



SRL:SEC:SE:2020-21/76

February 11, 2021

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

Dear Sir,

Sub:- Outcome of the Board Meeting held on February 11, 2021

This is to inform you that the Board of Directors at its meeting held today approved and taken on record the Unaudited Financial Results of the Company (Standalone and Consolidated) for the 3rd quarter / nine months ended December 31, 2020.

Copies of the said financial results and limited review report issued thereon by the Statutory Auditors of the Company are attached for your information and record.

Thanking you,

For Spencer's Retail Limited

Rama Kant

Company Secretary

(FCS 4818)



22, Camac Street 3rd Floor, Block 'B' Kolkata – 700 016, India

Tel: +91 33 6134 4000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Spencer's Retail Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Spencer's Retail Limited (the "Company") for the quarter ended December 31, 2020 and year to date from April 01, 2020 to December 31, 2020 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & Co. LLP Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Kamal Agarwal

Partner

Membership No.: 058652

UDIN: 21058652AAAAAO7204

Place: Kolkata

Date: February 11, 2021



spencer's

Spencer's Retail Limited (formerly known as RP-SG Retail Limited)

CIN: 1.74999WI2017P1C219355
Registered office: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001
Website: www.spencessetal.com

	Three months	Three months	Three months	Nine months	e, except as oth	Year
	ended	ended	ended	ended	ended	
Particulars	31.12.2020	30,09,2020	31.12.2019	31.12.2020	31.12.2019	ended 31.03.2020
	(Unaudited)	(Linaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
	(1)	(2)	(3)	(4)	(S)	(Audited)
	- 13		1-7	- 10	(3)	(0)
Income						
Revenue from operations	585.85	525.66	607.11	1,550.92	1,819.70	2,373.29
Other income (refer note 1)	12.68	630	6.90	25.92	18.56	29.55
Total Income	598.53	531.96	614.01	1,576.84	1,838.26	2,402.84
Expenses						
Cost of raw materials consumed	1.72	1.70	0.97	467	5.50	6.21
Purchases of stock-in-trade	479.11	440.85	432.89	1.250.97	1,401,34	1.826.60
Changes in inventories of finished goods and stock-in-trade	(6.52)	(18.27)	45.01	(1.41)	28.83	39.24
Employee benefits expense	38.76	38.81	41 10	117.11	120.81	160.53
Finance costs	19.25	14.40	1630	48.62	43.68	60.81
Depreciation and amortisation	27.51	23.74	25.51	75.00	70.90	104.96
Other expenses (refer note 1)	59.42	66.77	69.32	185.44	198.98	261.32
Total expenses	619.25	568.00	631.10	1,680.40	1,870.04	2,459.86
Loss before tax	(29.72)	(36.94)	(17.09)	(103.56)	(31,78)	(57.02
					-	-
Tax expenses:					100	
Current tax						
Total tax expense		-	-	-	-	
Loss after tax	(29.72)	(36,04)	(17,09)	(103.56)	(31,78)	(57.02
Other comprehensive loss (net of tax) :			40,000	(100.00)	(Dille)	(37,00
Other compresensive loss (net or tax): Items that will not be reclassified subsequently to profit or loss						
- Remeasurement of defined benefit plan	(0.35)	036	(0.16)	(1,06)	(1,07)	
Other Comprehensive loss	(0.35)	(0.34)	(0.36)	(1.06)	(1,07)	(1.42
Total Comprehensive loss	(21,07)	(36.40)	(17,45)	(104.62)	(32.85)	
Total Compression	(21,07)	(30.00)	(17,43)	(194,62)	(32.85)	(58.44
Paid-up equity share capital	45.07	45.07	39.77	45.07	39.77	39.77
(Face value of ₹ 5 each)		-			-	55.71
Other equity						355.41
(arnings per share (EPS) (in T):						
(Face value of ₹ 5 each)		100				
Basic & diluted (refer note 4)	(2.30)*	(4.26)*	(2.12)*	(12,16)*	(3,93)*	(7.0)
not annualised	(1.74)	,420)	,E.12)	1.2.16)	(3.93)	(7.00





spencer's

Spencer's Retail Limited (formerly known as RP-SG Retail Limited) CIN: L74999WB2017PLC219355

Registered office: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001

Notes (continued):

