91-22-22728390
Fax No:91-22- 22723557

Sir / Madam,

Sub: Notice of change in shareholding of TALWALKARS BETTER VALUE FITNESS LTD

This is to inform you the sale of equity shares of **TALWALKARS BETTER VALUE FITNESS LTD** on behalf of Reliance Mutual Fund.

The requisite disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is attached herewith.

Kindly acknowledge the receipt hereof.

Yours truly,

For Reliance Capital Asset Management Limited

(Muneesh Sud)
Chief Legal & Compliance Officer
C.C.
The Company Secretary/Compliance Officer
801-813, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai - 400026
Thane
Phone:022-66126300
Fax: 022-66126363/66126314
Email: avantis@talwalkars.net

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	**TALWALKARS BETTER VALUE FITNESS LTD**		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	**Reliance Capital Trustee Co Ltd** A/c through various schemes of Reliance Mutual Fund **Contact Address :** **Reliance Mutual Fund** One India Bulls Centre - Tower One 12th floor, Jupiter Mills Compound, Elphinstone Road, Mumbai - 400013. Tel: 022-30994600 / 4614/ 4771 Fax: 022-30994699		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	The National Stock Exchange of India Ltd, The Bombay Stock Exchange Ltd,		
5. Details of the ~~acquisition~~ / disposal as follows	Number	% w. r. t. total share/ voting capital wherever applicable (*)	% w. r. t. total diluted share/ voting capital of the TC (**)
Before the ~~acquisition~~ under consideration, holding of :			
a) Shares carrying voting rights	1,300,614	4.9677	4.9677
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
Total (a+b+c+d)	1,300,614	4.9677	4.9677
Details of ~~acquisition/sale~~			
a) Shares carrying voting rights acquired/sold	17,700	0.0676	0.0676
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
Total (a+b+c+d)	17,700	0.0676	0.0676

Reliance Capital Asset Management Limited Mumbai

After the ~~acquisition~~/sale, holding of: a) Shares carrying voting rights b) Shares encumbered with the acquirer c) VRs otherwise than by shares d) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.	1,282,914 - - -	4.9001 - - -	4.9001 - - -
Total (a+b+c+d)	1,282,914	4.9001	4.9001
6. Mode of ~~acquisition~~ / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Open Market		
7. Date of ~~acquisition~~ / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 07, 2014		
8. Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 261,808,880/-		
9. Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 261,808,880/-		
10. Total diluted share/voting capital of the TC after the said acquisition / sale	Rs. 261,808,880/-		

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of Authorized Signatory

(Muneesh Sud)
Chief Legal & Compliance Officer

Place: Mumbai
Date: July 09, 2014

Reliance Capital Asset Management Limited Mumbai

FORM C (TALWALKARS BETTER VALUE FITNESS LTD)

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

[Regulation 13(3) and (6)]

Regulation 13(3) — Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name, PAN No. & address Of shareholders	*Shareholding prior to ~~acquisition/ sale~~*	*No. & % Of shares/ voting rights ~~acquired/ sold~~*	*Receipt of allotment advice/ ~~acquisition of shares/~~ sale of shares specify*	*Date Of intimation To company*	*Mode of ~~Acquisition/~~ Sale (market purchase/ ~~public/ rights/ Preferential offer etc.~~)*	*No. & % of Shares /voting rights post ~~acquisition/~~ sale*	*Trading member through whom the trade was executed with SEBI Registration No. of the TM*	*Exchange On which The trade was executed*	*Buy quantity*	*Buy value*	*Sell quantity*	*Sell Value (Rs.)*
Reliance Capital Trustee Co. Limited A/c –through various schemes of Reliance Mutual Fund PAN No of Reliance Mutual Fund: AAATR0090B **Corporate Office:** One Indiabulls Centre, Tower One, 12th Floor, Jupiter Mills Compound, Elphistone Road, Mumbai – 400013. Tel: 022-30994600 / 4614/ 4775, Fax: 022-30994699	1,300,614 Shares (4.9677%)	17,700 Shares (0.0676%)	Sale of shares Date of Sale: July 07, 2014	July 09, 2014	Open Market	1,282,914 Shares (4.9001%)	JM Financial Institutional Securities Private Limited NSE: INB231296634 BSE: INB011296630	The National Stock Exchange BSE Ltd	N.A N.A	N.A N.A	12,300 5,400	2,472,635.79 1,078,110

For Reliance Capital Asset Management Limited,

(Muneesh Sud)
Chief Legal & Compliance Officer

Mumbai
July 09, 2014

Reliance Capital Asset Management Limited