FSN E-Commerce Ventures Limited



February 10, 2025

National Stock Exchange of India Limited BSE Limited

Symbol: NYKAA Scrip Code: 543384

Dear Sirs,

<u>Subject: Unaudited Standalone and Consolidated Financial Results for the quarter and nine</u> months ended December 31, 2024

With reference to our letter dated January 30, 2025, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e., February 10, 2025, has *inter alia* approved the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2024.

Pursuant to Regulation 33 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2024 along with the Limited Review Report of the Statutory Auditors on the said Financial Results.

The meeting of the Board of Directors commenced at 11:00 a.m. and concluded at 03:23 p.m.

We request you to take the above information on records.

Thanking You,

Yours faithfully,

For FSN E-Commerce Ventures Limited

Neelabja Chakrabarty

Company Secretary & Compliance Officer

Encl.: As Above

Chartered Accountants

12th Floor, The Ruby 29 Senapati Bapat Marg Dadar (West) Mumbai - 400 028, India

Tel: +91 22 6819 8000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
FSN E-Commerce Ventures Limited

- We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of FSN E-Commerce Ventures Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associate for the quarter ended December 31, 2024 and year to date from April 1, 2024 to December 31, 2024 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

- 4. The Statement includes the results of the entities as mentioned in Annexure to this Report.
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Chartered Accountants

- 6. The accompanying Statement includes the unaudited interim financial results and other unaudited financial information, in respect of:
 - a. 13 subsidiaries, whose unaudited interim financial results and other unaudited financial information include total revenues of Rs 205.30 crores and Rs 489.96 crores, total net profit after tax of Rs 34.27 crores and Rs 67.92 crores, total comprehensive income of Rs 34.51 crores and Rs 68.33 crores, for the quarter ended December 31, 2024, and for the period April 01, 2024 to December 31, 2024 respectively as considered in the Statement which have been reviewed by their respective independent auditors.
 - b. One associate, whose unaudited interim financial result include Group's share of net loss of Rs 0.56 crore and Rs 1.63 crore Group's share of total comprehensive loss of Rs 0.56 crore and Rs 1.63 crore for the quarter ended December 31, 2024 and for the period from April 1, 2024 to December 31, 2024 respectively, as considered in the Statement whose interim financial results/financial statements, other financial information have been reviewed by their independent auditors.

The independent review reports of such auditors on interim financial results and financial information of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries and associate is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement in respect of matters stated in para 6 above is not modified with respect to our reliance on the work done and the reports of the other auditors.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

Per Nilangshu Katriar

Partner

Membership Number: 058814 UDIN: 25058814BMNSQN6957

Place of Signature: Mumbai Date: February 10, 2025

Chartered Accountants

Annexure to the Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Sr. No.	Name of subsidiaries
1	Nykaa E-Retail Limited (erstwhile Nykaa E-Retail Private Limited)
2	FSN Brands Marketing Private Limited
3	Nykaa Fashion Limited (erstwhile Nykaa Fashion Private Limited)
4	FSN Distribution Limited (erstwhile FSN Distribution Private Limited)
5	Nykaa-KK Beauty Private Limited
6	Dot & Key Wellness Private Limited
7	Nudge Wellness Private Limited
8	lluminar Media Limited (erstwhile lluminar Media Private Limited)
9	Nykaa Foundation
10	FSN International Limited (erstwhile FSN International Private Limited)
11	Nykaa International UK Limited (Subsidiary of FSN International Limited)
12	FSN Global FZE (Subsidiary of FSN International Limited)
13	Nessa International Holdings Limited (Subsidiary of FSN International Limited)
14	Nysaa Beauty LLC (Subsidiary of Nessa International Holdings Limited)
15	Nysaa Cosmetics Trading (Subsidiary of Nessa International Holdings Limited)
16	Nysaa International for Wholesale and Retail Trade (Subsidiary of Nessa International
	Holdings Limited)
17	Nysaa Trading LLC (Subsidiary of Nessa International Holdings Limited)
18	Nysaa Distribution LLC (Subsidiary of Nessa International Holdings Limited)
19	Earth Rhythm Private Limited*

Sr. No.	Name of associate
1	Earth Rhythm Private Limited*

^{*}Ceased to be associate and became a subsidiary of the Company effective from November 26, 2024



