

# LLOYD'S

## LLOYD'S OF LONDON

SUPPLEMENT 3

APPLICATION FOR  
LAWYERS PROFESSIONAL LIABILITY INSURANCE  
"WITH CERTAIN UNDERWRITERS AT LLOYDS"  
SECURITIES LAW

NAME OF APPLICANT: \_\_\_\_\_

What percentage of Applicant's Securities practice for past Fiscal Year involved:

1. A. Securities registered under the Securities Act of 1933 on behalf of Initial Public Offerings. \_\_\_\_\_ %
- B. Securities registered under the Securities Act of 1933 not on behalf of Initial Public Offerings. \_\_\_\_\_ %
- C. Municipal Bonds. \_\_\_\_\_ %
- D. Private Placements and State Registrations, including Syndication's and Ltd. Partnerships. \_\_\_\_\_ %
- E. Representations of Clients as to compliance with proxy and reporting requirements under the Securities Exchange Act of 1934 in relation to takeovers or mergers of publicly held Companies. \_\_\_\_\_ %
- F. Representations of Clients as to compliance with proxy and reporting requirements under the Securities Exchange Act of 1934 other than relative to takeovers or mergers of publicly held Companies. \_\_\_\_\_ %
- G. Derivatives. \_\_\_\_\_ %
- H. Other Securities work (Please describe): \_\_\_\_\_ %

2. Please list the main Industries that the Applicant represents on Securities work (e.g. Computer Software, Chemicals)  
\_\_\_\_\_

3. A. Does the Applicant conduct what is commonly referred to as a "due diligence" investigation when representing Clients as to the Offering or Sale of Securities? Yes No
- B. If yes, does the Applicant make routine use of checklists in its investigations? Yes No
- C. During the past Five years, has the Applicant been involved in or have the knowledge of any facts which would indicate that they may be included in an investigation of administrative action by the S.E.C. or any State Agency Regulating Securities?  
If yes, please give details on a separate addendum. Yes No
- D. Does the Applicant require a "cold review" of every offering or disclosure document by a Lawyer who was not involved in drafting the original document? Yes No
- E. Does the Applicant have a procedure for obtaining a new Clients history of changing Securities Lawyers or Accountants or Investment Bankers? Yes No

F. What steps does the Applicant take to verify information supplied by Clients and Third Parties?

---

4. Please list Representation in the past Two years in a takeover or merger and tick Client Company.

| Name of Acquiring Company | Client | Name of target Company | Client | Value of Transaction |
|---------------------------|--------|------------------------|--------|----------------------|
| <hr/>                     |        | <hr/>                  |        | <hr/>                |
| <hr/>                     |        | <hr/>                  |        | <hr/>                |

5. Please list all Securities transactions in excess of \$1M which the Applicant has been involved with in the past Two years and provide the following information in the spaces below.

1. Issuer ..... The name of the Organization issuing the Securities
2. Issuer est ..... Number of years the Issuer has been trading
3. Business ..... The business activity of the Issuer (Computer Software, Real Estate, etc.)
4. Offering size ..... Dollar size of Offering
5. Issuer size ..... Book value of Issuer prior to Offering
6. Date ..... If filed, the date of filing, otherwise the estimated date
7. Security type ..... Form of Security offered e.g. Common Stock, Municipal Bond, Ltd. Partnership unit, etc.
8. Investment grade ... Please name grade and source if applicable
9. Underwriter ..... The name of the Organization Underwriting the Securities
10. Accountant ..... The name of the Accountant involved in this Offering
11. Client ..... Please indicate your client as I = Issuer/U = Underwriter/O = Other work relied on in prospectus or offering documents

|               |             |          |               |                  |
|---------------|-------------|----------|---------------|------------------|
| Issuer        | Issuer est  | Business |               |                  |
| Offering size | Issuer size | Date     | Security type | Investment grade |
| Underwriter   | Accountant  |          |               |                  |

|               |             |          |               |                  |
|---------------|-------------|----------|---------------|------------------|
| Issuer        | Issuer est  | Business |               |                  |
| Offering size | Issuer size | Date     | Security type | Investment grade |
| Underwriter   | Accountant  | Client   |               |                  |

|               |             |          |               |                  |
|---------------|-------------|----------|---------------|------------------|
| Issuer        | Issuer est  | Business |               |                  |
| Offering size | Issuer size | Date     | Security type | Investment grade |
| Underwriter   | Accountant  | Client   |               |                  |

|               |             |          |               |                  |
|---------------|-------------|----------|---------------|------------------|
| Issuer        | Issuer est  | Business |               |                  |
| Offering size | Issuer size | Date     | Security type | Investment grade |
| Underwriter   | Accountant  | Client   |               |                  |