- 1. The Monitory of Corporate Affairs with conflictation dated July 24, 2000, issued an amendment to led X.1 198 Trainers, by inserting a particular expendent with integration to Toward 19 Affaired for Convenient' enthrose from the protect of particular control and particular conflictations are considered. The Company has applied the practical expendent during the three and nine months ended December 31, 2000 in respect of the assignment of the company has applied the practical expendent during the incuredificular later convenient of all and 215 periods (Confident and American Confident American Confident American Confident and American Confident American Confident and American Confident American Confident American Confident American Confident American Confident American Confident Confident Confident American Confident Con
- 2. Due to outlewak of COVID-19 globally and in holds, the Company continues to make assessment of likely adverse impact on excounce recovers in the company in the holds of the company in the holds which make yield with an estendial device as emphasized by the Converses not of holds life reclicad movement across the county, the ability of continues to reach the Company is towns in lambed allowane sense and platforms for its contenters to place or which the Company is town and pathode allowane sense and platforms for its contenters to place or make a platform for the contenters to place or make the company is towns and platforms for the contenters to place or make a validate the execution product to make its contenues a place, adapted with the supplement and transporters to have a continuous supply of products and keep them available at the Company's stores and warehouses. The Company's unline business has also shown a significant growth conception to execute by the changing stores and warehouses. The Company's unline business has also shown a significant growth conception to execute by the changing stores and warehouses. The Company's unline business has also shown a significant growth conception to execute by the changing stores and warehouses. The Company's unline business has also shown a significant growth.

With easing lockdown and opening of economic activities, the Company believes that the Company's operations will increase and expects the momentum to continue with an overall improvement in COVID-19 situation.

The Company has used the principle of proderor in applying judgments, estimates and assumptions. Based on the current assessment, the Company reports to receive the carriegia amount of inventments and other financial assets and disen for accept any impriment of intergables. The actual outcome of the impact of the global health pandemic may be different from those estimated as on the date of approval of these financial results.

- The Company has only one business segment, i.e. organised retail and does not operate in any other reportable segment as per Ind AS 108: Operating Segments.
- 4. Pursuant to allotment of equity shares on right basis, basis and diluted earnings per share for the previous periods have been restated for the bonus element in respect of rights issue made during the three moniths ended September 30, 2020 in accordance with Ind AS 33 - Earning per share.
- 5. Figures for the previous periods have been regrouped/reclassified wherever necessary to conform to current period's classification.
- The limited review as required under Regulation 33 of the SEBI (Linting Obligations and Disclosure Requirements.) Regulations, 2015 has been
 completed by the statutory auditors of the Company.
- The above unaudited financials results of the Company for three and nine month ended December 31, 2020 have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on February 11, 2021.
- The equity shares of the Company have been delisted from Calcutta Stock Exchange Limited (CSE) w.e.f. November 23, 2020. However, equity shares of the Company will continue to remain listed on National Stock Exchange of India Limited (MSE) and Bombay Stock Exchange Limited (MSE).

Devendra Chawla Chief Executive Officer and Managing Director

Place : Kolkata Date : February 11, 2021

DIN: 03586196



22, Camac Street 3rd Floor, Block 'B' Kolkata – 700 016, India

Tel: +91 33 6134 4000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Spencer's Retail Limited

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Spencer's Retail Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended December 31, 2020 and year to date from April 01, 2020 to December 31, 2020 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

Holding Company:

i. Spencer's Retail Limited

Wholly owned subsidiaries:

- i. Omnipresent Retail India Private Limited
- ii. Natures Basket Limited

Other entity controlled by the Holding Company:

- i. Spencer's Employee Benefit Trust
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

S.R. BATLIBOI & CO. LLP

6. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of a subsidiary, whose unaudited interim financial results include total revenues of Rs 0.91 crores and Rs 2.99 crores, total net loss after tax of Rs. 4.38 crores and Rs. 13.07 crores, total comprehensive loss of Rs. 4.38 crores and Rs. 13.06 crores, for the quarter ended December 31, 2020 and the period ended on that date respectively, as considered in the Statement which have been reviewed by their independent auditor.

The independent auditor's report on interim financial results of this entity has been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of this subsidiary is based solely on the report of such auditor and procedures performed by us as stated in paragraph 3 above.

7. The accompanying Statement includes unaudited interim financial results and other unaudited financial information in respect of an entity controlled by the Holding Company, whose unaudited interim financial results and other financial information reflect total revenues of Rs Nil and Rs Nil, total net profit/(loss) after tax of Rs. Nil and Rs. Nil, total comprehensive income/(loss) of Rs. Nil and Rs. Nil, for the quarter ended December 31, 2020 and the period ended on that date respectively.

The unaudited interim financial results and other unaudited financial information of this entity controlled by the Holding Company have not been reviewed by any auditor and have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of this entity controlled by the Holding Company, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

Our conclusion on the Statement in respect of matters stated in para 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial results certified by the Management.

