

Date: November 30, 2024

To,

The Board of Directors

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

H-1, C Block,

Community Centre Naraina Vihar,

New Delhi, 110028, India

Dear Sir/Ma'am,

Re: Proposed rights issue of equity shares of face value of Rs 10 each on a partly paid-up basis by Fusion Finance Limited (formerly known as Fusion Micro Finance Limited) ('the Company' and such an issue 'the Issue', and such equity shares, 'the Equity Shares')

We, Link Intime India Private Limited consent to our name and the details mentioned herein being inserted as a Registrar to the Company in the draft letter of Offer ("DLOF") and the Letter of Offer ("LOF") intended to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are listed (the "Stock Exchanges"), as well as in other documents and material in relation to the Issue (the "Issue Documents").

The following details with respect to us may be disclosed in the Issue Documents

Name: Link Intime India Private Limited

Logo: 

Address: C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai -400 083, Maharashtra, India

Telephone Number: +91 81081 14949

Website: www.linkintime.co.in

E-mail: fusionfinance.rights@linkintime.co.in

Investor Grievance Email: fusionfinance.rights@linkintime.co.in

Contact Person: Shanti Gopalakrishnan

URL of SEBI website:

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>

SEBI Registration No.: INR000004058

CIN: U67190MH1999PTC118368

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format (**Annexure A**). We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We further confirm that no enquiry/ investigations are being conducted by SEBI on us and that no penalties have been imposed on us by SEBI.

We confirm that the above information is complete, true, fair, correct, accurate, not misleading and without omission of any matter that is likely to mislead and is adequate to enable investors to make a well-informed decision.

We agree to keep the information regarding the Issue strictly confidential.

This consent letter, including any annexures hereto, is for information and for inclusion (in part or full) in the Issue Documents. We also consent to the inclusion of this letter as a part of “*Material Contracts and Documents for Inspection*” in connection with this Issue, which will be available for public for inspection from date of the filing of the LOF until the Issue Closing Date.

This consent letter may be relied upon by the Company, lead manager (“**LM**”), and the legal advisors to each of the Company and the LM. We hereby consent to the submission of this consent letter as may be necessary to SEBI, Stock Exchanges and/or any other regulatory authority and/or judicial authorities and/or for any other litigation purposes and/or for the records to be maintained by the LM and in accordance with applicable law.

We confirm that we will immediately and without any undue delay communicate any changes in writing in the above information to the LM until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Issue. In the absence of any such communication from us, the LM and the legal advisors to each of the Company and LM can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Issue.

All capitalized terms not defined herein would have the same meaning as attributed to it in the DLOF.

Yours faithfully,

For and on behalf of

Link Intime India Private Limited



Authorized signatory

Name: Sumit Dudani

Designation: Vice President – Primary Market

Encl: As above

CC:

Book Running Lead Manager to the Issue

IIFL CAPITAL SERVICES LIMITED (Formerly Known as IIFL Securities Limited)

IIFL House, Sun Infotech Park, Road No. Plot No. B-23,
Thane Industrial Area, Wag, le Estate,
Thane, Maharashtra, 400604.

CC:

J. Sagar Associates (*Legal Counsel to the LM as to Indian Law*)

B-303, 3rd Floor, Ansal Plaza,
Hudco Place,
August Kranti Marg,
New Delhi – 110049, India

Cyril Amarchand Mangaldas (*Legal Counsel to the Company as to Indian Law*)

Level 1 & 2, Max Towers
C-001/A Sector 16 B
Noida 201 301
Uttar Pradesh

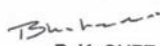
Sidley Austin LLP (*Legal Counsel to the LM as to International Law*)

Level 31
Six Battery Road
Singapore 049909

Annexure A

We hereby confirm that as on date the following details in relation to our registration with the Securities and Exchange Board of India as a Registrar to the Offer is true and correct:

1. Registration Number:	INR000004058
2. Date of registration/ Renewal of registration:	15.07.2014
3. Date of expiry of registration:	N.A
4. If applied for renewal, date of application:	N.A
5. Any communication from SEBI prohibiting Link Intime India Private Limited from acting as registrars to the Offer:	None
6. Any enquiry/ investigation being conducted by SEBI:	None
7. Period up to which registration/ renewal fees has been paid:	Permanent Registration / 05.05.2026
8. Details of any penalty imposed	None

निर्गम रजिस्ट्रार और शेयर अंतरण अभिकर्ता	फॉर्म B FORM B	REGISTRARS TO AN ISSUE AND SHARE TRANSFER AGENTS
भारतीय प्रतिभूति और विनियम बोर्ड		
SECURITIES AND EXCHANGE BOARD OF INDIA		
[निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता] विनियम, 1993		
(Registrars to an issue and Share transfer agents) Regulations, 1993		
(विनियम 8)		
001372	(Regulation 8)	Regulation 8A
रजिस्ट्रीकरण का प्रमाणपत्र		
CERTIFICATE OF REGISTRATION		
PERMANENT REGISTRATION		
<p>I. बोर्ड, भारतीय प्रतिभूति और विनियम अधिनियम, 1992 के अधीन बनाये गए नियमों और विनियमों के साथ पठित उस अधिनियम की धारा 12 की उपधारा (1) द्वारा प्रदत्त शक्तियों का प्रयोग करते हुए प्रवर्ग-I में निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता/प्रवर्ग-II में निर्गम-रजिस्ट्रार/शेयर अंतरण अभिकर्ता के रूप में</p> <p>I. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1992 read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to</p>		
<p>LINK INTIME INDIA PVT. LTD. C-13, KANTILAL MAGANLAL INDUSTRIAL ESTATE PANNALAL SILK MILES COMPUND L.B.S. MARG, BHANDUP (WEST) MUMBAI 400 078</p>		
<p>को नियमों की शर्तों के अधीन रहते हुए और विनियमों के अनुसार क्रियाकलाप करते के लिए, जैसे उसमें विनिर्दिष्ट है, इसके द्वारा रजिस्ट्रीकरण का प्रमाणपत्र देता है।</p> <p>as registrars to an issue and share transfer agent in Category I*/registrar to an issue*/share transfer agent* in Category II, subject to the conditions in the rules and in accordance with the regulations to carry out the activities as specified therein.</p>		
<p>II. निर्गम-रजिस्ट्रार और शेयर अंतरण अभिकर्ता का रजिस्ट्रीकरण कोड INR000004058 है।</p> <p>II. Registration Code for the registrar to an issue and share transfer agent is INR000004058</p>		
<p>III. जब तक नवीकृत न किया जाए रजिस्ट्रीकरण प्रमाणपत्र तक विधिमान्य है।</p> <p>III. Unless renewed, the certificate of registration is valid from</p>		
<p>आदेश से भारतीय प्रतिभूति और विनियम बोर्ड के लिए और उसकी ओर से By order For and on behalf of Securities and Exchange Board of India</p>		
स्थान Place	MUMBAI	
तारीख Date	JULY 15, 2014	
*ओ लागू न हो उसे काट दें। *Delete whichever is not applicable		<p> B.K. GUPTA प्राधिकृत हस्ताक्षरकर्ता Authorised Signatory</p>