

TALWALKARS BETTER VALUE FITNESS LIMITED

Regd. Off.: 801 - 813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026
Tel. No.: 6612 6300. Fax No. 66126363. Website: www.talwalkars.net CIN: L92411MH2003PLC140134


Part I

(₹ In Lakhs)

Statement of Standalone Unaudited Results for the quarter and six months ended 30th September, 2015

Particulars	Quarter ended			Six Months ended		Year ended
	30.09.2015	30.06.2015	30.09.2014	30.09.2015	30.09.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income from operations						
a Income from operations	8,495.04	4,487.54	7,373.63	12,982.58	11,234.84	22,408.53
Less: Service Tax	1,018.32	516.05	790.38	1,534.37	1,196.86	2,386.27
b Other operating income	235.21	99.14	24.44	334.35	43.60	78.60
Total Income from operations (net)	7,711.94	4,070.63	6,607.70	11,782.57	10,081.68	20,100.86
2 Expenses						
a (Increase)/Decrease in stock in trade	0.12	0.17	0.05	0.29	0.47	2.13
b Purchase of stock in trade	-	-	-	-	-	-
c Employee Benefits expense	1,445.54	613.82	1,224.57	2,059.36	1,892.93	3,070.90
d Depreciation and amortisation expense	1,062.55	1,266.97	944.72	2,329.53	1,875.99	3,667.68
e Other expenses	1,759.90	1,339.72	1,794.63	3,099.62	2,908.50	5,678.78
Total Expenses	4,268.12	3,220.67	3,963.97	7,488.79	6,677.89	12,419.49
3 Profit from operations before other income, finance costs and exceptional items (1-2)	3,443.82	849.96	2,643.73	4,293.77	3,403.69	7,681.37
4 Other income	-	-	-	-	-	-
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	3,443.82	849.96	2,643.73	4,293.77	3,403.69	7,681.37
6 Finance costs	376.44	283.80	205.08	660.24	534.80	1,091.41
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	3,067.38	566.15	2,438.65	3,633.54	2,868.89	6,589.96
8 Exceptional items	-	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	3,067.38	566.15	2,438.65	3,633.54	2,868.89	6,589.96
10 Tax Expense	766.85	110.00	602.18	876.85	666.71	2,291.53
11 Net Profit from ordinary activities After tax (9-10)	2,300.54	456.15	1,836.47	2,756.69	2,202.18	4,298.43
12 Extraordinary items	-	-	-	-	-	-
13 Net Profit for the period (11+12)	2,300.54	456.15	1,836.47	2,756.69	2,202.18	4,298.43
14 Paid-up Equity Share Capital (Face Value of Rs.10/- each)	2,970.49	2,970.49	2,618.09	2,970.49	2,618.09	2,618.09
15 Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-	-	22,382.82
16 Earnings per share (after extraordinary items) (of Rs.10/- each) (not annualised except year end Basic/Diluted)						
i						
a) Basic	8.19	1.72	7.01	9.81	8.41	16.42
b) Diluted	8.19	1.72	7.01	9.81	8.41	16.42
ii						
a) Basic	8.19	1.72	7.01	9.81	8.41	16.42
b) Diluted	8.19	1.72	7.01	9.81	8.41	16.42

Part II
Select information for the quarter and six months ended 30th September, 2015

Particulars	Quarter ended			Six Months ended		Year ended
	30.09.2015	30.06.2015	30.09.2014	30.09.2015	30.09.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A Particulars of shareholding						
1 Public Shareholding						
- Number of shares	18,448,713	18,456,213	12,199,965	18,448,713	12,199,965	14,840,077
- Percentage of Shareholding	62.11%	62.13%	46.60%	62.11%	46.60%	56.68%
2 Promoter and Promoter Group Shareholding						
a) Pledged/Encumbered						
- Number of Shares						
- % of the shares (as a % of total shareholding of promoter and promoter group)						
- % of the shares (as a % of total share capital of the Company)						
b) Non-encumbered						
- Number of Shares	11,256,143	11,248,643	13,980,923	11,256,143	13,980,923	11,340,811
- % of the shares (as a % of total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
- % of the shares (as a % of total share capital of the Company)	37.89%	37.87%	53.40%	37.89%	53.40%	43.32%



