

(I)(a) Statement showing Shareholding Pattern

Name of the Company: Talwalkars Better Value Fitness Limited			
Scrip Code: 533200; Name of the scrip: TALWALKARS; Class of Security: Equity Shares (As on 31-December-2014)			
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up Shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Outstanding convertible securities	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Warrants	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of Warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities		26180888	

(I)(a) Statement showing Shareholding Pattern

Sr. No. (I)	Category of shareholder (II)	Number of shareholders (III)	Total number of shares (IV)	Number of shares held in dematerialized form (V)	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a percentage of (A+B)1 (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (IX) = (VIII) / (IV) * 100
(A)	Promoter and Promoter Group2							
(1)	Indian							
(a)	Individuals/Hindu Undivided Family	7	12473240	12473240	47.64	47.64	0	0
(b)	Central overnment/State Government(s)	0	0	0	0	0	0	0
(c)	Bodies Corporate	1	7683	7683	0.03	0.03	0	0
(d)	Financial Institutions/Banks	0	0	0	0	0	0	0
(e)	Any Other (Total)	0	0	0	0.00	0.00	0	0
	Sub-Total (A)(1)	8	12480923	12480923	47.67	47.67	0	0.00
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals /Foreign Individuals)	0	0	0	0	0	0	0
(b)	Bodies Corporate	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0
(d)	Qualified Foreign Investor	0	0	0	0	0	0	0
(e)	Any Other (Total)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A)(2)	0	0	0	0.00	0.00	0	0.00



	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	8	12480923	12480923	47.67	47.67	0	0.00
(B)	Public shareholding1							
(1)	Institutions							
(a)	Mutual Funds/UTI	4	1710935	1710935	6.54	6.54	N.A.	N.A.
(b)	Financial Institutions/Banks	2	34448	34448	0.13	0.13	N.A.	N.A.
(c)	Central Government/State Government(s)	0	0	0	0	0	N.A.	N.A.
(d)	Venture Capital Funds	0	0	0	0	0	N.A.	N.A.
(e)	Insurance Companies	0	0	0	0	0	N.A.	N.A.
(f)	Foreign Institutional Investors	9	2967434	2967434	11.33	11.33	N.A.	N.A.
(g)	Foreign Venture Capital Investors	0	0	0	0	0	N.A.	N.A.
(h)	Qualified Foreign Investor	0	0	0	0	0	N.A.	N.A.
(i)	Any Other (Total)	0	0	0	0.00	0.00	N.A.	N.A.
	Sub-Total (B)(1)	15	4712817	4712817	18.00	18.00	N.A.	N.A.
(2)	Non-institutions							
(a)	Bodies Corporate	295	3092942	3092942	11.81	11.81	N.A.	N.A.
(b)	Individuals - i. Individual Shareholders Holding Nominal Share Capital Up To >Rs. 1 Lakh.	8398	1994321	1984085	7.62	7.62	N.A.	N.A.
	Individuals - ii. Individual Shareholders Holding Nominal Share Capital In Excess Of Rs. 1 Lakh	48	2648629	2648629	10.12	10.12	N.A.	N.A.
(c)	Qualified Foreign Investor	0	0	0	0	0	N.A.	N.A.
(d)	Any Other (Total)	491	1251256	1251256	4.78	4.78	N.A.	N.A.
(d1)	Clearing Member	196	664715	664715	2.54	2.54	N.A.	N.A.
(d2)	Foreign Portfolio Investor (Corporate)	1	26907	26907	0.10	0.10	N.A.	N.A.
(d3)	Non-Resident Indians (Non-Repatriation)	57	125882	125882	0.48	0.48	N.A.	N.A.
(d4)	Non-Resident Indians (Repatriation)	236	400062	400062	1.53	1.53	N.A.	N.A.
(d5)	Trusts	1	33690	33690	0.13	0.13	N.A.	N.A.
	Sub-Total (B)(2)	9232	8987148	8976912	34.33	34.33	N.A.	N.A.
	Total Public Shareholding (B)= (B)(1)+(B)(2)	9247	13699965	13689729	52.33	52.33	N.A.	N.A.
	TOTAL (A)+(B)	9255	26180888	26170652	100.00	100.00	0	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	N.A.	0.00	N.A.	N.A.
C1	Promoter and Promoter Group	0	0	0	N.A.	0	N.A.	N.A.
C2	Public	0	0	0	N.A.	0	N.A.	N.A.
	GRAND TOTAL (A)+(B)+(C)	9255	26180888	26170652	N.A.	100.00	0	0.00

1For determining public shareholding for the purpose of Clause 40A.

2For definitions of "Promoter" and "Promoter Group", refer to Clause 40A.

N.A – Not Applicable



(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group".

Sr. No. (I)	Name of the shareholder (II)	PAN of the Shareholder (III)	Total Shares held		Shares pledged or otherwise encumbered			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted share capital (XIII)
			Number (IV)	as a % of grand total (A) + (B) + (C) (V)	Number (VI)	as a percentage (VII) = (VI) / (IV) * 100	as a % of grand total (A) + (B) + (C) of sub-clause (I)(a) (VIII)	Number of warrants held (XI)	As a % total number of warrants of the same class (X)	Number of convertible securities held (XII)	As a % total number of convertible securities of the same class (XII)	
1	Prashant Sudhakar Talwalkar	AAAPT3528N	2876080	10.99	0	0.00	0.00	0	0	0	0	0
2	Girish Madhukar Talwalkar	AAAPT8175H	2864280	10.94	0	0.00	0.00	0	0	0	0	0
3	Madhukar Vishnu Talwalkar	AAAPT8172A	1332280	5.09	0	0.00	0.00	0	0	0	0	0
4	Anant Ratnakar Gawande	AABPG3008P	1920200	7.33	0	0.00	0.00	0	0	0	0	0
5	Vinayak Ratnakar Gawande	AABPG4476B	1920200	7.33	0	0.00	0.00	0	0	0	0	0
6	Harsha Ramdas Bhatkal	AACP83100C	1560200	5.96	0	0.00	0.00	0	0	0	0	0
7	Better Value Leasing & Finance Ltd.	AAACB4410A	7683	0.03	0	0.00	0.00	0	0	0	0	0
	TOTAL		12480923	47.67	0	0.00	0.00	0	0.00	0	0.00	0.00

