

SRL:SEC:SE:2025-26/66

March 14, 2026

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: Intimation under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Result of Postal Ballot through remote e-voting process.**

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Result on the Special Resolution for the matter as set out in the Postal Ballot Notice dated February 6, 2026, along with the Scrutinizer's Report dated March 14, 2026.

The said details are also being uploaded on the Company's website and on the website of the National Securities Depository Limited (NSDL) and will also be displayed on the Notice Board at the Company's registered office.

You are requested to kindly take the aforementioned information on record and oblige.

Thanking you.

**For Spencer's Retail Limited**

**Navin Kumar Rathi**  
**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](http://www.spencersretail.com)  
CIN: L74999WB2017PLC219355

**Postal Ballot through remote e-Voting of Spencer's Retail Limited - Voting Results**

Sl. No.	Particulars	Details
1.	a) Date of <del>AGM/EGM</del> /Postal Ballot Notice b) Last date for e-Voting and declaration of Postal Ballot Results through e-Voting	February 6, 2026 March 14, 2026
2.	Total number of shareholders on record date (the cut-off date for determining shareholders entitled to vote, being February 6, 2026)	50,203
3.	No. of shareholders present in the meeting either in person or through proxy:  A) Promoter & Promoter Group: B) Public:	Not Applicable
4.	No. of shareholders who attended the meeting through Video Conferencing:  A) Promoter & Promoter Group: B) Public:	Not Applicable

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## Spencer's Retail Limited

Resolution Required :Special			Re-appointment of Mr. Anuj Singh (DIN: 09547776) as the Chief Executive Officer and Managing Director and Key Managerial Personnel ('KMP') of the Company for a further period of 3 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*10	[4]	[5]	[6]={[4]/[2]}*10	[7]={[5]/[2]}*10
Promoter and Promoter Group	E-Voting	53008514	53008514	100.0000	53008514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>53008514</b>	<b>100.0000</b>	<b>53008514</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7714118	2627945	34.0667	2627945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2627945</b>	<b>34.0667</b>	<b>2627945</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	29409377	86723	0.2949	82245	4478	94.8364	5.1636
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>86723</b>	<b>0.2949</b>	<b>82245</b>	<b>4478</b>	<b>94.8364</b>	<b>5.1636</b>
<b>Total</b>		<b>90132009</b>	<b>55723182</b>	<b>61.8240</b>	<b>55718704</b>	<b>4478</b>	<b>99.9920</b>	<b>0.0080</b>

## S. M. GUPTA & CO.

COMPANY SECRETARIES (Peer Reviewed Firm)  
P-15 BENTINCK STREET, CALCUTTA-700 001

### Scrutinizer's Report

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairman**

**SPENCER'S RETAIL LIMITED**

CIN: L74999WB2017PLC219355

Duncan House, 31, Netaji Subhas Road,

Kolkata, West Bengal, India, 700001

Dear Sir,

We, **S. M. Gupta, Proprietor of M/s. S. M. Gupta & Co.**, Practicing Company Secretaries having its office at P-15, Bentinck Street, Kolkata - 700 001 were appointed as Scrutinizers by **SPENCER'S RETAIL LIMITED** ("the Company") for the purpose of scrutinizing the Postal Ballot by remote e-voting process in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended on the below mentioned resolution mentioned in Postal Ballot Notice dated 6<sup>th</sup> February, 2026. The Company had provided to the Members facility of Postal Ballot by remote e-voting.

We submit our report as under:

1. The postal ballot by remote e-voting period started on Friday, 13<sup>th</sup> February, 2026 at 9.00 a.m. and ended on Saturday, 14<sup>th</sup> March, 2026 at 5.00 p.m. and the Members were required to cast their votes electronically conveying their assent/dissent in respect of the Resolution on e-voting platform provided by NSDL. The remote e-voting module was disabled by NSDL for voting thereafter.
2. The shareholders holding shares as on the "cut off" date i.e. Friday, 6<sup>th</sup> February, 2026 were entitled to vote on the proposed Resolution as set out in the notice of Postal Ballot of the Company.
3. The votes cast by remote e-voting on the NSDL Platform were finally unblocked on 14<sup>th</sup> March, 2026 at around 5:06 p.m. in the presence of two witnesses, Mrs. Enakshi Bhattacharya and Miss. Shreya Dubey who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

*Enakshi Bhattacharya*

Name: Mrs. Enakshi Bhattacharya

*Shreya Dubey*

Name: Miss. Shreya Dubey



## **S. M. GUPTA & CO.**

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- Thereafter, the details containing, inter-alia, List of equity shareholders, who voted "FOR" and/or "AGAINST", were downloaded from the e-voting website of National Securities Depository Limited (NSDL). ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com))
4. The result of the remote e-voting is annexed as **Annexure A**. Accordingly, the Resolution set out in the Notice of the Postal Ballot was passed with requisite majority.
  5. As per Secretarial Standards-2 (SS-2) prescribed by the Institute of Company Secretaries of India, the Resolution will be deemed to have been passed on 14<sup>th</sup> March, 2026, which is the last date specified by the Company for Postal Ballot by remote e-voting.
  6. The papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes thereof whereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,  
**For S. M. Gupta & Co.**  
**Company Secretaries**



**S. M. Gupta**  
**Proprietor**  
**Membership Number: FCS-896**  
**C.O. P. No: 2053**  
**ICSI Unique Code: S1993WB816800**  
**ICSI UDIN: F000896G004072691**  
**Place: KOLKATA**  
**Dated: 14<sup>th</sup> March, 2026**



Email : smguptaandco@yahoo.com

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Offi. :2236 1385,2236 7135

Mobile :98300 57568

**S. M. GUPTA & CO.**

COMPANY SECRETARIES (Peer Reviewed Firm)

P-15 BENTINCK STREET, CALCUTTA-700 001

## ANNEXURE-A

Result of Postal Ballot through e-voting is as under

Cut Off Date for E-voting	06/02/2026
Voting start date	13/02/2026
Voting end date	14/03/2026
Total Number of Shareholders on Record Date	50,203
<b>No. of Shareholders voted through e-voting through postal ballot process</b>	264
Promoter & Promoter Group	14
Public	<u>250</u>
<b>Total</b>	<u>264</u>

Spencer's Retail Limited								
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	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>53008514</b>	<b>100.0000</b>	<b>53008514</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7714118	2627945	34.0667	2627945	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
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