

November 06, 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: Unaudited Standalone and Consolidated financial results for the quarter and half year ended September 30, 2023

In Continuation of our letter dated October 26, 2023, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e., November 06, 2023, has *inter alia* approved the Unaudited Standalone and Consolidated financial results for the quarter and half year ended September 30, 2023, along with the Limited Review Report of the Auditors on the Standalone and Consolidated Financials.

Pursuant to Regulation 33 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we enclose the following:

- (1) Unaudited Standalone and Consolidated financial results for the quarter and half year ended September 30, 2023; and
- (2) Limited Review Report of the Auditors on the Standalone and Consolidated financial results.

The meeting of the Board of Directors commenced at 02:07 p.m. and is still continuing.

The Financial Results will be published in Newspapers as required under the Listing Regulations.

Kindly take the same on record.

Thanking You.

Yours faithfully,
For FSN E-Commerce Ventures Limited



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



Encl.: as above

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**

1. 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 September 30, 2023 and year to date from April 1, 2023 to September 30, 2023 (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.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

6. The accompanying Statement includes the unaudited interim financial results and other unaudited financial information, in respect of:
- Seven subsidiaries, whose unaudited interim financial results and other unaudited financial information include total assets of Rs 6,129.31 million as at September 30, 2023, total revenues of Rs 1,910.74 million and Rs 3,627.06 million, total net loss after tax of Rs 307.78 million and Rs 643.26 million, total comprehensive loss of Rs 308.31 million and Rs 642.62 million, for the quarter ended September 30, 2023, and for the period April 01 2023 to September 30, 2023 respectively, and net cash outflows of Rs 2.69 million for the period from April 1, 2023 to September 30, 2023, as considered in the Statement which have been reviewed by their respective independent auditors.
 - One associate, whose unaudited interim financial result include Group's share of net loss of Rs 14.89 million and Rs 25.20 million Group's share of total comprehensive loss of Rs 14.89 million and Rs 25.20 million for the quarter ended September 30, 2023 and for the period from April 1, 2023 to September 30, 2023 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: 23058814BGYZSH5035
Place of Signature: Mumbai
Date: November 06, 2023



S.R. BATLIBOI & ASSOCIATES LLP

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 Private Limited
2	FSN Brands Marketing Private Limited
3	Nykaa Fashion Private Limited
4	FSN Distribution Private Limited
5	Nykaa-KK Beauty Private Limited
6	Dot & Key Wellness Private Limited
7	Nudge Wellness Private Limited
8	Illuminar Media Private Limited
9	Nykaa Foundation
10	FSN International Private Limited
11	Nykaa International UK Limited (Subsidiary of FSN International Private Limited)
12	FSN Global FZE (Subsidiary of FSN International Private Limited)
13	Nessa International Holdings Limited (Subsidiary of FSN International Private Limited)

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



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 half year ended September 30, 2023

(Rs. in million, except per share data)

