

Tel: (230) 208 2008

Fax: (230) 208 3108

HONEY ROSE INVESTMENT LTD

Registered Office: C/o Warburg Pincus Asia Ltd, 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius

06-05-2025

To

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Mumbai - 400 051

The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Dear Sir/Ma'am

Sub: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

In connection with the allotment of equity shares of Fusion Finance Limited (Formerly, Fusion Micro Finance Limited) ("**Company**") to Honey Rose Investment Ltd pursuant to a rights issue of equity shares of the Company, we are submitting herewith the abovementioned disclosure in the prescribed format.

We request you to kindly take the above information on record.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,

For Honey Rose Investment Ltd



Sharmila Baichoo
Authorised Signatory

Encl: As above

CC: Company Secretary and Chief Compliance Officer
Fusion Finance Limited
H-1, C Block, Community Centre,
Naraina Vihar,
New Delhi-110 028

Format for disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Fusion Finance Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Honey Rose Investment Ltd		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	3,31,64,881	32.83%	32.83%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL		
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)	3,31,64,881	32.83%	32.83%
Details of acquisition(***)/sale			
a) Shares carrying voting rights acquired/ held	2,38,91,326	14.74% ^(#)	14.74% ^(#)
b) VRs acquired /sold otherwise than by shares	NIL		
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	2,38,91,326	14.74% ^(#)	14.74% ^(#)
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	5,70,56,207	35.20%	35.20%
b) Shares encumbered with the acquirer	NIL		
c) VRs otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)	5,70,56,207	35.20%	35.20%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Rights Issue		

Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Allotment: May 02, 2025
Equity share capital/ total voting capital of the TC before the said acquisition / sale	Rs. 101,02,38,850/- comprising 10,10,23,885 fully paid up equity shares of Rs. 10/- each.
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 1,31,55,30,810/-, comprising 10,10,23,885 fully paid up equity shares of Rs. 10/- each (fully paid up) and 6,10,58,392 partly paid equity shares of Rs. 5/- each paid up.
Total diluted share/ voting capital of the TC after the said acquisition	Rs. 1,31,55,30,810/-, comprising 10,10,23,885 fully paid up equity shares of Rs. 10/- each (fully paid up) and 6,10,58,392 partly paid equity shares of Rs. 5/- each paid up.

Notes:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. Pre-issue capital of the company was 10,10,23,885 equity shares.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Honey Rose Investment Ltd. initially held 3,31,64,881 equity shares, representing 32.83% of the pre-issue share capital of 10,10,23,885 shares. It was allotted 2,38,91,326 partly paid-up equity shares in the rights issue of the Company, comprising 14.74% of the total post-issue capital of 16,20,82,277 shares. Post allotment, its shareholding stands at 5,70,56,207 shares, representing 35.20% of the post-issue share capital of 16,20,82,277 shares.

(#) Out of total post-issue capital of 16,20,82,277 shares.

For Honey Rose Investment Ltd



Sharmila Baichoo

Authorised Signatory

Place: **Port Louis, Mauritius**

Date: **06.05.2025**

CC: Company Secretary and Chief Compliance Officer
Fusion Finance Limited
H-1, C Block, Community Centre,
Naraina Vihar,
New Delhi-110 028