FSN E-Commerce Ventures Limited

August 25, 2026

National Stock Exchange of India Limited | **BSE Limited**

Symbol: NYKAA | **Scrip Code: 543384**

Dear Sir/ Madam,

Sub: Chairperson's Speech at the 14th Annual General Meeting held on August 25, 2026

Please find enclosed herewith the Chairperson's Speech delivered at the 14th Annual General Meeting of the Company held today i.e., August 25, 2026.

We request you to take the same on record.

Thanking You.

Yours faithfully,
For FSN E-Commerce Ventures Limited

Chetan Sharma
Digitally signed by Chetan Sharma
Date: 2026.08.25 14:55:48 +05'30'

Dr. Chetan Sharma
Company Secretary and Compliance Officer

Encl: As above

CHAIRPERSON'S SPEECH AT THE 14TH ANNUAL GENERAL MEETING

Falguni Nayar: Good morning, ladies and gentlemen,

It is my great honour to welcome you all to Nykaa's 14th Annual General Meeting. On behalf of the Board of Directors, I would like to thank each of you for taking the time to join us today.

I will start my presentation with a brief industry overview and One Nykaa performance.

I am very proud to say that today Nykaa is India's leading beauty and lifestyle destination.

Just to recap, our businesses comprise of Nykaa, our omnichannel beauty retail platform, Nykaa Fashion, India's leading premium online fashion destination, Superstore by Nykaa, our eB2B distribution platform, serving beauty retailers across the country, and House of Nykaa which brings together a portfolio of 12 consumer brands across beauty and fashion.

This ecosystem is powered by over 55 million cumulative customers, allowing us to achieve a milestone of ₹10,000 crores NSV and ₹20,000 crores GMV in FY26.

India is among the fastest-growing major economies in the world. GDP has doubled from $2 trillion in FY16 to $4 trillion in FY26 and is projected to more than double again to about 10 trillion by FY36.

This rise in GDP is fuelling outsized growth in discretionary consumption. Discretionary spend now makes up 53% of India's retail market, up from 35% a decade ago, and is set to reach 60–62% by FY36, approaching the current levels seen in mature economies like China and the US.

Beauty and Fashion are among the fastest-growing discretionary categories in India, with both expected to grow at 12% plus over the next decade, ahead of overall discretionary consumption.

Together, these categories represent about $110 billion of consumer spends today, which is expected to nearly double by FY31, increasing their share of discretionary spending from 23% to 30%.
Nykaa is well positioned to capture this opportunity, sitting at the intersection of three powerful consumption trends - premiumization, digital adoption and discovery-led commerce.

India's rising affluence provides a significant structural tailwind for Nykaa. Over the next decade, our core target households are expected to nearly double from 60 million to nearly 110 million, while another 100 million households will form an emerging consumer base for us.

By FY36, the upper and middle-income segments are expected to represent 55% of Indian households and will account for 85% of the country's income pool. This expanding base of affluent consumers creates a powerful runway for Nykaa's growth over the next decade.

India is among the fastest growing BPC markets – the market is projected to reach $42 billion by FY31, making India the 4th largest BPC market globally.

With presence across online, offline and B2B, Nykaa is well placed to serve the BPC market across every channel, each of which is expected to exceed USD 13 bn by FY31.

Similarly, the India Fashion market is set to grow to $160 billion by FY31 — making it the 3rd largest globally — with online fashion growing at 22–25% CAGR to reach 30% of the market.

The online premium fashion market, where Nykaa Fashion is positioned, is expected to grow even faster at 26–28% CAGR - nearly tripling from $3 billion to nearly $9 billion by FY31.

As you can see, Nykaa has truly come a long way since inception. What started as an idea, today represents over 20,000 crores in GMV and we have strong conviction in its continued success.

Over the last five years, we have built multiple engines of growth, each addressing a large and distinct market opportunity.

