



a stock insurance company, herein called the Insurer

**THE HARTFORD DIRECTORS, OFFICERS AND ENTITY LIABILITY INSURANCE APPLICATION
(FINANCIAL INSTITUTIONS/FINANCIAL SERVICES)
NEW YORK**

NOTICE: THIS IS A CLAIMS-MADE POLICY. THE LIABILITY COVERAGE PARTS SCHEDULED IN ITEM 5 OF THE DECLARATIONS PROVIDE CLAIMS MADE COVERAGE. EXCEPT AS OTHERWISE SPECIFIED HEREIN, COVERAGE APPLIES ONLY TO A CLAIM FIRST MADE AGAINST THE INSURED DURING THE POLICY PERIOD AND PAYMENT OF DEFENSE COSTS REDUCE THE LIMIT OF LIABILITY. THE COVERAGE OF THIS POLICY IS LIMITED TO LIABILITY FOR WRONGFUL ACTS FOR WHICH CLAIMS ARE FIRST MADE AGAINST THE INSURED WHILE THE POLICY IS IN FORCE AND WHICH ARE REPORTED TO THE INSURER, DURING THE POLICY PERIOD SUBSEQUENT RENEWAL, OR ANY EXTENDED REPORTING PERIOD. NOTICE OF A CLAIM MUST BE GIVEN TO THE INSURER AS SOON AS PRACTICABLE AFTER A NOTICE MANAGER BECOMES AWARE OF SUCH CLAIM, BUT IN NO EVENT LATER THAN SIXTY (60) CALENDAR DAYS AFTER THE . THIS POLICY PROVIDES NO COVERAGE FOR CLAIMS ARISING OUT OF WRONGFUL ACTS WHICH OCCURRED PRIOR TO ANY APPLICABLE RETROACTIVE DATE AS INDICATED ON THIS DECLARATIONS PAGE OR AFTER THE POLICY PERIOD. UPON TERMINATION OF THE POLICY PERIOD, OR ANY COVERAGE, A SIXTY (60) DAY AUTOMATIC EXTENDED REPORTING PERIOD WILL BE PROVIDED. THE INSURED WILL HAVE THE OPTION TO PURCHASE AN OPTIONAL EXTENDED REPORTING PERIOD IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE POLICY. THE PREMIUM FOR AND DURATION OF THE OPTIONAL EXTENDED REPORTING PERIOD SHALL BE STATED ON THE DECLARATIONS PAGE.

COVERAGE GAPS MAY ARISE AT THE EXPIRATION OF THE POLICY, AUTOMATIC EXTENDED REPORTING PERIOD OR OPTIONAL EXTENDED REPORTING PERIOD. DURING THE FIRST SEVERAL YEARS OF THE CLAIMS MADE RELATIONSHIP, CLAIMS-MADE RATES ARE COMPARATIVELY LOWER THAN OCCURRENCE RATES, AND THE INSURED CAN EXPECT SUBSTANTIAL ANNUAL PREMIUM INCREASES, INDEPENDENT OF THE OVERALL RATE LEVEL INCREASES, UNTIL THE CLAIMS-MADE RELATIONSHIP REACHES MATURITY. PLEASE READ AND REVIEW THE POLICY CAREFULLY AND DISCUSS THE COVERAGE WITH YOUR INSURANCE AGENT OR BROKER.

THIS POLICY IS WRITTEN ON A DEFENSE WITHIN THE LIMITS BASIS. THE LIMIT OF LIABILITY AVAILABLE TO PAY LOSS, INCLUDING JUDGMENT OR SETTLEMENT AMOUNTS, SHALL BE REDUCED OR MAY BE COMPLETELY EXHAUSTED BY AMOUNTS INCURRED FOR LEGAL DEFENSE AND OTHER CLAIMS EXPENSES. FURTHER NOTE THAT AMOUNTS INCURRED FOR LEGAL DEFENSE AND OTHER CLAIMS EXPENSES SHALL BE APPLIED AGAINST THE APPLICABLE RETENTION. ONCE THE LIMIT OF LIABILITY IS EXHAUSTED, THE INSURER SHALL NOT BE LIABLE FOR LEGAL DEFENSE COSTS, OTHER CLAIM EXPENSES OR FOR THE AMOUNT OF ANY JUDGEMENT OR SETTLEMENT.

