

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65100DL1994PLC061287

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA0140Q

(ii) (a) Name of the company

FUSION MICRO FINANCE LIMIT

(b) Registered office address

H-1, C Block, Community Centre, Naraina Vihar,
New Delhi
New Delhi
Delhi
110028

(c) * e-mail ID of the company

deepak.madaan@fusionmicrof

(d) * Telephone number with STD code

01246910617

(e) Website

www.fusionmicrofinance.com

(iii) Date of Incorporation

05/09/1994

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) * Whether shares listed on recognized Stock Exchange(s)

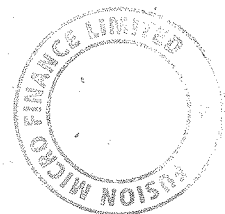
Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent



LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) * Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) * Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

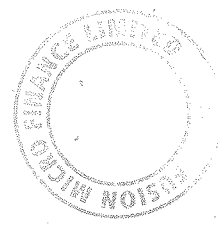
IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	105,000,000	84,326,388	84,326,388	84,326,388
Total amount of equity shares (in Rupees)	1,050,000,000	843,263,880	843,263,880	843,263,880

Number of classes



Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	105,000,000	84,326,388	84,326,388	84,326,388
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,050,000,000	843,263,880	843,263,880	843,263,880

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

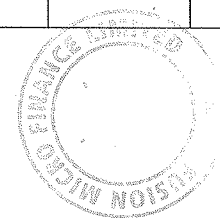
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

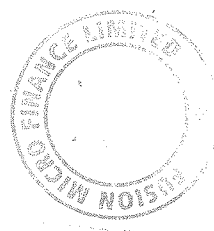
Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	6,671,270	77,655,118	84326388	843,263,880	807,779,833	
Increase during the year	0	6,671,270	6671270	0	35,484,048	606,021,560
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0



v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		6,671,270	6671270		35,484,048	606,021,560
Due to conversion into Demat and conversion of P						
Decrease during the year	6,671,270	0	6671270	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	6,671,270		6671270			
Due to conversion into Demat						
At the end of the year	0	84,326,388	84326388	843,263,880	843,263,880	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE139R01012



(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

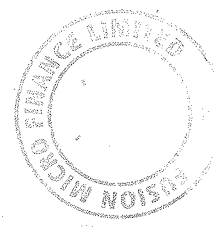
Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		16/06/2021	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

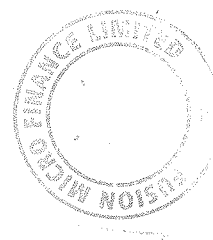


Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	9,536	1000000 / 10000000	9,163,425,979
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			9,163,425,979

Details of debentures



Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	10,701,710,000	1,000,000,000	2,538,284,021	9,163,425,979
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

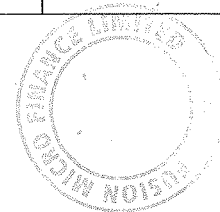
11,512,650,000

(ii) Net worth of the Company

13,379,510,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	5,862,914	6.95	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	



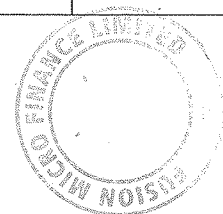
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	66,298,302	78.62	0	
10.	Others	0	0	0	
	Total	72,161,216	85.57	0	0

Total number of shareholders (promoters)

5

(b) SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	39,468	0.05	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	10,145,466	12.03	0	
10.	Others Employees and Trust	1,980,238	2.35	0	



	Total	12,165,172	14.43	0	0
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Total number of shareholders (other than promoters)

64

Total number of shareholders (Promoters+Public/
Other than promoters)

69

VII. * NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	5
Members (other than promoters)	45	64
Debenture holders	30	26

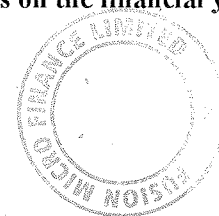
VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	6.59	0
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	3	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	4	1	5	6.59	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8



(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Devesh Sachdev	02547111	Managing Director	5,553,414	
Kenneth Dan Vander W	02545813	Nominee director	0	
Narendra Ostawal	06530414	Nominee director	0	
Ratna Dharashree Vish	07278291	Director	0	
Namrata Kaul	00994532	Director	0	
Pankaj Vaish	00367424	Director	0	
Gaurav Maheshwari	ALTPM8039K	CFO	0	
Deepak Madaan	AOKPM6125Q	Company Secretar	1,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

