



SRL:SEC:SE:2024-25/03

April 5, 2024

National Stock Exchange of India Limited Exchange Plaza, 5<sup>th</sup> Floor Plot No. C/1, G-Block Bandra-Kurla Complex Bandra (East), <u>Mumbai – 400 051</u> (Symbol: SPENCERS) BSE Limited Phiroze Jeejeebhoy Tower Dalal Street <u>Mumbai – 400 001</u> (Scrip Code: 542337)

Dear Sir/Madam,

## Sub: Reconciliation of Share Capital Audit Report for the quarter ended March 31, 2024

In terms of Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018, we enclose herewith the Reconciliation of Share Capital Audit Report for the quarter ended March 31, 2024, issued by M/s. S. M. Gupta & Co., Company Secretaries.

Kindly take the aforementioned information on record and oblige.

Thanking you.

Yours faithfully, For Spencer's Retail Limited

Vikash Kumar Agarwal Company Secretary & Compliance Officer

Enclosed: As above

Email : smguptaandco@yahoo.com smguptaandco@gmail.com Website: www.smguptaandco.com

## S. M.GUPTA & CO.

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

Ref. No.....

Dated.....

## **Reconciliation of Share Capital Audit Report**

[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)** having its Registered office at Duncan House, 31, Netaji Subhas Road, Kolkata- 700 001 for the quarter ended 31<sup>st</sup> March, 2024 for the purpose of issuing Reconciliation of Share Capital Audit Report with both the Depositories and the total issued and listed capital as required pursuant to Notification No. SEBI/LAD-NRO/GN/2018/40 dated 3<sup>rd</sup> 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 including by way of electronic mode, we do hereby certify that in our opinion and according to the best of our information and belief:

- (1) The total number of the shares held in the NSDL, CDSL and in the physical form are 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 dematerialization 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 Date: 04.04.2024



