

SRL:SEC:SE: 2019-20/110

12 December, 2019

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

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata – 700 001

Dear Sir,

Sub: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI Listing Obligations and Disclosure Requirements (Amendment) Regulations, 2018 ("Listing Regulations")

Pursuant to regulation 23(9) of Listing Regulations, please find enclosed disclosure of related party transactions on a consolidated basis and balances for the half year ended 30th September, 2019.

You are requested to kindly take the above on record.

Thanking you,

Yours faithfully,

For Spencer's Retail Limited



Rama Kant
(Company Secretary)
FCS-4818

Encl: as above

Spencer's Retail Limited

(Formerly Known as RP-SG Retail Limited)

Regd. Office: Duncan House, 1st Floor, 31, Netaji Subhas Road, Kolkata-700 001

Tel: +91 33 6625 7600 Web: www.spencersretail.com

CIN: L74999WB2017PLC219355

Spencer's Retail Limited

(formerly known as RP-SG Retail Limited)

Consolidated related party transaction for the six months ended 30th September 2019**(a) Related parties (where transactions have taken place during the period / balances outstanding) :**

- (i) **Promoter holding more than 20%** (Parent under de facto control as defined in Ind AS - 110)
- 1) Rainbow Investments Limited

(ii) Subsidiaries and jointly controlled entities of promoters - Promoter Group (where transactions have taken place during the period / balances outstanding) :

- | | |
|---|---------------------------------------|
| 1) Au Bon Pain Café India Limited | 6) Open Media Network Private Limited |
| 2) Bowlopedia Restaurants India Limited | 7) Phillips Carbon Black Limited |
| 3) CESC Limited | 8) Quest Properties India Limited |
| 4) Guiltfree Industries Limited | 9) Saregama India Limited |
| 5) Kolkata Games and Sports Private Limited | |

(iii) Key Managerial Personnel

- | | |
|---|--|
| 1) Sanjiv Goenka - Non-Executive Director | 7) Devendra Chawla - Chief Executive Officer & Managing Director |
| 2) Shashwat Goenka - Non-Executive Director | 8) Rahul Nayak - Whole-time Director |
| 3) Utsav Parekh - Independent Director | 9) Kumar Tanmay - Chief Financial Officer (w.e.f. 14th August 2019) |
| 4) Pratip Chadhuri - Independent Director | 10) Arvind Kumar Vats - Chief Financial Officer (upto 1st July 2019) |
| 5) Rekha Sethi - Independent Director | 11) Rama Kant - Company Secretary |
| 6) Debanjan Mandal - Independent Director | |

(b) Details of transactions entered into with the related parties:

Particulars	₹ in lakhs	
	Promoter Group	Key Managerial Personnel
	For the six months ended 30th September 2019	For the six months ended 30th September 2019
Transactions :		
Sale of goods	108.16	-
Purchases of stock-in-trade	203.08	-
Rendering of services	527.05	-
Electricity expenses	108.29	-
Rent expenses	329.01	-
Security deposits paid	4.59	-
Short term employee benefits	-	446.07
Retirement benefits	-	19.06
Reimbursement of expenses	-	8.78
Sitting fees to directors	-	25.50
Balances outstanding :		
Receivable against sale of goods	76.75	-
Payable for purchases of stock-in-trade	91.28	-
Receivable against reimbursement	20.91	-
Payable for services received	120.85	-
Receivable for services rendered	192.96	-
Security deposit receivable	136.83	-
Security deposit payable	1.93	-

Notes:

- (i) The Group's principal related parties consist of Rainbow Investments limited, its subsidiaries and key managerial personnel. The Group's material related party transactions and outstanding balances are with related parties with whom the Group routinely enters into transactions in the ordinary course of business.
- (ii) Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employees benefits are lump sum amounts provided on the basis of actuarial valuation the same is not included above.