Each of the businesses scaled strongly over the last 5 years
- Beauty has grown 4x
- Fashion has grown 7x,
- House of Nykaa scaled 8x,
- and Superstore scaled 4x in just three years.

Each business continues to present immense opportunity given the large TAM collectively representing $100 bn by FY31.

This diversified growth has been accompanied by a strong improvement in profitability. Over the last five years, while revenue has grown 4 times to over ₹10,000 crore, EBITDA has grown even faster at 5 times to ₹752 crore in FY26. This reflects the increasing operating leverage coming through as our businesses scale.

This scale is a result of continued investment across customer acquisition, retail network, fulfilment and technology.

Over the last five years, our cumulative customer base has grown nearly 5 times to 55 million, our beauty store network has expanded to 313 stores, and our warehouse network has scaled to 44 warehouses.

Going forward, we will continue to invest in these areas while maintaining a strong focus on efficiency and returns.

As Nykaa becomes a large and diversified organization, we continue to remain disciplined in how we invest in our workforce.

We have steadily witnessed improving productivity over the years across functions. As a result, revenue per employee has more than doubled from ₹1.2 crore in FY21 to ₹2.5 crore in FY26

Going forward, we will continue to invest in the capabilities and talent required for growth, while increasingly using technology to increase the productivity of our teams.

Now let me begin with our Beauty Vertical.

Over the last five years, Beauty NSV has grown 4 times to over ₹8,500 crore, while GMV has reached approximately ₹15,000 crore. Today, we serve a cumulative base of 45 million customers and offer more than 4,500 brands.

Nykaa is the trusted partner for all iconic beauty groups globally. Today, we partner with every major global beauty group - including L'Oréal, Estée Lauder, Unilever, LVMH, P&G, Puig and Beiersdorf. These relationships span across multiple brands and in many cases Nykaa is the exclusive retail partner of choice for many coveted brands.

We continued to strengthen our assortment in FY26, launching more than 200 new brands. These ranged from Korean beauty favourites and leading clinical skincare brands to some of the world's most iconic luxury brands.

Brands across categories, price points and geographies continue to choose Nykaa, reinforcing our leadership position as the destination for beauty discovery in India.

Our omnichannel presence is an important lever in Nykaa's playbook for beauty retail in India. We have built India's largest specialty beauty retail network, with 313 stores across 99 cities at the end of FY26, compared with just over 100 stores four years ago. Importantly, our network is diversified across cities, regions and formats, allowing us to serve different consumer needs.

FY26 was also a landmark year of retail innovation and first-of-a-kind format launches.

We launched Nykaa Perfumery — a luxury fragrance destination; Strategic expansion into exclusive brand outlets, unlocking a new growth vector through partnerships with leading global brands such as Kiehl's and Charlotte Tilbury.

We also introduced Kay Kafe — blending beauty, coffee and community; and opened the exclusive House of Nykaa store.

Last year, we launched Nykaa Now for our customers, a rapid delivery proposition reaching consumers with 30-60 mins.

We are excited to share today, Nykaa Now offers the largest rapid delivery beauty assortment in the country delivering over 1,000 brands across Luxe, FMCG, D2C, Korean Beauty, and much more

We have expanded Nykaa Now, to the top 13 cities in the country and will be available in over 25 cities by the year end.

Nykaa will continue to invest in going closer to the consumers wherever they are, through unique and innovative operating models.

Over time, our ambition is for 90% of orders across 19,000 pin codes to be delivered the same day or next day by FY30.

We hosted India's biggest beauty and lifestyle festival in Delhi, which was attended by more than 30,000 beauty enthusiasts. The event was a tremendous success as you will be able to see in the video.

Gen Z is expected to be the largest cohort of consumers influencing more than 50% of discretionary spends across lifestyle categories.

We are engaging with them wherever they are - through on-ground experiences across colleges, including campus ambassador programmes, curated Gen Z storefronts and creator programmes such as our partnership with Snapchat.