FSN E-Commerce Ventures Limited
CIN: L52600MH2012PLC230136
Regd. Office: 104, Vasan Udyog Bhavan. Sun Mill compound, Tulsi Pipe Road, Lower Parel, Mumbai - 400013
Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024

_	(₹ in crore, except p							
Sr.			Quarter ended		Nine months ended		Year ended	
No.	Particulars	31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24	
NO.		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
	INCOME							
	Revenue from operations	2,267.21	1,874.74	1,788.80	5,888.06	4,717.65	6,385.62	
	Other income	5.53	5.45	7.58	18.31	22.88	29.94	
l i	TOTAL INCOME	2,272.74	1,880.19	1,796.38	5,906.37	4,740.53	6,415.56	
	EXPENSES	2,212.14	1,000.15	1,730.00	0,500.01	4,740.00	0,410.00	
	Cost of material consumed	2.78	1.45	23.52	6.82	57.63	65.11	
	Purchase of traded goods	1,284,96	1.086.08	1,232.25	3,542.85	2.763.47	3.781.68	
	Changes in inventories of finished goods and stock-in-trade	(11.67)	(33.81)	(227.72)	(229.75)	(132.45)	(200.40)	
	Employee benefits expense	174.60	161.49	147.93	491.95	422.83	564.90	
	Finance costs	31.93	24.23	21.84	77.47	61.70	82.83	
	Depreciation and amortisation expense	69.82	63.62	58.03	193.50	164.58	224.23	
	Other expenses	675.76	555.87	514.04		1,353.30	1,828.19	
П	TOTAL EXPENSES				1,735.63			
111	PROFIT BEFORE TAX (I - II)	2,228.18	1,858.93	1,769.89	5,818.47	4,691.06	6,346.54	
101		44.56	21.26	26.49	87.90	49.47	69.02	
	Tax expense: Current tax	24.00	04.40	20.00	05.44	70.44	400.70	
		31.99	21.12	30.90	95.14	76.11	106.73	
	Deferred tax expense/(credit)	(14.40)	(13.30)	(22.64)	(61.89)	(60.62)	(81.42)	
IV	Total tax expense	17.59	7.82	8.26	33.25	15.49	25.31	
V	NET PROFIT AFTER TAX (III - IV)	26.97	13.44	18.23	54.65	33.98	43.71	
VI	Share in loss of associate	(0.56)	(0.47)	(0.78)	(1.63)	(3.30)	(3.97)	
VII	NET PROFIT FOR THE PERIOD (V - VI)	26.41	12.97	17.45	53.02	30.68	39.74	
	Other Comprehensive Income/(Loss) ("OCI")							
	Items that will not be reclassified to profit or loss							
	Remeasurements of defined benefit liability	(0.31)	(3.32)	0.07	(3.75)	(0.37)	0.81	
	Income tax effect on above	0.07	0.84	0.00	0.94	0.09	(0.20)	
	Items that will be reclassified to profit or loss		1					
	Exchange differences in translating the financial statements of foreign	0.11	0.46	(0.11)	0.66	(0.06)	(0.17)	
	operations, net							
VIII	Total Other Comprehensive Income/(Loss)	(0.13)	(2.02)	(0.04)	(2.15)	(0.34)	0.44	
IX	Total Comprehensive Income (VII+VIII)	26.28	10.95	17.41	50.87	30.34	40.18	
X	Profit/ (Loss) for the period attributable to:							
	Equity shareholders of parent	26.12	10.04	16.18	45.79	25.34	32.26	
	Non-controlling interests	0.29	2.93	1.27	7.23	5.34	7.48	
		26.41	12.97	17.45	53.02	30.68	39.74	
			1					
ΧI	Other Comprehensive Income/(Loss) for the period attributable to:							
	Equity shareholders of parent	(0.16)	(2.00)	(0.02)	(2.13)	(0.33)	0.51	
	Non-controlling interests	0.03	(0.02)	(0.02)	(0.02)	(0.01)	(0.07)	
	•	(0.13)	(2.02)	(0.04)	(2.15)	(0.34)	0.44	
	ļ	(4.1.5)	(=:-/	(515.)	1=117	(3.0.7)		
XII	Total Comprehensive Income/(Loss) for the period attributable to:			1				
7(11	Equity shareholders of parent	25.96	8.03	16.16	43.66	25.01	32.77	
	Non-controlling interests	0.32	2.92	1.25	7.21	5.33	7.41	
	Thor-condoming interests	26,28	10.95	17.41	50.87	30.34	40.18	
		20,20	10.95	17.41	50.67	30.34	40.10	
YIII	Paid-up equity share capital	285,90	285.79	285.50	285.90	285.50	285.60	
VIII	Face value Re							
	race value Re	1.00	1.00	1.00	1.00	1.00	1.00	
VII /	04		İ	1				
XIV	Other Equity		1				976.63	
	F			1				
	Earnings per equity share (not annualised for the quarter and nine months							
	ended December 31, 2024, December 31, 2023 and quarter ended		1					
	September 30, 2024)			ggnaanno		50,0		
	- Basic	0.09	0.04	0.06	0.16	0.09	0.11	
	- Diluted	0.09	0.04	0.06	0.16	0.09	0.11	





