Haryana Financial Corporation
30 Bays Building, (Ground Floor)
Sector 17-C, Chandigarh-160017

PBX: 0172-2702755
e-mail: hfcsectt@gmail.com
Website: www.hfcindia.org.in

REF.NO.HFC/BOARD/LET/2026/1013 Dated: 27/08/2026

To,
The Manager
Department of Corporate Services
BSE Limited,
P J Towers, Dalal Street,
Mumbai- 400001
(Scrip Code: 530927)

Sub: Intimation regarding Notice of Postal Ballot for seeking approval for voluntary delisting of the equity shares of the Haryana Financial Corporation ("HFC"/ "Corporation") from BSE Limited in accordance with Regulation 11 the Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and Regulation 30 of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir/Madam,

This is with reference to the captioned subject and in continuation to our communications vide i) letter dated August 07, 2026 intimating about the Initial Public Announcement, (ii)) Prior intimation dated August 07, 2026 and Outcome Letter dated August 12, 2026 regarding appointment of Peer Review Company Secretary for conducting due-diligence, (iii) Prior intimation dated August 14, 2026 for convening a Board Meeting on August 19, 2026 regarding the approval of the Board of Directors for voluntary delisting of the Equity shares of the Corporation and iv) Outcome of the Board Meeting held on August 19, 2026 vide letter dated August 19, 2026.

Pursuant to the provisions of Section 108 and Section 110 and other applicable provisions of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Companies Act**"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 as amended ("**Delisting Regulations**") and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Corporation is seeking approval from its Members for passing of Resolutions as set out in the Postal Ballot Notice ("**Postal Ballot Notice**") by way of Postal Ballot including remote E-voting ("**E-Voting**").

The Postal Ballot Notice along with the instructions regarding e-voting has been sent through email on 27.08.2026 to all those Members, whose email address is registered with the Corporation or with the Depositories/Depository Participants or Registrar and whose names appear in the Register of Members/list of Beneficial Owners as on August 21, 2026 ("**Cut-off Date**"). However, all the members including those who have not registered their E-mail IDs, have been sent the Postal Ballot Notice along with the Postal Ballot Form in physical form through speed post.

The Corporation has provided voting facility through both modes i.e., e-voting as well as Physical Postal Ballot for seeking assent/ dissent of the members on the resolutions proposed in this notice. However, the Member(s) can opt only one mode for voting i.e., either by Physical Ballot or e-voting. The voting period will commence on and from Friday, August 28, 2026 at 9:00 A.M. (IST) and will end on Saturday, September 26, 2026 at 5:00 P.M. (IST) (both days inclusive) for all the shareholders, whether holding shares in physical form or in demat form.

The Corporation has appointed Mr. Girish Madan, Proprietor of M/s. Girish Madan & Associates, peer reviewed Company Secretaries, Membership No.: FCS 5017, CoP No.: 3577, as the Scrutinizer ("**Scrutinizer**"), for conducting the Postal Ballot/ E-Voting process in a fair and transparent manner.

In this regard, the Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form is attached herewith and can be downloaded by the members from the website of the Corporation at http://hfcindia.org.in.

This is for your information and records.

Thanking you,

Yours faithfully
for Haryana Financial Corporation

Anu

(Anu)
Compliance Officer

HARYANA FINANCIAL CORPORATION

Registered Office: 30 Bays Building, Ground Floor, Sector 17-C, Chandigarh- 160017;
Tel. No.: 0172-2702755; **Email:** hfcsectt@gmail.com; **Website:** www.hfcindia.org.in

NOTICE OF POSTAL BALLOT
(Pursuant to Section 110 of the Companies Act, 2013)

NOTICE IS HEREBY GIVEN PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013 READ WITH RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 RELATING TO PASSING OF THE RESOLUTION BY POSTAL BALLOT READ WITH REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 & SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021 (**"DELISTING REGULATIONS"**).

Dear Shareholder(s),

Notice is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013 (**"Companies Act"**), and all other applicable provisions, if any, read with the Rules 20 and 22 framed under The Companies (Management and Administration) Rules, 2014 (**"Management Rules"**), as amended relating to passing of the resolution by Postal Ballot read with the General Circular No. 14/2020 dated April 08, 2020, and General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act and the rules made thereunder on account of COVID-19 along with the General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 10/2022 December 28, 2022, General Circular No. 09/23 dated September 25, 2023, General Circular No. 09/24 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 read with Circulars issued in this regard in relation to extension of the framework provided in the aforementioned circulars till further orders, issued by the Ministry of Corporate Affairs (hereinafter referred to as **"MCA Circulars"**) and Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (**"SEBI"**) read together with earlier Circulars issued by SEBI in this regard (collectively referred to as "SEBI Circulars"), the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**"Delisting Regulations"**) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and such other applicable laws, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, to the members of Haryana Financial Corporation (**"HFC"/ "Corporation"**), to consider and if thought fit to pass the resolution set out herein below as a special resolution through postal ballot through the remote e-voting process (**"e-voting"**) or through submission of postal ballot form in accordance with Regulation 11 of the Delisting Regulations and other applicable laws.

Description of Special Business	Type of Resolution
Approval for Voluntary Delisting of Equity Shares of the Corporation	Special Resolution

The proposed Special Resolution along with the explanatory statement pursuant to Section 102 of the Companies Act and other applicable laws, pertaining to the said resolution setting out the material facts and the reasons thereof, is also appended. Only members of the Corporation as on Friday, August 21, 2026 (**"Cut-Off Date"**) are entitled to vote and any other person who is not a member of the Corporation shall treat this Notice for information purposes only.

In terms of the requirements specified in the MCA Circulars and SEBI Circulars, the Corporation is sending this Postal Ballot Notice in electronic form to those Members whose e-mail addresses are registered with the Depository Participants or Registrar or the Corporation. Physical copy of the Notice along with postal ballot form and pre-paid business reply envelope are being sent to all the Members including those whose e-mail addresses are registered with the Depository Participants or Registrar or the Corporation.