Nykaa has built strong relevance and affinity with this generation, as they emerge as a powerful driver of India's consumption over the coming decade.

We see wellness as a natural adjacency to beauty. India's health and wellness market is expected to grow rapidly, with wellness retail alone adding an estimated $12 billion to our addressable market by FY31.

We are approaching this category with the same strengths we have built in beauty - curation, education, discovery and trusted brand partnerships. With an in-app wellness destination, education-led content and over 200 brand partners, we believe Nykaa is well positioned to capture this emerging lifestyle opportunity.

Now let's move on to the Fashion vertical.

Nykaa Fashion has scaled rapidly over the last five years, with NSV growing 6 times to nearly ₹1,450 crore and GMV reaching approximately ₹5,000 crore in FY26. In the same time period EBITDA margins improved from negative 11.3% to negative 2.6%. Importantly, Fashion achieved EBITDA breakeven in Q4 FY26, signaling disciplined and sustainable growth.

Today, the platform serves 11 million customers and has an assortment of over 5,500 brands.

FY26 has been a year of highest brand launches, with 1,280 new brands launched across Women, Men, Kids, Home and Accessories - including marquee names like H&M, Nike, GUESS, Lacoste and GAP Kids.

Beyond our core categories, our newer categories are also scaling rapidly and emerging as meaningful growth drivers.

Global fashion giants are trusting Nykaa Fashion as their partner of choice.

H&M, the global fashion powerhouse, has become the #1 brand on Nykaa Fashion since launch.

Our partnership with Nike goes even deeper as Nykaa Fashion now manages Nike's official digital commerce platforms in India, including Nike.in and the Nike App.

Now we talk about House of Nykaa

House of Nykaa continues to be an important growth engine for us, as we build a portfolio of 12 new-age consumer brands across Beauty and Fashion.

Over the last five years, House of Nykaa has scaled 8 times in GMV to approximately ₹3,200 crore, while NSV has grown 7 times to nearly ₹1,900 crore.

We have a proven playbook for building and scaling winning brands across categories.

Our established brands include Nykaa Cosmetics, India's trendiest makeup brands; Kay Beauty, India's largest celebrity makeup brand; and Dot & Key, among India's largest D2C skincare brands.

We are also scaling emerging brands such as Nykaa Wanderlust in bath and body, Maison de Moi in fine fragrances, and Earth Rhythm in clean beauty.

We also have incubating brands like our newest launch, Nudge - bringing beauty and wellness together.

Innovation is central to how we build and scale these brands. At Dot & Key, we are innovating in large, fast-growing categories such as moisturizers and sunscreens; Nykaa Cosmetics continues to build around trend led formats; and Kay Beauty is driving premiumization through differentiated products and collaborations.

The impact is already visible - new launches contributed around 25% of FY26 GMV for Nykaa Cosmetics and Kay Beauty, while Dot & Key introduced 20 new products during the year.

Next, I would like to talk about our eB2B platform, Superstore by Nykaa.

Our eB2B platform, Superstore by Nykaa, has scaled rapidly, growing nearly 4 times in just three years, reaching ₹1,200 crore of GMV in FY26.

This scale has also translated into improving unit economics, with EBITDA margins improving by 3,500 basis points over the last three years.

Today, we serve nearly 5 lakh retailers across around 1,200 cities, giving our brand partners access to a large and underserved BPC market.

As Superstore has scaled, it has also become an increasingly important distribution partner for brands. We now work with over 220 leading brands, spanning large FMCG companies, D2C brands and regional brands, with 50 new brands added in FY26.

I would now like to talk about Nysaa – our beauty business in GCC

GCC is a key BPC market globally, representing a $25 billion opportunity. Through Nysaa, our omnichannel beauty destination in the region, we have already established six stores, and a B2C online platform contributing approximately 25% of GMV.

The business is still at an early stage and currently contributes less than 1% of Nykaa's overall revenue.

