

**Letter No. FMFL/SEC/2024-25/SE-35****Date: 10.06.2024**

The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Scrip Code: FUSION	The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 Scrip Code: 543652
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**Sub: Disclosure of Voting Results of Postal Ballot**

Dear Sir(s),

This is to inform that, vide our letter dated May 10, 2024, we had submitted the Postal Ballot Notice, for seeking the shareholders' approval for the following resolutions:

1. To consider and approve the change in the name of the company from "Fusion Micro Finance Limited" to "Fusion Finance Limited".
2. To consider and approve the commission to be paid to the Independent Directors towards the Board Meetings and Committee(S) Meetings.

In regards to the same, we hereby submit that both the abovementioned resolutions have been passed by the shareholders with requisite majority.

Further, in compliance with the provisions of Regulation 44(3) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 read with Rules made thereunder and other applicable provisions of the Companies Act, 2013, we hereby submit the following:

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Report of Scrutinizer dated June 10, 2024, pursuant to Section 108, 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014.

You are requested to take the same on your record.

Yours faithfully

**For Fusion Micro Financial Limited**

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

**FUSION MICRO FINANCE LIMITED**Voting Results (Postal Ballot by way of remote e-voting)

Date of AGM/EGM	Not Applicable (Resolutions Passed through Postal Ballot on June 9, 2024)
Total number of shareholders on record date (i.e May 03, 2024)	58762
No. of shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group - Public	Not Applicable (Resolutions Passed through Postal Ballot on June 9, 2024)
No. of Shareholders attended the meeting through Video Conferencing: - Promoters and Promoter Group - Public	Not Applicable (Resolutions Passed through Postal Ballot on June 9, 2024)

Resolution Required :Special			1 - TO CONSIDER AND APPROVE THE CHANGE IN THE NAME OF THE COMPANY FROM "FUSION MICRO FINANCE LIMITED" TO "FUSION FINANCE LIMITED".					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	58300944	58299944	99.9983	58299944	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>58299944</b>	<b>99.9983</b>	<b>58299944</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	28632556	24591101	85.8851	24591101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>24591101</b>	<b>85.8851</b>	<b>24591101</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14090385	1123240	7.9717	1123106	134	99.9881	0.0119
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1123240</b>	<b>7.9717</b>	<b>1123106</b>	<b>134</b>	<b>99.9881</b>	<b>0.0119</b>
<b>Total</b>		<b>101023885</b>	<b>84014285</b>	<b>83.1628</b>	<b>84014151</b>	<b>134</b>	<b>99.9998</b>	<b>0.0002</b>

Resolution Required :Ordinary			2 - TO CONSIDER AND APPROVE THE COMMISSION TO BE PAID TO THE INDEPENDENT DIRECTORS TOWARDS THE BOARD MEETINGS AND COMMITTEE(S) MEETINGS.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	58300944	58299944	99.9983	58299944	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>58299944</b>	<b>99.9983</b>	<b>58299944</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	28632556	24591101	85.8851	24591101	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>24591101</b>	<b>85.8851</b>	<b>24591101</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14090385	1123240	7.9717	1120969	2271	99.7978	0.2022
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1123240</b>	<b>7.9717</b>	<b>1120969</b>	<b>2271</b>	<b>99.7978</b>	<b>0.2022</b>
<b>Total</b>		<b>101023885</b>	<b>84014285</b>	<b>83.1628</b>	<b>84012014</b>	<b>2271</b>	<b>99.9973</b>	<b>0.0027</b>



To,

**The Chairman**  
**Fusion Micro Finance Limited**  
Regd. Office: H-1, C Block, Community Centre, Naraina Vihar,  
New Delhi 110028 INDIA

## **SCRUTINIZER'S REPORT**

Dear Sir,

The Board of Directors of **Fusion Micro Finance Limited** (“the Company”) in their meeting held on **May 6, 2024** appointed me as the Scrutinizer for conducting the Postal Ballot only by way of remote E-voting process in fair and transparent manner in compliance with regulation 44 of the Securities and Exchange Board of India (Listing obligations and disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (“the Act”) read with Rule 20 & 22 of the Companies (Management and Administration) Rules 2014 (as amended from time to time) and General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022 and 09/2023 dated 25<sup>th</sup> September, 2023 issued by the Ministry of Corporate Affairs, Government of India ('MCA Circulars') for the below mentioned resolutions as contained in the Postal Ballot notice dated **May 10, 2024**:

<b>Resolution No.</b>	<b>Nature of Resolution</b>	<b>Particulars</b>
<b>1</b>	<b>Special Resolution</b>	<b>To consider and approve the change in the name of the Company from “Fusion Micro Finance Limited” to “Fusion Finance Limited”.</b>
<b>2</b>	<b>Ordinary Resolution</b>	<b>To consider and approve the commission to be paid to the independent directors towards the Board Meetings and Committee(s) meetings.</b>

The Management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules made thereunder relating to postal ballot only by way of remote e-voting process. My responsibility as a scrutinizer is restricted to make a Scrutinizer's Report of the votes cast by the members through remote e-voting process for the resolutions contained in the Postal Ballot Notice dated May 10, 2024, based on the report generated from the e-voting system provided **Link intime India Private Limited** (“LIPL”), the authorized agency appointed by the Company through its “instavote” platform at the URL: <https://instavote.linkintime.co.in> for providing postal ballot e-voting facilities till the time fixed for closing of the remote e-voting process i.e. 5:00 PM (IST) on Sunday, the June 9, 2024.

