



SRL:SEC:SE:2024-25/60

October 8, 2024

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>September 30, 2024</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 September 30, 2024, 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

Encl: 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
Net. No	Dateu

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 30th September, 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 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: 08.10.2024 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: F000896F001481078

Annexure

2. ISIN INE020801028 Fully paid-up Equity Shares of Rs.5/- each Fully paid-up Equity Shares of Rs.5/- each Fully paid-up Equity Shares of Rs.5/- each Fully paid-up Non-cumulative and Non-convertible Preference Shares of Rs. 100/- each SPENCER'S RETAIL LIMITED (CIN: 1.74999WB2017PLC219355) 5. 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 RPSG HOUSE, 2/4 Judges Court Road,					T 41.			Aillexule		
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Particulars* No. of shares Not Stock er intimated pending from Stock Exchanges (Specify Policy Names) **Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) **Register of Members updated (Yes/No) Yes **In-prin. appr pending from Stock Exchanges intimat to NSDL Stock Exchanges (Specify Names) **Topical Stock Exchanges (Specify Na	<i>17.</i>	Certifying the	details of cha	nges in share	capital during the quarter under consideration as per					
shares Not applied exchanges intimat to NSDL Stock Exchanges (Specify ed to Names) CDSL * Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) Register of Members updated (Yes/No) Yes		Table below:	Table below: NO CHANGE IN SHARE CAPITAL							
* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) **Register of Members updated (Yes/No) **Rock Exchanges intimat to NSDL Stock Exchanges (Specify ed to Names) **CDSL** **Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) **Register of Members updated (Yes/No) **Yes		Particulars*	No. of	Applied/	Listed on	Wheth	Whether	In-prin. appr		
* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) **Register of Members updated (Yes/No) **Resulting exchanges (Specify ed to CDSL			shares	1	Stock	er	intimated			
* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) **Register of Members updated (Yes/No) Yes **The Conversion of Members updated (Yes/No) Yes **The Conversion of Members updated (Yes/No) Yes				applied	exchanges	intimat		Stock Exchanges		
* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify) 18. Register of Members updated (Yes/No) Yes				1	_	ed to		_		
Reduction, Forfeiture, any other (to specify) 18. Register of Members updated (Yes/No) Yes					Names)	CDSL				
Reduction, Forfeiture, any other (to specify) 18. Register of Members updated (Yes/No) Yes										
18. Register of Members updated (Yes/No) Yes		* Rights; Bonus, Preferential Issue, ESOPs, amalgamation, Conversion, Buyback, Capital								
If not, updated upto which date	18.	_								
II O II Allows a control		If not, update	ed upto which	date) <u>[</u>		

					<u>L</u>		
19.	Reference of previous quarter with regards to excess dematerialized shares, if any		th	Nil			
20.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?		in the	N.A.			
21.			-	confirmed after 21 days and the total no. of requests s for delay – (As per RTA Certificate)			
	Type of Requests	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 (Appointed as Company Secretary & Compliance Officer w.e.f. 1 st August, 2024) Membership No.: ACS 35075 Tel No (033) 2487 1091 Mr. Vikash Kumar Agarwal (Resigned from the position of Company Secretary & Compliance Officer w.e.f. the close of business hour on 31 st July,2024) Membership No.: ACS 19583 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)			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.	like to production	detail that the Auditor I vide (eg. BIFR Compan rom Stock Exchange, changed its name etc.)	any Stock Exchange.				