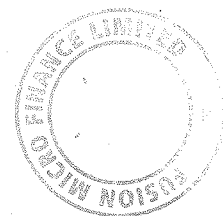
5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shobinder Duggal	00039580	Additional director	26/05/2021	Appointment
Shobinder Duggal	00039580	Director	16/06/2021	Change in Designation
Shobinder Duggal	00039580	Director	22/09/2021	Cessation
Pankaj Vaish	00367424	Additional director	22/09/2021	Appointment
Pankaj Vaish	00367424	Director	18/12/2021	Change in Designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

4



Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/06/2021	48	15	97.3
Extra-Ordinary General Meeting	26/04/2021	46	13	97.61
Extra-Ordinary General Meeting	27/07/2021	48	15	97.28
Extra-Ordinary General Meeting	18/12/2021	64	12	97.31

B. BOARD MEETINGS

*Number of meetings held

10

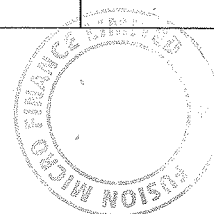
S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2021	5	4	80
2	26/05/2021	6	6	100
3	25/07/2021	6	6	100
4	01/08/2021	6	6	100
5	06/08/2021	6	6	100
6	22/09/2021	6	6	100
7	05/10/2021	6	6	100
8	27/10/2021	6	6	100
9	14/02/2022	6	6	100
10	30/03/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

32

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	26/05/2021	2	2	100
2	Audit Committee	01/08/2021	3	3	100



S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
3	Audit Committee	05/10/2021	3	3	100
4	Audit Committee	27/10/2021	3	3	100
5	Audit Committee	14/02/2022	3	3	100
6	Audit Committee	30/03/2022	3	3	100
7	Nomination and	15/04/2021	4	3	75
8	Nomination and	26/05/2021	4	4	100
9	Nomination and	01/08/2021	4	4	100
10	Nomination and	22/09/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	05/08/2022 (Y/N/NA)
1	Devesh Sachd	10	10	100	20	20	100	Yes
2	Kenneth Dan V	10	10	100	3	3	100	No
3	Narendra Osta	10	10	100	16	16	100	No
4	Ratna Dharasi	10	9	90	16	14	87.5	Yes
5	Namrata Kaul	10	10	100	18	18	100	Yes
6	Pankaj Vaish	5	5	100	9	9	100	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5



S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Devesh Sachdev	Managing Director	20,194,237			17,329,207	37,523,444
2	Namrata Kaul	Independent Dir	0			1,475,000	1,475,000
3	Ratna Dharashree	Independent Dir	0			1,275,000	1,275,000
4	Pankaj Vaish	Independent Dir	0			750,000	750,000
5	Shobinder Duggal	Independent Dir	0			425,000	425,000
	Total		20,194,237	0	0	21,254,207	41,448,444

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepak Madaan	Company Secre	3,313,268			1,182,400	4,495,668
2	Gaurav Maheshwar	CFO	6,102,879			2,282,400	8,385,279
	Total		9,416,147	0	0	3,464,800	12,880,947

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

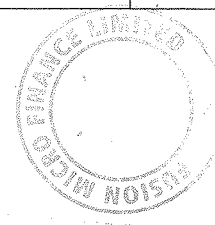
* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status



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(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

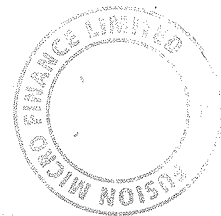
Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director



To be digitally signed by

DEEPAK MADAAN
Digitally signed by DEEPAK MADAAN
Date: 2022.10.04
22:12:01 +0530

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

Detail_on_transfer_of_shares_for_FY_202
Additional detail of committee Meetings.pd
Detail of Debenture holders as on March 3
List of Equity Shareholders as on March 31
MGT-8.pdf

Remove attachment

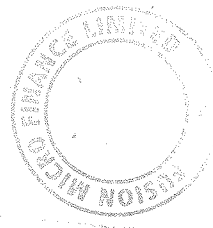
Modify

Check Form

Prescrutlay

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company





Fusion
Microfinance

Fusion Microfinance Limited

(Formerly known as fusion Micro Finance Private Limited)

