



Travelers Casualty and Surety Company of America

NOTICE

ALL LIABILITY COVERAGE PARTS FOR WHICH APPLICATION IS MADE APPLY, SUBJECT TO THEIR TERMS, ONLY TO CLAIMS FIRST MADE OR DEEMED MADE AGAINST INSUREDS DURING THE POLICY PERIOD OR ANY EXTENDED REPORTING PERIOD, IF APPLICABLE. THE LIMIT OF LIABILITY AVAILABLE TO PAY LOSSES WILL BE REDUCED BY THE AMOUNTS INCURRED AS DEFENSE EXPENSES, AND DEFENSE EXPENSES WILL BE APPLIED AGAINST THE RETENTION AMOUNT. THE COMPANY HAS NO DUTY TO DEFEND ANY CLAIM UNLESS DUTY-TO-DEFEND COVERAGE IS SPECIFICALLY PROVIDED.

The term **Applicant** means all corporations, organizations or other entities, including subsidiaries, proposed for this insurance.

I. GENERAL INFORMATION

1. **Applicant** Information:

Name of **Applicant**: _____
Street Address: _____
City, State, ZIP Code: _____
State of Incorporation: _____
Year **Applicant's** business was established: _____
Description of **Applicant's** operations: _____

2. **Applicant's** Standard Industrial Classification (SIC) code, if known (4-digit number): _____

II. SPECIFIC INFORMATION

1. Coverage Requested:

a. Limit of Liability requested: \$ _____
b. Policy Period requested: From: _____ To: _____
12:01 A.M. standard time both dates at the principal address of the **Applicant**.

2. Subsidiary Information:

Is requested coverage to include entities that are more than 50% owned, or joint ventures that are at least 50% owned, by the **Applicant**, either directly or indirectly through one or more subsidiaries? Yes No
*If Yes, please attach a list of such entities, including the entity's name, percentage of the **Applicant's** ownership, nature of business, and the date acquired or created.*

3. Ownership Information:

a. Total number of voting shareholders: _____
b. Total number of voting shares owned directly or beneficially by Directors and Officers: _____
c. Does any voting shareholder own 5% or more of the voting shares, either directly or beneficially? Yes No
If Yes, please attach a list of such shareholders and percentage owned.
d. Are there any other securities convertible to voting stock? Yes No
If Yes, please attach full details.

4. Asset or Equity Acquisition or Offering Information:

- a. Does the **Applicant** have under consideration any acquisition, tender offer, merger, consolidation, or divestiture; or purchase or sale of assets exceeding 30% of consolidated assets? Yes No
If Yes, please attach full details.
- b. Have there been any offers (including tender offers) or negotiations to offer to purchase 5% or more of any class of voting stock of the **Applicant** in the past 12 months or are any such offers expected in the future? Yes No
If Yes, please attach full details.
- c. Has the **Applicant** conducted a private or public offering of its securities within the past 12 months or is such an offering contemplated within the next 12 months? Yes No
If Yes, please attach full details, including the prospectus or private placement memorandum.

5. Prior Insurance Information:

- a. Provide the following insurance information for the **Applicant**:

Coverage	Insurer	Limit	Retention	Policy Period	Expiring Premium
Directors and Officers Liability Insurance		\$	\$		\$
Fiduciary Liability Insurance		\$	\$		\$
Employment Practices Liability Insurance		\$	\$		\$

- b. Has any insurer declined, cancelled or refused to renew the **Applicant's** Directors and Officers Liability coverage? Yes No
If Yes, please attach full details. (Not applicable in Missouri.)
6. During the past 3 years, has any claim, or notice or circumstances which could give rise to a claim, been reported to any of the **Applicant's** previous Directors and Officers Liability insurers? Yes No
If Yes, please attach full details.
7. During the past 3 years, has the **Applicant**, or any Directors, Officers or any other persons proposed for this insurance been involved in any written demand for monetary damages or non-monetary relief, civil or criminal proceeding, formal civil administrative or civil regulatory proceeding or investigation, service of a subpoena pursuant to an SEC formal investigative order, shareholder derivative demand, or formal request for extradition regarding:
- a. Any federal, state, local, or foreign securities law or regulation? Yes No
- b. Any security holder's suit, shareholder derivative suit, representative action or class action? Yes No
- c. Any employment law? Yes No
- If Yes to any of the questions above, please attach full details.*
8. Does the **Applicant**, or any Directors, Officers, or any other persons proposed for this insurance have any knowledge or information of any error, misstatement, misleading statement, act, omission, neglect, or breach of duty which could reasonably give rise to a claim, including a securities claim, against them? Yes No
If Yes, please attach full details.

