



August 31, 2023

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

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

**Symbol: NYKAA**

**Scrip Code: 543384**

ISIN: INE388Y01029

Dear Sirs,

**Sub.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding acquisition of equity shares in FSN International Private Limited, wholly owned subsidiary of the Company, on right basis**

We refer to our disclosure under Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, vide our letter dated June 28, 2023 regarding the approval of the Fundraise & Investment Committee of the Board of Directors of the Company to make further investment in FSN International Private Limited ('FSN International'), a wholly owned subsidiary of the Company, on rights basis.

Further to the above, we wish to inform you that, FSN E-Commerce Ventures Limited ('Company') has on August 31, 2023, acquired 39,78,000 equity shares of Rs. 10 each at par on rights basis of FSN International, a wholly owned subsidiary of the Company. After the said acquisition, FSN International continues to be a wholly owned subsidiary of the Company.

The requisite disclosures, as required under Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed as 'Annexure I'.

Thanking You.

Yours faithfully,

**For FSN E-Commerce Ventures Limited**

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

Encl: As above

**Annexure I**
**Disclosure under sub-para (1) [i.e., Acquisition(s) (including agreement to acquire)] of Para (A) of Part (A) of Schedule III to the Regulation 30 SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Sr. No.	Particulars	Details
a.	Name of the target entity, details in brief such as size, turnover etc	<p>FSN International Private Limited (“<b>FSN International</b>”) is a wholly owned subsidiary of the Company.</p> <p>FSN International was incorporated under Companies Act, 2013 in the year 2019. It is engaged in the business of selling beauty, wellness, fitness, personal care, health care, skin care, hair care and other related products on/through e-commerce, m-commerce, internet, stores, stalls, etc.</p>
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”	Yes, since FSN International is a wholly owned subsidiary of the Company. This transaction is at “arms length”.
c.	Industry to which the entity being acquired belongs	International exports and retail of Beauty and Personal care (BPC) products
d.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	<p>The Company is making strategic investment for providing long term funds to FSN International.</p> <p>On completion of the said transaction, the equity stake of the Company in FSN International continues to remain at 100%.</p>
e.	Brief details of any governmental or regulatory approvals required for the acquisition	None.
f.	Indicative time period for completion of the acquisition	FSN International has allotted shares on August 31, 2023
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash (through rights issue).
h.	Cost of acquisition or the price at which the shares are acquired	Subscription to equity shares of face value of ₹10/- per share, offered on rights issue basis.

Sr. No.	Particulars	Details																			
i.	Percentage of shareholding / control acquired and / or number of shares acquired	<table border="1"> <thead> <tr> <th colspan="4" data-bbox="833 289 1383 352">Equity Shareholding of the Company in FSN International</th> </tr> <tr> <th colspan="2" data-bbox="833 352 1105 384">Pre-acquisition</th> <th colspan="2" data-bbox="1105 352 1383 384">Post-acquisition</th> </tr> <tr> <th data-bbox="833 384 1003 415">Nos.</th> <th data-bbox="1003 384 1105 415">%</th> <th data-bbox="1105 384 1279 415">Nos.</th> <th data-bbox="1279 384 1383 415">%</th> </tr> </thead> <tbody> <tr> <td data-bbox="833 415 1003 447">51,00,000</td> <td data-bbox="1003 415 1105 447">100</td> <td data-bbox="1105 415 1279 447">90,78,000</td> <td data-bbox="1279 415 1383 447">100</td> </tr> </tbody> </table>				Equity Shareholding of the Company in FSN International				Pre-acquisition		Post-acquisition		Nos.	%	Nos.	%	51,00,000	100	90,78,000	100
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Nos.	%	Nos.	%																		
51,00,000	100	90,78,000	100																		
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p data-bbox="833 499 1383 741">FSN International Private Limited (“FSN International”), incorporated on December 10, 2019 under the Companies Act, 2013 in India, is engaged in the business of beauty, wellness, fitness, personal care, health care, skin care, hair care and other related products on/through e-commerce, m-commerce, internet, stores, stalls, etc.</p> <p data-bbox="833 783 1383 898">FSN International has three subsidiaries namely, FSN Global FZE, Dubai, Nykaa International UK Limited, United Kingdom and Nessa International Holdings Limited, UAE.</p> <p data-bbox="833 940 1383 972">Details of Turnover (consolidated):</p> <table border="1" data-bbox="833 993 1383 1129"> <thead> <tr> <th data-bbox="833 1003 1003 1035">Year</th> <th data-bbox="1003 1003 1383 1035">Revenue (in Rs. million)</th> </tr> </thead> <tbody> <tr> <td data-bbox="833 1035 1003 1066">FY 2022-23:</td> <td data-bbox="1003 1035 1383 1066">59.72</td> </tr> <tr> <td data-bbox="833 1066 1003 1098">FY 2021-22:</td> <td data-bbox="1003 1066 1383 1098">31.17</td> </tr> <tr> <td data-bbox="833 1098 1003 1129">FY 2020-21:</td> <td data-bbox="1003 1098 1383 1129">0.12</td> </tr> </tbody> </table>				Year	Revenue (in Rs. million)	FY 2022-23:	59.72	FY 2021-22:	31.17	FY 2020-21:	0.12								
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