B Status of investors complaints for the quarter ended 30th September, 2015 :

Pending at the beginning of the quarter	Received during quarter	Disposed Off during the quarter	Remaining unresolved at the end of the quarter
NIL	NIL	NIL	NIL

Standalone Statement of Assets and Liabilities

(₹ in Lakhs)

Particulars	Six Months Ended	Year Ended	Six Months Ended
	30.09.2015	31.03.2015	30.09.2014
	Unaudited	Audited	Unaudited
A EQUITY AND LIABILITIES			
1 Shareholders Funds			
a. Share Capital	2970.49	2618.09	2618.09
b. Reserves & Surplus	36296.15	23813.26	22382.52
Sub-total - Shareholders' funds	39266.63	26431.35	25000.60
2 Share application money pending allotment			
3 Non-current Liabilities			
a. Long-term borrowings	24010.14	23577.83	15608.42
b. Deferred tax liabilities (net)	2448.32	2448.32	2274.93
c. Other long-term liabilities	20.00	20.00	739.48
Sub-total - Non-current liabilities	26478.46	26046.15	18622.83
4 Current Liabilities			
a. Short-term borrowings			0.00
b. Trade payables	1066.81	1345.21	939.12
c. Other current liabilities	5271.86	3570.64	6519.17
d. Short-term provisions	709.26	1212.27	1301.71
Sub-total - Current Liabilities	7047.93	6128.12	8760.00
TOTAL - EQUITY AND LIABILITIES	72793.03	58605.62	52383.43
B ASSETS			
1 Non-current Assets			
a. Fixed assets	49234.47	45527.89	43635.90
b. Non-current investments	730.05	723.10	723.10
c. Long-term loans and advances	4226.33	3338.18	2131.80
d. Other non-current assets	1.02	0.94	254.97
Sub-total - Non-current assets	54191.87	49590.11	46745.77
2 Current Assets			
a. Current Investments	2.22	2.22	2.22
b. Inventories	3.86	4.15	5.82
c. Trade receivables	2236.48	2940.96	1689.85
d. Cash and cash equivalents	9781.11	4430.96	2691.15
e. Short-term loans and advances	6577.49	1637.22	1176.02
f. Other current assets			72.60
Sub-total - Current assets	18601.16	9015.51	5637.66
TOTAL - ASSETS	72793.03	58605.62	52383.43

Notes

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 5th November, 2015
- The Statutory Auditors have carried out a limited review of the results for the quarter ended 30th September, 2015
- The above financial results are in accordance with the accounting policies followed by the Company in preparation of its statutory accounts.
- There are no qualifications raised by the Auditors in the limited review report
- There are no separate reportable segments as per Accounting Standards (AS-17) – Segment Reporting.
- The Company has 146 Fitness Centers across 82 cities and towns in India as on 30th September, 2015
- The Company has opted to publish only the Consolidated Financial Results. The Standalone Results of the Company will be available for investors at www.talwalkars.net, www.nseindia.com and www.bseindia.com.
- The current period figures in this statement have been reported in the amended format as per the SEBI circular dated 16th April 2012, accordingly previous period / year figures have also been regrouped / reclassified to conform with the current period presentation.

For Talwalkars Better Value Fitness Limited



Anant Gawande
Whole-time Director
DIN-00324734

Place: Mumbai
Date: 5th November, 2015

M.K. DANDEKER & CO.

