

Management & Professional Risks Insurance for Private Equity & Venture Capital

Note to the Applicant: Signing or completing this proposal does not bind the Proposer, or any individual or entity he or she is representing to complete this insurance. Please provide by addendum any supplementary information which is material to the response of the questions herein. All answers should be given as a group response i.e. if any subsidiary company has different responses these should be provide separately.

Policyholder Details

1. Policyholder

Address

Website address

Date policyholder established

Purpose of the policyholder and its subsidiaries

What is the legal structure of the policyholder?

Please complete the 'General Information' section at the end and those sections of this proposal form for which cover is required.

Directors & Officers Insurance and Company Insurance

2. During the last five years has the structure of the policyholder changed? **Yes** **No**

3. Please state all registers, whether in the United Kingdom or abroad, which the policyholder is registered on (e.g. FCA, Companies House, Registry of Friendly Societies kept by FCA).

4. Please give the total gross assets of the policyholder's subsidiaries domiciled in the United States of America:

Directors & Officers Insurance and Company Insurance (continued)

5. Fee income/revenue for last two financial years

Year	<input type="text"/>	Year	<input type="text"/>
Fees	<input type="text"/>	Fees	<input type="text"/>
AUM	<input type="text"/>	AUM	<input type="text"/>

6. Are any fees derived from advice or services provided outside the UK or to clients domiciled outside the UK? Yes No

If Yes, please provide % split by territory

7. Client Profile: Please provide split (%):

Retail:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
High Net Worth:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Institutional:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

8. Client Profile: Please provide geographical split (%):

UK:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Europe:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
USA:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Rest of World:	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

9. Please provide details of the funds under management

Fund Name	FUM	Strategy	Start Date	Performance
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Please provide prospectus(s) and performance report(s) for each fund proposed for cover

10. Does the Policyholder operate any discretionary accounts?

Yes No

If answer is Yes, please provide details:

11. Have any of the funds proposed for cover had any significant investor redemptions?

Yes No

12. Does the policyholder and its subsidiaries all:

(a) perform internal audits? Yes No

(b) have a business resilience plan in the event of significant staff changes? Yes No

(c) operate a formal due diligence process Yes No

(d) are NAV calculations undertaken independently and on affair value basis? Yes No

(e) have an established process to ensure adherence to regulatory requirements? Yes No

(f) provide investors with regular performance reports? Yes No

(g) have a policy in place to monitor intellectual property exposure across the portfolio? Yes No

(h) equire board representation on all portfolio companies? Yes No

(i) have a compliance officer? Yes No

(j) have an established procedure for customer or client complaints? Yes No

i) Number of complaints in the last 12 months

ii) Of received complaints how many are unresolved?

13. Are standards contracts or letters of engagement used for all clients?

Yes No

Do the contracts include limits of liability and disclaimers?

Yes No

Crime Insurance (only to be answered if optional limits are selected for this cover).

14. Please answer for the policyholder and its subsidiaries:

- (a) Are accounting procedures consistent at all locations? Yes No
- (b) Are duties segregated so that no individual can control any of the following activities from start to finish without referral to others
 - Signing cheques or authorising payments? Yes No
 - Issuing funds transfer instructions? Yes No
 - Amending funds transfer procedures? Yes No
 - Opening new bank accounts? Yes No
 - Investment in and custody of securities and valuables? Yes No
- (c) Do you have multi-factor authentication for your email system? Yes No
- (d) Is remote access to your network allowed? Yes No
- If 'Yes; do you have VPN Multi-factor authentication for remote access users?* Yes No
- (e) Does a Social Engineering Fraud risk management strategy exist and has the applicant informed and alerted relevant staff at all locations of Social Engineering Fraud (Social Engineering Fraud includes 'Fake President' fraud, payment diversion fraud and customer/manager impersonation fraud)? Yes No
- (f) Do you have a process in place at all locations where unusual payment instructions purporting to come from the applicant's senior management are followed up by call backs to senior management at a previously known and pre-designated phone number to confirm payment instructions and check authenticity? Yes No
- (g) Do you have a process in place at all locations where requests for authentication of bank account details or for information on bank account details purporting to come from bank officials are raised with the applicant's senior management and followed up with previously known bank contacts to confirm authenticity of such requests? Yes No

General Information

15. In the last 5 years, has any person or organisation to be insured by the policy given notice to an insurer of any claim (or circumstance which could give rise to a claim) or any other insured situation under any policy affording cover of the following type:

- Directors & Officers Insurance** Yes No
- Professional Liability Insurance** Yes No
- Crime Insurance** Yes No

If Yes, has been answered to 15 above, please attach a statement of full details.

General Information (Continued...)

16. After enquiry, is any person or organisation proposed for cover aware of any facts or circumstances which might lead to a valid claim by any insured under any part of the Policy which is sought or indicate the probability of such claim?

Yes No

It is agreed that if known facts or circumstances exist any matter arising from them is excluded from the proposed cover.

Signature:

Date:

Name of Signatory:

Title of Signatory:

- Chairman of the Board**
 CEO
 President

Warning It is important that, when applying for the Policy, the applicants tell the insurers all facts which are material to the insurance. A material fact is one which might influence the insurers in deciding whether to accept the application or on what terms to insure. If in any doubt as to whether a fact is material, then the applicants should disclose it. They should keep a record (including copies of all letters and forms) of all information supplied to the insurers..