



September 18, 2023

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai – 400 001

Symbol: NYKAA

Scrip Code: 543384

Dear Sirs,

Sub: Disclosure of Voting Results of the 11th Annual General Meeting (“AGM”) held on Monday, September 18, 2023

The 11th AGM of the Company was held on Monday, September 18, 2023 through Video Conferencing (“VC”) to transact the following businesses:

S. No.	Description of Ordinary Resolutions
1(A).	To receive, consider and adopt the Standalone audited financial statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.
1(B).	To receive, consider and adopt the Consolidated audited financial statements of the Company for the financial year ended March 31, 2023 together with the Report of Auditors thereon.
2.	To appoint a Director in place of Mr. Milan Khakhar (DIN: 00394065) who retires by rotation and being eligible offers himself for re-appointment
3.	To appoint a Director in place of Ms. Adwaita Nayar (DIN: 07931382) who retires by rotation and being eligible offers herself for re-appointment

In this regard, we are enclosing herewith the following:

- (i) Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – A**.
- (ii) Report of the Scrutinizer dated September 18, 2023, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure – B**.

You are requested to take the same on record.

Thanking You.

Yours faithfully,

For FSN E-Commerce Ventures Limited

Sujeet Jain
Chief Legal and Regulatory Officer,
Company Secretary and Compliance Officer
Mem. No.: F6144

Encl: a/a



**Voting Results (Annual General Meeting)
[As per Regulation 44(3) of Listing Regulations]**

Date of the AGM/EGM:	September 18, 2023
Total number of Shareholders on record date (i.e., September 11, 2023 – cut-off date for voting purpose):	5,85,309
No. of shareholders present in the meeting either in person or through proxy: Promoters & Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters & Promoter Group: Public:	 9 73



Agenda-wise disclosure

FSN E-Commerce Ventures Limited

Resolution Required: (Ordinary/ Special)		1(A) Ordinary Resolution: To consider and adopt the Standalone audited financial statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.						
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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1491392142	1491392142	100.0000	1491392142	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1491392142	100.0000	1491392142	0	100.0000	0.0000
Public Institutions	E-Voting	682762974	538497019	78.8703	538497019	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		538497019	78.8703	538497019	0	100.0000	0.0000
Public Non-Institutions	E-Voting	679578058	190055794	27.9667	190032714	23080	99.9879	0.0121
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		190055794	27.9667	190032714	23080	99.9879	0.0121
Total		2853733174	2219944955	77.7909	2219921875	23080	99.9990	0.0010

Whether resolution is passed or not? (Yes/No): Yes

Note: The aforesaid resolution has been passed with the requisite majority.



FSN E-Commerce Ventures Limited

Resolution Required: (Ordinary/ Special)		1(B) Ordinary Resolution: To consider and adopt the Consolidated audited financial statements of the Company for the financial year ended March 31, 2023 together with the Report of Auditors thereon.						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	1491392142	1491392142	100.0000	1491392142	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1491392142	100.0000	1491392142	0	100.0000	0.0000
Public Institutions	E-Voting	682762974	538497019	78.8703	501161105	37335914	93.0666	6.9334
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		538497019	78.8703	501161105	37335914	93.0666	6.9334
Public Non-Institutions	E-Voting	679578058	190054752	27.9666	190032008	22744	99.9880	0.0120
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		190054752	27.9666	190032008	22744	99.9880	0.0120
Total		2853733174	2219943913	77.7909	2182585255	37358658	98.3171	1.6829

Whether resolution is passed or not? (Yes/No): Yes

Note: The aforesaid resolution has been passed with the requisite majority.



FSN E-Commerce Ventures Limited								
Resolution Required: (Ordinary/Special)			2. Ordinary Resolution: To appoint a Director in place of Mr. Milan Khakhar (DIN: 00394065) who retires by rotation and being eligible offers himself for re-appointment					
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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1491392142	1491392142	100.0000	1491392142	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1491392142	100.0000	1491392142	0	100.0000	0.0000
Public Institutions	E-Voting	682762974	613333469	89.8311	602074988	11258481	98.1644	1.8356
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		613333469	89.8311	602074988	11258481	98.1644	1.8356
Public Non-Institutions	E-Voting	679578058	190054680	27.9666	190021497	33183	99.9825	0.0175
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		190054680	27.9666	190021497	33183	99.9825	0.0175
Total		2853733174	2294780291	80.4133	2283488627	11291664	99.5079	0.4921

Whether resolution is passed or not? (Yes/No):	Yes
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Note: The aforesaid resolution has been passed with the requisite majority.



