



Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

Date: 17.02.2023

Letter No. FMFL/SEC/2022-23/SE-126

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Code: FUSION	The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Scrip Code: 543652
--	---

Sub: Proceedings of Extraordinary General Meeting ("EGM") of the Company held on February 16, 2023 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

In compliance with Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the 1st Extra Ordinary General Meeting ("EGM") of the Company was held on Thursday, February 16, 2023 at 01.00 P.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

In this regard, please find enclosed the proceedings of the EGM pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder and Regulation 30 read with Part A of Schedule III of the Listing Regulations.

Kindly take the same on your record.

Thanking you

For Fusion Micro Finance Limited
(Formerly Fusion Micro Finance Private Limited)

Deepak Madaan
Company Secretary & Compliance Officer
Membership No. A24811
Place: Gurugram

PROCEEDING OF EXTRAORDINARY GENERAL MEETING ("EGM")

The 1st Extraordinary General Meeting ("EGM") of Financial Year 2022-23 of the Members of Fusion Micro Finance Limited was held on Thursday, February 16, 2023 at 01.00 P.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). As mentioned in the Notice, the proceedings of the EGM were deemed to be conducted at the Corporate Office of the Company situated at Plot no. 86, Institutional sector 32, Gurugram – 122001. The meeting commenced at 01:00 P.M. and concluded at 01:10 P.M.

As per the attendance registered, 55 Members representing 2,88,52,961 equity shares were present in the meeting. Mr. Deepak Madaan, Company Secretary & Compliance Officer called the Meeting to order as requisite quorum was present and welcomed the Directors, Members and Invitees present in the meeting. He informed the members that the proceeding of the meeting is being recorded, the transcript as well as the recording will be uploaded on the website of the Company.

All the requisite and relevant documents were made available to the Members for inspection during the Meeting.

The Company had made all arrangements feasible under the current circumstances to enable the members to participate at the meeting through the video conferencing facility and vote electronically.

Along with Chairman, our 3 Independent Directors, Chief Operating Officer, Company Secretary & Compliance Officer, Chief Financial Officer, the representatives of the Statutory Auditors - Deloitte Haskins & Sells LLP, Chartered Accountants, the Secretarial Auditor and Scrutinizer - Mr. Harish Kumar, Proprietor at Harish Popli & Associates, Company Secretaries were present at the Meeting through VC / OAVM.

Mr. Deepak Madaan informed the members that the purpose of conducting the EGM is to accord the approval of members for re-appointment of Ms. Namrata Kaul as an Independent Director for a term of five consecutive years commencing from February 18, 2023 till February 17, 2028 and re-appointment of Ms. Ratna Dharashree Vishwanathan as an Independent Director for a term of three consecutive years commencing from May 24, 2023 till May 23, 2026.

It was being further informed to the members that the Board of Directors of our Company have elected Mr. Devesh Sachdev as Chairman of the meeting.

Thereafter, the Company Secretary and Compliance Officer informed the members that the Company had provided the opportunity to all the members to cast their vote on the resolutions contained in the EGM Notice, by means of remote e-voting which commenced on February 13, 2023, at 9.00 am (IST) and closed on February 15, 2023 at 5.00 pm (IST). He further informed that the members who had not voted via remote e-voting and who were participating in the meeting virtually had the opportunity to cast their votes during the meeting and thereafter for 15 minutes after the closure of the meeting, by way of e-voting by clicking the voting button "Cast your vote" which was appearing on their VC meeting screen.

The Company had appointed Mr. Harish Kumar, Proprietor at Harish Popli & Associates as Scrutinizer to scrutinize the votes casted at the meeting and through remote e-voting and for ensuring that the voting process is conducted in a fair and transparent manner.

The Chairman then took up the following resolutions for member's approval. The notice conveying the meeting was taken as read.

S.No.	Agenda Item	Type of Resolution
Special Business		
1.	To approve the re-appointment of Ms. Namrata Kaul, (DIN: 00994532) as an Independent Director of the company for a second term of five (5) consecutive years	Special Resolution
2.	To approve the re-appointment of Ms. Ratna Dharashree Vishwanathan, (DIN: 07278291) as an Independent Director of the company for a second term of three (3) consecutive years.	Special Resolution

The Chairman then invited queries from the members who had registered themselves as speaker, however, it was informed by the moderator that no member had registered as speaker.

The Chairman authorized the Company Secretary to accept, acknowledge and countersign the Scrutinizer's Report in connection with the EGM and declare the results of the voting in accordance with the requirements prescribed under the applicable laws.

Mr. Deepak Madaan informed the members that the results of the e-voting and remote e-voting will be announced on receipt of Scrutinizer's Report and the same will be placed on the Company's website and on the website of our RTA, Link Intime India Private Limited. Further the same will also be submitted to the National Stock Exchange of India Limited and BSE Limited where the equity shares & securities of the Company are listed.

Thereafter, Mr. Deepak Madaan offered vote of thanks to the Chairman and conveyed his thanks to all the members, Directors, Statutory Auditor, Secretarial Auditor and Scrutinizer, RTA - Link Intime India Private Limited for their assistance and participation in the meeting.

Further, with the permission of the Chairman of the meeting, Mr. Deepak Madaan declared the meeting as concluded at 01:10 P.M. The electronic voting option was kept open for 15 minutes after the conclusion of meeting to enable the members to cast their votes.

As per the Scrutinizers' Report received, the resolutions as set out in the Notice of EGM, were passed with requisite majority.

**For Fusion Micro Finance Limited
(Formerly Fusion Micro Finance Private Limited)**

**Deepak Madaan
Company Secretary & Compliance Officer
Membership No. A24811
Place: Gurugram**