



# MSIG

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A Member of **MS&AD** INSURANCE GROUP

## Technology Consultants Professional Indemnity Insurance Proposal Form

### Important Notice

Please read the following advice before completing this proposal form.

This proposal is for a claims made policy. A claims made policy only responds to claims made and notified to us during the period of insurance.

The term “PROPOSER” or “You/Your” means the Company (or organisation) listed below and all of its subsidiaries for which coverage is proposed on this form and the “INSURER” or “We/Us/Our” is MSIG Insurance (Hong Kong) Limited.

This PROPOSER is completing this form on behalf of all Insureds (as defined in the policy), it must be signed and dated by an authorised representative of the PROPOSER.

### When completing this Proposal Form:

- Answer all questions giving full and complete answers.
- It is your duty to provide all of the information requested on the form as well as to include all material facts.
- A material fact is a known fact and/or circumstance that may influence our decision whether to accept the risk and if so, on what terms. If you are unsure whether a matter is material, you should disclose it. Full details of your duty of disclosure can be found in the following section.
- If the space provided on this form is insufficient, please provide complete answers on an additional sheet, which must be signed and dated.
- The proposal form must be completed, signed and dated by a person, who must be of legal capacity and authorised for the purpose of requesting this insurance by the PROPOSER.

This proposal form **DOES NOT BIND** the PROPOSER or the INSURER to complete the insurance but will become part of the insurance policy.

### Your Duty of Disclosure

Before you enter into a contract of general insurance with us, you have a duty to disclose every matter within your knowledge that is material to our decision whether to insure you and, if so, upon what terms. You have the same duty to disclose material facts before you renew, extend, vary or reinstate a contract of general insurance.

Your duty however does not require you to tell us anything that:

- Reduces the risk you are insured for; or
- Is common knowledge; or
- We know or, as an insurer, should know; or
- We waive your duty to tell us about.

Note that this duty continues after the proposal form has been completed until the time the policy is in force.

### Non-Disclosure

If you fail to comply with this duty of disclosure, we may cancel the policy or reduce the amount we will pay you if you make a claim, or both. If your failure is fraudulent, we may refuse to pay a claim and treat the policy as if it had never existed. It is therefore vital that you make sufficient enquiries before completing this form and before signing the declaration on this form or any addendum; or any declaration that there has been no change in the information you have provided.

### Subrogation

Where another person or company would be liable to compensate you for any loss or damage otherwise covered by the policy, but you have agreed with that person either before or after the loss or damage occurred that you would not seek to recover any monies from that person or company, we will not cover you under the insurance for such loss or damage.

## Section 1 Details of proposer

Company name:

Company registration number:

Address of head office:

Web address:

Place of incorporation:

Date established:

Other operating location addresses:

## Section 2 Company history

1. Has the company or business name ever changed? ☐ Yes ☐ No
2. Has the company ever sold, acquired or merged with any other business? ☐ Yes ☐ No
3. Is any principal, partner or director associated or connected with any other business? ☐ Yes ☐ No

If you have answered 'yes' to any question, please provide details:

- 
4. Please describe the information technology services and products you provide, with reference to the primary purpose of all software and systems that you either license or supply. Include details of any advice or consulting services that you provide. If there is insufficient space, please continue on a separate sheet.

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5. Are your products and services designed or intended for use in any of the following applications:

- |  |                              |                             |
|--|------------------------------|-----------------------------|
| Medical and surgical devices or applications             | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Aerospace/avionics/radar/navigation/safety/maritime      | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Military/defence   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Oil/gas/power/nuclear energy                             | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Financial/banking systems and trading platforms          | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Industrial control systems/manufacturing process control | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Fire/security or other emergency applications            | <input type="checkbox"/> Yes | <input type="checkbox"/> No |

If you have answered 'yes' to any question, please provide details:

## Section 3 Employees

1. Please state your current number of employees per category:

Principals, partners & directors		Sales	
Professional		Others (please specify)	
Admin & Support			
Trainees		Total	

2. Please list details of all directors, principals and partners as well as key technical staff:

Name	Qualifications	Date qualified	Years with company	Total experience

3. What is your annual gross salaries/wages bill?

Current year estimate MOP \_\_\_\_\_

Next year estimate MOP \_\_\_\_\_

## Section 4 Financial information

1. Please provide an estimate of your current year turnover, percentage per business activity:

Activity	Percentage breakdown	Activity	Percentage breakdown
Data processing and warehousing services		Software sales (developed in-house)	
Maintenance and repair		Hardware sales (in-house product)	
Education and training		Systems integration	
Hardware reseller (3 <sup>rd</sup> party)		ISP/web/internet services	
Facilities management and outsourcing		Telecommunication services	
Software reseller (3 <sup>rd</sup> party)		IT recruitment and staffing services	
General consultancy		Others (please specify)	

2. Please state turnover per territory:

Territory	Last year (MOP)	Current year (MOP)	Next year estimate (MOP)
Macau			
Asia			
Australia & New Zealand			
USA & Canada			
Europe			
UK			
Others			

