



Application Form

Leader II

Protects Directors & Officers Management Liability

Table with 2 columns: Name of Intermediary, Account Code

Important Notice to Clients
1. Under Section 25(5) of the Insurance Act Cap 142 or any subsequent amendment thereof, you are to disclose in this Application form, fully and faithfully, all the facts which you know or ought to know, otherwise the policy issued may be void.
2. Please complete this form by answering carefully all questions. It is important that a complete answer be given to every question including dates where applicable in order to avoid unnecessary delay in the processing of this application. Any question not answered on this form will be taken as an answer in the negative.
3. Our liability in respect of this application does not commence until acceptance has been communicated by us to you. Your policy carries a Premium Warranty Clause, which requires the premium to be paid in full within 60 days from the commencement of the cover. Failing to comply with the above, there would be no liability under the policy.

A. Proposal Information

1. Company Details

Name of Proposer:
Principal address:
Name and title of the representative of the Proposer designated to receive notices from AXA Insurance Pte Ltd on behalf of all persons and entities proposed for this insurance:
Country of incorporation: Date of incorporation or charter:

2. Documents Required

Please submit the following documents with respect to the Proposer:
a) Latest annual report including audited financial statements with all notes.
b) Latest interim report subsequent to the latest annual report (and any extraordinary regulatory filings within the last 12 months).
c) Any offering prospectus issued by the Proposer (including any subsidiary thereof) if issued within the last 3 years.
d) Any indemnification and limitation of liability provision for Insured Persons in the certificate of incorporation, corporate by-laws or memorandum of association.
e) Copy of Proposer's current primary Directors' & Officers' policy
f) A list of all Proposer's directors and their professional or business affiliations related to their current board position, unless provided in the annual report.

3. Stock Ownership of Proposer/Subsidiaries/Associated Companies

a) Exchanges on which Proposer/Subsidiaries/Associated companies listed/traded:

b) Total number of authorised common shares of the Proposer:

c) Total number of outstanding common shares of the Proposer:

d) Total number of common shareholders of the Proposer:

e) Shareholders holding more than 5% of the Proposer's outstanding common shares:

4. General Information

a) Since the latest annual or interim report, has the Proposer issued any dividend or profit warning to holders of company securities?

YES NO

b) Have there been any changes in the board of directors of the Proposer within the past three (3) years for reasons other than death or retirement?

YES NO

c) Has the Proposer changed outside auditors in the last three (3) years?

YES NO

d) Has the Proposer or any subsidiary in the past 36 months completed or agreed to, or does it contemplate within the next 12 months, any of the following:

i. Merger with, acquisition of or consolidation with another entity whose consolidated assets exceed 10% of the Proposer's consolidated assets?

YES NO

ii. Sale, distribution or divestiture of any assets or equity other than in the ordinary course of business in an amount exceeding 25% of the Proposer's consolidated assets?

YES NO

iii. Any registration for a public offering or any private placement of debt or equity securities?

YES NO

e) Please give details of the following insurance. If the answer is none, so state:

	Insurer	Limit	Retention	Premium	Policy Period
D&O Liability:					

Have any of the Insurers for the above coverage indicated an intent not to offer renewal terms?

5. Employment Practices Information

a) Total number of employee worldwide (including full time, part time and casual): _____

b) Total number of employee in the following locations:

USA/Canada: _____

Australia: _____

c) How many directors and/or employees left the proposer and/or its subsidiaries in the last 12 months:

d) Does the proposer or its subsidiaries anticipate any retrenchments or layoffs within the next 12 months?

If yes, how many? _____

e) Does the proposer and its subsidiaries publish a written human resources manual, employee handbook or management guidelines? Yes No

If YES, please tick the following relevant box(es) if the manual/handbook/guidelines contain a policy with respect to, or a procedure for handling employee complaints concerning, the following:

Policy Procedure

YES / NO

- Employment application
- Discrimination of any kind
- Intimidation of any kind
- Harassment of any kind
- Compliance with statutes
- Employee disciplinary / dismissal procedures
- Redundancies
- Early retirement
- Occupational health and safety
- Disability
- Equal Opportunity

f) Please tick the following relevant box (es) if the policy/procedure is that decisions regarding the following are subject to the prior consideration by the proposer's human resources department, its in-house legal department or its external lawyer.

