CONTROLLED ENTITY(IES) COVERAGE

It is understood and agreed that Section III.M. of the Policy is amended by the addition of the following:

Subsidiary shall also include the entities described as **Controlled Entity(ies)** listed below.

If during the **Policy Period**, a transaction occurs wherein another entity or individual gains control, through the ownership of more than fifty percent (50%) of the outstanding securities representing the present right to vote for election of or to appoint directors, trustees, managers, members of the Board of Managers or equivalent positions of a **Controlled Entity** or _____ decreases securities or voting interest ownership to the extent that such a decrease results in a _____ percent (____ %) or greater change in ownership in a **Controlled Entity's** outstanding securities or voting interest ownership, then:

(1)   the **Corporation** must give written notice of such transaction to the **Insurer** within ninety (90) days after the effective date of such transaction, and provide the **Insurer** with such information in connection therewith as the **Insurer** may deem necessary; and

(2)   coverage under this Policy shall only apply to the **Controlled Entity** and **Insured Persons** thereof for **Employment Practices Wrongful Acts** committed or allegedly committed prior to the effective date of such transaction.

Insured:

Policy Period: Policy Number:

Countersigned by: _____   Endorsement Effective Date:

CONTROLLED ENTITY(IES) COVERAGE

Controlled Entity(ies)

Other than as stated above, nothing herein contained shall be held to vary, alter, waive or extend any of the terms, conditions, provisions, agreements or limitations of the Policy to which this endorsement is attached.