

International

Directors and Officers and Management Liability

Target Market Statement

Product Type

This is an insurance product for non-EEA and non-USA based customers requiring cover for Directors and Officers (D&O) which provides financial protection to company directors and officers if they are sued for alleged wrongful acts in their professional capacity. It covers legal costs, settlements, and judgments related to mismanagement, negligence, and other wrongful acts. D&O insurance safeguards personal assets of the directors.

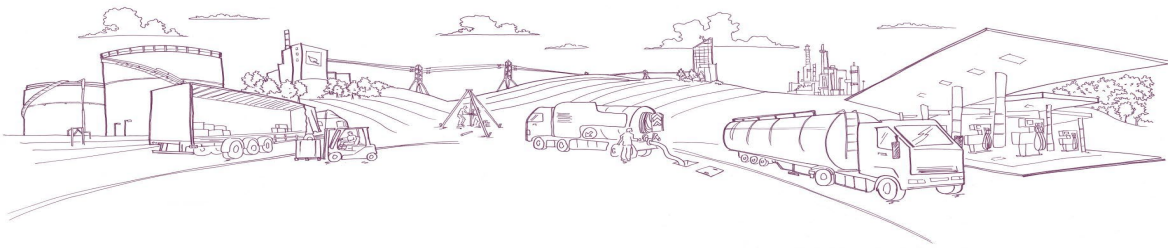
Characteristics of the target market (who is the product designed for?)

This product is designed for any private or public company, any charity, club or association with revenue or turnover below £100 million, or local currency equivalent. Areas would include, but are not limited to:

Accountants	Copyright Editors	Non-Profit Organisations
Airports	Financial Planners	Nursing Homes
Associations	Hotels	Photographers
Aviation Companies	Housing Associations	Port Authorities
Bus Operators	Insurance Brokers	Restaurants
Care homes	Labour Hire Companies	Retailers
Charities	Law Firms	Schools
Clothing Manufacturers	Manufacturing Companies	Transport Companies
Condo Associations	Marine Explorers	Utility Companies
Construction Companies	Managing General Agencies	

Objectives, needs and interests of the target market (considering the key features and benefits of the product)

Customers will benefit from the following core policy features:



- **Directors and Officers Liability** - Coverage for the legal costs, damages and penalties that a Director or Officer of an entity or company may have to pay in their capacity as a Director and Officer of the entity or company, when not indemnified by the entity or company.
- **Entity Reimbursement** - Coverage for the entity or company in the event that they are liable to indemnify a Director or Officer of the company for wrongful acts committed in their capacity as a Director and Officer of the company.
- **Securities Claims** - Coverage for the entity/company for a securities claim made against the entity or company.

- **Extensions** – include, subject to applicable sub-limits: Asset and Liberty costs, Company Cost for Shareholder Derivative Actions, Corporate Manslaughter, Extradition, Emergency Costs, International Interpretation/translation, Legal Representation Costs in an Investigation, Mitigation Costs and Expenses, New Subsidiaries and Acquisition Events, Non-Executive Reinstatement of Limit, Outside Directorships, Pollution Defence Costs, Retired Directors, Spousal Cover, Partners, Heirs and Estates.

Optional coverages can include:

- **Crime (theft of funds).**
- **Employment Related Complaints Against the Entity or Company.**
- **Pension Trustee Liability.**
- **Statutory Breaches** (Australia and New Zealand domiciled entities / companies only)

Who is this product not designed for?

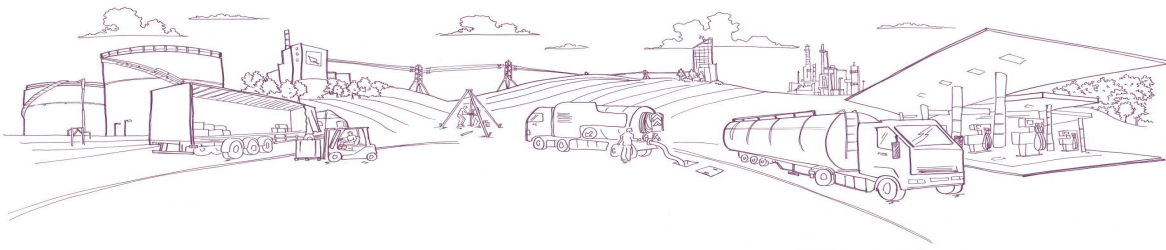
This product is not suitable for:

- Any firm domiciled in EEA or USA.
- Any firm in the financial institution sector.
- Any firm domiciled in a sanctioned country.
- Firms with revenues/turnover greater than £100 million or equivalent local currency.

How do we expect this product to be distributed?

This product should be sold with the active assistance and guidance of an insurance intermediary with whom Pen has an agency, to select the appropriate level of cover. Pen recommends this product is not sold directly to customers without this assistance.

This product is suitable to be distributed via a variety of intermediated sales channels, such as face to face, telephone, email, or by postal application. Consideration should be given to the vulnerability of customers by the intermediary and provide any appropriate support they may need.



What are the distributor value considerations?

We expect all distributors in the chain to consider the following when selling Pen's products:

- The impact on product value of offering other products alongside this one, especially those with proportionally greater remuneration. For example, an ancillary product, elements of which may duplicate existing cover, or premium finance charged at an elevated rate of APR.
- Additional commission, fees or charges added as part of distribution processes must be proportionate to the service provided, in line with those charged elsewhere, and not affect the overall value offered by the product.
- Distributors must ensure there is no duplication of cover as a result of any add-on products sold, where appropriate cover is already provided by the policy.
- Distributors should consider the demands and needs of the consumer and any local Consumer Duty requirements where applicable, when dealing with customers.

Scope

This document is intended to provide an indicative summary of the target market for this product and is not a summary of coverage. Please refer to separate policy documentation for full details of the coverage provided by the product.

Product Approval Process

Pen has a product approval process in place to ensure that there is appropriate oversight of all products where Pen is either a co-manufacturer or a distributor. The process includes a risk assessment process where due consideration is given to the impact of the product on the target market and the value of the product.

A diagram of Pen's product approval process can be found on the Pen website [here](#).

Important Information

This target market statement should be used by all (co-)manufacturers and distributors of this product. (Co-)manufacturers and distributors should not create their own variation of this document. Where any party using this document has concerns about the accuracy or completeness of the information included, this should be raised to Pen urgently for discussion.

Valid From

04/11/2024

Next Review Date

On or before 04/11/2025