Sr. No.	Particulars	Quarter ended			Half year ended		Year Ended
		September 30, 2023	June 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	INCOME						
	Revenue from operations	15,070.24	14,218.24	12,308.29	29,288.48	23,792.50	51,438.00
	Other income	85.73	67.21	64.76	152.94	148.39	302.13
I	TOTAL INCOME	15,155.97	14,285.45	12,373.05	29,441.42	23,940.89	51,740.13
	EXPENSES						
	Cost of material consumed	155.06	186.00	222.51	341.06	455.48	1,594.33
	Purchase of traded goods	5,530.25	9,781.98	5,858.02	15,312.23	13,273.47	28,479.91
	Changes in inventories of finished goods and stock-in-trade	2,888.69	(1,935.99)	650.38	952.70	(612.62)	(1,417.43)
	Employee benefits expense	1,363.20	1,385.76	1,216.26	2,748.96	2,364.70	4,917.17
	Finance costs	213.09	185.48	203.56	398.57	354.19	746.05
	Depreciation and amortisation expense	546.36	519.20	385.02	1,065.56	695.14	1,732.56
	Other expenses	4,326.75	4,065.83	3,749.75	8,392.58	7,239.58	15,303.59
II	TOTAL EXPENSES	15,023.40	14,188.26	12,285.50	29,211.66	23,769.94	51,356.18
III	PROFIT BEFORE TAX (I - II)	132.57	97.19	87.55	229.76	170.95	383.95
	Tax expense:						
	Current tax	215.86	236.23	215.91	452.09	329.16	861.11
	Deferred tax credit	(176.18)	(203.60)	(184.91)	(379.78)	(271.63)	(725.37)
IV	Total tax expense	39.68	32.63	31.00	72.31	57.53	135.74
V	NET PROFIT AFTER TAX (III - IV)	92.89	64.56	56.55	157.45	113.42	248.21
VI	Share in loss of associate	(14.89)	(10.31)	(4.64)	(25.20)	(11.41)	(38.60)
VII	NET PROFIT FOR THE PERIOD (V - VI)	78.00	54.25	51.91	132.25	102.01	209.61
	Other Comprehensive Income/(Loss) ("OCI")						
	Items that will not be reclassified to profit or loss						
	Remeasurements of defined benefit liability	(5.12)	0.74	5.49	(4.38)	(0.01)	0.77
	Income tax effect on above	1.10	(0.19)	(1.04)	0.91	0.35	0.15
	Items that will be reclassified to profit or loss						
	Exchange differences in translating the financial statements of foreign operations, net	(1.14)	1.60	1.66	0.46	1.51	0.65
VIII	Total Other Comprehensive (Loss)/Income	(5.16)	2.15	6.11	(3.01)	1.85	1.57
IX	Total Comprehensive Income (VII+VIII)	72.84	56.40	58.02	129.24	103.86	211.18
X	Profit/ (Loss) for the period attributable to:						
	Equity shareholders of parent	58.46	33.03	41.08	91.49	86.58	192.62
	Non-controlling interests	19.54	21.22	10.83	40.76	15.43	16.99
		78.00	54.25	51.91	132.25	102.01	209.61
XI	Other Comprehensive (Loss)/Income for the period attributable to:						
	Equity shareholders of parent	(5.26)	2.15	6.10	(3.11)	1.84	1.53
	Non-controlling interests	0.10	-	0.01	0.10	0.01	0.04
		(5.16)	2.15	6.11	(3.01)	1.85	1.57
XII	Total Comprehensive Income/(Loss) for the period attributable to:						
	Equity shareholders of parent	53.20	35.18	47.18	88.38	88.42	194.15
	Non-controlling interests	19.64	21.22	10.84	40.86	15.44	17.03
		72.84	56.40	58.02	129.24	103.86	211.18
XIII	Paid-up equity share capital	2,853.73	2,852.85	474.55	2,853.73	474.55	2,852.45
	Face value Re	1.00	1.00	1.00	1.00	1.00	1.00
XIV	Other Equity						10,927.65
	Earnings per equity share (not annualised for the quarter and half-year ended September 30, 2023/ September 30, 2022 and quarter ended June 30, 2023) (Refer note 6)						
	- Basic	0.02	0.02	0.01	0.03	0.03	0.07
	- Diluted	0.02	0.02	0.01	0.03	0.03	0.07



Notes:

1. The above unaudited Consolidated Financial Results of the Company for the quarter and half year ended September 30, 2023 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. 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 November 6, 2023.
2. During the year ended March 31, 2022, the Company had completed its Initial Public Offer (IPO) of 47,575,326 equity shares of face value of Re 1 each at an issue price of Rs. 1,125 per share (including a share premium of Rs. 1,124 per share). A discount of Rs. 100 per share was offered to eligible employees bidding in the employee's reservation portion of 250,000 equity shares. The issue comprised of a fresh issue of 5,602,666 equity shares aggregating to Rs. 6,300 million and offer for sale of 41,972,660 equity shares by selling shareholders aggregating to Rs. 47,197 million. Pursuant to the IPO, the equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on November 10, 2021.