**Harish Popli & Associates**  
Registered office: House no. 436/1, Gher Araina, Panipat, 132103  
Tel.: +91- 9718515315, +91-8344730000  
Email ID: [service@harishpopliandassociates.com](mailto:service@harishpopliandassociates.com), [pcs.harishpopli@gmail.com](mailto:pcs.harishpopli@gmail.com)



I have completed the scrutiny of remote e-voting of postal ballot (e-voting) and submit my report as under:

1. The Company has on **May 10, 2024**, completed the dispatch of Notice to its members via email through LIPL along with the details of Login ID and password to its members whose email ID was registered with the Company or its RTA as on cut-off date i.e. May 3, 2024. Total shareholders of the Company as on the cut-off date was 58,762. The members of the Company holding shares as on the cut-off date were entitled to vote on the resolution as contained in the Notice and have voted through the e-voting facility only as per the MCA circulars.
2. In accordance with the MCA Circulars, no physical copy of the notice, Postal Ballot form, and pre-paid business reply envelope was dispatched to members. Therefore, the Company was not required to provide the facility of voting through physical Postal Ballot. The members of the Company had option to vote only through remote e-voting facility i.e. by casting votes electronically instead of submitting postal ballot forms.
3. The Company had published an advertisement in Financial Express and Jansatta, newspapers on May 11, 2024 regarding the completion of dispatch of Notice and also specifying therein the matters prescribed in Rules with regard to remote e-voting.
4. The details of e-voting as recorded through online platform provided by LIPL have been entered in a computerized register separately maintained for the purpose.
5. All casting of votes electronically through LIPL portal up to the close of working hours **i.e. 5:00 PM (IST) on June 9, 2024**, the last date and time fixed by the Company for remote evoting were considered for my scrutiny.
6. The remote e-voting was unblocked on Monday, June 10, 2024, at 11:36 A.M. (IST) in the presence of two witnesses who are not in employment of the Company.
7. Thereafter, the details containing, inter-alia, list of the members, who voted "For" or "Against" on the resolution were derived from the report generated from the e-voting platform provided by the LIPL in respect of voting through remote e-voting.

A handwritten signature in blue ink, appearing to read 'Harish Popli', is located in the lower right quadrant of the page.



8. A summary of the postal ballot votes casted electronically are given below:

**Item No -1 - Result of Postal ballot – Special Resolution – To consider and approve the change in the name of the Company from “Fusion Micro Finance Limited” to “Fusion Finance Limited”.**

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	291
b)	Less: Invalid no. of members who exercised invalid votes through remote e-voting process	0
c)	Net valid no. of members who exercised votes through remote e-voting	291
d)	Total Number of votes cast	8,40,14,285
e)	Less: Invalid no of votes cast/ members abstained from voting in favor/against	0
f)	Valid No of votes cast (Net)	8,40,14,285
g)	Total no of e-votes with assent for the Resolution	8,40,14,151
h)	Total no of e-votes with dissent for the Resolution	134
i)	% of Total e-votes cast in favor of the resolution	99.9998
j)	% of Total e-votes cast against the resolution	0.0002

**Item No – 2 - Result of Postal ballot – Ordinary Resolution – To consider and approve the commission to be paid to the independent directors towards the Board Meetings and Committee(s) meetings.**

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	291
b)	Less: Invalid no. of members who exercised invalid votes through remote e-voting process	0
c)	Net valid no. of members who exercised votes through remote e-voting	291
d)	Total Number of votes cast	8,40,14,285
e)	Less: Invalid no of votes cast/ members abstained from voting in favor/against	0
f)	Valid No of votes cast (Net)	8,40,14,285
g)	Total no of e-votes with assent for the Resolution	8,40,12,014
h)	Total no of e-votes with dissent for the Resolution	2,271
i)	% of Total e-votes cast in favor of the resolution	99.9973
j)	% of Total e-votes cast against the resolution	0.0027

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*Harish*



7. I would like to inform you that all the above Special Resolution at Item No 1 and Ordinary Resolution at Item No 2 of the Notice dated **May 10, 2024** have been passed with requisite majority. You may accordingly declare the result of the postal ballot conducted through remote E-voting process.
  
8. The relevant records shall be handed over to **CS Deepak Madaan, Company Secretary & Chief Compliance Officer** for safe keeping in compliance with the provisions of Section 110 of Companies Act, 2013 read with Rule 22(11) of Companies (Management and Administration) Rules 2014.

Thanking you  
Yours faithfully

A handwritten signature in blue ink, appearing to read 'Harish', is written over the typed name.

**CS Harish Kumar**  
**FCS: 11918, COP-22475**  
**Scrutinizer**  
**Harish Popli And Associates**  
**Company Secretaries**

**UDIN: F011918F000550775**

**Place: New Delhi**  
**Date: 10/06/2024**

**Harish Popli & Associates**  
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