



Directors' & Officers' Liability Insurance

Recent changes to the Listing Rules from the Hong Kong Stock Exchange impose greater accountability on (and greater legal exposure to) directors of Hong Kong listed companies. As a result of these changes, directors have a specific responsibility to take an active interest in the company's affairs with the sufficiency of their time commitment being regularly reviewed.

Actions against directors and professionals can seriously damage a company and irreparably damage an individual's own career. Even unfounded allegations can be extremely stressful, expensive and time consuming to defend.

D&O Liability Insurance are offering wide insurance coverage to directors and officers at board, board committee and management level for the legal and regulatory exposures they face.

Who is Insured?

Directors, officers & employees of publicly & privately owned companies, including:

- Definition of directors or officers covers all types of past, present and future directors (executive and non-executive) and officers.
- Managerial and supervisory employees
- All employees for employment related wrongful acts
- Trustee
- Outside Directors
- Shadow directors
- Spouse

What is covered?

- **Investigation** — includes regulatory inquiries by governmental, regulatory, self-regulatory, professional, trade or official bodies or institutions including monetary authorities or stock exchanges.
- **Legal Representation Expenses** — expressly includes costs of preparing for the attendance at or provision of documents to an investigation.
- **Outside Directorship Liability** — extends to any qualifying outside entity on an automatic basis, otherwise cover can be provided with Insurers' consent.
- **Civil Fines and Penalties** — new extension providing cover for fines or penalties on a worldwide basis.
- **Occupational Health & Safety, Corporate Manslaughter Cover** — cover available for Defence Costs, Legal Representation Expenses, Prosecution and Reputation Protection Costs and Crisis Expenses incurred in the defence of an OH&S claim.
- **Prosecution and Reputation Protection Costs** — covers the Insured Person's costs in overturning disqualification orders; charges on their assets or orders confining them. Additionally, covers public relations costs in mitigating any negative statements made about a director or officer by specific bodies. Subject to a sub limit.
- **Insured Person's Tax Liability Cover** — new extension that covers the Insured where he is held liable for the unpaid taxes of a financially impaired Organisation.
- **Dedicated Additional Limit of Liability for Directors & Officers** — a discrete limit for directors and officers in addition to the limit of the policy.
- **Retired Directors and Officers** — are covered for at least 7 years for no additional premium when certain conditions are met.
- **Crisis Expenses** — covers any public relations, crisis management or executive search expenses incurred due to a Claim, Investigation, the disability, death or resignation of key directors and officers and a number of other perils
- **Bail Bond & Civil Bond Expenses** — expressly covered.



WHY COMPANIES CHOOSE GUOTAI JUNAN AS INSURANCE BROKER

You can be sure that you have a dedicated partner in Guotai Junan. Guotai Junan has led the trend in the industry with a strong innovation capacity, with an extensive network of business and a full range of services. Through its insurance consultant role in financial service department, Guotai Junan offers:

Experience and expertise – our staffs have more than 25 years experience in advising the complex risks of corporate business leaders and our broad network presence means a company's management leadership has a trusted ally no matter what kind of business nature they are.

Innovation – we work closely with over 30 insurance companies and we are regularly reviewed with them to ensure their products ensure they address current issues and customer needs.

Claims philosophy of fairness – our claims professionals are highly seasoned in Directors & Officers' liability matters and are committed to a high level of professionalism, open dialogue and experienced to handle disputes with insurers.

