

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS FOR FY 2025–26

The Company recognizes that a robust familiarization programme is essential to enable Independent Directors to understand the business operations, regulatory environment, industry landscape, and the strategic priorities of the Company. Such a programme not only deepens the directors' understanding of the Company's affairs but also enhances their effectiveness in contributing to informed and balanced decision-making at Board and Committee meetings.

### **A. Overview of Familiarization Activities Conducted in FY 2025–26**

All Independent Directors, except Mr. Rajeev Sardana and Mr. Puneet Gupta, have been associated with the Company for over five years and are well-versed with the Company's industry and operations. Mr. Rajeev Sardana was appointed as a Non-Executive Independent Director with effect from August 18, 2025. The Company regularly conducts mandatory familiarization programs for its Independent Directors to reinforce strong corporate governance and enhance board effectiveness. These programs are designed to provide deeper insights into the Company's business model, regulatory updates and ensure clarity on their roles, rights, and responsibilities as members of the Board. During the financial year 2025–26, the following sessions and interactions were held as part of the ongoing familiarization process:

S. No	Subject Matter of discussion	No. of hours spent by respective Independent Director	
		FY 2025-26	Cumulative till date
1	Business Strategy plan	12 Hours	38 Hours
2	Legal/Regulatory updates		
3	General Updates		
4	Familiarization Programme for Mr. Rajeev Sardana, newly appointed Independent Director.	7 Hours	7 Hours

### **B. Key Familiarization Highlights for FY 2025–26:**

- Business Strategy and Financial Overview:** A detailed presentation on the business plan for FY 2025–26 was made to the Board. The plan covered achievements for FY 2024–25, projections for FY 2025–26.
- Regulatory Developments:** The Directors were briefed on the various directions/advisories/circulars issued by Reserve Bank of India (RBI), Securities and Exchange Board of India ("SEBI") and Ministry of Corporate Affairs ("MCA"). Further, the Directors were apprised on enactment and impact of Digital Personal Data Protection Act, 2023 (DPDP Act).
- Fundraising Strategy:** The Independent Directors were apprised on the various modes of raising funds including issuance of Equity Shares via Rights Issue and Listed Non-Convertible Debentures. Further, the Complete regulatory process and timelines were apprised to the Directors.

### **C. Induction of Mr. Rajeev Sardana – Independent Director**

Mr. Rajeev Sardana was appointed as a Non-Executive Independent Director effective from August 18, 2025. A structured induction session was conducted on September 12, 2025, from 11:00 A.M. till 06:00 P.M. covering:

- Overview of the NBFC-MFI and MSME sector and evolving industry trends,
- The Company's business model, revenue streams, liability management, and risk landscape,

- Fusion's governance framework and Board structure,
- CSR & ESG initiatives and their on-ground impact,
- Summary of business verticals and key financial highlights,
- Introduction to the compliance and audit structure, with emphasis on regulatory reporting obligations.

On matters of specialized nature, the Company engages outside experts/consultants for presentation and discussion with the Board members as and when necessary.

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

Sd/-  
**Vikrant Sadana**  
**Company Secretary & Compliance Officer**