(Please scan this QR Code to view the RHP)

This is an abridged prospectus containing salient features of the Red Herring Prospectus of Fusion Micro Finance Limited dated October 25, 2022 filed with the Registrar of Companies, Delhi and Haryana at New Delhi (the "**RHP**" or "**Red Herring Prospectus**"). You are encouraged to read greater details available in the RHP, which is available at https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11. Unless otherwise specified all capitalised terms used herein and not specifically defined bear the same meaning as ascribed to them in the RHP.

THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, this abridged prospectus ("**Abridged Prospectus**") and the general information document for investing in public issues ("**GID**") undertaken through the Book Building Process before applying in the Offer (as defined below). The investors are advised to retain a copy of the RHP/Abridged Prospectus for their future reference. You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Member, Registrar to the Offer, Registrar and Share Transfer Agents ("**RTAs**"), Collecting Depository Participants ("**CDPs**"), Registered Brokers, Banker to the Offer, Investors' Associations or Self Certified Syndicate Banks ("**SCSBs**"). You may also download the RHP from the website of Securities and Exchange Board of India ("**SEBI**") at www.sebi.gov.in, at the websites of National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**", and together with NSE, the "**Stock Exchanges**") at www.nseindia.com and www.bseindia.com, respectively, and the website of the BRLMs at www.icicisecurities.com, www.india.clsa.com, www.iiflcap.com and www.jmfl.com.

FUSION MICRO FINANCE LIMITED

Corporate Identity Number: U65100DL1994PLC061287; **Date of incorporation:** September 5, 1994

Registered office	Corporate office	Contact Person	Email and Telephone	Website
H-1, C Block, Community Centre, Naraina Vihar, New Delhi, 110028, India	Plot no. 86, Institutional Sector 32, Gurugram, Haryana 122001, India	Deepak Madaan, Company Secretary and Compliance Officer	Email: companysecretary@fusionmicrofinance.com Registered Office Tel: +91- 011-46646600 Corporate Office Tel: +91-124-6910500	www.fusionmicrofinance.com

OUR PROMOTERS: DEVESH SACHDEV, CREATION INVESTMENTS FUSION, LLC, CREATION INVESTMENTS FUSION II, LLC AND HONEY ROSE INVESTMENT LTD

Details of Offer to Public

Type of Offer	Fresh Issue Size	Offer for Sale size	Total Offer Size	Offer under Regulation 6(1)	Share Reservation among QIBs, NIBs & RIBs		
					QIBs	NIBs	RIBs
Fresh Issue and Offer for Sale	Fresh Issue of up to [●] Equity Shares aggregating up to ₹ 6,000 million	Up to 13,695,466 Equity Shares, aggregating up to ₹ [●] million by the Selling Shareholders	Up to ₹ [●] million	The Offer is being made pursuant to Regulation 6(1) of the SEBI ICDR Regulations. For further details, see "*Other Regulatory and Statutory Disclosures – Eligibility for the Offer*" on page 387 of the RHP. For details in relation to share reservation among QIBs, NIBs and RIBs, see "*Offer Structure*" on page 411 of the RHP.	Not more than 50% of the Offer	Not less than 15% of the Offer	Not less than 35% of the Offer

The Equity Shares are proposed to be listed on National Stock Exchange of India Limited (Designated Stock Exchange) and BSE Limited.

Details of Offer for Sale by Selling Shareholders:

Name of Selling Shareholder	Type of Selling Shareholder	Number of Equity Shares Offered/Amount (₹ in million)	Weighted Average Cost of Acquisition Per Equity Share* (In ₹)
Devesh Sachdev	Promoter Selling Shareholder	Up to 650,000 Equity Shares	117.63
Mini Sachdev	Promoter Group	Up to 100,000 Equity Shares	16.02
Honey Rose Investment Ltd.	Promoter Selling Shareholder	Up to 1,400,000 Equity Shares	194.94
Creation Investments Fusion, LLC	Promoter Selling Shareholder	Up to 1,400,000 Equity Shares	104.07
Oikocredit Ecumenical Development Cooperative Society U.A.	Other Selling Shareholder	Up to 6,606,375 Equity Shares	87.13
Global Impact Funds, S.C.A., SICAR	Other Selling Shareholder	Up to 3,539,091 Equity Shares	100.59