It is agreed that this policy shall not afford coverage with respect to any claim arising from any such error, misstatement, misleading statement, act, omission, neglect, or breach of duty to the extent the claim is against a person or organization who knew of such error, misstatement, misleading statement, act, omission, neglect, or breach of duty prior to issuance of the proposed policy.

III. SPECIFIC FINANCIAL INSTITUTION INFORMATION

1. If the **Applicant** is a mutual association, has a conversion of mutual ownership to stock ownership been considered in the past or is such a conversion being contemplated within the next 12 months? Yes No
2. Has the **Applicant** purchased any loans or "books" of loans originated by other lenders during the past 3 years? Yes No
If Yes, please provide details.

3. a. Provide the following insurance information for the **Applicant**:

Coverage	Insurer	Limit	Deductible/Retention	Policy Period
Financial Institution Bond		\$	\$	
General Liability		\$	\$	
Property Insurance		\$	\$	
Trust Department E&O		\$	\$	
Bankers Professional Liability		\$	\$	
Lender Liability		\$	\$	
Other E&O Coverage		\$	\$	

b. If other E&O coverage was completed, please specify the kind of E&O coverage obtained: _____

4. *What percentage of the loan portfolio consists of participations accepted from other originating financial institutions? _____ %

If greater than 5%, please provide the names and locations of the originating institutions:

5. *a. State the total dollar amount of loans to Directors, Officers, other insiders and their interests: \$ _____

b. Are any loans or other extensions of credit to Directors, Officers, other insiders or their affiliates 90 days past due or have any been classified by any regulatory agency? Yes No
If Yes, please attach full details.

6. *a. State the total amount of all loans and other assets classified as substandard, doubtful or loss or their equivalent for each of the last 3 years:

Year	Substandard	Doubtful	Loss	Total
	\$	\$	\$	\$
	\$	\$	\$	\$
	\$	\$	\$	\$

b. Are these amounts greater than the amounts so classified by regulators in each of the last 3 regulatory examinations? Yes No
If No, please attach full details.

c. What is the largest classified balance of any borrower identified in the most recent regulatory exam? \$ _____

7. *Indicate dates and by whom the last 3 regulatory examinations were made (excluding compliance and EDP exams):

Date:			
By:			

8. Have all criticisms or comments noted in the last regulatory examination and audit (conducted by either an internal or external auditor) been reviewed and appropriate steps taken by the Board of Directors? Yes No
9. During the past 3 years, has any Director or Officer been alerted to any of the following conditions:
- a. Concentration of credits which warrant reduction or correction? Yes No
 - b. Extensions of credit which exceed the legal lending limit? Yes No
 - c. Problems involving extensions of credit to Directors, Officers, employees, other insiders or their related interests? Yes No
 - d. Any violations of laws or regulations? Yes No
- If any of the questions above were answered Yes, please attach full details.*
10. Have any Cease and Desist Orders, Memorandums of Understanding, Letters of Agreement, Supervisory Agreements, Specific Action Directives, or other restrictive controls been issued, discussed, or adopted within the past 3 years or are there any now pending? Yes No
If Yes, please attach full details.

