Haryana Knowledge Corporation Limited
CIN: U80904HR2013PLC050331
Regd.Office: Plot No.1, 4th Floor, HSIIDC-IT Park,Sector-22, Panchkula,Haryana
Tel.: 0172-5210251, E-mail: info@hkcl.in, Website:www.hkcl.in

NOTICE TO SHAREHOLDERS

Notice is hereby given that the **13th Annual General Meeting** of the members **of HARYANA KNOWLEDGECORPORATION LIMITED** will be held on Friday, August 21, 2026 at 12.30 P.M. at the registered office of the Company located in Panchkula, in accordance with the applicable provisions of the Companies Act, 2013, to transact the following business:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended March 31, 2026, along with the report of the Board of Directors and Auditors thereon.**

   To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

   "**RESOLVED THAT** the Audited Financial Statements of the Company for the year ended March 31, 2026, with the reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted."

2. **To declare a final dividend on Equity Shares for the Financial Year 2025-2026.**

   To consider, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT a final dividend @ ₹0.50/- per equity share of ₹10/- each, absorbing in aggregate ₹10,00,000/- (Rupees Ten Lakhs Only), be and is hereby declared out of the profits of the Company, for the year ended March 31, 2026 and the same be paid to those shareholders whose names appear on the Register of Members of the Company and/or in the records of the Depositories as Beneficial Owners on the record date i.e. August 17, 2026 at 05.00 P.M.

   "RESOLVED FURTHER THAT the Managing Director and the Company Secretary, be and are hereby authorized jointly and/or severally to do all such acts, deeds and things as are necessary for giving effect to this resolution."

3. **To consider the re-appointment of Smt. Komal Abhijeet Chaubal (DIN: 06879196), who retires by rotation at the conclusion of this AGM and offers herself for re-appointment.**

   To consider, if thought fit, to pass with or without modification the following Resolution as an **ORDINARY RESOLUTION:**

   "RESOLVED THAT pursuant to provisions of Section 152 of the Companies Act, 2013, Smt. Komal Abhijeet Chaubal (DIN: 06879196), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, be and is hereby re-appointed as Director of the Company, whose period of office will be liable to retire by rotation.

"RESOLVED FURTHER THAT the Managing Director and the Company Secretary, be and are hereby, authorized jointly and/or severally to take all steps and do all acts as may be considered necessary and do all other acts incidental thereto as may be necessary to give effect to this resolution."

4. **To consider the re-appointment of Dr. Revati Namjoshi (DIN:01658979), who retires by rotation at the conclusion of this AGM and offers herself for re-appointment.**

To consider and, if thought fit, to pass with or without modification the following Resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Dr. Revati Namjoshi (DIN:01658979), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment, be and is, hereby re-appointed as Director of the Company, whose period of office will be liable to retire by rotation.

"RESOLVED FURTHER THAT the Managing Director and the Company Secretary be and are hereby authorized jointly and/or severally to take all steps and do all acts as may be considered necessary and do all other acts incidental thereto as may be necessary to give effect to this resolution."

5. **To fix audit fee payable to Statutory Auditor for FY 2026-27 and, if thought fit, to pass withor without modification the following Resolution as an ORDINARY RESOLUTION:**

Draft Resolution

"RESOLVED THAT pursuant to the provisions of Section 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under and as per the recommendation given by Board Members of HKCL, M/s Ajay Pathak & Associates, Chartered Accountants, Chandigarh, (registration number 011936N), were appointed as Statutory Auditors of the Company in the 12th Annual General Meeting of the Company, to hold office till conclusion of the 17th Annual General Meeting of the Company and shall be paid Audit Fee amounting to Rs.55,000/- (Rupees Fifty Five Thousands only) exclusive of taxes & inclusive of out-of-pocket expenses for the financial year 2026- 27.

RESOLVED FURTHER THAT the Managing Director and the Company Secretary be and are hereby authorized jointly and/or severally to take all steps and do all acts as may be considered necessary and do all other acts incidental thereto as may be necessary to give effect to this resolution."

