









Business Overview









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Nature's Basket



Organized Retail opportunity in India







Organized Retail Share growing at CAGR ~18%

Opportunity for "uniquely positioned" retailers

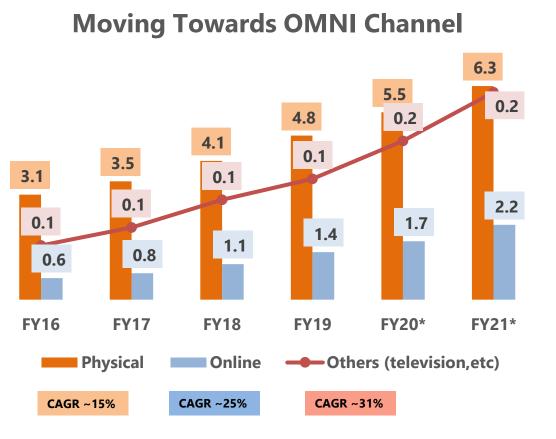


- Organised retailers to benefit with consumers tilting towards organised space.
- Retailers with unique & differentiated positioning will continue to do well.
- There are different segment of customers for different formats and modern trade have multiple formats which will survive by its own segment of customers.
 - Brands which have sharp positioning will have its own advantages with its targeted & niche customer segments.

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The future of retail is "OMNI Channel"

Combination of Physical & Online Platform



- Increase in usage of E-commerce platforms by Consumers.
- Shopping has become a convenient mix of both Offline (Physical) & Online platforms.
- Companies who are positioned in both Offline(Physical) and Online Platform will continue to do well.
- OMNI Channel focus on entire customer experience and Brands which have sharp positioning will have its own advantages with its targeted & niche customer segments.

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Spencer's presence across segments in Organized Retail

Spencer's Retail Limited is present across ~72% segment share of organised Retail

	Jeunem	ize share in. sed Retail	Narket Penetration
Others ~26%	Food & Grocery	~19%	~4%
Books & Music	Apparel	~23%	~25%
~1% Pharmacy	Consumer Durables, Mobile & IT	~24%	~26%
~1%	Furniture & Household Items	~2%	~7%
	Footwear	~4%	~18%
	Spencer's Presence	~72%	
Organised Retail Market Share			

- Massive headroom for growth since Penetration of Modern Trade in Grocery is less than ~5% and Indian modern retail to double its size in over the next couple of years.
- There will be positive result due to Consolidation in the retail space and everyone will have their share of growth.
- Huge potential for growth with lowest market penetration amongst other segments

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Company Snapshot



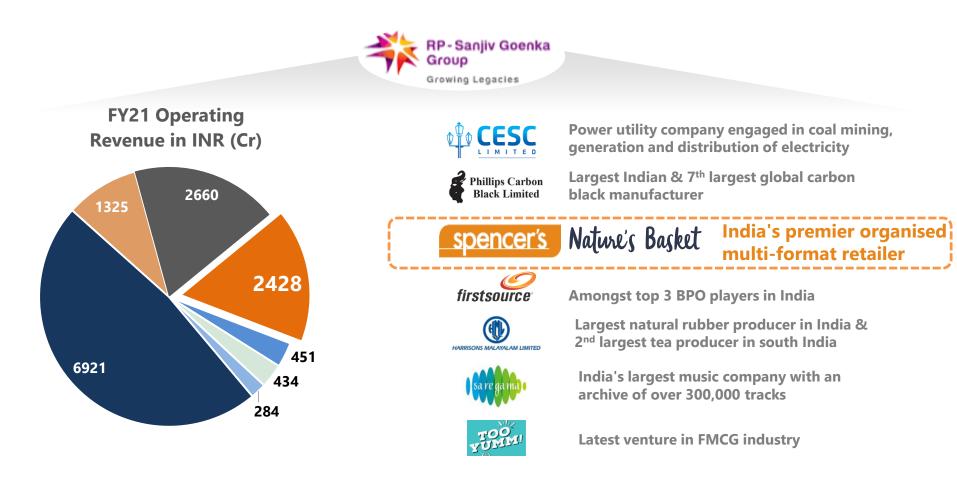




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RP- Sanjiv Goenka Group

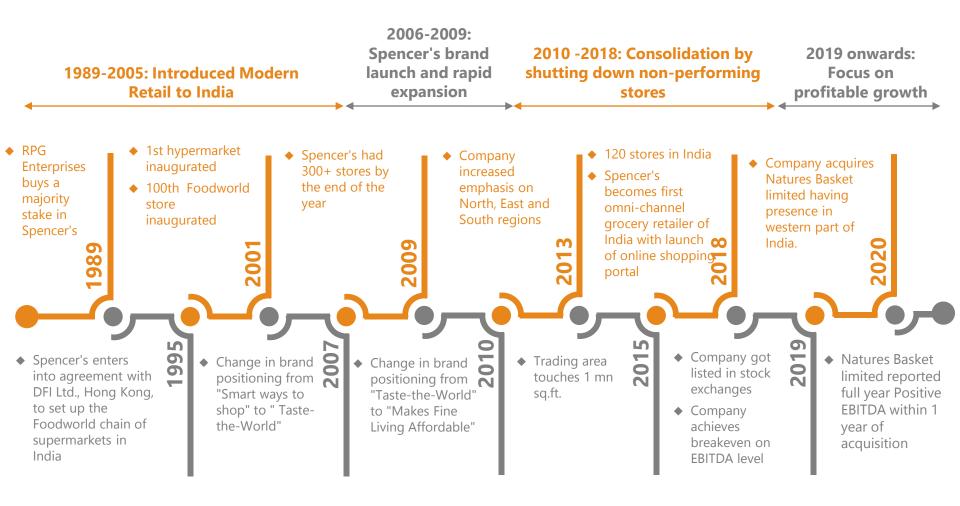
Diversified Business House



On 4th July 2019, Spencer's Retail Limited (formerly known as RP-SG Retail Limited) ('SRL') has acquired 100% stake of Nature's Basket Limited (NBL) from Godrej industries Limited, as a wholly owned subsidiary company. Financial numbers are of Standalone business except for Spencers and Natures basket

