CNA

TRANSACTIONAL LAW SUPPLEMENT

Named Insured/ Applicant Firm: _____ **Policy Number:** _____

For purposes of this supplement, Transactional Law includes both Business Transaction/Commercial Law and Corporate Business Organization. The types of legal services requiring completion of this supplement include Sales Agreements and/or contracts, Agency Agreements, Entertainment contracts; Commercial transactions including the sale and/or financing of commercial real estate; the formation, operation, sale and dissolution of corporations, partnerships (general and limited), real estate limited liability partnerships (LLP) and/or real estate investment trusts (REITs), agencies and other forms of business organizations including franchises; Mergers and Acquisitions; and matters related to Sarbanes-Oxley and other corporate governance obligations.

1. Indicate below whether the Firm's transactional representations **in the past 12 months** include the following types of transactions. Check all that apply:

   A. Commercial Real Estate Financing including negotiation of financing and commercial loans and/or creation/dissolution of LLPs or REITs ❑

   B. Entity Structuring including formation, alteration, dissolution and excluding Real Estate LLPs and REITs ❑

   C. Mergers/Acquisition including buying and selling of an existing business and excluding Real Estate LLPs and REITs ❑

   D. Business Expansion/Franchising including creation/negotiation of franchise disclosure agreements on behalf of the franchisor ❑

   E. None of the above (detail) _____ ❑

2. Check the range of number of transactions handled and provide the approximate revenue derived from these transactions:

   A. in the most current 12 months: ❑ 1-5   ❑ 6-10   ❑ 11-20   ❑ 21+ $ _____

   B. in the prior 12 months: ❑ 0   ❑ 1-5   ❑ 6-10   ❑ 11-20   ❑ 21+ $ _____

   C. in the coming 12 months, does the Firm anticipate that its transactional work will grow, sustain or decline? _____

3. Check the dollar value **(size)** of the Firm's transactional matters handled:

   A. in the most current 12 months:

Average:	❑ <250,000	❑ 250,000 – 1,000,000	❑ 1,000,000 – 2,500,000	❑ >2,500,000
Maximum:	❑ <1,000,000	❑ 1,000,000 – 2,500,000	❑ 2,500,000 – 5,000,000	❑ >5,000,000

   B. in the prior 12 months:

Average:	❑ $0	❑ <250,000	❑ 250,000 – 1,000,000	❑ 1,000,000 – 2,500,000	❑ >2,500,000
Maximum:	❑ <1,000,000	❑ 1,000,000 – 2,500,000	❑ 2,500,000 – 5,000,000	❑ >5,000,000	❑ NA

4. Answer these questions specifically in reference to the lawyers and their time and experience <u>handling transactional matters</u>:

   A. How many lawyers handle transactional matters? If there is only 1 lawyer handling these transactions, do not answer 4B2 or 4C. _____

   B. How many years of Transactional Law experience:

   1. does the most senior attorney or solo practitioner possess?   ❑ 0-2   ❑ 3-5   ❑ 6-9   ❑ 10+

   2. does the most junior attorney possess?   ❑ 0-2   ❑ 3-5   ❑ 6-9   ❑ 10+   ❑ NA

   C. Are junior attorneys supervised by senior attorneys throughout the handling of a transaction?   ❑ Yes   ❑ No   ❑ NA

5. With respect to client's funding of transactional matters handled, check all that applied:

   ❑ Self-funding   ❑ Private equity   ❑ Venture Capital   ❑ Partnerships

   ❑ Commercial lender   ❑ Governmental (e.g. grants, SBA)   ❑ Other (detail) _____

6. For each of the below, provide details of any Yes response via attachment. In the last three years, has the Firm represented**:**

   A. more than one party in any transactional matter?   ❑ Yes   ❑ No

   B. an established Firm client in a transaction while other parties were unrepresented?   ❑ Yes   ❑ No

   C. a new Firm client in a transaction while other parties were unrepresented?   ❑ Yes   ❑ No

   D. any entity that is or was financially distressed (insolvent/in bankruptcy proceedings) prior to or during the Firm's representations   ❑ Yes   ❑ No

   E. or agreed to scrivener representations, i.e., matters in which the lawyer is hired/engaged to draft contracts or agreements previously negotiated and agreed upon between the involved parties?   ❑ Yes   ❑ No

Signature of Partner/Officer _____Date _____Print Name _____