

MANAGEMENT LIABILITY PROPOSAL FORM



Date produced on:
Quote required by:

Intermediary details (to be completed by your insurance intermediary)

Intermediary Name:
Address:
Postcode:
Contact person:
Direct Telephone no (inc code):
Email address:

Existing Insurance Details

Does the Company or any director or officer currently have or have they previously had any other Directors and Officers Liability insurance cover in place?

If Yes, please state:

Name of insurer:
Periods of Insurance: Limit of Indemnity:

Important notes

Please read these notes carefully before answering any questions.

- (A) This proposal should be typed or completed in ink. Please answer every question fully as incomplete answers may not be sufficient and can cause delay. If necessary please attach separate sheets with information which will be incorporated into your proposal.
- (B) Whoever fills out the proposal must be a director or officer of the Company and make all the necessary enquiries of their fellow directors and officers to enable all the questions to be answered.
- (C) Wherever we ask questions on this proposal form and declaration about you or your Company we mean any directors or officers or any former directors and officers any Company detailed in Your Details of this proposal (see B above) for which cover is required under this insurance.

DIRECTORS AND OFFICERS LIABILITY COVER

Your Details

Name of the Company to be insured:

(See important note C)

Registered office address:

Postcode:

Your Company

Please state the country of Registration

Please provide a full description the Company's, and any subsidiaries, business activities:

How long has the Company continuously carried on business?

Is the Company the Parent Company?

If No to the above, please provide full details including the country of registration of the Parent Company:

Legal Status of the Company:

Private?

Public?

Unincorporated?

Limited Liability Partnership?

If Public are the Company shares:

Traded on any UK stock exchange?

Traded on any foreign stock exchanges?

i.e official list, AIM

Traded in any other way?

Please provide full details:

Please state:

Total number of shareholders:

Total number of shares:

Total number of shares held by directors and officers (direct and beneficial);

Please also state all holdings representing 25% or more of the Ordinary Share Capital of the Company giving the holder and percentage held by each:

During the last three years has:

- the name of the Company changed?
- any MBO or MBI taken place?
- any acquisition or merger taken place?
- any subsidiary company been sold or ceased trading?
- the capital structure of the Company changed?

If Yes to any of the above, please provide full details:

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During the next 12 months does the Company anticipate:

- any acquisition, tender, offer or merger?
- any proposal relating to its acquisition by another company?
- a new public offering of securities within the next year in the UK or elsewhere?

If Yes to any of the above, please provide full details:

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Please state total number of employees within the Company and its subsidiaries:

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Is the Company or any of its subsidiaries currently undergoing, or do they anticipate undergoing during the next 12 months, any employee layoffs or early retirements (including those resulting from any type of company restructuring, office, plant or store closures)?

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If Yes to any of the above, please provide full details:

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Does the Company or any of its subsidiaries have any operations, investments or other involvement in the United States of America or Canada?

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If Yes, please provide full details of turnover, number of employees and asset value:

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Claims experience

Has any claim ever been made or prosecution brought against you in respect of the Company or its subsidiaries, in respect of any neglect, error, omission or other wrongful act committed in the capacity of director or officer whether in relation to the activities of the Company, its subsidiaries or any other company in which the directors or officers hold or have held office?

If Yes, please provide the following details of each incident:

Date of intimation	Brief description of claim	Total payments including costs	Total outstanding reserves	Open/ Closed

Please provide details of what measures have been taken to prevent a recurrence of the situation which gave rise to each claim:

Are you aware, after enquiry, of any circumstances or incident which might:

give rise to a claim against the Company or any of its subsidiaries or any director or officer of the Company or its subsidiaries?
otherwise affect the insurers consideration of this insurance?

If Yes to either of the above, please provide full details:

Have all claims or circumstances which might give rise to a claim been reported to insurers?

Have you ever been refused Directors and Officers Liability insurance or quoted increased premiums or special conditions?

If Yes, please provide details:

Your cover requirements

Please state the limit of indemnity you require:

Do you require Corporate Legal Liability Cover?

(this is not available in isolation and must be purchased with Directors and Officers Liability Cover)

The following questions are to be completed if Employment Practices Liability cover is required.
(this is not available in isolation must be purchased with Directors and Officers Liability Cover)

What is the total number of employees with salaries:

Up to £50,000
Above £50,000

Does the Company and its subsidiaries have a Human Resources department?

If No, please provide full details of how the function is handled?

How many employees have resigned, had their contracts of employment terminated (with or without cause) or have taken early retirement within the last 24 months?

Does the Company and its subsidiaries have a written human resources manual or equivalent written management guidelines?

Does the Company and its subsidiaries have written employment and grievance policies and are these communicated to all employees?

Are all employee terminations or disciplinary actions subject to the prior consent of the HR department or directors?

If No, please provide full details of how the function is handled?

Has the Company or any of its subsidiaries ever been subject to an inquiries, investigations, grievance filings or other administrative hearings previously filed with or currently before any local or governmental body regarding employer responsibility to employees?