While we remain watchful of the evolving geopolitical environment in West Asia, we remain confident in the region's long-term potential.

Moving on, let us reflect on our recent developments in Technology.

We are using AI directly to elevate consumer experience across Beauty and Fashion.

Ask Nykaa is evolving into a trusted digital beauty advisor, helping consumers discover and choose products through natural conversations.

In Fashion, Virtual Closet enables consumers to create virtual avatars and try on looks digitally.
These tools are making discovery more personalized, engaging and relevant for our consumers.

In Beauty, technology is helping us address some of the most important discovery challenges for consumers.

Skin Scan tool provides personalized recommendations based on individual skin concerns, while virtual make-up try-ons allow consumers to experiment with products before purchasing. Similarly, our Foundation Finder helps with shade matching, both replicating instore trial experience.

But our use of AI goes well beyond consumer-facing experiences. We are embedding AI across every function at Nykaa, from creative and catalogue management to marketing, supply chain, customer service, HR and legal. It is helping us automate repetitive processes, make better decisions and enable our teams to operate with significantly greater speed and productivity.

Dear shareholders, I would now like to share Nykaa's FY30 vision with you.

Our growth opportunity remains significant across each of our businesses. Going forward, we see the potential to scale overall GMV by 2.5 to 3 times by FY30.

This growth is supported by multiple businesses - our core Beauty platform, expanding store network, Superstore, Nykaa Fashion and House of Nykaa, each addressing large and growing markets.

The existing foundation of each of these businesses along with growing market opportunity gives us confidence in these ambitions.

As we scale, we expect profitability to grow significantly faster than the business. From ₹752 crore of EBITDA in FY26, our ambition is to grow EBITDA by 4 to 5 times by FY30, taking margins from 7.5% today to the early-to-mid teens.

This will be driven by improving profitability in Beauty driven by premiumization and improved customer's lifetime value, operating leverage from our maturing store network, structural profitability in Fashion, reducing losses in Superstore's, continued scaling of House of Nykaa, and greater operating efficiencies across the organization.

Together, our proven business model, market readiness, and strong blueprint for the coming years gives us confidence in Nykaa's long-term growth trajectory.

I would now like to invite our CFO, Mr. P. Ganesh, to take you through Nykaa's financial performance and ESG initiatives.

P Ganesh: Thank you Falguni,

Dear shareholders,

I will start my presentation by walking you through Nykaa's financial performance for FY26.

FY26 was a strong year for Nykaa, with growth accompanied by a significant improvement in profitability. Revenue crossed the ₹10,000 crore milestone, growing 26%, while EBITDA grew significantly faster at 59% to ₹752 crore, expanding margins from 6% to 7.5%. This operating leverage flowed through to the bottom line, with PAT nearly tripling to ₹204 crore and PAT margin doubling to 2%.

Last year was marked with strong improvement in capital efficiency.

Fixed asset turnover improved to 9.9 times, supported by the growing contribution of asset-light businesses such as Fashion and House of Nykaa. At the same time, working capital days have reduced from 34 to 28 days, driven by tighter inventory and receivables management. Together with the strong improvement in profitability and a 47% reduction in net debt, our ROCE has doubled from 11.3% to 21.2% in one year.

As we look ahead, our ambition is to build on this momentum while maintaining the same financial discipline. By FY30, we aspire to scale revenue to 2.5 to 3 times FY26 levels, while EBITDA is expected to grow even faster at 4 to 5 times. At the same time, we will remain disciplined in how we deploy capital, with an ambition to take ROCE to 40%+. This combination of growth, profitability and capital efficiency will remain at the heart of how we create long-term stakeholder value.

And finally, we are committed to making choices that create positive impacts all around us. As we grow, we are building a future that is responsible and sustainable.

Everything we do as an organization, big or small actions, business or otherwise, are driven by our six core values.

We aim to drive the right culture and values across our teams and people, and I am proud of the integrity, strong work ethic and holistic thinking displayed by each Nykaaite in our company.