- Employment application
- Discrimination of any kind
- Intimidation of any kind
- Harassment of any kind
- Compliance with statutes
- Employee disciplinary / dismissal procedures
- Redundancies
- Early retirement
- Occupational health and safety
- Disability
- Equal Opportunity

6. Past Activities

a) Has any person or entity proposed for this insurance been a party to any of the following:

Any antitrust, copyright, or patent litigation?

YES NO

Any civil, criminal or administrative proceeding alleging or investigating a violation of any securities law or regulations

YES NO

Any representative actions, class actions or derivative suits?

YES NO

b) No claims have been made against any person(s) or entity proposed for this insurance relating to employment practices (including wrongful termination, discrimination, intimidation or harassment)? (include loss payment and defence costs): True False

If claims have been made, please describe in the space below.

Please attach full details of all enquiries, investigations or other administrative hearings, whether current or completed, before any agency or tribunal governing the responsibility of employers to their employees.

c) After enquiry, we hereby certify, acknowledge and warrant that:

- (i) there have been no claims made against any of the Insured Person(s), or the Company, which may cause affect under the proposed insurance;
- (ii) none of the Insured Person(s), the Company or proposed Insured Person(s) to the best of their knowledge is aware of any facts, circumstances, situations, matters or events which may give rise to a claim under the proposed insurance; and
- (iii) there have been no material changes in the application(s), including all materials and information submitted

True False

Without prejudice to any other rights and remedies of AXA Insurance Pte Ltd, any claim arising from any claims, facts, circumstances or situations required to be disclosed in response to 6(b) or 6(c) is excluded from

If any of the questions 6b) and 6c), above were answered "false", please provide further details as an attachment to this Proposal.

B. Your Signature and Declaration

Declaration

For the purpose of this proposal, the undersigned authorised agent or the persons and entity (ies) proposed for this insurance declares that to the best of his/her knowledge the statements herein are true, accurate and complete, otherwise the policy issued may be void. AXA Insurance Pte Ltd is authorised to make any inquiry in connection with this proposal. Neither the acceptance of this proposal nor the making of any further inquiry will bind AXA Insurance Pte Ltd to complete the insurance. The information contained in and submitted with this proposal is on file with AXA Insurance Pte Ltd and along with the proposal is considered physically attached to the Policy and will become part of it. AXA Insurance Pte Ltd has relied upon this proposal and attachments in issuing this Policy. The undersigned authorised agent or the persons and entity (ies) proposed for this insurance agree that the information contained in and submitted with this proposal is deemed material to the risk assumed by AXA Insurance Pte Ltd.

If the information in this proposal materially changes between the date this proposal is signed and prior to the inception date of the Policy, the proposer will notify AXA Insurance Pte Ltd, who may modify or withdraw the quotation.

The undersigned declares that the individuals and entities proposed for this insurance understand:

- a) This Policy applies only to "Claims" first made against the "Insured Persons" during the "Policy Period";
- b) The Limit of Liability is reduced by amounts incurred as "Defence Expenses" and such expenses shall be subject to the retention; and
- c) The Policy does not provide for any duty by AXA Insurance Pte Ltd to defend the "Insured Persons".

Proposer

Signature of Chairman, Deputy Chairman or
Managing Director

Date:

Title:

This Proposal must be signed by the chairman, deputy chairman and/or managing director of the Proposer acting as the authorised agent of the persons and entity (ies) proposed for this insurance.

This policy is protected under the Policy Owners' Protection Scheme which is administered by the Singapore Deposit Insurance Corporation (SDIC). Coverage for your policy is automatic and no further action is required from you. For more information on the types of benefits that are covered under the scheme as well as the limits of coverage, where applicable, please contact your insurer or visit the GIA or SDIC websites (www.gia.org.sg or www.sdic.org.sg).