Chartered Accountants,

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Fax : +91-44-25220721
E-Mail : dandeker@vsnl.com
dandeker@eth.net

No.244 (Old No.138),
Angappa Naicken Street,
2nd Floor, Chennai - 600 001
Branches: BANGALORE
HYDERABAD
MUMBAI

Report on Review of Interim Financial Information

The Board of Directors,
Talwalkars Better Value Fitness Limited
Mumbai

Introduction:

We have reviewed the accompanying statement of un-audited Consolidated financial results of **Talwalkars Better Value Fitness Limited** for the six month period ended September 30, 2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with applicable Accounting Standards and other recognized accounting practices and policies. The interim financial information has been approved by the board of directors/committee of board of directors. Our responsibility is to express a conclusion on this interim financial information based on our review.

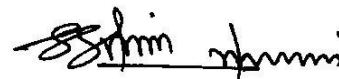
Scope of Review:

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity." A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion:

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited Consolidated financial results for six month period from April 1, 2015 to September 30, 2015 prepared in accordance with accounting standards notified under section 133 of the Companies Act 2013 and other recognized accounting practices and policies has not disclosed the information required to be disclosed including the manner in which it is to be disclosed, or that it contains any material misstatement.

for **M.K.DANDEKER & CO.,**
Chartered Accountants
(ICAI Reg No 000679S)



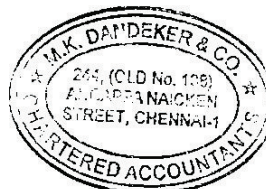
S. Poosaidurai

Partner

Membership No. 223754

Date: November 5, 2015

Place: Mumbai



TALWALKARS BETTER VALUE FITNESS LIMITED

Regd. Off.: 801 - 813, Mahalaxmi Chambers, 22, Bhulabhai Desai Road, Mumbai - 400 026
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Part I (₹ In Lakhs)

Particulars	Statement of Consolidated Unaudited Results for the quarter and six months ended 30th September, 2015					
	Quarter ended			Six Months ended		Year ended
	30.09.2015	30.08.2015	30.09.2014	30.09.2015	30.09.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Income from operations						
a Income from operations	9,343.71	5,070.10	8,378.11	14,413.81	12,849.93	25,256.02
Less: Service Tax	1,120.50	581.06	897.97	1,701.56	1,369.88	2,690.49
b Other operating income	238.81	98.21	25.74	337.02	39.39	85.68
Total Income from operations (net)	8,462.03	4,587.24	7,505.88	13,049.27	11,519.44	22,651.22
2 Expenses						
a (Increase)/Decrease in stock in trade	0.12	0.17	0.05	0.29	0.47	2.13
b Purchase of stock in trade	-	-	-	-	-	-
c Employee Benefits expenses	1,502.38	825.56	1,430.65	2,327.94	2,242.71	3,692.01
d Depreciation and amortisation expenses	1,126.07	1,314.38	1,035.38	2,440.45	2,019.83	3,972.88
e Other expenses	1,990.93	1,523.61	2,041.00	3,514.53	3,373.21	6,418.74
Total Expenses	4,619.50	3,663.71	4,507.08	8,283.21	7,636.22	14,085.76
3 Profit from operations before other income, finance costs and exceptional items (1-2)	3,842.53	923.53	2,998.80	4,766.06	3,883.22	8,565.46
4 Other income	-	-	-	-	-	-
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	3,842.53	923.53	2,998.80	4,766.06	3,883.22	8,565.46
6 Finance costs	440.65	315.50	292.94	756.15	675.01	1,277.93
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	3,401.88	608.03	2,705.87	4,009.91	3,208.21	7,287.53
8 Exceptional items	-	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	3,401.88	608.03	2,705.87	4,009.91	3,208.21	7,287.53
10 Tax Expense	776.85	110.36	602.18	887.21	666.84	2,449.66
11 Net Profit from ordinary activities after tax (9-10)	2,625.03	497.68	2,103.69	3,122.70	2,541.37	4,837.87
12 Extraordinary items	-	-	-	-	-	-
13 Net Profit for the period (11+12)	2,625.03	497.68	2,103.69	3,122.70	2,541.37	4,837.87
14 Share of profit of associates	-	-	-	-	-	-
15 Minority Interest	182.12	20.75	135.72	182.87	170.22	230.36
16 Net profit after taxes, minority interest and share of profit of associates (13+14-15)	2,462.91	476.91	1,967.97	2,939.83	2,371.14	4,607.51
17 Paid-up Equity Share Capital (Face Value of Rs. 10/- each)	2,970.49	2,970.49	2,618.09	2,970.49	2,618.09	2,618.09
18 Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-	-	23,635.89
19 Earnings per share (after extraordinary items) (of Rs. 10/- each) (not annualised except year end Basic/Diluted)						
a) Basic	8.76	1.80	7.52	10.46	9.06	17.60
b) Diluted	8.76	1.80	7.52	10.46	9.06	17.60
19 Earnings per share (after extraordinary items) (of Rs. 10/- each) (not annualised except year end Basic/Diluted)						
a) Basic	8.76	1.80	7.52	10.46	9.06	17.60
b) Diluted	8.76	1.80	7.52	10.46	9.06	17.60

