

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, Namrata Kaul, hereby consent to be named as an Independent Director of the Company and certify the DIN, address, qualifications, work experience and any other information as required under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended with respect to me and consent to the inclusion of this disclosure in the draft red herring prospectus ("DRHP") to be filed by the Company with Securities and Exchange Board of India ("SEBI"), the relevant stock exchanges where the Equity Shares are proposed to be listed ("Stock Exchanges"), and the red herring prospectus and the prospectus of our Company to be filed by the Company with SEBI, the Stock Exchanges and to be registered with the Registrar of Companies, Delhi & Haryana at New Delhi (the "RoC") and any other document to be issued or filed in relation to the Offer (the "Offer Documents").

I further confirm that the information in relation to me is true, fair, correct, accurate and complete.

I hereby authorise you to deliver this letter of consent to the RoC pursuant to Sections 26 and 32 and other applicable provisions of the Companies Act, 2013 and the rules and regulations thereunder, each as amended, the Stock Exchanges and any other regulatory authority, as may be required and/ or retain this letter for records to be maintained by the BRLMs in connection with the Offer and in accordance with applicable law.

I 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 me, 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 consent letter is for information and for inclusion (in part or full) in the Offer Documents. This letter may be relied upon by the Company, the legal counsels and the 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. I 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,

Namrata Kaul



Designation: Independent Director

cc:

**ICICI Securities Limited**

ICICI Center  
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  
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