Date: - 3rd August, 2026

To,
BSE Limited
The Corporate Relations Department
P. J. Towers, Dalal Street
Fort, Mumbai- 400001

ISIN: INE1TFS01019
BSE Scrip Code: 544735

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of Board Meeting held on 03rd August 2026

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held Today, 3rd August 2026, at 4:00 p.m. at 727 Udyog Vihar Phase-V, Gurugram, Haryana 122016, has accorded its approval to the following business:

1. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has approved the adoption of the "Novus Loyalty Employee Stock Option Plan 2026" ("ESOP 2026"), in accordance with the provisions of the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, subject to the approval of the shareholders of the Company and such other regulatory/statutory approvals as may be necessary. The details as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 (as amended from time to time) are enclosed as **Annexure A**.

2. The Board of Directors of the Company has approved the increase in the Authorised Share Capital of the Company from Rs. 18,00,00,000/- (Rupees Eighteen Crore only) to Rs. 21,00,00,000/- (Rupees Twenty-One Crore only). The proposed increase in the Authorised share capital is subject to the approval of shareholders by way of an Ordinary Resolution and consequential amendment to the Capital Clause of the Memorandum of Association of the Company.

3. Approved the draft Notice convening the Extra-Ordinary General Meeting ("EGM") of the Members of the Company for obtaining the approval of the Members in respect of the aforesaid matters and other business as may be set out in the Notice.

4. Decided to convene the Extra-Ordinary General Meeting ("EGM") of the Members of the Company on Thursday, 03rd September**, 2026.**

5. Mohit Singla & Associates, Practicing Company Secretary, Delhi, (Membership No.: 12915) has been appointed as the Scrutinizer for conducting the “remote e-voting” and “e-voting during EGM” process for the ensuing Extra Ordinary General Meeting in fair and transparent manner.

6. Based on the recommendation of the Nomination and Remuneration Committee (NRC) of the Company, the Board approved the appointment of Mr. Ashish Kumar, (DIN: 09668119), as **Non-Executive, Independent** of the Company, with effect from 3rd August, 2026 for a term of Five Years. He has also confirmed that he is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority. A brief profile of the Mr. Ashish Kumar is enclosed as ‘Annexure B’.

7. The Board of Directors of the Company, at its meeting held today, has approved the incorporation of wholly-owned subsidiary company in Dubai to support the Company's business growth and expansion. The details required pursuant to SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 are provided in the ‘Annexure C’.

The meeting commenced at 4:00 P.M. and concluded at 5:15 P.M.

This is for your information and record.
Thanking You

For Novus Loyalty Limited
(Formerly known as Novus Loyalty Private Limited)

Aditi Pardal Digitally signed by Aditi Pardal
Date: 2026.08.03
17:22:27 +05'30'

Aditi Pardal
(CS & Compliance Officer)

Annexure-A

Details as required under SEBI Circular no. SEBI/HO/49/14/14(7)2025CFDPOD2 /I/3762/2026 dated January 30, 2026:

S.No	Particulars	Details
1.	Brief details of options granted	Novus Loyalty Employee Stock Option Plan 2026
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.	Yes
3.	Total number of shares covered by these options	15,00,000 Equity Shares
4.	Pricing formula	As per Policy
5.	Options vested	As per Policy
6.	Time within which option may be exercised	Scheme shall vest within not earlier than 1 year and not later than 8 years from the date of grant of such Options
7.	Options exercised	As per Policy
8.	Money realized by exercise of options	As per Policy
9.	The total number of shares arising as a result of exercise of option	15,00,000 Equity Shares
10.	Options lapsed	NA
11.	Variation of terms of option	NA
12.	Brief details of significant terms	As per Policy
13.	Subsequent changes or cancellation or exercise of such options	As per Policy
14.	Diluted earnings per share pursuant to issue of equity share on exercise of options.	As per Policy

Annexure-B

Brief Profile of Director

S.No	Details	Particulars
1.	**Name of Director**	Ashish Kumar
2.	**DIN**	09668119
3.	**Reason for change**	Resignation of Outgoing Directors
4.	**Term of Appointment**	Shall hold office for a term of 5 consecutive years
5.	**Brief Profile**	Mr. Ashish Kumar holds a valid DIN No.: 09668119, And he is not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013 or any other applicable law, and meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
6.	**Disclosure of Relationships between Directors**	Not Applicable
7.	**Other Directorship**	Currently he is an Independent Director in 2 other Listed Companies.

Annexure-C

Details required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

S.No	Particulars	Details
1.	Name of the entity, date & country of incorporation, etc.;	Name of the proposed entity: As may be approved by the relevant authorities. Date of Incorporation: NA, as the entity is yet to be incorporated. Country of Incorporation: United Arab Emirates (Dubai)
2.	Name of holding company of the incorporated company and relation with the listed entity	Yet to be Decided
3.	Industry to which the entity being acquired belongs;	Yet to be Decided
4.	Brief background about the entity incorporated in terms of products / line of business;	Yet to be Decided
5.	Brief details of any governmental or regulatory approvals required for the incorporation;	Yet to be Decided
6.	Nature of consideration - whether cash consideration or share swap and details of the same;	Yet to be Decided
7.	Cost of subscription / price at which the shares are subscribed;	Yet to be Decided
8.	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	Yet to be Decided