(*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

(I)(c) (I) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	PAN of the Shareholder	Number of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted
					Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	SmallCap World Fund, Inc.	AABCS3581L	1694000	6.47	0	0	0	0	0
2	Reliance Capital Trustee Co Ltd-A/C Reliance Monthly Income Plan	AAATR0090B	933816	3.57	0	0	0	0	0
3	Laxmi Shivanand Mankekar and Kedar Shivanand Mankekar	AADPM9789K	1573520	6.01	0	0	0	0	0
4	Bajaj Allianz Life Insurance Company Limited	AADCA1701E	1080980	4.13	0	0	0	0	0



5	American Funds Insurance Series Global Small Capitalisation Fund	AAATA5708K	650000	2.48	0	0	0	0	0
6	Franklin India Smaller Companies Fund	AAATT4931H	682119	2.61	0	0	0	0	0
7	ICICI Lombard General Insurance Company Ltd.	AAACI7904G	300001	1.15	0	0	0	0	0
8	Indo Thai Securities Ltd.	AAACI4380E	330170	1.26	0	0	0	0	0
9	Long Term India Fund	AABCL9763H	326145	1.25	0	0	0	0	0
	TOTAL		7570751	28.92	0	0.00	0	0.00	0

(I)(c) (ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No.	Name of the shareholder	PAN of the Shareholder	Number of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (Including underlying shares assuming full conversion of warrants & convertible securities) as a % of diluted
					Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	SmallCap World Fund, Inc.	AABCS3581L	1694000	6.47	0	0	0	0	0
2	Laxmi Shivanand Mankekar & Kedar Shivanand Mankekar	AFMPM4965K	1573520	6.01	0	0	0	0	0
	TOTAL		3267520	12.48	0	0.00	0	0.00	0.00

(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the share holder	PAN of the Shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
1	Nil		0	0.00
	TOTAL		0	0.00

(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
	TOTAL	0	0	0.00

(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by 'promoter/promoter group' are in excess of 1% of the total number of shares

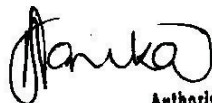
Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)
	TOTAL		0	0.00



(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer.

Sr. no. (I)	Category of shareholder (II)	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V) (VI)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a percentage of (A+B)(VII)	As a percentage of (A+B+C)(VIII)
(A)	Promoter and Promoter Group2						
(1)	Indian						
(a)	Individuals/Hindu Undivided Family	0	0	0	0	0.00	0.00
(b)	Central Government/State Government(s)	0	0	0	0	0.00	0.00
(c)	Bodies Corporate	0	0	0	0	0.00	0.00
(d)	Financial Institutions/Banks	0	0	0	0	0.00	0.00
(e)	Any Other (Total)	0	0	0	0	0.00	0.00
	Sub-Total (A)(1)	0	0	0	0	0.00	0.00
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals/Foreign-Individuals)	0	0	0	0	0.00	0.00
(b)	Bodies Corporate	0	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0	0.00	0.00
(e)	Any Other (Total)	0	0	0	0	0.00	0.00
	Sub-Total (A)(2)	0	0	0	0	0.00	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	0	0	0	0	0.00	0.00
(B)	Public shareholding						
(1)	Institutions						
(a)	Mutual Funds/UTI	0	0	0	0	0.00	0.00
(b)	Financial Institutions/Banks	0	0	0	0	0.00	0.00
(c)	Central Government/State Government(s)	0	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	0	0	0	0	0.00	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0	0.00	0.00
(h)	Any Other (Total)	0	0	0	0	0.00	0.00
	Sub-Total (B)(1)	0	0	0	0	0.00	0.00
(2)	Non-institutions						
(a)	Bodies Corporate	0	0	0	0	0.00	0.00
(b)	Individuals - i. Individual Shareholders Holding Nominal Share Capital Up To >Rs. 1 Lakh.	0	0	0	0	0.00	0.00
	Individuals - ii. Individual Shareholders Holding Nominal Share Capital In Excess Of Rs. 1 Lakh	0	0	0	0	0.00	0.00
(c)	Qualified Foreign Investor	0	0	0	0	0.00	0.00
(d)	Any Other (Total)	0	0	0	0	0.00	0.00
	Sub-Total (B)(2)	0	0	0	0	0.00	0.00
	Total Public Shareholding (B)= (B)(1)+(B)(2)	0	0	0	0	0.00	0.00
	TOTAL (A)+(B)	0	0	0	0	0.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued						
C1	Promoter and Promoter Group	0	0	0	0	0	0
C2	Public	0	0	0	0	0	0
	GRAND TOTAL (A)+(B)+(C)	0	0	0	0	0.00	0.00

For TALWALKARS BETTER VALUE FITNESS LIMITED



Authorised Signatory / Director