

CNA Management and Professional Liability

Small Cap Public Company Endorsement

Overview:

- Available to all qualifying publicly-traded companies with a market capitalization of \$1 Billion or less
- Includes Directors and Officers coverage extensions designed specifically for Small Cap clients
- Can be added to CNA's Management Liability Solutions policy for no additional premium

Coverage Extensions:

- Investigative Costs sublimit up to \$250,000 for Shareholder Derivative Demands
- Independent Directors only excess limit of \$1,000,000 automatically included; additional limit options up to \$5,000,000 are available

Expanded Definitions:

- Application definition - limits reliance on public documents to within the past 12 months
- Expanded Not-For-Profit Outside Entity definition - includes 501(c)(3)(4) and (10)

Amended Exclusions:

- Conduct exclusions - triggered by final adjudication and do not apply to defense costs
- Conduct exclusions - full severability for Insured Persons, imputation of the Entity limited to key personnel
- Personal profit exclusion - does not apply to violations of Section 11 or 12 of the Securities Act of 1933
- Insured vs. Insured exclusion - includes carve backs for Whistleblower Activity and Securities Claims brought by Employees

Broadened Terms and Conditions:

- Policy is fully non-rescindable
- Notification of Claims extended to 90 days after policy expiration and knowledge limited to Risk Manager, CFO or General Counsel
- Bilateral provision to elect Extended Reporting Period
- Full severability of Application for Insured Persons, imputation of the Entity limited to CEO, CFO or General Counsel
- Automatic acquisition threshold increased to 20% of combined total assets
- CNA may not subrogate against an Insured unless one of the conduct exclusions applies
- Automatic one year renewal provision with 10% maximum premium increase, subject to certain conditions and limitations

For more information:

Thor Beveridge
1249 South River Road
Cranbury, NJ 08512
(609) 395-4225
thor.beveridge@cna.com

Tim Haggerty
1249 South River Road
Cranbury, NJ 08512
(609) 395-4242
timothy.haggerty@cna.com

Joe Kelly
333 South Wabash Avenue
Chicago, IL 60604
(312) 822-4409
joseph.kelly@cna.com

