

Application

INVESTMENT BANKING QUESTIONNAIRE

FL- 034 INV BANK Q



1. PERCENTAGE INCOME SPLIT AMONG INVESTMENT BANKING OPERATIONS.

	INCOME	INDUSTRY SERVED AND % SPLIT
M&A/CORPORATE ADVISORY	_____ %	_____
EQUITY – NEW ISSUANCE	_____ %	_____
EQUITY – SECONDARY ISSUANCE	_____ %	_____
DEBT – NEW ISSUANCE	_____ %	_____
DEBT – SECONDARY ISSUANCE	_____ %	_____
(please provide full details on high yield offerings)	_____	_____
DEBT CAPITAL RAISING	_____ %	_____

2. GROSS REVENUE DERIVED FROM INVESTMENT BANKING ACTIVITIES FOR THE LAST THREE YEARS WITH AN ESTIMATE FOR CURRENT YEAR:

	% INCOME DERIVED FROM US
2003 \$ _____ (Estimate)	_____
2002 \$ _____	_____
2001 \$ _____	_____
2000 \$ _____	_____

3. AVERAGE FEE INCOME ANY ONE CLIENT \$ _____
4. LARGEST FEE INCOME ANY ONE CLIENT \$ _____
5. AVERAGE \$ VALUE ANY ONE TRANSACTION \$ _____
6. AVERAGE NUMBER OF TRANSACTIONS ANY ONE YEAR _____
7. NUMBER OF FAILED/INCOMPLETE TRANSACTIONS IN THE LAST YEAR _____
(Please provide details)
8. AVERAGE UNDERWRITING PARTICIPATION TO DATE _____
9. LARGEST UNDERWRITING PARTICIPATION TO DATE _____
10. PLEASE DESCRIBE THE TYPE OF PARTICIPATION _____

11. TOTAL NUMBER OF STAFF _____
- A. PARTNERS/DIRECTORS/PRINCIPLES _____
- B. EMPLOYEES _____
Please attach resumes

12. ARE THERE INTERNAL GUIDELINES IN EFFECT WITH RESPECT TO PROCEDURES TO ENSURE COMPLIANCE WITH APPLICABLE REGULATORY RULES?
DO YOU HAVE PROCEDURES IN PLACE TO ENSURE COMPLIANCE? YES [] NO []
YES [] NO []

13. ARE THERE INTERNAL GUIDELINES IN EFFECT WITH RESPECT TO PROCEDURES TO ENSURE ADEQUACY OF DUE DILIGENCE REVIEWS?
DO YOU HAVE PROCEDURES IN PLACE TO ENSURE REVIEWS ARE CARRIED OUT? YES [] NO []
YES [] NO []

14. ARE THERE INTERNAL GUIDELINES IN EFFECT WITH RESPECT TO PROCEDURES TO ENSURE FINANCIAL ABILITY OF BUYERS REPRESENTED
IN M&A TRANSACTIONS? YES [] NO []
DO YOU HAVE PROCEDURES IN PLACE TO ENSURE FINANCIAL REVIEWS ARE CARRIED OUT? YES [] NO []

15. ARE THERE INTERNAL GUIDELINES IN EFFECT WITH RESPECT TO WHEN INDEPENDENT OUTSIDE REVIEW IS REQUIRED WITH RESPECT
TO ANY INVESTMENT BANKING TRANSACTION? YES [] NO []
DO YOU HAVE PROCEDURES IN PLACE TO ENSURE THESE REVIEWS ARE CARRIED OUT? YES [] NO []

16. IS A SECONDARY INDEPENDENT REVIEW OR IS THERE A CHECKLIST PROCEDURE CONDUCTED INTERNALLY PRIOR TO THE RELEASE OF ADVICE
OR DOCUMENTATION TO ENSURE ALL ASPECTS OF THE TRANSACTION AS AGREED HAVE BEEN COMPLETED? YES [] NO []
DO YOU HAVE A PROCEDURE OR COMMITTEE IN PLACE TO PERFORM A FINAL QUALITY REVIEW PRIOR TO THE CLOSE OF THE TRANSACTION?
YES [] NO []

17. ARE THERE ADEQUATE PROCEDURES IN PLACE TO RINGFENCE SENSITIVE INFORMATION AND TO ENSURE NO CONFLICT OF INTERESTS WITH OTHER AREAS OF YOUR ORGANIZATION? YES [] NO []

18. HAVE YOU REASONABLE PROCEDURES IN PLACE WITH RESPECT TO VALUATION WORK UNDERTAKEN TO ENSURE THE REASONABLENESS OF SAME YES [] NO []

ARE SPECIFIC ENGAGEMENT LETTERS USED? YES [] NO []

PLEASE COMMENT AS TO WHETHER THE BANK ISSUES A PRE-ISSUANCE / PROSPECTUS RESEARCH REPORT AND IF SO HOW DOES IT ENSURE THAT BOTH THESE DOCUMENTS ARE NOT VIEWED COLLECTIVELY BY A PROSPECTIVE USER IN FORMING THEIR INVESTING DECISION.

