

## Executive Shield®

### A Last Line of Defense for Directors and Officers

Executive Shield is follow form excess Side-A Directors & Officers Liability Insurance with Difference In Conditions coverage that is distinct from other Side-A DIC policies. The policy provides individual directors and officers with the coverage they need to protect themselves and their assets when facing a claim. Executive Shield provides coverage in excess of actual payments of indemnification or underlying insurance. Additionally, Executive Shield will “drop-down” to protect directors and officers if the corporation refuses to honor its’ indemnification obligation, for any reason, or if the underlying insurer cannot or will not pay for any reason.

Executive Shield delivers exceptionally broad coverage when and where directors and officers need it most—with coverage features individuals won’t find anywhere else.

#### What makes Executive Shield stand out?

Executive Shield provides broad coverage with features that other standard D&O policies don’t have, such as:

- > A unique “drop down” feature that triggers coverage if organizations owing indemnification or underlying insurers refuse or fail to pay for any reason, including insolvency
- > As a claims-made policy form it does not require notice within the policy period as a condition precedent to coverage
- > A true follow-form, excess structure ensures that coverage builds off the often extensively negotiated primary program enhancements and key definitions—minimizing inconsistencies
- > Limited, fully severable exclusions
  - No insured versus insured exclusion
  - No pollution or clean-up cost exclusion
  - No “pending or prior litigation” or “prior notification” exclusions
  - Conduct exclusions trigger upon a final adjudication of a claim, and do not apply to defense costs
  - Profit or advantage exclusion does not apply to Section 11 or 12 claims
  - Bodily injury and property damages exclusion does not apply to securities claims

#### Coverage Highlights

- > An expanded definition of “Wrongful Act” includes any actual or alleged breach of duty, neglect, error, misstatement, misleading statement, omission or act by an insured acting as a fiduciary of an employee benefit plan sponsored by an organization
- > A broadened definition of claim encompasses both formal and informal investigations by any governmental or self regulatory authority, including the U.S. Securities and Exchange Commission (SEC)
- > Non-rescindable, fully severable application—the conduct of one insured cannot be imputed to another when determining availability of coverage in a claim
- > Worldwide coverage and automatic incorporation of foreign Chartis policy enhancements
- > Coverage for losses from claims arising from extradition from any country
- > Express coverage for settlements, judgments and defense costs in claims alleging violation of Section 11 or 12 of the Securities Act of 1933, as amended

All this, in easy to understand language, with the extensive global reach of Chartis and the financial wherewithal to be there when it matters most.

To learn more about Executive Shield, please visit [www.chartisinsurance.com](http://www.chartisinsurance.com), e-mail [executiveliability@chartisinsurance.com](mailto:executiveliability@chartisinsurance.com), or contact your insurance broker.



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