Additional detail of committee Meetings held during the Financial Year 2021-22

S.No	Type of Meeting	Date of Meeting	Total number of members as on the date of the meeting	Attendance	
				No. of members attended	% of attendance
1.	Nomination and Remuneration Committee	05-10-2021	3	3	100%
2.	Nomination and Remuneration Committee	14-02-2022	3	3	100%
3.	Corporate Social Responsibility Committee	26-05-2021	2	2	100%
4.	Corporate Social Responsibility Committee	05-10-2021	3	3	100%
5.	Corporate Social Responsibility Committee	27-10-2021	3	2	66.67%
6.	Corporate Social Responsibility Committee	14-02-2022	3	3	100%
7.	Board Risk Management Committee	26-05-2021	3	3	100%
8.	Board Risk Management Committee	05-10-2021	4	4	100%
9.	Board Risk Management Committee	27-10-2021	4	4	100%
10.	Board Risk Management Committee	14-02-2022	4	4	100%
11.	Asset Liability Management Committee	26-05-2021	2	2	100%
12.	Asset Liability Management Committee	05-10-2021	2	2	100%
13.	Asset Liability Management Committee	27-10-2021	2	2	100%
14.	Asset Liability Management Committee	14-02-2022	2	2	100%
15.	Stakeholders Relationship Committee	14-02-2022	3	3	100%
16.	IT Strategy Committee	05-10-2021	4	4	100%
17.	IT Strategy Committee	14-02-2022	4	4	100%
18.	Debenture Committee	10-08-2021	2	2	100%
19.	Debenture Committee	22-09-2021	2	2	100%
20.	Debenture Committee	21-12-2021	2	2	100%
21.	Debenture Committee	21-02-2022	2	2	100%
22.	Debenture Committee	31-03-2022	2	2	100%

Thanking you,
Sincerely,

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

Deepak Madaan
Company Secretary & Compliance Officer

PAN: AOKPM6125Q

ADD: B-89, Third Floor, Dayanand Colony, Lajpat Nagar, Delhi - 110024



Fusion
Microfinance

Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

Detail of Debenture holders as on March 31, 2022

S.No.	Name	DP ID	Client ID	Number of Debentures	Total amount of Debentures
1.	PETTELAAR EFFECTENBEWAARBEDRIJF N. V.	IN300167	10126944	526.00	526000000
2.	DCB BANK LIMITED	IN300079	10032833	100.00	100000000
3.	AU SMALL FINANCE BANK LIMITED	IN300484	29626737	300.00	150000000
4.	UNION BANK OF INDIA	IN300812	10505289	200.00	200000000
5.	STATE BANK OF INDIA	IN303786	10000023	250.00	250000000
6.	INDIAN BANK	IN300597	10072090	200.00	200000000
7.	INDIAN OVERSEAS BANK	IN302437	20005246	250.00	250000000
8.	STATE BANK OF INDIA	IN303786	10000023	500.00	500000000
9.	BANK OF BARODA	IN300870	10101128	500.00	125000000
10.	PUNJAB NATIONAL BANK	IN300812	10501028	250.00	250000000
11.	BANK OF INDIA	IN300749	10000012	350.00	350000000
12.	BLUE ORCHARD - JAPAN ASEAN WOMEN EMPOWERMENT FUND	IN301524	30052498	500.00	500000000
13.	MICROFINANCE ENHANCEMENT FACILITY SA, SICAV-SIF	IN300054	10063572	700.00	700000000
14.	TRIODOS SICAV II - TRIODOS MICROFINANCE FUND	IN301524	30048802	315.00	315000000
15.	TRIODOS CUSTODY B.V. ACTING IN ITS CAPACITY AS A CUSTODIAN OF TRIODOS FAIR SHARE FUND	IN301799	10082496	315.00	315000000
16.	BLUEORCHARD MICROFINANCE FUND	IN301524	30043534	500.00	500000000
17.	CDC GROUP PLC	IN300142	10771176	600.00	564000000
18.	IFMR FIMPACT LONG TERM CREDIT FUND	IN301549	55050570	216.00	216000000
19.	IFMR FIMPACT MEDIUM TERM OPPORTUNITIES FUND	IN301549	55272567	284.00	284000000
20.	NORTHERN ARC CAPITAL LIMITED	IN302902	47598428	300.00	300000000
21.	UTI INTERNATIONAL WEALTH CREATOR 4	IN301524	30026145	350.00	350000000
22.	UTI INTERNATIONAL WEALTH CREATOR 4	IN301524	30026145	550.00	550000000
23.	UTI INTERNATIONAL WEALTH CREATOR 4	IN301524	30026145	750.00	750000000
24.	NORTHERN ARC MONEY MARKET ALPHA TRUST	IN303173	20189968	450.00	400000000
25.	Tata Capital Financial Services Limited	IN301330	21716964	30.00	300000000
26.	Vivriti Capital Private Limited	IN301516	10382743	250.00	250000000