The total offer expenses of Rs 2,161.24 million (inclusive of taxes) were proportionately allocated between the selling shareholders and the Company in the proportion of equity shares sold by the selling shareholders and offered by the Company. The utilization of IPO proceeds of Rs. 6,045.72 million (net of IPO expenses of Rs. 254.28 million) is summarized below:

(Rs. in million)

Particulars	Amount to be utilised as per prospectus	Utilisation upto September 30, 2023	Unutilised as on September 30, 2023
Investment in certain of our Subsidiaries, namely, FSN Brands and / or Nykaa Fashion for funding the set-up of new retail stores	420.00	255.63	164.37
Capital expenditure to be incurred by our Company and investment in certain of our Subsidiaries, namely, Nykaa E-Retail, FSN Brands and Nykaa Fashion for funding the set-up of new warehouses	420.00	378.05	41.95
Repayment or prepayment of outstanding borrowings availed by our Company and one of our Subsidiaries, namely, Nykaa E-Retail	1,560.00	1,560.00	-
Expenditure to acquire and retain customers by enhancing the visibility and awareness of our brands	2,340.00	2,340.00	-
General corporate purposes	1,305.72	1,305.72	-
Total	6,045.72	5,839.40	206.32

Net proceeds unutilized as of September 30, 2023, were temporarily invested in deposits with scheduled commercial banks.

3. The Group is engaged in the business of selling beauty, personal care, fashion products and other related products and services through various platforms and the Group's Chief Operating Decision Makers (CODM) review and allocate resources based on Omni business and Omni channel strategy, which in the terms of Ind AS 108 on 'Operating Segments' constitutes a single reporting segment. Hence, no separate disclosure is required for segments.



4. Financial results of FSN E-Commerce Ventures Limited (standalone):

Sr. No.	Particulars	Quarter ended			Half year ended		Year Ended
		September 30, 2023	June 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Total Income	643.07	657.48	834.75	1,300.55	1,513.37	3,464.85
2	Profit before tax	72.63	50.47	128.04	123.10	241.49	806.27
3	Profit after tax	59.89	42.54	98.83	102.43	189.37	613.09

5. On September 09, 2022, the Company had acquired 100% stake in Illuminar Media Private Limited (LBB) for a consideration of Rs. 292.75 million. Accordingly, effective such date LBB became a wholly owned subsidiary of the Company. During the quarter ended June 30, 2023, the Company completed the process of Purchase Price Allocation (PPA) in accordance with Ind AS 103 Business Combinations. Accordingly, as on the acquisition date, it recognized the carrying amount of assets and liabilities of the subsidiary and the excess of purchase consideration over the net assets acquired amounting to Rs. 312.06 million was allocated to certain intangibles of Rs. 176.89 million and goodwill of Rs. 135.17 million.
6. The Board of Directors at its meeting held on October 03, 2022 approved issue of bonus shares, in proportion of 5:1, i.e., 5 (five) bonus equity shares of Re 1 each for every 1 (one) fully paid-up equity share held as on the record date. Subsequently, pursuant to the approval by the Members of the Company on November 02, 2022 through Postal Ballot, the Company allotted 237,35,63,075 equity shares of Re 1/- each as fully paid-up bonus equity shares on November 12, 2022 to the eligible equity shareholders. Consequent to the bonus issue, the total paid up share capital of the Company increased from Rs. 474.71 million to Rs. 2,848.28 million. Earnings Per Share for all periods presented have been adjusted accordingly. Also, the Board of Directors approved reclassification of Authorized Share Capital of the Company from Rs. 3,250 million comprising of 275,00,00,000 (Two Hundred and Seventy-Five Crores) equity shares of Re 1 each and 50,00,00,000 (Fifty Crores) preference shares of Re 1 each, to Rs. 3,250 million comprising of 325,00,00,000 (Three Hundred and Twenty-Five Crores) Equity Shares of Re 1/- (Rupee One) and the same was approved by Members of the Company on November 02, 2022 through Postal Ballot.



7. Statement of Assets and Liabilities:

(Rs. in million)

