

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NOVUS LOYALTY LIMITED WILL BE HELD ON FRIDAY, JULY 3, 2026 AT 10:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT 727 UDYOG VIHAR PHASE V, GURGAON, HARYANA, INDIA 122016, TO TRANSACT THE FOLLOWING BUSINESSES: -

ORDINARY BUSINESS:

ITEM NO 1: Adoption of Audited Standalone Financial Statements along with its director's report for the Financial Year ended on March 31, 2026

To receive, consider and adopt the audited standalone financial statements along with its director's report of the Company for the Financial Year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors.

ITEM NO.2: Re-appointment of Mr. Deepak Tomar (DIN: 02484965), as Managing Director who is liable to retire by rotation

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force), Mr. Deepak Tomar (DIN: 02484965), who retires by rotation at this Annual General Meeting, and being eligible and offer himself for re-appointment, be and is hereby re-appointed as Managing Director of the Company."

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorized to file necessary forms with the Registrar of Companies (Ministry of Corporate Affairs) and to do all such acts, deeds and things as may be necessary and thereto."



For Novus Loyalty Limited

**SD/-
Deepak Tomar
Managing Director
DIN: 02484965**

**Date: 25.05.2026
Place: Gurugram**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND ON A POLL TO VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate, not more than ten percent of the total share capital of the Company, carrying voting rights. Provided that a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. The instrument appointing the Proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 (Forty Eight) hours before the AGM. Proxies submitted on behalf of limited companies, trusts, etc. must be supported by appropriate resolution/authority, as applicable. A Proxy form for the AGM is enclosed along with this notice.
3. Members/Proxies should bring the enclosed Attendance Slip, duly filled in, for attending the AGM.
4. To support the “Green Initiative”, Members who have not registered their email addresses are requested to register the same with the Company’s Share Registrars and Transfer Agents / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.
5. The Notice of the AGM is being sent by electronic mode to all the Members, whose e-mail addresses are registered with the Depositories. For Members who have not registered their e-mail addresses with the Depositories, physical copies are being sent by the permitted modes. The Notice of the AGM is also posted on the website of the Company at <https://www.novus-loyalty.com/>.
6. All documents referred to in the accompanying Notice shall be open for inspection at the Corporate Office of the Company during 9.00 a.m. to 1.00 p.m. on all working days (excluding Saturday, Sunday and other Public Holiday) up to the date of the AGM of the Company.
7. The route map to the AGM venue is given herein.
8. The Register of members and Share Transfer Books of the Company will be closed from 22nd May 2026 to 22nd June 2026 (both the days inclusive).