For S. M. Gupta & Co. Company Secretaries Firm Registration No.: S1993WB816800

S. M. Gupta Proprietor Membership Number: FCS-896 C. P. No: 2053 Peer Review: 2464/2022 UDIN: F000896F000028341

<u>Annexure</u>

\*

For Quarter en ISIN Face Value	ded		31 <sup>st</sup> March, 1				
-				30			
Face Value			INE020801028				
	Face Value			Fully paid-up Equity Shares of Rs.5/- each			
			Fully paid-up Non-cumulative and Non-convertible Preference Shares of Rs. 100/- each				
Name of the Co	ompany		SPENCER'S RETAIL LIMITED				
			(CIN: L74999WB2017PLC219355)				
Registered Office Address			Duncan House, 31, Netaji Subhas Road, Kolkata-700 001				
Address where all or any Books of Accounts and papers are maintained			RPSG HOUSE, 2/4 Judges Court Road, Kolkata-700 027				
Correspondence Address			RPSG HOUSE, 2/4 Judges Court Road, Kolkata-700 027				
Telephone & Fax Nos.			Tel No (033) 2487 1091				
Email Address			spencers.secretarial@rpsg.in				
Names of the Stock Exchanges where			1) BSE Limited (BSE)				
the Company's securities are listed			2) National Stock Exchange of India Limited (NSE)				
			Number of shares				
Issued Capital			9,01,32,009 E		Equity Shares		
			5,00,000		Preference Shares		
Listed Capital (Exchange-wise) ( <b>ISIN wise</b> )			9,01,32,009		Equity Shares of Rs. 5/- each		
					% of Total Capital		
Held in Dematerialised form in CDSL		1,16,97,641		12.98%			
Held in Dematerialised form in NSDL			7,77,60,955 86.27%		86.27%		
Physical					0.75%		
Total No. of Shares (12+13+14)			9,01,32,009 (As per RTA Certificate)		Certificate)		
<i>Reasons for difference, if any</i> N.A.							
Certifying the details of changes in share capital during the quarter under consideration as per Table below: NO CHANGE IN SHARE CAPITAL							
Particulars*	No. of	Applied/	Listed on	Wheth	Whether	In-prin. appr	
	shares	Not	Stock	er	intimated	pending from	
		applied	exchanges	intimat	to NSDL	Stock Exchanges	
		for Listing	(Specify	ed to		(Specify Names)	
			Names)	CDSL			
* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital						ack, Capital	
			STREET CA				
			<u> </u>			S. M. GUPTA & CO	
	Address where Accounts and p Correspondence Telephone & Fa Email Address Names of the S the Company's Issued Capital ( Issued Capital ( (ISIN wise) Held in Demate Held in Demate Held in Demate Physical Total No. of Sh Reasons for dii Certifying the c Table below: 1 Particulars*	Address where all or any Boc   Accounts and papers are mail   Correspondence Address   Telephone & Fax Nos.   Email Address   Names of the Stock Exchange   the Company's securities are   Issued Capital   Listed Capital (Exchange-wise   Issued Capital (Exchange-wise   Held in Dematerialised form if   Physical   Total No. of Shares (12+13+   Reasons for difference, if any   Certifying the details of change   Table below: NO CHANGE II   Particulars* No. of   shares      * Rights; Bonus, Preferential   Reduction, Forfeiture, any otl   Register of Members updated	Address where all or any Books of   Accounts and papers are maintained   Correspondence Address   Telephone & Fax Nos.   Email Address   Names of the Stock Exchanges where the Company's securities are listed   Issued Capital   Listed Capital (Exchange-wise)   (ISIN wise)   Held in Dematerialised form in CDSL   Held in Dematerialised form in NSDL   Physical   Total No. of Shares (12+13+14)   Reasons for difference, if any   Certifying the details of changes in share   Table below: NO CHANGE IN SHARE CAP   Particulars* No. of shares (12+13+14)   Reasons for difference, if any   Certifying the details of changes in share   Table below: NO CHANGE IN SHARE CAP   Particulars* No. of shares Applied/ Not applied for Listing       * Rights; Bonus, Preferential Issue, ESOP	Registered Office Address Duncan Ho   Address where all or any Books of RPSG HOU:   Accounts and papers are maintained Kolkata-700   Correspondence Address RPSG HOU:   Correspondence Address RPSG HOU:   Correspondence Address RPSG HOU:   Kolkata-700 Kolkata-700   Correspondence Address RPSG HOU:   Kolkata-700 Kolkata-700   Telephone & Fax Nos. Tel No (0:   Email Address spencers.se   Names of the Stock Exchanges where 1) BSE Limit   the Company's securities are listed 2) National S   Issued Capital 9,0   (ISIN wise) 9,0   Held in Dematerialised form in CDSL 1,1:   Held in Dematerialised form in NSDL 7,7   Physical 7   Total No. of Shares (12+13+14) 9,0   Reasons for difference, if any N.A.   Certifying the details of changes in share capital during   Table below: NO CHANGE IN SHARE CAPITAL   Particulars* No. of   shares Applied for Listed on   Not Stock <td< td=""><td>Registered Office Address Duncan House, 31, Kolkata-700 001   Address where all or any Books of Accounts and papers are maintained RPSG HOUSE, 2/4 Ji Kolkata-700 027   Correspondence Address RPSG HOUSE, 2/4 Ji Kolkata-700 027   Telephone &amp; Fax Nos. Tel No (033) 2487 1   Email Address spencers.secretarial   Names of the Stock Exchanges where the Company's securities are listed 1) BSE Limited (BSE)   2) National Stock Exchanges where the Capital 9,01,32,009   Issued Capital 9,01,32,009   Issued Capital 9,01,32,009   Issued Capital (Exchange-wise) 9,01,32,009   (ISIN wise) 6,73,413   Held in Dematerialised form in CDSL 1,16,97,641   Held in Dematerialised form in NSDL 7,77,60,955   Physical 6,73,413   Total No. of Shares (12+13+14) 9,01,32,009   Reasons for difference, if any N.A.   Certifying the details of changes in share capital during the quar Table below: NO CHANGE IN SHARE CAPITAL   Particulars* No. of shares Applied/ Not applied for Listing Listed on (Specify Names) Wheth er intimat ed to CDSL   ***** No. of shares Applied/ Not applied for Listing CDSL Names)</td><td>Registered Office Address Duncan House, 31, Netaji Subha   Address where all or any Books of RPSG HOUSE, 2/4 Judges Court   Address where Address RPSG HOUSE, 2/4 Judges Court   Correspondence Address RPSG HOUSE, 2/4 Judges Court   Kolkata-700 027 Telephone &amp; Fax Nos.   Telephone &amp; Fax Nos. 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19.	Reference of previous quarter with regards to excess dematerialized shares, if any		Nil					
20.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?			N.A.				
21.	Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay – (As per RTA Certificate)							
	Type of Requests	Requests confirmedRequafter 21 daysbeyc		<i>No. of ests pending nd 21 days</i>	<i>Reasons for Delay in confirmation of requests</i>			
	Nil	Nil	Nil		N.A.			
22.	<i>Name, Telephone &amp; Fax no. of the Compliance Officer of the Company</i>			Mr. Vikash Kumar Agarwal Company Secretary & Compliance Officer Membership No.: ACS 19583 Tel No (033) 2487 1091				
23.	<i>Name, Address, Telephone &amp; Fax no., Regn. no. of the Auditor</i>			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				
24.	Appointment of common agency for share registry work (if yes, name and address)			Link Intime India Pvt. Limited Address -C 101, 1st Floor, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400083 Tel: +91 22 49186270 Email Id - rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in				
25.	Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from Stock Exchange, company changed its name etc.)			1. The aforesaid Preference Shares are not listed on any Stock Exchange.				
					S. M. GUPTA & CO			