Shareholders who desire to exercise their vote by postal ballot are requested to carefully read the instructions. Members are requested to read the instructions in the Notes appended to the Notice and return the duly completed postal ballot form in the enclosed postage prepaid business reply envelope. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act read with the Management Rules framed there under and the MCA Circulars, the Corporation is pleased to provide its Shareholders with the facility to exercise their right to vote on the matters included in the Postal Ballot by electronic means. For this purpose, the Corporation has engaged the services of National Securities Depository Limited (**"NSDL"**) to enable the Members to cast their votes electronically. Assent or dissent of the members on the resolution mentioned in the Notice would be taken both, through the e-voting system and through submission of postal ballot form. This Postal Ballot Notice along with the Explanatory Statement and Postal Ballot Form is also available on the website of the Corporation at www.hfcindia.org.in or on the website of the Stock Exchange, i.e., www.bseindia.com.

The Explanatory Statement pursuant to Section 102 of the Companies Act setting out the material facts and related particulars pertaining to the aforesaid Special Business is annexed to this Postal Ballot Notice for your consideration.

The Board of Directors of the Corporation have appointed CS Girish Madan, Proprietor of M/s. Girish Madan & Associates, peer reviewed Company Secretaries, Membership No.: FCS 5017, CoP No.: 3577, as the Scrutinizer (**'Scrutinizer'**) for conducting Postal Ballot process / e-voting process in a fair and transparent manner.

The voting will commence on **Friday, August 28, 2026 at 9:00 A.M. (IST)** and will end on **Saturday, September 26, 2026 at 5:00 P.M.** (IST) (both days inclusive).

The Scrutinizer will submit his report to the Director/Company Secretary of the Corporation after completion of scrutiny of the e-voting results received. The result of voting by the Postal Ballot will be announced on or before September 29, 2026 at the Registered Office of the Corporation. Additionally, the result will be communicated to BSE Limited ("BSE"/ "Stock Exchange") where the equity shares of the Corporation are presently listed and shall also be published in the newspapers. The results of the Postal Ballot will also be displayed on the Corporation's website.

In the event the proposed resolution is approved by requisite majority of shareholders by means of e-voting, and also subject to that the votes cast by public shareholders in favour of the resolution is at least two times the number of votes cast by the public shareholders against the proposed resolution, the last date of e-voting i.e., Saturday, September 26, 2026 shall be deemed to be the date of passing of the said resolution.

In accordance with Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, the resolutions shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot forms or e-voting i.e. **Saturday, September 26, 2026.**

SPECIAL BUSINESS:

APPROVAL FOR VOLUNTARY DELISTING OF THE EQUITY SHARES OF HARYANA FINANCIAL CORPORATION (HFC) FROM BSE LIMITED ("BSE") I.E., THE ONLY STOCK EXCHANGE WHERE THE EQUITY SHARES OF THE CORPORATION ARE LISTED:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to (i) the Initial Public Announcement dated August 07, 2026 (**"IPA"**) issued by VC Corporate Advisors Private Limited, Manager to the Delisting Offer or and on behalf of the State Government, Haryana, member of the Promoters / Promoter Group of HFC (hereinafter referred to as the **"Acquirer"**), through Sh. Sushil Sarwan, IAS Managing Director of Haryana State Industrial & Infrastructure Development Corporation Limited (**"HSIIDC"**), duly authorized by the State Government, Haryana, holding 20,20,11,650 (Twenty Crores Twenty Lakhs Eleven Thousand Six Hundred and Fifty Only) equity shares of Rs. 10/- each representing 97.28% of the total paid-up share capital of the Corporation, have intended in accordance with Regulation 8 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (**"Delisting Regulations"**), to initiate the process of voluntary delisting of equity shares of the Corporation based on the Acquirer's intention to (a) acquire all equity shares that are held by public shareholders (as defined under Regulation 2(1)(t) of the Delisting Regulations); and (b) consequently voluntarily delist the equity shares from BSE Limited (**"BSE"**), i.e., the only stock exchange where the equity shares of the Corporation are presently listed, by making a delisting offer in accordance with the Delisting Regulations and exemptions granted by Securities and Exchange Board of India vide letter no. SEBI/HO/CFD/DCR/RAC/P/OW/2023/40334/1 dated September 27, 2023 read with extension of timeline vide letter no. s' SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/ 0000035086/1 dated November 12, 2024 and SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2025/ 29155/1 dated November 20, 2025 and any other exemptions that may be granted in the future (hereinafter collectively referred to as **"Exemption Letters"**) in relation to the Delisting Proposal (**"Delisting Proposal"**) and (ii) the approval of the Board of Directors of the Corporation (**"Board"**) granted in its meeting held on Wednesday, August 19, 2026; and in accordance with Delisting Regulations, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities Contract (Regulation) Act, 1956 (including the rules issued there under), the listing agreement entered with the Stock Exchanges, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as may be enacted hereinafter, and all other applicable laws, rules, regulations and guidelines, if any, and subject to such approvals, permissions and consents, as may be required and necessary for the Corporation and the Acquirer, under applicable laws and subject to the terms of such approvals, permissions and consents, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by any authority or third party, while granting such approvals, permissions and consents, the approval of the members of the Corporation be and is hereby accorded to voluntarily delist the Equity Shares from BSE, pursuant to the proposed acquisition by the Acquirer, as detailed in the IPA dated August 07, 2026, of equity shares that are held by the public shareholders in accordance with the terms of the Delisting Regulations and other applicable provisions of applicable laws, and the Corporation shall accordingly take all necessary actions and make all the necessary disclosures and filings to facilitate the proposed voluntary delisting of the equity shares."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Director (other than the Manging Director) of the Corporation and/or Company Secretary of the Corporation and/or Compliance Officer of the Corporation and/or Chief Financial Officer of the Corporation, be and are hereby severally authorized on behalf of the Corporation to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters, and things as they may at their discretion deem necessary or expedient for such purpose, and seek relevant third party consents, as may be required, and make all necessary filings/ applications including but not limited to filing/applications to any statutory/ regulatory/ government authority including to the Stock Exchange / SEBI for seeking their approval for the Delisting Proposal in accordance with the provisions of Delisting Regulations, if required, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubts that may arise in this behalf or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit."

