

**CRISISFUND® APPENDIX**

**APPLICABLE DEFINITIONS**

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

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

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

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