



**RP-Sanjiv Goenka  
Group**

Growing Legacies

SRL:SEC:SE: 2019-20/1

**spencer's**

MAKES FINE LIVING affordable

22 April, 2019

Manager (Listing)  
National Stock Exchange of India Limited **(Symbol: SPENCERS)**  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G-Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai – 400 051

The Secretary  
BSE Limited **(Scrip Code: 542337)**  
Phiroze Jeejeebhoy Tower  
Dalal Street  
Mumbai – 400 001

The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range  
Kolkata – 700 001

Dear Sir,

**Sub: Compliance under Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

Pursuant to Sub Regulation 10 of Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, we are enclosing Compliance Certificate issued by a Company Secretary in practice for the half year ended 31 March 2019.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,

For Spencer's Retail Limited

  
Rama Kant  
(Company Secretary & Compliance Officer)  
FCS-4818



Encl: as above

**Spencer's Retail Limited**

(Formerly Known as RP-SG Retail Limited)

Regd. Office: Duncan House, 1st Floor, 31, Netaji Subhas Road, Kolkata-700 001

Tel: +91 33 6625 7600 Web: [www.spencersretail.com](http://www.spencersretail.com)

CIN: L74999WB2017PLC219355

Fax : (033) 2236-7135  
E-mail : smguptaandco@yahoo.com  
smguptaandco@gmail.com  
Website : www.smguptaco.com

Phones : Offi. : 2236 1385, 2236 7135  
Resi. : 2534 8148  
Mobile : 98300 57568

**S. M. GUPTA & CO.**  
COMPANY SECRETARIES  
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated .....

**CERTIFICATE**

**FOR THE HALF YEAR ENDED 31.03.2019**

We have examined all Share Transfer Deeds, Register of Transfers, files and other documents relating to **M/s. SPENCER'S RETAIL LIMITED**, Duncan House, 31, Netaji Subhas Road, Kolkata – 700 001 maintained by them and their Share Transfer Agents M/s. Link Intime India Pvt. Limited pertaining to transfer of equity shares of the company for the period from **01.10.2018** to **31.03.2019** for the purpose of issuing a Certificate as per Regulation 40 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information/ explanation provided by the Company/ STA and on the basis of such checks which to the best of our knowledge and belief were necessary for the purpose of this certification , we hereby certify that the Company has generally issued during the above half year:-

- A) Share Certificate(s) relating to valid Share Transfer Deeds received during the period from **01.10.2018** to **31.03.2019** as entered in the Register of Transfers within thirty days from respective date of lodgment of such deed excepting those rejected on technical grounds.
- B) Share Certificate(s) in respect of valid requests for sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies wherever applicable within thirty days of lodgment.

Place : Kolkata

Signature : 

Date : 9 APR 2019

Name : S.M.GUPTA

Membership No : FCS-896

C. P. Number : 2053