"**RESOLVED FURTHER THAT** all actions taken or required to be taken by the Board in connection with any matter referred to above or are contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

"**RESOLVED FURTHER THAT** any of the Directors or the Company Secretary of the Corporation be and are hereby authorized to issue a certified true copy of the aforesaid resolution wherever necessary."

By Order of the Board of Directors
For Haryana Financial Corporation

Date: 19.08.2026
Place: Chandigarh

(Harnam Singh Rana)
Company Secretary

NOTES:

SPECIAL RESOLUTION

1. The related explanatory statement pursuant to Section 102 of the Companies Act, 2013 setting out the material facts and reasons for the proposed special resolution is annexed hereto.

2. In terms of the provisions of the Regulation 11(4) of the Delisting Regulations, the proposed special resolution shall be acted upon only if the votes cast by the public shareholders in favour of the proposal are at least two times the number of votes cast by the public shareholders against it.

3. Resolution assented to by the requisite majority of the Shareholders by means of Postal Ballot including voting by electronic means are deemed to have been passed as if they have been passed at a General Meeting of the Shareholders.

4. The Result will be displayed at the Corporation's website at www.hfcindia.org.in, besides being communicated to the Stock Exchange on which Corporation's equity shares are listed. The results shall also be displayed on the Notice Board of the Corporation's Registered office.

5. All relevant documents referred to in the accompanying Explanatory Statement are open for inspection at the Registered Office of the Corporation during normal business hours on all working days from 11:00 A.M. up to 3:00 P.M up to the last day of voting i.e. September 26, 2026.

CUT-OFF DATE & DISPATCH

1. The Postal Ballot Notice will be dispatched / sent to all the Members whose names appear in the Register of Members / Records of Depositories as on Friday, August 21, 2026 i.e. the cut-off date and a person who is not a member as on that date should treat this Notice for information purposes only. Notice of Postal Ballot is also being sent to all the Directors and Auditors of the Corporation.

2. Members who have registered their E-mail IDs with the Depository Participants or Registrar or the Corporation are being sent the Notice of Postal Ballot by E-mail as well as in physical form and Members who have not registered their E-mail IDs will receive Notice of Postal Ballot along with the Postal Ballot Form in physical form.

3. Members who have received Postal Ballot Notice by E-mail and who wish to vote through Physical Postal Ballot Form can seek duplicate Postal Ballot Form from the Registrar by sending a request mail on beetal@beetalfinancial.com.

VOTING FACILITY

1. In compliance with Sections 108 and 110 of the Companies Act and the Rules made thereunder, the Corporation has provided the facility to Members to exercise their votes electronically and to vote on the resolutions specified above through e-voting service facility arranged by NSDL. The instruction for electronic voting is annexed to this notice.

2. Voting period will commence on and from **Friday, August 28, 2026 at 9:00 A.M. (IST)** and will end on **Saturday, September 26, 2026 at 5:00 P.M. (IST)** (both days inclusive).

3. Members are requested to read carefully the instructions printed on the Postal Ballot Form before exercising their physical vote and return the Postal Ballot Form duly completed with the assent (for) and dissent (against), in the attached self-addressed postage pre-paid Envelope, so as to reach the Scrutinizer at:-

M/s. Girish Madan & Associates, The Scrutinizer,
C/o Haryana Financial Corporation, 30 Bays Building, (Ground Floor)
Sector 17-C, Chandigarh-160017
E-mail - gmadan1959@yahoo.co.in

on or before Saturday, September 26, 2026, 5.00 P.M. (IST).

Please note that any Postal Ballot Form(s) received after the said date and time will be treated as reply from the Member has not been received. No other form or photocopy thereof is permitted. Members who do not receive the Postal Ballot Form may seek duplicate Postal Ballot Form from the Registrar by sending a request mail on beetal@beetalfinancial.com.

4. If a member has opted for e-voting, then he/she should not vote by physical ballot and vice versa. However, in case Shareholders cast their vote, both via physical ballot and e-voting, then voting through e-voting shall prevail and voting done by ballot shall be treated as invalid.

5. The Scrutinizer will submit his report to the Chairman/Director/Company Secretary of the Corporation or any other Director duly authorized by the Chairman, after completion of the scrutiny of the Postal Ballots forms received in physical mode and the votes casted through electronic mode. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

6. Voting rights in the postal ballot/e-voting cannot be exercised by a proxy.

7. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to gmadan1959@yahoo.co.in with a copy marked to evoting@nsdl.com.

8. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on https://www.evotingindia.com/ to reset the password.

9. In case of any queries regarding remote e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or write email to evoting@nsdl.com or contact at or call on: 022 - 4886 7000.

E-VOTING INTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

i. The voting period begins on **Friday, August 28, 2026 at 9:00 A.M. (IST)** and will end on **Saturday, September 26, 2026 at 5:00 P.M. (IST)**. During this period shareholders of the Corporation, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, August 21,2026 (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Corporation or the Depositories / Depository Participants) may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders / retail shareholders is at a negligible level.

   Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

   In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility

1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and the system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Corporation. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress, and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Corporation name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password / OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Corporation name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Corporation name or e-Voting service provider name and you will be redirected to e-Voting service provider's website i.e., NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at no.: 022 - 4886 7000

2. **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & Physical mode is given below:**

How to Log-in to NSDL e-Voting website?

1) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2) Once the home page of e-Voting system is launched, click on the icon **"Login"** which is available under 'Shareholder/ Member' section

3) A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

4) Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

5) Your User ID details are given below:

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter EVEN Number followed by Folio Number registered with the Corporation.

6) If you are a first-time user follow the steps given below

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Corporation / Depository Participant are requested to use the sequence number sent by Corporation/ RTA or contact Corporation/ RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Corporation records in order to login. If both the details are not recorded with the depository or Corporation, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

3. Password details for shareholders other than Individual shareholders are given below:

   a. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the **'initial password'** which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c. How to retrieve your **'initial password'**?

   i. If your email ID is registered in your demat account or with the Corporation, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the. pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

4. If you are unable to retrieve or have not received the **"Initial password"** or have forgotten your password:

   a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

5. After entering your password, tick on Agree to **"Terms and Conditions"** by selecting on the check box.

6. Now, you will have to click on "Login" button.

7. After you click on the **"Login"** button, Home page of e-Voting will open.

8. **Step 2: Cast your vote electronically on NSDL e-Voting system.**

How to cast your vote electronically on NSDL e-Voting system?

a) After successful login at Step 1, you will be able to see all the companies **"EVEN"** in which you are holding shares and whose voting cycle.

b) Select **"EVEN"** of the Corporation for which you wish to cast your vote during the remote e Voting period.

c) Now you are ready for e Voting as the Voting page opens.

d) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on **"Submit"** and also "Confirm" when

e) Upon confirmation, the message **"Vote cast successfully"** will be displayed.

f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

e) Upon confirmation, the message "Vote cast successfully" will be displayed.

f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

i. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail gmadan1959@yahoo.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/ Authority Letter etc. by clicking on **"Upload Board Resolution/ Authority Letter"** displayed under **"e-Voting"** tab in their login.

ii. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.

iii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 -4886 7000 or send a request at evoting@nsdl.com.

9. **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the **"Corporates"** module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@nsdl.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to evoting@nsdl.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required to send the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Corporation at the email address via: hfcsectt@gmail.com (designated email address by Corporation), if they have voted from individual tab & not uploaded same in the NSDL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this postal ballot notice:

1. Pursuant to the aforesaid Circular issued by Ministry of Corporate Affairs, for remote e-voting for this Postal Ballot, shareholders who have not registered their email address and in consequence the e-voting notice could not be serviced may temporarily get their email address registered with the Corporation and follow the registration process as guided thereafter. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, shareholder may write to hfcsectt@gmail.com.
2. It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Corporation, having its registered office at 30 Bays Building, Ground Floor, Sector 17-C, Chandigarh- 160017 (Tel: 0172-2702755) by following the due procedure.
3. Those shareholders who have already registered their e-mail address are requested to keep their email addresses validated with their depository participants/ the Corporation to enable servicing of notices / documents / annual reports electronically to their e-mail address.
4. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to Corporation's email id at hfcsectt@gmail.com.
5. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at point 1 i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
6. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e voting by providing above mentioned documents.

SEBI Circular on e-voting facility:

Shareholders are requested to note that SEBI, vide its circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, with an objective to increase the efficiency of the voting process and the participation by the public non-institutional shareholder's / retail shareholders, has decided to enable e-voting to all the demat account holders, by way of a single login credential, directly through their demat accounts with depository participants or by registering with the Depositories.

Pursuant to the circular, demat account holders would be able to cast their vote without having to register again with the E-voting Service Providers ("ESPs"), thereby, facilitating seamless authentication as well as enhancing ease and convenience of participating in the e-voting process. The said facility will be available to all individual shareholders holding securities in demat mode and will be implemented in a phased manner over 6 to 12 months of the date of the SEBI Circular.

Accordingly, Shareholders are requested and encouraged to reach out to their Depository Participants / Depositories to register and avail of the facility as and when same is available. The weblink of the SEBI Circular is given below for easy access and reference of the Shareholders: https://www.sebi.gov.in/legal/circulars/dec-2020/e-voting-facilityprovided-by-listed entities_48390.html.

By Order of the Board of Directors
For Haryana Financial Corporation

Date: 19.08.2026
Place: Chandigarh

(Harnam Singh Rana)
Company Secretary

EXPLANATORY STATEMENT FOR THE PROPOSED RESOLUTION PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013

1. At present 2,32,56,700 equity shares of face value of Rs. 10/- each issued under Section 4 of the State Financial Corporations Act, 1951 ("SFCs Act"), of the Corporation are listed on BSE Limited (**"BSE"/ "Stock Exchange"**).

2. The Corporation, vide its 58th Annual Report informed the shareholders that the Corporation has stopped sanction of the loans since May, 2010. No borrowings from the market / banks have been made thereafter. As stated earlier, the Corporation has since repaid its borrowings and there is no outstanding loan against the Corporation. The Corporation is utilizing its limited resources for meeting the commitments/ liabilities, wherever applicable. The shareholders were also informed vide its 57th Annual Report that the Corporation has recommended to the State Government the proposal for its winding up / liquidation u/s 45 of SFCs Act 1951.

3. Subsequently, the State Government has appointed Managing Director of Haryana State Industrial and Infrastructure Development Corporation Limited (HSIIDC) as the Nodal Officer for commencing and completing the liquidation proceedings of the Corporation. It is also pertinent to mention here that the Corporation is in compliance with applicable provisions of securities laws except for compliance of Minimum Public Shareholding (MPS) norms as communicated by SEBI vide its letter No. EAD/AOSM/JR/OW/33882/2018 dated December 11, 2018 and further submissions by the State Government vide letter no.15/01/2022-1IB-1 dated 22.06.2023 & dated 03.08.2023 and in response thereto, SEBI's vide their final exemption letter no. SEBI/HO/CFD/DCR/RAC/P/OW/2023/ 40334/1 dated September 27, 2023 or any other exemption(s) granted/to be granted by the Central Government.

