

Date: 05th Sept , 2026

To,
BSE SME
Listing Department
25th Floor, BSE Building,
P.J Tower, Dalal Street, Fort, Mumbai-400001
Scrip Code: 544735

SYMBOL: NOVUS

Dear Sir/Madam,

Subject: Submission of Scrutinizer's Report

Ref. NOVUS LOYALTY LIMITED ("Company")

Please find enclosed the Scrutinizer's Report of the company for EGM Held on 3rd Sept 2026.
Kindly take this on your record.

Thanking You.

For & on behalf of
NOVUS LOYALTY LIMITED
(Formerly known as Novus Loyalty Private Limited)

Aditi Pardal Digitally signed by Aditi Pardal
Date: 2026.09.05 12:52:28 +05'30'

Name: Aditi Pardal
Designation: Compliance Officer & CS
M.NO: 33216 (ACS)

MOHIT SINGLA & ASSOCIATES
Company Secretaries

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time]

September 04, 2026

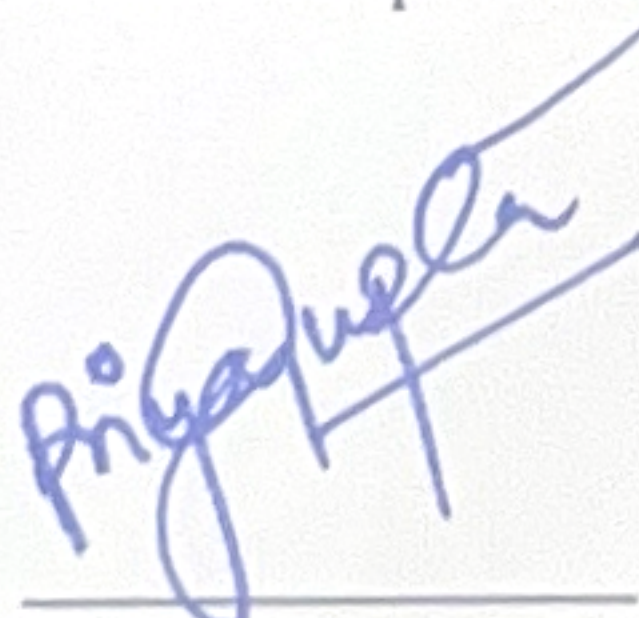
To,
The Chairman
NOVUS LOYALTY LIMITED
727 Udyog Vihar Phase V,
Industrial Complex Dundahera,
Gurgaon, Haryana-122016

Dear Sir,

We, M/s. Mohit Singla & Associates, Practicing Company Secretaries, were appointed as Scrutinizer by the Board of Directors of Novus Loyalty Limited ("the Company") at their meeting held on September 03, 2026 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of Scrutinizing the e-voting process conducted for Extra-Ordinary General Meeting (EGM) in a fair and transparent manner and ascertaining the requisite majority on e-voting as per the provisions of Companies Act, 2013.

The Shareholders of the Company holding shares as on the "cut off" date i.e. Thursday, August 27, 2026, were entitled to vote electronically through remote e-voting on the resolutions set out at item No. 1, item No. 2 and item No. 3 in the EGM Notice dated August 06, 2026.

The Company had appointed KFin Technologies Limited as the service provider for remote e-Voting to the shareholders from Monday, August 31, 2026 (09:00 A.M. IST) to Wednesday, September 02, 2026 (05:00 P.M. IST). Further, EGM was held on Thursday, September 03, 2026 (04:00 P.M. IST) and on completion of meeting, in compliance of the provisions of Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rule, 2015, the votes cast during the remote e-voting period and during the meeting, were unblocked in the presence of two witnesses Ms. Priya Gupta, D/o Shri. Amarnath Gupta, R/o H No. 14, Bichhiya Shastri Nagar, Shahpur, Gorakhpur, Uttar Pradesh-273014 and Ms. Shradha Kashyap, D/o Kamal Kant Kashyap, R/o 272, Balbir Nagar Extension, Shahdara, East Delhi-110032 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Witness -I



Witness -II

We have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the KFin Technologies Limited e-voting system website evoting.kfintech.com

Off. No.: 245, G.F., Anarkali Complex, Jhandewalan, New Delhi-110055.
Phone: 9999660932; E-Mail: csmohitsingla@gmail.com



We hereby submit our consolidated Report on the result(s) of the remote e-voting in respect of the said items, details of the voting and result(s) for individual item(s) are attached herewith in **Annexure 1** and forming part of the Report, mentioned as under.