The unique proposition of Nykaa is built on our expansive ecosystem, which connects brands, suppliers, and vendors into a single, cohesive network.

Along with driving direct employment for over 15,000 people, we are incredibly proud of our ability to support and be a part of the journey of our extended ecosystem such as D2C brand owners, beauty creators, independent beauty professionals, vendors, suppliers, retailers through Superstore – and many more.

We are deeply committed to building a sustainable and responsible organization

I am happy to share that we have made significant strides in this area with 85% of orders shipped using sustainable packaging while we are steadily increasing the use of renewable energy across our operations

We have also recycled 1100+ metric tonnes of waste in FY26 and moved to completely paperless order processing.

We are turning sustainability commitments into tangible action.

In the Superstore business we are re-using packaging materials. Even in House of Nykaa warehouses – 100% of the corrugated boxes are reused.

Our Nykaa Recycle and Reward Programme rewards customers for recycling their empty beauty products at Nykaa stores. Earth Rhythm, our clean beauty brand is committed to this cause through its products as well as other initiatives.

As our organization has scaled rapidly, we've remained committed to nurturing a workforce that is both diverse and inclusive.

Women make up nearly 45% of our team, contributing meaningfully at every level of the company.

Women comprise over 60% of our workforce in Beauty & Fashion Category Management, Marketing, and HR.

In 2026, Nykaa Retail Beauty was ranked among India's Top 15 Best Workplaces in Retail by Great Place to Work, a reflection of our ongoing mission to build an inclusive culture.

At Nykaa, our core values shape a culture that prioritizes employee growth and development.

From recognizing performance and value champions with the Chairperson's Annual Award to providing opportunities for continuous learning and development, we are committed to our people.

Nykaa is deeply committed to employee health and well-being and has multiple initiatives to support it.

The Nykaa Foundation, our CSR arm, focuses on multiple initiatives with women empowerment at the core, designed to expand opportunities, strengthen capabilities, and foster greater inclusion for women.

Working with 15 NGO partners across the country, we have impacted nearly 2.0 lacs lives with more than 60% women beneficiaries.

Through our beauty and wellness skilling programmes, we have already trained over

5,600 women, equipping them with skills that can translate into sustainable livelihoods and greater financial independence.

Nearly 90% of our CSR spend today is directed towards women empowerment initiatives. Looking ahead, our ambition is to significantly scale this impact and skill 50,000 women by FY31.

Beyond skilling, we are building a broader ecosystem of social impact through focused partnerships. Our initiatives span healthcare, inclusive sports and research, including our long-standing association with the Indian Deaf Cricket Association and our partnership with NCAER to develop the India Women's Empowerment Index. Across each of these initiatives, our focus remains consistent - creating meaningful opportunities for underserved communities to build more secure and independent futures.

At Nykaa, we are privileged to have a highly accomplished and diverse Board, bringing deep expertise across consumer businesses, finance, technology, entrepreneurship and governance. Around 55% of our Board comprises independent directors, with women representing ~30%.
This diversity of experience and perspective is extremely valuable to us as we continue to build Nykaa into an enduring institution with the highest standards of governance.

To conclude, this has been another remarkable year in Nykaa's journey. We have not only reinforced our position as a leader in the industry but have done so by consistently being at the forefront of what's next. Our agility and consumer-first approach will continue to guide us as we unlock new opportunities in the beauty, fashion and wellness industry. We look forward to what Nykaa can achieve and be for its consumers.

As we close this year, I would like to express my sincere gratitude to all of you.

On behalf of the company, I want to thank all our shareholders, investors, partners, suppliers, Nykaaites, and, most importantly, our customers for your unwavering faith and continued support.

Our 55 million and counting customers are at the heart of everything we do, whose trust in our platform has been the foundation of our growth and continued success. We remain committed to serving you better every day with every click and every order, thank you for letting Nykaa be a part of your lives.

Thank you so much.