

# **IFFCO-TOKIO General Insurance Company Limited**

## DIRECTORS & OFFICERS LIABILITY AND COMPANY REIMBURSEMENT LIABILITY INSURANCE POLICY

### **PROPOSALFORM**

PROPOSER DETAILS													
1.	Name of Company												
2.	Address of Head Office												
3.	Country of Registrations		•										
4.	a) How long has the Company continually carried on business?												
	b) State business activities of the Company and its subsidiaries?												
5.	During the last five years has:												
	a) The name of the Parent Company changed?							Y	es		N	0	
	b) Any acquisition or merger taken place?							Y	es		N	0	
	c) Any Subsidiary company been sold or ceased trading?							Y	es		N	0	
	d) The capital structure of the Parent Company changed? If 'yes' please give details.							Y	es		N	0	
								•					
6.	a) Has the Company any acquisition, tender offer or merger pending or under consider	ratio	on					Y	es		N	0	
	b) Is the Company aware of any proposal relating to its Acquisition by another company	ny?						Y	es		Ż	0	
	c) Is the Company intending a new public offering of Securities within the next year in India, or elsewhere?							Y	es		N	0	
7.	Is the Company												
	a) Private?							Yes			N	0	
	b) Public?							Y	es		N	0	
	c) Listed on any Indian stock exchange?							Y	es		N	0	
	d) Listed on foreign stock exchange?							Y	es		N	0	
	Please Specify												
	e) Listed on the Unlisted Securities Market?							Y	es		N	0	
	f) Traded in any other way?							Y	es		N	0	
8.	Please list												
	a) Total number of shareholders												
	b) Total numbers of shares issued												
	c) Total number of shares held by Directors and Officers (both direct and beneficial)												
	d) All holdings representing 15% or more of the Ordinary Share Capital of the Company giving the holder and the percentage held by each.												
9.	Please give details of any change to the list of Directors and Officers given in the Company's last Report and Accounts.												

10.	Give complete list of all subsidiary companies including country of registration and percentage owned by Parent Company other than those shown in the last Report and Accounts.									
11.	Does the Company or any Director or Officer have Directors 8 If 'yes' please state:	& Officers Liab	ility Insu	irance curre	ntly in force?		Yes		No	
	a) Insurer									
	b) Indemnity Limit									
	c) Expiry Date	DD /MM/ YY	///							
12.	Has the Company ever had any Insurer decline a proposal or			new a Direc	ctors & Office	rs	Yes		No	
	Liability Insurance? If 'yes' please give details						. 00			
	RTH AMERICAN COVER							_		
	stions 13, 14, 15 and 16 are to be completed only if cover is ns made elsewhere arising out of the company's operation					te of Ame	erica or	· Can	ada or	
13.	Please give the total gross assets of the Group in North America									
14.	Please list those subsidiaries in North America that are not wholly owned together with Company's percentage interest in each									
	b) For each company – who owns the minority stock?									
15.	a) Does the Company or any of its subsidiaries have any stoc	k, shares or d	lebentur	es in North	America?		Yes		No	
	i) On what date was the last offer/tender/issue made?	DD /MM/ YY	YY			•	•			
	ii) Was the Offer subject to The United States Securities A 1934 and/or any amendments thereto?	Act of 1933 an	nd/or The	Securities	Exchange Ad	et of	Yes		No	
	iii) If any stocks or shares are traded in form of ADR's ple	ase advise:								
	(a) Whether they are sponsored or un-sponsored?									
	(b) The percentage traded as a total of issued share	capital?								
	(c) The number of ADR shareholders?									
	b) Does the Company or any of its subsidiaries have any debt America? If 'yes' please give details.	t Instruments of	or comm	ercial pape	r in North		Yes		No	
16.	Has a 20-F filing been made to the USA regulatory authorities If not applicable please confirm details.	S.					Yes		No	
CLA	IMS INFORMATION									
17.	Have claims ever been made against any past or present Dire	ector or Office	r of the (	Company or	its subsidiari	es?	Yes		No	
	If 'yes' please give details.									
18.	Is the Proposer aware, after enquiry, of any circumstances or please give details.	Incident which	h may gi	ve rise to a	claim? If 'yes	,	Yes		No	
IND	EMNITY LIMIT									
19.	Amount of Indemnity required									$\equiv$
	A 54-11-1									

