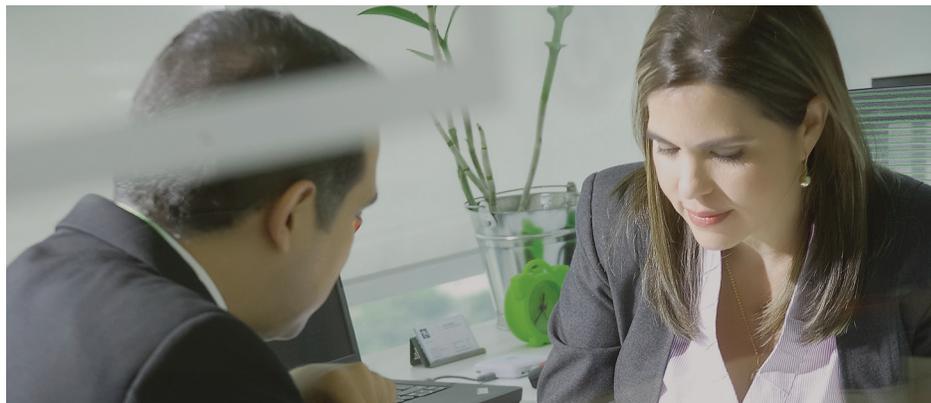


Directors & Officers and Entity Liability Insurance

We know you're moving fast...and it's tough out there.
We have your back.

CHUBB®



Even privately owned companies and their executives can be sued over their decisions. The truth is your company and your top leadership may be sued over their management decisions by a variety of plaintiffs, including competitors, customers, suppliers, regulatory agencies, shareholders, creditors, lenders, and employees. That's why Chubb created ForeFront Portfolio Directors & Officers and Entity Liability Insurance specifically for private companies like yours.

Why Your Company Needs Directors & Officers (D&O) Liability Insurance

- Not only shareholders sue. The most likely plaintiff against a private company or its executives is a customer, followed by a government agency or vendor.
- D&O liability insurance helps fill coverage gaps that may exist in your general liability and umbrella policies, which don't cover consequential financial loss arising from bodily injury, property damage, personal injury or advertising injury.

- With the pace of business today, you move fast. When you hire key employees away from competitors, you could be vulnerable to "bet the company" litigation. You may face exposure to allegations of breach of contract, theft of trade secrets, or unfair competition.
- Private placements are an increasingly popular means of raising capital. Even if your securities are exempt from registration, you may still be sued for misrepresentation and other securities violations.
- You may not always be able to help protect your executives when they are sued. What if the law imposes restrictions on your company's indemnification of its executives? What if your company becomes financially insolvent? Without D&O liability insurance, the personal wealth of your directors and officers could be at risk.
- A D&O lawsuit can be costly.

ForeFront Portfolio

ForeFront Portfolio Directors & Officers and Entity Liability

Insurance highlights:

Chubb has the duty to defend, providing you with access to law firms and counsel experienced in general contract and commercial litigation.

- 100% defence costs coverage is available in most circumstances for covered claims.
- Automatic private placement coverage.
- Automatic coverage for acquisitions without a reporting threshold.

ForeFront Portfolio Directors & Officers and Entity Liability Insurance

Responses to allegations including:

- Wrongful interference with a contract.
- Unfair trade practices.
- Consumer protection violation.
- Mismanagement and breach of fiduciary duty.
- Securities fraud in connection with private placements.
- Misrepresentation in the sale of part or all of your company.
- Failure to deliver services.
- Regulatory actions brought by governmental agencies.
- Self-dealing and conflicts of interest.

And Insures:

- Your executives, your employees and your company.
- Members of your advisory board, board of managers or management committee.
- Executives' and employees' spouses and domestic partners for such insured persons' wrongful acts.

With Additional Advantages:

- Our private company underwriters are positioned throughout Canada and are experienced in a broad spectrum of industries.

- Chubb also offers a globally integrated D&O liability insurance solution. Chubb does business in over 170 countries worldwide

Key Features

Chubb's ForeFront Portfolio Directors & Officers and Entity Liability Insurance offers some of the broadest coverage available in the marketplace, including the following:

- Enhanced reporting provision when renewed with Chubb.
- Guaranteed IPO quotation including coverage for road show presentations.
- Coverage continues for prior acts for sold subsidiaries, whether sold before or during the policy period.
- Coverage continues through reorganization until your parent organization emerges from bankruptcy.
- Coverage for executives and employees for civil fines and civil penalties where insurable, including *Corruption of Foreign Public Officials Act* civil penalties.

Why ForeFront Portfolio?

- A long-time leader in providing insurance to private companies, Chubb created ForeFront Portfolio Directors & Officers and Entity Liability Insurance as one of a suite of nine insurance solutions under ForeFront Portfolio.
- The coverage parts in ForeFront Portfolio work as standalone policies or seamlessly together in order to minimize gaps and reduce overlaps in insurance coverage.

Why Chubb?

- For over 30 years, we've devoted ourselves to helping to protect private companies like yours. We were a pioneer in providing privately owned companies with an integrated insurance solution to address their professional and management liability exposures.
- We cultivate a deep understanding of private company needs through the biannual Chubb Private Company Risk Survey, the only survey of its kind in the industry.
- Our reputation for fair claims handling and superior service offers you additional peace of mind.
- Our financial stability and ability to pay claims rate among the best in the insurance industry.

Contact Us

For more information, contact your insurance broker or visit us online at Chubb.com/ca.

Chubb. Insured.SM

Chubb is the marketing name used to refer to subsidiaries of Chubb Limited providing insurance and related services. For a list of these subsidiaries, please visit our website at www.chubb.com. In Canada, Chubb operates through Chubb Insurance Company of Canada and Chubb Life Insurance Company of Canada. All products may not be available in all Canadian jurisdictions. In the United States, insurance is provided by ACE American Insurance Company and its U.S. based Chubb underwriting company affiliates. This communication contains product summaries only. Coverage is subject to the language of the policies as actually issued. Chubb is the world's largest publicly traded property and casualty insurance group. With operations in 54 countries, Chubb provides commercial and personal property and casualty insurance, personal accident and supplemental health insurance, reinsurance and life insurance to a diverse group of clients. Chubb Limited, the parent company of Chubb, is listed on the New York Stock Exchange (NYSE: CB) and is a component of the S&P 500 index.