By Order of the Board

For Haryana Knowledge Corporation Limited

Sunita Arora

Digitally signed by Sunita Arora
Date: 2026.07.30 17:54:13 +05'30'

(Company Secretary)

Date: 30.07.2026
Place:Panchkula

Notes:

(1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE ENCLOSED PROXY FORM, IF INTENDED TO BE USED, SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY DULY COMPLETED, STAMPED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

(2) Corporate Member(s) intending to send their authorized representative(s) to attend the meeting are requested to send a certified true copy of the Board Resolution to the Company, authorizing their representative(s) to attend and vote on their behalf at the AGM. In the case of Universities, Educational Institutes, and other organizations a Letter of Authority from a duly authorized officer be submitted to the Company.

(3) The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, or any other relevant documents, if any, will be open for inspection at the registered office of the Company on all working days up to the date of AGM and will also be available for inspection at the AGM.

(4) Only bonafide members of the Company whose names appear on the Register of Members (in case of physical shareholding)/ List of Beneficial Owners (in case of electronic shareholding) as on August 17, 2026 at 05.00 P.M. will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

(5) Pursuant to the Income Tax Act, 2025 dividend income has been made taxable in the hands of the Members/Shareholders, and the Company is required to deduct tax at source (TDS) from the dividend paid to the shareholder at the prescribed rates, for various categories. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit the following documents in accordance with the provisions of the Income Tax Act, 2025.

For resident shareholders: Taxes shall be deducted at source under Section 393 (1) of the Income Tax Act,2025, and are as follows:

- PAN details submitted to the Company/DP: 10% or as notified by the Government of India
- PAN details not submitted to the Company/DP:20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual, if the total dividend to be received by them during Financial Year 2025-2026 does not exceed ₹10,000/- and also in cases where members provide Form 121 (applicable to individuals both below and above the aged 60 years) subject to conditions specified in the Income Tax Act, 2025. PAN is mandatory for members who provides Form 121 or any other document as mentioned above. Members are requested to update their PAN with their DP or Company, as the case may be latest, by August 17, 2026. Members holding shares in physical mode should email a self-attested copy of their PAN card to **accountant@hkcl.in** with the subject Line **"Submission of Documents for Dividend"**, in case previous PAN details have not been submitted.

For non-resident shareholders: Not applicable, as none of the shareholders of HKCL are non-residents.

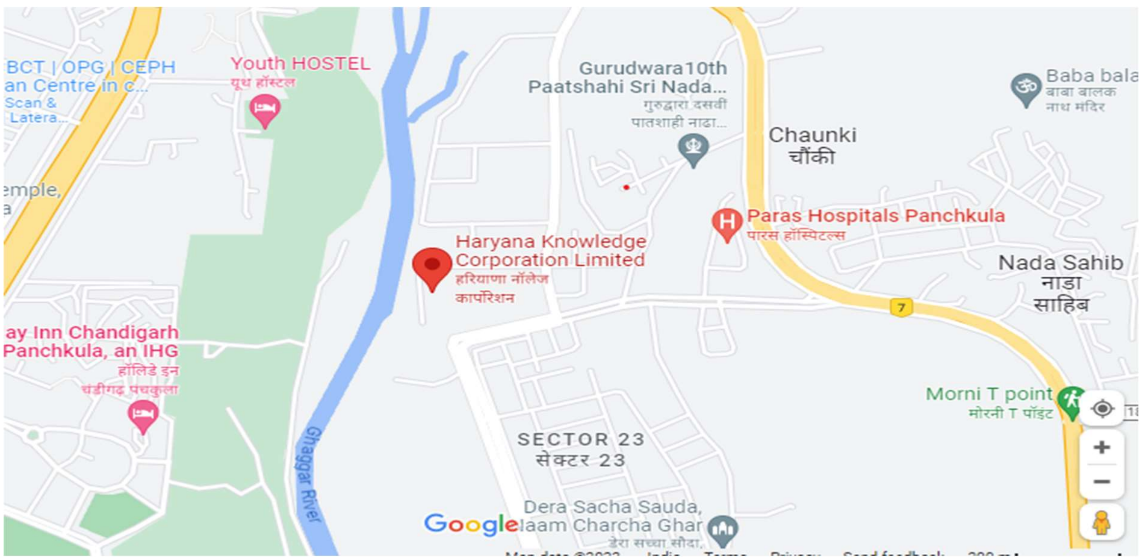
(6) The details of directors seeking appointment/re-appointment in terms of the Companies Act, 2013 (including Secretarial Standards-2 on General Meeting) are annexed hereto and form part of this Notice.

