Date: 22.07.2026

Letter No. FFL/SEC/2026-27/SE-47

To, The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	To, The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001
Symbol: FUSION	Scrip Code: 543652, 977381, 977412

Sub: Proceedings of 32nd Annual General Meeting

Dear Sir/Ma'am,

In compliance with Regulation 30 and 51 read with Para A of Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), please find enclosed the Proceedings of 32nd Annual General Meeting ("AGM") of the Company held on Wednesday, July 22, 2026 at 11:00 A.M. (IST) through Video Conferencing("VC")/ Other Audio-Visual Means("OAVM").

The Shareholders of the Company passed the following resolutions with requisite majority at the AGM:

S. No.	Particular	Business	Type of Resolution
1.	Considered and adopted the audited standalone financial statements of the Company for the Financial Year ended March 31, 2026 and the report of the Board of Directors and Auditors thereon	Ordinary	Ordinary Resolution
2.	Considered and approved the re-appointment of Mr. Sanjay Garyali (DIN: 11046442), who retires by rotation, as a Director	Ordinary	Ordinary Resolution

Accordingly, the following disclosures are attached herewith:

S. No.	Particulars	Annexures
1.	Disclosure as per Regulations 30 and 51 of the SEBI LODR Regulations, 2015, read with Schedule III thereto and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2026/3762 dated January 30, 2026	**Annexure A**
2.	Proceedings of 32nd AGM of the Company	**Annexure B**

Further, the AGM proceedings are also available on the website of the Company viz. www.fusionfin.com.

The 32nd Annual General Meeting concluded at 11:16 A.M. (IST). Further, the voting lines were open for 15 minutes post closure of the meeting.

You are requested to take the same on your record.

Thanking you

For **Fusion Finance Limited**

VIKRANT SADANA

Digitally signed by VIKRANT SADANA
Date: 2026.07.22 17:32:11 +05'30'

Vikrant Sadana
Company Secretary & Compliance Officer
Place: Gurugram

Encl.: a/a

Annexure A

The details as required under Regulations 30 and 51 of the SEBI LODR Regulations read with Schedule III and SEBI Circular SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Sr. No.	Particulars	Mr. Sanjay Garyali (DIN: 11046442)
1	Reason for change viz. ~~appointment~~, re-appointment, ~~resignation, removal death, or otherwise~~	Pursuant to statutory provisions of the Companies Act in regard to retirement by rotation in the Annual General Meeting, Mr. Sanjay Garyali has been re-appointed as Director of the Company. Accordingly, there is no change in his current position of Managing Director & CEO of the Company.
2	Date and Term of Re-appointment	Date of Re-appointment: July 22, 2026 Term of Re-appointment: He is re-appointed as a director, liable to retire by rotation as per the applicable provisions of the Companies Act, 2013.
3	Brief Profile	Mr. Sanjay Garyali was appointed as Chief Executive Officer w.e.f. March 17, 2025. Further he was appointed as Director & Whole-Time Director w.e.f August 18, 2025. Thereafter he was appointed as Managing Director w.e.f. September 30, 2025. Mr. Sanjay Garyali holds Bachelor of Engineering (BE) from BV College of Engineering, Pune and a Master of Business Administration (MBA) from Panjab University. Mr. Sanjay Garyali has over 29 years of experience in the finance industry with expertise in retail financial markets. He has led large portfolios in Two-Wheeler, Consumer Loans, and Mortgages at L&T Finance, driving digital innovation, market expansion, and profitability. Earlier, he was associated with Kotak Mahindra Bank, managing Home Finance and Emerging Market mortgages.
4	Disclosure of relationships between the Directors	Mr. Sanjay Garyali is not related to any of the Directors on the Board.
5	Affirmation that the director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority as per BSE Circular LIST/COMP/14/201819 and NSE Circular NSE/CML/2018/24, both dated June 20, 2018.	Mr. Sanjay Garyali is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority.

