

CRISISFUND® APPENDIX

APPLICABLE DEFINITIONS

Crisis	means any (1) Organizational Reputation Crisis ; or (2) Personal Reputation Crisis .
Crisis Firm	means any AIG CrisisFund or Directors and Officers (Securities Claims) panel counsel firm listed on the AIG Panel Counsel Directory .
Crisis Loss	means any (1) Organizational Reputation Expenses ; and (2) Personal Reputation Expenses .
Crisis Services	means services performed by a Crisis Firm in advising an Insured or any Employee of an Organization on minimizing potential harm to an Organization from the Crisis (including but not limited to maintaining and restoring investor confidence in an Organization), and solely with respect to Delisting Crisis Loss , any legal services performed by a Crisis Firm in responding to a Delisting Crisis .
Delisting Crisis	means written notice to an Organization that such Organization's securities will be or have been delisted from an Exchange at the initiation of such Exchange .
Exchange	means any National Securities Exchange as registered under Section 6 of the Securities Exchange Act of 1934.
Exchange Price	means the price per security unit quoted by an Exchange .
Financial Event	<p>means the public announcement:</p> <ol style="list-style-type: none"> (1) that the amounts of the Organizations' revenues or sales are less than (a) the amounts of such revenues or sales disclosed in the Organizations' previous public statements; (b) the amounts of the Organizations' revenues or sales in the previous year's corresponding period; or (c) the amounts of such revenues or sales as estimated in the published report of a securities analyst unaffiliated with any Insured; (2) of a revaluation of the Organizations' assets or liabilities; (3) that an Organization has restated or will restate any financial disclosure made by the Organization in any previous report required by federal securities law, rule or regulation; (4) that an Organization has defaulted or will default on the Organization's debt; (5) that an Organization has declared or will declare bankruptcy; or is subject to or will be subject to receivership, or in either case, the equivalent in a Foreign Jurisdiction; or (6) of the elimination or suspension of a previously scheduled periodic dividend payable by an Organization to the holders of such Organization's Traded Securities.
Governance Event	<p>means the public announcement:</p> <ol style="list-style-type: none"> (1) of the death, termination or resignation of an Executive of an Organization; (2) of any actual or alleged fraud, bribery, insider trading or other criminal act by an Executive of an Organization;

	<p>(3) of any actual or alleged employment-related harassment or discrimination by an Executive of an Organization;</p> <p>(4) of an Employment Practices Claim: (a) brought by or on behalf of an actual or alleged class (whether or not certified as such); or (b) brought by more than one claimant or sought to be consolidated with another claim brought by another claimant;</p> <p>(5) that the Organization has not met or will not meet any Environmental, Social or Governance, “ESG”, goal before or at its deadline as disclosed in the Organizations’ previous public statements;</p> <p>(6) of any shareholder letter to or hostile proxy of an Organization by a security holder of such Organization regarding any ESG-related actions of the Organization, including any such communication alleging the Organization contributes to climate change;</p> <p>(7) of any shareholder letter to or hostile proxy of an Organization by a Schedule 13-D security holder of such Organization;</p> <p>(8) of an unsolicited written offer by any natural person or entity, other than an Insured, to effect a Combination Event with any Organization; or</p> <p>(9) that an Organization has not filed or will not file quarterly or annual company reports at the time required by federal securities law, rule or regulation.</p>
Material Effect	means, within a 24 hour period, a decrease which is the greater of \$2.00, or 15% net of the percentage change in the Composite Index of Exchange that lists such security.
Operational Event	<p>means the public announcement:</p> <p>(1) that the Organization unexpectedly has lost or will lose, other than by expiration, property rights of patent, trademark or copyright that have reduced or will reduce the Organizations’ revenues or sales;</p> <p>(2) that the Organization unexpectedly has lost or will lose a customer or client relationship or contract that has reduced or will reduce the Organizations’ revenues or sales;</p> <p>(3) that the Organization has recalled or will recall a product of the Organization;</p> <p>(4) that the Organization unexpectedly has had or will have a delay in the production of a product of the Organization;</p> <p>(5) that the Organization has terminated or will terminate 20% or more of the total Employees of all Organizations;</p> <p>(6) of any actual or alleged bodily or personal injury, sickness, disease or death of a natural person caused by an Organization;</p> <p>(7) of any actual or alleged damage, destruction or loss of use of property caused by an Organization; or</p> <p>(8) of (a) any actual, alleged or threatened discharge, dispersal, release or escape of Pollutants by an Organization; or (b) any direction or request given to an Organization to test for, monitor, clean up, remove, contain, treat, detoxify or neutralize Pollutants.</p>

Organizational Reputation Crisis	means any: (1) Delisting Crisis ; or (2) Financial Event, Governance Event or Operational Event , which in the good faith opinion of the Chief Financial Officer or General Counsel of an Organization (or equivalent position), has caused a Material Effect on the Exchange Price of such Organization's securities.
Organizational Reputation Expenses	means: (1) the reasonable fees and expenses incurred by a Crisis Firm in the performance of Crisis Services ; (2) the reasonable fees and expenses incurred in the printing, advertising or mailing of materials; and (3) travel costs incurred by Executives , employees or agents of an Organization or of the Crisis Firm ; arising from or in connection with an Organizational Reputation Crisis .
Personal Reputation Crisis	means any negative statement by any individual authorized to speak on behalf of an Enforcement Body regarding an Executive of an Organization that is included in any press release or published by any print or electronic media outlet.
Personal Reputation Expenses	means reasonable fees, costs and expenses of a Crisis Firm retained solely and exclusively by an Executive to mitigate the adverse effects specifically to such Executive's reputation from a Personal Reputation Crisis . " Personal Reputation Expenses " shall not include (1) the compensation of any Insured Person ; or (2) any fees, costs or expenses of any Crisis Firm incurred by an Executive if such Crisis Firm is also retained by or on behalf of an Organization in connection with the same events underlying the Personal Reputation Crisis .
Pollutants	means, but is not limited to, any solid, liquid, gaseous, biological, radiological or thermal irritant or contaminant, including smoke, vapor, dust, fibers, mold, spores, fungi, germs, soot, fumes, acids, alkalis, chemicals and Waste . " Waste " includes, but is not limited to, materials to be recycled, reconditioned or reclaimed and nuclear materials.

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