Name of Applicant _____

Street _____

City/State/Zip Code _____

State of Incorporation or Charter _____

Officer designated as representative of the Applicant and all insured Directors and Officers to receive any and all notices from the Insurer:

1. Nature of the Applicant's Operations: _____
2. The Applicant has been in operation since: _____
3. (a) Ownership: Stock _____ Mutual _____
- (b) If a Mutual Company, does the Applicant intend to convert to a Stock Company within the next year, or has the Applicant considered converting to a Stock Company within the last two years ? If Yes, provide details below or by attachment. Yes__ No__

4. If a Stock Company, please provide the following Common Stock information:
 - (a) Total number of shareholders _____
 - (b) Total number of shares outstanding _____
 - (c) Total number of shares owned directly or beneficially by Directors and Officers _____
 - (d) Give names and percent owned of all persons or entities that presently own or control or have stated the Intention to acquire, of record or beneficially, more than 5% of the Applicant's or Parent Corporation's outstanding stock. (If none, so indicate):

 - (e) Has there been a change in controlling ownership (5% or more) of the Applicant within the last year or are there any negotiations now pending for the sale of stock in the Applicant in excess of 5% of the total stock outstanding? If Yes, provide details below or by attachment: Yes__ No__

5. Has the Applicant or any Subsidiary been involved within the last year in any actual or proposed merger, acquisition, consolidation, tender offer, or divestment or is it currently considering such actions? If Yes, provide details below or by attachment: Yes__ No__

6. Has the Applicant filed or contemplated filing any Registration Statement with any Governmental Authority within the past twelve (12) months or within the next twelve (12) months for a public offering of securities? If Yes, provide details below or by attachment: Yes__ No__

7. Has the Applicant changed its independent auditor within the last year? If Yes, provide details below or by attachment: Yes__ No__

8. Have there been any changes in senior management (Chairman, President, Executive or Senior Officers, etc.) in the past year? If Yes, provide details below or by attachment: Yes__ No__

9. (a) How often are Board Meetings held? _____

(b) Has any Director missed more than three (3) board meetings within the last year? If Yes, provide details below or by attachment: Yes__ No__

10. Provide the date of the last regulatory examination, along with the name of the examining agency for the Applicant and each Subsidiary:

11. Has any Director or Officer in the last year been charged with or convicted of any criminal act or been the subject of a pending criminal, administrative or regulatory agency investigation? If Yes, provide details below or by attachment: Yes__ No__

12. Is the Applicant or any Subsidiary operating under an Order to Cease and Desist from any regulatory agency or involved in any other type of actual or proposed written agreement or directive with a regulatory agency concerning the operation of the Applicant or any Subsidiary? If Yes, provide details below or by attachment: Yes__ No__

13. During the past year, have Directors or Officers become aware of any material violations of laws or regulations or conflict of interest transactions? If Yes, provide details below or by attachment: Yes__ No__

14. Have all criticisms noted in the last regulatory examination been reviewed and have appropriate corrective steps been taken by the board? If no, provide details below or by attachment: Yes__ No__

15. Provide the following insurance information below or by attachment:

<u>TYPE</u>	<u>CARRIER</u>	<u>LIMIT</u>	<u>RETENTION</u>	<u>EXP. DATE</u>
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(a) Blanket Bond_____

(b) Professional Liability E&O_____

IT IS REPRESENTED AND AGREED THAT THE ABOVE COVERAGE AMOUNTS WILL BE MAINTAINED BY THE APPLICANT AND ITS SUBSIDIARIES DURING THE POLICY PERIOD OF THE PROPOSED INSURANCE AND THAT THE INSURER IS RELYING UPON SUCH REPRESENTATIONS WHEN ISSUING A POLICY.

16. Has the Applicant or any Subsidiary during the past year made any claim in excess of \$25,000 under its Blanket Bond? If Yes, provide details below or by attachment: Yes__ No__

17. Is there now pending any litigation against the Applicant or any of its Subsidiaries? If Yes, provide details below or by attachment: Yes__ No__

RENEWAL APPLICANTS: Questions 18., 19. and 20. need not be answered.

18. During the past three (3) years have there been, or are there now, any pending claims against any person for which this insurance is intended or has any such person given notice under the provisions of any other previous or current

similar insurance policy of any facts or circumstances which may give rise to a claim? If Yes, provide details below or by attachment: Yes__ No__

IT IS UNDERSTOOD AND AGREED THAT IF ANY SUCH CLAIMS EXIST OR ANY NOTICE HAS BEEN GIVEN SUCH AS DESCRIBED IN QUESTION 18, THEN SUCH CLAIMS AND ANY CLAIMS ARISING FROM SUCH FACTS OR CIRCUMSTANCES AS DESCRIBED IN QUESTION 18 ARE EXCLUDED FROM THIS PROPOSED INSURANCE.

