



HCL CORPORATION PRIVATE LIMITED

DELEGATION OF POWER POLICY ON :

SANCTIONING OF LOAN, GUARANTEE OR SECURITY FOR SECURING LOAN GRANTED

(Approved at the Board Meeting held on 26th April, 2021, 20th March, 2023 and 18th March, 2024)

The Company is promoter of HCL group of Companies, which are mainly engaged in Information Technologies (IT) and IT enabled services. The Company, being an Investment & financing company, is engaged in the business of investment holding and financing the business operations of the HCL group of companies, which are directly or indirectly either controlled or significantly influenced by the Company.

The company is a Non-Banking Financial Company ('NBFC') as per the provision of Section 45-IA of the Reserve Bank of India Act, 1934 and is registered with RBI as a NBFC vide certificate of registration dated August 6, 2015. The Company does not accept /hold any public deposit and has no intention to accept any public deposit in future as well.

The Company extends inter corporate loan/loan to group Companies, group philanthropic and educational entities for supporting them to pursue various projects/initiatives undertaken by them.

The Company may extend loan to Companies/Entities outside the group as an exceptional case, and it will be granted with the specific approval of the Board of Directors of the Company based on credentials of the borrower and viability of projects being undertaken by them.

The Company, being the main promoter of HCL group companies, may be required to extend Guarantee or Security for securing any loan or financial facilities availed/ to be availed by the group companies or group philanthropic & educational entities.

A. Delegation of power for sanctioning of loan :

- † Upon receipt of application/s for grant of loan, a thorough scrutiny of applications and required documents submitted for the purpose, is made by the accounts team.
- † Considering the application/s for grant of loan (along with required information & documents) submitted to the company, the Board shall, at its duly convened meeting, approve grant of total amount of loan to be released to the borrowers in one or more tranches, as per requirements of the Borrowers.
- † While approving the grant of loan, the Board shall delegate to any committee of directors, the managing director/Whole time Director, the manager or any other principal officer of the company the power to disburse loan amount in one or more tranches time to time as per requirements of the Borrowers.
- † While approving the grant of loan, the Board shall authorize its official/s to sign & execute, for and on behalf of the company, various loan related documents such as loan agreement, Credit appraisal/loan approval sheet, sanction memorandum for grant of loan and any other communication with the borrowers.
- † The Board shall consider and review the fund utilization reports, as submitted by the borrowers, on quarterly basis. Upon finding that loan granted to the borrowers are not utilized for the purpose it is lent, the Board shall not disburse the further /remaining amount of loan which are approved.
- † The Board may grant interest-free loan to subsidiaries , associates, group companies and other group philanthropic entities and educational institutions.

B. Delegation of power for providing Corporate Guarantee or security for loan availed

- † Upon receipt of application/s or request for providing Corporate guarantee or security for loan availed or to be availed by the borrower in favour of the Bank/ Financial Institution, a thorough scrutiny of applications and required documents submitted for the purpose, is made by the accounts team.
- † Considering the application/s or request for providing Corporate guarantee or security for loan availed or to be availed as submitted to the company, the Board shall, at its duly convened meeting, approve the execution of corporate guarantee or security for the borrowers in favour of the Banks/ Financial Institutions.
- † While approving the execution of corporate guarantee or security for the borrowers in favour of the Banks/ Financial Institutions, the Board shall delegate the power to sign relevant deeds & documents in favour of the Directors or officials of the company and to do such other acts & deeds as may be required in this connection.
- † The Board may consider to charge guarantee commission as per applicable market rate , from the borrowers for providing guarantee or security for the loan availed or to be availed from the Banks or financial institutions.
- † The Board shall consider and review the fund utilization reports, as submitted by the borrowers, on quarterly basis.

The Board shall review this policy for grant of loan and providing guarantee or security for the purpose of loan availed or to be availed on an annual basis.

_____ X X _____