* *As certified by K. K. Mankeshwar & Co., Chartered Accountants, by way of their certificate dated October 25, 2022.*

PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES

Price Band *For details of the Price Band and the basis for the Offer Price, please refer to the price band advertisement and the section titled "Basis for the Offer Price" on page 107 of the RHP.*	₹ [●] per Equity Share to ₹ [●] per Equity Share of face value of ₹ 10 each.
Minimum Bid Lot Size	[●] Equity Shares
Bid/Offer Opens On*	Wednesday, November 2, 2022
Bid/ Offer Closes On**	Friday, November 4, 2022^
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Thursday, November 10, 2022
Initiation of refunds (if any, for Anchor Investors)/unblocking of funds from ASBA Account#	On or about Friday, November 11, 2022
Credit of Equity Shares to demat accounts of Allottees	On or about Monday, November 14, 2022
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Tuesday, November 15, 2022

* *Our Company acting through its IPO Committee, in consultation with the BRLMs, may consider participation by Anchor Investors. The Anchor Investor Bid/ Offer Period shall be one Working Day prior to the Bid/ Offer Opening Date in accordance with the SEBI ICDR Regulations.*

** *Our Company acting through its IPO Committee, in consultation with the BRLMs may consider closing the Bid/Offer Period for QIBs one day prior to the Bid/Offer Closing Date in accordance with the SEBI ICDR Regulations.*

^ *UPI mandate end time and date shall be at 5 p.m. on Bid/Offer Closing Date i.e. Friday, November 4, 2022.*

In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) exceeding four Working Days from the Bid/ Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the application amount for the period of such delay by the intermediary responsible for causing such delay in unblocking, which period shall start from the day following the receipt of a complaint from the investor. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The bidders shall be entitled to compensation in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, SEBI circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/47 dated March 31, 2021; SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021; SEBI Circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, and SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022, in case of delays in resolving investor grievances in relation to blocking/unblocking of funds which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("**Securities Act**") and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. Persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws. Our Company has not registered and does not intend to register under the U.S. Investment Company Act of 1940, as amended ("**U.S. Investment Company Act**") in reliance upon section 3(c)(7) thereof. Accordingly, the Equity Shares are only being offered and sold (i) to persons in the United States or to, or for the account or benefit of, U.S. Persons, in each case that are both "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) and "qualified purchasers" (as defined under the U.S. Investment Company Act) in transactions exempt from or not subject to the registration requirements of the Securities Act and in reliance upon Section 3(c)(7) of the U.S. Investment Company Act, in minimum amounts of US$250,000 or its equivalent in another currency; or (ii) outside the United States to investors that are not U.S. Persons or persons acquiring for the account or benefit of U.S. Persons in offshore transactions in reliance on Regulation S under the Securities Act and the applicable laws of the jurisdictions where those offers and sales occur. The Equity Shares may not be re-offered, re-sold, pledged or otherwise transferred except in an offshore transaction in accordance with Regulation S to a person outside the United States and not known by the transferor to be a U.S. Person by pre-arrangement or otherwise (including, for the avoidance of doubt, a bona fide sale on the BSE or the NSE).

WEIGHTED AVERAGE COST OF ACQUISITION OF ALL SHARES TRANSACTED IN THE EIGHTEEN MONTHS PRECEDING THE DATE OF THE RED HERRING PROSPECTUS:

Period	Weighted average cost of acquisition (in ₹)^	Cap Price is 'x' times the weighted average cost of acquisition*	Range of acquisition price: lowest price – highest price (in ₹)^
Last eighteen months preceding the date of the Red Herring Prospectus	Nil	[●]	Nil

* *The details shall be included upon finalisation of Price Band.*

RISKS IN RELATION TO THE FIRST OFFER

This being the first public issue of our Company, there has been no formal market for the Equity Shares. The face value of the Equity Shares is ₹ 10. The Floor Price, Cap Price and Offer Price, as determined and justified by our Company through its IPO Committee, in consultation with the BRLMs in accordance with the SEBI ICDR Regulations and as stated in "*Basis for Offer Price*" on page 107 of the RHP, should not be taken to be indicative of the market price of the Equity Shares after such Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in this Offer unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in this Offer. For taking an investment decision, investors must rely on their own examination of the Issuer and this Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("**SEBI**"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "*Risk Factors*" on page 27 of the RHP and on page 10 of this Abridged Prospectus.

PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Members, Registrar to the Offer, Registrar and Share Transfer Agents ("**RTAs**"), Collecting Depository Participants ("**CDPs**"), Registered Brokers, Banker to the Offer, Investors' Associations or Self Certified Syndicate Banks ("**SCSBs**").

If you wish to know about processes and procedures applicable to the Offer, you may request for a copy of the RHP and/or the General Information Document (**GID**) from the BRLMs or download it from the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively, and the website of the BRLMs at www.icicisecurities.com, www.india.clsa.com, www.iiflcap.com and www.jmfl.com.

PRICE INFORMATION OF BRLMs [(1)]

Sr. No.	Issue Name	Merchant Banker(s)	+/- % change in closing price, [+/- % change in closing benchmark] - 30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
1	AGS Transact Technologies Limited^	I-Sec, JM	-42.97%,[-3.05%]	-28.63%,[-1.64%]	-52.69%,[-0.77%]
2	Adani Wilmar Limited^^	I-Sec	+48.00%,[-5.34%]	+180.96%,[-4.95%]	+193.26%,[+0.76%]
3	Vedant Fashions Limited^^	I-Sec, IIFL	+3.99%,[-0.20%]	+14.53%,[-8.54%]	+37.67%,[+2.17%]
4	Life Insurance Corporation of India^	I-Sec, JM	-27.24%,[-3.27%]	-28.12%,[+9.47%]	NA*

PRICE INFORMATION OF BRLMs [(1)]

Sr. No.	Issue Name	Merchant Banker(s)	+/- % change in closing price, [+/- % change in closing benchmark] - 30th calendar days from listing	90th calendar days from listing	180th calendar days from listing
5	Prudent Corporate Advisory Services Limited^	I-Sec	-20.71%,[-5.46%]	-2.10%,[+10.92%]	NA*
6	Paradeep Phosphates Limited^	I-Sec, JM	-10.24%,[-3.93%]	+27.50%,[+7.65%]	NA*
7	Syrma SGS Technology Limited^	I-Sec, IIFL	+31.11%[-1.25%]	NA*	NA*
8	Campus Activewear Limited^^	CLSA, JM	+11.92%, [+0.70%]	+41.71%, [+6.72%]	NA*
9	Star Health and Allied Insurance Company Limited^^	I-Sec, CLSA, IIFL	-14.78%, [+1.72%]	-29.79%, [-6.66%]	-22.21%, [-6.25%]
10	Fino Payments Bank Limited^	I-Sec, CLSA	-30.55%, [-3.13%]	-34.56%, [-3.66%]	-52.33%, [-10.42%]
11	Devyani International Limited^^	CLSA	+32.83%, [+4.93%]	+78.39%, [+9.30%]	+97.17%, [+4.90%]
12	Restaurant Brands Asia Limited^ (Formerly known as Burger King India Limited)	CLSA, JM	+146.75%, [+7.06%]	+135.0%, [+9.81%]	+168.17%, [+13.45%]
13	Data Patterns (India) Limited^^	IIFL, JM	+29.70%,[+3.61%]	+13.56%,[+1.42%]	+14.16%,[-8.03%]
14	Electronics Mart India Limited^^	IIFL, JM	NA*	NA*	NA*
15	Tracxn Technologies Limited^^	IIFL	NA*	NA*	NA*
16	eMudhra Limited^	IIFL	-1.52%,[-4.27%]	40.66%,[+4.68%]	NA*
17	Rainbow Childrens Medicare Limited^^	IIFL	-13.84%,[+0.72%]	-12.80%,[+7.13%]	NA*
18	Harsha Engineers International Limited^^	JM	31.92%, [3.76%]	NA*	NA*
19	CMS Info Systems Limited^	JM	21.99% [-1.81%]	25.35% [0.74%]	3.75%[-8.71%]

* *Data not available.*

^ *BSE as designated stock exchange*

^^ *NSE as designated stock exchange*

Notes:

1. *Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by the BRLMs with common issues disclosed once.*
2. *Benchmark Index taken as NIFTY 50 or S&P BSE SENSEX, as applicable.*
3. *Price on NSE or BSE is considered for all of the above calculations as per the Designated Stock Exchange disclosed by the respective issuer at the time of the issue, as applicable.*
4. *% of change in closing price on 30th / 90th / 180th calendar day from listing day is calculated vs issue price.*
5. *In case 30th/90th/180th day is not a trading day, closing price of the previous trading day has been considered.*
6. *Since 30 calendar days, 90 calendar days and 180 calendar days, as applicable, from listing date has not elapsed for few of the above issues, data for same is not available.*
7. *N. A. means Not Applicable.*

For further details, please refer to "Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs" on page 392 of the RHP.

BOOK RUNNING LEAD MANAGERS

ICICI Securities Limited	CLSA India Private Limited	IIFL Securities Limited	JM Financial Limited
Tel: +91 22 6807 7100 **E-mail:** fusion.ipo@icicisecurities.com **Investor Grievance E-mail:** customercare@icicisecurities.com	**Tel:** +91 22 6650 5050 **E-mail:** fusionmicrofinance.ipo@clsa.com **Investor Grievance E-mail:** investor.helpdesk@clsa.com	**Tel:** +91 22 4646 4728 **E-mail:** fusion.ipo@iiflcap.com **Investor Grievance E-mail:** ig.ib@iiflcap.com	**Tel:** +91 22 6630 3030 **E-mail:** fusion.ipo@jmfl.com **Investor Grievance E-mail:** grievance.ibd@jmfl.com

Name of Syndicate Member	JM Financial Services Limited
Name of Registrar to the Offer	**Link Intime India Private Limited Tel:** +91 22 4918 6200 **E-mail:** fusion.ipo@linkintime.co.in **Investor grievance E-mail:** fusion.ipo@linkintime.co.in
Name of Statutory Auditor	M/s. Deloitte Haskins & Sells, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture Trustee	Not Applicable
Self Certified Syndicate Banks or SCSB(s)	The banks registered with SEBI, offering services in relation to ASBA, a list of which is available on the website of SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 or such other websites and updated from time to time. The list of SCSBs notified by SEBI for the ASBA process is available at http://www.sebi.gov.in/sebiweb/other/OtherAction. do?doRecognised=yes, or at such other website as may be prescribed by SEBI from time to time. A list of the Designated SCSB Branches with which an ASBA Bidder (other than a RII using the UPI Mechanism), not bidding through Syndicate/Sub Syndicate or through a Registered Broker, RTA or CDP may submit the Bid cum Application Forms, is available at https://www.sebi.gov.in/ sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34, or at such other websites as may be prescribed by SEBI from time to time.

Non Syndicate Registered Brokers/ Registered Brokers	ASBA Bidders can submit the ASBA Forms to a Registered Broker at the Broker centres, provided that Retail Individual Bidders may only submit ASBA Forms at such broker centres if they are Bidding using the UPI Mechanism. The list of the Registered Brokers, including details such as postal address, telephone number, and e - mail address, is provided on the websites of BSE and NSE at http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3 and http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm,respectively, or such other websites as updated from time to time. For further details, see section titled "*Offer Procedure*" beginning on page 414 of the RHP.
Eligible SCSBs and mobile applications enabled for UPI Mechanism	In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019 and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022, UPI Bidders Bidding using the UPI Mechanism may apply through the SCSBs and mobile applications whose names appears on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time. A list of SCSBs and mobile applications, which are live for applying in public issues using UPI mechanism is provided as 'Annexure A' for the SEBI circular number SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019.
Details regarding website address(es)/ link(s) from which the investor can obtain a list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number, and e-mail address, are provided on the websites of BSE and NSE at http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6 and http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm, respectively, or such other websites as updated from time to time. The list of the Registered Brokers, including details such as postal address, telephone number, and e - mail address, is provided on the websites of BSE and NSE at http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=3 and http://www.nseindia.com/products/content/equities/ipos/ipo_mem_terminal.htm,respectively, or such other websites as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as name and contact details, are provided on the websites of BSE and NSE at http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp. aspx?expandable=6 and http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm, respectively, or such other websites as updated from time to time. For further details, see "*Offer Procedure*" on page 414 of the RHP.

PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual / Corporate	Details of the Promoter
1	Devesh Sachdev	Individual	He completed his post-graduate certificate in Logistics and Supply Chain Management from XLRI, Jamshedpur and completed the HBS Accion Program on Strategic Leadership in Inclusive Finance from Harvard Business School, USA. He has over 26 years of experience in service industry sector and has in the past held various positions with Citicorp Credit Services India Limited, Samarth Financial Consultancy Private Limited, BSA Logistics Private Limited. He is also the Chairperson of the governing board of the Microfinance Institutions Network, an industry association.
2	Creation Investments Fusion, LLC **("Creation I")**	Corporate	Creation I was incorporated on March 21, 2016 under under Delaware laws in the United States of America. Its registered office is located at 2711 Centerville Road #400, Wilmington, DE 19808 USA. Creation I corporate identification number/company registration number is 5994609. Creation I is authorized under its constitutional documents to invest, directly or indirectly, in our Company and conducting such ancillary activities thereto as deemed necessary or appropriate in connection with the foregoing.
3	Creation Investments Fusion II, LLC **("Creation II")**	Corporate	Creation II was incorporated on July 13, 2018 under under Delaware laws in the United States of America. Its registered office is located at 251 Little Falls Drive, Wilmington, DE 19808 USA. Creation II corporate identification number/company registration number is 6974875. Creation II is authorized under its constitutional document to invest, directly or indirectly, in our Company and conducting such ancillary activities thereto as deemed necessary or appropriate in connection with the foregoing.
4	Honey Rose Investment Ltd. **("Honey Rose")**	Corporate	Honey Rose was incorporated on February 28, 2017 under the laws of Republic of Mauritius. Its registered office is located at Warburg Pincus Asia Ltd, 8th Floor, Newton Tower, Sir William Newton Street, Port Louis, Mauritius. The corporate identification number/company registration number of Honey Rose is C145329/C1/GBL. Honey Rose is authorised under its constitutional documents to carry out investment activities as permitted under the provisions of the Financial Services Act 2007 and do all such other things as are necessary, ancillary, or incidental to, or as Honey Rose think conductive for, the conduct, promotion or attainment of its aforementioned activities. Honey Rose is currently engaged in undertaking long-term investment holding activities.

For details in respect of the Promoters, see "*Our Promoters and Promoter Group*"beginning on page 238 of the RHP.

OUR BUSINESS OVERVIEW AND STRATEGY

Company Overview: We are a microfinance company providing financial services to underserved women across India in order to facilitate their access to greater economic opportunities. As of June 30, 2022 and March 31, 2022, 2021 and 2020, our total AUM was ₹73,890.23 million, ₹67,859.71 million, ₹46,378.39 million and ₹36,065.24 million, respectively. As of June 30, 2022, we had 2.90 million active borrowers which were served by our 966 branches and 9,262 permanent employees spread across 377 districts in 19 states and union territories in India.

Product/Service Offerings: Microfinance loans.

Geographies Served: India.

Key Performance Indicators: (*in ₹ million, except for percentages*)

Particulars	As of/ for the				
	Three months ended June 30, 2022	Three months ended June 30, 2021	Fiscal 2022	Fiscal 2021	Fiscal 2020
Earning per Shre					
Basic – par value of ₹ 10 each	9.07	0.56	2.67	5.56	10.47
Diluted – par value of ₹ 10 each	8.98	0.55	2.64	5.49	10.32
Return on net worth (%)*	5.30 %	0.35 %	1.63%	3.53%	5.81%
Net asset value per Equity Share (in ₹)**	171.10	151.50	161.67	150.92	145.32
EBITDA*** (₹ in million)	2,447.93	1,298.56	5,257.61	4,357.89	4,402.43

* *Return on net worth is calculated as Profit for the period/ year divided by Net worth at the end of the year, derived from Restated Financial Statements. Net worth represents our total equity, which includes equity share capital and other equity derived from our Restated Financial Statements as of the last day of the relevant period/year. For a detailed calculation of our Net worth, see "Other Financial Information" on page 323 of the RHP.*

** *Net asset value per Equity Share is calculated as Total Equity as of the end of relevant period/year Provided by the number of Equity Shares outstanding at the end of such period/year. For a detailed calculation of our Total Equity, see "Other Financial Information" on page 323 of the RHP.*

*** *EBITDA is calculated as profit for the period/year plus current tax, deferred tax, finance costs, depreciation and amortization.*

Notes: Basic and diluted earnings per Equity Share are computed in accordance with Indian Accounting Standard (Ind AS) 33 'Earnings per Share' prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

Basic and Diluted EPS and Return on net worth numbers for the three months period ended June 30, 2022 and June 30, 2021 have not been annualised.

