SHOPPERS STOP

SEC/04/2019-20

April 8, 2019

National Stock Exchange of India Ltd. BSE Ltd.

Phiroze Jeejeebhoy Towers, Exchange Plaza,

Bandra-Kurla Complex, Dalal Street, Fort,

Bandra (East), Mumbai-400 051. Mumbai 400 001.

SHOPERSTOP **Stock Code: 532638**

Dear Sirs,

Enclosed please find herewith the Compliance Certificate issued by Mr. Kaushal Dalal, Proprietor of M/s. Kaushal Dalal & Associates, Practicing Company Secretary, pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2019.

Kindly take the same on records.

Thanking you,

Yours faithfully,

For Shoppers Stop Limited

Bharat Sanghavi Company Secretary

Encl: aa

Phone : 2648 7278 2649 0862

2649 4807

KAUSHAL DALAL & ASSOCIATES

COMPANY SECRETARIES

308, Balaji Darshan, Tilak Road, Santacruz (W), Mumbai - 400 054. * Email: kaushaldalalcs@gmail.com

CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED 31ST MARCH, 2019

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Shoppers Stop Limited, ("the Company") maintained in the office of Karvy Fintech Private Limited (Formerly known as KCPL Advisory Services P Ltd), Registrar and Share Transfer Agents ("RTA") of the Company, for the period from 1st October, 2018 to 31st March, 2019 and on basis of information/confirmation provided to us by RTA for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby certify that during half year ended on 31st March, 2019;

A) There was no request received for transfer, sub-division, renewal, exchange, consolidation or endorsement of Share certificate(s) by the RTA of Company during the said period.

For Kaushal Dalal & Associates
Practicing Company Secretaries

7512

Kaushal Dalal Membership No. FCS-7141

CoP No.: 7512

Date: 08th April, 2019

Place: Mumbai