Nature's Basket

Spencer's Retail: Evolution of the Business



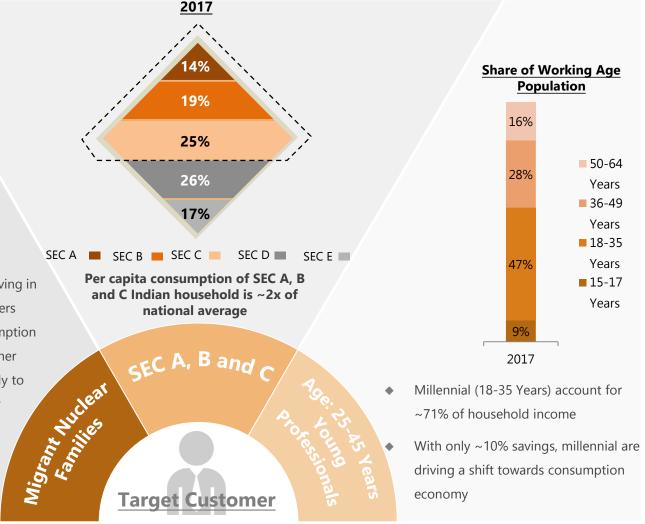
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Nature's Basket

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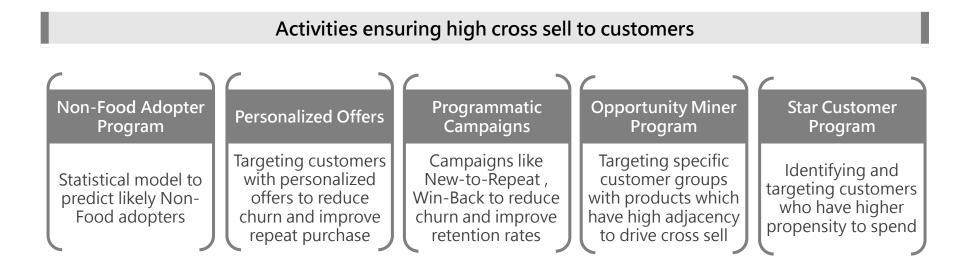
Targeting a Well-Defined Customer-Base...

- The proportion of nuclear households has reached 70% and is projected to increase to 74% by 2025
- Nuclear families spend 20% to 30% more per capita than joint families
- Increasing urbanization and interstate migration further fueling consumption
- About 40% of India's population will be living in urban areas by 2025, and these city dwellers will account for more than 60% of consumption
- Migrant families (also nuclear) have a higher propensity to consume and are more likely to shop at MT outlets and online for all their needs (one-stop-shop)



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Consistent increase in Customer centric communication & share of wallet by leveraging precision targeting & personalisation through CRM, Online, Digital & Social Media, WhatsApp outreach





.... Efficient Operations

Efficient In-store Management along with Centralized Control Ensuring Lean Cost Structure



Weekly **price benchmarking** process to ensure price competitiveness



Daily shelf **availability check** to ensure top selling lines are always available



Scientific store layout and category placements to boost cross selling



New checkout counter is opened if queue is more than 3 trolleys – Low Waiting time





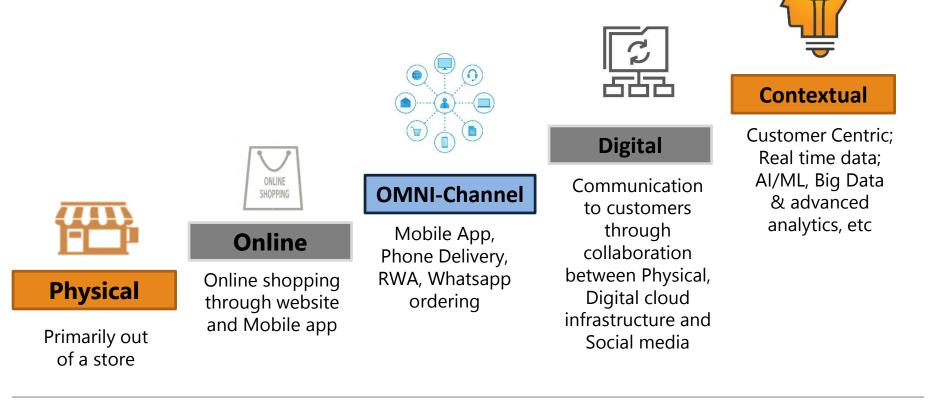
Supply Chain Efficiency

- Lean cost structure with centralized replenishment control
- Distribution & Collection Centers located in all critical geographies functioning for
 - Local Sourcing Hub
 - Commodity Repack Centre
 - Fresh sourcing from farmlands
- SAP enabled backend to support scalability
- Technology usage to reduce inventory cover both in transit and overall inventory
- Full scale implementation of Warehouse Management System (WMS) for better process optimization
- Machine learning to handle multi-dimensional and multi variety data
 - Uses machine learning in sales forecasting and predicting optimum inventory

Nature's Basket

Providing Shopping experience for every stage of digital maturity

Serving customers by becoming a true OMNI Channel player by providing superior shopping experience through digital transformation with varied assortment, differentiated offerings, tieups with partners for last mile deliveries, 'Out of Store' initiatives, Leveraged stores as hubs for Phone delivery while building agility and managing risk.



Nature's Basket

Business Portfolio





Makes fine living affordable

India's premier organised multi-format retailer,

Offering customers great choice, great price and great experience Makes Fine Living Affordable

Nature's Basket

Differentiated Business Model of International foods

offering products ranging from Fresh food, Artisanal breads, FMCG and Staples One-stop-destination for multi-cuisine, organic and international food products

Omnipresent Retail India Pvt. Ltd (Out-of-Store Business)

Online marketplace delivery

platform for selling FMCG, Fresh, Staples, General Merchandise, Apparel & electrical products To become a True OMNI Channel retailer

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Spencer's Positioned as a Holistic grocery shopping environment though its wide & unique range of products



Differentiated Fresh Section

Wide range of assortments

Unique Fish & Meat offerings



Experiential Shopping & smooth checkout experience



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Nature's Basket

One-stop destination for multi- cuisine cooking needs.

