



SRL:SEC:SE:2019-20/113

13 January, 2020

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

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

The General Manager
Department of Corporate Service,
BSE Limited
(Scrip Code: 542337)
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400 001

Dear Sir,

<u>Sub.: Quarterly Reconciliation of Share Capital Audit Report - (Quarter from October - December</u> 2019)

We enclose herewith the quarterly Reconciliation of Share Capital Audit Report for quarter ended December 31, 2019, issued by the Company Secretary in practice M/s S.M. Gupta & Co., pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018 and SEBI's circular No. D&CC/FITIC/CIR - 16/2002 dated December 31, 2002.

This is for your information and record.

Thanking you,

For Spencer's Retail Limited

Rama Kant Company Secretary

(FCS 4818)

Encl: As above

dx : (033) 2236-7135

E-mail: smguptaandco@yahoo.com smguptaandco@gmail.com

Website: www.smguptaco.com

Phones : R

: 2236 1385, 2236 7135 : 2534 8148

Resi. : 2534 8148 Mobile : 98300 57568

S. M. GUPTA & CO.

COMPANY SECRETARIES
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No	Da	ted

<u>Certificate of Reconciliation of Share Capital Audit</u> [See Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018]

We have audited the relevant records and documents of M/s. SPENCER'S RETAIL LIMITED (CIN: L74999WB2017PLC219355) for the quarter ended 31st December, 2019 for the purpose of issuing Certificate of reconciliation of share capital with both the Depositories and the total issued and listed capital as required pursuant to Notification No. SEBI/LAD-NRO/GN/2018/40 dated 3rd October, 2018 issued by the Securities & Exchange Board of India (SEBI) and on the basis of such checks which to the best of our knowledge and belief were necessary for the purpose of this certification and on the basis of information and explanations given to us and according to the examinations carried out by us, we do hereby certify that in our opinion and according to the best of our information and belief:

- (1) The total of the shares held in the NSDL, CDSL and in the physical form is annexed hereto in the format as prescribed by SEBI and the same tallies with the paid-up capital of the Company.
- (2) The Register of Members is updated.
- (3) Valid dematerialisation requests have been confirmed within the stipulated period.
- (4) There has been no change in the paid-up share capital of the company during the above quarter.

Place : Kolkata

Dated: 7 JAN 2020

Signature

Name

: S. M. GUPTA

Membership No.

: FCS - 896

C. P. Number

: 2053

UDIN: F000896B000020401



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							<u>Annexu</u>	<u>re</u>	
1.	For Quarter ende	ed		31 st December, 2019					
2.	ISIN			INE020801028					
3.	Face Value	And the state of t		Fully paid-up Equity Shares of Rs.5/- each			5/- each		
				Fully paid-up Non-cumulation convertible Preference Share					
4.	Name of the Co.	mnanı		each SPENCER	C DET	ATI I	TMITED		
	Traine or the co	riparty		CIN: 174	999WE	3201	7PLC2193	355)	
<i>5</i> .	Registered Office	e Address		Duncan Ho	(CIN: L74999WB2017PLC219355) Duncan House, 31, Netaji Subhas Road, Kolkata – 700 001			Road,	
	Address where	all or any Boo	oks of	RPSG HOUS					
ı	Accounts and p	apers are ma	intained	2/4 Judges	•	Road	,		
				Kolkata-700	0027				
6.	Correspondence	e Address		RPSG HOUS	•				
					2/4 Judges Court Road ,				
7.	Telephone & F:	av Noc			Kolkata-700027 Ph: (033) 2487 1091				
	Telephone & Fax Nos.								
8.	Email Address			spencers.se			sg.in		
9.	Names of the S	_			1) BSE Limited (BSE)				
	Company's sect	urities are list	ed		National Stock Exchange of India Limited (NSE) The Calcutta Stock Exchange Ltd (CSE)				
				, , ,					
			5) The Calcula Stock Exchange Eta (CSE)						
			Number of						
				shares					
10.	Issued Capital						Equity Shares		
				5,00	5,00,000		Preference Shares		
11.	Listed Capital (Exchange-wis	ie)	7,95,3	34,226		ty Shares o	f Rs. 5	
	(ISIN-wise)					each			
						% 0	f Total capi	tal	
12.	Held in Demate	erialised form	in CDSL	1,05,4	17,364	13.2	6%		
13.	Held in Dematerialised form in NSDL		6,81,8	6,81,82,314		85.73%			
14.	Physical			8,0	8,04,548 1.01%		01%		
15.	Total No. of Shares (12+13+14)		7,95,3	7,95,34,226 (As per RTA Certificate)			rtificate)		
16.	Reasons for dif	ference, if an	iy	N. A.	Ĭ				
	Certifying the C	details of chai	nges in share	capital during	the qua	rter i	Inder consid	doration -	
17.	per Table belov	w:	Applied/	Listed on	Whet			ueration as	
	Particulars* No. of shares		Not	Stock			Whether	In-	
			applied	exchanges	to CL		intimate d to	prin.appr	
			for Listing	(Specify			NSDL	pending	
# Y	The state of the s			Names)	1	1	· JUL	for SE	
A			TRE	(Jairies)			e	(Specify	

