



AXIOM KEYSTONE MANAGEMENT LIABILITY POLICY

Summary of Cover

This summary contains limited information and does not form part of the policy. For the full terms, conditions, limitations, warranties and exclusions please refer to the policy document. A copy policy is available on request. It is important that you read and understand the policy documents.

Insurance Provider

This insurance is underwritten and provided by Arch Insurance Company (Europe) Ltd. Registered in England and Wales, company registration number 4977362, authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority.
Registered Office: 5th Floor, Plantation Place South, 60 Great Tower Street, London EC3R 5AZ

The Arch Management Liability policy is available to UK registered private limited commercial SME companies (assets and turnover typically less than GBP 100m) but excluding professional sports clubs or any company whose activities are regulated by the Financial Conduct Authority.

Coverage Sections

- Management Liability
- Corporate Legal Liability
- Corporate Employment Practice Liability
- Employment Dishonesty

Stand Alone Limits

Each section has its own aggregate limit of indemnity for the period of insurance. However in the event of the exhaustion of the limit for the Management Liability Section, Insurers may reinstate the full limit twice, for no additional premium.

Features and Benefits

Management Liability Cover Section

- Legal costs and expenses, awards and settlements
- Any claim (including employment claim) or regulatory action brought against any past, present or future director, officer or employee
- Costs and expenses for defence of a legal action
- Costs and expenses of representing any director, officer or employee at an official investigation
- In the event of limit exhaustion, two automatic single reinstatements may be granted, at no additional cost
 - 10 year 'run-off' cover for retired directors
- Automatic cover for newly created/acquired subsidiary companies
- Cover for outside directorships
- Costs of extradition proceedings
- Nil deductible

Sub-Limits for the following extensions;

- *Emergency costs and expenses
- *Mitigation of loss costs
- *Assets and liberty costs
- *Bail Bond & Civil Bond Expenses
- *Damage to reputation costs
- *Court compensation costs
- *Tax liability
- *Bribery
- *Civil fines and penalties (where permitted by law)
- *Deprivation of assets
- *Pre-Investigation costs
- *Cyber privacy and confidentiality

Corporate Legal Liability Cover Section

- Legal costs and expenses, awards and settlements for any claim or regulatory action brought against the company
- The limit of Indemnity will automatically be 100% of the management liability cover section each and every loss and in the aggregate
- Nil deductible (unless endorsed otherwise)

- Sub-Limits for the following extensions;

- Emergency costs and expenses
- Mitigation of prevention costs
- Identity fraud
- Damage to reputation costs
- Court compensation costs
- Pension administration cover
- Bribery
- Contractual Liability

Corporate Employment Practice Liability Cover Section

- Legal costs and expenses, awards and settlements for any employment claim brought against the company.
- Costs and expenses of representing any director, officer or employee at an official employment tribunal or investigation.

- The limit of Indemnity will automatically be 50% of the management liability cover section each and every loss and in the aggregate
- Deductible of GBP 2,500 each and every claim

Employee Dishonesty Cover Section

- Cover for direct financial loss sustained by the company as a direct result of employee dishonesty
- The limit of Indemnity will be set at GBP 75,000 each and every loss and in the aggregate
- Deductible of GBP 2,500 each and every claim

Principal Exclusions

Management Liability Cover Section

- Prior and pending litigation
- Bodily injury or property damage
- Fraud, dishonesty or deliberate criminal conduct
- Pension schemes
- Claims notified under a previous insurance
- Sanctioned territories
- Public Offerings
- Pollution (other than defence Costs)

Corporate Legal Liability Cover Section

- Prior and pending litigation
- Bodily injury or property damage
- Fraud, dishonesty or deliberate criminal conduct
- Pension schemes
- Claims notified under a previous insurance
- Sanctioned territories
- Private and Public Offerings
- Pollution (other than defence Costs)
- Professional Services
- Employment claims
- Tax
- Infringement of patent and copyright
- Competition
- Claims from shareholder with over 20% interest