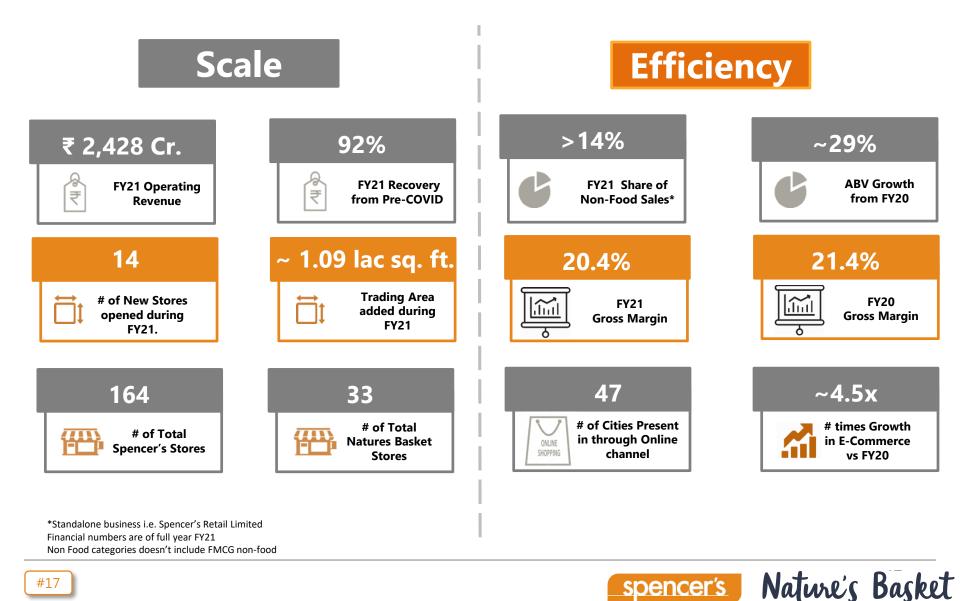


Preferred destination for Gourmet & Gifting



Nature's Basket

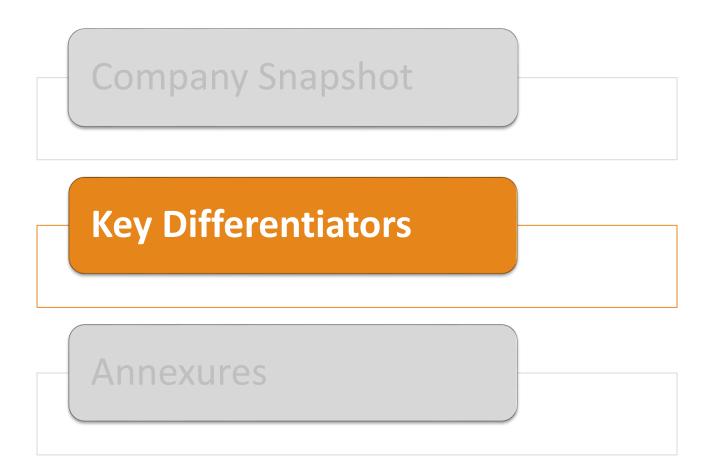
Business Snapshot: Consolidated



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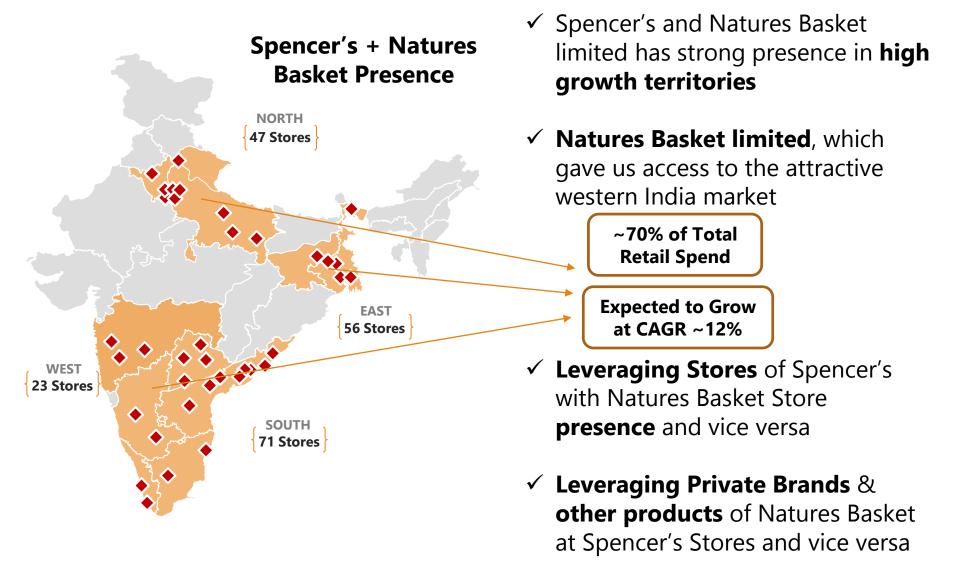