Thanking you,

Sincerely,

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


Deepak Madaan
Company Secretary & Compliance Officer
PAN: AOKPM6125Q



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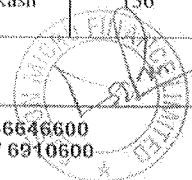


Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

Detail on transfer of shares for FY 2021-22


S.No.	Date of Transfer	Type of transfer	No. of shares transferred	Amount per share (in Rs)	Transferor's name	Ledger folio of transferor	Transferee's name	Ledger folio of transferee
1.	03-06-2021	Equity shares	2438	110	Fusion Employees Benefit Trust	80	Mr. Varun Khatri	115
2.	03-06-2021	Equity shares	2265	110	Fusion Employees Benefit Trust	80	Mr. Vineet Bhargava	117
3.	03-06-2021	Equity shares	2887	64.08	Fusion Employees Benefit Trust	80	Mr. Manoj Kumar Vishwakarma	133
4.	03-06-2021	Equity shares	2150	110	Fusion Employees Benefit Trust	80	Mr. Mayank Bhatle	134
5.	03-06-2021	Equity shares	19000	27.08	Fusion Employees Benefit Trust	80	Mr. MD Hossain	110
6.	04-06-2021	Equity shares	4,500	290.48	Ms. Lekshmi Bhargavi	101	Ms. Mini Sachdev	49
7.	14-10-2021	Equity shares	1170	37.99	Fusion Employees Benefit Trust	80	Mr. Dharmender Kumar	118
8.	14-10-2021	Equity shares	1228	64.08	Fusion Employees Benefit Trust	80	Mr. Ranvijay Singh	122
9.	16-10-2021	Equity shares	5300	154.04	Fusion Employees Benefit Trust	80	Mr. Gurmeet Singh	109
			375	290.48	Fusion Employees Benefit Trust			
10.	14-10-2021	Equity shares	11625	64.08	Fusion Employees Benefit Trust	80	Mrs. Kinami Rohilla	139
11.	14-10-2021	Equity shares	10270	64.08	Fusion Employees Benefit Trust	80	Ms. Shalini Singh	140
			1250	154.04	Fusion Employees Benefit Trust			
12.	16-10-2021	Equity shares	3750	154.04	Fusion Employees Benefit Trust	80	Mr. Srikanth Sitra	113
13.	18-10-2021	Equity shares	11647	110	Fusion Employees Benefit Trust	80	Mr. Amit Arora	108
			1500	154.04	Fusion Employees Benefit Trust			
14.	16-10-2021	Equity shares	2150	110	Fusion Employees Benefit Trust	80	Mr. Mayank Bhatle	134
15.	14-10-2021	Equity shares	3750	110	Fusion Employees Benefit Trust	80	Md. Modaswer Hossain	110
16.	16-10-2021	Equity shares	7480	37.99	Fusion Employees Benefit Trust	80	Mr. Manish Kumar Pandey	102
			1250	110	Fusion Employees Benefit Trust			
17.	16-10-2021	Equity shares	3100	154.04	Fusion Employees Benefit Trust	80	Mr. Kapil Dwivedi	145
18.	16-10-2021	Equity shares	9020	64.08	Fusion Employees Benefit Trust	80	Mr. Harindra Singh	144
19.	14-10-2021	Equity shares	2265	110	Fusion Employees Benefit Trust	80	Mr. Vineet Bhargava	117
20.	14-10-2021	Equity shares	1187	154.04	Fusion Employees Benefit Trust	80	Mr. Sunil Kumar	138
21.	16-10-2021	Equity shares	2437	110	Fusion Employees Benefit Trust	80	Mr. Varun Khatri	115
22.	14-10-2021	Equity shares	2145	154.04	Fusion Employees Benefit Trust	80	Mr. Koushik Banerjee	135
23.	14-10-2021	Equity shares	2000	154.04	Fusion Employees Benefit Trust	80	Mr. Sumit Pal	141
24.	16-10-2021	Equity shares	2325	154.04	Fusion Employees Benefit Trust	80	Mr. Vikas Jain	143
25.	14-10-2021	Equity shares	2050	154.04	Fusion Employees Benefit Trust	80	Ms. Kajol Upadhyay	137
26.	16-10-2021	Equity shares	8980	37.99	Fusion Employees Benefit Trust	80	Mr. Aashish Goswami	147
27.	16-10-2021	Equity shares	2000	154.04	Fusion Employees Benefit Trust	80	Mr. Himanshu Raghav	142
28.	14-10-2021	Equity shares	2355	154.04	Fusion Employees Benefit Trust	80	Mr. Om Prakash Singh	136



