



SRL:SEC:SE:2025-26/02

April 17, 2025

National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G-Block Bandra-Kurla Complex Bandra (East),

Mumbai – 400 051 (Symbol: SPENCERS)

Dear Sir/Madam,

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

<u>Sub: Reconciliation of Share Capital Audit Report for the quarter ended</u> <u>March 31, 2025</u>

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, 2025, issued by M/s. S. M. Gupta & Co., Company Secretaries.

You are requested to take the aforementioned information on record and oblige.

Thanking you.

Yours faithfully, For Spencer's Retail Limited

Navin Kumar Rathi Company Secretary & Compliance Officer

Enclosed: As above

Email: smguptaandco@yahoo.com Offi.: 2236 1385, 2236 7135

smguptaandco@gmail.com Mobile : 98300 57568

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 31st March, 2025 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 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 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: 16.04.2025 For S. M. Gupta & Co.
Company Secretaries

Firm Registration No.: S1993WB816800

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S. M. Gupta Proprietor

Membership Number: FCS-896 C. P. No: 2053

Peer Review: 2464/2022

UDIN: F000896G000124074

Annexure

T			T at			<u>Annexure</u>	
•	ended						
ISIN			INE0208010)28			
Face Value			Fully paid-up Equity Shares of Rs.5/- each				
			Fully paid-	up Non-c	umulative a	llative and Non-convertible	
			Preference	nce Shares of Rs. 100/- each			
Name of the	Company		SPENCER'S	S RETAIL	LIMITED		
			(CIN: L74999WB2017PLC219355)				
Registered Office Address		Duncan House, 31, Netaji Subhas Road,					
Address where all or any Books of			RPSG HOUSE, 2/4 Judges Court Road,				
Accounts and papers are maintained			Kolkata-700 027				
Correspondence Address			RPSG HOUSE, 2/4 Judges Court Road,				
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 a	re listed	2) National Stock Exc Number of shares		hange of Indi	ia Limited (NSE)	
Issued Capit	Issued Capital		9,01,32,009		Equity Shares		
			5,00,000		Preference Shares		
Listed Capital (Exchange-wise)		vise)	9,01,32,009		Equity Shares of Rs. 5/- each		
(ISIN wise)					% of Total (Canital	
				•			
Held in Dematerialised form in CDSL				14.46%			
	aterialised for	m in NSDL	7,64,39,170		84.81%		
<u> </u>					0.73%		
Total No. of S	Shares (12+1.	<i>3+14)</i>	9,01,32,009		(As per RTA Certificate)		
Total No. of L	Equity Shareh	olders		51,664			
Reasons for a	difference, if a	any	N.A.				
Certifying the	 - canital durin	na the aua	arter under co	onsideration as per			
Table below: NO CHANGE IN SHARE CAPITAL						meraeraeren ab per	
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							
Reduction, Fo	orfeiture, any	other (to spec	cify)		//	TREET, CO	
	ISIN Face Value Name of the Registered On Address when Accounts and Corresponded Telephone & Email Address Names of the the Company Issued Capital (ISIN wise) Held in Dema Physical Total No. of S Total No. of S Certifying the Table below: Particulars*	Registered Office Address Address where all or any E Accounts and papers are in Correspondence Address Telephone & Fax Nos. Email Address Names of the Stock Exchait the Company's securities at the Company's securities at the Capital Listed Capital (Exchange-vice) (ISIN wise) Held in Dematerialised form Physical Total No. of Shares (12+1. Total No. of Equity Shareh Reasons for difference, if at Certifying the details of charable below: NO CHANGE Particulars* No. of shares * Rights; Bonus, Preferentials.	