

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



Date: 18th October, 2017

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

To,
BSE Limited
Corporate Service Department
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Dear Sir,

Re: **Talwalkars Better Value Fitness Ltd.; Scrip Code: 533200; Scrip Name: TALWALKARS**
Sub: **Disclosure of Acquisition of shares in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

This is to inform the Exchange(s) that Company has received the disclosures of acquisition of shares of the Company in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The requisite disclosure is attached herewith.

Kindly acknowledge the receipt of the same.

Thanking You.

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

Avanti Sankav
Company Secretary

Encl: As Above

Madhukar Talwalkar
C-37/40, Pandurang Society,
Near Sun-N-Sand Hotel, Juhu,
Mumbai – 400049.

Date: 18th October, 2017

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Exchange Plaza, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.

To,
BSE Limited
Corporate Service Department
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Dear Sir,

Notice of Acquisition of shares of Talwalkars Better Value Fitness Limited

This is to inform you the Acquisition of shares of Talwalkars Better Value Fitness Limited.

The requisite disclosure in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is attached herewith.

Kindly acknowledge the receipt of the same.

Yours faithfully,




(Madhukar Vishnu Talwalkar)

CC:
The Company Secretary & Compliance Officer
Talwalkars Better Value Fitness Limited
801-813, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai – 400 026.

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

Name of the Target Company (TC)	Talwalkars Better Value Fitness Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Madhukar Talwalkar(Acquirer) Girish Talwalkar Prashant Talwalkar Vinayak Gawande Anant Gawande Harsha Bhatkal		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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	100000	0.34	0.34
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by 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)	--	--	--
e) Total (a+b+c+d)	100000	0.34	0.34
Details of acquisition/sale			
a) Shares carrying voting rights acquired/ old	420000	1.35	1.35
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	--	--	--
e) Total (a+b+c+/-d)	420000	1.35	1.35

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	520000	1.68	1.68
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	--	--	--
e) Total (a+b+c+d)	520000	1.68	1.68
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Equity shares credited in the account of Acquirer on 18.10.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	2,97,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 29,70,48,560/-		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	3,10,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 31,00,48,560/-		
Total diluted share/voting capital of the TC after the said acquisition	3,10,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 31,00,48,560/-		
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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 the acquirer / seller / Authorised Signatory			
Place: Mumbai			
Date:18.10.2017			

Anant Gawande
173/A, Twin Towers,
Twin Towers Lane,
Off. V.S. Marg, Prabhadevi,
Mumbai – 400025

Date: 18th October, 2017

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

To,
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Dear Sir,

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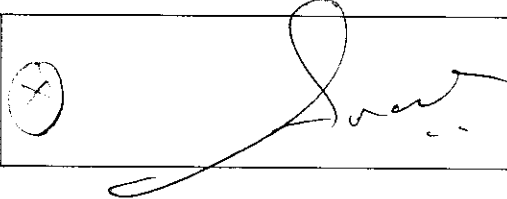


(Anant Ratnakar Gawande)

CC:
The Company Secretary & Compliance Officer
Talwalkars Better Value Fitness Limited
801-813, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai – 400 026.

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

Name of the Target Company (TC)	Talwalkars Better Value Fitness Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Anant Gawande (Acquirer) Madhukar Talwalkar Girish Talwalkar Prashant Talwalkar Vinayak Gawande Harsha Bhatkal		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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	1920200	6.46	6.46
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by 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)	--	--	--
e) Total (a+b+c+d)	1920200	6.46	6.46
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	580000	1.87	1.87
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	--	--	--
e) Total (a+b+c+/-d)	580000	1.87	1.87

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	2500200	8.06	8.06
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	--	--	--
e) Total (a+b+c+d)	2500200	8.06	8.06
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Equity shares credited in the account of Acquirer on 18.10.2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	2,97,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 29,70,48,560/-		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	3,10,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 31,00,48,560/-		
Total diluted share/voting capital of the TC after the said acquisition	3,10,04,856 equity shares of face value of Rs. 10/- each aggregating to Rs. 31,00,48,560/-		
(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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 the acquirer / seller / Authorised Signatory			
Place: Mumbai			
Date: 18.10.2017			

Harsha Bhatkal
N-5, Prathamesh,
Off. V.S. Marg,
Prabhadevi, Mumbai – 400025

Date: 18th October, 2017

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National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1,
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To,
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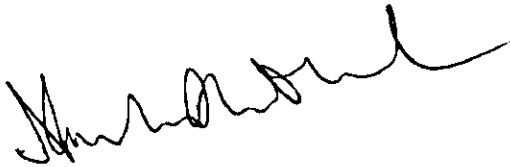
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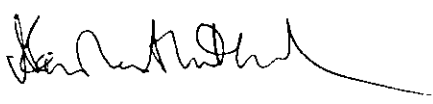


(Harsha Ramdas Bhatkal)

CC:
The Company Secretary & Compliance Officer
Talwalkars Better Value Fitness Limited
801-813, Mahalaxmi Chambers,
22, Bhulabhai Desai Road,
Mumbai – 400 026.

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

Name of the Target Company (TC)	Talwalkars Better Value Fitness Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Harsha Bhatkal (Acquirer) Madhukar Talwalkar Girish Talwalkar Prashant Talwalkar Vinayak Gawande Anant Gawande		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
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	1560200	5.25	5.25
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	--	--	--
c) Voting rights (VR) otherwise than by 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)	--	--	--
e) Total (a+b+c+d)	1560200	5.25	5.25
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	300000	0.97	0.97
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	--	--	--
e) Total (a+b+c+/-d)	300000	0.97	0.97

After the acquisition/sale, holding of:			
a) Shares carrying voting rights	1860200	6.00	6.00
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	--	--	--
e) Total (a+b+c+d)	1860200	6.00	6.00
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential Allotment		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Equity shares credited in the account of Acquirer on 18.10.2017		
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Signature of the acquirer / seller / Authorised Signatory			
Place: Mumbai			
Date: 18.10.2017			