

GENERAL INFORMATION

Name of Applicant/Company:		ASX Code:
ABN:		
Date Business Established:		
Country of Registration:		
Address:		
Website (if applicable):		
Contact Number:		

Please provide a breakdown of employees by State, Territory or Overseas including all directors (For calculating Stamp Duty):

WA	QLD	VIC	NSW	SA	TAS	ACT	NT	OVERSEAS

If Overseas, please state which countries

Subsidiary Companies to be covered

(Please list all subsidiaries or attach an organizational chart if applicable)

Name	Operation	% Owned	Date acquired or created	Country of Incorporation

OPERATIONS

1. Please describe the nature of the operations of the Company and its subsidiaries:

OWNERSHIP & CORPORATE GOVERNANCE

2. Are there any **shareholders who own 10% or more** of the Company's issued shares?

Yes

No

If YES, give details and percentage held:

3. Type of Company
- | | |
|-------------------|--------------------------|
| Private, | <input type="checkbox"/> |
| Public Listed, | <input type="checkbox"/> |
| Public Unlisted, | <input type="checkbox"/> |
| Not for Profit, | <input type="checkbox"/> |
| Mutual, | <input type="checkbox"/> |
| Government Owned. | <input type="checkbox"/> |

4. Approximate **percentage of shares held by Directors & Officers** (both directly and indirectly):

5. Is the Company **compliant** with the ASX Corporate Governance Principles and the Best Practice Recommendations, including the requirement to have a securities trading policy to regulate trading in the Company's securities by directors and officers?

Yes No

If NO, please provide details:

6. Does the Company or any of its subsidiaries have any of their stock, shares, debentures issued in the USA or Canada or do they have employees, assets, subsidiary companies domiciled or incorporated in the USA or Canada.

Yes No

If YES, please give details (including equity interests, list of subsidiaries)?

7. Is there any intention for the Company to be acquired by, or merged with, any other entity, or for there to be any other material change in the ownership of the Company (including but not limited to, a management buy-out or an offering of its share capital or securities)?

Yes No

If YES, please give details?

8. During the last (3) years has:

- | | | |
|---|------------------------------|-----------------------------|
| a) The name of the Company changed? | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| b) Any acquisition or merger involving the Company taken place? | Yes <input type="checkbox"/> | No <input type="checkbox"/> |

c) Any Subsidiary of the Company been sold or ceased trading? Yes No

d) The capital structure of the Company changed? Yes No

If the answer to any of the foregoing is "Yes", please provide details:

9. Has the Company issued any prospectus or public offering of securities (including equities, debt, shares, notes, bonds or debentures)?

If "Yes", please provide details

10. Please list:

a) Total number of shareholders: _____

b) Total number of shares issued: _____

c) Total number of shares held by Directors and Officers
(Both Directly & Beneficially): _____

d) All holdings representing 5% or more of the Company's voting
share capital: _____

e) Is the Company a Subsidiary of another Entity? Yes No

11. Have any Directors or Executive Officers of the Company resigned or been replaced in the past 12 months?
Yes No

INTERNAL CONTROLS & CORPORATE GOVERNANCE

12. Has the Company changed its external auditor in the last 3 years or is it intending to change its external auditor in the next 12 months?
Yes No

13. Within the last 12 months has the Company's external auditor noted any material weaknesses or made any recommendations or changes to the Company's system of internal control?
Yes No

14. Has the Company received a modified or qualified opinion from its auditors for its financial statements in the last 3 years?
Yes No

15. Within the last 3 years has the Company had any disputes with its external auditors regarding the internal treatment of financial information or revenue recognition practices?
 Yes No
16. Has the Company ever re-stated its financial results or does it intend to re-state its financial results in the next 12 months?
 Yes No
17. Since the date of the most recent financial statements have there been any developments which have adversely impacted the financial position of the Company?
 Yes No
18. Has the Company ever been queried by ASX relating to its continuous disclosure obligations?
 Yes No
19. Has the Company ever received a query from ASIC in relation to the conduct of its business activities?
 Yes No
20. Within the last 12 months have there been any changes to the structure of the Company's board?
 Yes No

If the answer is "yes" to any of questions 11-20 please provide details in the space below:

