



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: Proceedings of 11th Annual General Meeting held on September 18, 2023

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the 11th Annual General Meeting of the Company held through Video Conferencing on Monday, September 18, 2023 at 10:30 AM (IST).

We request you 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

**SUMMARY OF THE PROCEEDINGS OF THE 11TH ANNUAL GENERAL MEETING OF
FSN E-COMMERCE VENTURES LIMITED**

(A) Date, Time and Venue of the Annual General Meeting:

The 11th Annual General Meeting (“AGM”) of the Company was held on Monday, September 18, 2023, through Video Conferencing (“VC”) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Meeting commenced at 10:30 AM (IST) and concluded at 12:31 PM (IST) (including time allowed for e-voting at AGM).

(B) Proceedings in brief:

- Ms. Falguni Nayar, Executive Chairperson, Managing Director and Chief Executive officer, chaired the Meeting.
- All the other Directors, Chief Financial Officer, Company Secretary and Auditors were also present at the AGM.
- Mr. Sujeet Jain, Chief Legal and Regulatory Officer, Company Secretary and Compliance Officer, welcomed all the members and provided the general instructions to the members regarding participation in the meeting. He then informed the members that the Company has tied up with National Securities Depositories Limited (“NSDL”) to provide the facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through video conference. The registers and other documents, as referred to in the Notice of the AGM were available for inspection. The live streaming of the meeting was webcasted on the website of NSDL. He further informed that since the 11th AGM was being through VC, the facility for appointment of proxies by members was not applicable.
- The details of the number of members present at the meeting was as follows:

Promoter(s) & Promoter(s) Group	Public	Total
9	73	82

- The requisite quorum being present, Mr. Sujeet Jain, Chief Legal and Regulatory Officer, Company Secretary and Compliance Officer called the Meeting to order.
- The Chairperson welcomed all the members and other invitees present at the meeting.
- Thereafter, the Chairperson addressed the members, *inter alia*, on Performance and highlights of FY 2022-23, opportunity and market dynamics, customer dynamics, future readiness, Environmental Social & Governance initiatives and the path ahead.
- She also thanked various investors for their utmost faith in the Company & its management, and further thanked all the stakeholders i.e., customers, brand partners, employees, shareholders and the larger community for the continued and generous support bestowed upon the Company.

- The Company Secretary apprised the member on the guidelines for e-voting:
 - (i) The members were provided with an opportunity to cast their vote through remote e-voting facility on the resolutions as set out in the Notice convening this Annual General Meeting.
 - (ii) The remote e-voting period which had commenced on Thursday, September 14, 2023, at 09:00 AM IST ended on Sunday, September 17, 2023, at 05:00 PM IST.
 - (iii) The e-voting window was open on the NSDL e-voting platform for 15 minutes from the conclusion of the AGM, and requested members to cast their votes, in case they had not cast vote during the remote e-voting period.
 - (iv) Mr. Sachin Sharma, failing him Mr. Dinesh Trivedi, Designated Partners at Sharma and Trivedi LLP, Practicing Company Secretaries have been appointed as the Scrutinizer for scrutiny of the votes cast through the remote e-voting platform and e-voting during the AGM in a fair and transparent manner.
 - (v) The e-voting results along with the Scrutiniser's Report will be declared within the time stipulated under the applicable laws and will be disseminated to the Stock Exchanges and also be placed on the website of the Company and NSDL.
- He further informed that the following resolutions as set out in the Notice convening the 11th AGM were put to vote in the meeting and approval by members.

Sr. No.	Particulars	Type of Resolution
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.	Ordinary Resolution
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 the Auditors thereon.	Ordinary Resolution
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.	Ordinary Resolution
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.	Ordinary Resolution

- Thereafter, the stage was opened for the members who had registered themselves as speaker shareholders to ask questions or express their views through VC. The Chairperson responded to the queries of the members and provided the necessary clarifications.
- The Chairperson further informed the members that e-voting on the platform of NSDL would continue for another 15 minutes to enable the members to vote.
- The Chairperson further informed the members that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer's Report will be disseminated to the exchanges and will be placed on the Company's website, in due course.



- The Chairperson concluded the proceedings of the AGM by thanking all the members for their participation at the AGM and for their constructive suggestions and observations. She further thanked the directors who continue to provide enormous guidance and for attending the meeting.