Optimal Product Mix ~ Increasing share of High Margin Categories

Strong Omni Channel



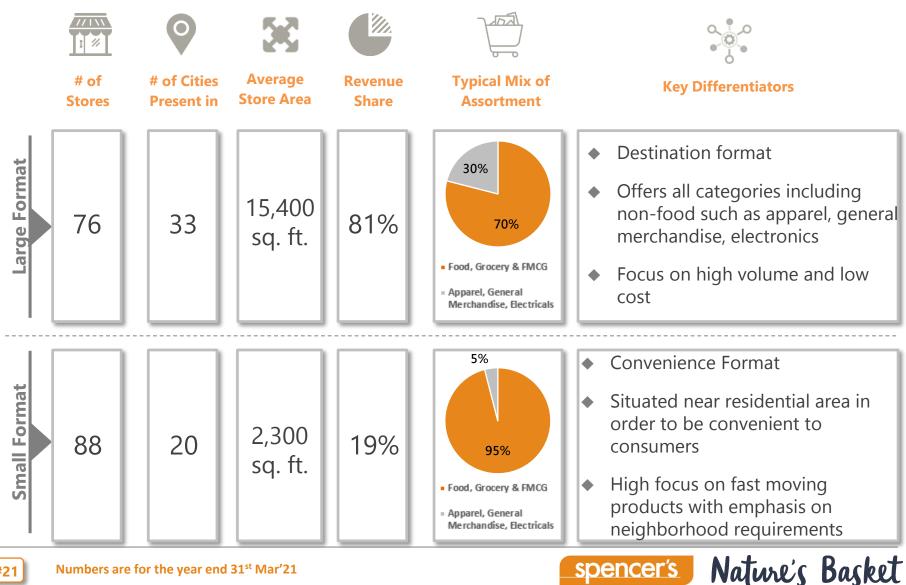
Profitable Growth in Chosen Geographies



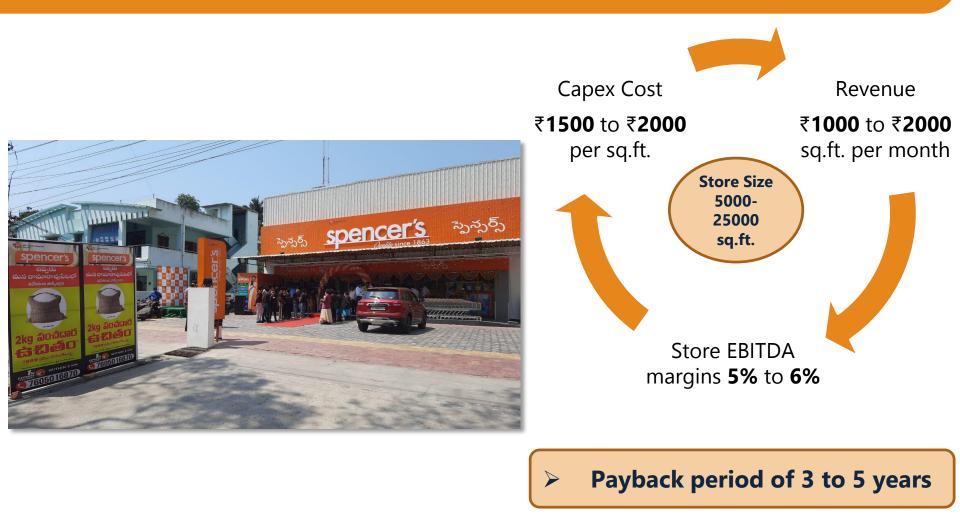
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Spencer's Retail

Led by Large Format Stores to drive profitability and improve margins

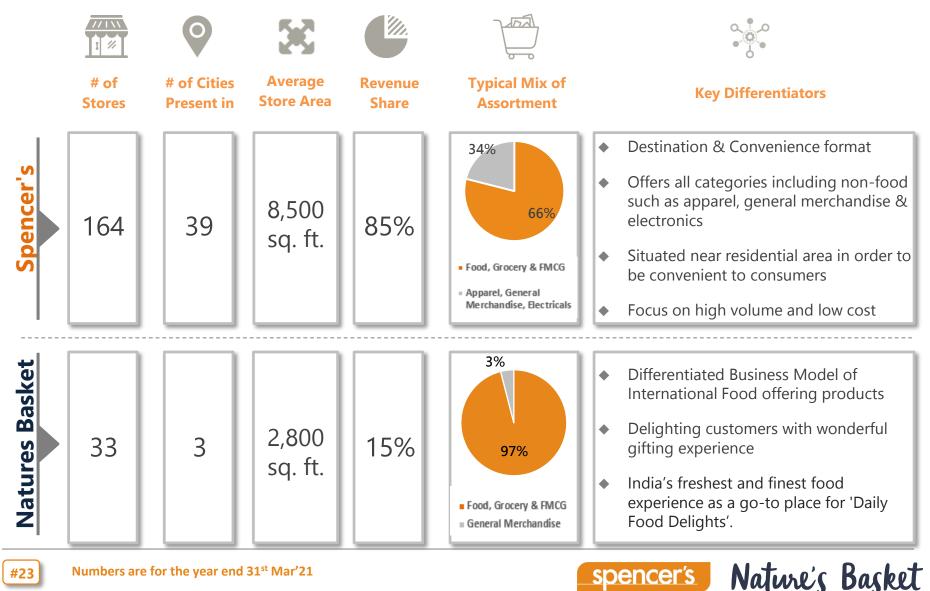


Business Model





Spencer's & Natures Basket – Optimal Mix



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Spencer's - becoming a true OMNI Channel

Being Part of Community via hyper local

Direct Customers Connect





Major shift of gear in direct to customer channel



Store as Hub

Contactless delivery 'Out of Store' Sales, Phone Delivery & WhatsApp ordering Chatbot



Online-road to profitability

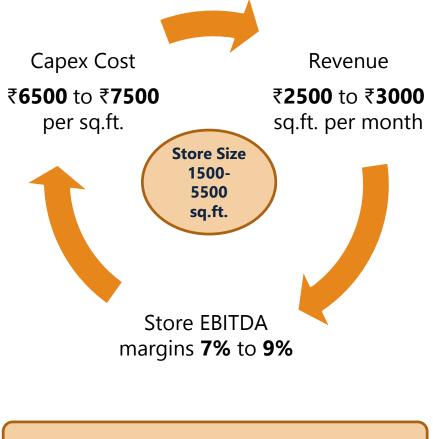
>6.5x growth in **Online Business** from FY19



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Business Model





Payback period of 3 to 5 years

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Reduction in losses by ~70% by strategic turnaround of Natures Basket Limited

