

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

---

**FORM 8-K**

---

**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): January 17, 2024**

---

**HPS CORPORATE LENDING FUND**

(Exact name of Registrant as Specified in Its Charter)

---

**DELAWARE**  
(State or Other Jurisdiction  
of Incorporation)

**814-01431**  
(Commission  
File Number)

**87-6391045**  
(IRS Employer  
Identification No.)

**40 West 57th Street, 33rd Floor**  
**New York, NY**  
(Address of Principal Executive Offices)

**10019**  
(Zip Code)

**Registrant's telephone number, including area code: 212-287-6767**

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

---

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
---------------------	----------------------	--

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

---

**Item 1.01. Entry into a Material Definitive Agreement**

On January 17, 2024, HPS Corporate Lending Fund (the “**Fund**”) entered into a Commitment Increase Agreement (the “**Commitment Increase Agreement**”) among the Fund, Deutsche Bank AG New York Branch, as the increasing lender (the “**Increasing Lender**”), and JPMorgan Chase Bank, N.A., as administrative agent, pursuant to the Fund’s Senior Secured Revolving Credit Agreement, dated as of June 23, 2022, among the Fund, as borrower, the lenders from time to time party thereto, and JPMorgan Chase Bank, N.A., as administrative agent (as amended and supplemented, the “**Revolving Credit Facility**”).

The Commitment Increase Agreement provides for an increase in the Increasing Lender’s commitment, thereby bringing aggregate commitments of the lenders under the Revolving Credit Facility from \$1,275,000,000 to \$1,300,000,000 through the accordion feature in the Revolving Credit Facility. The accordion feature in the Revolving Credit Facility allows the Fund, under certain circumstances, to increase the total size of the facility to a maximum aggregate commitment of \$1,912,500,000.

The description above is only a summary of the material provisions of the Commitment Increase Agreement and is qualified in its entirety by reference to a copy of the Commitment Increase Agreement, which is filed as Exhibit 10.1 to this Current Report on Form 8-K and incorporated by reference herein.

**Item 2.03. Creation of Direct Financial Obligation**

The information included under Item 1.01 above regarding the Commitment Increase Agreement and the Revolving Credit Facility is incorporated by reference into this Item 2.03.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

- 10.1 [Commitment Increase Agreement, dated as of January 17, 2024, by and among HPS Corporate Lending Fund, JPMorgan Chase Bank, N.A., as administrative agent, and Deutsche Bank AG New York Branch, as the increasing lender.](#)
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, HPS Corporate Lending Fund has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HPS CORPORATE LENDING FUND**

Date: January 18, 2024

By: /s/ Robert Busch  
Name: Robert Busch  
Title: Chief Financial Officer and Principal Accounting Officer

## COMMITMENT INCREASE AGREEMENT

January 17, 2024

JPMorgan Chase Bank, N.A., as  
Administrative Agent  
500 Stanton Christiana Road  
NCC 5, Floor 1  
Newark, DE 19713-2107  
Attention: Loan & Agency Services Group

Ladies and Gentlemen:

We refer to the Senior Secured Revolving Credit Agreement dated as of June 23, 2022 (as amended by that certain Amendment No.1 dated as of October 30, 2023 and as further amended, modified or supplemented from time to time, the "Credit Agreement"); the terms defined therein being used herein as therein defined) among HPS Corporate Lending Fund (the "Borrower"), the Lenders party thereto and JPMorgan Chase Bank, N.A., as Administrative Agent for said Lenders. You have advised us that the Borrower has requested in a letter dated January 17, 2024 (the "Increase Request") from the Borrower to the Administrative Agent that the aggregate amount of the Commitments be increased on the terms and subject to the conditions set forth herein.

A. Commitment Increase. Pursuant to Section 2.08(c) of the Credit Agreement, Deutsche Bank AG New York Branch (the "Increasing Lender"), hereby agrees to make an additional Commitment in the amount set forth in Schedule I hereto pursuant to the instruction of the Administrative Agent, such additional Commitment to be effective as of the Increase Date (as defined in the Increase Request); provided that the Administrative Agent shall have received a duly executed officer's certificate from the Borrower, dated the Increase Date, in substantially the form of Exhibit I hereto.

B. Confirmation of Increasing Lender. The Increasing Lender agrees that from and after the Increase Date, its additional Commitment, set forth in Schedule I hereto shall be included in its Commitment and be governed for all purposes by the Credit Agreement and the other Loan Documents.

C. Counterparts. This Commitment Increase Agreement may be executed in counterparts (and by different parties hereto on different counterparts), each of which shall constitute an original, but all of which when taken together shall constitute a single contract. The words "execution," "signed," "signature," and words of like import in or related to any document to be signed in connection with this Commitment Increase Agreement and the transactions contemplated hereby shall be deemed to include electronic signatures (including, for the avoidance of doubt, electronic signatures utilizing the DocuSign platform) or the keeping of records in electronic form, each of which shall be of the same legal effect, validity or enforceability as a manually executed signature or the use of a paper-based recordkeeping system, as the case may be, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, the New York State Electronic Signatures and Records Act, or any other similar state laws based on the Uniform Electronic Transactions Act.

D. Governing Law. This Commitment Increase Agreement shall be construed in accordance with and governed by the law of the State of New York. Sections 9.09 and 9.10 of the Credit Agreement are incorporated herein by reference *mutatis mutandis*.

Very truly yours,

INCREASING LENDER

DEUTSCHE BANK AG NEW YORK BRANCH

By: /s/ Marko Lukin

Name: Marko Lukin  
Title: Vice President  
Marko.lukin@db.com  
+1-(212)-250-7283

By: /s/ Ming K. Chu

Name: Ming K. Chu  
Title: Director  
Ming.K.Chu@db.com  
+1(212)250-5451

Accepted and agreed:

**HPS CORPORATE LENDING FUND**

By: /s/ Robert Busch \_\_\_\_\_

Name: Robert Busch

Title: Chief Financial Officer

Signature Page – Commitment Increase Agreement

Acknowledged:  
JPMORGAN CHASE BANK, N.A.,  
as Administrative Agent

By: /s/ Tom Gillespie  
Name: Tom Gillespie  
Title: Executive Director

Signature Page – Commitment Increase Agreement

SCHEDULE I

**Increasing Lender**

Deutsche Bank AG New York Branch

**Commitment Increase**

\$25,000,000 (Dollar)

---