Notes:

- The above Unaudited Consolidated Financial Results of the Group for the quarter and nine months ended December 31, 2024 have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') as prescribed under section 133 of the Companies Act 2013, as amended, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended. These Unaudited Consolidated Financial Results, as reviewed by the Audit Committee of the Board, were approved and taken on record by the Board of Directors at their meeting held on February 10, 2025.
- Beginning from FY25, the Group has commenced disclosing "Business Segments" as primary segments based on factors including restructuring of businesses and internal organization/management structure. Considering the reorganization, Group's Chief Operating Decision Maker (CODM) now reviews and allocates resources based on following primary
 - i) Beauty segment which comprises of online beauty platform, beauty owned brands, physical retail stores, eB2B distribution business and Nykaa Man BPC business. ii) Fashion segment which comprises of Nykaa Fashion, Fashion retail, fashion owned brands, LBB (content platform) and Nykaa Man lifestyle business.

 - iii) Others which comprises the Group's International beauty business.

Unaudited Consolidated Segment wise Revenue, Results and Capital Employed:

							(₹ in crore)
Sr.		Quarter ended			Nine months ended		Year ended
No.	Particulars	31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
140.		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	Segment Revenue						
•	A) Beauty	2,060.01	1,702.89	1,621.83	5,356.41	4,289.72	5,809.92
	B) Fashion	199.00	166.09	164.00	513.69	422.95	568.30
	C) Others	8.20	5.76	2.97	17.96	4.98	7.40
	Total Segment Revenue	2,267.21	1,874.74	1,788.80	5,888.06	4,717.65	6,385.62
II	Segment Results						
	A) Beauty	100.31	76.69	73.65	250.00	196.67	270.46
	B) Fashion	(25.41)	(32.40)	(28.98)	(88.10)	(102.82)	(131.96)
	C) Others	(7.96)	(6.63)	(4.11)	(21.82)	(6.90)	(18.38)
	Total Segment Results	66.94	37.66	40.56	140.08	86.95	120.12
	Less: Finance costs (Unallocable)	22.53	16.44	14.10	53.08	37.51	51.13
	Add: Other Income (Unallocable)	0.15	0.04	0.03	0.90	0.03	0.03
	Profit before tax	44.56	21.26	26.49	87.90	49.47	69.02
Ш	Capital Employed (Segment Assets-Segment Liabilities) A) Beauty						
	Segment Assets	3,079.26	2,845.50	2,439.17	3,079.26	2,439.17	2,570.80
	Segment Liabilities	1,390.46	1,220.10	1,014.89	1,390.46	1,014.89	1,271.83
	B) Fashion						
	Segment Assets	428.40	415.89	444.24	428.40	444.24	424.02
	Segment Liabilities	172.43	142.65	162.20	172.43	162.20	135.41
	C) Others						
	Segment Assets	44.84	41.48	6.84	44.84	6.84	21.33
	Segment Liabilities	27.69	15.96	7.64	27.69	7.64	22.64
	D) Unallocated ¹						
	Segment Assets	457.09	420.92	374.43	457.09	374.43	384.47
	Segment Liabilities	1,038.63	1,011.51	632.07	1,038.63	632.07	689.70
	Total Capital Employed	1,380.38	1,333.57	1,447.88	1,380.38	1,447.88	1,281.04

¹ The Company has considered the net debt (borrowings net-off cash and cash equivalents), taxes and certain other items as unallocated to any operating segment as they are considered at One Nykaa level and being managed centrally.

