

May 20, 2020

The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1,
Block G, Bandra – Kurla Complex,
Bandra (East),
Mumbai – 400 051

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

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

Symbol: SAREGAMA EQ

Scrip Code : 532163

Scrip Code : 017177

Dear Sir/ Madam,

Sub: Disclosure under Regulation 30(2) and Declaration under Regulation 31(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [‘SEBI (SAST) Regulations’]

Please find enclosed details of our shareholding in Spencer’s Retail Limited as on 31st March 2020 pursuant to Regulation 30(2) of SEBI (SAST) Regulations as **Annexure A** and declaration pursuant to Regulation 31(4) of SEBI (SAST) Regulations as **Annexure B**.

Please acknowledge receipt.

Thanking You,

Yours Faithfully,

For **SAREGAMA INDIA LIMITED**

Kamana
Sushil
Khetan

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by Kamana Sushil
Khetan
Date: 2020.05.22
17:02:59 +05'30'

Kamana Khetan

Company Secretary and Compliance Officer

Encl. As above

Cc: The Company Secretary
Spencer’s Retail Limited
Duncan House, 31,
Netaji Subhas Road,
Kolkata - 700001

SAREGAMA India Limited, 33, Jessore Road, Dum Dum, Kolkata - 700 028, India.

Tel: +91 33 2551 2984, **Fax:** +91 33 2550 0817, **Web:** www.saregama.com

CIN: L22213W81946PLC014346 **Email ID:** saregama@rpsg.in

Annexure A

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A – Details of Shareholding

1. Name of Target Company (TC)	Spencer's Retail Limited		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Ltd., National Stock Exchange of India Ltd. and The Calcutta Stock Exchange Ltd.		
3. Particulars of the shareholder(s) : a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. or b. Name(s) of promoter(s), member of the promoter group and PAC with him.	<p style="text-align: center;">-</p> <ul style="list-style-type: none">• Saregama India Limited• Kolkata Metro Networks Limited• STEL Holdings Limited• Sanjiv Goenka• Preeti Goenka• Rainbow Investments Limited• Phillips Carbon Black Limited• Dotex Merchandise Private Limited• Integrated Coal Mining Limited• Castor Investments Limited• Avarna Jain• Shashwat Goenka• Sanjiv Goenka (HUF)		
4. Particulars of the shareholding of person(s) mentioned at (3) above	No. of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31, 2020, holding of : a) Shares <ul style="list-style-type: none">• Saregama India Limited• Kolkata Metro Networks Limited• STEL Holdings Limited• Sanjiv Goenka• Preeti Goenka• Rainbow Investments Limited• Phillips Carbon Black Limited• Dotex Merchandise Private Limited• Integrated Coal Mining Limited• Castor Investments Limited• Avarna Jain• Shashwat Goenka• Sanjiv Goenka (HUF) b) Voting rights (otherwise than by shares) c) Warrants d) Convertible Securities Any other instrument that would entitle the holder to receive shares in the TC	<ul style="list-style-type: none">75599217100014960828087615133380329791011718248016452181200584300668447377	<ul style="list-style-type: none">0.950.221.880.100.0247.821.270.030.811.510.000.080.01	<ul style="list-style-type: none">0.950.221.880.100.0247.821.270.030.811.510.000.080.01
Total	43508904	54.70	54.70

For SAREGAMA INDIA LIMITED

Signature of the Authorised Signatory

Kamana
Sushil
Khetan

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Kamana Sushil
Khetan
Date: 2020.05.22
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**(Kamana Khetan)
Company Secretary**

Place: Mumbai
Date: May 20, 2020

Part-B**

Name of the Target Company: Spencer's Retail Limited

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/ Promoter group	PAN of the person and PACs
Saregama India Limited	Yes	
Kolkata Metro Networks Limited	Yes	
STEL Holdings Limited	Yes	
Sanjiv Goenka	Yes	
Preeti Goenka	Yes	
Rainbow Investments Limited	Yes	
Phillips Carbon Black Limited	Yes	
Dotex Merchandise Private Limited	Yes	
Integrated Coal Mining Limited	Yes	
Castor Investments Limited	Yes	
Avarna Jain	Yes	
Shashwat Goenka	Yes	
Sanjiv Goenka (HUF)	Yes	

For SAREGAMA INDIA LIMITED

Signature of the Authorised Signatory

Kamana
Sushil
Khetan

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by Kamana
Sushil Khetan
Date: 2020.05.22
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(Kamana Khetan)
Company Secretary

Place: Mumbai

Date: May 20, 2020

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Annexure B

Declaration under Regulation 31(4)

In terms of Regulation 31(4) of the Securities Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 this is to confirm that Saregama India Limited had not made any encumbrance on its shareholding in Spencer's Retail Limited either directly or indirectly during the Financial Year-2019-20.

For SAREGAMA INDIA LIMITED

Signature of the Authorised Signatory

Kamana
Sushil
Khetan

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by Kamana Sushil
Khetan
Date: 2020.05.22
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(Kamana Khetan)
Company Secretary

Place: Mumbai
Date: May 20, 2020