

**NEW BUSINESS APPLICATION FOR
FOR-PROFIT DIRECTORS & OFFICERS LIABILITY (PD&O)**

- Please complete all questions – If no answer available, please write “not applicable” in the space provided.
- Where space provided is insufficient to fully answer, please attach additional sheet(s).
- Attach the following additional information:
 - Latest Audited Annual Report
 - Last Year’s Audited Annual Report
 - Latest Interim Financial Statements
 - Indemnification Clause contained in the Company By-Laws
 - Complete List of Subsidiaries, including percentage owned
 - Complete List of Directors and Officers

GENERAL INFORMATION

1. Company Name: _____
2. Company Address: _____
Company Website: _____
3. Date Established: _____ Conducted business continuously since: _____
4. Province of Incorporation: _____ Date: _____
5. Nature of Business. If available, please provide brochures / promotional literature / marketing info.

6. Consolidated Assets:
- | | | | | | |
|--------|----------|--|--|--|---|
| Canada | \$ _____ | | | | % |
| U.S.A. | \$ _____ | | | | % |
| Other | \$ _____ | | | | % |

SHARE OWNERSHIP / OTHER SECURITIES

7. Is the Company or any of its Subsidiaries publicly traded? Yes No
If yes, list all exchanges.

8. Total number of common shares outstanding: _____
9. Total number of common shares outstanding in the USA: _____
10. Total number of common shareholders: _____
11. Total number of common shares owned directly or beneficially by:
- Directors _____ Officers who are not Directors _____

12. Name and percentage of holdings of any shareholder who owns (directly or indirectly) 10% or more of the outstanding shares:

13. If you answer "YES" for any of the following questions, please attach full information.

- (a) Are there any other securities which are convertible to common stock? Yes No
- (b) Has the Company publicly disclosed any plans for merger, acquisition, consolidation? Yes No
- (c) Has a prospectus been filed with any securities commission within the past 12 months? Yes No
- (d) Are there any plans for new public offerings of securities within the next year? Yes No
- (e) Has the Company been involved in any of the following at any time:
 - (i) Anti-Trust, Copyright or Patent Litigation? Yes No
 - (ii) Civil or Criminal Action or Administrative Proceeding alleging the violation of any Federal, Provincial or Local Securities Law or Regulation; Anti-Trust or Fair Trade Law? Yes No
 - (iii) Any other civil or criminal action or proceeding? Yes No
- (f) Has the Company sought protection under the "Companies Creditors Arrangement Act" Yes No

COVERAGE DETAILS

14. Provide details of all Directors & Officers Liability Insurance carried in the past three years:

<u>Insurer</u>	<u>Policy Period</u>	<u>Limit of Liability</u>	<u>Deductible</u>	<u>Premium</u>
<hr/>				
<hr/>				

15. Provide details of current or expiring insurance coverages:

	<u>Insurer</u>	<u>Policy Period</u>	<u>Limit of Liability</u>
Commercial General Liability	<hr/>		
Professional Errors & Omissions	<hr/>		
Other: _____	<hr/>		

16. During the past five years, has the organization had similar insurance declined, cancelled, non-renewed or refused?

Yes No If yes, provide full details.

17. Individual designated to receive any and all notices from the Insurer or their representatives coverage this insurance is:

Name: _____

Mailing Address: _____

18. Limits of Liability required: \$ _____

Retention: \$ _____

CLAIMS EXPERIENCE AND PAST INCIDENTS

19. Has any claim been made or is a claim now pending against the Company or any person proposed for this insurance?

Yes No If yes, provide full details.

20. Has any suit or legal action been filed by or on behalf of the Company against any person(s) proposed for this insurance?

Yes No If yes, provide full details.

21. Does the Company or any other person(s) proposed for this insurance have knowledge or information of any actual or alleged negligent act, error, omission, misstatement or misleading statement or breach of duty which might give rise to a future claim?

Yes No If yes, provide full details.

It is agreed that any claim or action arising from any negligent act, error or omission, misstatement or misleading statement, or breach of duty, which is known to any Director or Officer prior to issuance of the policy shall be excluded from coverage.

DECLARATION

The undersigned declares that all statements made in the Application and the information contained in documents submitted with it are true. Signing of this document does not bind the Applicant to complete the insurance, but it is agreed that the Application shall be the basis of the contract, should a policy be issued.

Signature

Title or Position

Date

MUST BE SIGNED BY THE PRESIDENT OR CHAIRMAN OF THE BOARD OR THE EXECUTIVE DIRECTOR.