Part II Select information for the quarter and six month ended 30th September, 2015

Particulars	Select information for the quarter and six month ended 30th September, 2015					
	Quarter ended			Six Months ended		Year ended
	30.09.2015	30.08.2015	30.09.2014	30.09.2015	30.09.2014	31.03.2015
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
A Particulars of shareholding						
1 Public Shareholding						
- Number of shares	18,448,713	18,456,213	12,199,965	18,448,713	12,199,965	14,840,077
- Percentage of Shareholding	62.11%	62.13%	46.60%	62.11%	46.60%	56.68%
2 Promoter and Promoter Group Shareholding						
a) Pledged/Encumbered						
- Number of Shares	-	-	-	-	-	-
- % of the shares (as a % of total shareholding of promoter and promoter group)	-	-	-	-	-	-
- % of the shares (as a % of total share capital of the Company)	-	-	-	-	-	-
b) Non-encumbered						
- Number of Shares	11,256,143	11,248,643	13,980,923	11,256,143	13,980,923	11,340,811
- % of the shares (as a % of total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
- % of the shares (as a % of total share capital of the Company)	37.89%	37.87%	53.40%	37.89%	53.40%	43.32%

B Status of Investors complaints for the quarter ended 30th September, 2015 :			
Pending at the beginning of the quarter	Received during quarter	Disposed Off during the quarter	Remaining unresolved at the end of the quarter
NIL	NIL	NIL	NIL



Consolidated Statement of Assets and Liabilities

(₹ In Lakhs)

Particulars	Six Months Ended		
	30.09.2015	31.03.2015	30.09.2014
A EQUITY AND LIABILITIES			
1 Shareholders Funds			
a. Share Capital	2970.49	2618.09	2618.09
b. Reserves & Surplus	37713.02	25046.99	23476.12
c. Share application money Pending allotment	17.00	0.00	0.00
Sub-total - Shareholders' funds	40700.50	27665.08	28094.21
2 Minority Interest	1538.40	1355.53	1295.41
3 Capital Reserve on Consolidation	19.34	19.34	19.34
4 Non-current Liabilities			
a. Long-term borrowings	27958.16	27785.59	16969.17
b. Deferred tax liabilities (net)	2534.72	2534.72	2376.47
c. Other long-term liabilities	121.29	114.44	830.55
Sub-total - Non-current liabilities	30614.17	30434.75	20176.19
5 Current Liabilities			
a. Short-term borrowings	11.93	69.52	72.00
b. Trade payables	1134.96	1462.26	1063.01
c. Other current liabilities	5787.45	4033.35	6795.05
d. Short-term provisions	931.10	1598.79	1559.11
Sub-total - Current Liabilities	7865.44	7183.92	9489.17
TOTAL - EQUITY AND LIABILITIES	80737.85	66838.62	67074.33
B ASSETS			
1 Non-current Assets			
a. Fixed assets	55919.27	52127.79	47812.30
b. Non-current investments	505.00	505.00	505.00
c. Long-term loans and advances	3759.98	2996.11	2631.39
d. Other non-current assets	15.10	15.02	269.93
Sub-total - Non-current assets	60199.35	55643.92	51218.61
2 Current Assets			
a. Current Investments	2.22	2.22	2.22
b. Inventories	3.86	4.15	5.82
c. Trade receivables	2922.63	3409.83	2179.47
d. Cash and cash equivalents	10105.84	4655.67	2858.42
e. Short-term loans and advances	7503.95	2922.82	737.18
f. Other current assets	0.00	0.00	72.60
Sub-total - Current assets	20538.50	10994.70	5855.71
TOTAL - ASSETS	80737.85	66838.62	67074.33