For S.R. BATLIBOI & Co. LLP Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Kamal Agarwal

Partner

Membership No.: 058652

UDIN: 21058652AAAAAP2740

Place: Kolkata

Date: February 11, 2021



spencer's

Spencer's Retail Limited (formerly known as RP-SG Retail Limited) CIN: L74999WB2017PLC219355

Registered office: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001 Walnifer were representation

Website www.specerivesi.com
ted consolidated financial results for these and nine months ended December 31, 2020
(if in crore, except as otherwise stated)
These months | Three months | T

ended 31.12.2020 (Unaudited)	ended 30.09.2020 (Unaudited)	ended 31.12.2019 (Unaudited)	ended 31.12.2020 (Unaudited)	ended 31.12.2019 (Unaudited)	ended 31.03.2020 (Audited)
(Unaudited)					
	(Unaudited)	(Unaudited)			
(1)	(2)	(3)	(4)	(5)	(6)
671.99	616.65	699.78	1,835.71	2,000.02	2,640.07
	7.70	7.15	29.73	18.96	31.81
686.37	624.35	706.93	1,865.44	2,018.98	2,671.88
4.77	1.70	0.97	467	5.50	6.21
			1,474.42	1.543.09	2.045.35
			(14.74)	24.38	21.50
					191.34
			64.05	59.03	81.95
				90.47	138.1
				234.45	318.2
				2,100,50	2,802.85
	-	-		100 000	(470.00
(29.71)	(45.11)	(39.50)	(129.51)	(81.52)	(130.9)
-	-	-	-	-	1
(0.07)	(0.06)	-		-	(0.1
(0.07)	(0.06)		(0.19)		(0.1
79.60	(45.05)	(39.50)	(129.32)	(81,52)	(130.7
(ALANA)	(const)			-	
			- 32		2.
(0.29)	(0.29)	(0.30)	(0.87)	(0.90)	(0.5
(29.93)	(45.34)	(39.50)	(130.19)	(82.42)	(131.3
(29.64)	(45.05)	(39.50)	(129.32)	(81.52)	(130.7
-					
(29.64)	(45.05)	(39.50)	(129.32)	(81.52)	(130,7
		40.30	(0.97)	(0.90	0.5
(0.23)				(4.54	1
(70.67	(45.24	(29.90	/130 19	(82.42	0 (131.)
(23.34)	(45.34			(82.44	1 (131
-				30.77	39.
45.07	45.07	39.11	45.07	39.77	35.
		1			234
		1			23%
					1
-	1				(16.1
(3.30)*	(5.34)	(4.89)*	(15.21)*	(10.09)*	(16.1
		1			
		Y			
1	//				
	122 SMAR (7.5% AL 7.5%	14.35 7.25 14.35 7.25 14.35 7.25 14.35 7.25 14.35 7.25 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 14.35 7.35 7.35 14.35 7.35 7.35 14.35 7.35 7.35 7.35 7.35 7.35 7.35 7.35 7	1.00 (2.00 (1,15	1.00 1.00



Spencer's Retail Limited (formerly known as RP-SG Retail Limited)

CIN: L74999W82017PLC219355 egistered office: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001

ites (continued) :

- 1. The Ministry of Corporate Affairs vide notification dated July 24, 2020, issued an amendment to Ind AS: 116 "Leases", by inserting a practical expedient with respect to "Covid-19-Related Rent Concessions" effective from the period beginning on or after April 01, 2020. Pursuant to the above amendment, the Group has applied the practical expedient during the three and nine months ended December 31, 2020 in respect of lease agreements where negotiations have been completed and accounted the unconditional rent concessions of ₹1.36 crores and ₹10.17 crores (including ₹0.68 crores pertaining to periods after December 31. crores during the three and nine months ended December 31, 2020 respectively, for stores with variable lease payments in "Other expenses" in the Statement of Profit and Loss.
- 2. Due to outbreak of COVID-19 globally and in India, the Group continues to make assessment of likely adverse impact on economic environment in general, and financial risks on account of COVID-19. The Group is in the business of organised retail which majorly deals with an essential service as emphasized by the Government of India. With restricted movement across the country, the ability of customers to reach the Group's stores is limited, in response of which the Group has launched alternate means and platforms for its customers to place orders and purchase their requirements. The Group has responded to the requirements of business and tied up with various service providers to make available the essential products to reach its customer's places, aligned with its suppliers and transporters to have a continuous supply of products and keep them available at the Group's stores and warehouses. The Group's online business has also shown a significant growth consequent to necessary technology upgradation.