FSN E-Commerce Ventures Limited

Resolution Required: (Ordinary/Special)		3. Ordinary Resolution: To appoint a Director in place of Ms. Adwaita Nayar (DIN: 07931382) who retires by rotation and being eligible offers herself for re-appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1491392142	1491392142	100.0000	1491392142	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1491392142	100.0000	1491392142	0	100.0000	0.0000
Public Institutions	E-Voting	682762974	483988499	70.8868	483708864	279635	99.9422	0.0578
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		483988499	70.8868	483708864	279635	99.9422	0.0578
Public Non-Institutions	E-Voting	679578058	190055216	27.9666	190019114	36102	99.9810	0.0190
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		190055216	27.9666	190019114	36102	99.9810	0.0190
Total		2853733174	2165435857	75.8808	2165120120	315737	99.9854	0.0146

Whether resolution is passed or not? (Yes/No):	Yes
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Note: The aforesaid resolution has been passed with the requisite majority.

SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UIN: L2021MH011000
C-316, 3rd Floor, Avior Corporate Park, Nirmal Galaxy, L.B.S. Marg,
Mulund (W), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

REPORT OF SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies
(Management and Administration) Rules, 2014 (as amended)]*

18th September, 2023

To
The Chairperson
FSN E-Commerce Ventures Limited
104, Vasan Udyog Bhavan, Sun Mill Compound, Tulsi Pipe Road,
Lower Parel, Mumbai – 400013

11th (Eleventh) Annual General Meeting (AGM) of the shareholders of FSN E-Commerce Ventures Limited, (CIN: L52600MH2012PLC230136) held on Monday, September 18, 2023 at 10:30 a.m. (IST) through Video Conferencing/ Other Audio-Visual Means.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and electronic voting at the 11th Annual General Meeting (AGM) of FSN E-Commerce Ventures Limited, held on Monday, September 18, 2023 at 10:30 a.m. (IST) through Video Conferencing/ Other Audio-Visual Means

I, Sachin Hukumchand Sharma, Practising Company Secretary (ACS:46900/FCS:12788; CP:20423) and Designated Partner of Sharma and Trivedi LLP, Company Secretaries, Mumbai, (LLPIN:AAW-6850), have appointed as the Scrutinizer by the Board of Directors of **FSN E-Commerce Ventures Limited, (the 'Company')** vide resolution dated Friday, August 11, 2023, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015), to scrutinize and report on the electronic voting ('remote e-voting') and the voting by use of electronic means by the shareholders of the Company in respect of the resolutions passed at the 11th (Eleventh) Annual General Meeting of the shareholders of the Company held on Monday, September 18, 2023 at 10:30 a.m. (IST) through Video Conferencing/ Other Audio-Visual Means and we submit our report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and electronic voting (e-voting) at the meeting on the resolutions proposed in the notice of the 11th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at Annual General Meeting is conducted in a fair and transparent manner and submit to the Chairperson, the consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairperson on the resolutions, based on the report generated electronically.

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2. As per the Notice of 11th Annual General Meeting of the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on August 25, 2023, in English Newspaper "The Financial Express" (All Editions), "The Free Press Journal" (English), and in Marathi (Vernacular) Newspaper "Navshakti", the remote e-voting opened at 09.00 a.m. on Thursday, September 14, 2023 and remained open until 05.00 p.m. on Sunday, September 17, 2023.
3. The shareholders holding the Equity Shares of the Company as on Monday, September 11, 2023 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 11th Annual General Meeting of the Company.
4. The Notice of AGM dated August 11, 2023 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders in respect of the below mentioned resolutions for passing at the AGM of the Company through e-mail in compliance with the MCA Circular Number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 and General Circular No.10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India (SEBI) Circular Number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (collectively referred to as "SEBI Circulars").
5. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the shareholders attending the said meeting through VC / OAVM and who had not cast their vote earlier through remote e-voting.
6. The votes cast under the remote e-voting prior to AGM and e-voting during the AGM were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of the AGM and the e-voting results / list of shareholders who voted for and against were downloaded from the e-voting website of National Securities Depository Limited ("NSDL") i.e. <https://www.evoting.nsdl.com/> and the same are being handed over to the Chairperson / Company Secretary.
7. We have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the e-voting system of National Securities Depository Limited ("NSDL") and the summary of the e-voting process is as follows:

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Ordinary Business:

Resolution No.1(A): Ordinary Resolutions

To receive, consider and adopt the:

(A) Standalone audited financial statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	991	2,21,94,88,270	99.98
Remote e-voting at AGM	9	4,33,605	0.02
Total	1,000	2,21,99,21,875	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	46	22,930	99.35
Remote E-voting at AGM	1	150	0.65
Total	47	23,080	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.1(A)

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	2,21,99,21,875	99.999
Votes against	23,080	0.001
Total	2,21,99,44,955	100.000

Notes: (i) One (1) Folio holding 19,71,423 Equity Shares of face value of Re.1/- each of the Company, voted 3,05,093 Equity Shares in favor, and did not exercise the option to vote for 16,66,330 Equity Shares in the above resolution.

(ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.1(A), as contained in the Notice of AGM dated August 11, 2023 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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Resolution No.1(B): Ordinary Resolutions

To receive, consider and adopt the:

(B) Consolidated audited financial statements of the Company for the financial year ended March 31, 2023 together with the Report of Auditors thereon

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	985	2,18,21,51,650	99.98
Remote e-voting at AGM	9	4,33,605	0.02
Total	994	2,18,25,85,255	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	49	3,73,58,508	99.9996
Remote E-voting at AGM	1	150	0.0004
Total	50	3,73,58,658	100.0000

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.1(B)

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	2,18,25,85,255	98.32
Votes against	3,73,58,658	1.68
Total	2,21,99,43,913	100.00

Notes: (i) One (1) Folio holding 19,71,423 Equity Shares of face value of Re.1/- each of the Company, voted 3,05,093 Equity Shares in favor, and did not exercise the option to vote for 16,66,330 Equity Shares in the above resolution.

(ii) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.1(B), as contained in the Notice of AGM dated August 11, 2023 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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Resolution No.2: Ordinary Resolution

To appoint a Director in place of Mr. Milan Khakhar (DIN: 00394065) who retires by rotation and being eligible offers himself for re-appointment

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	941	2,28,30,55,022	99.98
Remote E-voting at AGM	9	4,33,605	0.02
Total	950	2,28,34,88,627	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	93	1,12,91,514	99.999
Remote E-voting at AGM	1	150	0.001
Total	94	1,12,91,664	100.000

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	2,28,34,88,627	99.51
Votes against	1,12,91,664	0.49
Total	2,29,47,80,291	100.00

Notes: (i) One (1) Folio holding 19,71,423 Equity Shares of face value of Re.1/- each of the Company, voted 3,05,093 Equity Shares in favor, and did not exercise the option to vote for 16,66,330 Equity Shares in the above resolution.

(i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.2, as contained in the Notice of AGM dated August 11, 2023 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

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SHARMA AND TRIVEDI LLP

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Resolution No.3: Ordinary Resolution

To appoint a Director in place of Ms. Adwaita Nayar (DIN: 07931382) who retires by rotation and being eligible offers herself for re-appointment

(i) Voted in favour of the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	893	2,16,46,86,515	99.98
Remote E-voting at AGM	9	4,33,605	0.02
Total	902	2,16,51,20,120	100.00

(ii) Voted against the resolution:

Mode of voting	Number of shareholders voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	89	3,15,587	99.95
Remote E-voting at AGM	1	150	0.05
Total	90	3,15,737	100.00

(iii) Invalid votes:

Total Number of shareholders whose votes were declared invalid	Total number of votes cast by them
--	--

Summary of Total valid votes for Resolution No.3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in favour	2,16,51,20,120	99.99
Votes against	3,15,737	0.01
Total	2,16,54,35,857	100.00

Notes: (i) One (1) Folio holding 19,71,423 Equity Shares of face value of Re.1/- each of the Company, voted 3,05,093 Equity Shares in favor, and did not exercise the option to vote for 16,66,330 Equity Shares in the above resolution.

(i) Based on the aforesaid result, we report that, the aforesaid Ordinary Resolution at Item No.3, as contained in the Notice of AGM dated August 11, 2023 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2023.

SHARMA AND TRIVEDI LLP

(Registered with Limited Liability)

Company Secretaries, LLPIN: AAW-6850; UTN: L2021MH011000
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Mulund (W), Mumbai – 400 080
Tel: (+91 22) 2591 3041, email id- csllp108@gmail.com

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8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairperson considers, approves and signs the minutes of 11th Annual General Meeting and the same shall be sent /handed over thereafter to the Chairperson / Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For SHARMA AND TRIVEDI LLP
Company Secretaries



Sachin Sharma
Designated Partner
ACS: 46900/FCS:12788; CP: 20423
UDIN: F012788E001027846

Witnesses:

Signature: 

Signature: 

1. Name: Mrs. Veena Sharma
Wife of: Mr. Sachin Hukumchand Sharma
Address: 86, Parihar Nagar, Bhadwasia Road
Jodhpur, Rajasthan – 342 001
Occupation: Service

2. Name: Mrs. Tara Sharma
Wife of: Mr. Hukumchand Sharma
Address: Plot No.136, Baldev Nagar, Mata Ka
Than, Jodhpur, Rajasthan – 342 001
Occupation: Housewife

Counter signed
For FSN E-COMMERCE VENTURES LIMITED


Sujat Jain
Chief Legal and Regulatory Officer,
Company Secretary & Compliance Officer
Mem. No.: F6144

