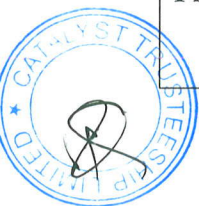


CTL/SAST/18-19/2817

February 13, 2019

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	<b>National Stock Exchange of India Limited – Corporate Office</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
<b>Company Name</b>	<b>Talwalkars Better Value Fitness Limited</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 1</b>	<b>Girish Madhukar Talwalkar</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 2</b>	<b>Prashant Sudhakar Talwalkar</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 3</b>	<b>Vinayak Ratnakar Gawande</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 4</b>	<b>Harsha Ramdas Bhatkal</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 5</b>	<b>Anant Ratnakar Gawande</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 6</b>	<b>Radhika Hotels Private Limited</b> A-231, Twin Tower, Twin Tower Lane, Off V.S Marg, Prabhadevi, Mumbai- 400025
<b>Pledgor Name 7</b>	<b>Better Value Leasing &amp; Finance Ltd</b> 801, Mahalaxmi Chambers, 22, Bhulabhai Desai Raod, Mumbai - 400 026
<b>Pledgor Name 8</b>	<b>Sangeeta Multitrade Pvt Ltd</b> J-52, Maker Tower, Cuffee Parade, Mumbai - 400005



Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge/ encumbrance of shares of Talwalkars Better Value Fitness Limited**

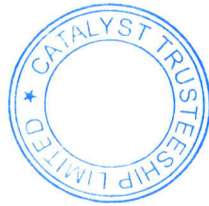
Pursuant to the disclosure required to be made under Regulation 29 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the Pledged shares of “**Talwalkars Better Value Fitness Limited**” in favour of “**Catalyst Trusteeship Limited**” in its capacity of Security Trustee for the benefit of **IndoStar Capital Finance Limited** (“**Lender**”).

For and on behalf of

For **Catalyst Trusteeship Ltd.**



**Authorised Signatory**

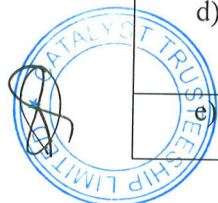


**Part A**  
**Annexure**

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part- A – Details of Acquisition**

1. Name of the Target Company (TC)	<b>Talwalkars Better Value Fitness Limited</b>		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pledge of Equity shares of <b>Talwalkars Better Value Fitness Limited</b> with Catalyst Trusteeship Ltd acting as Security Trustee on behalf of <b>IndoStar Capital Finance Limited (“Lender”)</b>		
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	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights			
b) Shares in nature of encumbrance (pledge/lien/non disposal undertaking/others)	68,89,000	22.22%	
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)	68,89,000	22.22%	
<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired/ sold			
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 in nature of encumbrance (pledge/lien/non disposal undertaking/others)	6,30,500	2.03%	
e) Total (a+b+c+d)	6,30,500	2.03%	

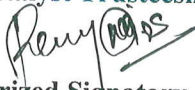




<p><u>After the acquisition, holding of acquirer along with PACs of:</u></p> <p>a) Shares carrying voting rights                  b) Shares encumbered with the acquirer (pledge/lien/non disposal undertaking/others)                  c) VRs otherwise than by shares                  d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.</p>	75,19,500	24.25%	
e) Total (a+b+c+d)	75,19,500	24.25%	
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	By way of Pledge of shares as security for the Facility given to Better Value Leasing and Finance Limited		
7. Date of acquisition / <del>sale of shares / VR or date of receipt of intimation of allotment of shares,</del> whichever is applicable	February 12, 2019		
8. Equity share capital /total voting capital of the TC before the said acquisition/ sale	3,10,04,856		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	3,10,04,856		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	-		

Signature of the acquirer:

For **Catalyst TrusteeShip Limited**



**Authorized Signatory**



Place: Mumbai

Date: February 13, 2019

