

TALWALKARS BETTER VALUE FITNESS LIMITED

CIN: L92411MH2003PLC140134

Registered Office: 1702, 17th Floor, Signature (By Lotus), Off Veera Desai Road Extn., Andheri West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053

✉ talwalkarbetter@gmail.com | ☎ +91 98199 44575 | 🌐 talwalkarsfitness.com

Date: 01.10.2026

To, Manager- CRD BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. Scrip Code: 533200	To, The Manager - Listing National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. SYMBOL: TALWALKARS
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Dear Sir/Madam,

Subject: Scrutinizer's Report of Annual General Meeting

We, Talwalkars Better Value Fitness Limited hereby submitting the Scrutinizer's Report of Voting through e-voting facility and venue voting pursuant to the Regulation 44 (3) of SEBI (LODR) Regulation, 2015 of the Annual General Meeting of the Company held on Wednesday, 30th September, 2026 at 11:30 A.M (IST) at 1702, 17th Floor, Signature (By Lotus), Off Veera Desai Road Extn., Andheri West, Andheri, Mumbai, Mumbai, Maharashtra, India, 400053.

By the order of the Board of Directors

For, **Talwalkars Better Value Fitness Limited**

MEENA ARVIND
BHANUSHALI
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ARVIND BHANUSHALI
Date: 2026.10.01 18:48:13
+05'30'

Meena Arvind Bhanushali

Managing Director

DIN: 10816424



POOJA M PATEL & ASSOCIATES

Company Secretaries
Western C/104, Arise
Nr. Umiya Campus
Gota Ahmedabad-380060
M: 8511725773
Email: poojadelawala211@yahoo.com

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Annual General Meeting of Shareholders
TALWALKARS BETTER VALUE FITNESS LIMITED,
CIN: L92411MH2003PLC140134
Held on Wednesday, 30th September, 2026 at 11:30 AM at Registered Office of the
company situated at 1702, 17th Floor, Signature (By Lotus), Off Veera Desai Road Extn.,
Andheri West, Mumbai, Maharashtra, India, 400053

Dear Sir,

I, Pooja Manthan Patel, proprietor of M/s. Pooja M Patel & Associates, Practicing Company Secretary, Ahmedabad has been appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Voting through Postal Ballot at the time of AGM in a fair and transparent manner at the Annual General Meeting (AGM) of **M/s Talwalkars Better Value Fitness Limited** ("the Company"), held on Wednesday, September 30, 2026 at 11:30 a.m. at the registered office of the company situated at 1702, 17th Floor, Signature (By Lotus), Off Veera Desai Road Extn., Andheri West, Mumbai, Maharashtra, India, 400053. The Company has provided the Remote E-voting facility pursuant to the circular issued by the ministry of corporate affairs, Securities and Exchange Board of India and Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through postal ballot at the time of AGM process on the resolutions contained in the Notice of the Annual General Meeting dated September 01, 2026. My responsibility as a Scrutinizer for remote e-voting and postal ballot voting process at the time of AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting of National Securities Depository Limited and postal ballot papers from the ballot box at the time of AGM.

I Submit my report as under:

1. The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for extending the facility for the remote e-voting to the Members of the Company from Sunday, 27th September 2026 at 9:00 A.M. and concluded on Tuesday, 29th September 2026 at 5:00 P.M.



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2. The voting rights were reckoned as on Wednesday, 23rd September 2026 being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting through postal ballot.
3. The Company facilitated the Members present in the Annual General Meeting who could not participate in the remote e-voting to cast their votes through postal ballot.
4. The votes were unblocked in the presence of the two witnesses not being in the employment of the company on September 30, 2026 (after the conclusion of the meeting).
5. The Result of the voting are as under:

Ordinary Business

Resolution No. 1: (Ordinary Resolution)

Consideration and adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the reports of the Board of Directors and Auditor's Report thereon:

- (i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	37	46,810	98.35%
Venue Voting	32	639	1.34
Total	69	4,74,49	99.70

- (ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	8	144	0.30 %
Venue Voting	0	0	0.00%
Total	8	144	0.30 %

- (iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0



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Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 1 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.

Resolution No. 2: (Ordinary Resolution):

Re-Appointment of a Director in place of Ms. Shilpa Singh (DIN: 08448114), who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	32	46305	97.29
Venue Voting	32	639	1.34
Total	64	46944	98.64

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	13	649	1.36
Venue Voting	0	0	0
Total	13	649	1.36

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 2 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.



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Resolution No. 3: (Ordinary Resolution)

Appointment of M/s. S K Bhavsar & Co., Chartered Accountants (FRN: 0145880W), as the Statutory Auditor of the Company:

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	36	46775	98.28
Venue Voting	32	639	1.34
Total	68	47414	99.62

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	9	179	0.38
Venue Voting	0	0	0
Total	9	179	0.38

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 3 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.

Special Business:

Resolution No. 4: (Ordinary Resolution)

Regularisation of Appointment of Ms. Meena Arvind Bhanushali (DIN: 10816424) As Managing Director

(i) Voted **in favour** of the resolution



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	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	34	46555	97.82
Venue Voting	32	639	1.34
Total	66	47194	99.16

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	11	399	0.84
Venue Voting	0	0	0
Total	11	399	0.84

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 4 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.

Resolution No. 5: (Special Resolution)

Adoption of New Memorandum of Association and Insertion of Additional Main Objects:

(i) Voted **in favour** of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	33	46255	97.81
Venue Voting	32	639	1.35
Total	65	46894	99.16



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(ii) Voted against the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	11	399	0.84
Venue Voting	0	0	0
Total	11	399	0.84

(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 5 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.

Resolution No. 6: (Ordinary Resolution)

Appointment of M/s. Pooja M. Patel & Associates Practicing Company Secretary as Secretarial Auditor of the Company:

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in Favour on Votes Polled
Remote E-voting	34	46555	97.82
Venue Voting	32	639	1.34
Total	66	47194	99.16

(ii) Voted **against** the resolution:

	Number of members voted through electronic voting system or Ballot Paper	Number of votes casted (Shares)	% of Vote in against on Votes Polled
Remote E-voting	11	399	0.84
Venue Voting	0	0	0



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Total	11	399	0.84
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(iii) Invalid votes:

	Total Number Members whose voted were declared invalid	Number of votes casted (Shares)
Promoter and Promoter Group	0	0
Public Institutions	0	0
Public – Non Institutions	0	0
Total Voting	0	0

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item no. 5 of the Notice of the AGM dated 01st September 2026 has been passed with requisite majority.



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RESULT

As the number of votes cast in favour of the resolutions were as per the requirements of ordinary resolutions and special resolutions, I report that the Resolutions with regard to Item no. 1 to 6 as set out in the Notice of the AGM were passed.

Thanking you.

Date: 01.10.2026

Place: Ahmedabad

**For M/S Pooja M Patel & Associates
Company Secretaries**

POOJA
MANTHAN
PATEL

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POOJA MANTHAN PATEL
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**Pooja M Patel
Proprietor**

M. No.: A60023

C.P. No.: 28609

UDIN: A060023H001708417

PEER REVIEW CERTIFICATE No.: 7695/2026

**Counter Signed By
On And Behalf of
Talwalkars Better Value Fitness Limited**

MEENA ARVIND
BHANUSHALI

Digitally signed by MEENA
ARVIND BHANUSHALI
Date: 2026.10.01 18:48:54
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Meena Arvind Bhanushali

Managing Director

DIN: 10816424