If "Yes", please advise who and why

KNOWN CIRCUMSTANCES

21. After enquiry, are any of the Directors or Officers of the Company or its subsidiaries aware of any act, omission, conduct, fact, event, circumstance or matter:
- a) which might reasonably be expected to give rise to a claim or lead to civil or criminal proceedings against any director or officer?
 Yes No
- b) which might reasonably be expected to result in an official investigation, examination, inquiry or other proceedings ordered or commissioned by official body or institution in connection with the affairs of the company, its current or past subsidiaries.
 Yes No
- c) which has been or should have been the subject of any written notice given under any policy or coverage part of which this proposed Directors and Officers insurance is to be a direct or indirect renewal or replacement?
 Yes No

if YES to a, b or c, please provide details.

Fact, Circumstance or Situation	Current Status	Date first became aware	Insurer to whom notified	Date of notification to Insurer

PREVIOUS INSURANCE

22. Do you currently carry Directors' & Officers' Liability insurance?

Yes No

If Yes, please complete	
Name of insurance company	
Limit of Liability	
Policy Expiration Date	
Premium	

23. Has any insurance carrier refused, cancelled or non-renewed any of your policies?

Yes No

CLAIMS KNOWLEDGE

24. Has any claim been made against the Company or any principal, director, consultant or employee in their capacity as a director and officer of the Company or a subsidiary of the Company?

Yes No

If Yes, please provide details

25. Are you or any principal aware of any circumstances or incidences that might give rise to a claim?

Yes No

If Yes, please provide details

26. Have any of the principals, partners, directors, officers or employees of the Company or any of its subsidiaries ever been the subject of any disciplinary proceedings?

Yes No

COVERAGE OPTIONS

27. Limit of Liability

Amount of indemnity required in respect of **Directors' and Officers' Liability** (Side A & B)

\$1mil \$5mil \$10mil \$20mil

ADDITIONAL COVERAGE

28. Company Securities Insurance (Side C)

This is a separate policy designed specifically to cover the Company for claims made against it arising out of the sale or purchase of the Company's securities.

Amount of indemnity required in respect of Company Security Insurance Side C:

\$1mil \$5mil \$10mil \$20mil

OPTIONAL COVERAGE

29. Side A Excess

This is a separate policy to cover the Directors and Officers when not indemnified on a standalone basis.

Would you like a non-binding quotation for this policy? Yes No

30. Employment Practices Liability

This is a separate policy specifically designed to cover the Company and its Directors, Officers and Employees for employment-related claims.

Would you like a non-binding quotation for this policy? Yes No

31. Crime

This is a separate policy which insures the Company against direct financial loss it sustains as a result of theft by employees or other persons.

Would you like a non-binding quotation for this policy? Yes No

32. Does your company have any exposure to **foreign corrupt practices act?**

Yes No

Note:

Please attach a copy of the Company's latest financial statements when returning this completed form.



DIRECTORS' & OFFICERS' LIABILITY PROPOSAL FORM

DECLARATION

We declare that the above answers, statements, particulars and additional information are true to the very best of the knowledge and belief of the Proposer. After full enquiry, we also confirm that we have disclosed all information and material facts that may alter the Underwriters' view of the risk, or affect their assessment of the exposures they are covering under the policy. We understand that all answers, statements, particulars and additional information supplied with this proposal form will become part of and form the basis of the policy.

We acknowledge that we have read and understood the content of the Important Notice contained at the end of this proposal.

We confirm that we are authorised to complete this proposal on behalf of the Company and all subsidiary companies declared in the General Information section of this proposal.

This section of the application must be signed by the Chairman or authorised Officer of the Company.

SIGNATURE

TITLE

Date

NOTE: *This proposal and all exhibits shall be treated in confidence.*

IMPORTANT NOTICES RELATING TO THIS PROPOSAL

Pursuant to the provisions of the Insurance Contracts Act 1984, Underwriters are required to notify you of the following relevant information.

POLICY

This notice refers to a contract of insurance that you have entered into via our company. You should refer to your policy document for the full terms and conditions applicable and you should read them carefully. Should any doubts arise as to the scope of cover provided, please contact us for an explanation.