Corporate Employment Practice Liability Cover Section

- Prior and pending litigation
- Bodily injury or property damage
- Fraud, dishonesty or deliberate criminal conduct
- Contractual liability (sub-limited to 10% of limit)
- Claims notified under a previous insurance
- Sanctioned territories
- Private and Public Offerings
- USA Exclusion (may be deleted in light of full information)
- Collective bargaining
- Employee Benefits

Employee Dishonesty Cover Section

- Prior discovery
- Acts that occur after discovery
- Fees, costs and expenses incurred in establishing the loss
- Contractual liability
- Claims from employees who own more than 10% of company shares
- Intellectual property
- Inventory computation
- Indirect or consequential loss
- Loss of income
- Sanctioned territories

Cancellation Rights

Arch may cancel the policy by giving 15 days notice in the event of non-payment of premium.

Claims Handling

The Insured shall as soon as practicable give written notice of any Claim or circumstances that are likely to give rise to a Claim and shall cooperate with the Insurer and give such additional information as the Insurer may reasonably require

All such notices must be made in writing to the Insurer c/o Triton Global Limited, 5th Floor Minster House, 42 Mincing Lane, London EC3R 7AE and marked for the attention of the Claims Director.

Telephone: 0333 010 0000

www.triton-global.com

Complaints Procedure

It is Arch's intention to provide an excellent service to all of its policyholders. However, Arch recognises that there may be occasions when you feel that this has not been achieved. If you are unhappy with any aspect of the service that you receive, please contact either your usual insurance adviser or:

The Complaints Manager
Arch Insurance Company (Europe) Limited
5th Floor
Plantation Place South
60 Great Tower Street
London
EC3R 5AZ

Telephone: +44 (0)20 7621 4500

Email: complaints@archinsurance.co.uk

Please state the nature of your complaint, and, if applicable, the policy and/or claim number, the name of any claim handling organisation with which you have been dealing and its reference number.

- Arch will aim to issue an acknowledgement of the complaint within 24 hours, outlining the action which it will take and the anticipated timeframe.
- Arch will investigate the complaint and communicate its final response within 8 weeks.

If you remain dissatisfied after our response, and you are an "eligible complainant" as defined by the rules of the Financial Services Authority, you may seek assistance from:

The Financial Ombudsman Service
South Quay Plaza, 183 Marsh Wall, London E14 9SR
Tel: 0800 023 4567
Email: complaint.info@financial-ombudsman.org.uk
Website: www.financial-ombudsman.org.uk

The existence of this complaints procedure does not affect any right of legal action you may have against Arch Insurance Company (Europe) Limited.

About Arch

Arch Capital Group Ltd. (Arch Capital or ACGL), a Bermuda public limited liability company, writes insurance and reinsurance on a worldwide basis through operations in Bermuda, the United States, Canada, Europe, Australia and South Africa, with a focus on specialty lines.

Our current operations were launched from an underwriting initiative in October 2001 to meet demand in the global insurance and reinsurance markets. The combination of our underwriting platform, experienced management team and our strong capital base have enabled us to establish a prominent presence in the global insurance and reinsurance markets. Our businesses are divided into three platforms: Insurance, Reinsurance and Mortgage.

EUROPE

Arch Insurance Europe underwrites specialty lines business through two platforms from its base in London.

ARCH INSURANCE COMPANY (EUROPE) LIMITED

Through independent brokers, we provide specialised property and liability insurance programmes to a wide range of industrial and commercial companies and financial institutions. With strong financial strength ratings, we represent a stable alternative for brokers and customers.

ARCH SYNDICATE 2012

Arch Syndicate 2012 is managed by Arch Underwriting at Lloyd's Ltd, a Lloyd's managing agent. Our stamp capacity is £200 million for the 2014 year of account. We are located at Lloyd's Box C203 on Gallery 2.

Agency Ratings for financial strength as at 31 December 2014;

A+ Standard & Poor's
A+ Fitch
A1 Moody's
A+ A.M. Best

This document only provides a summary of the cover, for full terms and conditions please refer to the policy wording, a copy of which is available on request

For further information please contact;

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