## Section 5 General information

1. Are you party to or do you intend to enter into any joint venture, partnership or consortium? ☐ Yes ☐ No  
If 'yes', please provide details:
2. Do you use a standard contract or agreement for your customers? ☐ Yes ☐ No  
If 'yes', please supply a copy.
3. How often do your customers agree to your standard contract? \_\_\_\_\_%  
Please supply a copy of your most significant non-standard contract and describe the approval process for any variations to standard contracts:
4. Do you ever enter into contracts which limit your liability to the cost of services and products that you provide? ☐ Yes ☐ No  
If 'no', what measures do you take to limit your liability?
5. Do you ever enter into contracts which agree to limit any other party's liability? ☐ Yes ☐ No  
If 'yes', in what circumstances and what limits are set?
6. Do you ever enter into contracts in which you accept liability for consequential damages? ☐ Yes ☐ No  
If 'yes', in what circumstances?
7. Do you ever agree to indemnify or hold harmless any third party for claims arising from provision of your services or products? ☐ Yes ☐ No  
If 'yes', in what circumstances?
8. Do you ever enter into contracts which omit a force majeure clause? ☐ Yes ☐ No  
If 'yes', in what circumstances?
9. Do you conduct a legal review process of all contracts pre-signing? ☐ Yes ☐ No
10. Do you enter into fixed price contracts? ☐ Yes ☐ No  
If 'yes', how often? \_\_\_\_\_ %
11. Are contractual indemnities included in contracts in respect of intellectual property that you license sell or share? ☐ Yes ☐ No  
If 'yes', please attach a copy.
12. Do you have sole legal rights to all the intellectual property that you license, sell or share? ☐ Yes ☐ No  
If 'no', please provide details:
13. Do you act as the agent of another company? ☐ Yes ☐ No  
If 'yes', please provide further details:

Company (Principal)	Services, hardware and software provided as agent	Agency sales as percentage of turnover

14. Please list the 5 largest contracts conducted in the past 5 years and provide brief details:

Description	Contract value

15. What is your average contract value? MOP\_\_\_\_\_

16. Final testing and customer approval \_\_\_\_\_

17. Do all customers sign an agreement or contract or submit an official purchase order? ☐ Yes ☐ No

18. Do you ever use consultants, agents or contractors? ☐ Yes ☐ No

If 'yes',

What percentage of your IT products and services do they provide? \_\_\_\_\_ %

What IT products and services do they provide?

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Do they work under specific contracts? ☐ Yes ☐ No

Are they required to have their own IT liability cover and is so, do you verify that it is in force? ☐ Yes ☐ No

Do you ever enter into any hold-harmless agreements with sub-contractors or waive any legal rights or entitlements which you may have against them? ☐ Yes ☐ No

Do they assign you their intellectual property rights for sub-contracted work? ☐ Yes ☐ No  
If 'yes', please attach a copy of the standard agreement.

19. Do you intend to make any significant changes to your business or business activities during the coming year? ☐ Yes ☐ No

If 'yes', please provide further details:

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20. Do you require cover for consultants, agents and contractors under the proposed policy? ☐ Yes ☐ No

If 'yes', please provide a full list of consultants, agents and contractors, total payments for the current year and a copy of your standard sub-contractor contract or agreement:

## Section 6 Risk management

- |   |                              |                             |
|---|------------------------------|-----------------------------|
| 1. Do you require that customers confirm acceptance in writing on delivery of products and services?  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 2. Do you have a Total Quality Management (TQM) framework?<br>If 'yes', please provide details, including quality certification:  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <hr/>   |                              |                             |
| 3. Do you have an up-to-date product recall plan in place?  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 4. Do your product and systems development processes include the following:   |                              |                             |
| A formally documented systems development methodology   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A mandatory proposal in place to determine customer performance expectations  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A written contract specifying products and services to be supplied, signed by the customer  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A written agreement that defines the scope of the project or services to be provided  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A contract defining the responsibilities of all parties   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 5. Do sign-off procedures include the following customer sign-off stages:   |                              |                             |
| Interim changes (fully documented)  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Each performance milestone acknowledged and accepted  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| Final testing and customer approval   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A final acceptance letter or agreement sign-off   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| A formal policy for documenting and responding to customer changes, fixes, complaints and requests  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 6. Do you obtain specialist legal advice (specifically intellectual property law) before releasing any new software or products?<br>If 'no', and in-house legal counsel is used for intellectual property due diligence prior to approval of new software or products, please attach details of the checklist used.<br><br>If no intellectual property due diligence and related processes are in place, please provide details of how IP is otherwise handled: | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <hr/>   |                              |                             |
| 7. Are employees involved in development work required to undertake that they will not distribute or utilise any previous employer's trade secrets?   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 8. Are sub-contractors required to sign copyright license agreements if they are involved in product development?   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 9. Do you have documented procedures in place for handling other parties' intellectual property?  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 10. Have you filed any patent applications?<br>If 'yes', how many patents do you hold? _____  | <input type="checkbox"/> Yes | <input type="checkbox"/> No |

## Section 7 Claim history

Please ensure that appropriate enquiries are made of all principals, directors and officers of the company as well as relevant employees, prior to answering the following questions.

