

SRL:SEC:SE:2024-25/04

April 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)

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

Dear Sir/Madam,

Sub: Compliance under Regulation 40(9) & 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended March 31, 2024

Pursuant to Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 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 Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2024.

Kindly take the above information on record and oblige.

Thanking you.

Yours faithfully,
For Spencer's Retail Limited

Vikash Kumar Agarwal
Company Secretary & Compliance Officer

Encl.: As above

Spencer's Retail Limited

Regd. Office: Duncan House, 31, Netaji Subhas Road, Kolkata-700 001
Corp. Office: RPSG House, 2/4 Judges Court Road, Kolkata-700 027
Tel: +91 33 2487-1091 Web: www.spencersretail.com
CIN: L74999WB2017PLC219355

Email : smguptaandco@yahoo.com
smguptaandco@gmail.com
Website: www.smguptaandco.com

Offi. :2236 1385,2236 7135
Mobile :98300 57568

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

Ref. No.....

Dated.....

CERTIFICATE
FOR THE FINANCIAL YEAR ENDED 31.03.2024

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 Financial year ended 31st March, 2024 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 electronic mode, we hereby certify that the Company has generally issued during the above financial year:-

- A) Share Certificate(s)/Letter(s) of Confirmation in lieu thereof relating to valid Share Transfer Deeds (re-lodgement cases) sub-division, consolidation and renewal received during the financial year ended 31st March, 2024 as entered in the said Registers within thirty days from respective dates of lodgement of such deeds excepting those rejected on technical grounds.
- B) Share Certificate(s)/Letter(s) of Confirmation in lieu thereof with respect to valid requests for exchange or endorsement of calls/ allotment monies wherever applicable within thirty days of lodgement.

Place : Kolkata
Date :05.04.2024

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 : F000896F000033544