

Indemnity Cum Declaration Undertaking for Debiting External Accounts

[stamp paper applicable in the particular state]

Place:

Date :

To

ICICI Bank Limited,
ICICI Bank Towers,
Bandra Kurla Complex,
Mumbai 400 051.

Dear Sirs,

_____ (*Dealer's name*),

_____ (*nature of the entity*)

having its *registered office/ offices* at _____ (herein after referred to as the "Dealer", which expression shall, unless it be repugnant to the subject or context thereof, include its heirs and legal representatives/successors and assigns) hereby solemnly affirms, agrees and states as follows:

The Dealer is engaged in the business of _____.

In pursuance of a power of attorney dated _____ executed by the Dealer in favour of _____ a company incorporated under the Companies Act, 1956 and having its registered office at _____, (hereinafter referred as "the Company"), the Dealer has constituted the Company as its duly authorized attorney to do all of the acts, things and deeds as specified in the said Power of Attorney. A copy of the said power of attorney is appended hereto as Annexure I.

Accordingly, the Dealer, as a requirement of ICICI Bank, is executing these presents, and agrees and undertakes to indemnify ICICI Bank and keep indemnified and hold harmless ICICI Bank, its officers, employees and directors from any and all costs, losses, damages, claims, actions, proceedings, liabilities and expenses as may be suffered and/or incurred by ICICI Bank, its officers, employees and directors resulting, directly or indirectly, including but not limited to, from any actions or omissions of the Company, in pursuance of the power of attorney executed by the Dealer so as to make good any loss, harm, damage and or prejudice that may be caused to ICICI Bank on account of such actions or omissions of the Company.

And the Dealer makes the aforesaid declarations and statements solemnly and sincerely believing the same to be true and knowing fully well that on the faith and strength thereof, ICICI Bank has agreed to grant the permission to the Company to operate the Bank Account on behalf of the Dealer.

SIGNED AND DELIVERED BY

_____, THE WITHIN NAMED

DEALER, BY THE HAND OF _____,
ITS AUTHORIZED SIGNATORY IN THE PRESENCE OF:

- 1)
- 2)
- OR

SIGNED AND DELIVERED BY _____, THE WITHIN NAMED
DEALER IN THE PRESENCE OF:

- 1)
- 2)
- OR

SIGNED AND DELIVERED BY _____, THE WITHIN NAMED
DEALER, BY THE HAND OF _____,
ITS MANAGING PARTNER IN THE PRESENCE OF:

- 1)
- 2)

POWER OF ATTORNEY

Power Of Attorney

THIS POWER OF ATTORNEY, granted at _____ this _____ day of _____,
Two thousand and _____ by

(Dealer's name),

(nature of the entity)

having its *registered office/ offices* at _____ (herein after referred to as the "Dealer", which expression shall, unless the same be repugnant to the context or meaning thereof, mean and include its successors and assigns)

in favour of

_____, a company incorporated under the Companies Act, 1956 having its Registered Office at

_____, (hereinafter referred to as "the Company", which expression shall, unless the same be repugnant to the context or meaning thereof, mean and include its successors and permitted assigns)

WHEREAS

- 1) The Dealer has a bank account with ICICI Bank Ltd. ("ICICI Bank") at _____, particulars of which account are given in Schedule I hereto and which is hereinafter referred to as "the said Account".
- 2) The Company has a current account with ICICI Bank under account no. _____ at _____ branch.
- 3) For the purpose of facilitating the transactions regarding the sale and purchase of goods entered into between the Company and the Dealer, the Dealer is providing this power of attorney to the Company for operating the said Account through the Corporate Internet Banking facility ("CIB") offered by ICICI Bank.
- 4) The Dealer is desirous of delegating to the Company certain powers in respect of the said Account and is therefore, executing these presents.

NOW THIS POWER OF ATTORNEY witnesseth, that the Dealer hereby delegates to the Company the following powers in respect of the said Account, namely,

1. To link the Dealer's said Account with the Company's Current Account under the Corporate Internet Banking (CIB) facility of ICICI Bank such that the Company may operate, block and/or debit the said Account for the purpose of meeting all obligations of the Dealer under the transactions entered for sale and purchase of goods between the Company and the Dealer manually and/or through Internet or any other means as may be offered for the operation of the said Account by ICICI Bank.
2. To avail of the facility of viewing the said Account which is made available by ICICI Bank under CIB, and to initiate/undertake fund transfers from the Dealer's said Account to the Company's current account/any other account of any other person. The extent of the amount which may be transferred from the Dealer's said Account to the Company's current account may be decided, quantified

and mutually agreed between the Dealer and the Company from time to time.

3. To credit the said Account with monies due to the Dealer by the Company.
4. To debit the said Account towards monies/fees/charges etc. due to the Company.
5. To liase with ICICI Bank for any work related to CIB and to enter into, make, sign, execute, deliver, acknowledge and perform any agreement, deed, writing or thing that may in the opinion of ICICI Bank be necessary, proper and expedient for the aforesaid purpose.
6. To enter into, make, sign, execute, deliver, acknowledge and perform any agreement, deed, writing or thing that may in the opinion of the Company be necessary, proper and expedient for the aforesaid purpose.
7. To do all such acts, deeds and things as may be necessary for or incidental to the Dealer entering into transactions for sale and purchase of goods with the Company.
8. To appoint or remove any agent or agents or substitute or substitutes with all or any of the powers herein contained in order to enable such agent or substitute(s) to exercise all or any of the powers given by me/us to the said attorney.

The Dealer hereby undertakes to ratify and confirm all and any acts the Company does or causes to do on the basis of this Power of Attorney, including the transactions effected through the Corporate Internet Banking service of ICICI Bank.

Dated :

Signed and Delivered by : _____

(Signature of the Dealer)

herein in the presence of

WITNESS

1. Name and Address

Signature

2. Name and Address

Signature

SCHEDULE I

Attached to Power of Attorney dated _____

Particulars of Account

Type of A/c :

Account No. :

Name of the Company :

Address of the Company :

Signature of the Company :

Name of the Dealer :

Address of the Dealer :