Annexure B

PROCEEDINGS OF 32nd ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY

The 32nd Annual General Meeting ("AGM") of the Members of Fusion Finance Limited was held on Wednesday, July 22, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). As stated in the Notice, the AGM was deemed to be conducted at the Registered Office of the Company situated at H-1, C Block, Community Centre, Naraina Vihar, New Delhi-110028. The meeting was concluded at 11:16 A.M. (IST). Further, the voting lines were open for 15 minutes post closure of the meeting.

Directors, Key Managerial Personnels & Senior Managerial Personnel Present in the meeting:

Mr. Sanjay Garyali, Manging Director & Chief Executive Officer
Ms. Namrata Kaul, Independent Director (Chairperson of Audit Committee and Stakeholders Relationship Committee)
Mr. Rajeev Sardana, Independent Director (Chairperson of Nomination & Remuneration Committee and Customer Service Committee)
Mr. Puneet Gupta, Independent Director (Chairperson of CSR & ESG Committee and IT Strategy Committee)
Ms. Remika Agarwal, Non-Executive Director
Mr. Krishan Gopal, Chief Financial Officer
Mr. Vikrant Sadana, Company Secretary & Compliance Officer
Mr. Sunil Mundra- Chief Operating Officer- MFI Business
Mr. Jitender Sharma- Chief Operating Officer- MSME Business
Mr. Anurag Srivastva- Chief Credit Officer
Mr. Nishant Monga- Chief Compliance Officer
Ms. Pooja Mehta- Chief Human Resource Officer
Mr. Sushil Menon- Chief Information Officer & Interim CISO
Ms. Priyanka Seth Wadhera- Chief Strategy Officer
Mr. Sanjay Choudhary- Chief Risk Officer
Mr. Gautam Munjal- Chief Internal Auditor

Invitees:

Mr. Pankaj Bansal, Representative of M/s B.K. Khare, Chartered Accountants, Statutory Auditor
Mr. Navneet K Arora, Proprietor at M/s. Navneet K Arora & Co LLP, Practising Company Secretaries, Secretarial Auditor
Mr. Harish Kumar, Proprietor at M/s. Harish Popli & Associates, Practising Company Secretaries, Scrutinizer

Members Present:

A total of 76 Members were present in the meeting and the meeting was called to order as requisite quorum was present. Mr. Vikrant Sadana informed that pursuant to Article 89 of Articles of Association of the Company, the Board of Directors of the Company had elected Mr. Sanjay Garyali as Chairperson of the meeting apart from agenda item no. 2 where he was interested and for agenda item no. 2 Ms. Namrata Kaul was elected as Chairperson.

Thereafter, Mr. Vikrant Sadana welcomed the Members, Directors, Key Managerial Personnels, Senior Management and Invitees present at the meeting.

It was informed that the AGM was being conducted through VC/ OAVM in compliance with the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Members were briefed on the participation procedure, availability of statutory registers and other applicable documents were available to the members for their inspection electronically. It was further informed that since the AGM was being held through VC, the requirement for nomination of proxies and voting by show of hands was not applicable.

The Company Secretary informed the Members that the Notice convening the 32nd AGM and the Annual Report for Financial Year 2025-26 had been circulated to the Members and therefore, the Notice convening the AGM was taken as read.

Thereafter, he informed that the members were provided a facility to cast their vote on the resolutions contained in the Notice of 32nd AGM, by means of remote e-voting which commenced on Sunday, July 19, 2026 at 9:00 A.M. (IST) and closed on Tuesday, July 21, 2026, at 5:00 P.M. (IST) and the facility for e-voting was provided at the AGM to all those members who had not casted their votes by remote e-voting and it was open up to 15 minutes from the conclusion of the meeting. Also, Mr. Harish Kumar, Proprietor of M/s Harish Popli & Associates, had been appointed as the Scrutinizer for scrutinizing the remote e-voting and e-voting conducted during the AGM.