The % of number of votes casted in favor of the respective Resolutions are as follows:

S. No.	Item No.	Type of Resolutions	% of votes cast in favour
1	Item No. 1 Increase in Authorised Share Capital of the Company and consequential Alteration of the Capital Clause of the Memorandum of Association	Special	100%
2.	Item No. 2 Novus Loyalty Employment Stock Option Plan 2026 ("ESOP 2026")	Special	100%
3.	Item No. 3 Establishment Of A Wholly Owned Subsidiary In Dubai	Special	100%

We hereby report that the Special resolutions listed at Item No. 1, Item No. 2 and Item No. 3 as set out in Notice dated August 6, 2026 has been passed by the shareholders unanimously.

The Registers, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the Chairman of the Company or by any other person as may be authorized in this regard considers and approves the results and thereafter the same will be handed over to the Chairman of the Company or such other person as may be authorized by them for safe keeping.

We thank you for the opportunity given to act as a Scrutinizer for the above electronic voting.

For Mohit Singla & Associates
Company Secretaries



Mohit Singla
Proprietor
M. No.: 12915; C.P. No.: 20947
UDIN: F012915H001377333
Peer Review Certificate No. 3545/2023

Place: New Delhi
Date: September 4, 2026

Annexure-1

(forming part of the e-voting Scrutinizer Report dated September 04, 2026)

Item No. 1

Special Resolution: Increase in Authorised Share Capital of the Company and consequential Alteration of the Capital Clause of the Memorandum of Association

Total No. of Shareholders as on cut-off date: 523

Total No. of Shares: 1,55,50,200

Mode of Voting: Remote E- voting & E-voting at the meeting

Particulars	No. of votes Cast by them	
	Remote e-voting	E-voting at the meeting
Total no. of votes with assent for the Resolution	1,08,94,187	0.00
Total no. of votes with dissent for the Resolution	0.00	0.00
No. of Invalid Votes casted for the Resolution	0.00	0.00
Total	1,08,94,187	0.00

% of total votes casted in favour of the Resolution: 100%

% of total votes casted against the Resolution: 0.00%

% of total invalid votes casted for the Resolution: 0.00%

Particulars	No. of Shareholders	No. of Votes
Votes cast in favour	2	1,08,94,187
Votes cast against	0	0
Invalid votes	0	0
Total votes cast	2	1,08,94,187

Item No. 1 is declared PASSED taking into account total voting done by the shareholders including promoters of the Company.

Item No. 2

Special Resolution: Issue of Novus Loyalty Employment Stock Option Plan 2026 ("ESOP 2026")

Total No. of Shareholders as on cut-off date: 523

Total No. of Shares: 1,55,50,200

Mode of Voting: Remote E- voting & E-voting at the meeting

Particulars	No. of votes Cast by them	
	Remote e-voting	E-voting at the meeting
Total no. of votes with assent for the Resolution	1,08,94,187	0.00
Total no. of votes with dissent for the Resolution	0.00	0.00
No. of Invalid Votes casted for the Resolution	0.00	0.00
Total	1,08,94,187	0.00

% of total votes casted in favour of the Resolution: 100%

% of total votes casted against the Resolution: 0.00 %

% of total invalid votes casted for the Resolution: 0.00 %

Particulars	No. of Shareholders	No. of Votes
Votes cast in favour	2	1,08,94,187



Votes cast against	0	0
Invalid votes	0	0
Total votes cast	2	1,08,94,187

Item No. 2 is declared PASSED taking into account total voting done by the shareholders including promoters of the Company.

Item No. 3

Special Resolution: Establishment Of A Wholly Owned Subsidiary In Dubai

Total No. of Shareholders as on cut-off date: 523

Total No. of Shares: 1,55,50,200

Mode of Voting: Remote E- voting & E-voting at the meeting

Particulars	No. of votes Cast by them	
	Remote e-voting	E-voting at the meeting
Total no. of votes with assent for the Resolution	1,08,94,187	0.00
Total no. of votes with dissent for the Resolution	0.00	0.00
No. of Invalid Votes casted for the Resolution	0.00	0.00
Total	1,08,94,187	0.00

% of total votes casted in favour of the Resolution: 100%

% of total votes casted against the Resolution: 0.00 %

% of total invalid votes casted for the Resolution: 0.00 %

Particulars	No. of Shareholders	No. of Votes
Votes cast in favour	2	1,08,94,187
Votes cast against	0	0
Invalid votes	0	0
Total votes cast	2	1,08,94,187

Item No. 3 is declared PASSED taking into account total voting done by the shareholders including promoters of the Company.

