

苏黎世中国董事、高级管理人员和公司责任险2009版附加未来公开发行条款修正条款

双方理解并同意本保险单**第八条控制权变更和公开发行的第二项8.2**被完全删除,并以以下内容替换:

- 8.2 如果**投保人**或任何子公司在**保险期限**内公开发行或计划公开发行**证券**,则**投保人**应在可行的时间内尽快地通知**保险人**。凡与上述公开发行或相关注册或报告要求有关或由其引发的各种**索赔**或**证券类索赔**所导致的**财务损失**,**保险人**将不予赔付,除非**被保险公司**在发布发行公告后的六十天(60)天内与**保险人**就本保险单的修改达成一致意见,并交纳必要的附加保险费,之后**保险责任**将溯及整个**保险期限**。收到附加保险费(含保险费税)是**保险人**承担任何**保险责任**的前提条件。

但是上述除外不适用于任何在美国或加拿大以外的国家或地区发行**证券**,前提是**该证券**发行的总规模不超过**投保人**或其**子公司**(以**保险期限**生效日为准)发行日当天市值的百分之xxxxxx。

本附加条款与主险条款相抵触之处,以本附加条款为准,本保险单的所有其他条款、除外责任和条件维持不变。

Future Offering Exclusion (with carving back)

In consideration of the premium charged, it is hereby understood and agreed that 8.2 of **Section 8 Change of Control and Public Offering** of this Policy is deleted in its entirety and replaced by the following:

- 8.2 If during the **Period of Insurance** the **Applicant** or any **Subsidiary Company** plans or undergoes a public offering of its **Securities**, it shall inform the **Insurer** as soon as practicable and the **Insurer** shall not be liable to make any payment of **Financial Loss** arising from any **Claim** or **Securities Claim** associated with, relating to or arising from such offering or any related registration or reporting requirements, unless and until the **Company** agrees with the **Insurer** to any amendments to this Policy and makes payment of any additional premium required, at latest within sixty (60) days following the public announcement of such offering, after which cover shall apply retroactively for the full **Period of Insurance**. The payment of any additional premium (including insurance premium tax) shall be a condition precedent to any liability of the **Insurer**.

Notwithstanding the foregoing, this exclusion shall not be applicable to any offering outside the United States and Canada provided that the offering size does not exceed ~~xxx (xx)~~ percent of the market capitalization of the **Applicant** or such **Subsidiary Company** (as established as of the effective date of the **Period of Insurance**) as at the date of offering.

All other terms, conditions and limitations remain unchanged.