DUTY OF DISCLOSURE

Eligible contracts (private motor, strata, home, contents, travel, personal accident/disablement)

If the insurer asks you questions that are relevant to their decision whether to insure you and on what terms, you are required to tell the insurer about anything you know and that a reasonable person in the circumstances would include in answering their questions.

At renewal, the insurer may give you a copy of anything you previously told them and ask you to advise them if that information has changed. If they do this, you must tell them about any change or tell them if there is no change. If you don't tell the insurer about a change, the insurer assumes there is no change to this information.

This duty applies until the insurer agrees to insure you. You have the same duty before you renew, extend, vary or reinstate an insurance contract.

All other contracts

Before you enter into an insurance contract, you have a duty to tell the insurer anything that you know, or could reasonably be expected to know, that may affect their decision to insure you and on what terms.

You have this duty until they agree to insure you. You have the same duty before you renew, extend, vary or reinstate an insurance contract.

You do not need to tell the insurer anything that:

- reduces the risk they insure you for; or
- is common knowledge; or
- they know or should know as an insurer; or
- they waive your duty to tell them about.

If you do not tell the insurer something

If you don't tell the insurer something you are required to tell them, they may cancel your insurance contract or reduce the amount they will pay you if you make a claim, or both. If your failure to tell them is fraudulent, they may refuse to pay a claim and treat the contract as if it never existed.

RETAIL CLIENTS

Under the Corporations Act 2001 and associated Regulations Retail Clients are provided with additional levels of protection from other insurance purchases. The Act defines Retail Clients as:

- Individuals or a small manufacturing business employing less than 100 people or any other business employing less than 20 people
- And that are being provided a financial service or product that relates to the following insurance covers:
Motor Vehicle (under 2 tonne), Home building, contents, personal and domestic, Sickness and Accident or Travel, Consumer Credit and other classes as prescribed by regulations.

WHAT ADVICE IS BEING PROVIDED (RETAIL CLIENTS ONLY)

If you are a retail client and a Statement of Advice or Further Information has not been provided with this invoice then the advice that we're giving you related to this transaction is general advice. General advice is advice that has been prepared without considering your current objectives, financial situation and needs. Therefore, before acting on this advice you should consider the appropriateness of the advice having regard to your current objectives, financial situation and needs. Please check the policy Schedule carefully to ensure that the sum insured is adequate and that the cover is appropriate. If the advice provided related to the acquisition or possible acquisition of a new insurance policy you should consider the enclosed PDS prior to making the decision to purchase the product. Information regarding the income we have been paid by the insurer for this transaction is available upon request.

CANCELLATION WARNING (RETENTION OF BROKERAGE AND FEES)

If a cover is cancelled before expiry of the period of insurance, we reserve the right to refund to you only the net return premium we received from the insurer, and not refund any part of the brokerage or fees we receive for arranging the cover. A broker service fee may be charged to process the cancellation.

DISPUTES

Clients not satisfied with our services should contact our Complaints Officer. We are members of the Financial Ombudsman Service Australia (FOS), a free consumer service. Further information is available from our office, or contact FOS directly on 1800 367 287 or visit www.fos.org.au. We also follow the Insurance Brokers Code of Practice.

UNDERWRITING AGENTS AND WHOLESALE BROKERS

In some cases, we access insurance products via Underwriting Agents and Wholesale brokers rather than directly with the insurer. In such cases should you wish to access the Financial Services Guide of the Underwriting Agency or Wholesale Broker please contact us and we will arrange to have a copy sent out to you.

ELECTRONIC DELIVERY OF DISCLOSURE NOTICES

Where possible if you have given us your email address we will provide all correspondence and disclosure notices (including Financial Services Guides and Product Disclosure Statements) to you electronically. Disclosure notices will usually be provided to you via hyperlinks in an email. If you do not wish to be sent disclosure notices as hyperlinks please advise us and we will send them as attachments, or in hard copy if preferred.

CLAIMS MADE

This policy provides cover on a "claims made" basis which means that claims first advised to you (or made against you) during the period of insurance are covered irrespective of when the incident causing the claim occurred. To protect your entitlement to indemnity under this policy you must report to insurers without delay and prior to expiry of the policy period all incidents that may give rise to a claim against you.