Particulars (₹ cr)	Q2	Q3	Q4	FY20	Q1	Q2	Q3	Q4	FY21
Sales	88	94	87	273	108	91	87	77	363
Other Income	0	0	1	2	1	1	2	2	6
COGS	72	72	65	214	79	67	65	54	265
Gross Margin	15	22	22	59	28	24	22	23	98
Gross Margin %	17.6%	23.4%	25.8%	21.7%	26.2%	26.5%	25.6%	30.0%	26.9%
EBITDA	(21)	(2)	2	(22)	9	7	7	5	28
EBITDA %	-24.3%	-2.6%	1.9%	-8.1%	7.9%	8.2%	7.9%	6.4%	7.6%
PBT	(37)	(16)	(16)	(69)	(4)	(5)	(5)	(7)	(21)

- ✓ Natures Basket Limited has reported positive EBITDA within 1 year of acquisition due to successful integration efforts and has witnessed significant growth despite the challenging conditions by winning the trust of customers
- Natures Basket delivered first ever full year positive EBITDA for FY21, delivering a huge swing of 1580bps in profitability from (-) 8.1% to 7.6% led by improvement in gross margins by 521bps from 21.7% to 26.9%. In fact, gross margins in the business reached 30.0% in Q4FY21."

Nature's Basket

Natures Basket - Initiatives



Natures Basket as a Gifting Destination

- Launch of The Gift Studio (TGS)
- Leveraging digital platforms



Strengthening our Health Positioning

- Strengthening Health positioning
- Offerings to communicate & strengthen our product offerings



Customer Engagements & Outreach

- Loyalty campaigns
- Celebrity Outreach and Engagement with influencers



Superior Convenience to customers

- Delivery of entire assortment in 90 mins: Fresh & Fast service
- Convenience for both Online & Home Delivery customers



7400015887, 7045744686, 888007745 Homo De Herry Analizate for Wathi, Shakada, HERLI, BELAPUR, PALM BEACH ROAD, KIMARGHAR, AROLI, GHANSY Kobar Rinklanda & TURBINE



Well Differentiated and Diversified Private Brands

Delighting customers with wide range of quality products through our own brands



Focus on Non-Food Business: Higher Margin Categories





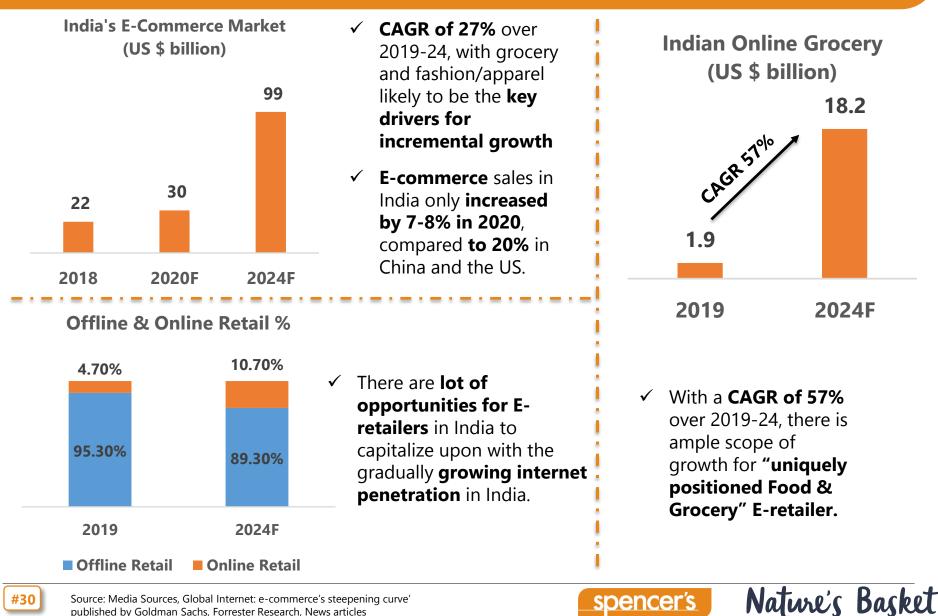
- Adding Private Brand products in Non-food categories
- Efficiency in Inventory management through SOR Mix
- Increased choice for customer with introduction of multiple new national brands







Indian E-Commerce & Online Grocery Market

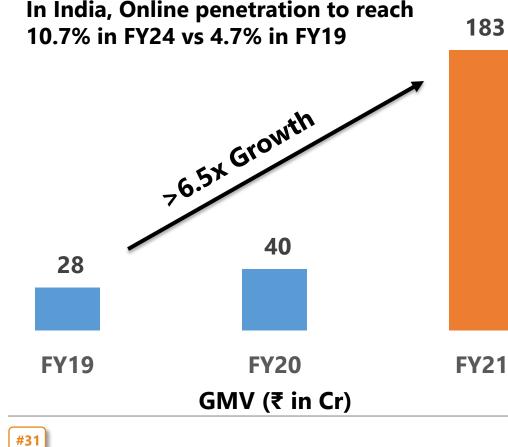


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Source: Media Sources, Global Internet: e-commerce's steepening curve' published by Goldman Sachs, Forrester Research, News articles

Online Business Growth >6.5X

- ORIPL is an E-commerce company 100% owned Subsidiary of Spencer's Retail Limited
- Online store for Food, Grocery, Fresh, Apparel, General Merchandise and Liquor



- Significant investments were made during the year in the online platform for enhancing consumer experience
- ✓ We have witnessed more than 6.5x growth from FY19 and 4.5x growth from last year
- Ample scope of growth for every retailer offering best in class value to customers
- There is huge opportunity, not only through the current model which is achieving rapid growth but it can also scale up much further by adding multiple products, markets, and new geographies.

