

General information about company		
Scrip code	543652	
NSE Symbol	FUSION	
MSEI Symbol	NA	
ISIN	INE139R01012	
Name of the entity	FUSION FINANCE LIMITED	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	There is no acquisition of shares or voting rights in unlisted companies during the quarter ended June 30, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	f00191	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)	The Company has 2 ISINs: INE139R01012 (for Fully Paid up shares) and IN9139R01028 (for Partly Paid up shares).	
Remarks for Exchange (not for Website Dissemination)		

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	DEVESH SACHDEV		02547111	Executive Director	Chairperson	MD	25-12-1972
2	Mr	NARENDRA OSTAWAL		06530414	Non-Executive - Nominee Director	Not Applicable		13-11-1977
3	Mr	KENNETH DAN VANDER WEELE		02545813	Non-Executive - Nominee Director	Not Applicable		22-04-1953
4	Mrs	NAMRATA KAUL		00994532	Non-Executive - Independent Director	Not Applicable		15-03-1964
5	Mrs	RATNA DHARASHREE VISHWANATHAN		07278291	Non-Executive - Independent Director	Not Applicable		15-04-1963
6	Mr	PUNEET GUPTA		02728604	Non-Executive - Independent Director	Not Applicable		25-10-1973

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		05-11-2009	05-12-2023		187.25	1	0	1	0			
2	NA		05-12-2018	27-09-2024		78.25	2	0	2	0			
3	NA		12-08-2016	29-09-2023		106.18	1	0	0	0			
4	NA		18-02-2020	18-02-2023		64.12	4	4	8	5			
5	NA		24-05-2018	24-05-2023		85.6	4	4	5	3			
6	NA		05-10-2024			8.25	1	1	4	0			

Text Block	
Textual Information(1)	<p>1. As on March 31,2025 there is no chairperson. As per BSE Notice No. 20230410-45 and NSE Circular ref.no.NSE/CML/2023/31 and only for the submission of CG Report, Mr. Devesh Sachdev, Managing Director of the company who chaired the latest board Meeting, is mentioned as Chairperson in the CGR.</p> <p>2. While ascertaining the limit of membership/chairmanship in Audit and Stakeholder Relationship Committee, any private company with listed NCDs is excluded.</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00994532	NAMRATA KAUL	Non-Executive - Independent Director	Chairperson	18-02-2020		
2	02728604	PUNEET GUPTA	Non-Executive - Independent Director	Member	05-10-2024		
3	06530414	NARENDRA OSTAWAL	Non-Executive - Nominee Director	Member	30-01-2019		
4	07278291	RATNA DHARASHREE VISHWANATHAN	Non-Executive - Independent Director	Member	10-06-2025		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07278291	RATNA DHARASHREE VISHWANATHAN	Non-Executive - Independent Director	Chairperson	24-05-2018		
2	06530414	NARENDRA OSTAWAL	Non-Executive - Nominee Director	Member	30-01-2019		
3	00994532	NAMRATA KAUL	Non-Executive - Independent Director	Member	18-02-2020		
4	02728604	PUNEET GUPTA	Non-Executive - Independent Director	Member	10-06-2025		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07278291	RATNA DHARASHREE VISHWANATHAN	Non-Executive - Independent Director	Chairperson	26-05-2021		
2	02547111	DEVESH SACHDEV	Executive Director	Member	26-05-2021		
3	00994532	NAMRATA KAUL	Non-Executive - Independent Director	Member	26-05-2021		
4	02728604	PUNEET GUPTA	Non-Executive - Independent Director	Member	10-06-2025		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00994532	NAMRATA KAUL	Non-Executive - Independent Director	Chairperson	26-05-2021		
2	06530414	NARENDRA OSTAWAL	Non-Executive - Nominee Director	Member	30-01-2019		
3	02547111	DEVESH SACHDEV	Executive Director	Member	12-02-2016		
4	02728604	PUNEET GUPTA	Non-Executive - Independent Director	Member	05-10-2024		
5	99999999	SANJAY CHOUDHARY	Chief Risk Officer	Member	26-05-2021		Textual Information(1)

Sr Text Block	
Textual Information(1)	Non-Director Member

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07278291	RATNA DHARASHREE VISHWANATHAN	Non-Executive - Independent Director	Chairperson	30-01-2019		
2	02547111	DEVESH SACHDEV	Executive Director	Member	03-12-2015		
3	02728604	PUNEET GUPTA	Non-Executive - Independent Director	Member	05-10-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-02-2025				Yes	6	3	1
2	14-03-2025		29		Yes	6	6	3
3	29-03-2025		14		Yes	6	6	3
4		14-05-2025	45		Yes	6	6	3
5		23-05-2025	8		Yes	6	5	2
6		10-06-2025	17		Yes	6	6	3
7		21-06-2025	10		Yes	6	6	3