Thereafter, the Chairperson of the Meeting, Mr. Sanjay Garyali, delivered a speech addressing several key areas, including the Company's efforts towards rebuilding institutional strength through improved portfolio quality, a stronger risk framework, enhanced governance and technology capabilities, return to profitability, and the creation of a foundation for sustainable long-term growth. He highlighted that Financial Year 2025-26 was a defining year for Fusion Finance Limited, marking a successful turnaround and a renewed focus on building a stronger, more resilient institution. The Company's financial and operational performance reflected this progress. During FY26, Fusion Finance disbursed ₹5,983 crore and reported Total Income of ₹1,733 crore, returning to profitability with a Profit After Tax of ₹14 crore after recording a loss in the previous year. Assets Under Management stood at ₹7,407 crore, while the successful ₹800 crore Rights Issue significantly strengthened the Company's capital position, increasing Net Worth to ₹2,456 crore and Capital Adequacy Ratio to 36.46%. Asset quality improved substantially, with Gross NPA declining to 3.21%, Net NPA to 0.5%, and fourth-quarter collection efficiency reaching 99.66%. Strong support from lending partners enabled the Company to mobilize nearly ₹6,000 crore during the year, while improved outlooks from CARE and ICRA underscored growing confidence in Fusion Finance's recovery and future prospects.

He further stated that looking ahead, Fusion Finance is well positioned to capitalize on its strengths across both its microfinance and secured MSME lending businesses. He also acknowledged the vision of Company's Founder, Mr. Devesh Sachdev, who over sixteen years built Fusion Finance into a trusted institution serving more than 21 lakh customers — the foundation on which we now build the next phase of growth. With a trusted franchise built over sixteen years, deep customer relationships, a robust branch network, and an emerging MSME portfolio focused on entrepreneurs in Tier 3 and Tier 4 markets, the Company has created a balanced platform for sustainable growth. Continued investments in advanced technology, including upgrades to the Loan Origination System (LOS), Loan Management System (LMS), and the deployment of Artificial Intelligence and Machine Learning tools across customer engagement, collections, fraud detection, and risk monitoring, are expected to further enhance operational efficiency and portfolio quality. The Company's objective is to reach close to ₹10,000 crore in Assets Under Management and deliver 20-25% CAGR growth while maintaining credit costs below 2.5%, guided by its core principle of "quality before growth." Supported by dedicated employees, experienced leadership, lending partners, regulators, and shareholders, Fusion Finance enters FY27 with stronger foundations, greater confidence, and a steadfast commitment to creating long-term value through responsible lending, prudent risk management, and high standards of governance.

Thereafter, Mr. Vikrant Sadana took up the item of businesses set out in the Notice of the AGM. The following resolutions were place before the members:

S. No.	Agenda	Type of Resolution
	Ordinary Business	
1.	To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2.	To consider and approve the re-appointment of Mr. Sanjay Garyali (DIN:11046442), who retires by rotation, as a Director	Ordinary Resolution

Since Mr. Sanjay Garyali was interested in the agenda Item No. 2, he vacated the chair for the said item. With the consent of the Board, Ms. Namrata Kaul, Independent Director, chaired the proceedings for Item No. 2. Upon conclusion of the said item Ms. Namrata Kaul, vacated the chair and Mr. Sanjay Garyali resumed the Chair for the remainder of the meeting.

The Company Secretary then invited queries/ comments from the Members. 2 members via chat-box extended their good wishes and the Company Secretary duly acknowledged the same on the behalf of the Company.

The Company Secretary thanked the Members for their participation and informed them that the voting results along with the Scrutinizer's Report would be announced and made available on the website of the Company viz. www.fusionfin.com, the website of the RTA, MUFG Intime India Private Limited viz. https://instavote.linkintime.co.in, and submitted to the Stock Exchanges, viz., NSE and BSE, i.e. www.nseindia.com and www.bseindia.com respectively.

He also thanked the Board of Directors, Senior Management, Statutory Auditors, Secretarial Auditor, Scrutinizer and MUFG Intime India Private Limited for their support and participation in the Meeting.

Further Mr. Vikrant Sadana declared that the AGM concluded with the permission of the Chairperson of the meeting. Further, the electronic voting option was kept open for 15 minutes after the meeting to enable the members to cast their votes who had not casted their votes earlier.

For **Fusion Finance Limited**

VIKRANT SADANA Digitally signed by VIKRANT SADANA
Date: 2026.07.22 17:32:48 +05'30'

Vikrant Sadana
Company Secretary & Compliance Officer
Place: Gurugram