After enquiry, is the Company or any of its subsidiaries or any of its directors, officers or employees aware of any fact or circumstances that may give rise to a claim under the proposed policy?

Has the Company or any of its subsidiaries or any of its directors, officers or employees ever been subject to any wrongful termination, discrimination, sexual harassment or any other employment practices related claims?

If Yes to any of the above, please provide full details, including amounts of any judgement, settlements and costs of defence:

How and why we use your information

We (Aviva), and our third parties, collect and use information (including data about health and unspent offences or criminal convictions) about you and, if relevant, somebody else covered under your policy and your vehicle(s), business and property.

We do this so we can:

- verify your identity and help prevent fraud
- calculate our risk to insure you
- calculate your price
- set up, assess and maintain your insurance contract with us
- renew and make changes to your cover
- process claims
- carry out marketing, profiling and analytics

We share information within the Aviva Group, our reinsurers (our own insurers) and specific other organisations for these purposes.

The information comes from:

- what you’ve already told us
- data we already hold about you (including from other quotes and policies with us)
- publicly available sources
- other organisations we trust
- data about your device, general location and how you interact with our website

We carry out a quotation search from a credit reference agency

This will appear on your credit report and will be visible to other credit providers. It will be clear it’s a quotation and not a credit application by you. We do this when you ask us for a quote, when we prepare your renewal and sometimes if you change your cover so that we are able to offer you a monthly credit payment option. We use data from our credit reference agency to verify your identity, prevent fraud and carry out risk profiling which allows us to calculate your premium and payment options. For more information about your rights relating to profiling and decisions that are automatically processed such as pricing, see the Privacy Notice for this policy.

The identity of our credit reference agency and the ways they use and share personal information are explained in more detail at www.callcredit.co.uk. You can also check the information they hold about you.

We use automated processes to make decisions

This means our software decides whether we can insure you and on what terms, deal with claims and carry out fraud checks. For more information, see the Privacy Notice for this policy.

You have rights about your information

For more about your rights and how and why we use your data, see the Privacy Notice for this policy. There’s more detail in our Privacy Policy at www.aviva.co.uk/privacypolicy or you can request a copy by writing to us at Aviva, Freepost, Mailing Exclusion Team, Unit 5, Wanlip Road Ind Est, Syston, Leicester, LE7 1PD.

Declaration

I/We declare that the information given is, to the best of my/our knowledge and belief correct and complete. If the risk is accepted I/we undertake to pay the premium when called upon to do so. I/We understand that my/our information may also be disclosed to regulatory bodies for the purposes of monitoring and/or enforcing the insurer’s compliance with any regulatory rules/codes.

Signed: Date:

Position Held:

Company:

Material Circumstances

Please remember that you must make a fair presentation of the risk to us. This means that you must:

- (1) disclose to us every material circumstance which you know or ought to know or, failing that, sufficient information to alert us that we need to make further enquiries; and
- (2) make such disclosure in a reasonably clear and accessible manner; and
- (3) ensure that, in such disclosure, any material representation as to a: (a) matter of fact is substantially correct; and (b) matter of expectation or belief is made in good faith.

A material circumstance is one that is likely to influence an insurer in the acceptance and assessment of the application. You must also make a fair presentation to us in connection with any variations, e.g. changes you wish to make to your policy. If you fail to make a fair presentation of the risk then this could affect the extent of cover provided or could invalidate your policy, so if you are in any doubt as to whether a circumstance is material then it should be disclosed to us.

Disclosures should be specific and made in a reasonably clear and accessible manner. We will not be deemed to have knowledge of any information generally referred to (for example the contents of company websites listed in the risk presentation) or any matter not expressly drawn to our attention.

Each renewal invitation is made on the basis of the information we have at the time it is issued. We may revise or withdraw it if, before the date your renewal takes effect, any event occurs that gives rise to a claim or alters the material circumstances under this insurance, even if we are notified after your renewal date.

A specimen copy of the policy wording is available on request. You should keep a record (including copies of letters) of all information supplied to us for the purposes of the renewal of this insurance. A copy of the completed application will be supplied on request within a period of three months after its completion.

Data Protection – Privacy Notice

Aviva Insurance Limited is the main company responsible for your Personal Information (known as the controller).

We collect and use Personal Information about you in relation to our products and services. Personal Information means any information relating to you or another living individual who is identifiable by us. The type of Personal Information we collect and use will depend on our relationship with you and may include more general information (e.g. your name, date of birth, contact details) or more sensitive information (e.g. details of your health or criminal convictions).

Some of the Personal Information we use may be provided to us by a third party. This may include information already held about you within the Aviva group, information we obtain from publicly available records, third parties and from industry databases, including fraud prevention agencies and databases.

This notice explains the most important aspects of how we use your Personal Information, but you can get more information by viewing our full privacy policy at aviva.co.uk/privacypolicy or requesting a copy by writing to us at: The Data Protection Team, Aviva, PO Box 7684, Pitheavlis, Perth PH2 1JR. If you are providing Personal Information about another person you should show them this notice.