### **EMPLOYMENT PRACTICE LIABILITY**

20.	Do you require Employment Practice Liability cover. If 'yes' please complete question 21-27 on the supplementary Sheet attached. These question form part of the proposal Document.								No			
EMF	EMPLOYMENT PRACTICES LIABILITY											
Ques	stion	s 21-27 are only to be completed if cover is required in res	spec	t of e	mployment practice	Liability						
21.		Does the proposer have a Human Resource Department? If 'yes', how many employees are there in this department? If 'no', how is the function handled?										
	department. If no, now is the function mandred:											
22.		How many officers and other employees have resigned, been terminated (with or without cause) or have taken early retirement within the last 24 months:										
	a) E	a) Employees b) Officers										
23.	a) D	a) Does the Proposer have a written human resources manual or equivalent written management guidelines.										
	b) Please tick box if the manual/guidelines indicate a Policy on procedures with respect to the following events:											
-	Written application for employment     Confidential treatment of Medical examinations											
		Legally prohibited discrimination		• ;	Sexual harassment							
	Compliance with statutes     Employee disciplinary actions											
		<ul> <li>Redundancies, termination of Employment and early Retirement</li> </ul>		•	Employee out-patient s	services						
		Employee appraisals/reviews										
		lease tick relevant box(es) if decisions regarding these events department, legal department, or outside legal adviser.	are a	alway	s subject to prior revie	w by the Propose	r' humar	reso	ources			
		Individual decisions are always reviewed by:										
					Human resource	Legal Dept	ex	tern	al I egal			
	Human resource Legal Dept. external L Dept. adviso											
	Written application for employment											
		Confidential treatment of medical Examinations										
		3. Legally prohibited discrimination										
		4. Sexual harassment										
		5. Compliance with statutes										
		6. Employees disciplinary actions										
	7. Redundancies, termination of Employment and early retirement											
		8. Employee out-placement services										
	9. Employee appraisals/reviews											
-	d)	Does the Proposer have an employee handbook which is distrif 'yes', please attach such handbook to this proposal	ibute	d to	all employee	_	Yes		No			
24.	Is the Proposer currently undergoing, or does the Proposer contemplate undergoing during the next 12months, any from ant type of company restructuring office, plant, or store closure? If 'yes', please attach full details.											
25.	Please provide on a separate attachment full details of all wrongful termination, discrimination and sexual harassment claims made against the proposer of any of its directors, officers or employees during the five years including amounts of any judgments or settlements and costs of defence? If no such claim, please tick on NO.											
26.	adm	Please provide on a separate attachment full details of all inquiries, investigation, grievances filings or other administrativehearingspreviouslyfiledwithorcurrentlybeforeanylocalorgovernmentagencygoverningemployer responsibility to employees.										
27.	Are there now or have been any employment practices claim(s) against the proposer or any of its subsidiaries?  Yes  No  If 'yes', please give details.											

### SIGNING THIS PROPOSAL DOES NOT BIND THE PROPOSER TO COMPLETE THIS INSURANCE.

### **DECLARATION**

I/We the undersigned, declare on behalf of the Proposer and acting as the sole agent of all directors and officers that to best of my/our knowledge and belief the statements set forth herein are true and correct, and agree that this proposal and any supplementary information requested by the Company and furnished in connection herewith shall form the basis of and be incorporated into any Contract of Insurance which may be concluded between the proposer and the Company.

I/We undertake to inform the Company of any material alteration to these facts occurring before completion of the Contract of Insurance.

Signed	
Title	(To be signed by Chairman/Chief Executive Officer)
Company	
Date	DD /MM/YYYY

### PLEASE ENCLOSE WITH THIS PROPOSAL FORM

- The last three Annual Reports and Accounts for the Company
- If the Annual Reports are not prepared on a consolidated basis, the annual Reports of all subsidiaries list edin the Subsidiary enclosure.
- The last two interim Statements (if applicable)
- A copy of any provision under which the directors and officers may be indemnified.
- Any offer Documents/Listing particulars published in the last 12months.

### **PROHIBITION OF REBATES**

### SECTION 41 OF THE INSURANCE ACT 1938 PROVIDES AS FOLLOWS:

- 1. 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 the whole or part of the commission payable or any rebate of the premium shown on the policy except such rebate as may be allowed in accordance with the published prospectus or tables of the insurer.
- 2. Any person making default in Company with the provisions of the section shall be punishable with fine which may extend to ten lacs rupees.

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