

Complete only the questions that apply to the specific type of business transaction.

Merger  Acquisition  Newly Formed Owned Entity  Name Change (no M&A)  Other: \_\_\_\_\_

Current Insured Name: \_\_\_\_\_

Website: \_\_\_\_\_

Hanover Policy Number: \_\_\_\_\_

Name and Address of any **incoming firms (entities being acquired or merged with)**.

\_\_\_\_\_

Website of incoming firms: \_\_\_\_\_

Is the current named insured changing the business name?  Yes  No

If Yes, what is the new name? \_\_\_\_\_

Please list all Named Insured's that should appear on the policy:

\_\_\_\_\_

Date of transaction: \_\_\_\_\_

What percentage of ownership does the insured have in the entity? \_\_\_\_%

## Merger

- Is the current Named Insured the surviving entity of the merger?  Yes  No
- Describe the operation of the incoming firm: \_\_\_\_\_
- Annual revenue of the incoming firm at the time of the merger?  
Domestic: \$\_\_\_\_\_ Foreign: \$\_\_\_\_\_
- Projected annual revenue of the combined entities?  
Domestic: \$\_\_\_\_\_ Foreign: \$\_\_\_\_\_

## Acquisition

- Type of acquisition:  Assets only  Assets & Liabilities
- Describe the operation of the incoming firm: \_\_\_\_\_
- Annual revenue of the incoming firm at the time of the acquisition?  
Domestic: \$\_\_\_\_\_ Foreign: \$\_\_\_\_\_
- Projected annual revenue of the combined entities?  
Domestic: \$\_\_\_\_\_ Foreign: \$\_\_\_\_\_

## Newly Formed Owned Entity

- Describe the operation of the newly formed owned entity: \_\_\_\_\_
- Will the newly formed owned entity have the same quality controls as the insured?  Yes  No
- Website of the newly formed owned entity: \_\_\_\_\_



**Contractual Management–Merger or Acquisition**

- Did the insured assume the incoming firm’s outstanding customer contracts/agreements?  Yes  No
  - If Yes, will the contracts/agreements be renegotiated and re-signed using the insured’s customer contracts agreements?  Yes  No
  - If Yes, how long will it take to convert all customer contracts/agreements? \_\_\_\_\_
  - If No, provide a copy of the incoming firm’s standard contracts/agreement.

**Contractual Management–Newly Formed Owned Entity:**

- Will the newly formed entity use your current customer contracts and/or agreements?  Yes  No
  - If No, please provide contracts or agreements for the newly formed owned entity.

**Insured’s Due Diligence Procedures for Mergers or Acquisitions**

- Legal review of all pending and prior litigation?  Yes  No
- Legal review of all open contracts and agreements assumed as part of the transaction?  Yes  No
- Legal review of all intellectual property rights belonging to or in use by the incoming firm?  Yes  No
- Risk evaluation of all discontinued products or services?  Yes  No

**Prior Insurance–Professional Liability**

- Did the incoming firm carry Technology Professional Liability Coverage?  Yes  No
- If Yes, provide the following detail:

<b>E&amp;O</b>	Limit: \$ _____	Deductible/Retention: \$ _____	Retro Date: _____
<b>Security</b>	Limit: \$ _____	Deductible/Retention: \$ _____	Retro Date: _____
<b>Privacy</b>	Limit: \$ _____	Deductible/Retention: \$ _____	Retro Date: _____
<b>Media/Content</b>	Limit: \$ _____	Deductible/Retention: \$ _____	Retro Date: _____

- Has the incoming firm purchased an extended reporting period endorsement?  Yes  No
- If Yes, provide the expiration date of the endorsement: \_\_\_\_\_
- Please attach copies of the incoming firm’s current professional liability insurance declarations page and all endorsements:

**History**

- Does the **insured** or any partner, manager, director, executive officer; or leader of the **incoming firm’s** legal, finance, risk management or other department that is responsible for insurance have knowledge of any act, error or omission, fee dispute, incident or other circumstance that is or could be the basis in a claim or suit?  Yes  No
- If Yes, provide details: \_\_\_\_\_
- Within the past five years has the incoming firm filed suit against a client or other entity?  Yes  No
- If Yes, provide details: \_\_\_\_\_
- Within the past five years have any claims been made or legal action been brought against the incoming firm?  Yes  No
- If Yes, provide detail of the suit including when, by whom, circumstance of the suit, still in litigation, settled, etc.? \_\_\_\_\_
- Dollar Amount of demand or settlement: \$ \_\_\_\_\_

**Attach Loss Runs for the incoming firm**