

CONSENT LETTER FROM THE SHARE ESCROW AGENT

Date: 14.10.2022

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")

We, Link Intime India Private Limited do hereby consent to act as the Share Escrow Agent and to our name and the details mentioned herein being inserted as the Share Escrow Agent in the red herring prospectus ("RHP") and the prospectus ("Prospectus") (collectively, the "Offer Documents") which are proposed to be filed by the Company with the Registrar of Companies, Delhi and Haryana ("RoC"), Securities and Exchange Board of India ("SEBI") and the stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), as applicable, and any other documents in relation to the Offer.

We enclose a copy of our registration certificate as **Annexure A**. We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal to act as an intermediary in capital market issues.

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any material respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well informed decision.

We undertake to inform the Company and 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, the legal counsels and the BRLMs appointed in relation to the Offer. We 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,

For Link Intime India Private Limited



Authorised Signatory

Name: Dnyanesh Gharote

Designation: Vice President

Date: 14.10.2022

Encl: As above



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cc:

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JM Financial Limited

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Appasaheb Marathe Marg
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Sidley Austin LLP

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Annexure A

निर्गम रजिस्ट्रार और शेयर अंतरण अधिकर्ता	भारतीय प्रतिभूति और विनियम बोर्ड SECURITIES AND EXCHANGE BOARD OF INDIA [[निर्गम-रजिस्ट्रार और शेयर अंतरण अधिकर्ता] विनियम, 1993 (Registrars to an issue and Share transfer agents) Regulations, 1993 (Regulation 8) Regulation 8A 001392	REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS
रजिस्ट्रेशन का प्रमाणपत्र CERTIFICATE OF REGISTRATION PERMANENT REGISTRATION		
I. मैं, भारतीय प्रतिभूति और विनियम अधिनियम, 1956 के अंतर्गत बनाये गए नियमों और विनियमों के तहत एडिज और अधिकारियों को प्रायः 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए प्रवर्तक में निर्गम-रजिस्ट्रार और शेयर अंतरण अधिकर्ता (प्रवर्तक में निर्गम-रजिस्ट्रार) शेयर अंतरण अधिकर्ता के रूप में I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1956 read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to		
LINK INTIME INDIA PVT. LTD. C-15, KANTILAL MAGANLAL INDUSTRIAL ESTATE PANNALAL SILK MILLS COMPOUND L.B.S. MARG, BRANDUP (WEST) MUMBAI 400 078		
को नियमों की शर्तों के अधीन करते हुए और विनियमों के अंतर्गत नियंत्रण करने के लिए, मैंने इसमें विनिर्दिष्ट है, इसके द्वारा रजिस्ट्रेशन का प्रमाणपत्र प्रदान किया है। as registrars to an issue and share transfer agent in Category I/registrars to an issue/share transfer agent in Category II, subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.		
B. निर्गम-रजिस्ट्रार और शेयर अंतरण अधिकर्ता का रजिस्ट्रेशन कोड B. Registration Code for the registrars to an issue and share transfer agent is INR090004058		
III. यह एक नवीकृत न किया जाए रजिस्ट्रेशन प्रमाणपत्र तक विहित है। III. Unless renewed, the certificate of registration is valid from		
स्थान Place MUMBAI	तारीख Date JULY 15, 2014	By order For and on behalf of Securities and Exchange Board of India B. K. GUPTA अधिकृत हस्ताक्षर Authorised Signatory

