

SRL:SEC:SE:2020-21/55

27 October, 2020

The Manager  
Listing Department,  
National Stock Exchange of India Limited  
**(Symbol: SPENCERS)**  
Exchange Plaza, 5<sup>th</sup> 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

The Secretary  
The Calcutta Stock Exchange Limited  
**(Scrip Code: 30028)**  
7, Lyons Range  
Kolkata – 700 001

Dear Sir,

**Sub: Compliance under Regulation 40(9) & 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.**

Pursuant to Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, we are enclosing herewith a Compliance Certificate issued by the Company Secretary in practice pursuant to Regulation 40(9) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 for the half year ended 30 September, 2020.

Kindly acknowledge the receipt of the same.

Thanking you,  
**For Spencer's Retail Limited**



**Rama Kant**  
**Company Secretary**  
**(FCS 4818)**

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**S. M. GUPTA & CO.**  
**COMPANY SECRETARIES**  
**P-15 BENTINCK STREET, CALCUTTA-700 001**

Ref. No.....

Dated.....

**CERTIFICATE**  
**FOR THE HALF YEAR ENDED 30.09.2020**

We have examined all Share Transfer Deeds, Register of Transfers, files and other documents relating to **M/s. SPENCER'S RETAIL LIMITED (CIN: L74999WB2017PLC219355)**, Duncan House, 31, Netaji Subhas Road, Kolkata- 700 001 maintained by them and their Share Transfer Agents M/s. Link Intime India Pvt. Limited pertaining to transfer of equity shares of the company for the period from **01.04.2020** to **30.09.2020** for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and based on the information/ explanation provided by the Company/ STA and on the basis of such checks which to the best of our knowledge and belief were necessary for the purpose of this certification including by way of remote audit, we hereby certify that the Company has generally issued during the above half year:-

- A) Share Certificate(s) relating to valid Share Transfer Deeds (re-lodgement cases)/ Transmission case(s)/ Name deletion case(s) received during the period from **01.04.2020** to **30.09.2020** as entered in the Register of Transfers within thirty days from respective date of lodgment of such deed excepting those rejected on technical grounds. – *5 (Five) Transmission cases for total 4074 shares and 1 (one) case of Name Deletion for 30 shares were received in the month of March 2020 and were processed and despatched on 28<sup>th</sup> July, 2020 and 11<sup>th</sup> August, 2020 respectively due to the continuous difficult situation prevailing throughout the country for the pandemic COVID-19.*
- B) Share Certificate(s) in respect of valid requests for sub-division, consolidation, renewal, exchange, duplicate or endorsement of calls/ allotment monies wherever applicable within thirty days of lodgment. – *No such requests were received during the above half year.*

The Certificate is being issued under the conditions of work from home due to COVID-19 with limited resources available to us.

Place: Kolkata

Date : 27.10.2020



Signature :

Name : S.M.GUPTA

Membership No : FCS-896

C. P. Number : 2053

UDIN : **F000896B001076949**