

Date: August 8, 2021

To,

The Board of Directors

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

Dear Sir/Madam,

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, the undersigned, do hereby consent to act as book running lead manager to the Offer and to our name being inserted as a Book Running Lead Manager to the Offer (“BRLMs”) in the Draft Red Herring Prospectus (“DRHP”) intended to be filed by the Company with the Securities and Exchange Board of India (the “SEBI”) and any relevant stock exchange(s) where the Equity Shares of the Company are proposed to be listed (the “Stock Exchanges”). Further, the following details with respect to us may be disclosed in the Offer Documents:

Logo:  **JM FINANCIAL**

JM Financial Limited

Address: 7th Floor, Cnergy
Appasaheb Marathe Marg
Prabhadevi

Mumbai – 400 025

Maharashtra, India

Telephone: +91 22 6630 3030

E-mail: fusion.ipo@jmfl.com

Website: www.jmfl.com

Investor grievance e-mail: grievance.ibd@jmfl.com

Contact person: Prachee Dhuri

SEBI registration number: INM000010361

We further confirm that the above information in relation to us 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.

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 undertake to inform the Company and the other 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 other 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.

JM Financial Limited

Corporate Identity Number : L67120MH1986PLC038784

Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025.

T: +91 22 6630 3030 F: +91 22 6630 3344 www.jmfl.com

Yours faithfully,

For **JM Financial Limited**

Sridevi



Authorised Signatory

Name: Sridevi Kannan

Designation: Vice President

cc:

ICICI Securities Limited

ICICI Center

H.T. Parekh Marg, Churchgate

Mumbai 400 020

Maharashtra, India

CLSA India Private Limited

8/F, Dalamal House, Nariman Point

Mumbai 400 021

Maharashtra, India

IIFL Securities Limited

10th Floor, IIFL Centre

Kamala City, Senapati Bapat Marg

Lower Parel (West),

Mumbai 400 013

Maharashtra, India

Shardul Amarchand Mangaldas & Co

Amarchand Towers

216 Okhla Industrial Estate

Phase III, New Delhi – 110 020

Induslaw

2nd Floor, Block D

The MIRA Mathura Road

Ishwar Nagar

New Delhi – 110 065

And

#1502B, 15th Floor, Tower –1C

"One World Centre", Senapati Bapat Marg

Lower Parel, Mumbai 400 013

Sidley Austin LLP

6 Battery Road

Level 31

Singapore 049909