19. Does anyone for whom this insurance is intended have any knowledge or information of any act, error, omission, fact or circumstance which may give rise to a claim which may fall within the scope of this proposed insurance? If Yes, provide details below or by attachment: Yes__ No__

IT IS UNDERSTOOD AND AGREED THAT IF SUCH KNOWLEDGE OR INFORMATION EXISTS, ANY CLAIM ARISING THEREFROM IS EXCLUDED FROM THIS PROPOSED INSURANCE.

20. Current or previous Directors and Officers Liability Insurance:

(a) Carrier _____ Policy Period _____
Limit _____ Retention _____ Premium _____

21. One copy of each of the following documents is attached to be made a part of this Application and any policy which is issued subsequently:

- (a) A list of the names and principal business affiliations, for all Directors and Senior Officers proposed for this insurance.
- (b) The Notice to Stockholders and Proxy Statement for the last scheduled meeting.
- (c) The most recent Annual Report to Stockholders/Depositors.
- (d) The most recent Independent Audit Report.
- (e) The most recent annual and quarterly filings with the SEC (Form 10-K and 10-Q) and any subsequent filing (Form 8-K).
- (f) The most recent applicable quarterly and year-end regulatory filings and statements (Call Reports, Convention Statements, Form ADV's, or similar regulatory statements).
- (g) The most recent Management Letter regarding internal control and Management's Response to any material criticisms.
- (h) A listing of all Subsidiary companies, including their nature of operations.

THE UNDERSIGNED AUTHORIZED OFFICER OF THE APPLICANT DECLARES THAT THE STATEMENTS SET FORTH HEREIN ARE TRUE. THE UNDERSIGNED AUTHORIZED OFFICER AGREES THAT IF THE INFORMATION SUPPLIED ON THIS APPLICATION CHANGES BETWEEN THE DATE OF THIS APPLICATION AND THE EFFECTIVE DATE OF THE INSURANCE, HE/SHE (UNDERSIGNED) WILL, IN ORDER FOR THE INFORMATION TO BE ACCURATE ON THE EFFECTIVE DATE OF THE INSURANCE, IMMEDIATELY NOTIFY THE INSURER OF SUCH CHANGES, AND THE INSURER MAY WITHDRAW OR MODIFY ANY OUTSTANDING QUOTATIONS AND/OR AUTHORIZATIONS OR AGREEMENTS TO BIND THE INSURANCE.

SIGNING OF THIS APPLICATION DOES NOT BIND THE APPLICANT OR THE INSURER TO COMPLETE THE INSURANCE, BUT IT IS AGREED THAT THIS APPLICATION SHALL BE THE BASIS OF THE CONTRACT SHOULD A POLICY BE ISSUED AND IT WILL BE ATTACHED TO AND BECOME A PART OF THE POLICY.

ALL WRITTEN STATEMENTS AND MATERIALS FURNISHED TO THE INSURER IN CONJUNCTION WITH THIS APPLICATION ARE HEREBY INCORPORATED BY REFERENCE INTO THIS APPLICATION AND MADE A PART HEREOF.

A POLICY CANNOT BE ISSUED UNLESS THE APPLICATION IS PROPERLY SIGNED BY TWO INDIVIDUALS AND DATED. IF THE CHAIRMAN OF THE BOARD AND PRESIDENT ARE THE SAME INDIVIDUAL, PLEASE HAVE THE APPLICATION SIGNED BY THE CHIEF FINANCIAL OFFICER IN LIEU OF THE PRESIDENT.

FRAUD WARNING STATEMENT

NEW YORK APPLICANTS: 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 SHALL ALSO BE SUBJECT TO A CIVIL PENALTY NOT TO EXCEED FIVE THOUSAND DOLLARS AND THE STATED VALUE OF THE CLAIM FOR EACH SUCH VIOLATION."

DATE _____ SIGNATURE _____
(Chairman of the Board)

DATE _____ SIGNATURE _____
(President or Chief Financial Officer)

PLEASE SUBMIT THIS APPLICATION AND APPROPRIATE MATERIALS TO:

(Enter the address and phone number of the local The Hartford office)