

BANK-OWNED INSURANCE COMPANY

CEO ATTESTATION

I, _____, _____
(Name of Officer) (Office held)

of _____ ("the Insurer")

(Official Name of Company or Group of Companies)

as President, Chief Executive Officer or most senior officer responsible for the Insurer's operations in Ontario, and ultimately responsible for the development and implementation of controls, procedures and processes to ensure the Insurer's compliance with:

- (a) The provisions which prohibit an insurer from engaging in any illicit and coercive activities that fall under Section 438 of the Insurance Act and O. Reg. 7/00 Unfair or Deceptive Acts or Practices ("UDAP") Regulation related to the sale of insurance products and services, specifically:
- Section 1.4 - Any illustration, circular, memorandum or statement that misrepresents, or by omission is so incomplete that it misrepresents, terms, benefits or advantages of any policy or contract of insurance issued or to be issued.
 - Section 1.5 - Any false or misleading statement as to the terms, benefits or advantages of any contract or policy of insurance issued or to be issued.
 - Section 1.7 - Any payment, allowance or gift or any offer to pay, allow or give, directly or indirectly, any money or thing of value as an inducement to any prospective insured to insure.
 - Section 1.10 - Making the issuance or variation of a policy of automobile insurance conditional on the insured having or purchasing another insurance policy.
- (b) The spirit and intent of the UDAP regulations and the fair treatment of consumers.

Having informed myself in all material respects as necessary, **I CERTIFY THAT:**

1. I have continued to oversee, and refine as necessary, the operation of controls, procedures and processes necessary for the Insurer to continue to achieve compliance with section 439 of the Insurance Act to not engage in any unfair or deceptive act or practice, specifically the UDAP provisions applicable to the sale of insurance products and services directly to consumers
2. To the best of my knowledge and belief, the Insurer's compliance controls and governance with respect to direct selling of insurance products and services by employees are adequate and satisfy the core three principles for managing conflicts of interest:
 - **Priority of Client's Interest** - An intermediary must place the interests of policyholders and prospective purchasers of insurance ahead of his or her own interests
 - **Disclosure of Conflicts or Potential Conflicts of Interest** - Consumers must receive disclosure of any actual or potential conflict of interest that is associated with a transaction or recommendation.
 - **Product Suitability** - The recommended product must be suitable for the needs of the consumer.

3. The Insurer has identified audit processes (e.g., external; internal) that are appropriate for the Insurer, given its circumstances, for the purpose noted above. The Insurer has implemented and administers audit processes that are appropriate for the Insurer given its circumstances.

Signature of Officer

Date, Location

DRAFT - CONFIDENTIAL