Client Profile: We provide financial services to underserved women across India in order to facilitate their access to greater economic opportunities.

Industries Served: Microfinance.

Intellectual Property: As of June 30, 2022, we had one trademark registered in India, namely for our "Fusion Microfinance" wordmark and logo. We intend to seek trademarks on our current trade names in the future.

Market Share: Fusion Microfinance was the second largest NBFC-MFI in India in terms of GLP as at end of first quarter of the financial year 2023. For details see 'Industry Overview' on page 117 of the RHP.

Manufacturing Plant, if any: Nil.

Employee Strength: As of June 30, 2022, we had 9,262 full-time employees. For details see '*Our Business – Employees*' on page 198 of the RHP.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
1	Devesh Sachdev	Managing Director and Chief Executive Officer	He completed his post-graduate certificate in Logistics and Supply Chain Management from XLRI, Jamshedpur and completed the HBS Accion Program on Strategic Leadership in Inclusive Finance from Harvard Business School, USA. He has over 26 years of experience in service industry sector and has in the past held various positions with Citicorp Credit Services India Limited, Samarth Financial Consultancy Private Limited, BSA Logistics Private Limited. He is also the Chairperson of the governing board of the Microfinance Institutions Network, an industry association.	***Indian Companies*** Aagaz Development Foundation ***Foreign companies*** Nil
2	Ratna Dharashree Vishwanathan	Independent Director	She holds a Bachelor of Arts degree from Utkal University, Bhubaneshwar and studied Master of Arts at the University of Lucknow. She has over 35 years of experience and has worked in the past with the Government of India (IA & AS 87), United Nations Office for Project Services, MFIN, Oxfam India, and United Nations Development Program. She is currently on the board of Moneyboxx Finance Limited, Dilip Buildcon Limited, Reach to Teach Private Limited and Reach to Teach Foundation.	***Indian Companies*** • Dilip Buildcon Limited • Moneyboxx Finance Limited • Reach to Teach Private Limited • Reach to Teach Foundation • Suryoday Foundation ***Foreign companies*** Nil