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	12-02-2025				Yes	3	3	2	0
2	Audit Committee	23-05-2025	99			Yes	3	3	2	0
3	Audit Committee	10-06-2025	17			Yes	3	3	2	0
4	Audit Committee	21-06-2025	10			Yes	4	4	3	0
5	Nomination and remuneration committee	12-02-2025				Yes	3	3	2	0
6	Nomination and remuneration committee	14-03-2025	29			Yes	3	3	2	0

### Annexure 1

#### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	23-05-2025	69			Yes	3	3	2	0
8	Nomination and remuneration committee	10-06-2025	17			Yes	3	3	2	0
9	Nomination and remuneration committee	12-06-2025	1			Yes	4	4	3	0
10	Nomination and remuneration committee	21-06-2025	8			Yes	4	4	3	0
11	Corporate Social Responsibility Committee	04-02-2025				Yes	3	3	2	0
12	Corporate Social Responsibility Committee	22-05-2025	106			Yes	3	3	2	0
13	Stakeholders Relationship Committee	04-02-2025				Yes	3	3	2	0
14	Stakeholders Relationship Committee	22-05-2025	106			Yes	3	3	2	0
15	Risk Management Committee	12-02-2025				Yes	4	3	1	1
16	Risk Management Committee	23-05-2025	99			Yes	4	4	2	1

**Annexure 1****V. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Mr. Deepak Madaan
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Mr. Deepak Madaan
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	17-07-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	9
No. of investor complaints disposed off during the Quarter	9
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Chief Judicial Magistrate, Lakhimpur khiri	Penalty imposed and paid on 27-05-2025	21-04-2025	Under Section 22A of Minimum Wages Act for non payment of minimum wages as prescribed in state of UP	INR 1000
2	Chief Judicial Magistrate, Muzzafarnagar	Penalty imposed and paid on 20-05-2025	20-05-2025	Under Section 22A of Minimum Wages Act for non payment of minimum wages as prescribed in state of UP	INR 500
3	Chief Judicial Magistrate, Muzzafarnagar	Penalty imposed and paid on 20-05-2025	20-05-2025	Under Section 20(2) of Payment Of Wages Act	INR 2000
4	Chief Judicial Magistrate, Muzzafarnagar	Penalty imposed and paid on 20-05-2025	20-05-2025	For contravention of provisions of Payment Of Gratuity Act	INR 10000
5	Office of the Assistant Commissioner (ST), Srikakulam Circle	The notice has been issued by Government of Andhra Pradesh- Commercial tax department under item no(8) (iii) of 1st schedule appended to A.P. Profession Tax on Professions, Trades, Callings and Employment Act 1987 for non-payment of Professional tax for FY 2023-24 and FY 2025-26	27-05-2025	In ref to item no(8)(iii) of 1st schedule appended to A.P. Profession Tax on Professions, Trades, Callings and Employment Act 1987. Due to late PT registration in Andhra Pradesh, the Company is in process of depositing PT for FY 2023-24 along with penalty. For 2025-26, as the due date is 30th June 2025, the company will pay the same before its due date	FY 2023-24- INR 2,500/- including penalty of INR 1,250/-, FY 2025-26- INR 2,500/-, due date is 30th June 2025.

**Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:**

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Assistant Commissioner, Bhopal, Madhya Pradesh	07-04-2025	Show cause notice issued under section 122/125 of CGST Act or MPGST Act and directed to make payment of Rs. 1,00,000 as a penalty for non-issuing e-invoicing.	The Company has received a show cause notice under section 122/125 of CGST Act or MPGST and directed to make payment of INR 1,00,000/- The Company believes that it has adequate legal grounds to reasonably substantiate its position in this matter and does not expect any material impact on financial, operation or other activities of the company due to the said Order.
2	Office of the Circle Officer, Commercial Taxes, WB Asansol Circle, Asansol, Paschim Bardhaman	24-04-2024	The Company has received an appeal Order dated May 2, 2025 for dropping the demand liability of 3,73,869 (Rs. 1,80,654 as tax amount, Rs. 1,75,150 as interest and Rs. 18,065 as penalty) under section 107 of CGST/WBGST Act, 2017 against the Order-in-Original dated April 24, 2024 and the matter has closed.	The office of the Circle Officer, Commercial Taxes, WB Asansol Circle, Asansol, Paschim Bardhaman has issued an order under Section 107 of the CGST/WBGST Act, 2017. The order dropped the demand liability by INR 3,73,869 (Rs. 1,80,654 as tax amount, Rs. 1,75,150 as interest and Rs. 18,065 as penalty). This order relates to the demand-in-original, which was received on April 24, 2024.

