

Fusion Finance Limited

(Formerly known as Fusion Micro Finance Limited)

Date: 05.05.2026**Letter No. FFL/SEC/2026-27/SE-9**

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	The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001
Scrip Code: FUSION	Scrip Code: 543652, 977381, 977412

Sub: Submission of Scrutiniser's Report and Voting Results of Postal Ballot Notice dated April 02, 2026

Dear Sir/Ma'am,

In continuation of our earlier intimation dated April 02, 2026, w.r.t., Postal Ballot Notice for seeking approval of members of the Company for the following resolutions:

1. To consider and approve the appointment of Mr. Brahmanand Hegde (DIN: 02984527) as Non-Executive Independent Director of the Company and fixation of remuneration; and
2. To consider and approve the appointment of Ms. Remika Agarwal (DIN: 09438221) as Non-Executive Non-Independent Director of the Company

The aforesaid resolutions have been passed by the members of the Company with requisite majority.

In this regard, please find attached the following:

1. Voting Results in compliance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed as **Annexure-I**; and
2. Scrutinisers' Report in compliance with Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, enclosed as **Annexure-II**.

The copy of this letter is also available on the website of Company i.e., www.fusionfin.com.

You are requested to take the same on your record.

Thanking you,
Sincerely,

For Fusion Finance Limited
(Formerly known as Fusion Micro Finance Limited)

VIKRANT
SADANA

Digitally signed by
VIKRANT SADANA
Date: 2026.05.05
16:40:20 +05'30'

Vikrant Sadana
Company Secretary & Compliance Officer
Place: Gurugram

Encl.: a/a

[Home](#)[Validate](#)**General information about company**

Scrip code	543652
NSE Symbol	FUSION
MSEI Symbol	NOTLISTED
ISIN	INE139R01012
Name of the company	FUSION FINANCE LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-05-2026
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Harish Kumar
Firms Name	Harish Popli & Associates
Qualification	CS
Membership Number	11918
Date of Board Meeting in which appointed	31-03-2026
Date of Issuance of Report to the company	04-05-2026

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Voting results	
Record date	31-03-2026
Total number of shareholders on record date	73396
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the appointment of Mr. Brahmanand Hegde (DIN: 02984527) as Non-Executive Independent Director of the Company and fixation of remuneration				
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	87812648	84323785	96.0269	84323785	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	87812648	84323785	96.0269	84323785	0	100.0000	0.0000
Public- Institutions	E-Voting	31060717	21341617	68.7094	21341617	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	31060717	21341617	68.7094	21341617	0	100.0000	0.0000
Public- Non Institutions	E-Voting	43208912	175406	0.4059	175216	190	99.8917	0.1083
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	43208912	175406	0.4059	175216	190	99.8917	0.1083
Total		162082277	105840808	65.3007	105840618	190	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve the appointment of Ms. Remika Agarwal (DIN: 09438221) as Non Executive Non-Independent Director of the Company				
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	87812648	84323785	96.0269	84323785	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	87812648	84323785	96.0269	84323785	0	100.0000	0.0000
Public- Institutions	E-Voting	31060717	21341617	68.7094	21341617	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	31060717	21341617	68.7094	21341617	0	100.0000	0.0000
Public- Non Institutions	E-Voting	43208912	175406	0.4059	175231	175	99.9002	0.0998
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	43208912	175406	0.4059	175231	175	99.9002	0.0998
Total		162082277	105840808	65.3007	105840633	175	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



To,
Fusion Finance Limited
 (formerly known as 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 Finance Limited** (formerly known as **Fusion Micro Finance Limited**) ("the Company") on **March 31, 2026** 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 ("SEBI LODR 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 April 08, 2020, 17/2020 dated April 13, 2020 read with relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), any circular issued by the Securities and Exchange Board of India ("SEBI") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), for the below mentioned resolutions as contained in the Postal Ballot notice dated **April 2, 2026**:

Resolution No.	Nature of Resolution	Particulars
1	Special Resolution	To consider and approve the appointment of Mr. Brahmanand Hegde (DIN:02984527) as Non-Executive Independent Director of the Company and fixation of remuneration.
2	Ordinary Resolution	To consider and approve the appointment of Ms. Remika Agarwal (DIN:09438221) as Non-Executive Non-Independent Director of the Company .

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 April 2, 2026, based on the report generated from the e-voting system provided **MUFG Intime India Private Limited ("MUFG")**, 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 Saturday, May 2, 2026.

