

Date: 05.10.2024

Letter No. FFL/SEC/2024-25/SE-96

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
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Sub: Outcome of Board Meeting held on October 5, 2024.

Dear Sir/Ma'am,

Pursuant to Regulation 30 (read with Part A of Schedule III) and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 ("SEBI Circular"), we wish to inform that the Board of Directors of the Company in its meeting held today i.e. on Saturday, October 05, 2024 has, inter-alia, considered and approved the following:

1. Raising of fund by way of issue of equity shares of the Company of face value Rs. 10 each through Rights Issue for an amount aggregating up to Rs. 550 crores to the eligible equity shareholders of the Company as on the record date (to be determined and notified subsequently), subject to receipt of statutory / regulatory approvals, as may be applicable in accordance with the SEBI (Issue of Capital and Disclosures Requirements) Regulations, 2018, Companies Act, 2013 and other applicable laws.

The Board also noted that the promoters have expressed support for the proposal and have undertaken to ensure the success of the Rights Issue. For the purpose of giving effect to the rights issue, the detailed terms in the rights issue including but not limited to the issue price, the rights entitlement ratio, record date, timing and terms of the payment will be determined and disclosed in due course by the Board or a duly constituted committee of the board of directors in this regard.

2. Increase in the Authorised Share Capital of the Company from existing INR 1,05,00,00,000/- (Indian Rupees One Hundred and Five Crore Only) divided into 10,50,00,000 (Ten Crores and Fifty Lakh) Equity Shares of INR. 10/- (Indian Rupees Ten Only) each, to INR 2,00,00,00,000/- (Indian Rupees Two Hundred Crores Only) divided into 20,00,00,000/- (Twenty Crores) Equity Shares of INR. 10/- (Indian Rupees Ten Only) each and consequent alteration in Clause V- "Authorised Share Capital" of the Memorandum of Association relating to share capital of the Company, subject the approval of the shareholders of the Company.



Fusion Finance Limited

(Formerly known as Fusion Micro Finance Limited)

3. Appointment of Mr. Puneet Gupta (DIN: 02728604) as an Additional Non-Executive Independent Director of the Company as recommended by Nomination and Remuneration Committee, for a period of three consecutive years w.e.f Saturday, October 05, 2024 subject to the approval of the shareholders of the Company. The required details of Mr. Puneet Gupta are enclosed herewith as **Annexure A**.

The aforesaid Board Meeting commenced at 10:40 AM (IST) and concluded at 12:15 PM (IST).

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

Request you to kindly take the same on your records.

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

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



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ANNEXURE-A

Details with respect to Regulation 30 read with Schedule III of the Listing Regulations, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Appointment of Mr. Puneet Gupta (DIN: 02728604) as Additional Non-Executive Independent Director

Name of the Director	Mr. Puneet Gupta
Reason for change	Appointment of Mr. Puneet Gupta (DIN:02728604) as an Additional Non-Executive Independent Director of the Company.
Date and Term of appointment	Date of appointment: Saturday, October 05, 2024 Term of appointment: Appointed for a period of three consecutive years w.e.f Saturday, October 05, 2024 subject to the approval of the shareholders of the Company.
Brief Profile	<p>Mr. Gupta has over 25 years of professional and academic experience in India and North America. He serves as an independent director with UTI Retirement Solutions (~\$30 billion pension fund manager), NCDEX eMarkets (spot agricultural commodity exchange), and MarketLinc India (marketing AI company headquartered in Canada).</p> <p>Previously, he managed a CAT-I, AIF (Alternative Investment Fund), Kentrus Investment Advisors. In addition to directing investments, he has been a CIO (Chief Investment Officer) advisor to a \$1 billion+ family office. He also co-founded a fintech company, SimpliLend, that automated credit sourcing, evaluation, and dissemination in close partnerships with NBFC's using machine learning and artificial intelligence driven technology platform.</p> <p>Previously, he has served as a member of the senior management responsible for P&L with leading global organizations. He has experience in scaling and selling technology enabled businesses (>US\$1 billion). He worked with ACL Systems/Galvanize (sold for \$1B+ and now Diligent Corporation), and Crystal Decisions (sold to Business Objects for \$1B+ and now a part of SAP AG). He has also worked for Sun Microsystems in strategic planning.</p>



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	<p>In the past, he has been a strategy consultant with Ernst & Young in financial services and technology industries with clients that included global exchanges, leading banks, and other financial infrastructure companies.</p> <p>Mr. Gupta has frequently been invited to speak at various institutions. He serves as an adjunct professor in Finance at the Institute of Management Technology (IMT) Ghaziabad and a visiting professor at the S. P. Jain Institute of Management and Research (SPJIMR).</p> <p>By way of educational background, Mr. Gupta has a master's in business from the J. L. Kellogg School of Management (Northwestern University) and a bachelor's in engineering (Computer Science). He is a life member of IOD (Institute of Directors), former TIE Charter member in North America, and supporter of various non-for-profit institutions including United Schools International.</p>
<p>Disclosure of relationships between the Directors</p>	<p>Mr. Puneet Gupta is not related to any of the Directors on the Board.</p>
<p>Affirmation that the director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority as per BSE Circular LIST/COMP/14/2018- 19 and NSE Circular NSE/CML/2018/24, both dated June 20, 2018.</p>	<p>Mr. Puneet Gupta is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority.</p>