

Directors' and Officers' Liability and Company Reimbursement Insurance

Proposal Form

Please type or print and answer all questions fully. If there is insufficient space, attach a separate sheet. If a question is not applicable, please state "Not Applicable".

Important Additional Information Required to be Submitted with Proposal Form

- 1) The latest report and accounts and interim statement or SEC filings as appropriate.
- 2) Any public offering document/ listing particulars published in the last 12 months.
- 3) A Company structure chart (if available).

Important Information Regarding Duty of Disclosure

You have a duty to disclose to underwriters all material facts. A material fact is one which would influence their acceptance or assessment of the risk. If you are in doubt as to whether certain information is material, you should disclose it.

Section 1 – Company Information

1. a. Name of Company UNITED INDEPENDENT PETROLEUM MARKETING COMPANY LIMITED
- b. Address of Head Office LP 42 BLDG 3 MANGRA TR, ARANGUEZ MAIN ROAD, SAN JUAN
- c. Country of Registration TRINIDAD & TOBAGO
- d. Main business of Company WHOLESALE RETAILER OF LIQUID PETROLEUM FUEL
2. If the company has carried on business for less than 2 years please state date that trading commenced? 27 OCTOBER 1999
3. During the past two years has:
- a. The name of the company changed? Yes ☐ No ☒
- b. Any acquisition or merger taken place? Yes ☐ No ☒
- c. Any Share Capital Issue (s) taken place? Yes ☐ No ☒

If “Yes”, in any case, please give full details:

4. a. Has the company publicly revealed that it has under consideration at the present time any acquisitions, mergers or tender offer? Yes ☐ No ☒
- b. Is the company aware of any proposal relating to its acquisition by another company? Yes ☐ No ☒
- c. Is the Company intending any offering of public securities or public or private equity securities within the next year? If “Yes” please give full details:
- Yes ☐ No ☒

Section 2 – Ownership and Share Capital of the Company

1. Is the Company listed on one or more stock exchanges?

Yes

☐

No

☒

If YES please provide the following details:

	1	2	3
Name of exchange (s)			
Ticker Symbol (s)			
% of the Company's issued shares traded on each exchange			
Total number of shares issued			

2. Does the Company or any of its subsidiaries have any debt securities traded in the USA?

Yes

☐

No

☒

If "Yes" please provide a description of the securities traded:

--

3. If the Company has securities traded in the form of American Depositary Receipts (ADRs) please provide the following details:

ADR/ stock or share ratio: N/A

Number of ADR holders: _____

Are the ADRs: Un-sponsored ☐

Sponsored Level 1 ☐

Sponsored Level 2 ☐

Sponsored Level 3 ☐

What percentage of the Company's issued share capital is traded in the form of ADRs?

4. Total percentage of shares owned by Directors and Officers _____
(both direct and beneficial)

5. Details of any shareholding in the Company greater than 10%

Name of shareholder	Percentage of shares held	Is shareholder represented on the board of directors ?
DR. R.P. ARIYANAYAGAM	18.64	YES
MS. SUZANNE GONZALES	12.01	NO
MR. JOHN MAIR	14.31	YES
THOMAS PEAKE AND CO.	12.63	NO
THE ESTATE OF WINSTON ROMANY	21.97	NO

Section 3 - Company Structure, Subsidiaries and Assets

1. Please give the total consolidated assets of the Company in USA.

NONE

2. Percentage of total consolidated assets of the Company in USA.

0.00

3. Are any of the Company's subsidiaries formed as Partnerships or Limited Partnerships? If "Yes" please provide details.

Yes ☒ No ☐

100% OWNED - ESAU M JAN TRANSPORT LIMITED
100% OWNED - ESAU ENTERPRISES LIMITED
100% OWNED - 360 TOTAL CONVENIENCE LIMITED

4. If cover is required for your directors or officers serving on outside boards that are; listed in the USA, is a FI or has negative net-worth, please provide details (below) of the Company(ies) where such Positions are held.

Name of company	Country of incorporation	Percentage ownership by parent Company	Listed in USA?	Is the Company a Financial Institution ?	Does the Outside Company have negative net worth?
NONE					

5. Does the Company employ any trustees (other than pension trustees) or consultants for whom cover is requested? If "Yes" please provide details.

Yes ☐ No ☒

Section 4 – Insurance History and Claims History

1. If Directors' and Officers' Liability Insurance has been carried during the last three years, please state:

a) Insurer	HOWDEN
b) Expiry date of policy	JUNE 15, 2021
c) Indemnity limit	10,000,000.00
d) Premium	

2. What Limit of Indemnity is required? 10,000,000.00

3. Has any previous policy for Directors' and Officers' Liability Insurance and reimbursement for Directors' and Officers' Liability Insurance been cancelled or renewal refused by any insurer? If "Yes", please give full details:

Yes ☐ No ☒

4. Have claims ever been made against any past or present Director or Officer of the Company or its subsidiaries ? If "Yes", please give details.

Yes ☐ No ☒

5. Has the Company or any subsidiary been subject to a formal investigation? If "Yes" please give details.

Yes ☐ No ☒

6. Is the Proposer aware, after enquiry, of any circumstance or incident which may give rise to a claim?

If "Yes", please give details.

Yes ☐ No ☒

Section 5 – Choice of Law and Jurisdiction and Insurance Tax Information

1. Policies issued in the UK market are generally interpreted in accordance with the law of England and Wales or Scotland in the event of a dispute with Underwriters, and it may not be possible to place insurance on a different basis. However, should you have specific concerns or a preferred choice of law and jurisdiction, please state here:

Laws of Trinidad and Tobago

Section 6 – Declaration

SIGNING THIS PROPOSAL DOES NOT BIND THE PROPOSER TO COMPLETE THIS INSURANCE

Declaration

It is declared that to the best of the knowledge and belief of the Company the statements and replies set out herein are true and that no material facts have been misstated or suppressed. The Company undertakes to inform insurers of alterations to any facts which are or thereby become material before inception of the contract of insurance.

A material fact is one which would influence the acceptance or assessment of the risk. If you are in doubt as to whether certain information is material, you should disclose it.

Signed: 

Title: Chief Financial Officer
(authorised signatory of the insured)

Company: United Independent Petroleum Marketing Company Limited (Unipet)

Date: 2nd June 2021

Have you enclosed the following documents (see front of proposal form)?

- ☐ The latest report and accounts and interim statement or SEC filings as appropriate.
- ☐ Any public offering document/ listing particulars published in the last 12 months
- ☐ A Company structure chart.