1. Have any claims been made against the company in the last 5 years for professional negligence, errors or omissions, or Information technology liability or have circumstances been notified to insurers that might give rise to a claim? ☐ Yes ☐ No

If 'yes', please provide details of the circumstances, claim amount and payments:

2. Are you aware of any circumstance, incident or action which may be grounds for or result in a future claim against the company or any current or former principals, partners, directors or employees? ☐ Yes ☐ No

If 'yes', please provide details:

3. In the past 5 years have any clients disputed or refused payment for your products and services? ☐ Yes ☐ No

If 'yes', please provide details:

4. In the past 5 years have any contracts or projects experienced cost overruns, delays, functionality problems or system failures? ☐ Yes ☐ No

If 'yes', please provide details:

## Section 8 Previous insurance cover

1. Does the company currently have information technology liability cover? ☐ Yes ☐ No

If 'yes', please state:

Insurer	
Limit of liability	
Expiry date	
Retroactive date (if applicable)	
Deductible	

2. Does the company currently have professional indemnity cover? ☐ Yes ☐ No

If 'yes', please state:

Insurer	
Limit of liability	
Expiry date	
Retroactive date (if applicable)	
Deductible	

3. Does the company currently have public products liability insurance cover? ☐ Yes ☐ No

If 'yes', please state:

Insurer	
Limit of liability	
Expiry date	
Retroactive date (if applicable)	
Deductible	

4. Has the company or any partner, principal or director ever been refused this type or similar insurance, or had any such insurance cancelled, an application or renewal declined, or had special terms imposed? ☐ Yes ☐ No

If 'yes', please provide further details:

## Section 9 Indemnity limit

### 1. Professional indemnity:

Indemnity limit required MOP \_\_\_\_\_  
Deductible MOP \_\_\_\_\_

### 2. Public and products liability:

Indemnity limit required MOP \_\_\_\_\_  
Deductible MOP \_\_\_\_\_

## Section 10 Declaration

I/We, the undersigned, desire to effect the insurance specified herein and declared that I/We:

- agree that MSIG Insurance (Hong Kong) Limited reserves its right to reject my application.
- warrant that the information given and answers to questions herein are true and correct to the best of my/our knowledge.
- have not withheld facts likely to influence assessment of this application.
- agree that this application, declaration and other information provided shall form the basis of the contract and agree to accept the terms, limitations, exclusions, conditions, clauses and warranties contained in the policy/policies and/or as modified or extended by any endorsements thereon.

### Declaration of Broker Commission (if applicable)

The applicant understands, acknowledges and agrees that, as a result of the applicant purchasing and taking up the policy to be issued by MSIG Insurance (Hong Kong) Limited ("MSIG"), MSIG will pay the authorised insurance broker commission during the continuance of the policy including renewals, for arranging the said policy. Where the applicant is a body corporate, the authorised person who signs on behalf of the applicant further confirms to MSIG that he or she is authorised to do so. The applicant further understands that the above agreement is necessary for MSIG to proceed with the application.



## Personal Information Collection Statement

Personal information is data that can be used to uniquely identify or contact a single person. As our customers, it is necessary from time to time for you to supply us with your personal data in relation to the general insurance services and products ("the Product") that we provide to you and in order for us to deliver and improve the customer service. This includes but not limited to the personal data contained in the proposal form or in any document in relation to the Product or any claim made under the Product.

Your personal data may be used for the purpose of:

- our daily operation and administration of the services and facilities in relation to the Product provided to you;
- any sales, marketing, promotion of other general insurance services and products provided by us;
- variation, cancellation or renewal of the Product;
- assessing and processing claims in relation to the Product and any subsequent legal proceedings; or
- exercising any right of subrogation by us.

In connection with any of the above purposes, the personal data that we have collected might be transferred to:

- our related, subsidiary or affiliated companies within the MSIG Group or MS&AD Insurance Group in or out of Macau;
- any other company carrying out insurance or reinsurance related business in or out of Macau;
- any association or federation of insurance companies that exists or is formed from time to time; or
- any agent, contractor or third party who provides administrative, claims handling or other services relating to the Product to MSIG
- or any member of the MSIG Group or MS&AD Insurance Group.

In order to confirm the accuracy of your personal data, you agree to provide us with authorisation to access to and to verify any of your personal data with the information collected by any federation of insurance companies from the insurance industry.

Under the relevant laws and regulations, you have the right to request access to and to request correction of your personal data held by us, and to request to opt out from receiving any direct marketing communication from us. If you wish to exercise these rights, please write to our Data Protection Officer at 9/F 1111 King's Road, Taikoo Shing, Hong Kong (for Hong Kong customers) or at Avenida Da Praia Grande No. 693, Edif Tai Wah 13 Andar A&B, Macau (for Macau customers).

Nothing in this statement shall limit your rights under the relevant laws and regulations.

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Date (DD/MM/YYYY)

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Proposer's signature