Date: 9th November, 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 9th November, 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, 9th November, 2026, at 12:30 P.M. at 727 Udyog Vihar Phase-V, Gurugram, Haryana 122016, has accorded its approval to the following business:

1. **To consider and approve the proposed acquisition of stake in AutoPe Payment Solutions Limited, as earlier intimated to the Stock Exchange vide Board meeting dated 31st August, 2026, through a Share Swap Arrangement, involving issuance and allotment of 929500 equity shares of the Company, together with approval of the share swap ratio, valuation, execution of definitive agreements and other consequential matters, subject to requisite statutory, regulatory and shareholders' approvals.**

The Board discussed and considered the proposal for acquisition of 286,617 equity shares of AutoPe Payment Solutions Limited at an agreed value of ₹648.60 per equity share, aggregating to the agreed consideration, through a Share Swap Arrangement involving issuance and allotment of 9,29,500 equity shares of the Company at an issue price subject to finalization of relevant date.

After due deliberations, the Board approved the proposed acquisition through the Share Swap Arrangement, including the proposed share swap ratio and valuation, and authorised the execution of definitive agreements and all other necessary documents in connection therewith, subject to obtaining requisite statutory, regulatory and shareholders' approvals.

The Board further authorised the Directors of the Company to take all necessary steps and actions and to do all such acts, deeds and things as may be required to give effect to the aforesaid proposal.

2. **To consider and approve the convening of an Extra-Ordinary General Meeting of the Members of the Company for seeking their approval for the aforesaid proposed acquisition through Share Swap Arrangement and issuance and allotment of equity shares on a preferential basis, as may be applicable.**

The Board considered and approved the proposal for convening an Extra-Ordinary General Meeting (EGM) of the Members of the Company to seek their approval for the proposed acquisition through the Share Swap Arrangement and the consequential issuance and allotment of equity shares on a preferential basis.

Further, the Board has decided to convene the Extra-Ordinary General Meeting ("EGM") of the Members of the Company and Mr Deepak Tomar Managing Director of the company authorised for finalization of the date of EGM and all the relevant matters regarding call the EGM.

The meeting commenced at 12:30 P.M. and concluded at 13:20 P.M.

This is for your information and record please.

Thanking You

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

Aditi Pardal
Digitally signed by Aditi Pardal
Date: 2026.11.09 14:59:18 +05'30'

Aditi Pardal
Company Secretary & Compliance Officer
Membership No.: 33216

Annexure-A

Disclosure as per SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023 is given as under:

Preferential Issue of Equity Shares of the Company for consideration other than cash by way of swap of shares of AutoPe Payment Solutions Limited

Sr. No.	Particulars	Description
1.	**Type of securities proposed to be issued**	Equity Shares
2.	**Type of issuance**	Preferential Issue in accordance with sections 42, 62 of the Companies Act, 2013 and rules made there under and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
3.	**Total number of securities Proposed to be issued or the total amount for which the securities will be issued (approximately)**	9,29,500 equity shares of the Company at an issue price subject to finalization of relevant date.
Additional information in case of preferential issue:		
A.	**Name of the Investors**	AutoPe Payment Solutions Limited
B.	**In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument**	Not Applicable
C.	**Any cancellation or termination of proposal for issuance of securities including reasons thereof**	Not Applicable