Please comment on:

THE STANDARD BLACK OUT PERIOD _____

THE RISK DISCLOSURES PRESENTED IN BOTH _____

TO WHOM THESE RESEARCH REPORTS ARE SENT _____

ARE THESE RESEARCH REPORTS SENT TO US INVESTORS _____

PROCEDURES IN PLACE TO ENSURE THE ACCURACY AND COMPLETENESS OF THE SAME _____

19. DO YOU HAVE ANY MATERIAL REGULATORY, INTERNAL OR EXTERNAL RECOMMENDATIONS OUTSTANDING OR NOT IMPLEMENTED AT PRESENT/ If yes, please provide full details. YES [] NO []

20. IN THE PAST FOUR YEARS HAS ANY CLIENT AND/OR OTHER THIRD PARTY MADE A WRITTEN COMPLAINT TO THE APPLICANT OR TO ANY REGULATORY BODY OR COMMENCED ANY CIVIL PROCEEDING IN CONNECTION WITH ANY TRANSACTION? YES [] NO []
If yes, please provide full details.

21. HAS THE APPLICANT, ANY OF ITS SUBSIDIARIES OR ANY DIRECTOR, OFFICER, PARTNER OR TRUSTEE:
A. BEEN CHARGED IN ANY CIVIL OR CRIMINAL ACTION OR ADMINISTRATIVE OR REGULATORY PROCEEDING WITH A VIOLATION OF ANY SECURITIES LAW OR REGULATION? YES [] NO []
B. BEEN CHARGED IN CONNECTION WITH ANY ACTION OR ADMINISTRATIVE OR REGULATORY PROCEEDING REGARDING ALLEGATIONS OF MARKET ABUSE? YES [] NO []
C. BEEN CHARGED IN CONNECTION WITH ANY ACTION OR ADMINISTRATIVE OR REGULATORY PROCEEDING REGARDING "LADDERING" OR "SPINNING" OR "CONFLICTS OF INTEREST" OR OTHER? YES [] NO []
If the answer is yes to any of the foregoing, please provide full details.

22. HAS THERE BEEN OR IS THERE NOW PENDING ANY CLAIMS AGAINST ANY PERSON OR ENTITY PROPOSED FOR INSURANCE ALLEGING, ARISING OUT OF, OR IN CONNECTION WITH AN INVESTMENT BANKING TRANSACTION? YES [] NO []
If yes, please provide full details.

23. DOES ANY PERSON OR ENTITY PROPOSED FOR INSURANCE HAVE KNOWLEDGE OF ANY ACT, ERROR OR OMISSION WHICH MIGHT GIVE RISE TO A CLAIM(S) UNDER THE PROPOSED POLICY? YES [] NO []
If yes, please provide full details.

IT IS AGREED THAT WITH RESPECT TO QUESTIONS 20-23 ABOVE, IF SUCH DEMAND OR CLAIM EXIST OR IF SUCH KNOWLEDGE, INFORMATION OR INVOLVEMENT EXISTS, ANY CLAIM OR ACTION ARISING THERE FROM IS EXCLUDED FROM THE PROPOSED COVERAGE.

PLEASE ATTACH:

- A) STANDARD INVESTMENT BANKING ENGAGEMENT LETTER. IF DIFFERENT LETTERS ARE APPLICABLE TO DIFFERENT TYPES OF TRANSACTIONS, PLEASE PROVIDE A COPY OF EACH.
- B) A LIST OF ALL INVESTMENT BANKING CLIENTS FOR THE PAST THREE YEARS.

I DECLARE THAT THE STATEMENTS AND PARTICULARS IN THIS APPLICATION ARE TRUE AND THAT I HAVE NOT MISSTATED OR SUPPRESSED ANY MATERIAL FACTS. I AGREE THAT THIS QUESTIONNAIRE TOGETHER WITH ANY OTHER INFORMATION SUPPLIED BY ME/US SHALL FORM THE BASIS OF ANY CONTACT OF INSURANCE AFFECTED THEREON. I UNDERTAKE TO INFORM AIG OF ANY MATERIAL ALTERATION TO THESE FACTS OCCURRING BEFORE COMPLETION OF THE INSURANCE POLICY.

NOTICE: ANY PERSON WHO KNOWINGLY AND WITH THE INTENT TO DEFRAUD PROVIDES FALSE INFORMATION IN AN INSURANCE APPLICATION, OR PRESENTS, ASSISTS, OR MAKES A FRAUDULENT CLAIM FOR THE PAYMENT OF A LOSS OR OTHER BENEFIT, OR PRESENTS MORE THAN ONE CLAIM FOR THE SAME INCIDENT OF DAMAGE OR LOSS, WILL COMMIT A FELONY AND IF CONVICTED WILL BE SENTENCED FOR EACH VIOLATION WITH A FINE OF NO LESS THAN FIVE THOUSAND (\$5,000) DOLLARS AND NOT EXCEEDING TEN THOUSAND (\$10,000) DOLLARS, OR BE SENTENCED TO IMPRISONMENT FOR A THREE (3) YEAR TERM, OR BOTH PENALTIES. IN THE EVENT OF AGGRAVATING CIRCUMSTANCES, THE TERM COULD BE INCREASED TO A MAXIMUM OF FIVE (5) YEARS; IN THE EVENT OF INTERVENING EXTENUATING CIRCUMSTANCES IT COULD BE REDUCED UP TO A MINIMUM OF TWO (2) YEARS.

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

PRESIDENT, CHIEF EXECUTIVE OFFICER OR PRINCIPAL _____ DATE _____