

SRL:SEC:SE:2020-21/34

26 July, 2020

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

Dear Sir,

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

This has reference to your mail dated 23 July, 2020 with captioned subject as “Discrepancies in Certificate file under Reg.40 (9), (10) of SEBI (LODR) Regulations 2015 for Half Year ended March 2020, Spencers Retail Ltd”. In this regard we are Enclosing herewith the revised Certificate pursuant to Regulation 40(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, issued by the Company Secretary in practice duly signed pursuant to Regulation 40(9) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 for the half year ended 31 March, 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 31.03.2020**

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 **01.10.2019** to **31.03.2020** for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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, 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) received during the period from **01.10.2019** to **31.03.2020** as entered in the Register of Transfers within thirty days from respective date of lodgment of such deed excepting those rejected on technical grounds.
- B) Share Certificate(s) in respect of valid requests for sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies wherever applicable within thirty days of lodgment.

The Certificate is being issued under the conditions of Lockdown due to COVID-19 with limited available resources.

Place: Kolkata  
Date : 19.05.2020

Signature :   
Name : S.M.GUPTA  
Membership No : FCS-896  
C. P. Number : 2053  
UDIN : **F000896B000255304**