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience & Educational Qualification	Directorships in other companies
3	Namrata Kaul	Independent Director	She holds a post-graduate diploma from Indian Institute of Management, Ahmedabad and was also awarded the Chevening Scholarship to study Leadership and Excellence at the London School of Economics and Political Science. She has over 34 years of experience in the finance sector in India and UK. In the past she has worked with Grindlays Bank and Deutsche Bank and is currently an independent director on several boards including Havells India Limited, Schneider Electric, Vivriti Capital Private Limited, Bhopal Smart City Development Corporation Limited.	***Indian Companies*** • Bhopal Smart City Development Corporation Limited • Care India Solutions for Sustainable Development • Havells India Limited • Prime Research and Advisory Limited • Prime Securities Limited • Schineider Electric Infrastructure Limited • Synergetics Management and Engineering Consultants Private Limited • Vivriti Capital Private Limited • Vivriti Asset Management Private Limited • Healthium Medtech Limited ***Foreign companies*** Nil
4	Narendra Ostawal	Nominee Director	He holds a post graduate diploma in business management from Indian Institute of Management Bangalore and attended the international executive business program at the University of Chicago's Graduate School of Business. He has passed the final examination held by the Institute of Chartered Accountants of India. He is associated with Warburg Pincus India Private Limited since 2007 where he currently holds the position of Managing Director. He has 20 years of experience and has previously been associated with 3i India Private Limited and McKinsey & Company, Inc.	***Indian Companies*** • Avanse Financial Services Limited • Carmel Point Investments India Private Limited • Computer Age Management Services Limited • Home First Finance Company India Limited • IndiaFirst Life Insurance Company Limited • Warburg Pincus India Private Limited ***Foreign companies*** Nil
5	Kenneth Dan Vander Weele	Nominee Director	He holds a bachelor's degree in business administration from the University of Wisconsin and a PhD from the Oxford Centre for Mission Studies, Open University. He has also passed the National Uniform Certified Public Accountant Examination. He has over 15 years of experience and has served on the board of several companies including Creditaccess Grameen Limited, Muthoot Microfinance Limited, Sonata Finance Private Limited, Vivriti Capital Private Limited.	***Indian Companies*** • Muthoot Microfin Limited • Sonata Finance Private Limited • Vivriti Capital Private Limited • Vivriti Asset Management Private Limited ***Foreign Companies*** • Creation Investments Social Ventures Fund I (USA) • Creation Investments Social Ventures Fund II, LP (USA) • Commercial Credit and Finance plc (Sri Lanka) • Creation Investments Social Ventures Fund III, LP (USA) • Creation Investments Social Ventures Fund IV, LP (USA) • NOA Holdings NV-Holland
6	Pankaj Vaish	Independent Director	He holds a bachelor of technology degree in mechanical engineering from Indian Institute of Technology – Banaras Hindu University (IIT - BHU), Varanasi and had also completed a master of business administration (MBA) from the University of Minnesota, U.S.A. He was awarded the "Banaras Hindu University Medal" for standing first at the bachelor of technology in fifth year examinations in mechanical engineering, and the 'Distinguished Alumni Award of Excellence' by the Association of IIT-BHU Alumni, New Delhi for the year 2011-12. He has over 35 years of work experience. He was associated with Accenture Services Private Limited for over 28 years in various roles, including as the managing director for Accenture's Delivery Center Network for BPO, and as the Asia Pacific operating unit lead for communications, media and technology (CMT) business.	***Indian Companies*** • IIFL Wealth Management Limited • Krishna Institute of Medical Sciences Limited • Indium Software (India) Private Limited • Xchanging Solutions Limited ***Foreign Companies*** Nil

For further details in relation to our Board of Directors, see *"Our Management"* beginning on page 218 of the RHP.

OBJECTS OF THE OFFER

The Offer comprises of Fresh Issue and an Offer for Sale. Our Company proposes to utilize the Net Proceeds towards augmenting its capital base.

The Net Proceeds are currently expected to be deployed in Financial Year 2023.

The fund requirements, the deployment of funds and the intended use of the Net Proceeds as described herein are based on our current business plan, management estimates, and other commercial and technical factors. We may have to revise our funding requirements and deployment on account of a variety of factors such as our financial and market condition, business and strategy, competition and interest or exchange rate fluctuations and other external factors, which may not be within the control of our management. This may entail rescheduling the proposed utilization of the Net Proceeds and changing the allocation of funds from its planned allocation at the discretion of our management, subject to compliance with applicable laws.

Means of finance: Our Company proposes to utilise the Net Proceeds from the Fresh Issue towards augmenting its capital base to meet future capital requirements. Accordingly, we confirm that there is no need for us to make firm arrangements of finance under Regulation 7(1)(e) of the SEBI ICDR Regulations through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Offer.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilisation of issue proceeds of past public offers / rights issues, if any, of our Company in the preceding 10 years: Not Applicable.

Terms of Issuance of Convertible Security, if any: Not Applicable.

Name of Monitoring Agency: Care Ratings Limited

The fund requirements, the deployment of funds and the intended use of the Net Proceeds as described herein are based on our current business

Shareholding Pattern as on the date of the RHP:

Category of shareholder	Pre-Offer number of shares (Number of fully paid up Equity Shares held)	% Holding of Pre-Offer (Shareholding as a % of total number of shares)
Promoters and Promoter Group	72,161,216	85.57
Public	11,454,800	13.58
Non Promoter- Non Public	710,372	0.84
Total	**84,326,388**	**100.00**

Number / amount of Equity Shares proposed to be sold by the Selling Shareholders, if any:

S. No.	Name of Selling Shareholder	No. of Equity Shares offered in the Offer for Sale
1.	Devesh Sachdev	Up to 650,000 Equity Shares
2.	Mini Sachdev	Up to 100,000 Equity Shares
3.	Honey Rose Investment Ltd.	Up to 1,400,000 Equity Shares
4.	Creation Investments Fusion, LLC	Up to 1,400,000 Equity Shares
5.	Oikocredit Ecumenical Development Cooperative Society U.A.	Up to 6,606,375 Equity Shares
6.	Global Impact Funds, S.C.A., SICAR	Up to 3,539,091 Equity Shares

SUMMARY OF RESTATED FINANCIAL STATEMENTS

(₹ in millions, except per share data))

Particulars	For the three months period ended		For the Year ended		
	June 30, 2022	June 30, 2021	March 31, 2022	March 31, 2021	March 31, 2020
Revenue from Operations	3,427.20	2,595.42	11,512.65	8,558.12	7,202.64
Restated Profit/ (Loss) before tax and exceptional items	1,001.29	54.21	244.26	567.91	999.95
Restated Profit/ (Loss) after tax and exceptional items	751.02	44.11	217.55	439.44	696.10
Equity	827.84	790.66	827.60	790.37	789.50
Other equity	13,336.81	11,725.85	12,551.91	11,673.18	11,199.39
Net worth	14,164.65	12,516.51	13,379.51	12,463.55	11,988.89
Basic Earnings / (loss) per Equity Share (in ₹)	9.07*	0.56*	2.67	5.56	10.47
Diluted Earnings / (loss) per Equity Share (in ₹)	8.98 *	0.55*	2.64	5.49	10.32
Return on Net Worth (%)	5.30 %	0.35 %	1.63%	3.53%	5.81%
Net asset value per Equity Share (in ₹)	171.10	151.50	161.67	150.92	145.32

**Not annualised.*

For further details, see "*Financial Statements*" on beginning on page 248 of the RHP.

INTERNAL RISK FACTORS

Below mentioned risks are the top 5 risk factors as per the RHP:

1. The extent to which the Coronavirus disease ("COVID-19") may affect our business and operations in the future is uncertain and cannot be predicted.
2. An increase in the level of our NPAs or our provisions may adversely affect our business, financial condition, results of operations and cash flows.
3. We may face various risks associated with our large number of branches and widespread network of operations.
4. Certain provisions of the NBFC-ND-SI Master Directions and the RBI (RFML) Directions impose requirements that restrict our business, results of operations and growth.
5. A large portion of our collections and disbursements from customers are in cash, exposing us to certain operational risks.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the Company and amount involved

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material Civil Litigations	Aggregate amount involved (₹ in million)*
Company						
By our Company	309	-	-	-	-	57.18
Against our Company	-	-	2	-	-	1.35
Directors						
By our Directors	-	-	-	-	-	-
Against our Directors	-	2	-	-	1	776.31**
Promoters						
By our Promoters	-	-	-	-	-	-
Against our Promoters	-	-	-	-	-	-

* *Amount to the extent quantifiable*

** *Includes a joint claim against one of our nominee directors. For further details of the outstanding litigation proceedings, see "Outstanding Litigation and Material Developments" on page 382 of the RHP.*

B. Brief details of top 5 material outstanding litigation / legal proceedings initiated against the Company and amount involved: None.

C. Disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: None.

D. Brief details of outstanding criminal proceedings against the Promoters: None.

For further details of the outstanding litigation proceedings, see "*Outstanding Litigation and Material Developments*" on page 379 of the RHP.

ANY OTHER IMPORTANT INFORMATION AS PER BRLMs/COMPANY – Nil

DECLARATION BY OUR COMPANY

We hereby declare that all relevant provisions of the Companies Act and the rules, or guidelines, or regulations issued by the Government of India or the rules, or guidelines, or regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Securities and Exchange Board of India Act, 1992, or rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements in the Red Herring Prospectus are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

We confirm that all statements and undertakings made or confirmed by us in the Red Herring Prospectus specifically in relation to ourselves, as the Selling Shareholders, and the Equity Shares which are being offered by us by way of the Offer for Sale pursuant to the Offer, are true and correct. We, assume no responsibility for any other statement, disclosures and undertakings, including any statements made or confirmed by, or relating to, the Company or any other Selling Shareholder or any other person(s) in the Red Herring Prospectus.