* **Attach a separate schedule for each deposit taking institution.**

IV. REQUIRED ATTACHMENTS

As part of this Application, please submit the following documents:

- Copy of the **Applicant's** most recent Form 10-K, 10-Q, 8-K, proxy statement, and any other registration statement filed with the SEC within the past 12 months
- Copy of the **Applicant's** most recent Y-6 report, if applicable
- Copy of the **Applicant's** most recent annual audit or director's exam and management letter and the **Applicant's** responses to any recommendations made therein

V. COMPENSATION NOTICE

Important Notice Regarding Compensation Disclosure

For information about how Travelers compensates independent agents, brokers, or other insurance producers, please visit this website: http://www.travelers.com/w3c/legal/Producer_Compensation_Disclosure.html

If you prefer, you can call the following toll-free number: 1-866-904-8348. Or you can write to us at Travelers, Enterprise Development, One Tower Square, Hartford, CT 06183.

VI. FRAUD WARNINGS

Attention: Insureds in Alabama, Arkansas, D.C., Maryland, New Mexico, and Rhode Island

Any person who knowingly (or willfully in MD) presents a false or fraudulent claim for payment of a loss or benefit or who knowingly (or willfully in MD) presents false information in an application for insurance is guilty of a crime and may be subject to fines and confinement in prison.

Attention: Insureds in Colorado

It is unlawful to knowingly provide false, incomplete, or misleading facts or information to an insurance company for the purpose of defrauding or attempting to defraud the company. Penalties may include imprisonment, fines, denial of insurance, and civil damages. Any insurance company or agent of an insurance company who knowingly provides false, incomplete, or misleading facts or information to a policyholder or claimant for the purpose of defrauding or attempting to defraud the policyholder or claimant with regard to a settlement or award payable from insurance proceeds shall be reported to the Colorado Division of Insurance within the Department of Regulatory Agencies.

Attention: Insureds in Florida

Any person who knowingly and with intent to injure, defraud, or deceive any insurer files a statement of claim or an application containing any false, incomplete, or misleading information is guilty of a felony of the third degree.

Attention: Insureds in Kentucky, New Jersey, New York, Ohio, and Pennsylvania

Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance or statement of claim containing any materially false information or conceals for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which is a crime and subjects such person to criminal and civil penalties. (In New York, the civil penalty is not to exceed five thousand dollars (\$5,000) and the stated value of the claim for each such violation.)

Attention: Insureds in Louisiana, Maine, Tennessee, Virginia, and Washington

It is a crime to knowingly provide false, incomplete, or misleading information to an insurance company for the purpose of defrauding the company. Penalties include imprisonment, fines, and denial of insurance benefits.

Attention: Insureds in Oregon

Any person who knowingly presents a false or fraudulent claim for payment of a loss or benefit or who knowingly presents false information in an application for insurance may be guilty of a crime and may be subject to fines and confinement in prison.

Attention: Insureds in Puerto Rico

Any person who knowingly and with the intention of defrauding presents false information in an insurance application, or presents, helps, or causes the presentation of a fraudulent claim for the payment of a loss or any other benefit, or presents more than one claim for the same damage or loss, shall incur a felony and, upon conviction, shall be sanctioned for each violation with the penalty of a fine of not less than five thousand dollars (\$5,000) and not more than ten thousand dollars (\$10,000), or a fixed term of imprisonment for three (3) years, or both penalties. Should aggravating circumstances be present, the penalty thus established may be increased to a maximum of five (5) years; if extenuating circumstances are present, it may be reduced to a minimum of two (2) years.

VII. SIGNATURE SECTION

IT IS AGREED THAT THIS APPLICATION IS A SUPPLEMENT TO ALL OTHER APPLICATIONS PREVIOUSLY SUBMITTED TO THE INSURER IN CONJUNCTION WITH THE UNDERWRITING AND ISSUANCE OF INSURANCE COVERAGE FOR WHICH THIS POLICY IS A RENEWAL OR REPLACEMENT OR OTHERWISE SUCCEEDS IN TIME, AND THOSE APPLICATIONS TOGETHER WITH THIS APPLICATION SHALL CONSTITUTE THE COMPLETE APPLICATION WHICH SHALL BE THE BASIS OF ANY QUOTATION WHICH MAY BE MADE.