Financial results of FSN E-Commerce Ventures Limited (Standalone):

Sr	Particulars	Quarter ended			Nine months ended		Year ended
No.		31-Dec-24	30-Sep-24	31-Dec-23	31-Dec-24	31-Dec-23	31-Mar-24
140.		Unaudited	Unaudited	Unaudited*	Unaudited	Unaudited*	Audited*
1	Total Income	160.15	149.22	125.31	451.37	333.31	497.16
2	Profit before tax	31.48	21.79	23.04	77.17	40.96	93.92
3	Profit after tax	24.46	16.16	18.84	82.80	34.69	121.02

^{*} Restated (Refer note 2 of the Standalone Financial Results)

- The Group has acquired additional stake in Earth Rhythm Private Limited ('Earth Rhythm') for a consideration of ₹ 39.50 crore on November 26, 2024. The Group now holds 74.63% equity interest (including Optionally Convertible Redeemable Preference Shares) in Earth Rhythm post such investment. The Company is in the process of completion of the Purchase Price Allocation (PPA) in accordance with Ind AS 103 Business Combination. Accordingly, the Group has accounted for the acquisition on a provisional basis and has allocated an amount of ₹ 54.92 crore for brand and net goodwill.
- Previous period figures have been regrouped wherever found necessary, to confirm to the current period classification.

For and on behalf of Board of Directors of **FSN E-Commerce Ventures Limited**

Falguni Nayar Executive Chairperson, CEO & Managing Director

Mumbai February 10, 2025



Chartered Accountants

12th Floor, The Ruby 29 Senapati Bapat Marg Dadar (West) Mumbai - 400 028, India Tel: +91 22 6819 8000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors FSN E-Commerce Ventures Limited

- We have reviewed the accompanying statement of unaudited standalone financial results of FSN E-Commerce Ventures Limited ("the Company") for the quarter ended December 31, 2024 and year to date from April 1, 2024 to December 31, 2024 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Reguirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number:101049W/E300004

Per Nilangshu Katriar

Partnei

Membership Number: 058814 UDIN: 25058814BMNSQM6061 Place of Signature: Mumbai

Date: February 10, 2025

FSN E-Commerce Ventures Limited

CIN: L52600MH2012PLC230136

Regd. Office: 104, Vasan Udyog Bhavan. Sun Mill compound, Tulsi Pipe Road, Lower Parel, Mumbai - 400013

Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024

			Quarter ended		(₹ in crore, except Nine months ended		Year ended	
Sr.	Particulars	December 31, 2024	September 30, 2024	December 31, 2023*	December 31, 2024	December 31, 2023*	March 31, 2024*	
110.		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
	INCOME							
	Revenue from operations	119.14	109.41	80.19	331.38	210.11	312.52	
	Other income	41.01	39.81	45.12	119.99	123.20	184.64	
1	TOTAL INCOME	160.15	149.22	125.31	451.37	333.31	497.16	
	EVENOSO							
	EXPENSES	0.70	4.45	0.50	0.00	7.07	0.04	
	Cost of material consumed	2.78	1.45	2.56	6.82	7.07	8.61	
	Purchase of traded goods	44.58	44.97	38.09	120.88	81.78	116.20	
	Changes in inventories of finished goods and stock-in-trade	2.81	10.32	(6.39)	21.52	2.40	6.62	
	Employee benefits expense	15.26	15.54	18.46	49.54	55.13	72.09	
	Finance costs	2.50	1.56	1.71	5.93	5.23	6.89	
	Depreciation and amortisation expense	2.87	3.00	2.23	8.20	6.43	8.72	
	Other expenses	57.87	50.59	45.61	161.31	134.31	184.11	
11	TOTAL EXPENSES	128.67	127.43	102.27	374.20	292.35	403.24	
		24.42	04.70	22.24		10.00		
Ш	PROFIT BEFORE TAX (I - II)	31.48	21.79	23.04	77.17	40.96	93.92	
	Tax expense:	5.04	4.00	4.00	0.40	0.50	0.04	
	Current tax	5.01	1.92	4.39	9.18	6.58	9.01	
	Deferred tax expense / (credit) (refer note 2)	2.01	3.71	(0.19)	(14.81)	(0.31)	(36.11	
IV	Total tax expense / (credit)	7.02	5.63	4.20	(5.63)	6.27	(27.10	
V	NET PROFIT AFTER TAX (III-IV)	24.46	16.16	18.84	82.80	34.69	121.02	
V	NET FROFIT AFTER TAX (III-IV)	24.40	10.10	10.04	82.80	34.09	121.02	
	Other Comprehensive Income ("OCI")							
	Items that will not be reclassified to profit or loss			1				
	Remeasurements of defined benefit liability	_	(0.69)	_	(0.69)	0.07	0.26	
	Income tax effect on above	_	0.19	-	0.19	(0.02)	(0.06	
VI	Total Other Comprehensive Income		(0.50)		(0.50)	0.05	0.20	
	*		()		, ,			
VII	Total Comprehensive Income (V+VI)	24.46	15.66	18.84	82.30	34.74	121.22	
VIII	Paid-up equity share capital	285.90	285.79	285.50	285.90	285.50	285.60	
	Face value ₹	1.00	1.00	1.00	1.00	1.00	1.00	
IX	Other equity						1,249.31	
	Earnings per equity share (not annualised for quarter and							
	nine months ended December 31, 2024, December 31,							
X	2023 and quarter ended September 30, 2024)							
	- Basic	0.09	0.06	0.07	0.29	0.12	0.42	
	- Diluted	0.09	0.06	0.07	0.29	0.12	0.42	

^{*}Restated (refer note 2)





Notes:

- 1 The above Unaudited Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2024 have been prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') as prescribed under section 133 of the Companies Act 2013, as amended, read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended. These Unaudited Standalone Financial Results, as reviewed by the Audit Committee of the Board, were approved and taken on record by the Board of Directors at their meeting held on February 10, 2025.
- 2 (a) In line with the strategy to streamline and consolidate owned brand business in a single entity, the Board of Directors had approved to acquire "Athleisure & Lingerie" business and "Western Wear & Accessories" business (collectively "Business Undertakings") from Nykaa Fashion Limited, at its meetings held on February 06, 2024 and May 22, 2024 respectively, through slump sale on a going concern basis. Acquisition of "Athleisure & Lingerie" business was consummated on March 29, 2024 for a consideration of ₹ 226.03 crore and acquisition of "Western Wear & Accessories" business was consummated on June 28, 2024 for a consideration of ₹ 137.14 crore.
 - (b) As per Appendix C to Ind As 103, Business combinations involving entities or businesses under common control shall be accounted for, using the pooling of interest method as if the transaction had happened on the earliest period being presented. Accordingly, the results for the previous periods presented have been restated:
 - (i) as if the acquisition of "Athleisure and Lingerie" business had occurred from April 1, 2022. However, given the transaction was finally consummated on March 29, 2024, the consequent tax effects amounting to ₹ 36.70 crore had been considered in the financial results for the year ended March 31, 2024.
 - (ii) as if the acquisition of "Western Wear and Accessories" business had occured from April 1, 2023. However, given the transaction was finally consummated on June 28, 2024, the consequent tax effects amounting to ₹ 23.02 crore had been considered in the financial results for the guarter ended June 30, 2024.

There is no impact of aforesaid transactions in the Consolidated Financial Results.

- 3 The Company has acquired additional stake in Earth Rhythm Private Limited ('Earth Rhythm') for a consideration of ₹ 39.50 crore on November 26, 2024 and now holds 74.63% equity interest (including Optionally Convertible Redeemable Preference Shares) in Earth Rhythm post such investment.
- 4 In accordance with Ind AS 108 'Operating Segments', segment information has been given in the Consolidated Financial Results of the Company and therefore, no separate disclosure on segment information is given in Standalone Financial Results.
- 5 Previous period figures have been regrouped wherever found necessary, to conform to the current period classification.

For and on behalf of Board of Directors of FSN E-Commerce Ventures Limited

Falguni Navar

Executive Chairperson, CEO & Managing Director

Mumbai

February 10, 2025