



Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 4th MEETING OF FY 2021-22 OF THE BOARD OF DIRECTORS OF FUSION MICRO FINANCE LIMITED (FORMERLY FUSION MICRO FINANCE PRIVATE LIMITED) HELD AT SHORTER NOTICE ON SUNDAY, THE 1st DAY OF AUGUST, 2021 AT 05:15 P.M. THROUGH VIDEO – CONFERENCING AT PLOT NO. 86 INSTITUTIONAL SECTOR 32, GURUGRAM – 122001

TO CONSIDER AND TOOK ON RECORD THE OFFER FOR SALE BY THE SELLING SHAREHOLDERS.

“RESOLVED THAT the Board takes note of the offer for sale of Equity Shares by members of Fusion Micro Finance Limited (the **“Company”**), (**“Selling Shareholders”**) of such number of Equity Shares, not exceeding 2,19,66,841 Equity Shares comprising of:

- Upto 1,300,000 Equity Shares held by Mr. Devesh Sachdev;
- Upto 2,00,000 Equity Shares held by Mrs. Mini Sachdev;
- Upto 6,321,375 Equity Shares held Honey Rose Investment Ltd;
- Upto 4,000,000 Equity Shares held Creation Investments Fusion, LLC;
- Upto 6,606,375 Equity Shares held Oikocredit Ecumenical Development Co-operative society U.A.; and
- Upto 3,539,091 Equity Shares held Global Financial Inclusion Fund

(the **“Offer for Sale”**, the Offer for Sale and the proposed fresh issue together referred to as the **“Offer”** or the **“IPO”**) at such price as may be determined through the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended (**“SEBI ICDR Regulations”**), and in accordance with the Applicable Laws.”

“RESOLVED FURTHER THAT Mr. Devesh Sachdev, Managing Director & CEO, Mr. Gaurav Maheshwari, Chief Financial Officer or Mr. Deepak Madaan, Company Secretary of the Company be and hereby severally authorized to file necessary forms with the Registrar of Companies, National Capital Territory of Delhi and execute and sign all relevant documents including but not limited to consent letters, powers of attorney, agreements, certificates etc., as may be required in order to give effect to these resolutions.”

“RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary and Compliance Officer, wherever required.”

“RESOLVED FURTHER THAT certified copies of this resolution be provided to those concerned under the hands of a Director or the Company Secretary and Compliance Officer, wherever required.”

CERTIFIED TRUE COPY

For FUSION MICRO FINANCE LIMITED

(Formerly Fusion Micro Finance Private Limited)

Deepak Madaan
Company Secretary & Compliance Officer
M.No. A24811
Add: O-49, Ground Floor, Srinivas Puri
New Delhi - 110065

