

CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF NOVUS LOYALTY LIMITED HELD ON TUESDAY, 30th DAY OF SEPTEMBER, 2025 AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 727, UDYOG VIHAR PHASE V, INDUSTRIAL COMPLEX DUNDAHERA, GURGAON 122016, HARYANA, INDIA.

APPROVAL OF DRAFT RED HERRING PROSPECTUS:

“RESOLVED THAT pursuant to Sections 26 and other relevant provisions of the Companies Act, 2013 and subject to the approval of the ROC, SEBI and other regulatory authorities, the Draft Red Herring Prospectus for the IPO of up to 44,00,000 equity shares of face value ₹ 10/- each for cash at Rs. [●]/- per share aggregating to Rs. [●] Lakhs, comprising of fresh offer of up to 35,00,000 Equity Shares Aggregating To ₹ [●] Lakhs (“Fresh Issue”) and an Offer for Sale of Up To 9,00,000 Equity shares by Mr. Deepak Tomar and Ms. Sweta Singh (“Selling Shareholders”) aggregating to ₹ [●] Lakhs (“Offer for Sale”), of which [●] Equity Shares of Rs 10/- each will be reserved for subscription by market maker to the offer submitted to this meeting, duly initialed by the Chairman and Managing Director for the purpose of identification be and is hereby approved.

RESOLVED FURTHER THAT, the Draft Red Herring Prospectus be signed by all the directors or their authorized nominees before being delivered to the Registrar of Companies for registration.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorised to make such alterations, modifications or changes as may be suggested by the Book Running Lead Manager, Stock Exchange, Registrar of Companies, etc. while approving the Draft Red Herring Prospectus.

RESOLVED FURTHER THAT any one of the Directors of the Company, be and is hereby authorised to file the Red Herring Prospectus/ Prospectus with Stock Exchange for approval and to the Registrar of Companies for filing and the same be issued within the prescribed time limit of 90 days, advertise the same in newspapers and comply with all other formalities in this regard.

RESOLVED FURTHER THAT any one of the Directors of the Company be and are hereby a severally authorized, to do all acts, deeds, matters, and things as may be deemed necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies.”

//Certified True Copy//

For NOVUS LOYALTY LIMITED


Mr. Deepak Tomar
Chairman and Managing Director
DIN: 02484965



Date: 30.09.2025

Place: Haryana