29.	16-10-2021	Equity shares	3540	37.99	Fusion Employees Benefit Trust	80	Mr. Varun Arora	127
30.	16-10-2021	Equity shares	6045	37.99	Fusion Employees Benefit Trust	80	Mr. Anam Kumar	128
31.	16-10-2021	Equity shares	2677	154.04	Fusion Employees Benefit Trust	80	Mr. Rakesh Kumar	146
32.	14-10-2021	Equity shares	1698	37.99	Fusion Employees Benefit Trust	80	Mr. Akhilesh Kumar	123
33.	14-10-2021	Equity shares	963	64.08	Fusion Employees Benefit Trust	80	Mr. Manoj Kumar Vishwakarma	133
34.	23-11-2021	Equity shares	1825	154.04	Fusion Employees Benefit Trust	80	Biplab Kumar Das	148
35.	23-11-2021	Equity shares	2000	154.04	Fusion Employees Benefit Trust	80	Shashi Kar Rawat	149
36.	23-11-2021	Equity shares	1050	154.04	Fusion Employees Benefit Trust	80	Vibhanshu Sharma	132
37.	23-11-2021	Equity shares	2100	154.04	Fusion Employees Benefit Trust	80	Naresh Singh	150
38.	23-11-2021	Equity shares	3670	64.08	Fusion Employees Benefit Trust	80	Ajay Kumar Sharma	124
39.	28-12-2021	Equity shares	5752	110	Fusion Employees Benefit Trust	80	Mr. Sunil Kumar Singh	151
40.	28-12-2021	Equity shares	2270	110	Fusion Employees Benefit Trust	80	Mr. Gaurav Arora	152
41.	28-12-2021	Equity shares	3772	110	Fusion Employees Benefit Trust	80	Mr. Rajeev Ranjan	153
42.	28-12-2021	Equity shares	3830	110	Fusion Employees Benefit Trust	80	Mr. Pankaj Kumar	154
43.	28-12-2021	Equity shares	2100	154.04	Fusion Employees Benefit Trust	80	Mr. Anuj Kumar Rai	155

Thanking you,
Sincerely,

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


Deepak Madaan
Company Secretary & Compliance Officer



PAN: AOKPM6125Q
ADD: B-89, Third Floor, Dayanand Colony, Lajpat Nagar, Delhi - 110024



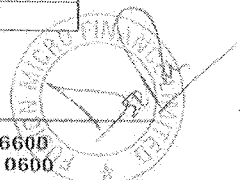
Fusion
Microfinance

Fusion Microfinance Limited

(Formerly known as Fusion Micro Finance Private Limited)