   In view of the aforementioned, the equity shares of the Corporation are required to be delisted from the Stock Exchange and the Acquirer is required to provide the existing shareholders an exit opportunity, as per the procedure prescribed in Delisting Regulations.

4. Sh. Sushil Sarwan, IAS, MD of HSIIDC, on behalf of the Acquirer i.e. State Government, Haryana, vide letter dated Friday, August 07, 2026 has inter alia expressed the intention to voluntarily delist the Equity Shares of the Corporation in accordance with the Delisting Regulations by acquiring Equity Shares that are held by the Public Shareholders of the Corporation.

5. On August 07, 2026, the Corporation received Intent Letter dated August 07, 2026 from State Government, Haryana, member of the Promoters / Promoter Group of HFC (hereinafter referred to as the **"Acquirer"**), through Sh. Sushil Sarwan, IAS Managing Director of Haryana State Industrial & Infrastructure Development Corporation Limited (**"HSIIDC"**), duly authorized by the State Government, Haryana and an Initial Public Announcement (**"IPA"**) dated August 07, 2026 from VC Corporate Advisors Private Limited (**"Manager to the Offer"**) for and on behalf of the Acquirer expressing their intention to (a) acquire all equity shares that are held by public shareholders (as defined under Regulation 2(1)(t) of the Delisting Regulations); and (b) consequently voluntarily delist the equity shares from BSE Limited (**"BSE"**), i.e., the only stock exchange where the equity shares of the Corporation are presently listed, by making a delisting offer in accordance with the Delisting Regulations and exemptions granted by Securities and Exchange Board of India vide letter no. SEBI/HO/CFD/DCR/RAC/P/OW/2023/40334/1 dated September 27, 2023 read with extension of timeline vide letter no. s' SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/ 0000035086/1 dated November 12, 2024 and SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2025/ 29155/1 dated November 20, 2025 and any other exemptions that may be granted in the future (hereinafter collectively referred to as **"Exemption Letters"**) in relation to the Delisting Proposal (**"Delisting Proposal"**).

6. The issued and subscribed capital of the Corporation is Rs. 2,11,69,21,000/- (Rupees Two Hundred Eleven Crores Sixty-Nine Lakhs and Twenty-One Thousand Only) divided into 21,10,65,500 Equity Shares of face value of Rs. 10/- each and 6,26,600 special class of shares of face value of Rs. 10/- each issued under section 4A (1) of the SFCs Act, 1951. The paid-up capital of the Corporation is Rs. 2,07,65,81,000/- (Rupees Two Hundred Seven Crores Sixty-Five Lakhs and Eighty-One Thousand Only) divided into 20,70,31,500 Equity Shares of face value of Rs. 10/- each and 6,26,600 special class of shares of face value of Rs. 10/- each issued under section 4A (1) of the SFCs Act, 1951. Further, difference between the issued and subscribed capital and paid- up capital is due to 40,34,000 (Forty Lakhs and Thirty-Four Thousand) Equity Shares of Rs. 10/- each, which were forfeited by the Corporation. The Promoters' Shareholding in the Corporation is 99.36% and the public holding is merely 0.64%.

7. The Acquirer or Promoters / Promoter Group of the Corporation collectively hold 20,63,38,200 shares of the Corporation constituting 99.36% of the paid-up share capital of the Corporation. The Public Shareholders hold 13,19,900 (Thirteen Lakhs

Nineteen Thousand and Nine Hundred) equity shares representing 0.64% of the paid-up share capital of the Corporation. There is very minuscule trading in the shares of the Corporation and no benefit is being derived by the virtue of being listed on BSE Limited. The Equity Shares of the Corporation are presently infrequently traded, with merely 0.004% trading during last 12 months.

8. As per the IPA, the rationale for the Delisting Proposal is as follows:

   In terms of the provisions of Regulation 8(3)(a) of the Delisting Regulations, the rationale for Delisting Proposal is as follows:

   i. The Corporation, vide its 58th Annual Report informed the shareholders that the Corporation has stopped sanction of the loans since May, 2010. No borrowings from the market/banks have been made thereafter. As stated earlier, the Corporation has since repaid its borrowings and there is no outstanding loan against the Corporation. The Corporation is utilizing its limited resources for meeting the commitments/liabilities, wherever applicable. The shareholders were also informed that the Corporation has recommended to the State Government for its winding up/liquidation u/s 45 of SFCs Act 1951.

   ii. Subsequently, the State Government has appointed Managing Director of Haryana State Industrial and Infrastructure Development Corporation Ltd. (HSIIDC) as the Nodal Officer for commencing and completing the liquidation proceedings.

   iii. Therefore, the Equity Shares of the Corporation are required to be delisted from the Stock Exchange and the Acquirer is required to provide the existing shareholders an exit opportunity, as per the procedure prescribed in Delisting Regulations. In this regard, Sh. Sushil Sarwan, IAS, the Managing Director of HSIIDC has been authorized by the Acquirer to do the needful on the Acquirer's behalf for the proposed voluntary delisting.

   iv. In furtherance to the same, the Corporation shall cease to be a going concern and necessary steps as per the aforementioned letter shall be initiated.

   v. The issued and subscribed capital of the Corporation is Rs. 2,11,69,21,000/- (Rupees Two Hundred Eleven Crores Sixty-Nine Lakhs and Twenty-One Thousand Only) divided into 21,10,65,500 Equity Shares of face value of Rs. 10/- each and 6,26,600 special class of shares of face value of Rs. 10/- each issued under section 4A (1) of the SFCs Act, 1951. The paid-up capital of the Corporation is Rs. 2,07,65,81,000/- (Rupees Two Hundred Seven Crores Sixty-Five Lakhs and Eighty-One Thousand Only) divided into 20,70,31,500 Equity Shares of face value of Rs. 10/- each and 6,26,600 special class of shares of face value of Rs. 10/- each issued under section 4A (1) of the SFCs Act, 1951. Further, difference between the issued and subscribed capital and paid- up capital is due to 40,34,000 (Forty Lakhs and Thirty-Four Thousand) Equity Shares of Rs. 10/- each, which were forfeited by the Corporation. The Promoters' Shareholding in the Corporation is 99.36% and the public holding is merely 0.64%.

   vi. There is very minuscule trading in the shares of the Corporation and no benefit is being derived by the virtue of being listed on BSE Limited. The Equity Shares of the Corporation are presently infrequently traded as defined under Regulation 2(1)(j) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI SAST Regulations"), with merely 0.004% trading in the last 12 months.

   vii. Given the limited liquidity of the Equity Shares on the Stock Exchange, the proposed delisting will provide the public shareholders an opportunity to exit from the Corporation at a price determined in accordance with Regulation 19A of the Delisting Regulations.