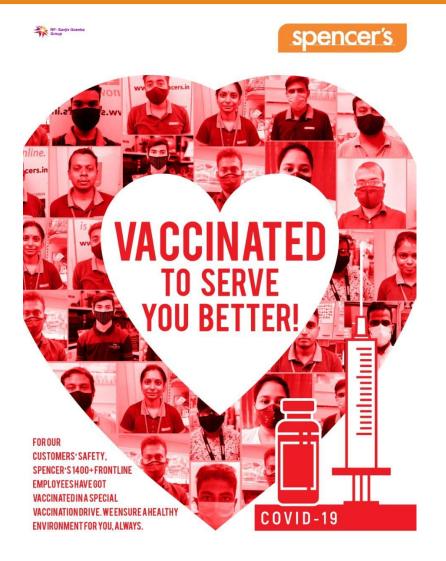
Nature's Basket

Our response to COVID

	Business C ontinuity	-	ured safe and hygiene environment for employees and customers Mask No Entry, Social distancing, Thermal screening & frequent zation
Our COVID Response	OMNI Channel Ecommerce		
	Value partnership & operations		 Strategic partnership with Uber, Swiggy, Dunzo & etc. Modified back end operations to enable 'Out Of Store' initiatives
	Improving co structure & managing liqui	ir	. Transforming cost structures & various cost savings hitiatives . Managing cash flows by efficient working capital
	pah times	latform	eed outreach to potential customers through social media

Nature's Basket

Free Vaccination Drive for all Employees



Safety of employees and customers shall remain the most important endeavour of the company .

Large number of our employees at Spencer's have already been vaccinated and the drive is continuing.

Financial protection to Frontline employees through Insurance, medical care, and other various means including financial aid.

Policy for long term support through providing employment to next of kin, educational support to Children and Gross salary for 12 months.

Embracing the new normal at our stores



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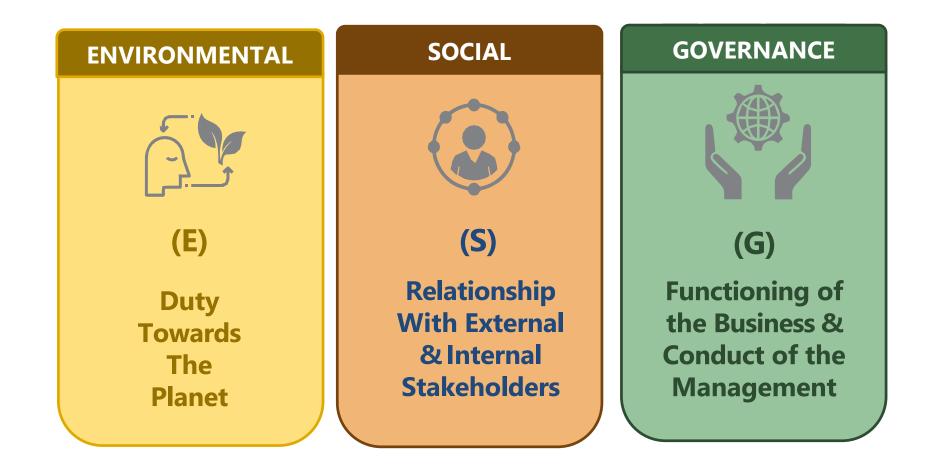
Environment, Social and Governance







ESG – Synonymous with Sustainability



ESG Focus Spencer's have made extensive qualitative investments with an objective to enhance value for all stakeholders

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ENVIRONMENTAL EMPATHY

Waste Management



Company has stopped using single-use plastic and formulated a policy under EPR to comply with Plastic waste management rules Company also re-uses the waste water



Ecological Impact

Company has significantly increased the share of electronic transactions vs physical paper based transactions Company is also using hand held scanners, lesser consumption of paper

GHG Emissions



The Company made a start by installing solar panels in some of our stores and efficiently managing the Supply chain & Logistics which helps in reducing the carbon footprint

Energy Management

To ha fit wa Co pa

To conserve energy Company has installed energy efficient fittings, automatic lighting, water taps & air dryers Company has also installed Solar panels in some of our stores



Our Environmental Practices

Energy Efficient



#SayNoToPlasti

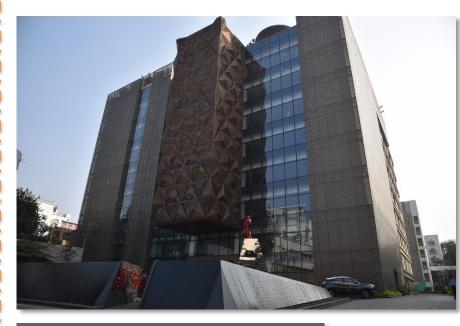






Siste 00 777 45 Siste 3801 888 naturesbasket.co.in

Say yes to cloth bags and #No To Plastic bags!





Our Corporate Office RPSG House is certified as Green Building by IGBC

Nature's Basket

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SOCIAL RESPONSIBILITY

Gender Equality



Company believes in providing equal opportunity to any individual without any discrimination



Employee Engagement

Company undertakes training programme for its employees; positive work environment, best-in-class people practices which certified the company as "Great Place to Work"

Women Empowerment



Company encourages women employment & it has ~25% women workforce. Promoting women safety causes with Statutory bodies

Quality Products



Company ensures its has Robust systems and conducts various security checks on regular basis including Data Loss Prevention