Particulars	As at September 30, 2023 (Unaudited)	As at March 31, 2023 (Audited)
A ASSETS		
1 Non-current assets		
Property, plant and equipment	2,315.23	2,313.46
Right of use assets	2,768.35	3,119.21
Capital work-in-progress	8.52	20.22
Goodwill	610.65	610.65
Intangible assets	1,009.09	944.85
Intangible assets under development	254.59	288.56
Financial assets		
- Investments	356.00	381.20
- Other financial assets	417.87	434.50
Deferred tax assets (net)	2,258.39	1,877.73
Non-current tax assets (net)	352.36	211.82
Other non-current assets	191.36	241.60
Total non-current assets	10,542.41	10,443.80
2 Current assets		
Inventories	10,937.07	10,051.40
Financial assets		
- Trade receivables	1,764.15	1,635.31
- Cash and cash equivalents	259.63	413.76
- Bank balance other than cash and cash equivalents	1,193.95	1,073.64
- Other financial assets	2,723.34	2,644.86
Other current assets	3,938.04	3,237.01
Total current assets	20,816.18	19,055.98
Total assets	31,358.59	29,499.78
B EQUITY AND LIABILITIES		
1 Equity		
Equity share capital	2,853.73	2,852.45
Other equity	11,059.05	10,927.65
Equity attributable to equity holders of the parent	13,912.78	13,780.10
Non-controlling interest	182.60	141.45
Total equity	14,095.38	13,921.55
2 Non-current liabilities		
Financial liabilities		
- Borrowings	0.47	3.61
- Lease liabilities	1,766.89	2,133.68
- Other financial liabilities	-	1,373.20
Long-term provisions	108.65	92.65
Total non-current liabilities	1,876.01	3,603.14
3 Current liabilities		
Financial liabilities		
- Borrowings	6,596.02	4,600.01
- Lease liabilities	1,293.16	1,247.63
- Trade payables		
Total outstanding dues of micro enterprises and small enterprises	510.01	418.93
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,367.64	2,234.96
- Other financial liabilities	3,962.46	2,703.61
Short-term provisions	87.54	113.86
Contract liabilities	249.52	234.78
Other current liabilities	320.85	421.31
Total current liabilities	15,387.20	11,975.09
Total equity and liabilities	31,358.59	29,499.78



8. Statement of Cash Flows:

(Rs. in million)

Particulars	For the half year ended September 30, 2023 (Unaudited)	For the half year ended September 30, 2022 (Unaudited)
Operating activities		
Profit before tax	229.76	170.95
Adjustments to reconcile loss before tax to net cash flows		
Depreciation of property, plant & equipment and right-of-use assets	959.45	619.33
Amortisation of intangible assets	106.11	75.81
Interest expense and other finance costs	398.57	354.19
Foreign exchange loss/ (gain)	2.21	(7.28)
Share Based expense	46.90	63.62
Gratuity expense	22.92	19.94
Compensated absence expense	(18.31)	4.67
Expected credit loss	49.25	4.98
Interest income	(106.84)	(103.88)
Liabilities no longer required written back	(17.25)	(2.06)
Gain on closure of cancellation of lease contract	(7.06)	(3.95)
Operating profit before working capital changes	1,665.71	1,196.32
Working capital adjustments		
(Increase) in trade receivables	(178.09)	(323.22)
(Increase) in inventories	(885.67)	(576.16)
(Increase) in current financial asset	(261.00)	(956.46)
(Increase) in non-current financial assets	(16.86)	(115.50)
(Increase) in other current assets	(701.03)	(1,349.46)
(Increase) in other non current assets	(0.25)	(5.00)
Increase/ (Decrease) in trade payables	239.33	(1,783.79)
(Decrease) in provisions	(19.30)	(4.91)
(Decrease)/Increase in current financial liabilities	(57.84)	847.22
(Decrease)/Increase in other current liabilities	(85.72)	52.80
Cash flows (used in) operating activities	(300.72)	(3,018.16)
Payment of taxes (net)	(592.62)	(319.07)
Net cash flows (used in) operating activities	(893.34)	(3,337.23)
Investing activities		
Purchase of property, plant and equipment and other intangible assets	(516.89)	(1,199.13)
Investment in subsidiary (net off cash and cash equivalent acquired from subsidiary)	-	(328.75)
Net redemption of fixed deposits	103.60	4,090.69
Investment in associate	-	(416.50)
Interest Received	85.15	115.77
Net cash flows (used in)/ from investing activities	(328.14)	2,262.08
Financing activities		
Proceeds from issue of equity shares/ shares pending allotment (net of share issue expenses)	62.86	119.89
(Repayment) of non-current borrowings (net)	(3.14)	(2.69)
Proceeds from current borrowings (net)	1,996.02	1,541.12
Interest paid on borrowings	(277.69)	(168.27)
Principal payment of lease liabilities	(548.60)	(349.49)
Interest paid on lease liabilities	(162.11)	(177.99)
Net cash flows from financing activities	1,067.34	962.57
Net (decrease) in cash and cash equivalents for the period	(154.14)	(112.58)
Cash and cash equivalents at the beginning of the year	413.77	371.72
Cash and cash equivalents at the end of the period	259.63	259.14