9. Pursuant to the intimation received from the Promoter and the Initial Public Announcement, the Board of Directors of the Corporation, appointed CS Alok Purohit, Practicing Company Secretary (Peer Review Certificate No. 4542/2023, ACS 48734, CoP No. 21797), Proprietor of Alok Purohit & Associates, Practicing Company Secretary as "**Peer Reviewed Practicing Company Secretary**" for carrying out due diligence as required in terms of Regulation 10(3) of the Delisting Regulations and other applicable provisions of the Delisting Regulations and the same was duly intimated to BSE on Wednesday, August 12, 2026.

10. The Board of Directors of the Corporation at their meeting held on Wednesday, August 19, 2026 took note that the Corporation has obtained exemptions from SEBI, granted vide their letter no. SEBI/HO/CFD/DCR/RAC/P/OW/2023/40334/1 dated September 27, 2023 read with extension of timeline vide letter no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2024/0000035086/1

dated November 12, 2024 and SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2025/29155/1 dated November 20, 2025 and any other exemptions that may be granted in the future (hereinafter collectively referred to as "Exemption Letters") in relation to the Delisting Proposal with regard to compliance with the various provisions of securities laws enumerated as follows:

i. Exit price offered to public shareholders is determined in consultation with Manager to the Delisting Offer and shall not be less than floor price determined in terms of clause (e) of sub regulation (2) of Regulation 8 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2021 on the basis of latest audited financial statements. However, pursuant to amendment in the Delisting Regulations w.e.f. 25.09.2024, the Floor Price shall be derived as per the norms stated in the newly inserted Regulation 19A of the Delisting Regulations. Further, as sub-regulation (2) of Regulation 8 of the Takeover Regulations refers to various valuation parameters, considering the risk on the going concern of the Corporation, valuing the Corporation on the basis of Regulation 19A of SEBI Delisting Regulations as supra is considered as the most appropriate method of undertaking the valuation;

ii. The special resolution shall be passed in accordance with the provisions of State Financial Corporations Act, 1951 subject to compliance with Regulation 11(4) of Delisting Regulations, 2021;

iii. Application will be made to the recognized Stock Exchange not later than fifteen working days from date of passing special resolution or receipt of any other statutory or regulatory approval, whichever is later.

iv. Detailed Public Announcement shall be made within fifteen working days of receipt of In-principal approval from the stock exchange;

v. Letter of Offer shall be dispatched within fifteen working days of public announcement and shall contain justification for the exit price.

vi. The Acquirer shall comply with the requirement of Escrow Account as specified in Regulation 14 of the Delisting Regulations;

vii. Acquirer shall make best endeavours for reaching out to public shareholders of the Corporation by sending all communications regarding the proposed delisting through email, post and newspaper advertisement

viii. The offer price shall be paid to tendering shareholders only through electronic mode or such other mode permitted by RBI to enable audit trail;

ix. The Acquirer will continue to accept tendered shares from remaining public shareholders for a period of up to 2 years from the date of delisting at the same price at which earlier acceptance of equity shares was made;

x. The Manager to the Delisting Offer, in due coordination with the Acquirer, shall ensure that the rights of the remaining public shareholders are protected and all the disclosures and compliances as mentioned in Exemption Letters in this regard are duly complied with and in furtherance of the same shall:

  - publish, on a quarterly basis, an advertisement in the same newspapers in which the advertisement of the offer for delisting of equity shares was published, inviting the remaining public shareholders to avail the exit opportunity during the two years exit window after delisting of shares;
  - send follow up communications to the remaining public shareholders on a quarterly basis; and
  - file a quarterly progress report to the stock exchange(s), which shall be disseminated to the public thereafter by the stock exchange(s), disclosing the following:
    a. number of remaining public shareholders at the beginning and end of the quarter, and
    b. details of public shareholders who availed the exit opportunity during the quarter.

xi. Disclosure of the relaxations granted through the exemption letters in the Letter of Offer;

xii. The exemption letters granted by the SEBI will form part of documents for inspection for the public shareholders;

xiii. The final delisting application shall be made to the concerned Stock Exchange within one year from the extension of timeline granted vide letter no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2025/29155/1 dated November 20, 2025.

11. Further, the Board, in its meeting held on August 19, 2026 took on record the due diligence report submitted by Peer Review Company Secretary as per the requirement of Regulation 10(3) and 10(4) of the Delisting Regulations, relying

on information available with the Corporation, the due diligence report dated August 19, 2026 submitted by CS Alok Purohit, Practicing Company Secretary (Peer Review Certificate No. 4542/2023, ACS 48734, CoP No. 21797), Proprietor of Alok Purohit & Associates, Practicing Company Secretaries and share capital audit report submitted by CS Prakash Dev Sharma (Partner), Practicing Company Secretary (Peer Review Certificate No. 2254/2022, FCS No. 2285, CP No. 2692) of M/s. Sharma Sarin & Associates, Company Secretaries, prepared in accordance with Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 read with Regulation 12(2) of the Delisting Regulations, in respect to the Equity Shares proposed to be delisted, covering a period of 6 months prior to the date of the meeting of the Board was reviewed. Based on the information available with the Corporation and after taking on record the Report, the Board approved the said Delisting proposal and in accordance with Regulation 10(4) of the Delisting Regulations, certified that:

a. The Corporation is in compliance with applicable provisions of securities laws except for compliance of Minimum Public Shareholding (MPS) norms as communicated by SEBI vide its letter No. EAD/AOSM/JR/OW/33882/2018 dated December 11, 2018 and further submissions by the State Government vide letter no.15/01/2022-1IB-1 dated 22.06.2023 & dated 03.08.2023 and in response thereto, SEBI's vide their final exemption letter no. SEBI/HO/CFD/DCR/RAC/P/OW/2023/ 40334/1 dated September 27, 2023 or any other exemption(s) granted/to be granted by the Central Government.;

b. The Acquirer and its related entities are in compliance with the applicable provisions of securities laws in terms of the Due Diligence report and are also in compliance with Regulation 4(5) of the Delisting Regulations; and

c. The Delisting Proposal is in the interest of the shareholders of the Corporation.

12. The Board had noted that the **'floor price'** for the delisting offer as Rs. 9.55 (Rupees Nine and Fifty-five Paisa Only) per equity share determined in terms of Regulation 19A of the Delisting Regulations which has been determined as follows:

(i) As per the Valuation Report dated March 06, 2026 prepared by Mr. Abhishek Goel, Registered Valuer on the basis of the then audited balance sheet as on March 31, 2025 of HFC, the value per equity share of the Corporation was Rs. 9.178 which was duly approved by the Finance Department of Haryana vide their letter dated June 02, 2026.

(ii) Further, it should also be noted that the SEBI in its exemption letter dated September 27, 2023 and subsequent thereto has instructed the Government of Haryana to determine the Exit Price for the Delisting Offer to the Public Shareholders of HFC based on the latest audited financial statements in consultation with the Manager to the Offer/ Merchant Banker to the Delisting Offer. Since, the Corporation has duly declared the Financial Results for the year ended March 31, 2026 on May 29, 2026 and in compliance with the SEBI Exemption letters the Merchant Banker has requested the said Registered Valuer to again carry out the fair valuation of equity shares of the Corporation on the basis of latest audited financial statement of the Corporation for the year ended March 31, 2026. Accordingly, the Registered Valuer carried out the valuation as per the latest audited financials for March 31, 2026 and the same has been arrived at Rs. 9.549 per equity share.

(iii) Thus, in light of the above, the Board approved the floor price for the delisting offer at Rs. 9.55 (Rupees Nine and Fifty-five Paisa Only) per Equity Share, which is determined in accordance with the applicable regulation of the Delisting Regulations. Further, it is informed that in the best interest of public shareholders, the Acquirer has decided that an exit price after consultation with Manager to the Offer will not be less than the floor price determined in terms of the applicable Delisting Regulations.

13. Pursuant to the above, the Acquirer in consultation with the Manager to the Offer in consideration of the best in interest of shareholders and in order to provide fair exit to the public shareholders have decided the exit price of Rs. 9.55 (Rupees Nine and Fifty-Five Paise Only) per equity share which is equal to the floor price determined in terms of Regulation 19A of the Delisting Regulations.

14. The **"reference date"** with respect to the computation of "floor price" for the proposed delisting is August 7, 2026 i.e., date on which the recognized stock exchange was required to be notified of the board meeting in which the delisting proposal was considered and approved.

15. Further, the Board of Directors of the Corporation (**"Board"**), at its meeting held on Wednesday, August 19, 2026 approved the delisting proposal after having discussed and considering various factors including the due diligence report submitted by the Peer Review Company Secretary.

16. The acquisition of Equity Shares by the Acquirer from the Public Shareholders will be conditional upon the following:

a. The special resolution shall be passed in accordance with the provisions of State Financial Corporations Act, 1951 subject to compliance with Regulation 11(4) of delisting Regulations and other applicable law wherein the number of votes cast by the Public Shareholders in favour of the Delisting Proposal is at least two times the number of votes cast by the Public Shareholders against the Delisting Proposal;

b. The Acquirer shall comply with the requirement of Escrow Account as specified in Regulation 14 of the Delisting Regulations;

c. Receipt of the In Principle approval of BSE in accordance with the Delisting Regulations and/or any other statutory/ regulatory approvals and third-party consents, as may be required, in relation to the Delisting Proposal;

d. The Letter of Offer shall be sent to all the public shareholders intimating them about the exit price together with justification for the same.

e. The number of Equity Shares is validly tendered/ the consents being received, in the delisting offer would be sufficient enough to result in the delisting offer being successful in accordance with the Delisting Regulations, as exempted under Exemption Letters or any subsequent Exemptions that may be received from SEBI.

f. The conditions mentioned in the Exemption Letters or such other directions/exemptions as may be issued by SEBI in this regard.

17. Further, the present delisting of Equity Shares is as per the Exemption Letters approved by SEBI which mandate the conditions to be complied with by the Acquirer as disclosed above in point of 10 of the explanatory statement.

18. If the Equity Shares are delisted in accordance with the Delisting Regulations read with the Exemption Letters, the remaining Public Shareholders, whose Equity Shares are either not accepted or not tendered at all during the offer period, shall have a right to tender their Equity Shares for a period of 2 (two) years from the date of delisting of Equity Shares from the Stock Exchange and the Acquirer shall accept such Equity Shares at the same price at which the earlier acceptance of Equity Share was made.

19. In terms of Regulation 11 of the Delisting Regulations, the Delisting Offer requires approval of the members of the Corporation by way of a special resolution passed through a Postal Ballot (e-voting only) in accordance with the provisions of State Financial Corporations Act, 1951 and the Delisting Regulations. As per Regulation 11(4) of the Delisting Regulations, the special resolution shall be acted upon only if the votes cast by the public shareholders in favour of the Delisting proposal are at least two times the number of votes cast by the public shareholders against it. Accordingly, approval for the Delisting Resolution is sought from the shareholders, and upon receipt of such approval, the Acquirer will proceed to make an offer to the Public Shareholders and purchase the Equity Shares at the exit price in accordance with the Delisting Regulations.