We use your Personal Information for a number of purposes including providing our products and services and for fraud prevention.

We also use profiling and other data analysis to understand our customers better, e.g. what kind of content or products would be of most interest, and to predict the likelihood of certain events arising, e.g. to assess insurance risk or the likelihood of fraud.

We may carry out automated decision making to decide on what terms we can provide products and services, deal with claims and carry out fraud checks. More information about this, including your right to request that certain automated decisions we make have human involvement, can be found in the “Automated Decision Making” section of our full privacy policy.

We may process information from a credit reference agency, including a quotation search where you are offered an Aviva credit payment facility. More information about this can be found in the “Credit Reference Agencies” section of our full privacy policy.

We may use Personal Information we hold about you across the Aviva group for marketing purposes, including sending marketing communications in accordance with your preferences. If you wish to amend your marketing preferences please contact us at: contactus@aviva.com or by writing to us at: Aviva, Freepost, Mailing Exclusion Team, Unit 5, Wanlip Road Ind Est, Syston, Leicester, LE7 1PD. More information about this can be found in the “Marketing” section of our full privacy policy.

Your Personal Information may be shared with other Aviva group companies and third parties (including our suppliers such as those who provide claims services and regulatory and law enforcement bodies). We may transfer your Personal Information to countries outside of the UK but will always ensure appropriate safeguards are in place when doing so.

You have certain data rights in relation to your Personal Information, including a right to access Personal Information, a right to correct inaccurate Personal Information and a right to erase or suspend our use of your Personal Information. These rights may also include a right to transfer your Personal Information to another organisation, a right to object to our use of your Personal Information, a right to withdraw consent and a right to complain to the data protection regulator. These rights may only apply in certain circumstances and are subject to certain exemptions. You can find out more about these rights in the “Data Rights” section of our full privacy policy or by contacting us at dataprt@aviva.com

Fraud prevention and detection

In order to prevent and detect fraud we may at any time:

- Share information about you with other organisations and public bodies including the Police;
- Undertake credit searches and additional fraud searches;
- Check and/or file your details with fraud prevention agencies and databases, and if you give us false or inaccurate information and we suspect fraud, we will record this.

We and other organisations may also search these agencies and databases to:

- Help make decisions about the provision and administration of insurance, credit and related services for you and members of your household;
- Trace debtors or beneficiaries, recover debt, prevent fraud and to manage your accounts or insurance policies;
- Check your identity to prevent money laundering, unless you provide us with other satisfactory proof of identity;
- Check details of job applicants and employees.

Claims history

- Under the conditions of your policy you must tell us about any insurance related incidents (such as fire, water damage, theft or an accident) whether or not they give rise to a claim. When you tell us about an incident we will pass information relating to it to a database.
- We may search these databases when you apply for insurance, in the event of any incident or claim, or at time of renewal to validate your claims history or that of any other person or property likely to be involved in the policy or claim.

We can supply on request further details of the databases we access or contribute to. If you require further details please contact us.

Choice of Law

The appropriate law as set out below will apply unless you and the insurer agree otherwise:

1. The law applying in that part of the UK, Channel Islands or Isle of Man in which you normally live or (if applicable) the first named policyholder normally lives; or
2. In the case of a business, the law applying in that part of the UK, Channel Islands or Isle of Man where it has its principal place of business; or
3. Should neither of the above be applicable, the law of England and Wales will apply.

If You Have a Complaint

We hope that you will be very happy with the service that we provide. However, if for any reason you are unhappy with it, we would like to hear from you. In the first instance, please write to or telephone your insurance advisor or usual Aviva contact. Aviva is covered by the Financial Ombudsman Service. If you have complained to us and we have been unable to resolve your complaint, you may be entitled to refer it to this independent body. Following the complaints procedure does not affect your right to take legal action.

Telephone Call Charges and Recording

Calls to 0800 numbers from UK landlines and mobiles are free. The cost of calls to 03 prefixed numbers are charged at national call rates (charges may vary dependent on your network provider) and are usually included in inclusive minute plans from landlines and mobiles. For our joint protection telephone calls may be recorded and/or monitored.



Risks situated within the UK and other countries excluding the EEA are underwritten by Aviva Insurance Limited. Registered in Scotland, No. 2116.
Registered Office: Pitheavlis, Perth PH2 0NH. Authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority and our firm's reference number is 202153.

Risks situated within the EEA are underwritten by Aviva Insurance Ireland Designated Activity Company. Aviva Insurance Ireland Designated Activity Company, trading as Aviva, is regulated by the Central Bank of Ireland. Our firm's reference number is No. C171485. A private company limited by shares. Registered in Ireland, No. 605769. Registered Office: Cherrywood Business Park, Dublin, Ireland D18 W2P5. Registered UK Branch Address: 80 Fenchurch Street, London EC3M 4AE. UK Branch authorised by the Prudential Regulation Authority. Subject to regulation by the Financial Conduct Authority (FCA reference No. 827591) and limited regulation by the Prudential Regulation Authority. Details about the extent of our regulation by the Prudential Regulation Authority are available from us on request.