								Names)
		*	_					
* Rights, Born Reduction, Fo	l Dus, Preferential Orfeiture, Any o	Issue, ESC Ther (to spe	OPs, am	nalgamat	tion, Cor	oversio	on, Buybacı	k, Capital
Register of M	lembers update	d (Yes/No)	Y	Yes				
				N.A.				
Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?								
Mention the	total no. of required by	uests, if an I days with	y, confi the rea	irmed aft asons for	ter 21 da r delay:	ays an (As p	EI KIA CCIO	incute
Total No. of	f Demat requests	s No.	of		NO. OF		Reasons fo	r delay
Confirmed a	after 21 days	709	N.A.		N.A.			
Pending for	Pending for more than 21 days		N.A.		N.A.			
Name, Telephone & Fax no. of the Compliance Officer of the Company				Mr. Rama Kant, Company Secretary Membership No: FCS 4818 Tel: (033) 2487 1091				
Name, Address, Telephone & Fax no., Regn. no. of the Auditor				Mr. S. M. Gupta (CP – 2053) M/s. S. M. Gupta & Co., Company Secretaries, P-15, Bentinck Street, Kolkata – 700 001 Tel: (033) 2236 1385; Fax: (033) 2236 7135				
Appointment of common agency for share registry work (if yes, name and address)			hare ss)	Link Intime India Private Limited, Vaishno Chamber, 5 th Floor, Room No. 502 & 503, 6, Brabourne Road, Kolkata-700001 Email Id: kolkata@linkintime.co.in				
Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE, company changed its name etc.)			ng l	listed.				ares are no
	Reduction, Final Register of Manager of Mana	Register of Members updated If not, updated upto which of Reference of previous quarted to excess dematerialized shall Has the company resolved to mentioned in point no. 19 and current quarter? If not, rease Mention the total no. of requests pending beyond 22. Total No. of Demat requests Confirmed after 21 days Pending for more than 21 of Name, Telephone & Fax no. Compliance Officer of the Compliance Of	Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with region to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any requests pending beyond 21 days with Total No. of Demat requests Confirmed after 21 days Pending for more than 21 days Name, Telephone & Fax no. of the Compliance Officer of the Company Name, Address, Telephone & Fax no., Regn. no. of the Auditor Appointment of common agency for so registry work (if yes, name and address registry work (if yes, name and address registry work, delistic for the Company, delistic for the Company for t	Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with regards to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any, confi requests pending beyond 21 days with the rea Total No. of Demat requests Confirmed after 21 days No. of requests No. of requests No. of Reguests No. of requests No. of requests	Reduction, Forfeiture, Any other (to specify) Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with regards to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any, confirmed after requests pending beyond 21 days with the reasons for Total No. of Demat requests Confirmed after 21 days No. of requests Confirmed after 21 days No. of requests Link Intivia (or BIER Company, delisting)	Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with regards to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any, confirmed after 21 day requests pending beyond 21 days with the reasons for delay: Total No. of Demat requests Confirmed after 21 days No. of requests No. of requests No. of No. of requests No. of requ	Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with regards to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any, confirmed after 21 days and requests pending beyond 21 days with the reasons for delay: (As provided for the company of the compliance of the Company of the Compliance Officer of the Company Name, Address, Telephone & Fax no., Regn. no. of the Auditor Any other detail that the Auditor may like Any other detail that the Auditor may like Any other detail that the Auditor may like In the company delisting Yes N.A. N.A. N.A. N.A. Mr. Rama Kant, Comp. Membership No: FCS 4 Tel: (033) 2487 1091 Mr. S. M. Gupta (CP – M/s. S. M. Gupta & Co. Secretaries, P-15, Bentinck Street, Tel: (033) 2236 1385; Appointment of common agency for share registry work (if yes, name and address) Any other detail that the Auditor may like In the above Prolisted.	Register of Members updated (Yes/No) If not, updated upto which date Reference of previous quarter with regards to excess dematerialized shares, if any Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? Mention the total no. of requests, if any, confirmed after 21 days and the total requests pending beyond 21 days with the reasons for delay: (As per RTA Cert Total No. of Demat requests Confirmed after 21 days N.A. N.