By Order of the Board of Directors
For Haryana Financial Corporation

Date: 19.08.2026
Place: Chandigarh

(Harnam Singh Rana)
Company Secretary

HARYANA FINANCIAL CORPORATION

Registered Office: 30 Bays Building, Ground Floor, Sector 17-C, Chandigarh- 160017;
Tel. No.: 0172-2702755; **Email:** hfcsectt@gmail.com; **Website:** www.hfcindia.org.in

POSTAL BALLOT FORM **19.08.2026**

(Please read the instructions carefully before completing this form)

Seq. No. ....

1.	Name(s) of Shareholder(s) (in block letters) (Including joint holders, if any)	
2	Registered address of the sole/first named Shareholder	
3	Registered Folio No./DP. ID No.& Client ID No.* (*Applicable to investors holding shares in dematerialized form)	
4	Number of shares held	

I/We hereby exercise my/our vote in respect of the following special resolution to be passed through Postal Ballot for the business stated in the Notice dated August 19, 2026 of the Corporation by sending my/our assent or dissent to the said resolutions by placing the tick (√) mark at the appropriate boxes below:

Item No.	No. of Shares	Description	Please mark the tick (√) against assent or (X) dissent as the case may be in the box below.	
			I/We assent to the resolution	I/We dissent to the resolution
1		Special Resolution to voluntary delist equity shares of the Corporation from BSE Limited in accordance with the applicable provisions of Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and amendments thereof.		

Place:
Date: [Signature of shareholder(s)]

EVEN (E- Voting Event Number)	**USER ID**	**Password /PIN**

Notes:

1. Last date for receipt of postal ballot form by Scrutinizer is **Saturday, September 26, 2026 at 5:00 P.M. (IST).** Please read the instructions printed overleaf carefully before completing this form. Please refer notice date August 19, 2026, for the Special Resolution, notes and instructions, explanatory statement, instructions for e-voting etc.

P.T.O.

INSTRUCTIONS

1. The Resolution(s), if assented by requisite majority, shall be considered as passed on September 26, 2026 being the last date specified by the Corporation for receipt of duly completed Postal Ballot form.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, assent or dissent of the Members in respect of the Resolutions contained in the Postal Ballot Notice is being sought through Postal Ballot process.
3. The Corporation is pleased to provide remote e-voting facility ("e-voting") as an alternate for all the Members of the Corporation to enable them to cast their votes electronically instead of through physical Postal Ballot. Member(s) can opt only one mode for voting i.e. either by Physical Ballot or remote e-voting. In case you are opting for e-voting, then do not vote by physical ballot also and *vice-versa*. However, in case member(s) cast their vote both by Physical Ballot & e-voting, then voting done through e-Voting shall prevail and voting done by Postal Ballot shall be treated as invalid.
4. A member desiring to exercise his vote by Postal Ballot may complete this postal Ballot Form and send it in the attached self-addressed Business Reply Envelope **before the close of working hours (5.00 P.M.) of Saturday, September 26, 2026.** The postage will be borne and paid by the Corporation. However, envelopes containing Postal Ballot Form(s), if sent by courier or registered/speed post at the expense of the Shareholder will also be accepted.
5. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach us not later than the date specified in point (4) above.
6. The postal Ballot form must be completed and signed by the member as per the specimen signature registered with the Corporation /Depository participant.
7. Incomplete/Unsigned and incorrect postal Ballot form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
8. In case of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Corporation / Depository) by the first named Member and in the absence of such Member, by the next named joint-holder.
9. The consent must be accorded by recording the assent in the Column FOR and dissent in the column AGAINST by placing a tick mark (√) in the appropriate column.
10. The Member need not use all the votes or needs to cast all the votes in the same way.
11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the shareholders on the **cut -off date which is Friday, August 21, 2026.**
12. There will be one Postal Ballot Form for every Folio/Client ID, irrespective of the number of joint shareholders.
13. The right of voting by Postal Ballot shall not be exercised by proxy.
14. In case the shares are held by Body Corporate/ trust, the duly completed Postal Ballot form should be accompanied by a certified true copy of the Board Resolution/ authorization together with the attested specimen signature of the authorized signatories.
15. Mr. Girish Madan, Proprietor of M/s. Girish Madan & Associates, peer reviewed Company Secretaries, Membership No.: FCS 5017, CoP No.: 3577, has been appointed as the Scrutinizer to scrutinize the Postal Ballots/voting through electronic means. Members are requested to notify immediately any change in their address and E – Mail ID to their respective Depository Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Corporation at beetal@beetalfinancial.com.
16. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the registered office and on the website of the Corporation from Friday, August 28, 2026 up to Saturday, September 26, 2026 on all workings days (except2nd & 4th Saturdays, Sundays & other Public Holidays).
17. Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Corporation's records which will help the Corporation and the Corporation's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Registrar and Transfer Agents of the Corporation.
18. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Circulars, etc. from the Corporation electronically.
19. A postal ballot form shall be considered invalid if:
    a. A form other than one issued by the Corporation has been used;
    b. It has not been signed by or on behalf of the Member;
    c. Signature on the postal ballot form doesn't match the specimen signatures with the Corporation
    d. It is not possible to determine without any doubt the assent or dissent of the Member;
    e. Neither assent nor dissent is mentioned;
    f. Any competent authority has given directions in writing to the Corporation to freeze the Voting Rights of the Member;
    g. The envelope containing the postal ballot form is received after the last date prescribed;
    h. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
    i. It is received from a member who is in arrears of payment of calls;
    j. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
    k. Member has made any amendment to the Resolution or imposed any condition while exercising his vote.