List of Equity Shareholders as on March 31, 2022

S.No.	Name of Shareholders/Beneficial Owners	DP ID-Client ID Account Number	Number of Shares held
1.	Devesh Sachdev	IN304158 10193635 IN304158 10192878	5553414
2.	Mini Sachdev	IN304158 10192917	309500
3.	Oikocredit, Ecumenical Development Co-Operative Society U.A.	IN301524 30047980	6606375
4.	Creation Investments Fusion II, LLC	IN303622 10020193	9954529
5.	Creation Investments Fusion, LLC	IN303622 10006433	15321043
6.	Global Financial Inclusion Fund	IN301348 20151519	3539091
7.	Fusion Employees Benefit Trust	IN300484 30334996	1565985
8.	Apurav Agarwal	IN304295 50069924	4000
9.	Manish Pandey	IN306122 10117232	11730
10.	Gourav Mahajan	12036000 05071538	2500
11.	Praveen Kumar	IN304295 14275521	19265
12.	Himanshu Dutt	12032300 04243461	29000
13.	Sandeep Kumar Sharma	12032300 01919185	30500
14.	Tarun Mehndiratta	IN301549 14253020	9000
15.	Gourav Sirohi	IN300214 26567367	14250
16.	Rahul Jain	12032300 03936096	17993
17.	Ramesh Chaubey	12049200 00658799	29250
18.	Atul Sharma	12032300 01594232	9315
19.	Gajendra Pratap Singh	IN304295 71913870	1225
20.	Deepak Chaudhary	IN304295 51118870	2927
21.	Amit Arora	12049200 07438753	14147
22.	Gurmeet Singh	IN300214 20803182	6675
23.	Md Modaswer Hossain	12029900 06058738	43750
24.	Ankush Ahluwalia	IN304295 50031137	12500
25.	Deepak Madaan	IN301549 62719217	1000
26.	Srikanth Sitra	IN304295 19926614	4750
27.	Rohit Dhiman	IN301549 58018977	2000
28.	Sandeep Kumar Srivastva	IN304295 19700293	2435
29.	Vineet Bhargava	12081800 03472374	6795
30.	Varun Khatri	IN302269 14465509	7312
31.	Jitender Kumar	12032300 03972451	2205
32.	Anil Tiwari	12032300 03972728	8707
33.	Ranvijay Singh	12081600 24388502	4910
34.	Akhilesh Kumar	13018700 00495319	6790
35.	Pramendra Singh Kushwaha	12032300 01591212	6145
36.	Dharmender Kumar	12033200 10476388	4680
37.	Ajay Kumar Sharma	12049200 00623212	7340
38.	Anoop Tripathi	IN304295 23660988	2300
39.	Pardeep Kumar	12049200 04662131	1552
40.	Honey Rose Investment Ltd	IN303173 20073350	41022730
41.	Varun Arora	IN304295 50267707	7080
42.	Arun Kumar	IN304295 20195120	12090
43.	Amit Kumar	IN304295 14412760	1345
44.	Ranjan Kumar Verma	12049200 06400846	10325
45.	Narayan Ganguly	12032300 02930367	1050
46.	Vibhanshu Sharma	IN304295 71993163	2100
47.	Mayank Bhatele	IN304295 71358804	4300
48.	Manoj Kumar Vishwakarma	12033200 40180666	3850



49.	Koushik Banerjee	12032300 03957380	2145
50.	Om Prakash Singh	12033200 77635953	2355
51.	Kajol Upadhyay	12033200 81972612	2050
52.	Sunil Kumar	12088700 12582679	1187
53.	Kimmi Rohilla	12086700 02021211	11625
54.	Shalini Singh	12086700 02061943	11520
55.	Sumit pal	12033200 76762685	2000
56.	Himanshu Raghav	IN306122 10104523	2000
57.	Vikas Jain	IN300214 17813594	2325
58.	Harindra Singh	IN304295 71383799	9020
59.	Kapil Dwivedi	IN304295 73407890	3100
60.	Rakesh Kumar	IN304295 72431130	2677
61.	Aashish Goswami	IN304295 16622977	8980
62.	Biplab Das	12081600 57417423	1825
63.	Shashikar Rawat	12088700 61698764	2000
64.	Naresh Singh	IN304295 50072602	2100
65.	Sunil Kumar Singh	IN304295 27830069	5752
66.	Gaurav Arora	IN301436 82247279	2270
67.	Rajeev Ranjan	12033200 95070966	3772
68.	Pankaj Kumar	IN304295 72666538	3830
69.	Anuj Kumar Rai	12086700 02794488	2100

Thanking you,

Sincerely,

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

Deepak Madan
Company Secretary & Compliance Officer

PAN: AOKPM6125Q

ADD: B-89, Third Floor, Dayanand Colony, Lajpat Nagar, Delhi - 110024



Form No. MGT-8

To,

The Members,
Fusion Micro Finance Limited
(Previously Fusion Micro Finance Private Limited)
H-1, C Block, Community Centre, Naraina Vihar,
New Delhi-110028

Secretarial Compliance Certificate pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014 in preparation of Annual Return in Form No MGT-7.

