

Endorsement No. [X]

Exclusion of professional indemnity and outside entity executives

Notwithstanding anything contained herein to the contrary, it is understood and agreed that the Policy is hereby amended as following:

1. Exclusion professional indemnity

Zurich does not make any indemnity payments in the event of any claim being filed resulting from or in connection with the rendering or failure to render professional services in connection with any **company's** or outside entity's business.

Provided, however, this exclusion does not apply to shareholder derivative actions being filed against any **insured person** alleging a failure to supervise those persons who performed or failed to perform such professional services.

2. Exclusion of outside entity executives

Section 3.3 (Outside Entity Executives) is deleted and not replaced.

All other terms and conditions of this policy remain unchanged.

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