Harish Popli & Associates
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 Tel.: +91- 9718515315, +91-8344730000
 Email ID: service@harishpopliandassociates.com, 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 **April 2, 2026** completed the dispatch of Notice to its members via email through MUFG 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. Tuesday, March 31, 2026. 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 were 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 April 3, 2026 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 MUFG have been entered in register separately maintained for the purpose.
5. All casting of votes electronically through MUFG portal up to the close of working hours i.e., **5:00 PM (IST) on May 2, 2026**, the last date and time fixed by the Company for remote e-voting were considered for my scrutiny.
6. The remote e-voting was unblocked on May 3, 2026, at 6:15 P.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 MUFG in respect of voting through remote e-voting.
8. The paid-up share capital of the Company as on Cut-off date i.e. March 31, 2026, was INR 1,61,72,90,255 divided into 16,13,75,774 equity shares of Rs. 10/- (Indian Rupees Ten only) each and 7,06,503 equity Shares of INR 10/- (Indian Rupees Ten only) [called-up and paid-up capital of INR 5/- (Indian Rupees Five only)] each. The following table outlines the details of number of fully paid-up equity shares and partly paid-up equity shares as of cut-off date, along with corresponding proportion of votes entitled to each category of members:



Harish Popli & Associates

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Fully/ Partly Paid-up Share	Face value of Equity Shares (In INR)	Paid-up Value of Equity Shares (In INR)	Proportion of Votes counted	Total no. of Equity Shares	Number of Votes entitled to members in proportion to their holding
Fully paid-up	10	10	1	16,13,75,774	16,13,75,774
Partly paid-up	10	5	0.50	7,06,503	3,53,251.5
Total				16,20,82,277	16,17,29,025.50

9. 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 appointment of Mr. Brahmanand Hegde (DIN:02984527) as Non-Executive Independent Director of the Company and fixation of remuneration.

Fully paid-up equity shares

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	183
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	183
d)	Total Number of votes cast	10,58,41,552
e)	Less: Invalid no. of votes cast	0
f)	Less: Votes of the members abstained from voting in favor/against	800
g)	Valid No. of votes cast (Net)	10,58,40,752
h)	Total no. of e-votes with assent for the Resolution	10,58,40,562
i)	Total no. of e-votes with dissent for the Resolution	190
j)	% of Total e-votes cast in favor of the resolution	99.9998
k)	% of Total e-votes cast against the resolution	0.0002

Partly paid-up equity shares

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	3
b)	Less: Invalid no. of members who exercised invalid votes	0

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Item No - 2 - Result of Postal ballot - Ordinary Resolution - To consider and approve the appointment of Ms. Remika Agarwal (DIN:09438221) as Non-Executive Non-Independent Director of the Company.

Fully paid-up equity shares

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	183
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	183
d)	Total Number of votes cast	10,58,41,552
e)	Less: Invalid no of votes cast	0
f)	Less: Votes of the members abstained from voting in favor/against	800
g)	Valid No. of votes cast (Net)	10,58,40,752
h)	Total no. of e-votes with assent for the Resolution	10,58,40,577
i)	Total no. of e-votes with dissent for the Resolution	175
j)	% of Total e-votes cast in favor of the resolution	99.9998
k)	% of Total e-votes cast against the resolution	0.0002

Partly paid-up equity shares

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	3
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	3
d)	Total Number of votes cast	56
e)	Less: Invalid no of votes cast	0
f)	Less: Votes of the members abstained from voting in favor/against	0
g)	Valid No of votes cast (Net)	56
h)	Total no of e-votes with assent for the Resolution	56
i)	Total no of e-votes with dissent for the Resolution	0
j)	% of Total e-votes cast in favor of the resolution	100.00
k)	% of Total e-votes cast against the resolution	0.00

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Combined results (Fully paid-up equity shares+partly paid-up equity shares)

Sr. No.	Particulars	E-Voting details
a)	Total no. of members who exercised votes through remote e-voting	186
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	186
d)	Total Number of votes cast	10,58,41,608
e)	Less: Invalid no of votes cast	0
f)	Less: Votes of the members abstained from voting in favor/against	800
g)	Valid No of votes cast (Net)	10,58,40,808
h)	Total no of e-votes with assent for the Resolution	10,58,40,633
i)	Total no of e-votes with dissent for the Resolution	175
j)	% of Total e-votes cast in favor of the resolution	99.9998
k)	% of Total e-votes cast against the resolution	0.0002

10. I would like to inform you that Special Resolution a set out at Item no. 1 and Ordinary Resolution as set out at item no. 2 of the Notice dated April 2, 2026 have been passed with requisite majority. You may accordingly declare the result of the postal ballot conducted through remote E-voting process.

11. The relevant records shall be handed over to **CS Vikrant Sadana, Company Secretary & Compliance Officer** for safe keeping in compliance with the provisions of Section 110 of Companies Act, 2013 read with Companies (Management and Administration) Rules 2014.

Notes:

1. The percentages are rounded off to the nearest decimals.
2. Valid number of votes cast does not include no. of votes abstained & invalid votes.
3. Number of shareholders are not grouped on the basis of PAN.

Thanking you
Yours faithfully

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



FUSION FINANCE LIMITED

[Signature]
CS & CO

UDIN: F011918H000267393
Place: Panipat
Date: May 4, 2026

Harish Popli & Associates
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