Data

Security

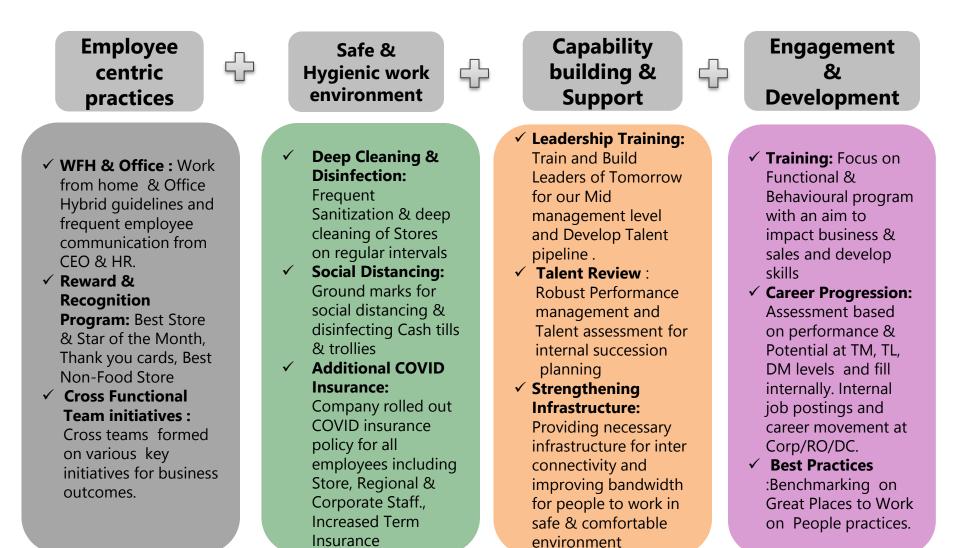




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Company has a robust system & high standard quality checking parameters for its private brand products

People & Culture



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Our Social Practices....

Customer Feedback



#Thank You Spencers #HappyCustomers

Women Day Celebration



Training Support in World Food Program for Kingdom of Bhutan



Gender Diversity

Customer Feedback



I have to say there's no better store than @Spencers_Retail in Gurgaon. The service is exemplary and the manager Anil, can give lessons to the world in customer care and service. Just brilliant. @RP_SanjivGoenka @devendrachawla

11:02 AM · 04/09/20 · Twitter for iPhone

18 Retweets 3 Quote Tweets 218 Likes







Our Social Practices....

Women Safety and Empowerment

Customer Satisfaction







VISIT OUR STORES, ORDER ONLINE OR CALL US

Happy to serve the Nation during challenging times



During the lockdown, our RWA in Gurgaon Golf Course Road was approached by Spencers, sharing a number for assistance.

When we used the number, a store associate took our call on whatsapp video and navigated my wife through the full store – sharing prices, new items and reminding her of various household essentials needed. My wife thought that this was the best personalized service she could get with good quality of products as well.

Gradually she has now made Spencers her primary source of purchase here in Gurgaon and has also been a strong advocate of the service and product range.

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People & Culture.....

Celebrating the Retail Employee Day



Best in class practices followed





Nature's Basket

#43

CORPORATE GOVERNANCE

Ethical Practices

Efficient Management



The company has a code of conduct; it has prescribed guidelines & processes for prevention of bribery & fraud; zero tolerance to unethical practices



The Company has efficient management and has strong Board structure with combination of Independent & Non-Independent directors

Strong Internal Controls



The Audit committee comprises of 4 nonexecutive directors out of whom 3 are independent ensuring strong internal controls

Stakeholder engagement



The Company's stakeholder engagement practices includes: Shareholders complaints, Voting in Shareholders meeting, Investor Meet, etc

No Fraud or illegal activity

Company has whistleblower policy in place for directors /employees to report concerns about unethical & suspected fraud or violation

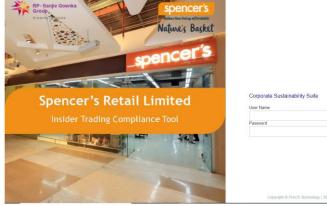
Best Practices



Company follows best practices focusing on strengthening its legal, regulatory and compliance management framework

Our Governance practices....

Insider Trading Compliance Tool



Forgot Password? Sign In



Essential service (Groceries), Joint program with Noida Authority





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Corporate Governance

Diverse Board

- Balanced mix of independent and professional directors
- Board is guided by the following committees
 - Audit Committee with majority independent directors
 - NRC: Reviews performance of Directors, Management team and Committees
 - Stakeholder's Relationship Committee supervises the mechanism for redressal of investors' grievance & ensures cordial investors relations.
 - CSR: constituted to comply with CSR provisions
- Code of Conduct for ethical conduct of affairs by Directors and KMPs

High Employee Participation

- Regular appraisal and reward system for better performance & competence leading to better governance and wealth creation
- Employee participation at all levels for better communication and efficiency
- Policies in place
 - -Whistle Blower Policy
 - -Anti Sexual Harassment (POSH) Policy
 - -HR and Talent Management Policy



Management Team

- Continuous review of performance of management team and guidance by Board to ensure improvement
 - Appraisal of Senior management team by NRC and of other hierarchy of teams by senior management

Strong Internal Controls

- Robust Internal Control System and review by ACM
- Well equipped Internal Audit Team for Proper balancing of Power
- Monthly & Quarterly review of financial and operational performance

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Management Team





Devendra Chawla Managing Director & CEO

- BE, MBA and Alumni of Harvard Business School
- 23+ years of experience in Consumer industry
- Responsible for Growth & Management of the company.



Tanmay Kumar Chief Financial Officer

- Chartered Accountant and Alumni of IIM Ahmedabad
- ◆ 21+ years of experience in FMCG and Retail
- Responsible for Finance, Treasury, Legal & Taxation, Secretarial, Audit & Commercial and Licenses & Compliance.



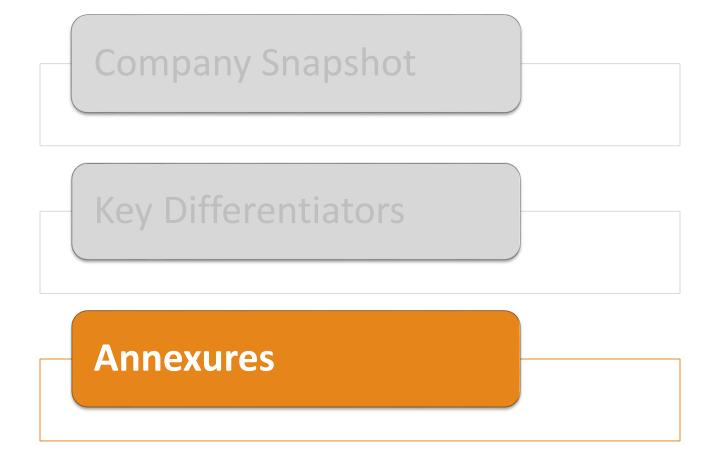
Aniruddha Banerjee Sales & Operations Head