(7) **Mandatory Dematerialization of securities:**

The shares of the Company are compulsorily traded in demat mode. Hence, the Members who are still holding physical Share Certificates are requested, in their own interest to dematerialize their shareholding to avail themselves of the benefits of dematerialization viz. easy liquidity, electronic transfer, and prevention of forgery. In view of the same, we request the shareholders holding shares in physical form to kindly dematerialize equity shareholding in the Company. The Company has obtained an International Security Identification Number (ISIN) from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), i.e., INE0BBD01010. For more details, refer to the Company's website: https://hkcl.in/shares.

(8) A blank attendance slip is attached herewith. Members/proxies should bring a duly filled-in and signed attendance slip to attend the meeting.

(9) The route map of the venue is enclosed below:



Form No. MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014*]*

CIN: U80904HR2013PLC050331
Name: Haryana Knowledge Corporation Limited.
Registered Office: Plot No.1,4th Floor, HSIIDC IT Park, Sector-22, Panchkula,Haryana
Contact No: 0172-5210251

Name of the member: Resident of: Number of Shares Held

I/We, being the member (s) of ………… shares of the above-named company, hereby appoint

1. Name:
   Address:
   E-mail ID:
   Signature: ,or failing him

2. Name:
   Address:
   E-mail ID:
   Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13th Annual General Meeting of the Company, to be held on Friday, August 21, 2026 at the Registered Office of the Company, situated at **Plot No.1, 4th Floor, HSIIDC IT Park, Sector-22, Panchkula, Haryana**, India of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

S.NO	BUSINESS ITEM
1.	To receive, consider, and adopt the Audited Financial Statement of the Company for the Financial year ended March 31, 2026, along with the report of the Board of Directors and Auditors thereon.
2.	To declare a final dividend on Equity Shares for the Financial Year 2025-2026.
3.	To consider the re-appointment of Smt. Komal Abhijeet Chaubal (DIN: 06879196), who retires by rotation at the conclusion of this AGM, offers herself for reappointment.
4.	To consider the re-appointment of Dr. Revati Namjoshi (DIN:01658979), who retires by rotation, at the conclusion of this AGM, and offers herself for re-appointment.
5.	To fix audit fee payable to Statutory Auditor for FY 2026-27.

Signed this____ day of_________ 2026

Signature of shareholder___________

Affix ₹1/- Revenue Stamp

Signature of the Proxy Holder(s)

Note:

1. This proxy form should be duly completed and signed, in order to be effective, it should be either deposited at the registered office of the Company or sent by email at cs@hkcl.in not less than forty-eight hours before the commencement of the meeting, in case the proxy form is sent by email, the original proxy form should be physically submitted at the meeting venue before attending the meeting.
2. A proxy does not need to be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person, and such person shall not act as a proxy for any other person or shareholder.
4. Appointing a proxy does not prevent a member from attending the meeting in person, if he/she so desires.
5. Please complete all details, including details of member(s), in the above box before submission.

HARYANA KNOWLEDGE CORPORATION LIMITED
ATTENDANCE SLIP
13th ANNUAL GENERAL MEETING OF THE COMPANY

CIN	U80904HR2013PLC050331
REGISTERED OFFICE	PLOT NO.1, 4TH FLOOR, HSIIDC IT PARK, SECTOR-22, PANCHKULA, HARYANA
NAME OF THE MEMBER (S)	
RESIDENT OF	
NUMBER OF SHARES HELD	

I certify that I am a registered shareholder of the Company and hereby record my presence at the 13th Annual General Meeting ("the AGM") of the Company, on Friday, August 21, 2026 at 12.30 P.M. at Registered Office situated at **Plot No.1,4th Floor, HSIIDC IT Park, Sector-22, Panchkula, Haryana**, India.

MEMBER'S FOLIO NO.	MEMBER'S / PROXY'S NAME IN BLOCK LETTERS	MEMBER'S/PROXY'S SIGNATURE
		Signature

Notes:

1. **Please complete the Folio No., Name, and sign this Attendance Slip, and hand it over at the Attendance Verification Counter at the meeting hall.**
2. **Notice of the meeting, along with the Attendance Slip and Proxy Form, is being sent to all the members by hand delivery. Members will receive a copy of the AGM notice to attend the meeting, along with the Attendance Slip.**