We have examined the registers, records and books and papers of **Fusion Micro Finance Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on **March 31, 2022**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. **Its status under the Act.** - The Company was converted to public limited company from private limited Company during the year under review in compliance of the provisions of the Act.
 2. **Maintenance of registers / records & making entries therein within the time prescribed therefore.**

The Company has maintained all the statutory registers within the time prescribed therefore.

3. **Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time / beyond the prescribed time.**

The Company has filed forms and returns with the Registrar of Companies, Regional Director and Central Government, the Tribunal, Court or other authorities within the prescribed time and with late fee, for the delayed forms and returns, if any.

CS Harish Popli & Associates

Registered office: D118, 2nd Floor, Fateh Nagar, Jail Rd, Tilak Nagar, Delhi, 110018

Tel.: +91- 9718515315, +91-8344730000

Email ID: service@harishpopliandassociates.com, pcs.harishpopli@gmail.com

Web site www.harishpopliandassociates.com



4. **Calling / convening / holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolution and resolution passed by Postal Ballot, if any, have been properly recorded in the minute book / registers maintained for the purpose and the same have been signed.**

The Company has complied in calling / convening / holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, notices were given and the proceedings have been properly recorded in the minute book / registers maintained for the purpose and the same have been signed including passing of circular resolution, if any. Further, no resolution was passed by postal ballot during the financial year.

5. **Closure of Register of Members / Security holders during the financial year**

Closure of Register of Members during the financial year was in compliance with the provisions of the Act.

6. **Advances / loans to its directors and / or persons or firms or companies referred in section 185 of the Act.**

The Company has complied with the provisions of Section 185 of the Act.

7. **Contracts / arrangements with related parties as specified in section 188 of the Act.**

The Company has complied with the provisions of Section 188 of the Act.

8. **Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures/ alteration or reduction of share capital / conversion of shares/ securities and issue of security certificates in all instances.**

During the year under review, there was no issue or allotment or transmission or buy back of securities / redemption of preference shares / alteration or reduction of share capital / conversion of shares/ securities. However, there was transfer of shares, debentures and redemption of debentures during the year and the Company is in compliance of the provisions related to the same.

9. **Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.**

Not required to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

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10. Declaration / Payment of dividend: transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.

No declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.

The Company has complied in signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.

12. Constitution / appointment /reappointments / retirement/ filling up of casual vacancies of Director, disclosure of directors, Key Managerial Personnel and the remuneration paid to them;

The constitution of the Board was not in compliance with the provisions of Section 152 of the Act after the conversion of Company as Public Limited Company as number of rotational directors fell below the prescribed limited. The Company has complied with the provisions for disclosure of the Directors interest, and appointment of Additional Directors, Regular Director, Key Managerial Personnel during the financial year in the Company. Further no instance of filling up of casual vacancies of Director during the financial year.

13. Appointment / reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act.

The Company has complied with the provisions of the Section 139 of the Act.

14. Approvals required to be taken from the Central Government, Tribunal, and Registrar, Court or such other authorities under the various provisions of the Act.

No Approvals required to be taken from the Central Government, Tribunal, and Registrar, Court or such other authorities under the various provisions of the Act.

15. Acceptance / renewal / repayment of deposits.

No Acceptance / renewal / repayment of deposits.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable.

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During the financial year, borrowings from its Public Financial institution, banks and others are in compliance of the provisions of the Act and creation / modification / satisfaction of charges in that respect, wherever applicable are duly complied.

17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

Loans and investments or guarantee given or providing of securities to other bodies corporate or persons during the financial year are made in compliance of the provisions of section 186 of the Act.

18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company during the financial year.

The Company has altered the provisions of Memorandum and Articles of Association of the Company during the financial year.

**For Harish Popli & Associates
Company Secretaries**

**Harish Kumar
Proprietor
FCS: 11918 COP: 22475
Place: New Delhi
Date: April 10, 2022**

UDIN: F011918D001135909

CS Harish Popli & Associates
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