ISIN Face Value Name of the Company Registered Office Address 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) Total No. of Equity Shareholders Reasons for difference, if any Certifying the details of changes in share Table below: NO CHANGE IN SHARE CAPARTICULARS* No. of Applied/ shares Not applied for Listing * Rights; Bonus, Preferential Issue, ESO	ISIN Face Value Face Value Fully paid- Ful	INEO20801028 Face Value Face Value Fully paid-up Equity Fully paid-up Non-or-Preference Shares of SPENCER'S RETAIL (CIN: L74999WB2 Registered Office Address Duncan House, 31, Kolkata-700 001 Address where all or any Books of Accounts and papers are maintained Kolkata-700 027 Kolkata-700 027 Correspondence Address RPSG HOUSE, 2/4 J Kolkata-700 027 Telephone & Fax Nos. Tel No (033) 2487 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 Company's securities are listed 9,01,32,009 5,00,000 1,32,009 5,00,000 1,32,009 1,30,35,935 Held in Dematerialised form in CDSL 1,30,35,935 Held in Dematerialised form in NSDL 7,64,39,170 Physical 6,56,904 Total No. of Shares (12+13+14) 9,01,32,009 Total No. of Equity Shareholders 51,664 Reasons for difference, if any N.A. Certifying the details of changes in share capital during the quality shares Not Stock er applied exchanges intimat for Listing (Specify ed to Names) CDSL	INEO20801028 Face Value Fully paid-up Equity Shares of Fully paid-up Non-cumulative an Preference Shares of Rs. 100/- Name of the Company SPENCER'S RETAIL LIMITED (CIN: L74999WB2017PLC219) Duncan House, 31, Netaji Subhikolkata-700 001 Address where all or any Books of Accounts and papers are maintained (Kolkata-700 027 Correspondence Address Correspondence Address (Kolkata-700 027 Telephone & Fax Nos. Tel No (033) 2487 1091 Email Address Spencers.secretarial@rpsg.in Names of the Stock Exchanges where the Company's securities are listed 1) BSE Limited (BSE) Issued Capital Stock Exchange-wise 9,01,32,009 Equity Share (ISIN wise) 9,01,32,009 Equity Share (ISIN wise) 9,01,32,009 Equity Share (ISIN wise) 7,64,39,170 Physical 6,56,904 Total No. of Shares (12+13+14) 9,01,32,009 (As per RTA) Total No. of Equity Shareholders 51,664 Reasons for difference, if any N.A. Certifying the details of changes in share capital during the quarter under capital below: NO CHANGE IN SHARE CAPITAL Particulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er intimated to NSDL Farticulars* No. of Applied Listed on Stock er Intimated to NSDL Farticulars* No. of Applied Listed on Stock er Intimated to NSDL Farticulars* No. of Applied Listed on Stock er Intimated to NSDL Farticulars* No. of Applied Listed on Stock er Intimated to NSDL Farticulars* No. of Applied Listed on Stock er Intimated to NSDL	

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18.	1 -	of Members updated (Ye dated upto which date	es/No)	Yes			
19.		e of previous quarter wi o excess dematerialized 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 Request s	Total No. of Requests confirmed after 21 days	Reque	No. of ests pending nd 21 days	Reasons for Delay in confirmation of requests		
	Nil	Nil	Nil		N.A.		
22.	Name, Telephone & Fax no. of the Compliance Officer of the Company			Mr. Navin Kumar Rathi Company Secretary & Compliance Officer Membership No.: ACS 35075 Tel No (033) 2487 1091			
23.	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			
24.	Appointment of common agency for share registry work (if yes, name and address)			MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) Address -C 101, 1st Floor, 247 Park, L B S Marg, Vikhroli West, Mumbai – 400083 Tel: +91 22 49186270 Email Id - rnt.helpdesk@in.mpms.mufg.com Website: www.in.mpms.mufg.com			
25.	like to pro	detail that the Auditor ovide (eg. BIFR Compai from Stock Exchange, changed its name etc.)	ny,	The aforesaid Preference Shares are not listed on any Stock Exchange.			
					S. M. GUPTA & CO		