- MDP and Management Diploma in Sales & Marketing.
- ◆ 22+ years of experience in Food & Retail industry.
- Responsible for overall Sales & Operation of the Business

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Consolidated Financials

period ended Growth			wth	Consolidated (₹ Cr)	12 months ended	
30-Jun-21	31-Mar-21	30-Jun-20	Y-o-Y	Q-o-Q		31-Mar-21
552	592	547	1%	-7%	Revenue from operations	2,428
439	467	435			Cost of Goods Sold	1,932
113	125	112	1%	-9%	Gross Margin	496
20.5%	21.1%	20.5%	1 bps	-61 bps	Gross Margin %	20.4%
47	50	48	-3%	-7%	Employee expenses	193
59	67	75	-21%	-12%	Other expenses	295
23	24	8	197%	-4%	Other income	53
30	31	(4)			EBITDA	61
5.4%	5.2%	-0.7%	604 bps	18 bps	EBITDA %	2.5%
32	38	31			Depreciation	134
22	27	20			Finance costs	91
(24)	(35)	(55)			PBT	(164)
-4.3%	-5.9%	-10.0%	571 bps	157 bps	PBT %	-6.8%
(0.1)	(0.2)	(0.1)			Tax Expenses	(0.4)
(24)	(35)	(55)			PAT	(164)
(0.2)	0.2	(0.3)			Other Comprehensive Income	(0.7)
(24)	(34)	(55)			Total Comprehensive Income	(165)

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Standalone Financials: Spencer's Retail Limited

3 months ended		Growth		SRL Standalone (₹ Cr)	12 months ended	
30-Jun-21	31-Mar-21	30-Jun-20	Y-o-Y Q-o-Q			31-Mar-21
2	5	-			New Stores added	5
154	164	158			Total Store count	164
0.39	0.25	-			TA added (Lac sq.ft)	0.25
13.69	13.74	13.37			TA exit (Lac sq.ft)	13.74
472	518	439	7%	-9 %	Revenue from operations	2,069
382	416	356	7%	-8%	Cost of Goods Sold	1,670
90	102	84	8 %	-11%	Gross Margin	398
19.1%	19.6%	19.1%	6 bps	-52 bps	Gross Margin %	19.3%
37	41	40	-7%	-10%	Employee expenses	158
51	55	59	-14%	-7%	Other expenses	240
21	21	7	201%	-2%	Other income	47
23	27	(8)			EBITDA	47
5.0%	5.2%	-1.8%	681 bps	-25 bps	EBITDA %	2.3%
23	31	24			Depreciation	106
17	20	15			Finance costs	69
(17)	(24)	(47)			PBT	(128)
-3.6%	-4.7%	-10.6%	706 bps	112 bps	PBT %	-6.2%
-	-	-			Tax Expenses	-
(17)	(24)	(47)			PAT	(128)
(0.2)	0.4	(0.4)			Other Comprehensive Income	(0.7)
(17)	(24)	(47)			Total Comprehensive Income	(129)

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Natures Basket Limited continues to be EBITDA positive despite pandemic impact on Sales

3 months ended		Growth		NBL Standalone (₹ Cr)	12 months ended	
30-Jun-21	31-Mar-21	30-Jun-20	Y-o-Y	Q-o-Q		31-Mar-21
33	33	31			Total Store count	33
0.93	0.93	0.84			TA exit (Lac sq.ft)	0.93
80	77	108	-26 %	4%	Revenue from operations	363
58	54	79	-28%	6%	Cost of Goods Sold	265
22	23	28	-20%	-3%	Gross Margin	98
28.1%	30.0%	26.2%	189 bps	-188 bps	Gross Margin %	26.9%
7	7	7	-2%	-9%	Employee expenses	28
11	11	14	-20%	2%	Other expenses	46
2	2	1	164%	-14%	Other income	6
7	7	9			EBITDA	30
8.6%	9.6%	7.9%	67 bps	-101 bps	EBITDA %	8.3%
8	7	7			Depreciation	28
4	7	5			Finance costs	23
(5)	(7)	(4)			PBT	(21)
-6.7%	-9 .0%	-3.6%	-311 bps	225 bps	PBT %	-5.7%
-	-	-			Tax Expenses	-
(5)	(7)	(4)			PAT	(21)
0.0	(0.2)	0.2			Other Comprehensive Income	0.0
(5)	(7)	(4)			Total Comprehensive Income	(21)

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"ORIPL" Improved Profitability & 3.1x GMV growth

3 months ended		Growth		ORIPL Standalone (₹ Cr)	12 months ended	
30-Jun-21	31-Mar-21	30-Jun-20	Y-o-Y	Q-o-Q		31-Mar-21
118.0	54.0	38.0	3.1x	2.2x	Gross Merchandise Value (GMV)	183.0
7.9	0.8	1.0	707.4%	866.9%	Revenue from operations	3.8
3.1	1.8	1.7	87%	77%	Employee expenses	6.9
5.4	2.9	3.4	60%	86%	Other expenses	13.2
(0.6)	(3.9)	(4.1)	-84.7%	-84.0%	EBITDA	(16.3)
-8 %	-473%	-414%			EBITDA %	-427%
0.2	0.2	0.2	11%	12%	Depreciation	0.9
0.4	0.0	0.0			Finance costs	0.0
(1.3)	(4.1)	(4.3)	-70%	-69%	PBT	(17.1)
-16%	-499 %	-437%			PBT %	-450%
-	-	-			Tax Expenses	-
(1.3)	(4.1)	(4.3)	-70%	-69%	PAT	(17.1)
(0.0)	(0.0)	0.0			Other Comprehensive Income	(0.0)
(1.3)	(4.1)	(4.3)	-70%	-69 %	Total Comprehensive Income	(17.1)

Nature's Basket

spencer's

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• OMNI Channel platform for Food, Grocery, Fresh, Apparel, General Merchandise and Liquor.