THE UNDERSIGNED AUTHORIZED REPRESENTATIVE (CHAIRMAN, PRESIDENT, CEO, OR OTHER OFFICER ACCEPTABLE TO TRAVELERS) OF THE APPLICANT REPRESENTS, AFTER REASONABLE INQUIRY, THAT THE STATEMENTS AND REPRESENTATIONS SET FORTH HEREIN ARE TRUE AND ACCURATE. SIGNING OF THIS APPLICATION DOES NOT BIND THE APPLICANT TO ACCEPT, OR THE COMPANY TO ISSUE, ANY POLICY OF INSURANCE, BUT IT IS AGREED THAT ALL STATEMENTS, REPRESENTATIONS AND ATTACHMENTS FURNISHED TO THE COMPANY IN CONJUNCTION WITH THIS APPLICATION ARE HEREBY INCORPORATED BY REFERENCE INTO THIS APPLICATION AND MADE A PART HEREOF. ANY POLICY THAT THE COMPANY MAY ISSUE TO THE APPLICANT WOULD BE ISSUED IN RELIANCE UPON THE TRUTH OF ALL SUCH STATEMENTS, REPRESENTATIONS AND ATTACHMENTS AND SHALL BE THE BASIS OF, AND DEEMED ATTACHED TO AND INCORPORATED INTO, ANY POLICY THAT MAY BE ISSUED.

THE COMPANY IS HEREBY AUTHORIZED TO MAKE ANY INVESTIGATION OR INQUIRY IN CONNECTION WITH THIS APPLICATION. THE UNDERSIGNED AUTHORIZED REPRESENTATIVE AGREES THAT IF THE INFORMATION SUPPLIED IN THIS APPLICATION CHANGES BETWEEN THE DATE OF THIS APPLICATION AND THE EFFECTIVE DATE OF ANY POLICY THAT THE COMPANY MAY ISSUE TO THE APPLICANT, THE UNDERSIGNED WILL IMMEDIATELY NOTIFY THE COMPANY OF SUCH CHANGES, AND THE COMPANY MAY WITHDRAW OR MODIFY ANY OUTSTANDING QUOTATIONS OR AUTHORIZATION OF ANY AGREEMENT TO BIND ANY SUCH POLICY OF INSURANCE.

THE SIGNING OF THIS APPLICATION DOES NOT BIND THE COMPANY TO OFFER, NOR THE APPLICANT TO PURCHASE, THE INSURANCE. IT IS AGREED THAT THIS APPLICATION, INCLUDING ANY MATERIAL SUBMITTED THEREWITH, SHALL BE THE BASIS OF THE INSURANCE AND SHALL BE, IN ALL STATES OTHER THAN NC AND UT, CONSIDERED PHYSICALLY ATTACHED TO AND PART OF THE POLICY, IF ISSUED. THE COMPANY WILL HAVE RELIED UPON THIS APPLICATION, INCLUDING ANY MATERIAL SUBMITTED THEREWITH, IN ISSUING THE POLICY.

ELECTRONICALLY REPRODUCED SIGNATURES WILL BE TREATED AS ORIGINAL.

Signature* of **Applicant's** Authorized Representative
(Chairman, President or CEO)

Name (Printed)

Title

Date

***IF YOU ARE ELECTRONICALLY SUBMITTING THIS APPLICATION TO TRAVELERS, APPLY YOUR ELECTRONIC SIGNATURE TO THIS FORM BY CHECKING THE ELECTRONIC SIGNATURE AND ACCEPTANCE BOX BELOW. BY DOING SO, YOU HEREBY CONSENT AND AGREE THAT YOUR USE OF A KEY PAD, MOUSE, OR OTHER DEVICE TO CHECK THE ELECTRONIC SIGNATURE AND ACCEPTANCE BOX CONSTITUTES YOUR SIGNATURE, ACCEPTANCE, AND AGREEMENT AS IF ACTUALLY SIGNED BY YOU IN WRITING AND HAS THE SAME FORCE AND EFFECT AS A SIGNATURE AFFIXED BY HAND.**

AUTHORIZED REPRESENTATIVE'S ELECTRONIC SIGNATURE AND ACCEPTANCE

VIII. PRODUCER INFORMATION (ONLY REQUIRED IN FLORIDA, IOWA, AND NEW HAMPSHIRE):

Producer Signature

Producer Name (Printed)

Agency Name

Agency Code

License Number