9. 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 Nayar

Falguni Nayar
Executive Chairperson, CEO & Managing Director
Mumbai,
November 6, 2023



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

1. We have reviewed the accompanying statement of unaudited standalone financial results of FSN E-Commerce Ventures Limited (the "Company") for the quarter ended September 30, 2023 and year to date from April 1, 2023 to September 30, 2023 ("the Statement") attached herewith, being submitted by the 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 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

Partner

Membership Number: 058814

UDIN: 23058814BGYZSG5201

Place of Signature: Mumbai

Date: November 06, 2023



FSN E-Commerce Ventures Limited

CIN: L52600MH2012PLC230136

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

Unaudited Standalone Financial Results for the quarter and half year ended September 30, 2023

(Rs. in million, except per share data)

Sr. No.	Particulars	Quarter ended			Half Year ended		Year Ended
		September 30, 2023	June 30, 2023	September 30, 2022	September 30, 2023	September 30, 2022	March 31, 2023
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	INCOME						
	Revenue from operations	252.08	269.53	517.54	521.61	894.02	2,177.99
	Other income	390.99	387.95	317.21	778.94	619.35	1,286.86
I	TOTAL INCOME	643.07	657.48	834.75	1,300.55	1,513.37	3,464.85
	EXPENSES						
	Cost of material consumed	-	-	138.15	-	357.28	589.11
	Purchase of goods	50.82	46.72	14.53	97.54	43.11	210.09
	Changes in inventories of finished goods and stock-in-trade	67.21	84.89	48.27	152.10	(11.55)	57.65
	Employee benefits expense	101.78	108.36	91.88	210.14	183.36	365.22
	Finance costs	17.49	17.69	21.34	35.18	39.74	74.51
	Depreciation and amortisation expense	17.53	18.38	19.84	35.91	33.82	70.63
	Other expenses	315.61	330.97	372.70	646.58	626.12	1,291.37
II	TOTAL EXPENSES	570.44	607.01	706.71	1,177.45	1,271.88	2,658.58
III	PROFIT BEFORE TAX (I - II)	72.63	50.47	128.04	123.10	241.49	806.27
	Tax expense:						
	Current tax	12.94	8.96	7.94	21.90	21.20	157.90
	Deferred tax (credit)/charge	(0.20)	(1.03)	21.27	(1.23)	30.92	35.28
IV	Total tax expense	12.74	7.93	29.21	20.67	52.12	193.18
V	NET PROFIT AFTER TAX (III - IV)	59.89	42.54	98.83	102.43	189.37	613.09
	Other Comprehensive Income/(Loss) ("OCI")						
	Items that will not be reclassified to profit or loss						
	Remeasurements of defined benefit liability	0.68	-	(0.25)	0.68	(0.82)	(2.94)
	Income tax effect on above	(0.17)	-	0.07	(0.17)	0.21	0.74
VI	Total Other Comprehensive Income/(Loss)	0.51	-	(0.18)	0.51	(0.61)	(2.20)
VII	Total Comprehensive Income (V+VI)	60.40	42.54	98.65	102.94	188.76	610.89
VIII	Paid-up equity share capital	2,853.73	2,852.85	474.55	2,853.73	474.55	2,852.45
	Face value Re	1.00	1.00	1.00	1.00	1.00	1.00
IX	Other Equity						13,640.29
	Earnings per equity share (not annualised for the quarter and half-year ended September 30, 2023/ September 30, 2022 and quarter ended June 30, 2023) (Refer note 5)						
	- Basic	0.02	0.01	0.03	0.04	0.07	0.22
	- Diluted	0.02	0.01	0.03	0.04	0.07	0.21

Notes:

- The above Unaudited Standalone Financial Results of the Company for the quarter and half year ended September 30, 2023 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 November 6, 2023.
- During the year ended March 31, 2022, the Company had completed its Initial Public Offer (IPO) of 47,575,326 equity shares of face value of Re 1 each at an issue price of Rs. 1,125 per share (including a share premium of Rs. 1,124 per share). A discount of Rs. 100 per share was offered to eligible employees bidding in the employee's reservation portion of 250,000 equity shares. The issue comprised of a fresh issue of 5,602,666 equity shares aggregating to Rs. 6,300 million and offer for sale of 41,972,660 equity shares by selling shareholders aggregating to Rs. 47,197 million. Pursuant to the IPO, the equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on November 10, 2021.



