

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:

E&O	Limit: \$_____	Deductible/Retention: \$_____	Retro Date: _____
Security	Limit: \$_____	Deductible/Retention: \$_____	Retro Date: _____
Privacy	Limit: \$_____	Deductible/Retention: \$_____	Retro Date: _____
Media/Content	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