



FSN E-Commerce Ventures Limited

(formerly 'FSN E-Commerce Ventures Private Limited')

August 11, 2022

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 10th Annual General Meeting held on August 10, 2022

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the 10th Annual General Meeting of the Company held through Video Conferencing on Wednesday, August 10, 2022 at 05:00 PM (IST).

We request you to take the same on record.

Thanking You.

Yours faithfully,

For FSN E-Commerce Ventures Limited
(formerly 'FSN E-Commerce Ventures Private Limited')

Rajendra Punde
Head – Legal, Company Secretary & Compliance Officer
Mem. No.: A9785



Encl: a/a

**SUMMARY OF THE PROCEEDINGS OF THE 10TH ANNUAL GENERAL MEETING OF
FSN E-COMMERCE VENTURES LIMITED**

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

The 10th Annual General Meeting (“AGM”) of the Company was held on Wednesday, August 10, 2022 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 05:00 PM (1ST) and concluded at 06:47 PM (1ST) (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.
- Thereafter, the Directors introduced themselves and Chief Financial Officer, Company Secretary and auditors were also present at the AGM.
- Mr. Rajendra Punde, Company Secretary, 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 statutory registers and other documents 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 10th 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
8	50	58

- The requisite quorum being present, Mr. Rajendra Punde, Company Secretary 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 2021-22, Initial Public Offer (“IPO”), opportunity and market dynamics, customer dynamics, future readiness, Environmental Social & Governance initiatives and the path ahead.
- She also thanked various investors for their overwhelming response to the IPO 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 Friday, August 05, 2022 at 09:00 AM IST ended on Tuesday, August 09, 2022, 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, Partner, 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 10th AGM were put to vote in the meeting and approval by members.

Sr. No.	Particulars	Type of Resolution
1.	(A) To consider and adopt the Standalone audited financial statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
	(B) To consider and adopt the Consolidated audited financial statements of the Company for the financial year ended March 31, 2022 together with the Report of Auditors thereon.	
2.	To appoint a Director in place of Mr. Anchit Nayar (DIN: 08351358) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
3.	To appoint a Director in place of Mr. Sanjay Nayar (DIN: 00002615) who retires by rotation and being eligible offers himself 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, Chief Financial Officer and Company Secretary responded to the queries of the members and provided the necessary clarifications.
- She informed the members that e-voting on the platform of NSDL would continue for another 15 minutes to enable the members to vote.
- 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.