The total offer expenses of Rs 2,161.24 million (inclusive of taxes) were proportionately allocated between the selling shareholders and the Company in the proportion of equity shares sold by the selling shareholders and offered by the Company. The utilization of IPO proceeds of Rs. 6,045.72 million (net of IPO expenses of Rs. 254.28 million) is summarized below:

Particulars	Rs. in million		
	Amount to be utilised as per prospectus	Utilisation upto September 30, 2023	Unutilised as on September 30, 2023
Investment in certain of our Subsidiaries, namely, FSN Brands and / or Nykaa Fashion for funding the set-up of new retail stores	420.00	255.63	164.37
Capital expenditure to be incurred by our Company and investment in certain of our Subsidiaries, namely, Nykaa E-Retail, FSN Brands and Nykaa Fashion for funding the set-up of new warehouses	420.00	378.05	41.95
Repayment or prepayment of outstanding borrowings availed by our Company and one of our Subsidiaries, namely, Nykaa E-Retail	1,560.00	1,560.00	-
Expenditure to acquire and retain customers by enhancing the visibility and awareness of our brands	2,340.00	2,340.00	-
General corporate purposes	1,305.72	1,305.72	-
Total	6,045.72	5,839.40	206.32

Net proceeds unutilised as of September 30, 2023, were temporarily invested in deposits with scheduled commercial banks.

- The Company is engaged in the business of selling beauty, personal care and other related products and services through various platforms and the Group's Chief Operating Decision Makers (CODM) review and allocate resources based on Omni business and Omni channel strategy, which in the terms of Ind AS 108 on 'Operating Segments' constitutes a single reporting segment. Hence, no separate disclosure is required for segments.
- On September 09, 2022, the Company had acquired 100% stake in Illuminar Media Private Limited for a consideration of Rs. 292.75 million.
- The Board of Directors at their meeting held on October 03, 2022 approved issue of bonus shares, in proportion of 5:1, i.e., 5 (five) bonus equity shares of Re 1 each for every 1 (one) fully paid-up equity share held as on the record date. Subsequently, pursuant to the approval by the Members of the Company on November 02, 2022 through Postal Ballot, the Company allotted 2,37,35,63,075 equity shares of Re 1/- each as fully paid-up bonus equity shares on November 12, 2022 to the eligible equity shareholders. Consequent to the bonus issue, the total paid up share capital of the Company increased from Rs. 474.71 million to Rs. 2,848.28 million. Earnings Per Share for all periods presented have been adjusted accordingly. Also, the Board of Directors approved reclassification of Authorized Share Capital of the Company from Rs. 3,250 million comprising of 2,75,00,00,000 (Two Hundred and Seventy-Five Crores) equity shares of Re 1 each and 50,00,00,000 (Fifty Crores) preference shares of Re 1 each, to Rs. 3,250 million comprising of 3,25,00,00,000 (Three Hundred and Twenty-Five Crores) Equity Shares of Re 1/- (Rupee One) and the same was approved by Members of the Company on November 02, 2022 through Postal Ballot.



6. Statement of Assets and Liabilities:

(Rs. in million)

