

DIRECTORS' & OFFICERS' MANAGEMENT LIABILITY & COMPANY REIMBURSEMENT INSURANCE

Why D&O Protection?

- Nowadays the roles of company directors and officers have become more challenging in view of the increasingly demanding responsibilities, litigation pressure and regulatory requirements.
- Company directors and officers carry personal responsibility and liability for their acts and omissions.
- Directors and officers today are facing heavier responsibilities and more stringent regulatory requirements. They need assurance of cover to protect them against the financial burden of litigation, damage to their reputation and loss of personal assets.
- Cover for legal costs and expenses is important as litigation involving company directors and officers is often complex and expensive. It is imperative that they have access to specialised and quality legal representation to safeguard their interests in the most effective way.
- Raheja QBE's Directors & Officers' (D&O) Management Liability Insurance is the solution that provides company directors and officers with the confidence to deal with the challenges of business. Should they be faced with civil litigation or criminal prosecution, they can rest assured that QBE can afford them assistance and protection

Scope of Cover

This Policy protects company directors and officers against liability for their wrongful act or omission committed in their capacity as company directors or officers, including but not limited to:

- Wrongful act or omission
- Misleading statement/Misstatement
- Misrepresentation
- Breach of trust
- Breach of duty or breach of warranty of authority
- Unlawful default including
 1. compensatory damages awarded against the company directors and officers
 2. out-of-court settlements
 3. defense costs and expenses, and
 4. costs of appointing legal expertise.

Automatic Policy Extensions

- Advance Payment of Defense Costs
- Blanket Subsidiary Cover
- Emergency Costs
- Employment Practices Liability.
- Health and Safety Defence Costs
- Intellectual Property

RAHEJA QBE GENERAL INSURANCE COMPANY LIMITED

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Corporate Identity Number: U66030MH2007PLC173129 IRDA Reg. No. 141

UIN NO. IRDAN141P0006VO1201011

- Libel and Slander
- Official Investigations and Enquiries
- Previous Securities Offering
- Retired Director or Officer Cover
- Severability and Non-Imputation.
- Significant Change

Optional Extensions

- Additional Limit for Non-Executive Directors
- Compensation for Court Costs
- Continuous Cover
- Extended Reporting Period
- External Position
- Extradition Proceedings
- Pollution
- Prospectus Liability for Current or Future Offerings
- Entity Protection for Critical Occurrences
- Entity Protection for Employment Related Matters
- Entity Protection for Securities Claims

Exclusions

Please note that this Policy does not cover:

- Prior or Pending Litigation
- Actions by Substantial Shareholders
- Absolute Asbestos
- Bodily Injury / Property Damage
- Employee Benefit Trustees
- External Positions
- Insured vs. Insured
- Professional Services
- Terrorism
- Total Pollution
- Unscrupulous Behaviour
- War

Who may claim against Directors & Officers?

- **Shareholders** - Individual shareholders may bring personal action against individual company directors & officers as a result of wrongful act or omission
- **Employees** - For employment related matters such as unfair dismissal, unlawful discrimination, sexual harassment, or mismanagement or unfair administration of superannuation funds
- **Regulatory Authorities** - Investigation, inquiry or prosecution by regulatory bodies such as the SEBI, Revenue Department etc.
- **Customers** - For misrepresentations made in advertising material or alleged deceptive trade practices.
- **Creditors** - For continuing to trade whilst the company is insolvent. In addition, creditors may bring civil actions alleging illegal payment of dividends if the company has distributed dividends to shareholders.
- **Competitors** - For defamation or misleading advertising that unfairly compares the company's product to that of the competitors. A competitor whose copyright has been infringed may bring a civil action as well.

Dispute Resolution

Raheja QBE will take all steps to settle your Claim in accordance with Policy terms and conditions. However, since the Policy does not cover all eventualities, there may be disagreement on settlement of the Claim.

For resolution of such disputes RQBE has developed an elaborate Grievance Redressal mechanism.

At your request, the Claim will be considered afresh by the Grievance Committee of RQBE. If you are not satisfied with the decision of the Grievance Committee you may refer your case to the Insurance Ombudsman. Please call RQBE offices to obtain details of the Insurance Ombudsmen.

Disclaimer:

This Product Information Statement is intended to facilitate an easier understanding of the policy terms, conditions and exclusions. It only gives a summary of the significant benefits and risks associated with this product. This Product Information Statement is not a legal contract and does not describe the entire terms, conditions and exclusions of the Policy. The Policy represents the legal contract between yourself and Raheja QBE General Insurance Co. Ltd and should be seen for complete details.

If you need any clarification on coverage please call your nearest RQBE office or your insurance advisor.

SECTION 41 OF INSURANCE ACT, 1938

No person shall allow or offer to allow either directly or indirectly as an inducement to any person to take out or renew or continue an insurance in respect of any kind of risk relating to lives or property in India, any rebate of whole or part of the commission payable or any rebate of the premium shown on the policy, nor shall any person taking out or renewing or continuing a policy accept any rebate except such rebate as may be allowed in accordance with the published prospectuses or tables of the Insurer.

Any person making default in complying with the provisions of this section shall be punishable with fine, which may extend to Five Hundred Rupees.

Insurance is the subject matter of solicitation.