

Date: 8/8/2021

To,

The Board of Directors

Fusion Micro Finance Limited
H-1, C Block, Community Centre
Naraina Vihar, New Delhi 110028

Dear Sirs,

Proposed initial public offering (the "Offer") of equity shares of face value ₹ 10 each (the "Equity Shares") by Fusion Micro Finance Limited (the "Company")

I, Deepak Madaan, hereby confirm that, as on date, I am the Company Secretary and Compliance Officer of the Company and have been appointed in compliance with the applicable provisions of the Companies Act, 2013. I hereby give my consent to act as the Company Secretary and Compliance Officer of the Company and to my name being included as Company Secretary and Compliance Officer of the Company in the draft red herring prospectus to be filed by the Company ("DRHP") with the Securities and Exchange Board of India ("SEBI") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the Red Herring Prospectus and the Prospectus to be filed by the Company with SEBI, the Stock Exchanges and registered with the Registrar of Companies, Delhi & Haryana at New Delhi (the "RoC") in respect of the Offer and any other document to be issued or filed in relation to the Offer (collectively, the "Offer Documents"). I understand that my responsibilities will include ensuring compliance with "securities laws" as defined in Regulation 2(1)(ccc) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, handling and redressal of investor grievances or complaints, if any, in connection with the Offer, listing of Equity Shares offered pursuant to the Offer and subsequent to listing of the Equity Shares of the Company on the Stock Exchange(s).

The following details with respect to me may be disclosed in the Offer Documents:

Name: Deepak Madaan
Designation: Company Secretary
Address: B-89, 3rd Floor, Dayanand Colony, Lajpat Nagar, Delhi - 110024
Tel: 9910075507
Email: deepak.madaan@fusionmicrofinance.com

I am a member of the Institute of Company Secretaries of India, holding membership number A24811.

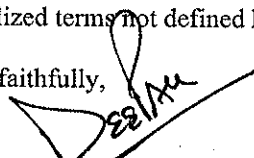
I confirm that the above information in relation to me is true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well informed decision.

I undertake to inform the Company and the BRLMs promptly, in writing of any changes to the above information until the Equity Shares commence trading on the Stock Exchanges. In the absence of any such communication from us, the above mentioned information should be considered as updated information until the Equity Shares commence trading on the Stock Exchanges, pursuant to the Offer.

This letter may be relied upon by the Company, legal counsels and BRLMs appointed in relation to the Offer. I hereby consent for submission of this letter to the SEBI, Stock Exchanges, RoC and any other authority as may be required by law. We further consent to the aforementioned details being included for the records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable laws.

Capitalized terms not defined herein would have the same meaning as attributed to it in the Offer Documents.

Yours faithfully,


Deepak Madaan
Company Secretary and Compliance Officer
Fusion Micro Finance Limited

cc:

ICICI Securities Limited

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H.T. Parekh Marg, Churchgate
Mumbai 400 020
Maharashtra, India

JM Financial Limited

7th Floor, Cnergy
Appasaheb Marathe Marg
Prabhadevi, Mumbai 400 025
Maharashtra, India

CLSA India Private Limited

8/F, Dalamal House, Nariman Point
Mumbai 400 021
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IIFL Securities Limited

10th Floor, IIFL Centre
Kamala City, Senapati Bapat Marg
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