With easing lockdown and opening of economic activities, the Group believes that the Group's operations will increase and expects the momentum to continue

The Group has used the principle of prudence in applying judgments, estimates and assumptions. Based on the current assessment, the Group expects to recover the carrying amount of investments and other financial assets and does not expect any impairment of intangibles. The actual outcome of the impact of the global health pandemic may be different from those estimated as on the date of approval of these financial results

- 3. The Group has only one business segment, i.e. organised retail and does not operate in any other reportable segment as per Ind AS 108: Operating Segment
- 4. Pursuant to allotment of equity shares on right basis, basic and diluted earnings per share for the previous periods have been restated for the bonus element in respect of rights issue made during the three months ended September 30, 2020 in accordance with Ind AS 33 - Earning per share.
- 5. Figures for the previous periods have been regrouped/reclassified wherever necessary to conform to current period's classification.
- 6. The above unaudited financials results of the Group for the three and nine months ended December 31, 2020 have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on February 11, 2021.
- The limited review as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been completed by the statutory auditors of the Parent Company
- The equity shares of the Parent Company have been delicted from Calcutta Stock Exchange Limited (CSE) w.e.f. November 23, 2020. However, equity shares of the Company will continue to remain listed on National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE).
- 9. Pursuant to acquisition of Natures Basket Limited ("NBL") on July 4, 2019 by the Group as a wholly owned subsidiary, the result for nine months ended December 31, 2019 includes results of NBL from July 5, 2019 to December 31, 2019 and hence are not comparable with the results for nine months ended December 31,

er and Managing Director



Spencer's Retail Limited (formerly known as RP-SG Retail Limited) CIN: L74999WB2017PLC219355

spencer's

Registered office: Duncan House, 31, Netaji Subhas Road, Kolkata - 700001 Website: www.spencersretail.com

ract of unaudited consolidated financial results for t quarter and nine months ended December 31, 2020

Particulars	Three mont	hs ended	Nine mont	Year ended	
	31.12.2020 (Unaudited)	31.12.2019 (Unaudited)	31.12.2020 (Unaudited)	31.12.2019 (Unaudited)	31.03.2020 (Audited)
Total income (including other income)	686.37	706.93	1,865.44	2,018.98	2,671.88
Net profit / (loss) for the period (before tax and exceptional items)	(29.71)	(39.50)	(129.51)	(81.52)	(130.97
Net profit / (loss) for the period before tax (after exceptional items)	(29.71)	(39.50)	(129.51)	(81.52)	(130.97
Net profit / (loss) for the period after tax (after exceptional items)	(29.64)	(39.50)	(129.32)	(81.52)	(130.78
Total comprehensive income for the period	(29.93)	(39.80)	(130.19)	(82.42)	(131.37
Paid-up equity share capital (Face value of ₹ 5 each)	45.07	39.77	45.07	39.77	39.77
Other equity					234.18
Earnings per share (EPS) (in ₹) : (Face value of ₹ 5 each) Basic Dibted *not annualised	(3.29)* (3.29)*	(4.89)* (4.89)*	(15.19)* (15.21)*	(10.09)* (10.09)*	(16.19) (16.19)

Notes:

1. Additional information on standalone financial results:

Three months ended Nine months ended Vaux end						
Particulars				Year ended		
	31.12.2020	31.12.2019	31.12.2020	31.12.2019	31.03.2020	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
Total income (including other income)	598,53	614.01	1,576.84	1,838.26	2,402.84	
Net profit / (loss) for the period (before tax and exceptional items)	(20.72)	(17.09)	(103.56)	(31.78)	(57.02)	
Net profit / (loss) for the period before tax (after exceptional items)	(20.72)	(17.09)	(103.56)	(31.78)	(57.02)	
Net profit / (loss) for the period after tax (after exceptional items)	(20.72)	(17.09)	(103.56)	(31.78)	(57.02)	
Total comprehensive income for the period	(21.07)	(17.45)	(104.62)	(32.85)	(58.44)	

2. The above is an entract of the detailed formut of financial results for the quarter and nine months ended Docember 31, 2000 field with stock enchanges under Regulation 31 of 32 fills (Indiang Obligations and Dictiousen Regulations (2014). The fill forment of entractione and comordisted financial results for the quarter and nine months ended Docember 31, 2020 are available on stock exchange websites (news zeroinda.com and news beninda.com) and on the Company's website (news specification and news beninda.com) and on the Company's website (news specification).

Place : Kolkata Dute : February 11, 2021 Devendra Chawle Chief Executive Officer and Managing Director

DIN: 03586196