Particulars	As at	As at
	September 30, 2023	March 31, 2023
	Unaudited	Audited
A ASSETS		
1 Non-current assets		
Property, plant and equipment	185.25	173.33
Right of use assets	58.12	76.17
Intangible assets	12.55	4.18
Intangible assets under development	-	8.86
Financial assets		
- Investments	4,668.45	4,612.77
- Loans	1,450.90	2,184.35
Other financial assets	67.98	108.08
Deferred tax assets (net)	41.03	39.97
Non-current tax assets (net)	163.26	53.94
Other non-current assets	6.15	5.07
Total non-current assets	6,653.69	7,266.72
2 Current assets		
Inventories	333.15	485.25
Financial assets		
- Trade receivables	790.25	586.04
- Cash and cash equivalents	122.45	112.62
- Bank balance other than cash and cash equivalents	402.32	407.04
- Loans	8,129.38	7,069.34
- Other financial assets	1,558.25	1,724.81
Other current assets	308.82	211.22
Total current assets	11,644.62	10,596.32
Total Assets	18,298.31	17,863.04
B EQUITY AND LIABILITIES		
1 Equity		
Equity share capital	2,853.73	2,852.45
Other equity	13,851.61	13,640.29
Total equity	16,705.34	16,492.74
2 Non-current liabilities		
Financial liabilities		
- Lease liabilities	85.07	124.02
- Other financial liabilities	-	294.40
Long-term provisions	14.40	12.94
Total non-current liabilities	99.47	431.36
3 Current liabilities		
Financial liabilities		
- Borrowings	700.00	354.68
- Lease liabilities	78.03	74.85
- Trade payables		
Total outstanding dues of micro enterprises and small enterprises	9.17	9.98
Total outstanding dues of creditors other than micro enterprises and small enterprises	107.59	27.30
- Other financial liabilities	455.68	299.45
Short-term provisions	13.87	20.59
Contract liabilities	3.07	3.28
Other current liabilities	126.09	148.81
Total current liabilities	1,493.50	938.94
Total Equity And Liabilities	18,298.31	17,863.04



7. Statement of Cash Flows:

(Rs. in million)

Particulars	For the half year ended September 30, 2023	For the half year ended September 30, 2022
	Unaudited	Unaudited
Operating activities		
Profit before tax	123.10	241.49
Adjustments to reconcile profit before tax to net cash flows		
Depreciation of property, plant & equipment and right of use assets	32.89	29.05
Amortisation of intangible assets	3.02	4.77
Interest expense and other finance costs	35.18	39.74
Foreign exchange (gain)/ loss	(0.39)	0.12
Share based expense	30.99	13.90
Gratuity expense	3.19	2.67
Leave compensated expense	(5.28)	(0.34)
Expected credit loss provision	0.83	1.71
Commission on financial guarantee	(16.33)	(24.20)
Interest income	(449.69)	(341.16)
Liabilities no longer required written back	(0.89)	-
Operating profit before working capital changes	(243.38)	(32.25)
Working capital adjustments		
(Increase) in trade receivables	(205.05)	(30.80)
Decrease in inventories	152.10	66.31
Decrease/ (Increase) in financial asset	6.41	(34.15)
Decrease in non-current financial assets	0.45	18.61
(Increase) in other current assets	(97.60)	(32.28)
Increase/(Decrease) in trade payables	81.36	(151.93)
(Decrease) in provisions	(3.17)	(4.32)
(Decrease) in financial liabilities	(138.62)	(138.01)
(Decrease)/Increase in other current liabilities	(22.93)	28.24
Cash flows (used in) operating activities	(470.43)	(310.58)
Payment of taxes (net)	(131.21)	(65.68)
Net cash flows (used in) operating activities	(601.64)	(376.26)
Investing activities		
Purchase of property, plant and equipment and other intangible assets	(29.29)	(68.01)
Investment redeemed fixed deposits	228.62	3,474.00
Investment in subsidiaries	(39.78)	(328.75)
Investment in associate	-	(416.50)
Loans to subsidiaries (net)	(350.87)	(3,057.93)
Interest received	426.32	368.81
Commission on financial guarantee	16.33	-
Net cash flows from/(used in) investing activities	251.33	(28.38)
Financing activities		
Proceeds from issue of equity shares/ shares pending allotment including security premium (net off expenses)	62.86	119.89
Proceeds from current borrowings (net)	345.32	121.75
Interest paid on borrowings	(26.93)	(25.97)
Rental income on sub-lease	23.56	21.33
Principal payment of lease liabilities	(35.77)	(33.01)
Interest payment on lease liabilities	(8.90)	(12.05)
Net cash flows from financing activities	360.14	191.94
Net increase/(decrease) in cash and cash equivalents during the period	9.83	(212.70)
Cash and cash equivalents at the beginning of the year	112.62	317.74
Cash and cash equivalents at the end of the period	122.45	105.04



8. Previous period figures have been regrouped wherever found necessary, to conform to current period classification.

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

Falguni Nayar

Falguni Nayar
Executive Chairperson, CEO & Managing Director
Mumbai,
November 6, 2023