Notes

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 5th November, 2015
- The Statutory Auditors have carried out a limited review of the results for the quarter ended 30th September, 2015
- The above financial results are in accordance with the accounting policies followed by the Company in preparation of its statutory accounts.
- Consolidated Financial Results have been prepared in accordance with Accounting Standard 21 - "Consolidated Financial Statements" and Accounting Standard 23 - "Accounting for Investment in Associates in Consolidated Financial Statements".
- There are no qualifications raised by the Auditors in the Limited Review Report.
- There are no separate reportable segments as per Accounting Standards (AS-17) - Segment Reporting.
- The Company has 146 Fitness Centers across 82 cities and towns in India as on 30th September, 2015
- The Consolidated results includes the financial results of all our subsidiaries.
- Information of Standalone Accounts as per Clause 41 of Listing Agreement.

(₹ in Lakhs)

Particulars	Quarter ended			Six Months ended		Year ended
	30.09.2015 Unaudited	30.06.2015 Unaudited	30.09.2014 Unaudited	30.09.2015 Unaudited	30.09.2014 Unaudited	31.03.2015 Audited
Turnover	7,711.94	4,070.63	6,607.70	11,782.57	10,081.58	20,100.86
Profit before Tax	3,067.38	566.15	2,438.65	3,633.54	2,868.89	6,589.96
Profit after Tax	2,300.54	456.15	1,836.47	2,756.69	2,202.18	4,298.43

- The Company has opted to publish only the Consolidated financial results. The standalone results of the Company will be available for Investors at www.talwalkars.net, www.nseindia.com and www.bseindia.com.
- The current period figures in this statement have been reported in the amended format as per the SEBI circular dated 16th April 2012, accordingly previous period / year figures have also been regrouped / reclassified to conform with the current period presentation.

For Talwalkars Better Value Fitness Limited



Anant Gawande
Whole-time Director
DIN-00324734

Place: Mumbai
Date: 5th November, 2015

M.K. DANDEKER & CO.

Chartered Accountants,

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E-Mail : dandeker@vsnl.com
dandeker@eth.net

No.244 (Old No.138),
Angappa Naicken Street,
2nd Floor, Chennai - 600 001
Branches: BANGALORE
HYDERABAD
MUMBAI

Report on Review of Interim Financial Information

The Board of Directors,
Talwalkars Better Value Fitness Limited
Mumbai

Introduction:

We have reviewed the accompanying statement of un-audited Standalone financial results of **Talwalkars Better Value Fitness Limited** for the six month period ended September 30, 2015 except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with applicable Accounting Standards and other recognized accounting practices and policies. The interim financial information has been approved by the board of directors/committee of board of directors. Our responsibility is to express a conclusion on this interim financial information based on our review.

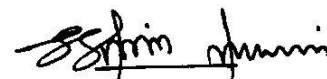
Scope of Review:

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity." A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion:

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited Standalone financial results for the six month period from April 1, 2015 to September 30, 2015 prepared in accordance with accounting standards notified under section 133 of the Companies Act 2013 and other recognized accounting practices and policies has not disclosed the information required to be disclosed including the manner in which it is to be disclosed, or that it contains any material misstatement.

for **M.K.DANDEKER & CO.,**
Chartered Accountants
(ICAI Reg No 000679S)



S. Poosaidurai

Partner

Membership No. 223754

Date: November 5, 2015

Place: Mumbai

